

**KELLEY DRYE & WARREN LLP**  
A LIMITED LIABILITY PARTNERSHIP

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AFFILIATE OFFICES  
MUMBAI, INDIA

July 31, 2006

**RECEIVED**

**DATE STAMP & RETURN**

**BY HAND**

JUL 31 2006

Marlene H. Dortch, Secretary  
Federal Communications Commission

Federal Communications Commission  
Office of Secretary

c/o Natek, Inc.  
236 Massachusetts Avenue, NE  
Suite 110  
Washington, DC 20002

Re: One Communications Corp.  
Section 63.21(h) Notice of Subsidiary Operation  
Surrender of Authorization

Dear Ms. Dortch:

One Communications Corp. (“One Communications”), by its attorney, hereby (1) notifies the Commission that certain of its subsidiaries will operate pursuant to its international Section 214 authority, pursuant to Section 63.21(h) of the Commission’s Rules; and (2) on behalf of certain subsidiaries, surrenders these subsidiaries’ international Section 214 authorizations. One Communications is the surviving entity resulting from the merger of CTC Communications Group, Inc. (“CTC Group”) and Choice One Communications, Inc. (“Choice One”). The merger of CTC Group and Choice One was authorized by the Commission on June 26, 2006 in WC Docket No. 06-47 and IB File Nos. ITC-T/C-20060222-00100, ITC-T/C-20060222-00101, ITC-T/C-20060222-00102, ITC-T/C-20060222-00103, ITC-T/C-20060222-00105, and ITC-T/C-20060222-00106. The merger was consummated on June 30, 2006. Subsequent to the merger but on that same date, One Communications acquired control of Conversent Communications, Inc. (“Conversent”). The Commission authorized One Communications’ acquisition of Conversent in WC Docket No. 06-85 and File Nos. ITC-T/C-20060410-00227, ITC-T/C-20060410-00228, and ITC-T/C-20060410-00229.

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Section 63.21(h) Notice of Subsidiary Operation

Effective July 7, 2006, certain subsidiaries of One Communications commenced operating under One Communication's international Section 214 authority. The names of the subsidiaries and their places of legal organization are provided in Attachment 1. One Communications' international Section 214 authority was granted in IB File No. ITC-214-20040708-00260. CTC Communications Corp., a wholly-owned indirect subsidiary of One Communications, assigned this international Section 214 authorization to One Communications on July 7, 2006, as explained in the Section 63.24(f) notice of *pro forma* assignment that One Communications is filing via IBFS currently with the submission of this letter. A copy of One Communications' *pro forma* assignment notice is provided in Attachment 2.


Surrender of Section 214 Authority

Certain subsidiaries of One Communications are surrendering the individual Section 214 authority that was individually granted to them by the Commission. The names of the subsidiaries and the file numbers of the authorizations they are surrendering are listed in Attachment 3. Because these subsidiaries now operate under One Communications' international Section 214 authority, these subsidiaries no longer need their own international Section 214 authorizations.

An original and one (1) copy of this letter is enclosed for filing. Please date-stamp the duplicate copy of this letter and return it to the bearer.

Please contact the undersigned counsel if you have any questions regarding these matters.

Sincerely,

  
Jean M. Griffin

## Attachment 1

One Communications Subsidiaries Operating Under  
One Communications Section 214 Authority

<u>Subsidiary</u>	<u>Place of Legal Organization</u>	<u>FRN</u>
Choice One Communications International Inc.	Delaware	0006-2922-54
Choice One Communications of Connecticut Inc.	Delaware	0004-3284-64
Choice One Communications of Maine Inc.	Delaware	0008-1906-62
Choice One Communications of Massachusetts Inc.	Delaware	0004-3284-80
Choice One Communications of New York Inc.	Delaware	0004-3285-06
Choice One Communications of Ohio Inc.	Delaware	0004-3285-30
Choice One Communications of Pennsylvania Inc.	Delaware	0004-3285-55
Choice One Communications of Rhode Island Inc.	Delaware	0004-3285-63
Choice One Communications of Virginia Inc.	Virginia	0014-7104-87
Choice One of New Hampshire Inc.	Delaware	0004-3284-98
Connecticut Broadband, LLC	Connecticut	0005-0788-29
Connecticut Telephone & Communication Systems, Inc.	Connecticut	0003-7533-16
Conversent Communications Long Distance, LLC	New Hampshire	0006-2097-87
Conversent Communications of Connecticut, LLC	Connecticut	0008-8419-59
Conversent Communications of Maine, LLC	Maine	0008-8419-00
Conversent Communications of Massachusetts, Inc.	Massachusetts	0008-8418-76
Conversent Communications of New Hampshire, LLC	New Hampshire	0008-8420-07
Conversent Communications of New Jersey, LLC	New Jersey	0008-8419-83
Conversent Communications of New York, LLC	New York	0008-8419-91
Conversent Communications of Pennsylvania, LLC	Pennsylvania	0008-8419-34
Conversent Communications of Rhode Island, LLC	Rhode Island	0008-8419-75
Conversent Communications of Vermont, LLC	Vermont	0008-8419-42
Conversent Communications, LLC	Rhode Island	0008-3077-38
CTC Communications Corp.	Massachusetts	0005-0136-69
CTC Communications of Virginia, Inc.	Virginia	0005-0136-85
FiberNet of Ohio LLC	Ohio	0003-7841-47
FiberNet Telecommunications of Pennsylvania, LLC	Pennsylvania	0003-7710-45
FiberNet, L.L.C.	West Virginia	0003-7710-11
Lightship Telecom, LLC	Delaware	0006-1941-87
Mountaineer Telecommunications, LLC	West Virginia	0012-5347-49
US Exchange of Illinois, L.L.C.	Delaware	0004-3286-05
US Exchange of Indiana, L.L.C.	Delaware	0004-3285-97
US Exchange of Michigan, L.L.C.	Delaware	0004-3285-89
US Exchange of Wisconsin, L.L.C.	Delaware	0004-3286-13
US Xchange, Inc.	Delaware	0012-0706-45

**KELLEY DRYE & WARREN LLP**  
A LIMITED LIABILITY PARTNERSHIP

Attachment 2

WASHINGTON HARBOUR, SUITE 400

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WASHINGTON, D.C. 20007-5108

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July 31, 2006

VIA IBFS

Marlene H. Dortch, Secretary  
Federal Communications Commission  
Office of the Secretary  
445 12th Street, SW  
Washington, DC 20554

Re: One Communications Corp.  
Section 63.24(f) Notice of *Pro Forma* Assignment

Dear Ms. Dortch:

One Communications Corp. (“One Communications”), by its attorney, hereby notifies the Commission of a *pro forma* assignment of an international Section 214 authorization pursuant to Section 63.24(f) of the Commission’s Rules. One Communications is the surviving entity resulting from the merger of CTC Communications Group, Inc. (“CTC Group”) and Choice One Communications, Inc. (“Choice One”). The merger of CTC Group and Choice One was authorized by the Commission on June 26, 2006 in WC Docket No. 06-47 and IB File Nos. ITC-T/C-20060222-00100, ITC-T/C-20060222-00101, ITC-T/C-20060222-00102, ITC-T/C-20060222-00103, ITC-T/C-20060222-00105, and ITC-T/C-20060222-00106. The merger was consummated on June 30, 2006. Subsequent to the merger but on that same date, One Communications acquired control of Conversent Communications, Inc. (“Conversent”). The Commission authorized One Communications’ acquisition of Conversent in WC Docket No. 06-85 and File Nos. ITC-T/C-20060410-00227, ITC-T/C-20060410-00228, and ITC-T/C-20060410-00229.

CTC Communications Corp. (“CTC Corp”), a Massachusetts corporation, has assigned its international Section 214 authority granted in IB File No. ITC-214-20040708-00260 to One Communications. The date of the assignment was July 7, 2006. CTC Corp is a wholly-owned indirect subsidiary of One Communications and thus this assignment is *pro forma*. In

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accordance with the requirements of Section 63.24(f)(i), One Communications provides the information required by Section 63.18(a) through (d) and (h), as follows:

(a) Name, address and telephone number of the assignee:  
  
One Communications Corp. ("One Communications")  
220 Bear Hill Road  
Waltham, MA 02451  
Tel: (781) 466-8080  
Fax: (781) 890-1613

(b) One Communications is a corporation organized under the laws of Delaware.

(c) Correspondence concerning this Application should be sent to:  
  
James P. Prenetta, Jr.  
Executive Vice President and General Counsel  
One Communications Corp.  
220 Bear Hill Road  
Waltham, MA 02451  
Tel: (781) 522-8773  
Fax: (781) 522-8711  
jprenetta@onecommunications.com

With copy to:

Joan M. Griffin  
Kelley Drye & Warren LLP  
3050 K Street, NW  
Suite 400  
Washington, D.C. 20007  
Tel: (202) 342-8400  
Fax: (202) 342-8451  
jgriffin@kelleydrye.com

(d) One Communications does not presently hold Section 214 authority.

(h) The following entities and individuals hold ten percent or greater ownership interests in One Communications:

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Secretary

Federal Communications Commission

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*CVC Broadband*. Columbia Ventures Broadband LLC (“CVC Broadband”), a Washington state limited liability company that is a holding company, holds a 50 percent ownership interest in One Communications and was authorized by the Commission in Docket No. WC 06-85 to hold up to a 70 percent ownership interest. CVC Broadband is, in turn, a wholly-owned subsidiary of Columbia Ventures Corporation (“CVC”), a Washington state corporation. CVC owns and operates a portfolio of telecommunications companies and a small number of manufacturing businesses around the world. Mr. Kenneth D. Peterson, Jr., a U.S. citizen, holds 100 percent of the ownership interest in CVC. Mr. Peterson is Chief Executive Officer, Chairman and Founder of CVC. The address of CVC Broadband, CVC, and Mr. Peterson is 203 SE Park Plaza Drive, Suite 270, Vancouver, WA 98684.

*Quantum Partners LDC*. Quantum Partners LDC (“Quantum”) holds a 13 percent ownership interest in One Communications. Quantum is a Cayman Islands limited duration corporation whose principal business is investment. Quantum is wholly owned by Quantum Emerging Growth Partners, C.V. (“Quantum Emerging”), a Netherlands Antilles limited partnership whose principal business is investment. The managing general partner of Quantum Emerging is Emerging Growth Fund Management C.V. (“Emerging Growth”), a Netherlands Antilles limited partnership whose principal business is investment. The managing general partner of Emerging Growth is Quastro N.V. (“Quastro”), a Netherlands Antilles corporation whose principal business is investment. The address of Quantum, Quantum Emerging, Emerging Growth and Quastro is Kaya Flamoyan 9, Willemstad, Curacao, Netherlands Antilles. The sole shareholder of Quastro is George Soros, a U.S. citizen whose principal business is being Chairman of Soros Fund Management LLC (“SFM”). SFM, which is a Delaware limited liability company, by virtue of a management agreement between SFM and Quantum, exercises voting and dispositive power over the shares of Choice One held by Quantum. The address of SFM and George Soros is 888 Seventh Avenue, New York, NY 10106.

No other person or entity holds a 10 percent or greater ownership interest in One Communications. There are no interlocking directorates.

The certificate required by Section 63.24(f)(2)(ii) is provided in Attachment 1.

KELLEY DRYE & WARREN LLP

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Please contact the undersigned counsel if you have any questions regarding these matters.

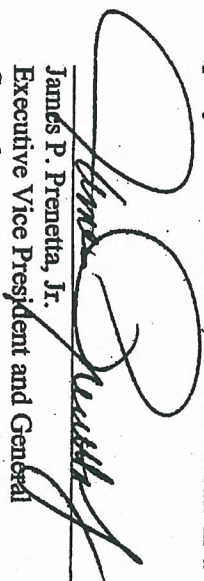
Sincerely,

A handwritten signature in cursive script, appearing to read "Joan M. Griffin".

Joan M. Griffin

Certificate

I hereby certify that the assignment described in the foregoing letter was a *pro forma* assignment and that, together with all previous *pro forma* transactions, does not result in a change in the actual controlling party.

  
James P. Prenetta, Jr.  
Executive Vice President and General  
Counsel  
One Communications Corp.

Date: 7/31/06



Attachment 3

Surrendered International Section 214 Authorizations

<u>Subsidiary</u>	<u>File No. of S214 Authority Surrendered</u>
Choice One Communications International Inc.	File No. ITC-214-19981117-00802
Connecticut Broadband, LLC	File No. ITC-214-19961001-00476
Connecticut Telephone & Communication Systems, Inc.	File No. ITC-214-19960717-00316
Conversent Communications Long Distance, LLC	File No. ITC-214-19990210-00081
Conversent Communications, LLC	File No. ITC-214-19960530-00721
Lightship Telecom, LLC	File No. ITC-214-19990203-00056
Moutaineer Telecommunications, LLC	File No. ITC-214-20000403-00192
US Xchange, Inc.	File No. ITC-214-19961219-00639