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ITC-214-19970821-00451

March 26, 2002

William F. Caton, Acting Secretary
Federal Communications Commission
445 12th Street, SW
Washington, DC 20554

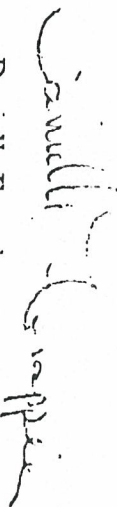
Re: Amendment to the Application of AT&T Corporation and AT&T Comcast Corporation for Authority to Transfer Control of International Section 214 Authorizations

Dear Secretary Caton:

In accordance with Sections 63.50 and 63.52 of the Commission's rules, 47 C.F.R. §§ 63.50 and 63.52, AT&T Corporation hereby submits one (1) original, thirty (30) copies (five copies per file number), and one (1) stamp and return copy of the Amendment to Application for Authority to Transfer Control of International Section 214 Authorizations.

Please contact the undersigned with any questions regarding this matter.

Sincerely yours,


Danielle Frappier

Cc: Claudia Fox (via facsimile)

Enclosure

Before the Federal Communications Commission
Washington, D.C.

In the matter of

AT&T CORPORATION

Transferor,

and

AT&T COMCAST CORPORATION

Transferee,

File No. _____

Amendment to the Application for Authority
Pursuant to Section 214 of the Communications
Act of 1934, as amended, for Transfer of Control of
Authorizations to Provide International Resale
Communications Services

AMENDMENT TO APPLICATION FOR AUTHORITY TO TRANSFER
CONTROL OF INTERNATIONAL SECTION 214 AUTHORIZATIONS

Pursuant to 47 C.F.R. § 63.50, AT&T Corp. and AT&T Comcast Corporation ("AT&T Comcast"), hereby amend the application currently pending before the Federal Communications Commission ("Commission" or "FCC"), filed on February 28, 2002, requesting authority to transfer to AT&T Comcast control of the Section 214 authorizations listed below.¹ These authorizations were originally obtained by certain subsidiaries of AT&T Corp., namely the subsidiaries of Tele-Communications, Inc. ("TCI") and MediaOne Group, Inc. ("MediaOne").

¹ Applicants are applying to transfer only those international Section 214 authorizations held by subsidiaries of MediaOne Group, Inc. and subsidiaries of Tele-Communications, Inc., and not to transfer any other authorizations held by AT&T Corp.

AT&T noted in the application that several of the TCI and MediaOne Group subsidiaries had originally been granted international Section 214 authority under different names. The International Bureau subsequently requested clarification with respect to changes in the entities authorized to provide international service. Through this amendment, AT&T hereby notifies the Commission of a name change and several pro forma conversions and assignments affecting the underlying international 214 authorizations. AT&T regrets that, through inadvertence, the Commission was not notified earlier of these actions.

1. File No. I-T-C-97-442

The international authorization to provide global resale services associated with File No. I-T-C-97-442 was originally granted to TCI Telephony Services of California, Inc., d/b/a People Link by TCI on September 17, 1997 (see Public Notice DA 97-2016, rel. Sept. 18, 1997). Control of this authorization was subsequently transferred to AT&T Corp. as part of the merger of TCI into AT&T Corp. The transfer of control to AT&T was granted in 1999 (see File No. ITC-T/C-1998-0914-00635, granted in Public Notice DA 99-388, rel. Mar. 3, 1999). In February 2001, TCI Telephony Services of California, Inc. was converted, under state statute, from a corporation to a limited liability company ("LLC"), called AT&T Broadband Phone of California, LLC. The pro forma conversion from a corporation to an LLC involved no change in the ultimate control of the authorized entity, which remained a 100% owned subsidiary of AT&T Corp.

2. File No. I-T-C-97-441

The international authorization to provide global resale services associated with File No. I-T-C-97-441 was originally granted to TCI Telephony Services of Connecticut, Inc., d/b/a People Link by TCI on September 17, 1997 (see Public Notice DA 97-2016, rel. Sept. 18, 1997). Control of this authorization was subsequently transferred to AT&T Corp. as part of the merger of TCI into AT&T Corp. The transfer of control to AT&T was granted in 1999 (see File No. ITC-T/C-1998-0914-00635, granted in Public Notice DA 99-388, rel. Mar. 3, 1997). In March 2001, TCI Telephony Services of Connecticut, Inc. was renamed AT&T Broadband Phone of Connecticut, Inc. This simple renaming involved no change in the control or ownership structure of the authorized entity, which remained a 100% owned subsidiary of AT&T Corp.

3. File No. I-T-C-97-457

The international authorization to provide global resale services associated with File No. I-T-C-97-457 was originally granted to TCI Telephony Services of Texas, Inc., d/b/a People Link by TCI on September 19, 1997 (see Public Notice DA 97-2070, rel. Sept. 25, 1997). Control of this authorization was subsequently transferred to AT&T Corp. as part of the merger of TCI into AT&T Corp. The transfer of control to AT&T was granted in 1999 (see File No. ITC-T/C-1998-0914-00635, granted in Public Notice DA 99-388, rel. Mar. 3, 1997). In February 2001, TCI Telephony Services of Texas, Inc. was converted, under state statute, from a corporation to an LLC, called AT&T Broadband Phone of Texas, LLC. The pro forma conversion from a corporation to an LLC involved no change in the ultimate control of the authorized entity, which remained a 100% owned subsidiary of AT&T Corp.

4. File No. I-T-C-97-458

The international authorization to provide global resale services associated with File No. I-T-C-97-458 was originally granted to TCI Telephony Services of Illinois, Inc., d/b/a People Link by TCI on September 19, 1997 (see Public Notice DA 97-2070, rel. Sept. 25, 1997). Control of this authorization was subsequently transferred to AT&T Corp. as part of the merger of TCI into AT&T Corp. The transfer of control to AT&T was granted in 1999 (see File No. ITC-T/C-1998-0914-00635, granted in Public Notice DA 99-388, rel. Mar. 3, 1997). In February 2001, TCI Telephony Services of Illinois, Inc. was converted, under state statute, from a corporation to an LLC, called AT&T Broadband Phone of Illinois, LLC. The pro forma conversion from a corporation to an LLC involved no change in the ultimate control of the authorized entity, which remained a 100% owned subsidiary of AT&T Corp.

5. File No. I-T-C-97-093

The international authorization to provide limited global resale services associated with File No. I-T-C-97-093 was originally jointly granted to Continental Telecommunications Corp. ("CTC") and MediaOne Business Services, Inc. on April 2, 1997 (see Public Notice DA 97-665, rel. Apr. 3, 1997).²

On June 23, 1997, CTC notified the FCC that it had changed the name under which it does business to MediaOne Telecommunications Corp.

On June 11, 1998, MediaOne Business Services, Inc. was merged into MediaOne of Colorado, Inc. This was a pro forma merger, however, that involved no change in the ultimate

² This authorization jointly granted CTC and MediaOne Business Services, Inc. authority to provide global resale services originating outside of US West Communications, Inc. regions and terminating at all international points except Lithuania and Russia.

control of the authorized entity. Prior to the merger, MediaOne of Colorado, Inc. was already the 100% parent of MediaOne Business Services, Inc.

Control of this joint authorization was then transferred to AT&T Corp. as part the merger of MediaOne into AT&T Corp. This transfer of control was approved by the Commission on June 13, 2000 (*see* File No. ITC-T/C-19990707-00404, granted in Public Notice DA 00-1297, rel. June 13, 2000).

6. File No. I-T-C-97-095

The international authorization to provide resold international switched telecommunications services to Lithuania and Russia³ associated with File No. I-T-C-97-095 was originally jointly granted to MediaOne Telecommunications Corp. and MediaOne Business Services, Inc. on September 9, 1997 (*see Order, Authorization and Certificate*, ITC-97-095, DA 97-1929, rel. Sept. 9, 1997).⁴

On June 11, 1998, MediaOne Business Services, Inc. was merged into MediaOne of Colorado, Inc. This was a pro forma merger, however, that involved no change in the ultimate control of the authorized entity. Prior to the merger, MediaOne of Colorado, Inc. was already the 100% parent of MediaOne Business Services, Inc.

Control of this joint authorization was then transferred to AT&T Corp. as part the merger of MediaOne into AT&T Corp. This transfer of control was approved by the Commission on June 13, 2000 (*see* File No. ITC-T/C-19990707-00404, granted in Public Notice DA 00-1297, rel. June 13, 2000).

³ This authorization granted MediaOne Telecommunications Corp. and MediaOne Business Services, Inc. authority to resell international switched telecommunications services that originate outside the in-region states of US West Communications, Inc. and terminate in Lithuania and Russia.

⁴ Prior to the release of this order, CTC had previously notified the FCC that it had changed the name under which it does business to MediaOne Telecommunications Corp.

CONCLUSION

AT&T certifies that all of the information in this application is accurate. For all of the foregoing reasons, AT&T respectfully requests that the Commission amend the application filed on February 28, 2002, to reflect these clarifications.

Respectfully submitted,

AT&T Corporation

By:


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Dated: March 26, 2002