

Categories of Services for 214 Applications
(Streamlined/Non-streamlined)

- 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: _____

GERRY, FRIEND & SAPRONOV, LLP

ATTORNEYS AT LAW
SUITE 1450
THREE RAVINIA DRIVE
ATLANTA, GEORGIA 30346-2117

(770) 399-9500

FACSIMILE (770) 392-0000

EMAIL: gshaw@gfslaw.com

FCC/MELLON

MAR 09 2000

March 7, 2000

TRANSMITTAL LETTER NO. 1

via OVERNIGHT MAIL

Federal Communications Commission
c/o Mellon Bank
Attn: Wholesale Lockbox Shift Supervisor
Three Mellon Bank Center
525 William Penn Way
27th Floor, Room 153-2713
Pittsburgh, PA 15259-0001

Re: Application of EMPIRE TELECOM SERVICES, INC. ("EMPIRE") for authority pursuant to Section 214 of the Communications Act of 1934, as amended, to resell global international services of other common carriers to provide switched voice services from the contiguous United States, Hawaii, Alaska, Puerto Rico, and the U.S. Virgin Islands to international points (the "Application")

Dear Sir/Madam:


Enclosed are the following:

1. Original and five (5) copies of the Application;
2. One (1) receipt copy of this letter and Application;
3. Fee Processing Form 159;
4. Our check in the amount of \$780.00.

Please file the Application in your usual fashion and return the file-stamped receipt copy to us in the enclosed envelope.

If you have any questions or comments, please contact the undersigned.

Sincerely,



Charles A. Hudak

CAH/jh

Enc.

cc: Empire Telecom Services, Inc.

(with enclosure)

ITS

(with enclosure)

FEDERAL COMMUNICATIONS COMMISSION
REMITTANCE ADVICE

SPECIAL USE

FCC USE ONLY

PAGE NO. 1 OF 1

(1) LOCKBOX # 358115

SECTION A - PAYER INFORMATION

(2) PAYER NAME (if paying by credit card, enter name exactly as it appears on your card)
Gerry, Friend & Saprnov, LLP

(3) TOTAL AMOUNT PAID (dollars and cents)
\$ 780.00

(4) STREET ADDRESS LINE NO. 1
Three Ravinia Drive, Suite 1450

(5) STREET ADDRESS LINE NO. 2

(6) CITY Atlanta (7) STATE GA (8) ZIP CODE 30346-2130

(9) DAYTIME TELEPHONE NUMBER (include area code) 770-399-9500 (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)
Empire Telecom Services, Inc.

(12) STREET ADDRESS LINE NO. 1
4501 Circle 75 Parkway

(13) STREET ADDRESS LINE NO. 2
Building D, Suite 4210

(14) CITY Atlanta (15) STATE GA (16) ZIP CODE 30339

(17) DAYTIME TELEPHONE NUMBER (include area code) 770-659-9500 (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 ID (20A) PAYMENT TYPE CODE (PTC) (21A) QUANTITY (22A) FEE DUE FOR (PTC) IN BLOCK 20A
C U T 1 \$ 780.00

(23A) FCC CODE 1 (24A) FCC CODE 2

(19B) FCC CALL SIGN/OTHER ID (20B) PAYMENT TYPE CODE (PTC) (21B) QUANTITY (22B) FEE DUE FOR (PTC) IN BLOCK 20B
\$

(23B) FCC CODE 1 (24B) FCC CODE 2

(19C) FCC CALL SIGN/OTHER ID (20C) PAYMENT TYPE CODE (PTC) (21C) QUANTITY (22C) FEE DUE FOR (PTC) IN BLOCK 20C
\$

(23C) FCC CODE 1 (24C) FCC CODE 2

(19D) FCC CALL SIGN/OTHER ID (20D) PAYMENT TYPE CODE (PTC) (21D) QUANTITY (22D) FEE DUE FOR (PTC) IN BLOCK 20D
\$

(23D) FCC CODE 1 (24D) FCC CODE 2

SECTION D - TAXPAYER INFORMATION (REQUIRED)

(25) PAYER TIN 58-2093758 (26) COMPLETE THIS BLOCK ONLY IF APPLICANT NAME IN B-11 IS DIFFERENT FROM PAYER NAME IN A-9
APPLICANT TIN 58-2407830

SECTION E - CERTIFICATION

(27) CERTIFICATION STATEMENT
I, Charles A. Hudak (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 *Charles A. Hudak*

SECTION F - CREDIT CARD PAYMENT INFORMATION

(28) MASTERCARD/VISA ACCOUNT NUMBER: EXPIRATION DATE:

MASTERCARD MONTH YEAR

VISA AUTHORIZED SIGNATURE DATE

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

SEE PUBLIC BURDEN ESTIMATE ON REVERSE

Before the
FEDERAL COMMUNICATIONS COMMISSION
WASHINGTON, D.C. 20554

In the Matter of:)
EMPIRE TELECOM SERVICES, INC.'S)
Application for authority pursuant to)
Section 214 of the Communications Act of)
1934, as amended, to resell global)
international services of other common)
carriers 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. _____

APPLICATION OF EMPIRE TELECOM SERVICES, INC.

COMES NOW EMPIRE TELECOM SERVICES, INC. ("Applicant"), by its undersigned attorneys, and hereby requests authority, pursuant to Section 214 of the Communications Act of 1934, as amended, 47 U.S.C. § 214, and Section 63.18 of the Commission's Rules, 47 C.F.R. § 63.18, to provide global international resale services between the United States and international points.

Currently, Applicant either is authorized or is in the process of applying for authority to resell switched intrastate interexchange telecommunications services in the states of Alabama, Florida, Georgia, Kentucky, Louisiana, Mississippi, North Carolina, South Carolina and Tennessee. In addition, Applicant intends to file a domestic interstate tariff with the Commission to operate as a domestic non-dominant carrier with respect to its interstate service offerings. Furthermore, in order to expand its long distance service offerings and to better serve its customers, Applicant herein seeks authority to resell global international switched telecommunications services between the United States and international locations.

Applicant proposes to resell the international switched telecommunications services of international facilities-based carriers (e.g., AT&T Corp., MCIWorldCom, Inc.) currently authorized to provide switched services between the United States and international locations. Applicant would

thereby compete with these carriers, along with other resale carriers providing similar international switched telecommunications services.

Applicant submits that its entry into the global international resale market will stimulate competition in the market for overseas telecommunications services, thereby benefiting domestic consumers through competitive pricing and additional sources of international telecommunications services. Accordingly, grant of Applicant's international authorization will further the public interest.

In support of Applicant's request for international authorization, the following information is provided pursuant to Section 63.18 of the Commission's Rules, 47 C.F.R. § 63.18:

- (a) Name, address and telephone number of Applicant:
Empire Telecom Services, Inc.
4501 Circle 75 Parkway
Building D, Suite 4210
Atlanta, Georgia 30339
Tel: (404) 659-9500

- (b) Applicant is incorporated under the laws of the State of Georgia.

- (c) Correspondence concerning this application should be sent to:

Charles A. Hudak, Esq.
Timothy L. Geraghty, Esq.
Gerry, Friend & Sapronov, LLP
Suite 1450
Three Ravinia Drive
Atlanta, GA 30346-2131
Tel: 770-399-9500
Fax: 770-395-0000

with a copy to:

Alan B. Thomas, Jr.
Executive Vice President
Empire Telecom Services, Inc.
4501 Circle 75 Parkway
Building D, Suite 4210
Atlanta, Georgia 30339

- (d) Applicant has not previously received authority under Section 214 of the Communications Act, as amended.
- (e) The authorization sought in this application is to operate as a resale carrier pursuant to the terms and conditions of 47 C.F.R. § 63.18(e)(2).
- (f) Applicant only seeks authority pursuant to 47 C.F.R. § 63.18(e)(2).
- (g) Applicant is not seeking facilities-based authority pursuant to 47 C.F.R. § 63.18(e)(6). Since no construction authorization is requested herein, the Commission's grant of Applicant's international authorization to provide the services described in this application is excluded from environmental processing under Section 1.1306 of the Commission's Rules.
- (h) In support of this Application, Applicant certifies that:
 - (1) Applicant is a wholly-owned subsidiary of Empire Technology Corporation. ("Empire"), a Delaware corporation. Neither Applicant, its officers nor the members of its Board of Directors are employees, agents or representatives of a foreign telecommunications entity or are affiliated with another telecommunications entity in the United States. Nor does any foreign telecommunications entity directly or indirectly own more than twenty-five (25%) percent of Applicant.Additionally, neither Empire, its officers nor the members of its Board of Directors are employees, agents or representatives of a foreign telecommunications entity or

are affiliated with another telecommunications entity in the United States. Nor does any foreign telecommunications entity directly or indirectly own more than twenty-five (25%) percent of Empire.

(2) Applicant is a wholly-owned subsidiary of Empire, a Delaware corporation. The following shareholders or other equity holders of Empire own, either directly or indirectly, ten percent or greater ownership in Empire:¹

W. Dale Smith	United States Citizen
c/o Empire Telecom Services, Inc.	
4501 Circle 75 Parkway	
Building D, Suite 4210	
Atlanta, Georgia 30339	

William S. Woulfn	United States Citizen
c/o Empire Telecom Services, Inc.	
4501 Circle 75 Parkway	
Building D, Suite 4210	
Atlanta, Georgia 30339	

Alan B. Thomas, Jr.	United States Citizen
c/o Empire Telecom Services, Inc.	
4501 Circle 75 Parkway	
Building D, Suite 4210	
Atlanta, Georgia 30339	

Applicant's principal business address is as follows: 4501 Circle 75 Parkway, Building D, Suite 4210, Atlanta, Georgia 30339

- (i) Applicant hereby certifies that it has not agreed to accept special concessions directly or indirectly from any foreign carrier or foreign administration with respect to telecommunications traffic or revenue flows between the United States and any

¹For purposes of this Application, a person is deemed to be the beneficial owner of any shares of common stock if such person has or shares voting power or investment power with respect to such security, or has the right to acquire beneficial ownership. As used herein, "voting power" is the power to vote or direct the voting of shares, and "investment power" is the power to dispose or direct the disposition of shares.

foreign country which applicant may serve under the authority granted hereby and will not enter into such agreements in the future.

- (j) Applicant hereby certifies that, pursuant to §§ 1.2001 through 1.2003 of the Commission's Rules, 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.

CONCLUSION

As demonstrated in this application, Applicant is legally, financially, and technically qualified to provide the services for which it requests authority. For the reasons stated above, Applicant submits that the public interest, convenience and necessity will be furthered by the Commission's grant of this Section 214 application. The requested authorization should therefore be issued to Applicant for the purpose of providing global international switched telecommunications resale services between the United States and international locations.

Respectfully submitted this 3rd day of March, 2000.

GERRY FRIEND & SAPPONOV, LLP


CHARLES A. HUDAK, ESQ.


TIMOTHY L. GERAGHTY, ESQ.

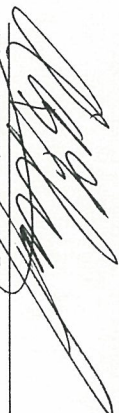
Suite 1450
Three Ravinia Drive
Atlanta, GA 30346-2131
(770) 399-9500

COUNSEL FOR EMPIRE TELECOM SERVICES, INC.

CERTIFICATION

I hereby certify that the statements in the foregoing application for Section 214 authority are true, complete, and correct to the best of my knowledge and are made in good faith.

EMPIRE TELECOM SERVICES, INC.



Alan B. Thomas, Jr.
Executive Vice President