

Approved by OMB
3060-0686

INTERNATIONAL SECTION 214 AUTHORIZATIONS FOR ASSIGNMENT OR TRANSFER OF CONTROL FCC 214 MAIN FORM FOR OFFICIAL USE ONLY	FCC Use Only
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APPLICANT INFORMATION

Enter a description of this application to identify it on the main menu:
Guam Cellular Transfer of Control to DoCoMo

I. Legal Name of Applicant			
Name:	DoCoMo Guam Holdings, Inc.	Phone Number:	202-639-9374
DBA Name:		Fax Number:	202-639-9340
Street:	1399 New York Ave., NW Suite 450	E-Mail:	djeppsen@docomo-usa.com
City:	Washington	State:	DC
Country:	USA	Zipcode:	20005 -
Attention:	David Jeppsen		

2. Name of Contact Representative

Name:	Cheryl A Tritt	Phone Number:	202-887-1510
Company:	Morrison & Foerster LLP	Fax Number:	202-887-0763
Street:	2000 Pennsylvania Avenue, NW Suite 5500	E-Mail:	CTritt@mofo.com
City:	Washington	State:	DC
Country:	USA	Zipcode:	20006-1888
Attention:		Relationship:	Legal Counsel

CLASSIFICATION OF FILING

3. Choose the button next to the classification that best describes this filing. Choose only one.

a. Assignment of Section 214 Authority

An Assignment of an authorization is a transaction in which the authorization, or a portion of it, is assigned from one entity to another. Following an assignment, the authorization will usually be held by an entity other than the one to which it was originally granted. (See Section 63.24(b).)

b. Transfer of Control of Section 214 Authority

A Transfer of Control is a transaction in which the authorization remains held by the same entity, but there is a change in the entity or entities that control the authorization holder. (See Section 63.24(c).)

c. Notification of Pro Forma Assignment of Section 214 Authority (No fee required)

d. Notification of Pro Forma Transfer of Control of Section 214 Authority (No fee required)

Date of Consummation: Must be completed if you select c or d.

4. File Number(s) of Section 214 Authority(ies) for Which You Seek Consent to Assign or Transfer Control.
 Note: If the Section 214 Authorization Holder whose authority is being assigned or transferred does not have an "ITC" File No. under which it is operating, contact the Help Desk for assistance before proceeding further with this application. You cannot enter an "ITC-ASG" or "ITC-T/C" File No. in response to this question. Your response must specify one or more "ITC" File Nos. Relevant "ITC-ASG" or "ITC-T/C" File Nos. should be listed only in Attachment 1 in response to Question 10.

File Number:IT C214200405170 0201	File Number:IT C214199611200 0583	File Number:					
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5. Name of Section 214 Authorization Holder

Name: Guam Cellular & Paging, Inc. **Phone Number:** 671-649-7243

DBA Name: **Fax Number:** 671-649-7247

Street: 219 S Marine Drive Ste 206 **E-Mail:** mwc@guamcell.net

City: Tamuning **State:** GU

Country: USA **Zipcode:** 96911

Attention: Mark Chamberlin

6. Name of Assignor / Transferor

Name:	Lyons Community Property Trust	Phone Number:	703-584-8678
DBA Name:		Fax Number:	
Street:	5000 Birch Street Suite 5500	E-Mail:	
City:	Newport Beach	State:	CA
Country:	USA	Zipcode:	92660 -
Attention:	Philip N. Lyons		

7. Name of Assignee / Transferee

Name:	DoCoMo Guam Holdings, Inc.	Phone Number:	202-639-9374
DBA Name:		Fax Number:	202-639-9340
Street:	1399 New York Ave., NW Suite 450	E-Mail:	djeppsen@docomo-usa.com
City:	Washington	State:	DC
Country:	USA	Zipcode:	20005 -
Attention:	David Jeppsen		

8a. Is a fee submitted with this application?

- If Yes, complete and attach FCC Form 159. If No, indicate reason for fee exemption (see 47 C.F.R. Section 1.1114).
 Governmental Entity Noncommercial educational licensee Notification of Pro Forma (No fee required.)
 Other (please explain):

8b. You must file a separate application for each legal entity that holds one or more Section 214 authorizations to be assigned or transferred.

Fee Classification CUT – Section 214 Authority

9. Description (Summarize the nature of the application.)

(If the complete description does not appear in this box, please go to the end of the form to view it in its entirety.)

Application for Consent to Transfer Control of Guam Cellular and Paging's International Authorizations and a Blanket Domestic Authorization Pursuant to Section 214 of the Communications Act of 1934, as Amended

10. In Attachment 1, please respond to paragraphs (c) and (d) of Section 63.18 with respect to the assignor/transferor and the assignee/transferee. Label your response "Answer to Question 10".

11. Does any entity, directly or indirectly, own at least ten (10) percent of the equity of the assignee/transferee as determined by successive multiplication in the manner specified in the note to Section 63.18(h) of the rules? Yes No

If you answered "Yes" to this question, provide in Attachment 1, the name, address, citizenship, and principal businesses of each person or entity that directly or indirectly owns at least ten (10) percent of the equity of the assignee/transferee, and the percentage of equity owned by each of those persons or entities (to the nearest one percent). Label your response "Answer to Question 11."

12. Does the assignee/transferee have any interlocking directorates with a foreign carrier?

Yes No

If you answered "Yes" to this question, identify each interlocking officer/director in Attachment 1. (See Section 63.09(g).) Provide the name and position/title of the individual or entity, the name of the foreign carrier, and the country in which the foreign carrier is authorized to operate. Label your response: "Answer to Question 12."

13. Provide in Attachment 1 a narrative of the means by which the proposed assignment or transfer of control will take place. In circumstances of a substantial assignment or transfer of control pursuant to Section 63.24(e), where the assignor seeks authority to assign only a portion of its U.S. international assets and/or customer base, please specify whether the assignor requests authority to continue to operate under any or all of its international Section 214 File Nos. after consummation; and, if so, please specify in Attachment 1 each File No. it seeks to retain in its own name. Label your response "Answer to Question 13."

Note: The assignor may retain any or all of its international Section 214 File Nos. In that case, the assignor will continue to hold the international section 214 authorizations that it specifies in response to this question. The ITC-ASG File No. that the Commission assigns to this application will, when granted, constitute Commission authorization of the proposed assignment of assets and /or customers from the assignor to the assignee. Unless Commission grant of the assignment application specifies otherwise, the assignee may provide the same services on the same routes as permitted under the assignor's Section 214 authorization(s), and the assignee may provide such service to any customers it may obtain in the ordinary course of business.

If this filing is not a notification of a pro forma assignment or pro forma transfer of control, please respond to Questions 14-20 below. (See Section 63.24(d).) Otherwise, you may proceed to Question 21 below.

14. Check "Yes" below if the assignee is a foreign carrier or if, upon consummation of the proposed assignment or transfer of control, the Section 214 holder would be affiliated with a foreign carrier. (See Section 63.18 (i).) The terms "foreign carrier" and "affiliated" are defined in Section 63.09 (d) & (e) of the rules respectively. Yes No

If you answered "Yes" to this question, please specify in Attachment 1 each foreign country in which the assignee is a foreign carrier or in which the Section 214 holder, upon consummation, would be affiliated with a foreign carrier. Label your response, "Answer to Question 14."

15. If this application is granted and the proposed assignment or transfer is consummated, would the Section 214 holder be authorized to provide service to any destination country for which any of the following statements is true? Yes No

- (1) The Section 214 holder is a foreign carrier in that country; or
- (2) The Section 214 holder controls a foreign carrier in that country; or
- (3) Any entity that owns more than 25 percent of the Section 214 holder, or that controls the Section 214 holder, controls a foreign carrier in that country.
- (4) Two or more foreign carriers (or parties that control foreign carriers) own, in the aggregate, more than 25 percent of the Section 214 holder and are parties to, or the beneficiaries of, a contractual relation (e.g., a joint venture or market alliance) affecting the provision or marketing of international basic telecommunications services in the United States.

If you answered "Yes" to this question, please specify in Attachment 1 each foreign carrier and country for which any of the above statements would be true. Label your response, "Answer to Question 15."

16. If you answered "Yes" to question 14, do you request classification of the Section 214 holder as a "non-dominant" carrier, upon consummation of the proposed transaction, between the United States and any or all countries listed in response to Question 14? See Section 63.10 of the rules.

Yes No

If you answered "Yes" to this question, you must provide information in Attachment 1 to demonstrate that the Section 214 holder would qualify for non-dominant classification under Section 63.10 of the rules on each U.S.-destination country route where it would be a foreign carrier, or would be affiliated with a foreign carrier and for which you request non-dominant classification. Label your response, "Answer to Question 16."

17. If you answered "Yes" to question 14 and you have not provided information in response to Question 16 to demonstrate that the Section 214 holder would qualify for non-dominant classification under Section 63.10 of the rules on each U.S.-destination route where it would be a foreign carrier, or be affiliated with a foreign carrier, check "Yes" below to certify that the assignee/transferee agrees to comply with the dominant carrier safeguards in Section 63.10 (c) & (e) of the rules in the provision of international service between the United States and any foreign country(ies) for which you have not provided the required information.

Yes, I certify that I agree to comply with the dominant carrier safeguards in Section 63.10 (c) & (e) of the rules in my provision of international service between the United States and the following foreign country(ies):

Japan

No, Does not apply.

18. If you answered "Yes" to question 15, and if you have not provided information in response to question 16 to demonstrate that the Section 214 holder would qualify for non-dominant classification under Section 63.10 of the rules in its provision of service to each of the countries identified in response to question 15, the Section 214 holder may not be eligible to provide international telecommunications service between the U.S. and each such country following consummation of the assignment or transfer. In order to determine whether the public interest would be served by authorizing service on these U.S.-destination country routes, the assignee/transferee must provide information, in Attachment 1, to satisfy one of the showings specified in Section 63.18(k) of the rules. Label your response, "Answer to Question 18."

19. If the assignee, or the Section 214 holder that is the subject of this transfer of control application, is a provider of Commercial Mobile Radio Services, you need not answer this question.

If any of the Section 214 authorization(s) that would be assigned or transferred, authorize the Section 214 holder to resell the international switched services of an unaffiliated U.S. carrier for the purpose of providing international telecommunications services to a country listed in response to question 14, and unless you have provided information in response to question 16 to demonstrate that the Section 214 holder would qualify for non-dominant classification under Section 63.10(a)(3) of the rules for each country, check "Yes" below to certify that the assignee/transferee will file the quarterly traffic reports required by Section 43.61(c) of the rules; and/or state in Attachment 1 that the foreign carrier(s) for which the applicant has not made a showing under Section 63.10(c)(3) do(es) not collect settlement payments from U.S. international carriers. (See Section 63.18(l).)

Yes, I certify that I agree to comply with the quarterly traffic reporting requirements set forth in section 43.61(c) of the rules.

20. If the applicant desires streamlined processing pursuant to Section 63.12 of the rules, provide in Attachment 1 a statement of how the application qualifies for streamlined processing. (See Section 63.18(p).) Note that, if the application is being filed in connection with a sale of assets or reorganization of a carrier or its parent pursuant to the U.S. bankruptcy laws, the application may not be eligible for streamlined processing until final bankruptcy court approval of the proposed sale or reorganization.

Applicant certifies that its responses to questions 21 through 25 are true:

21. The assignee/transferee certifies that it has not agreed to accept special concessions directly or indirectly from a foreign carrier with respect to any U.S. international route where the foreign carrier possesses sufficient market power on the foreign end of the route to affect competition adversely in the U.S. market and will not enter into any such agreements in the future. Yes No

22. By signing this application, the undersigned certify either (1) that the authorization(s) will not be assigned or that control of the authorization(s) will not be transferred until the consent of the Federal Communications Commission has been given, or (2) that prior Commission consent is not required because the transaction is subject to the notification procedures for pro forma transactions under Section 63.24 of the rules. The assignee/transferee also acknowledges that the Commission must be notified by letter within 30 days of a consummation or of a decision not to consummate. (See Section 63.24(e)(4).) Yes No

23. If this filing is a notification of a pro forma assignment or transfer of control, the undersigned certify that the assignment or transfer of control was pro forma and that, together with all previous pro forma transactions, does not result in a change in the actual controlling party. Yes No
 Not a Pro Forma

24. The undersigned certify that all statements made in this application and in the exhibits, attachments, or documents incorporated by reference are material, are part of this application, and are true, complete, correct, and made in good faith. Yes No

25. The assignee/transferee certifies that neither it nor any other party to the application is subject to a denial of Federal benefits pursuant to Section 5301 of the Anti-Drug Abuse Act of 1988, 21 U.S.C. § 862, because of a conviction for possession or distribution of a controlled substance. See Section 1.2002(b) of the rules, 47 CFR § 1.2002(b), for the definition of "party to the application" as used in this certification. Yes No

CERTIFICATION

26. Printed Name of Assignor / Transferor Guam Cellular & Paging, Inc.	29. Printed Name of Assignee / Transferee DoCoMo Guam Holdings, Inc.
27. Title (Office Held by Person Signing) Chairman, President & CEO	30. Title (Office Held by Person Signing) Treasurer
28. Signature (Enter the name of the person who will sign the paper version of this form for retention in their files) Philip N. Lyons	31. Signature (Enter the name of the person who will sign the paper version of this form for retention in their files) Michiya Shinagawa

WILLFUL FALSE STATEMENTS MADE ON THIS FORM ARE PUNISHABLE BY FINE AND / OR IMPRISONMENT (U.S. Code, Title 18, Section 1001), AND/OR REVOCATION OF ANY STATION AUTHORIZATION (U.S. Code, Title 47, Section 312(a)(1)), AND/OR FORFEITURE (U.S. Code, Title 47, Section 503).

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April 11, 2006

Writer's Direct Contact
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CTritt@mofocom

By Hand Delivery

Marlene H. Dortch
Secretary
Federal Communications Commission
445 12th Street, S.W.
Washington, D.C. 20554

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APR 11 2006

Federal Communications Commission
Office of Secretary

Re: Amendment to the Application to Transfer Control of Guam Cellular and Paging, Inc.
to DoCoMo Guam Holdings, Inc.
ITC-T/C-INTR2006-00919

Dear Ms. Dortch:

By this letter, DoCoMo Guam Holdings, Inc. ("DoCoMo Guam") and Guam Cellular and Paging, Inc. ("Guam Cellular") amend and replace Attachment 1 of the above-referenced application to transfer control of Guam Cellular to DoCoMo Guam (the "Application"). The Application was filed electronically on April 4, 2006 via the International Bureau's Filing System ("IBFS").¹ The Application has not yet been placed on public notice. Only Attachment 1 to the Application is being amended, but we include for your convenience a copy the FCC's electronic 214 Main Form application. If you have any questions regarding this amendment, please contact the undersigned.

Very truly yours,


Cheryl A. Tritt

cc: David LaFuria (Counsel to Guam Cellular)
David Krech (International Bureau)
Susan O'Connell (International Bureau)

¹ The amended Attachment 1 is being filed on paper because IBFS does not allow amendments to be filed electronically.

ATTACHMENT 1

Joint International And Domestic Application To Transfer Control Of Guam Cellular and Paging, Inc. To DoCoMo Guam Holdings, Inc. Under Section 214 Of The Communications Act Of 1934, As Amended

This joint application ("Application") is one of a series of concurrently-filed applications seeking Commission consent for NTT DoCoMo, Inc. ("DoCoMo") to acquire indirectly all ownership shares of Guam Cellular and Paging, Inc. ("Guam Cellular") and certain wireless assets of Guam Wireless Telephone Company, L.L.C. ("Guam Wireless"). As further discussed below, control of Guam Cellular will be transferred to DoCoMo Guam Holdings, Inc. ("DoCoMo Guam"), a wholly-owned subsidiary of DoCoMo organized under the laws of Guam, and the assets of Guam Wireless will be assigned to Guam Cellular. The proposed transfer and assignment will occur simultaneously upon consummation.

Accordingly, the Application seeks consent to transfer control of Guam Cellular to DoCoMo, through DoCoMo Guam, under Section 214 of the Communications Act of 1934, as amended (the "Act"). Pursuant to Section 63.04(b) of the Commissions' rules, the Application encompasses certain landline interexchange services that Guam Cellular provides under blanket Section 214 domestic operating authority, and international telecommunications services provided under two Section 214 authorizations. A separate Section 214 application is being filed concurrently seeking consent to assign Guam Wireless' international Section 214 authorization to Guam Cellular (as controlled by DoCoMo through DoCoMo Guam).

I. INFORMATION REQUIRED BY SECTION 63.18 OF THE COMMISSION'S RULES REGARDING GUAM CELLULAR'S INTERNATIONAL SECTION 214 AUTHORIZATIONS.

Answers to Question 10

Transferor Contact Information

Mark Chamberlin
Guam Cellular & Paging, Inc.
219 S. Marine Drive
Suite 206
Tamuning, Guam 96911
(671) 649-7243

With a copy to:

David LaFuria
Lukas, Nace, Gutierrez & Sacks, Chartered
1650 Tysons Blvd.
Suite 1500
McLean, VA 22102
(703) 584-8661

Transferee Contact Information

David Jeppsen
Vice President
NTT DoCoMo USA, Inc.
1399 New York Ave., NW
Suite 450
Washington, D.C. 20005
(202) 639-9374

With a copy to:

Cheryl A. Tritt
Jennifer L. Kostyu
Morrison & Foerster LLP
2000 Pennsylvania Ave., N.W.
Suite 5500
Washington, D.C. 20006
(202) 887-1500

Prior International Section 214 Authorizations

Guam Cellular holds global facilities-based authority pursuant to Section 63.18(e)(1) of the Commission's rules. File No. ITC-214-19961120-00583. Guam Cellular also holds global resale authority pursuant to Section 63.18(e)(2) of the Commission's rules. File No. ITC-214-20040517-00201. As noted herein, an application also has been filed seeking consent to assign the international Section 214 authorization of Guam Wireless to Guam Cellular. Accordingly, upon consummation of the proposed transaction, Guam Cellular also will hold international Section 214 authorization ITC-214-20000507-00304 to provide global international telecommunications service on a facilities and resale basis pursuant to Sections 63.18(e)(1) and 63.18(e)(2) of the Commission's rules.

Neither DoCoMo nor DoCoMo Guam holds an international Section 214 authorization.

Answers to Question 11

Pursuant to Section 63.18(h) of the Commission's rules, following is the relevant ownership information listing the entities directly or indirectly holding a ten percent or greater interest in Transferee DoCoMo Guam.

Direct Ownership

Name:	NTT DoCoMo, Inc.
Address:	2-11-1 Nagata-cho Chiyoda-ku, Tokyo 100-6150 Japan
Citizenship:	Japan
Principal Business:	Mobile telecommunications and information services
Percentage Held:	100 percent direct voting and equity interest in DoCoMo Guam, thus 100 percent indirect interest in Guam Cellular

Indirect Ownership

Name: Nippon Telegraph and Telephone Corporation (“NTT”)
Address: 3-1, Otemachi 2-Chome
Chiyoda-ku, Tokyo 100-8116
Japan
Citizenship: Japan
Principal Business: Telecommunications and information services
Percentage Held: 61.96 percent direct voting and equity interest in DoCoMo, thus
61.96 percent indirect interest in DoCoMo Guam and 61.96
percent indirect interest in Guam Cellular¹

Name: Japan Ministry of Finance
Address: 3-1-1 Kasumigaseki
Chiyoda-ku, Tokyo 100-8940
Japan
Citizenship: Japan
Principal Business: Japanese government
Percentage Held: 38.37 percent direct voting and equity interest in NTT, thus 23.77
percent indirect interest in DoCoMo Guam and 23.77 percent
indirect interest in Guam Cellular²

DoCoMo and NTT are publicly-traded corporations. Other than the entities disclosed above, no single entity directly or indirectly holds a ten percent or greater ownership interest in DoCoMo Guam. Neither DoCoMo Guam nor DoCoMo has interlocking directorates with a foreign carrier.

Answer to Question 13

Description of Transaction

On March 20, 2006, DoCoMo entered into: (1) a Share Purchase Agreement with the shareholders of Guam Cellular; and (2) an Asset Purchase Agreement with Guam Wireless. Guam Cellular and Guam Wireless provide commercial mobile radio service (“CMRS”) in Guam and the Northern Mariana Islands (“CNMI”), both of which are classified as rural service

¹ Pursuant to Section 63.18(h) of the Commission’s rules, attribution of indirect ownership interests held indirectly by through one or more intervening entities will be determined by successive multiplication of the ownership percentages for each link in the vertical ownership chain and application of the relevant attribution benchmark to the resulting product, except that wherever the ownership percentage for any link in the chain equals or exceeds 50 percent or represents actual control, it shall be treated as if it were a 100 percent interest.

² See *id.*

areas and which collectively have a population of less than 225,000 people. Guam Cellular also provides landline domestic interexchange and international telecommunications services. The parties intend to close the Share Purchase Agreement and the Asset Purchase Agreement simultaneously.

To effectuate the Share Purchase Agreement, DoCoMo has formed DoCoMo Guam, a wholly-owned subsidiary organized under the laws of Guam. Under the Share Purchase Agreement, DoCoMo, through DoCoMo Guam, will acquire 100 percent of the common shares of Guam Cellular for cash consideration. Following DoCoMo Guam's acquisition of the shares, Guam Cellular will continue in existence and become an indirect wholly-owned subsidiary of DoCoMo.

Under the Asset Purchase Agreement, DoCoMo will acquire for cash consideration certain assets, properties, goodwill and rights of Guam Wireless used to provide wireless voice and data communications products and services in Guam and the CNMI. To effectuate the acquisition, Guam Wireless will assign its FCC authorizations and certain other assets, properties, goodwill and rights to Guam Cellular. Upon closing, Guam Cellular will hold Guam Wireless' wireless-related assets and will continue to operate the business of Guam Wireless. Guam Cellular also will become the licensee of Guam Wireless' international Section 214 authorization.

Currently, DoCoMo expects to retain most of the managerial officers and employees of both Guam Cellular and Guam Wireless and to continue operating, for the time being, two separate networks in Guam and the CNMI. DoCoMo's plans include enhancing the quality of Guam Wireless' GSM network by adding General Packet Radio Service ("GPRS") capability and in the future deploying a W-CDMA network for third generation ("3G") services over Guam Cellular's cellular licenses.

The parties are filing a series of applications to effectuate the proposed transaction. In addition to this Application, the parties are filing an application seeking Commission consent to assign Guam Wireless' international Section 214 authorization to Guam Cellular (as controlled by DoCoMo Guam). Two FCC Form 603 applications also are being submitted, one which seeks Commission consent to assign Guam Wireless' PCS license to Guam Cellular (as controlled by DoCoMo Guam) and one which seeks Commission consent to transfer control of Guam Cellular to DoCoMo Guam. In addition, the parties are seeking a declaratory ruling that upon consummation of the transaction, the public interest would not be served by denying approval of DoCoMo's indirect foreign ownership of Guam Cellular pursuant to Section 310(b)(4) of the Communications Act of 1934, as amended.

A more detailed description of this transaction, request for declaratory ruling, and public interest demonstration is attached hereto.

Answer to Question 14

DoCoMo Guam is and Guam Cellular will become upon consummation of the proposed transaction affiliated with certain foreign service providers by virtue of DoCoMo's direct and indirect interests in DoCoMo Guam and Guam Cellular, respectively. Specifically, DoCoMo Guam is and Guam Cellular will become affiliated with foreign carriers in the following countries: Japan, the United Kingdom, France, Italy, Germany, Belgium, the Netherlands, Hong Kong, China, Korea, Australia, Singapore, Brazil, Taiwan, Malaysia, and Sri Lanka.

Answer to Question 15

DoCoMo Guam is and Guam Cellular will become upon consummation of the proposed transaction affiliated with the foreign carriers identified below because they are or will be wholly-owned indirect subsidiaries of DoCoMo and partially-owned indirect subsidiaries of NTT. DoCoMo and/or NTT directly or indirectly control each of the following foreign carriers. The country or countries in which each company is licensed to provide service also is noted below.

- NTT DoCoMo Hokkaido, Inc. (Japan)
- NTT DoCoMo Tohoku, Inc. (Japan)
- NTT DoCoMo Tokai, Inc. (Japan)
- NTT DoCoMo Hokuriku, Inc. (Japan)
- NTT DoCoMo Kansai, Inc. (Japan)
- NTT DoCoMo Chugoku, Inc. (Japan)
- NTT DoCoMo Shikoku, Inc. (Japan)
- NTT DoCoMo Kyushu, Inc. (Japan)
- NTT East Corporation (Japan)
- NTT West Corporation (Japan)
- NTT Communications Corporation (Japan)
- NTT-ME CORPORATION (Japan)
- NTT NEOMEIT CORPORATION (Japan)
- NTT Europe Ltd. (the United Kingdom, France, Italy, Germany, Belgium, and the Netherlands)
- NTT Com Asia Limited (China and Hong Kong)
- NTT Korea Co., Ltd. (Korea)
- NTT Australia Pty Ltd. (Australia)
- NTT Singapore Pte. Ltd. (Singapore)

- inter-touch Spectrum Pte. Ltd. (Singapore) (not yet providing telecommunications services)
- NTT do Brasil Telecomunicações Ltda. (Brazil)
- NTT Taiwan Ltd. (Taiwan)
- NTT MSC Bdn. Shd. (Malaysia)
- Sri Lanka Telecom Ltd. (Sri Lanka)

Answer to Questions 16 and 18

Pursuant to Section 63.10 of the Commission's rules, DoCoMo Guam requests that Guam Cellular be granted "non-dominant" status upon consummation of the proposed transaction on all routes between the United States and the countries listed in response to Question 15 above, *except* Japan (the "Non-Dominant Routes"). Each of those countries is a member of the World Trade Organization ("WTO"). Further, none of the foreign carrier affiliates that operate at the foreign end of each Non-Dominant Route is a monopoly provider of communications services, and each lacks 50 percent market share in the international transport and local access markets on the foreign end of its respective U.S.-international route. Accordingly, under Section 63.10(a) and 63.18(k)(2), Guam Cellular is presumptively classified as non-dominant on all of the Non-Dominant Routes.

II. INFORMATION REQUIRED BY SECTION 63.04 OF THE COMMISSION'S RULES IN RELATION TO GUAM CELLULAR'S DOMESTIC OPERATIONS

In support of the applicants' request for consent to transfer control of Guam Cellular under to its domestic blanket Section 214 authority to DoCoMo Guam, the following information is submitted pursuant to Section 63.04 of the Commission's rules. Specifically, Section 63.04(b) provides that applicants submitting a joint domestic/international Section 214 application should submit as an attachment to the international Section 214 application responses to the information requested in paragraphs (a)(6) through (a)(12) of Section 63.04:

(a)(6) Description of the transaction:

A description of the transaction is set forth in Section I above.

(a)(7) Description of the geographic areas in which the transferor and transferee offer domestic telecommunications services, and what services are provided in each area:

Guam Cellular provides domestic landline interexchange services (direct dial and calling card services) between Guam, the CNMI and all fifty U.S. states, the District of Columbia, the U.S. Virgin Islands, American Samoa, and Puerto Rico. Upon consummation, Guam Cellular will continue to provide these services under the control of DoCoMo (through DoCoMo Guam). Neither DoCoMo nor DoCoMo Guam provides domestic telecommunications services in the United States.

(a)(8) Statement as to how the Application qualifies for streamlined treatment:

The Application relating to Guam Cellular's blanket domestic 214 authority qualifies for streamlined treatment because under the proposed transaction DoCoMo (through DoCoMo Guam) and Guam Cellular: (1) will hold a market share in the U.S. interstate, interexchange market of less than ten percent, and (2) will provide no local exchange services in the U.S.; and (3) are non-dominant with respect to the provision of any telecommunications service in the U.S. The applicants, however, will not oppose non-streamlined treatment of the Application because it will be reviewed as part of a larger transaction that is not subject to streamlined treatment.

(a)(9) Identification of all other Commission applications related to this transaction:

A description of all Commission applications being filed to effectuate this transaction is set forth in Section I above.

(a)(10) Statement of whether the applicants request special consideration because either party is facing imminent business failure:

The applicants do not request special consideration because neither party to this transaction is facing imminent business failure.

(a)(11) Identification of any separately filed waiver requests being sought in conjunction with this transaction:

No separately filed waiver requests are sought in conjunction with this transaction.

(a)(12) Statement showing how grant of the Application will serve the public interest, convenience and necessity:

A detailed demonstration of how the grant of the proposed transaction serves the public interest is attached hereto.

TAB 6

Approved by OMB
3060-0686

INTERNATIONAL SECTION 214 AUTHORIZATIONS FOR ASSIGNMENT OR TRANSFER OF CONTROL FCC 214 MAIN FORM FOR OFFICIAL USE ONLY	FCC Use Only
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APPLICANT INFORMATION

Enter a description of this application to identify it on the main menu:

Application to Assign International Section 214 Authorization From Guam Wireless Telephone Company, L.L.C. to Guam Cellular and Paging, Inc.

1. Legal Name of Applicant

Name:	Guam Wireless Telephone Company, L.L.C.	Phone Number:	671-788-0588
DBA Name:		Fax Number:	671-788-1001
Street:	125 Tun Jesus Crisostomo st. # 208	E-Mail:	johnwu@guamwireless.com
City:	Tamuning	State:	GU
Country:	USA	Zipcode:	96913 -
Attention:	John Wu		

2. Name of Contact Representative

Name:	Thomas K. Crowe	Phone Number:	202-263-3640
Company:	Law Offices of Thomas K. Crowe, P.C.	Fax Number:	202-263-3641
Street:	1250 24th St., NW Suite 300	E-Mail:	firm@tkcrowe.com
City:	Washington	State:	DC
Country:	USA	Zipcode:	20037-
Attention:	Thomas K. Crowe	Relationship:	Legal Counsel

CLASSIFICATION OF FILING

3. Choose the button next to the classification that best describes this filing. Choose only one.

a. Assignment of Section 214 Authority

An Assignment of an authorization is a transaction in which the authorization, or a portion of it, is assigned from one entity to another. Following an assignment, the authorization will usually be held by an entity other than the one to which it was originally granted. (See Section 63.24(b).)

b. Transfer of Control of Section 214 Authority

A Transfer of Control is a transaction in which the authorization remains held by the same entity, but there is a change in the entity or entities that control the authorization holder. (See Section 63.24(c).)

c. Notification of Pro Forma Assignment of Section 214 Authority (No fee required)

d. Notification of Pro Forma Transfer of Control of Section 214 Authority (No fee required)

Date of Consummation: Must be completed if you select c or d.

