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April 18, 2011

VIA ECFS and ELECTRONIC MAIL

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

Re: Joint Application of Shamrock TeleGuam Holdings, LLC and  
AP TeleGuam Holdings, Inc. – WC Docket No. 10-260

Dear Ms. Dortch:

In response to requests from staff, AP TeleGuam Holdings, Inc. (“AP TG”), as the proposed Transferee in the above-referenced transaction, hereby advises the Federal Communications Commission (“FCC”) that it is ready, willing and able to complete the transaction described in the above-referenced application and has the financial means to do so, notwithstanding the earthquake, tsunami and related events that have occurred recently in Japan.

As described in the parties’ Joint Application,<sup>1</sup> AP TG is a holding company formed for

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<sup>1</sup> See *Joint Application of Shamrock TeleGuam Holdings, LLC, Transferor, GTA Telecom, LLC, GTA Services, LLC, Pulse Mobile, LLC, Licensees, and AP TeleGuam Holdings, Inc., Transferee, For Grant of Authority Pursuant to Section 214 of the Communications Act of 1934, as amended, and Sections 63.04 and 63.24 of the Commission’s Rules to Complete a Transfer of Indirect Majority Ownership of the Licensees to AP TeleGuam Holdings, Inc.*, WC Docket No. 10-260 (filed Dec. 17, 2010), IBFS File Nos. ITC-T/C-20101216-00486 and ITC-T/C-20101216-00478 (filed Dec. 16, 2010) (“214 Application”); see also *Shamrock TeleGuam Holdings, LLC, Transferor, GTA Telecom, LLC, GTA Services, LLC, Pulse Mobile, LLC, Licensees, and AP TeleGuam Holdings, Inc., Transferee, Petition for Declaratory Ruling Under Section 310(b)(4) of the Communications Act, as Amended*, IBFS File No. ISP-PDR-20101216-00021 (filed Dec. 16, 2010) (“Petition for Declaratory Ruling”). The Applicants also have sought approval from the Wireless Telecommunications Bureau for the transfer of control of certain wireless licenses. See ULS File No. 0004531711 (filed Dec. 16, 2010) (“Wireless Application,” and together with the 214 Application and Petition for Declaratory Ruling, “Joint Application”).

Ms. Marlene H. Dortch

April 18, 2011

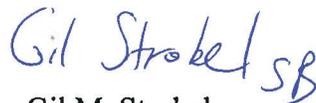
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the purpose of acquiring GTA Services, LLC; GTA Telecom, LLC; and Pulse Mobile, LLC (“the TeleGuam Licensees”). Accordingly, AP TG has only a nominal “asset value” until the transaction is closed. The amount that the AP Funds (AP Cayman Partners II, LP; Advantage Partners IV, ILP; and Japan Ireland Investment Partners) are committed to provide AP TG for the purpose of funding the purchase price of the transaction remains materially unchanged from the time the initial application was filed. In aggregate, the AP Funds have capital commitments from their investors of approximately \$2 billion for investment into multiple corporations, including the TeleGuam Licensees, and \$700 million of these capital commitments remains uninvested. These amounts have been unchanged from the time the initial application was filed. Moreover, the financing arrangements underlying the proposed transaction remain in place and the terms and conditions of such financing remain materially unchanged since the Application was filed.

The parties expect to close the transaction as quickly as possible after receiving all necessary governmental and regulatory approvals, including successful completion of the pending CFIUS and Team Telecom reviews and the FCC’s approval of the above-referenced application. The parties currently expect the CFIUS and Team Telecom reviews to be completed by or around May 9th. The parties urge the Commission to approve the applications expeditiously upon completion of the CFIUS and Team Telecom processes so that the transaction can close as soon as possible.

Please let me know if you have any questions regarding the information provided in this letter or in the above-referenced application.

Sincerely,

A handwritten signature in blue ink that reads "Gil Strobel" followed by a stylized initial "SF".

Gil M. Strobel  
Counsel for AP TeleGuam Holdings, Inc.

cc: James Bird (OGC)  
Kathy Harris (WTB)  
Jodie Donovan-May (WCB)  
David Krech (IB)  
Carrie-Lee Early (IB)  
Neil Dellar (OGC)  
Russell M. Blau (Counsel for the TeleGuam Licensees)