Before the
FEDERAL COMMUNICATIONS COMMISSION
Washington, DC 20554

In the Matter of	)
	)
RTI Solutions, Inc. d/b/a HMB Solutions and BOC-LA1 LLC	)
	)
Application to Transfer Control Over a Cable Landing License	)
	)

APPLICATION FOR STREAMLINED CONSENT TO TRANSFER CONTROL

Pursuant to the Act Relating to the Landing and Operation of Submarine Cables in the United States, 47 U.S.C. §§ 34-39 (1994), Executive Order No. 10530, Exec. Ord. No. 10530 *reprinted as amended* in 3 U.S.C. § 301, and 47 C.F.R. § 1.767, RTI Solutions, Inc. d/b/a HMB Solutions ("HMB Solutions" or "Licensee") and BOC-LA1 LLC ("BOC" or "Transferee") (together with HMB Solutions "Applicants") request Commission consent to the transfer of indirect control over the Cable Landing License for the JGA North submarine cable system (File No. SCL-LIC-20181106-00035) held by certain shareholders in HMB Solutions to BOC.

The transactions serve the public interest and will not result in any loss or impairment of service for any JGA North submarine cable system customer and will have no adverse effects on competition in Guam, the rest of the United States, or abroad. Indeed, the existing HMB Solutions management remains in place, and it is anticipated that they will continue to operate the company once the transfer of indirect control is approved by the Commission. These transactions also serve the public interest by allowing HMB Solutions to potentially enjoy access to the financial resources and management expertise of BOC and their affiliates, which will ultimately benefit HMB Solutions' customers as well as customers of the JGA North submarine cable system.

The Applicants respectfully request streamlined treatment for this application, pursuant to Section 1.767(k)(2) of the Commission's rules.[1] A prompt and expeditious grant of this application will significantly advance the public interest.

I. Description of the Applicants

A. RTI Solutions, Inc. d/b/a HMB Solutions ("HMB Solutions") – Licensee

HMB Solutions is a California corporation, serves as the U.S. landing party for the JGA North submarine cable system and controls the Piti, Guam cable landing station under a contract with cable landing station owner, Gateway Network Connections, LLC ("GNC").

Prior to the separate transactions discussed below, HMB Solutions had the following 10-percent-or-greater direct or indirect voting or equity interest holders: (1) Mr. Brian Mass, a U.S. citizen (14.5% voting and equity interest); (2) Mr. Christopher Brungardt, a U.S. citizen (10.0% voting and equity interest); (3) Making Chaos Global, LLC, a Nevada limited liability company (16.7% voting and equity interest)[2]; and (4) LSF Capital Pte. Ltd., a Singapore company (35.0% voting and equity interest).[3] Prior to the separate transactions discussed below, the remaining voting and equity interests in HMB Solutions were held by individuals, none of whom had a 10-percent-or-greater direct or indirect voting or equity interest.

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[1] 47 C.F.R. § 1.767(k)(2).

[2] Mr. Russell Matulich and Ms. Christine Matulich, both U.S. citizens, jointly own Making Chaos Global, LLC. The shares were transferred by the Matulichs to Making Chaos Global, LLC on November 16, 2020.

[3] LSF Capital Pte. Ltd. is owned by Datuk Lim Soon Foo, a Malaysian citizen (75.0% voting and equity interest).

B. BOC-LA1 LLC ("BOC") – Transferee

BOC is organized as a Delaware private investment limited liability company for Huntsman Family Investments, LLC ("HFI"), also a Delaware limited liability company. BOC is owned by Mr. Paul Huntsman and Mr. Benjamin Wu, both U.S. citizens. HFI is the investment platform for the Jon M. Huntsman, Sr. family focusing on long-term investments in a diverse range of business sectors. Mr. Paul Huntsman and Mr. Wu, through two other Delaware LLCs, also hold indirect control over Teleguam Holdings, LLC ("GTA")[4], which in turn holds direct and indirect control over GNC.

II. Description of the Transactions

Recently, BOC entered into separate Stock Purchase Agreements with several independent shareholders of HMB Solutions, including but not limited to Mr. Brian Mass, Mr. Chris Brungardt and LSF Capital Pte. Ltd., and BOC has now acquired 70.8% of the voting and equity interest of HMB Solutions. Because the effective closing of these separate Stock Purchase Agreements has already occurred,[5] the Applicants are simultaneously filing a request for special temporary authority ("STA") to allow HMB Solutions to continue to operate the JGA North submarine cable system for 180 days while the Commission considers this application.

The transactions are transparent to all of HMB Solutions' customers. All existing HMB Solutions customers are continuing to be served by HMB Solutions pursuant to its existing authorizations as well as its existing contracts. The Applicants intend for HMB Solutions' existing management team and personnel to remain in place, ensuring that HMB Solutions'

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[4] *See* Public Notice, Internal Authorizations Granted, Section 214 Applications (47 C.F.R. § 63.18); Section 310(B) Requests, 32 FCC Rcd. 5490, 5491 (2017).

[5] The Applicants disclosed the closings to the Office of International Affairs in a telephone call on September 11, 2023.

managerial, technical, and operational standards will be maintained. The only change from the transactions is that BOC now holds 70.8% of the shares of HMB Solutions rather than Mr. Mass, Mr. Brungardt, LSF Capital and several other individual shareholders.

A diagram of the ownership of HMB Solutions is provided in Exhibit A.

III. Public Interest Considerations

The transactions are in the public interest. BOC is well qualified to become the new majority owner of HMB Solutions. BOC benefits from financial and managerial resources of its direct owners and affiliates, most notably HFI. As a result of its new ownership, HMB Solutions will potentially enjoy access to these resources as well, which will ultimately benefit HMB Solutions' customers as well as customers of the JGA North submarine cable system.

At the same time, HMB Solutions will maintain and gain new momentum to improve its services and solutions while continuing to operate pursuant to existing service arrangements. The transactions are effectively transparent to HMB Solutions customers and those customers will incur no loss or diminishment of service whatsoever. In addition, as a result of BOC's purchase of these shares, a substantial majority of the foreign ownership of HMB Solutions has been eliminated as LSF Capital Pte. Ltd., a Singaporean entity that had a 35.0% voting and equity interest, and The Fourys Trust, an Australian entity that had a 6.3% voting and equity interest, no longer have any ownership in HMB Solutions. HMB Solutions has already been vetted by the U.S. Department of Justice, U.S. Department of Defense and U.S. Department of Homeland Security (collectively, the "Executive Branch Agencies") when its initial license was granted in July 2020.[6] That review resulted in the execution of a National Security Agreement

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[6] *See* Public Notice, Actions Taken Under the Cable Landing License Act, Section 1.767(a) Cable Landing Licenses, Modifications, and Assignments or Transfers of Control of Interests in Cable Landing Licenses (47 C.F.R. § 1.767(a)), 35 FCC Rcd. 7904, 7905 (2020).

("NSA") administered and overseen by the Executive Branch Agencies, and HMB Solutions remains subject to all terms and conditions of the NSA. Likewise, the owners of BOC were vetted by the Executive Branch Agencies when its principals acquired a controlling interest in GTA in 2017.[7] Accordingly, the transactions do not include any foreign ownership that should raise national security or law enforcement concerns.

The transactions also pose no threat to competition in Guam, the national U.S. market, or abroad. There will thus be no concentration of resources or elimination of competitors. The communications market sectors in Guam will remain highly competitive.

The Applicants submit that the transactions raise no additional concerns, and indeed, should mitigate important national security concerns as a result of the significantly reduced foreign ownership in HMB Solutions. The Applicants will be having discussions with the Executive Branch Agencies to address any questions about national security, foreign policy, and related issues concerning the transfer of indirect control. In the event that the Executive Branch Agencies should intervene in the Commission review of this application, the Applicants will cooperate fully to address the Executive Branch Agencies questions and resolve any potential concerns.

IV. Information Required by Section 1.767(a) of the Commission's Rules

Under Section 1.767(a) of the Commission's rules, applications for cable landing licenses, including for transfers of indirect control over such licensees, must contain certain information.[8] Applicants provide this information here.

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[7] *See* Public Notice, Internal Authorizations Granted, Section 214 Applications (47 C.F.R. § 63.18); Section 310(B) Requests, 32 FCC Rcd. 5490, 5491 (2017).

[8] 47 C.F.R. § 1.767(a).

(1) The name, address and telephone number(s) of the applicant(s) – 47 C.F.R. § 1.767(a)(1)

BOC-LA1 LLC
500 Huntsman Way
Salt Lake City, Utah 84108
714-717-7560
FRN: 0034295006

RTI Solutions, Inc.
7 Turtleback Lane
Westport, CT 06880
917-575-0695
FRN: 0027052489

(2) The Government, State, or Territory under the laws of which each corporate or partnership applicant is organized – 47 C.F.R. § 1.767(a)(2)

BOC is a Delaware limited liability company. HMB Solutions is a California corporation.

(3) The name, title, post office address, and telephone number of the officer and any other contact point, such as legal counsel, to whom correspondence concerning the application is to be addressed – 47 C.F.R. § 1.767(a)(3)

For HMB Solutions:
Brian Mass
Chief Executive Officer and Chief Financial Officer
RTI Solutions, Inc. d/b/a HMB Solutions
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Westport, CT 06880
917-575-0695
brian.mass@hmb-s.com

with a copy to:
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For BOC:
Benjamin Wu
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(4-7) – 47 C.F.R. § 1.767(a)(4-7) – Not applicable

(8)(i) Certification and Ownership Information Required by Sections 63.18(h) and (o) of the Commission's Rules—47 C.F.R. § 1.767(a)(8)(i)

Section 63.18(h) Ownership Information
BOC has acquired the shares of HMB Solutions that were previously held by Mr. Mass, Mr. Brungardt, LSF Capital Pte. Ltd. and several other shareholders. Mr. Wu and Mr. Paul Huntsman each own 50.0% of the voting and equity interest in BOC and now own 70.8% of the voting and equity interest in HMB Solutions. The principal business of BOC and its affiliate, HFI, is investments. HFI is owned and controlled by Mr. Jon M. Huntsman Sr. and Mr. Paul Huntsman, both U.S. citizens. The address of HFI is Mr. Paul Huntsman, c/o Huntsman Family Investments, 500 Huntsman Way, Salt Lake City, UT 84108.

Making Chaos Global, LLC, a Nevada limited liability company continues to hold a 16.7% voting and equity interest. Mr. Russell Matulich and Ms. Christine Matulich, both U.S. citizens, jointly own Making Chaos Global, LLC.

No other person or entity, directly or indirectly, controls or owns a ten percent or greater voting or equity interest in HMB Solutions.

Section 63.18(h) Interlocking Directorates
Neither BOC nor HMB Solutions has any interlocking directorates with any foreign carrier.

Section 63.18(o) Certification Regarding the Anti-Drug Abuse Act of 1988
As evidenced by the signatures of Applicants' representatives to this application, Applicants certify that, pursuant to Sections 1.2001 through 1.2003 of the Commission's Rules, they are not subject to a denial of Federal benefits pursuant to Section 5301 of the Anti-Drug Abuse Act of 1988.

(8)(ii) - Certification Regarding Foreign Carrier Status and Foreign Affiliation-- 47 C.F.R. § 1.767(a)(8)(ii)

As evidenced by the signatures of Applicants' representatives to this application, Applicants certify that they are not foreign carriers, nor are they affiliated with foreign carriers, nor will they become affiliated with foreign carriers as a result of this transaction.

(8)(ii) - Certification Regarding Destination Markets-- 47 C.F.R. § 1.767(a)(8)(ii)

As evidenced by the signatures of Applicants' representatives to this application, Applicants certify that they do not seek to land and operate a submarine cable connection to or provide international telecommunications services to any destination country where:

> (1) An Applicant is a foreign carrier in that country; or
> (2) An Applicant controls a foreign carrier in that country; or
> (3) Any entity that owns more than 25 percent of Applicants, or that controls Applicants, controls a foreign carrier in that country; or
> (4) Two or more foreign carriers (or parties that control foreign carriers) own, in the aggregate more than 25 percent of Applicants and are parties to, or the beneficiaries of, a contractual relation affecting the provision or marketing or international basic telecommunications services in the United States.

(9) Certification of Compliance—47 C.F.R. § 1.767(a)(9)

As evidenced by the signatures of Applicants' representatives to this application, Applicants certify that they accept and will abide by the routine conditions set forth in Section 1.767(g) of the Commission's Rules, 47 C.F.R. § 1.767(g).

(10) -- 47 C.F.R. § 1.767(a)(10) – Not applicable

V. Request for Streamlined Processing

The Applicants hereby request streamlined processing pursuant to Sections 1.767(j) and (k) of the Commission's rules, 47 C.F.R. §§ 1.767(j)-(k). None of the Applicants are or will be affiliated with a dominant foreign carrier. Moreover, this application raises no competition or public interest concerns that would require consideration outside of the Commission's streamlined review process. For all of these reasons, this application is eligible for streamlined processing under the Commission's rules.

VI. Conclusion

Based on the foregoing, the Applicants respectfully submit that the public interest, convenience, and necessity would be furthered by grant of this application.

Respectfully submitted,

BOC-LA1 LLC

/s/

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/s/

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EXHIBIT A

Ownership of HMB Solutions

HMB Solutions Ownership