

November 15, 2007

FILED ELECTRONICALLY WITH ECFS

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

Re: Notice of Ex Parte Presentation

**In the Matter of Stratos Global Corporation and Robert M. Franklin, Trustee
WC Docket No. 07-73, DA 07-2257**

Dear Ms. Dortch:

Pursuant to Section 1.1206(b) of the Commission's Rules, 47 C.F.R. § 1.1206(b), this Notice of Ex Parte Presentation ("Notice") is being submitted on behalf of Stratos Global Corporation ("Stratos"), CIP Canada Investment Inc. ("CIP Canada"), and Inmarsat Finance III Limited ("Inmarsat Finance") in the above-referenced matter. On Wednesday November 14, 2007, representatives for Stratos (Richard Harris and Alfred Mamlet), Inmarsat Finance (Diane Cornell), and CIP Canada (Patricia Paoletta), met to discuss the above-referenced transfer of control application with the following Commissioners' legal advisors: John Branscome (Commissioner Coppers' office), Renee Crittendon (Commissioner Adelstein's office) and Angela Giancarlo (Commissioner McDowell's office). In addition, representatives for Stratos (Richard Harris and Alfred Mamlet), CIP Canada (Kelley Shields) and Inmarsat Finance (Diane Cornell), met with legal advisors Chris Moore and Wayne Leighton (Commissioner Tate's office) on November 15, 2007.

The attached materials (distributed at the meetings) formed the basis for the discussion between Stratos, CIP Canada, Inmarsat Finance, and the Commissioners' legal advisors.

Respectfully submitted,

_____/s/
Patricia Paoletta
Harris, Wiltshire & Grannis LLP
1200 18th Street, NW
Washington, DC 20036

Counsel for CIP Canada Investment Inc.

_____/s/
Alfred M. Mamlet
Steptoe & Johnson LLP
1330 Connecticut Ave., NW
Washington, DC 20036

Counsel for Stratos Global Corporation

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_____/s/
John P. Janka
Latham & Watkins LLP
555 Eleventh Street, NW
Suite 1000
Washington, DC 20004

Counsel for Inmarsat Finance III Limited

Attachment

cc: John Branscome - by email
Renee Crittendon - by email
Angela Giancarlo - by email
Chris Moore - by email
Wayne Leighton - by email
Best Copy and Printing, Inc. - by email

Application to Transfer Control of Stratos to a Canadian Trust

WC Docket No. 07-73, DA 07-2257

November 14, 2007



Transaction Status

Clearance

Date

Louisiana PSC

5/5/07 (Approved)

Texas PUC

5/17/07 (Approved)

Shareholder Vote

6/12/07 (Approved)

CFIUS

6/28/07 (Review concluded)

Hart-Scott-Rodino

7/23/07 (Waiting Period Expired)

New Zealand Overseas Investment Office

7/27/07 (Approved)

Russian Anti-monopoly Authority (FAS)

8/6/07 (Approved)

Industry Canada (Investment Canada Act)

9/5/07 (Approved)

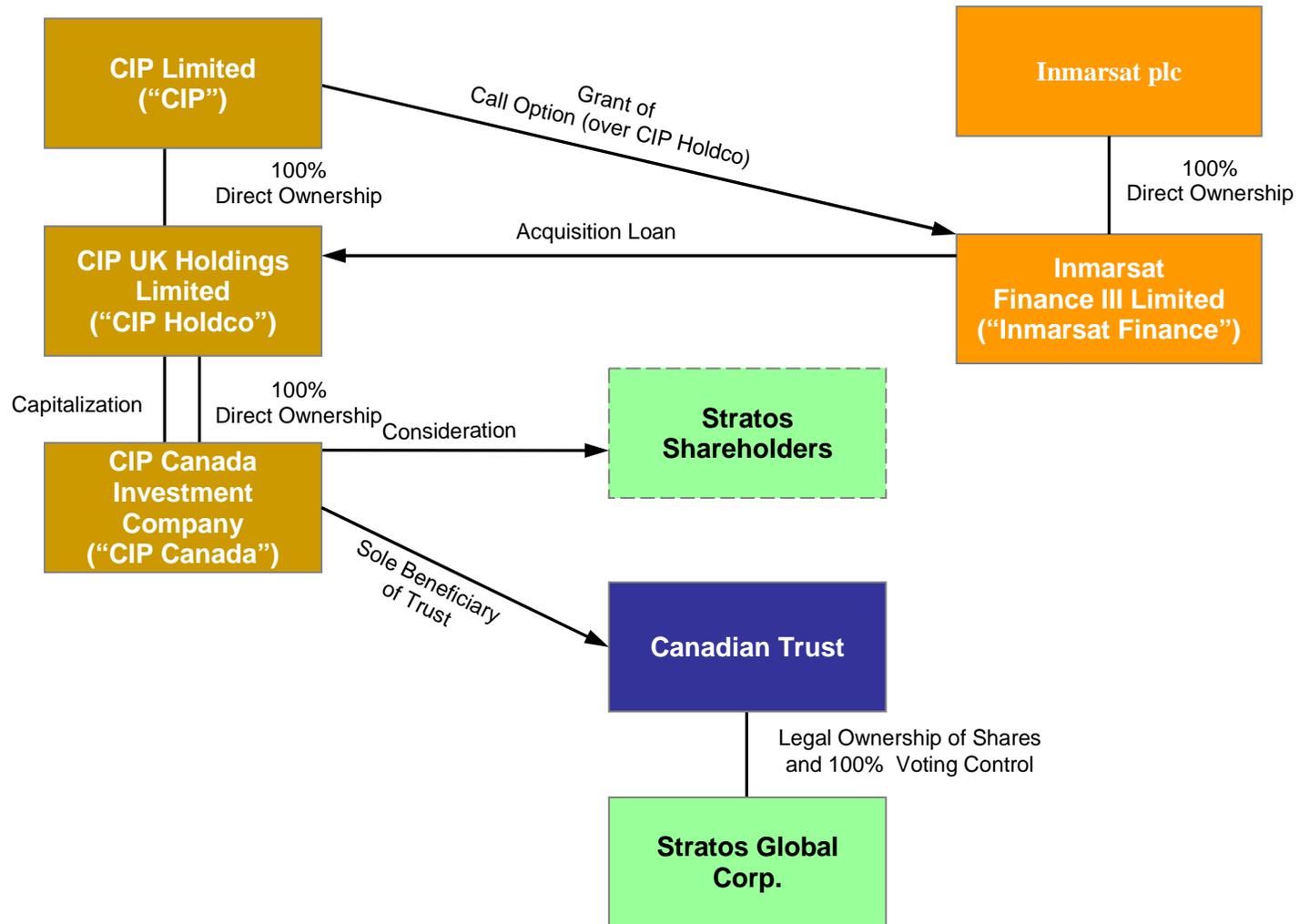
FCC

Pending

Participants

- Acquired Company: Stratos Global Corporation (Stratos)
- Trustee: Robert Franklin
- Trust Beneficiary: CIP Canada Investment Inc. (CIP Canada), a subsidiary of Communications Investment Partners Limited (CIP)
- Lender: Inmarsat Finance III Limited (Inmarsat Finance), subsidiary of Inmarsat plc (with affiliates, “Inmarsat”)

Stratos Shares Transferred to Trust



FCC Rules & Precedents Permit Trust

- Trust structure was chosen for independent business reasons, not for regulatory considerations
- Deal structured to fit within existing FCC precedent, which expressly permits trust to hold licenses like any other legal entity
- Trust is expected to last less than 18 months
- Transfer of control of Stratos from Trust will be subject to FCC and other governmental reviews

Trustee Will Control Stratos

- Trustee votes 100% of Stratos stock
- Trustee elects Stratos board
- Trustee's ability to replace Stratos board and management provides him with ultimate control
- Trustee is well qualified and independent
 - Currently serves as Director for 5 boards; previously Director on 24 other boards
 - Previously Chairman of four public companies
 - Previously served as Trustee for two Income Trusts

Inmarsat Finance Would Not Have *De Facto* Control Over Stratos

- FCC recognizes important distinction between **influence** and **control**
- *De facto* control is the power to dominate corporate affairs
- Inmarsat has no ability to dominate Stratos with respect to *a single one* of the *Intermountain Microwave* criteria
- Inmarsat is neither an equity holder of nor a lender to Stratos
- Inmarsat has no legal or contractual rights with Stratos by which it could exert control
- Inmarsat Finance's option with and loan to CIP are not relevant because CIP does not control Stratos
- The Commission has previously found that far greater means of influence do not convey control

This Transaction Will Not Create Precedent that Would Allow Others to Avoid FCC Scrutiny

- Commission can consider trust beneficiary under Section 310(b)(4)
- Commission requires disclosure of source of debt to facilitate public interest review
- Application and PN
 - detailed foreign ownership
 - highlighted financing to CIP provided by Inmarsat Finance
 - provided notice of CIP and Inmarsat roles in transaction

Approval of this Transaction Serves the Public Interest

- Stratos will continue to sell services that compete with Inmarsat
- Stratos Board and management will fulfill fiduciary duties to maximize revenues and profits
- Stratos will not, and could not, discriminate against other MSS operators
 - Stratos is a non-facilities-based reseller of Iridium and other MSS, and has no bottleneck control
 - Inmarsat's MSS competitors already can sell directly to customers and use other resellers who compete with Stratos
 - Inmarsat's distributors competing with Stratos already have non-discriminatory access to Inmarsat's offerings under their contracts
- Stratos **end users** support this transaction

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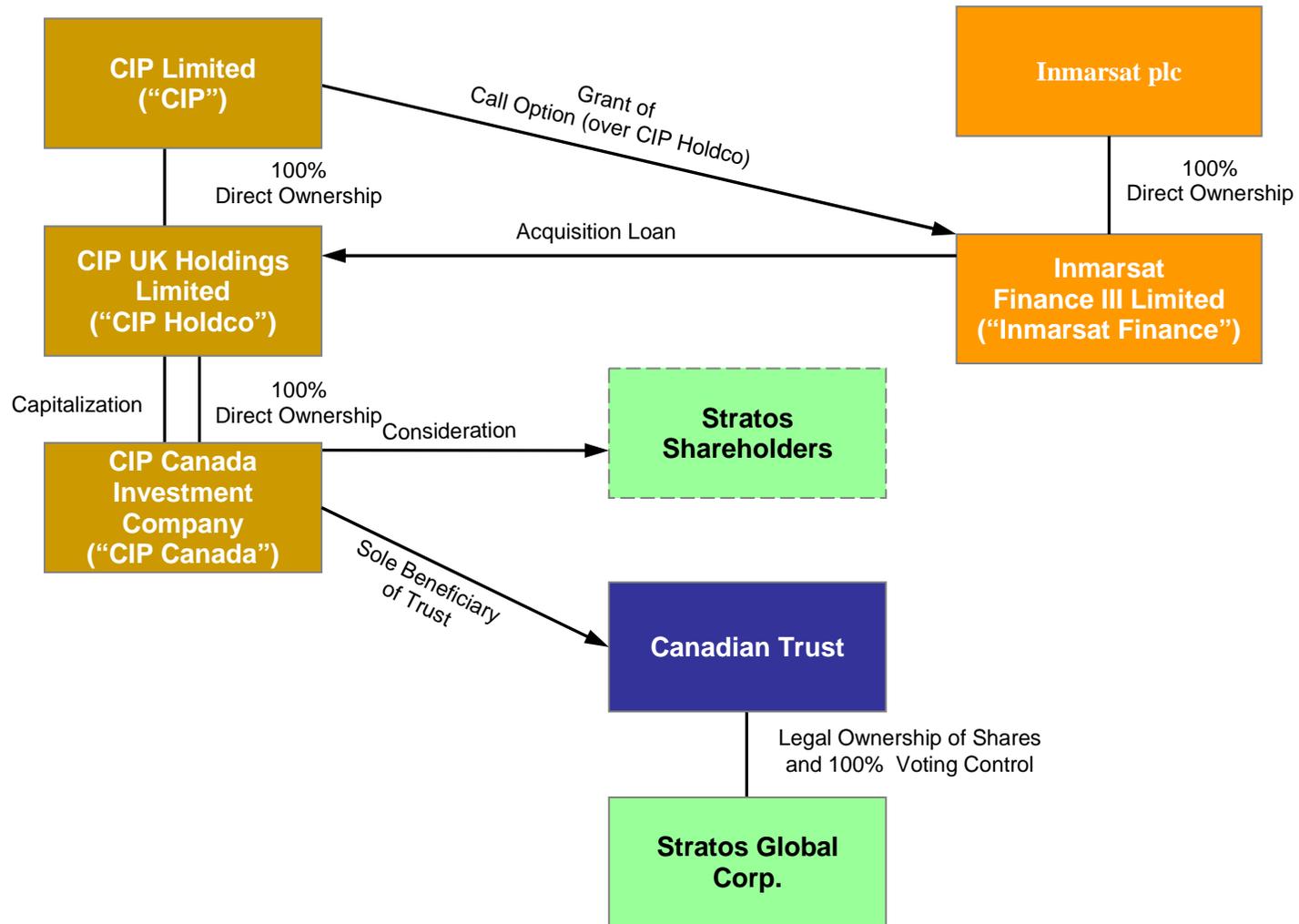
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