

Categories of Services for 214 Applications
~~(Streamline/Non-streamline)~~

- ASSIGNMENT OF LICENSE
- GLOBAL FACILITIES-BASED SERVICE
- GLOBAL FACILITIES-BASED/GLOBAL RESALE SERVICE
- GLOBAL RESALE SERVICE
- INDIVIDUAL FACILITIES-BASED SERVICE
- INTERCONNECTED PRIVATE LINE RESALE SERVICE
- LIMITED GLOBAL FACILITIES-BASED SERVICE/LIMITED GLOBAL RESALE SERVICE
- LIMITED GLOBAL FACILITIES-BASED SERVICE
- LIMITED GLOBAL RESALE SERVICE
- INMARSAT AND MOBILE SATELLITE SERVICE
- SWITCHED RESALE SERVICE
- TRANSFER OF CONTROL
- SUBMARINE CABLE LANDING LICENSE
- INTERNATIONAL SPECIAL PROJECT

Description of Application: _____

PCB /

FCC/MILLEN

DEC 04 1998

EARLY, LENNON, PETERS & CROCKER, P.C.

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HON. C.H. MULLEN
THOMPSON BENNETT
JOSEPH J. BURGIE
(1926 - 1992)

* Also admitted in Iowa.
** Also admitted in California and North Carolina.
*** Also admitted in New York, Illinois and Washington, D.C.

December 3, 1998

Secretary
FEDERAL COMMUNICATIONS COMMISSION
1919 M Street N.W.
Washington, D.C. 20554

ATTENTION: INTERNATIONAL FACILITIES DIVISION/COMMON CARRIER
BUREAU
RE: MILLENI.COM (US) CORP.

Dear Sir:

Enclosed for filing with the Commission pursuant to Section 214 of the Communications Act, as amended, and in accordance with the streamlined processing procedures set forth in Section 63.12, please find an original and five (5) copies of the above captioned corporation's APPLICATION FOR AUTHORITY TO PROVIDE SWITCHED VOICE SERVICES FROM THE UNITED STATES TO INTERNATIONAL POINTS, a completed Fee Processing Form, along with a check in the amount of \$780.00 to cover filing fees relating to same.

In addition, enclosed is a duplicate copy of this letter. Please date-stamp the duplicate and return it to me in the enclosed self-addressed, pre-stamped envelope.

Should you have any questions, please feel free to contact me.

Very truly yours,

EARLY, LENNON, PETERS & CROCKER, P.C.


Patrick D. Crocker
PDC/pas

READ INSTRUCTIONS CAREFULLY
BEFORE PROCEEDING

FEDERAL COMMUNICATIONS COMMISSION
REMITTANCE ADVICE

APPROVED BY: 3060-0

(1) LOCKBOX # 358115

PAGE NO. 1 OF 1

SPECIAL USE
FCC USE ONLY

SECTION A - PAYER INFORMATION

(2) PAYER NAME (if paying by credit card, enter name exactly as it appears on your card)
MILLENNI .COM US CORP.

(3) TOTAL AMOUNT PAID (dollars and cents)

\$ 780.00

(4) STREET ADDRESS LINE NO. 1
476 Bergen Blvd

(5) STREET ADDRESS LINE NO. 2

(6) CITY
Ridgefield

(7) STATE
NJ

(8) ZIP CODE
07657

(9) DAYTIME TELEPHONE NUMBER (include area code)
201-941-8977

(10) COUNTRY CODE (if not in U.S.A.)

IF PAYER NAME AND THE APPLICANT NAME ARE DIFFERENT, COMPLETE SECTION B
IF MORE THAN ONE APPLICANT, USE CONTINUATION SHEETS (FORM 159-C)

SECTION B - APPLICANT INFORMATION

(11) APPLICANT NAME (if paying by credit card, enter name exactly as it appears on your card)

(12) STREET ADDRESS LINE NO. 1

(13) STREET ADDRESS LINE NO. 2

(14) CITY

(15) STATE

(16) ZIP CODE

(17) DAYTIME TELEPHONE NUMBER (include area code)

(18) COUNTRY CODE (if not in U.S.A.)

COMPLETE SECTION C FOR EACH SERVICE. IF MORE BOXES ARE NEEDED, USE CONTINUATION SHEETS (FORM 159-C)

SECTION C - PAYMENT INFORMATION

(19A) FCC CALL SIGN OTHER 1

(20A) PAYMENT TYPE CODE (PTC)

C U T

(21A) QUANTITY

1

(22A) FEE DUE FOR IPTC IN BLOCK 20A

\$ 780.00

FCC USE ONLY

(20B) FCC CODE 1

(24A) FCC CODE 2

(19B) FCC CALL SIGN OTHER 2

(20B) PAYMENT TYPE CODE (PTC)

(21B) QUANTITY

(22B) FEE DUE FOR IPTC IN BLOCK 20B

FCC USE ONLY

(20C) FCC CODE 1

(24C) FCC CODE 2

(19C) FCC CALL SIGN OTHER 3

(20C) PAYMENT TYPE CODE (PTC)

(21C) QUANTITY

(22C) FEE DUE FOR IPTC IN BLOCK 20C

FCC USE ONLY

(20D) FCC CODE 1

(24D) FCC CODE 2

(19D) FCC CALL SIGN OTHER 4

(20D) PAYMENT TYPE CODE (PTC)

(21D) QUANTITY

(22D) FEE DUE FOR IPTC IN BLOCK 20D

FCC USE ONLY

(20E) FCC CODE 1

(24E) FCC CODE 2

SECTION D - TAXPAYER INFORMATION (REQUIRED)

(25) COMPLETE THIS BLOCK ONLY IF APPLICANT NAME IN 8-11 IS DIFFERENT FROM PAYER NAME IN 1-2

PAYER TIN
0 1 3 3 8 7 0 6 8 1

APPLICANT TIN
0

SECTION E - CERTIFICATION

1. CERTIFICATION STATEMENT
I, Patrick D. Crocker
PRINT NAME

Certify under penalty of perjury that the foregoing and supporting information are true and correct to the best of my knowledge, information and belief.

SIGNATURE

SECTION F - CREDIT CARD PAYMENT INFORMATION

(26) CREDIT CARD NUMBER

(27) EXPIRATION DATE

(28) AUTHORIZED SIGNATURE

MASTER CARD

(29) AUTHORIZED SIGNATURE

(30) DATE

VISA

I hereby authorize the FCC to charge my VISA or MASTERCARD for the services authorization(s) herein described.

AUTHORIZED SIGNATURE

DATE

UNITED STATES OF AMERICA
FEDERAL COMMUNICATIONS COMMISSION

IN THE MATTER OF:

Milleni.com (US Corp.)
APPLICATION FOR AUTHORITY TO
PROVIDE SWITCHED VOICE SERVICES
FROM THE CONTIGUOUS UNITED
STATES, HAWAII, ALASKA,
PUERTO RICO, AND THE U.S. VIRGIN
ISLANDS TO INTERNATIONAL POINTS

)) File No. _____
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APPLICATION

NOW COMES, Milleni.com (US Corp.), ("Applicant"), by and through its attorneys, EARLY, LENNON, PETERS & CROCKER, P.C., and pursuant to § 214 of the Communications Act of 1934, as amended, 47 U.S.C. § 214 (1982), and Section 63.01 and 63.12 and 63.18 of the Commission's Rules, 47 CFR § 63.01, makes this Application to the Federal Communications Commission ("Commission") for authority to resell services of other common carriers for the purpose of providing switched voice communications services from the United States to various international points presently or in the future served by AT&T Communications ("AT&T") on a direct basis. In support of its Application, Applicant provides the following information as set forth pursuant to Section 63.18:

- a). Applicant's legal name and address of its principal place of business:
Milleni.com (US Corp.)
476 Bergen Blvd.
Ridgefield, NJ 07657

b). Applicant is privately held and organized under the laws of New York. A copy of Applicant's Articles of Incorporation appear as Exhibit A.

c). Any questions or correspondence concerning this Application should be directed to

Applicant's attorney:

Patrick D. Crocker
EARLY, LENNON, PETERS & CROCKER, P.C.
900 Comerica Building
Kalamazoo, Michigan 49007
(616) 381-8844

d). Applicant will purchase communications services from other common carriers in order to furnish long distance services to its customers or subscribers from points originating in the contiguous United States. Applicant has not previously received authority under Section 214 of the Act. Applicant intends to market its services to small and large businesses. To better serve its customer base, Applicant desires to provide voice service to various international points through its resale services. As a non-dominant domestic carrier, the Commission forebears applying Section 214 certification requirements to Applicant's domestic operations.

e). Applicant hereby requests authority to resell the international services of authorized U.S. common carriers for the provision of international basic switched, private line, data, and business services to all international points. Accordingly, Applicant requests Section 214 authority to operate as a resale carrier pursuant to the terms and conditions of § 63.18 (e) (2). Applicant will comply with the terms and conditions set forth in § 63.18 (e) (2) (ii). Applicant believes that there is significant potential for continued growth in the international voice market and that this market expansion will be accelerated by additional competition by new entrants. This position is

consistent with the Commission's findings that increased competition in international markets benefits the public interest.

f). Applicant will apply for authority not subject to the streamlined processing under § 63.12, at a latter date should it be necessary.

g). Applicant is not seeking facilities-based authority under § 63.18(e) (6).

h). Applicant certifies that it is not a foreign carrier, nor has it an affiliation with a foreign carrier. Individuals having greater than 10% ownership in Application are as follows.

<u>Name</u>	<u>Address</u>	<u>Citizenship</u>	<u>Percentage of Ownership</u>
Werner Poerschke	Goldschmidtweg 9 D-12307 Berlin, Germany	Germany	35 %
Christian Kleinsorge	Halker Zeile 84 A D-12305 Berlin, Germany	Germany	35 %
LBB Beteiligung- Sgesellschaft mbh (German bank)	Hauptstrasse 65 D-12159 Berlin, Germany	Germany	30 \$

i). Applicant certifies that it has not agreed to accept special concessions directly or indirectly from any foreign carrier or administration with respect to traffic or revenue flows between the U.S. and any foreign country which the Applicant may service under the authority granted herein. Moreover, Applicant certifies that it shall not enter into such agreements in the future.

j). Pursuant to Section 1.2002 through 1.2003 of the Commission's Rules implementing Section 5301 of the Anti-Drug Abuse Act of 1988, Applicant hereby certifies that neither Applicant nor any party to this Application is subject to a denial of federal benefits by Federal and/or state courts under authority granted in 21 U.S.C. 853a.

CONCLUSION

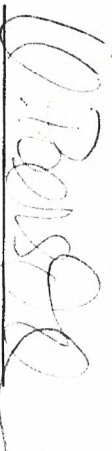
Applicant is legally, financially, and technically qualified to provide the service for which authority is sought herein. Granting of this Application would be in the public interest since it will promote increased competition in international telecommunications markets, thus benefiting the public by prompting competitive pricing and increased availability of service options. For the reasons stated above, Applicant submits that the public interest, convenience and necessity would be furthered by granting Applicant's § 214 Application. The request for authorization should therefore be issued to Applicant for the purpose of providing resold switched voice communications from the United States to international points.

Respectfully submitted,


By: Patrick D. Crocker
EARLY, LENNON, PETERS & CROCKER
Its Attorneys


VERIFICATION

I, Katja Poerschke, Secretary / Treasurer of Milieni.com (US Corp), first being duly sworn on oath, deposes and says that he has read the foregoing Application and verifies that the statements made therein are true and correct to the best of his knowledge, information, and belief.



By: Katja Poerschke
Secretary / Treasurer

The foregoing instrument was acknowledged before me this 1st day of December, 1998 by Katja Poerschke.


Notary Public

For US County Westchester

My Commission Expires

Notary Public
State of New York
Qualified to act as Notary Public
Commission Expires 4/27/00

EXHIBIT A

State of New York }
Department of State } ss:

I hereby certify that the annexed copy has been compared with the original document in the custody of the Secretary of State and that the same is a true copy of said original.

Witness my hand and seal of the Department of State on SEP 15 1899



A handwritten signature in cursive script, appearing to read "J. Clark", written in black ink.

Special Deputy Secretary of State

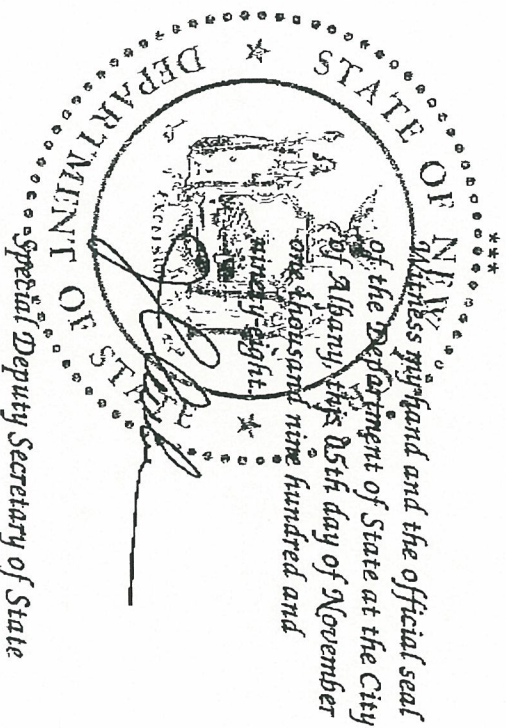
State of New York | SS: Department of State

I hereby certify, that the certificate of incorporation of MILLENI.COM (US) CORP. was filed on 11/20/1995, under the name of ICG INTERCONNECT U.S. CORPORATION, with perpetual duration, and that a diligent examination has been made of the index of corporation papers filed in this Department for a certificate, order, or record of a dissolution, and upon such examination, no such certificate, order or record has been found, and that so far as indicated by the records of this Department, such corporation is a subsisting corporation. I further certify the following:

A Certificate of Amendment ICG INTERCONNECT U.S. CORPORATION, changing name to MILLENI.COM (US) CORP., was filed 08/07/1998.

A Biennial Statement was filed 11/03/1998.

I further certify, that no other certificates have been filed by such corporation.



199811060007 43

CSC 45

951120000 308

CERTIFICATE OF INCORPORATION

OF

ICG INTERCONNECT U.S. CORPORATION

Under Section 402 of the
Business Corporation Law

The undersigned, being over the age of eighteen years,
for the purpose of forming a corporation pursuant to Section 402
of the Business Corporation Law of the State of New York, hereby
certifies that:

FIRST: The name of the corporation (hereinafter
referred to as the "Corporation") is ICG INTERCONNECT U.S. CORPORATION
SECOND: The purpose of the Corporation is to engage in
any lawful act or activity for which corporations may be
organized under the Business Corporation Law; provided, however,
that the Corporation is not formed to engage in any act or
activity requiring the consent or approval of any state official,
department, board, agency or other body without first obtaining
the consent of such body.

THIRD: The principal office of the Corporation is to
be located in the County of New York, State of New York.

FOURTH: The aggregate number of shares which the
Corporation shall have authority to issue is One Thousand (1,000)
shares of Common Stock, with a par value of \$.01 per share.

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FIFTH: The Secretary of State of the State of New York is hereby designated as the agent of the Corporation upon whom process against the Corporation may be served. The post office address to which the Secretary of State shall mail a copy of any such process served upon it is:

Reid & Priest LLP
40 West 57th Street
New York, New York 10019
Attention: Rohit Sabharwal, Esq.

SIXTH: The Corporation shall, to the fullest extent permitted by Article 7 of the Business Corporation Law, as the same may be amended and supplemented, indemnify any and all persons whom it shall have power to indemnify under said Article from and against any and all of the expenses, liabilities, or other matters referred to in or covered by said Article, and the indemnification provided for herein shall not be deemed exclusive of any other rights to which any person may be entitled under any By-Law, resolution of shareholders, resolution of directors, agreement, or otherwise, as permitted by said Article, as to action in any capacity in which he served at the request of the Corporation.

SEVENTH: The personal liability of the directors of the Corporation is eliminated to the fullest extent permitted by the provisions of paragraph (b) of Section 402 of the Business Corporation Law, as the same may be amended and supplemented.

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EIGHTH: No holder of any of the shares of any class of the Corporation shall be entitled as of right to subscribe for, purchase, or otherwise acquire any shares of any class of the Corporation which the Corporation proposes to issue or any rights or options which the Corporation proposes to grant for the purchase of shares of any class of the Corporation or for the purchase of any shares, bonds, securities, or obligations of the Corporation which are convertible into or exchangeable for, or which carry any rights, to subscribe for, purchase, or otherwise acquire shares of any class of the Corporation; and any and all of such shares, bonds, securities, or obligations of the Corporation, whether now or hereafter authorized or created, may be issued, or may be reissued or transferred if the same have been reacquired and have treasury status, and any and all of such rights and options may be granted by the Board of Directors to such persons, firms, corporations and associations, and for such lawful consideration, and on such terms, as the Board of Directors in its discretion may determine, without first offering the same, or any thereof, to any said holder. Without limiting the generality of the foregoing stated denial of any and all preemptive rights, no holder of shares of any class of the Corporation shall have any preemptive rights in respect of the matters, proceedings, or transactions specified in subparagraphs (1) to (6), inclusive, of paragraph (e) of Section 622 of the Business Corporation Law.

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IN WITNESS WHEREOF, the undersigned Incorporator,
being at least eighteen years of age, hereby affirms, under
penalties of perjury, that the statements herein are true.

DATED: November 13, 1995

Susan Fields

Susan Fields
Reid & Priest LLP
40 West 57th Street
New York, New York 10019

Sole Incorporator

951120000308

CERTIFICATE OF INCORPORATION

OF

ICG INTERCONNECT U.S. CORPORATION

Section 402 of the Business Corporation Law

1CC

STATE OF NEW YORK
DEPARTMENT OF STATE

FILED NOV 20 1995

TAXS

BY: SKS

SKS

Filer: Susan Fields

Reid & Priest LLP

40 West 57th Street
New York, New York 10019

Sole Incorporator

(5)

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GT-07


CERTIFICATE OF AMENDMENT OF THE CERTIFICATE OF INCORPORATION
OF
ICG INTERCONNECT U.S. CORPORATION
UNDER Section 805 of the Business Corporation Law

We the undersigned, Warner Poerschke, President and
Katja Poerschke, Secretary-Treasurer hereby certify:

1. The name of the corporation is ICG INTERCONNECT US. CORPORATION.
2. The Certificate of Incorporation was filed with the New York State, Department of State on the 20th day of November, 1995.
3. The Certificate of Incorporation of this corporation is hereby amended to effect the following change:
 - CHANGE OF NAME: Paragraph "FIRST" of said Certificate of Incorporation is hereby amended to read:
 - First: The Name of the corporation is milleni.com (US) Corp.
4. This amendment to the Certificate of Incorporation was authorized first, by a vote of the Board of Directors and then by unanimous written consent of the Shareholders of all the outstanding shares entitled to vote thereon.

IN WITNESS WHEREFOR, this certificate has been subscribed this 24th day of July, 1998 by the undersigned whom affirm that the statements made herein are true under penalties of perjury.


Werner Poerschke
President


Katja Poerschke
Secretary-Treasurer

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