

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

Tray

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

Description of Application: _____

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February 29, 2000

RECEIVED

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FEDERAL COMMUNICATIONS COMMISSION
OFFICE OF THE SECRETARY

Magalie Roman Salas, Esq.
Secretary
Federal Communications Commission
The Portals
445 12th Street, N.W.
Washington, DC 20554


Re: Amendment to the International Section 214 Application of Z.Com. Corporation
For Authority to Assign the Section 214 Authorizations of Consortium
Communications Inc. to Z.Com. and Authority for Z.Com to Provide Global
Facilities-based and Resale Services.

Dear Secretary Salas:

Z.Com, Corporation (Z.Com), by its undersigned counsel, hereby amends its application filed February 15, 2000, to remove its request for assignment of the Section 214 authorizations of Consortium Communications, Inc. to Z.Com. Instead, Z.Com only seeks Section 214 authority on its own behalf to provide global facilities-based and resale services pursuant to Section 63.18(e)(1) and (e)(2) of the Commission's Rules.

If you have any questions regarding this amendment, please contact me at (202) 295-8360.

Very truly yours,


Troy F. Tanner

Counsel for Z.Com, Corporation

cc: Dr. Jack Shapiro
Raymond Verdi, Jr.
Kevin Hart
Kent Nakamura
Helen E. Disenhaus

In support of this Application, Applicants submit the following information:

I. THE PARTIES

A. Z. Com, Corporation

Z. Com is a New York corporation headquartered at 80 Broad Street, 13th Floor, New York, New York 10004. Z. Com is planning to provide a variety of competitive international services. Z. Com is not a foreign carrier or affiliated, as that term is defined by Part 63 of the Commission's Rules¹ with any foreign carriers or any dominant U.S. carriers whose international services Z. Com will resell. Therefore, Z. Com should be classified as a non-dominant carrier for the provision of the services for which CCI was authorized. Following consummation of the proposed transaction, Z. Com will be qualified to operate as an authorized non-dominant international carrier.

B. Consortium Communications International, Inc.

CCI is a New York corporation with its principal office located at 2330 Shawnee Mission Parkway, Westwood, KS 66205. CCI is a subsidiary of Sprint International Incorporated. CCI is authorized to offer international telex services through its following Section 214 authorizations granted by the Commission: (1) File No. ITC-90-161 (effective October 25, 1990); (2) File No. ITC-90-113 (effective August 29, 1990); (3) File No. ITC-89-088 (effective June 20, 1989); and (4) File No. ITC-88-070 (effective April 20, 1988).

II. REQUEST FOR AUTHORITY TO ASSIGN CCI'S SECTION 214 AUTHORIZATIONS TO Z. COM

On December 14, 1999, Z. Com executed an Asset Purchase Agreement (the "Agreement") to acquire substantially all of the assets of CCI. In connection with that transaction, the Proposed

¹ 47 C. F. R. §63.09(d)(e).

Assignor proposes to assign the CCI Section 214 authorizations to Z. Com to enable Z. Com to serve the existing customer base of CCI. Therefore grant of this assignment application is in the public interest because it will enable Z. Com to continue serving CCI's customer accounts.

III. INFORMATION REQUIRED BY SECTION 63.18

Pursuant to Section 63.18 of the Commission's Rules, 47 C.F.R. § 63.18, Applicants submit the following information:

(a) Name and address of Applicants:

Proposed Assignee:

Z. COM, Corporation
80 Broad Street, 13th Floor
New York, New York 10004.
Telephone: (516) 705-0700
Facsimile: (516) 705-0705

Proposed Assignor:

Consortium Communications International, Inc.
2330 Shawnee Mission Parkway
Westwood, KS 66205
Telephone: (913) 624-2610
Facsimile: (913) 624-3225

- (b) Both Z. Com and CCI are companies organized under the laws of New York.
- (c) Correspondence concerning this Application should be sent to:

Helen E. Disenhaus, Esq.
Troy F. Tanner, Esq.
Swidler Berlin Shereff Friedman, LLP
3000 K Street, N.W., Suite 300
Washington, D.C. 20007
Telephone: (202) 424-7500
Facsimile: (202) 424-7645

with copies to:

Dr. Jack Shapiro, President
Z. COM, Corporation
80 Broad Street, 13th Floor
New York, New York 10004.
Telephone: (516) 705-0700
Facsimile: (516) 705-0705

and

Kevin Hart
Consortium Communications International, Inc.
2330 Shawnee Mission Parkway
Westwood, KS 66205
Telephone: (913) 624-8616
Facsimile: (913) 624-8361

(d) Z. Com does not hold any Section 214 authorizations. Z Com has identified four Section 214 licenses held by CCI. They are as follows: (1) File No. ITC-90-161 (effective October 25, 1990); (2) File No. ITC-90-113 (effective August 29, 1990); (3) File No. ITC-89-088 (effective June 20, 1989); (4) File No. ITC-88-070 (effective April 20, 1988). Under these authorities, Consortium is authorized to acquire, lease and operate facilities for direct telex services to Poland, Hong Kong, Mexico and points beyond, and between the U.S. and India, Suriname and the former Soviet Union.

(e)(3) This application seeks authority for all of the CCI Section 214 authorizations to be assigned to Z. Com, pursuant to Section 63.18(e)(3) of the Commission's Rules. Under the relevant transaction, Z. Com is in the process of acquiring substantially all of the assets of CCI. Following consummation of the transaction, Z. Com will provide service to the existing customers currently served by CCI under its Section 214 authorizations.

(f) Z. Com also applies for authority to resell the international services of authorized U.S. common carriers for the provision of international basic switched, private line, data, television, and business services to all international points subject to the terms and conditions of Section 63.18(e)(2) of the Commission's rules; and (2) to operate as a facilities-based carrier subject to the terms and conditions of Section 63.18(e)(1).

(g) Not applicable.

- (h) Dr. Jack Shapiro is the 100% shareholder of Z. Com. His address is at 80 Broad Street, 13th Floor, New York, New York 10004. He is a U.S. citizen. He does not have any interlocking directorates with foreign carriers.
- (i) Z. Com is not affiliated with any foreign carriers.
- (j) Not applicable.
- (k) Not applicable.
- (l) Not applicable.
- (m) Not applicable.
- (n) Z. Com certifies that it has not agreed to accept special concessions directly or indirectly from any foreign carrier with respect to any U.S. international route where the foreign carrier possesses market power on the foreign end of the route and will not enter into such agreements in the future.
- (o) Z. Com certifies that no party to this application is subject to a denial of Federal benefits pursuant to Section 5301 of the Anti-Drug Abuse Act of 1988.
- (p) Applicants request streamlined processing of this application because Applicants do not have an affiliation within the meaning 63.09 (d)(e) of with any foreign carriers or any dominant U.S. carriers.

CONCLUSION

For the reasons stated herein, Z. Com, Corporation and Consortium Communications International, Inc. respectfully submit that the public interest, convenience, and necessity would be furthered by grant of this application for authority to assign the Section 214 authorizations of Consortium Communications International, Inc.. Applicants respectfully request that the Commission authorize the proposed assignments described herein to permit the Applicants to consummate the underlying transaction on an expedited basis.

Respectfully submitted,



Helen E. Disenhaus, Esq.
Troy F. Tanner, Esq.
Swidler Berlin Sherreff Friedman, LLP
3000 K Street, N.W., Suite 300
Washington, D.C. 20007
Telephone: (202) 424-7500
Facsimile: (202) 424-7645

Counsel for Z. Com, Corporation

Dated: February 15, 2000

CERTIFICATION OF ASSIGNEE

I, Jack Shapiro, hereby declare that I am President of Z.Com, Corporation, that I am authorized to make this Certification on behalf of the Assignee, and that I have read the foregoing Application and certifications contained therein. I declare that the same are true and correct to the best of my knowledge, information and belief.

I further certify, in accordance with Section 1.2001-1.2003 of the Commission's Rules, 47 C.F.R. §§ 1.2001-1.2003, that neither Z.Com, nor any party to this application is subject to a denial of Federal benefits that include FCC benefits pursuant to Section 5301 of the Anti-Drug Abuse Act of 1998. See 21 U.S.C. § 853(a).

Z.Com, Corporation

By: 

Jack Shapiro, President

January 28, 2000