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GRANTED

AUG 25 2014

Competition Policy Division
Wireline Competition Bureau

August 21, 2014

effect for 60 days



Via ECFS

Federal Communications Commission
Wireline Competition Bureau
9300 E. Hampton Drive
Capitol Heights, MD 20743

RE: Docket WC 13-187
Request for extension of Special Temporary Authority for U.S. Connect,
LLC

Dear Sir or Madam:

Please allow this letter to serve as our request for an extension of the Special Temporary Authority issued to U.S. Connect, LLC ("US Connect") for an additional sixty (60) days to allow for review of the transaction by the U.S. Department of Justice. We will continue to coordinate with the Department of Justice, and continue to monitor the status of the STA. Please find attached as Attachment 1 additional details regarding the transaction.

US Connect hereby acknowledges that the grant of this STA request will not prejudice any action the Commission may take on the underlying application seeking Commission approval of their 214 Domestic application. The parties further acknowledge that this STA can be revoked by the Commission upon its own motion without a hearing.

Should any additional information be required, please contact the undersigned.

Sincerely,

/s/ Becky Heggelund

Becky Heggelund

Enclosures

Attachment 1
Application for Special Temporary Authority
To Operate Pursuant to Wireline Competition Bureau Authority

REASONS FOR REQUEST FOR SPECIAL TEMPORARY AUTHORITY

This is a renewal request for Special Temporary Authority ("STA"), submitted pursuant to Section 63.03 and 63.04 of the Commission's rules, seeking temporary authority to allow U.S. Connect, LLC ("US Connect") to operate while the pending Domestic 214 Transfer of Control application is completed. US Connect respectfully requests an additional 60 days temporary authority while the Domestic 214 Application is reviewed.

US Connect, the holder of the 214 domestic authority, seeks Commission approval of a transaction which resulted in an initial change in the ownership of US Connect by virtue of a Membership Interest purchase, and certain other transactions which took the form of financings, purchases and a litigation settlement that resulted in additional transfers, none of which received prior FCC approval. US Connect is a Georgia limited liability company headquartered in Dallas, Texas, and holds blanket section 214 authority to provide domestic telecommunications services, and operates as an Eligible Telecommunications Carrier ("ETC") in the states of Arkansas, Maryland and West Virginia.

US Connect was unaware of the requirements to obtain FCC approval for these previous membership interest changes, and wishes to make full disclosure of all substantive and non-substantive changes which have occurred involving US Connect since its inception.

US Connect was formed as a limited liability company in the State of Georgia in January, 2011. The original ownership was 100% International Media Technology, LLC ("IMT"). In August, 2011, IMT sold 100% of their membership interests in US Connect to LCSD Holdings, LLC ("LCSD"), Great Wireless, LLC ("GW"), and Bassam Abdallah and Jay Giesen, both individuals ("Minority Shareholders"), resulting in LCSD and GW each owning 45% of US Connect and the Minority Shareholders owning the remainder ("Transaction A"). US Connect had no customers at this time.

In September, 2011, loans were made to US Connect which resulted in GW's share ownership in US Connect to increase to 60% ("Transaction B"), represented collectively herein as a transfer of membership interests from LCSD to GW (the Acquisition) 1/

In connection with the loans to US Connect on behalf of GW, the principal shareholder of GW, Nadia Shivji, an individual, ceded her entire ownership interest in GW to Suleman Bhimani, an individual, effectively making him owner of 100% of GW, which in turn owned 60% of US Connect ("Transaction C").

Over a period of several months thereafter, LCSD and the Minority Shareholders, in

1/ Although referred to as a transfer of ownership, the loans made to US Connect resulted in a dilution of the ownership of LCSD in US Connect below 50% while increasing the ownership of GW in US Connect to 60%.

settlement of a shareholder lawsuit, surrendered all of their ownership in US Connect back to US Connect, which had the effect of making GW the 100% owner of US Connect ("Transaction D").

A Grant of Special Temporary Authority Will Serve the Public Interest. This STA has been filed at the direction of the Commission staff to accompany the filing of the Transfer of Control of the Membership Interests in U.S. Connect LLC from International Media Technology, LLC to LCSD Holdings, LLC and Great Wireless, LLC ("Transaction A"), from LCSD Holdings, LLC, et al to Great Wireless, LLC ("Transaction B") from Nadia Shivji to Suleman Bhimani ("Transaction C") and LCSD and Minority Shareholders surrendering their ownership interest in US Connect back to US Connect, effectively making GW the 100% owner of US Connect ("Transaction D"). Grant of the STA is needed to allow US Connect to continue to operate its telecommunications network pending Commission action on the 214 Application. US Connect's Domestic 214 license authorized US Connect to provide interstate resale service within the United States. US Connect is an active domestic carrier, presently providing Eligible Telecommunications Carrier services in the states of Arkansas, Maryland and West Virginia. As such, the public interest will be served by granting this STA request to allow uninterrupted provision of US Connect's services. In further support of this request, the Commission is respectfully requested to consider that US Connect has acted in good faith to rectify its failure to file for approval of the transfers of control listed herein, admitting its failure to comply with Commission rules, and seeking approval of the Application.

Steps Taken by US Connect to Ensure Future Compliance with FCC rules. US Connect has taken steps to ensure future compliance with Commission rules. To ensure future compliance with FCC rules, US Connect will consult with Communications counsel on a regular basis as necessary to remain advised and up to date on Commission regulatory requirements affecting its operations. In addition, US Connect will maintain a current copy of Part 63 of the Commission's rules at its headquarters in Dallas, Texas, and has engaged Visi Consulting Services to oversee compliance with FCC rules and regulations and coordination with communications counsel.

Requested Duration for Special Temporary Authority. US Connect requests 60 days temporary authority while the 214 Application is pending. The ownership interests in US Connect are held by United States and Canadian citizens.

Acknowledgment. US Connect hereby acknowledges that the grant of this STA request will not prejudice any action the Commission may take on the underlying application seeking Commission approval of their 214 International Authority. The parties further acknowledge that this STA can be revoked by the Commission upon its own motion without a hearing.