



December 9, 2013

Marlene H. Dortch
Secretary
Federal Communications Commission
445 12th Street, SW
Washington, DC 20554

Re: Notice of Ex Parte Presentation; IB Docket No. 11-109; DA 12-1863, IB Docket No. 12-340; IBFS File Nos. SAT-MOD-20101118-00239; SAT-MOD-20120928-00160; SAT-MOD-20120928-00161; SES-MOD-20121001-00872; RM-11681; WT Docket No. 12-327

Dear Ms Dortch:

On December 5, 2013, Reed Hundt, on behalf of Lightsquared, met with Ruth Milkman, Chief of Staff, and Jonathan Chambers, Chief, Office of Strategic Planning and Policy Analysis. John Nakahata, of Wiltshire & Grannis, LLP, also attended this meeting on behalf of Centerbridge Partners. Messrs. Hundt and Nakahata discussed the status and schedule of the consideration and disposition of the Lightsquared bankruptcy by the Bankruptcy Court, and the potential relationship of that schedule to ongoing Lightsquared proceedings before the Commission. Mr. Hundt provided Ms. Milkman and Mr. Chambers with a copy of the attached document. Mr. Hundt asked if the FCC would set a date for deciding pending issues.

Respectfully submitted,

A handwritten signature in black ink, appearing to read "Jeffrey J. Carlisle".

Jeffrey J. Carlisle
Executive Vice President
Regulatory Affairs and Public Policy

Enclosure (1)

cc: Ruth Milkman
Jonathan Chambers
John Nakahata

**UNITED STATES BANKRUPTCY COURT
SOUTHERN DISTRICT OF NEW YORK**

In re:)
) Chapter 11
)
LIGHTSQUARED INC., *et al.*,) Case No. 12-12080 (SCC)
)
)
Debtors.¹) Jointly Administered
)
)

**ORDER MODIFYING PREVIOUSLY SCHEDULED HEARING DATES AND
DEADLINES IN CONNECTION WITH CHAPTER 11 PLAN PROCESS**

Upon the oral motion (the “Motion”) presented by LightSquared Inc. and certain of its affiliates, as debtors and debtors in possession (collectively, “LightSquared” or the “Debtors”) in the above-captioned chapter 11 cases (the “Chapter 11 Cases”), at the direction of the special committee of the boards of directors (the “Special Committee”) of LightSquared Inc. and LightSquared GP Inc., at the status conference held before this Court on November 25, 2013 (the “Conference”) for entry of an order modifying certain of the hearing dates and deadlines established by the (i) *Order Scheduling Certain Hearing Dates and Establishing Deadlines in Connection with Chapter 11 Plan Process* [Docket No. 772] (the “Scheduling Order”), (ii) *Order (A) Establishing Bid Procedures, (B) Scheduling Date and Time for Auction, (C) Approving Assumption and Assignment Procedures, (D) Approving Form of Notice, and (E) Granting Related Relief* [Docket No. 892] (the “Bid Procedures Order”), and (iii) *Order (I) Approving*

¹ The debtors in these chapter 11 cases, along with the last four digits of each debtor’s federal or foreign tax or registration identification number, are: LightSquared Inc. (8845), LightSquared Investors Holdings Inc. (0984), One Dot Four Corp. (8806), One Dot Six Corp. (8763), SkyTerra Rollup LLC (N/A), SkyTerra Rollup Sub LLC (N/A), SkyTerra Investors LLC (N/A), TMI Communications Delaware, Limited Partnership (4456), LightSquared GP Inc. (6190), LightSquared LP (3801), ATC Technologies, LLC (3432), LightSquared Corp. (1361), LightSquared Finance Co. (6962), LightSquared Network LLC (1750), LightSquared Inc. of Virginia (9725), LightSquared Subsidiary LLC (9821), Lightsquared Bermuda Ltd. (7247), SkyTerra Holdings (Canada) Inc. (0631), SkyTerra (Canada) Inc. (0629), and One Dot Six TVCC Corp. (0040). The location of the debtors’ corporate headquarters is 10802 Parkridge Boulevard, Reston, VA 20191.

Disclosure Statements, (II) Approving Solicitation and Notice Procedures with Respect to Confirmation of Competing Plans, (III) Approving Forms of Various Ballots and Notices in Connection Therewith, (IV) Approving Scheduling of Certain Dates in Connection with Confirmation of Competing Plans, and (V) Granting Related Relief [Docket No. 936] (the “Disclosure Statement Order”) due to the current facts and circumstances in these Chapter 11 Cases; and responses to the Motion having been orally presented to the Court at the Conference by (x) U.S. Bank National Association and MAST Capital Management, LLC, on behalf of itself and its management funds and accounts, (y) the ad hoc secured group of Prepetition LP Lenders,² and (z) L-Band Acquisition Corp. and SP Special Opportunities, LLC (together, the “Responses”); and the Court having considered the Motion and the Responses and having heard arguments with respect to the Motion and the Responses at the Conference; and it appearing, and the Court having found, that the relief requested in the Motion is in the best interests of LightSquared, its estates, its creditors, and other parties in interest; and after due deliberation and sufficient cause appearing therefor, it is hereby **ORDERED** that:

1. The Scheduling Order, Bid Procedures Order, and Disclosure Statement Order are modified to the extent set forth herein.
2. The following modified dates are established in the Chapter 11 Cases:
 - (a) Bid Deadline for Harbinger Capital Partners, LLC and/or its non-Debtor affiliates and subsidiaries only: November 26, 2013 at 4:00 p.m. (prevailing Eastern time).

² Capitalized terms used but not defined herein shall have the meanings ascribed to them in the (a) *Amended Agreed Final Order (A) Authorizing Debtors To Use Cash Collateral, (B) Granting Adequate Protection to Prepetition Secured Parties, and (C) Modifying Automatic Stay* [Docket No. 544], (b) *Final Order, Pursuant to 11 U.S.C. §§ 105, 361, 362, 363, 364, and 507, (A) Authorizing Inc. Obligors To Obtain Postpetition Financing, (B) Granting Liens and Providing Superpriority Administrative Expense Status, (C) Granting Adequate Protection, and (D) Modifying Automatic Stay* [Docket No. 224], (c) Bid Procedures Order, and (d) Disclosure Statement Order, as applicable.

- (b) Deadline for Harbinger Capital Partners, LLC to submit a revised chapter 11 plan and accompanying disclosure statement: December 11, 2013.
- (c) Deadline by which LightSquared shall notify the Qualified Bidders of the Qualified Bid or Bids it believes to represent the then highest or otherwise best bid(s):³ December 5, 2013 at 12:00 p.m. (prevailing Eastern time).
- (d) Auction: Shall commence on December 11, 2013 at 10:00 a.m. (prevailing Eastern time) and shall conclude by such date.⁴
- (e) Deadline for Debtors to disclose (i) the proposed transaction, if any, to be implemented under the Debtors' existing chapter 11 plan and (ii) modifications, if any, to the Debtors' existing chapter 11 plan and accompanying disclosure statement: December 24, 2013 at 5:00 p.m. (prevailing Eastern time).
- (f) Plan Supplement Date: December 30, 2013 at 4:00 p.m. (prevailing Eastern time).
- (g) Plan Objection Deadline, Highest Bidder Objection Deadline, and Financial Wherewithal Objection Deadline: December 30, 2013 at 4:00 p.m. (prevailing Eastern time).
- (h) Voting Deadline: December 30, 2013 at 4:00 p.m. (prevailing Pacific time).
- (i) Pre-Trial Conference: January 3, 2013 at 10:00 a.m. (prevailing Eastern time) subject to the Court's calendar.
- (j) Deadline to submit Voting Report: January 3, 2014 at 4:00 p.m. (prevailing Eastern time).
- (k) Deadline to submit confirmation briefs in support of chapter 11 plan(s) and in response to Plan Objections, Highest Bidder Objections, and Financial Wherewithal Objections: January 7, 2014 at 9:00 p.m. (prevailing Eastern time).

³ Notwithstanding the foregoing, the rights of the Special Committee to determine that no Qualified Bid is the highest or otherwise best bid are fully preserved.

⁴ Notwithstanding the commencement and conclusion of the Auction and the selection at the Auction of the highest and otherwise best bid(s) for LightSquared's Assets, or any grouping or subset thereof, all rights of the Special Committee to pursue alternative transactions (consistent with its fiduciary obligations) are fully preserved.

- (1) Confirmation Hearing: January 9, 2014 at 10:00 a.m. (prevailing Eastern time).⁵

3. The dates in this Order may be adjourned or continued from time to time by the Court upon further notice (either announced in open court or by a notice of adjournment filed with, and at the direction of, the Court and served in accordance with the *Order Establishing Certain Notice, Case Management, and Administrative Procedures* [Docket No. 121]). Any party's request to adjourn the dates set forth herein shall, to the extent practicable, be on notice (including shortened notice) for cause shown.

4. The Court retains jurisdiction with respect to all matters arising from or related to the implementation or interpretation of this Order.

Dated: December 3, 2013
New York, New York

/s/ Shelley C. Chapman
HONORABLE SHELLEY C. CHAPMAN
UNITED STATES BANKRUPTCY JUDGE

⁵ The deadlines set forth in subparagraphs (f)-(l) in this paragraph 2 shall apply only to chapter 11 plans currently on file and shall not apply to any chapter 11 plans that are filed or materially modified after the date hereof, as to which all parties reserve their rights under the Bankruptcy Code and Bankruptcy Rules.