

SWIDLER BERLIN SHEREFF FRIEDMAN, LLP

3000 K STREET, NW, SUITE 300  
WASHINGTON, DC 20007-5116  
TELEPHONE (202) 424-7500  
FACSIMILE (202) 424-7647

FCC/MELLON

DEC 04 2000

NEW YORK OFFICE  
405 LEXINGTON AVENUE  
NEW YORK, NY 10017-4774  
RECEIVED

December 4, 2000

DEC 11 2000

VIA COURIER

Streamlined  
TALKINGNETS HOLDINGS, LLC  
ITC-214-20001204-00708

Ms. Magalie Roman Salas, Esq.  
Secretary  
Federal Communications Commission  
International Bureau Telecommunications Division  
Box 358115  
Pittsburgh, PA 15251-5115

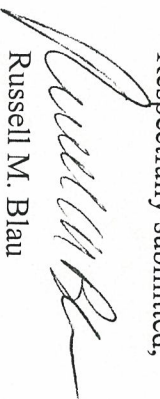
Re: Application of TalkingNets Holdings, LLC, for Global Authority Pursuant to Section 214 of the Communications Act of 1934, as Amended, to Operate as an International Facilities-based Carrier and Resale Carrier between the United States and Various International Points

Dear Ms. Salas:

Enclosed for filing with the Commission are an original and six (6) copies of the application of TalkingNets Holdings, LLC requesting global authority, pursuant to Section 214 of the Communications Act of 1934, as amended, to operate as an international facilities-based carrier and as an international resale carrier between the United States and various International Points.

As required by the Commission's Rules, a check in the amount of \$815.00 is enclosed. Please date stamp the extra copy of this application and return it in the enclosed self-addressed, stamped envelope. Any questions regarding the enclosed application should be addressed to Benjamin L. Arizmendi at (202) 295-8455.

Respectfully submitted,

  
Russell M. Blau

Counsel for TalkingNets Holdings, LLC

Enclosures

cc: Steve Goodman  
Benjamin L. Arizmendi

FEDERAL COMMUNICATIONS COMMISSION  
REMITTANCE ADVICE

SPECIAL USE  
FCC USE ONLY

PAGE NO. 1 of 1

(1) LOCATOR # 3581115

SECTION A - PAYER INFORMATION

(2) PAYER NAME (If paying by credit card, enter name exactly as it appears on your card)  
TalkingNets Holdings, LLC

(3) TOTAL AMOUNT PAID (dollars and cents)  
\$815.00

(4) STREET ADDRESS LINE NO. 1  
1111 Military Cutoff Rd., Suite 221

(5) STREET ADDRESS LINE NO. 2

(6) CITY  
Wilmington

(7) STATE  
NC

(8) ZIP CODE  
28405

(9) DAYTIME TELEPHONE NUMBER (include area code)  
(910) 256-0770

(10) COUNTRY CODE (F.M.N. 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

(7) STATE

(16) ZIP CODE

(17) DAYTIME TELEPHONE NUMBER (include area code)

(18) COUNTRY CODE (F.M.N. 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	FCC USE ONLY		
	C	U	T	1	\$815.00	

(23A) FCC CODE 1	(209) PAYMENT TYPE CODE (PTO)	(21B) QUANTITY	(22B) FEE DUE FOR PTC IN BLOCK 20A	FCC USE ONLY	
	*	*	*	*	

(23B) FCC CODE 1	(20C) PAYMENT TYPE CODE (PTC)	(21C) QUANTITY	(22C) FEE DUE FOR PTC IN BLOCK 20A	FCC USE ONLY	
	*	*	*	*	

(23C) FCC CODE 1	(20D) PAYMENT TYPE CODE (PTO)	(21D) QUANTITY	(22D) FEE DUE FOR PTC IN BLOCK 20A	FCC USE ONLY	
	*	*	*	*	

(19B) FCC CALL SIGN/OTHER ID	(20E) PAYMENT TYPE CODE (PTO)	(21E) QUANTITY	(22E) FEE DUE FOR PTC IN BLOCK 20A	FCC USE ONLY	
	*	*	*	*	

(240) FCC CODE 1	(24D) FCC CODE 2
------------------	------------------

SECTION D - TAXPAYER INFORMATION (REQUIRED)

(25) PAYER TIN	(26) COMPLETE THIS BLOCK ONLY IF APPLICANT NAME IN B-11 IS DIFFERENT FROM PAYER NAME IN A-2
0 5 2 2 2 0 3 4 4 0	APPLICANT TIN

SECTION E - CERTIFICATION

(27) CERTIFICATION STATEMENT  
I, RUSSELL W. BIGU 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 Russell W. Bigu

SECTION F - CREDIT CARD PAYMENT INFORMATION

(28) MASTERCARD/VISA ACCOUNT NUMBER: \_\_\_\_\_

EXPIRATION DATE: \_\_\_\_\_

* MASTERCARD	* * * * *	* * * * *	* * * * *	* * * * *	* * * * *
--------------	-----------	-----------	-----------	-----------	-----------

MONTH: \_\_\_\_\_ YEAR: \_\_\_\_\_

(29) AUTHORIZED SIGNATURE \_\_\_\_\_ DATE \_\_\_\_\_



## II. PUBLIC INTEREST CONSIDERATIONS

Applicant believes that the added competition its entry will bring to the market will benefit consumers of United States-overseas services. These benefits include competitive pricing and increased availability of a variety of service options. Therefore, a grant of this Application will further the public interest.

## III. INFORMATION REQUIRED BY SECTION 63.18

Applicant submits the following information, as required by Section 63.18 of the Commission's Rules, in support of its request for Section 214 authorization:

- (a) Name, address and telephone number of Applicant:  
TalkingNets Holdings, LLC  
1111 Military Cutoff Rd., Suite 221  
Wilmington, NC 28405  
Telephone: (910) 332-1899  
Facsimile: (910) 332-1801
- (b) Applicant is organized under the laws of the State of Delaware.
- (c) Correspondence concerning this application should be sent to:

Russell M. Blau  
SWIDLER BERLIN SHEREFF FRIEDMAN, LLP  
3000 K Street, N.W., Suite 300  
Washington, D.C. 20007  
Tel: (202) 424-7500  
Fax: (202) 424-7643

with a copy to:

Steve Goodman  
TalkingNets Holdings, LLC  
1111 Military Cutoff Rd., Suite 221  
Wilmington, NC 28405  
Telephone: (910) 332-1899  
Facsimile: (910) 332-1801

(d) Applicant has not previously received authority under Section 214 of Act. Upon grant of this Application, TalkingNets will become an authorized non-dominant facilities-based carrier and reseller with global authority, pursuant to Section 214 of the Act and the Commission's Rules.

(e) (1) Applicant requests Section 214 authority to operate as a facilities-based carrier pursuant to Section 63.18(e)(1) of the Commission's Rules. Applicant requests such authorization for all international routes authorized by the Commission. Applicant certifies that it will comply with the terms and conditions of Sections 63.21 and 63.22 of the Commission's Rules.

(2) Applicant also requests Section 214 authority to resell the international services of authorized U.S. common carriers pursuant to Section 63.18(e)(2) of the Commission's Rules. Applicant requests such authorization for all international routes authorized by the Commission. Applicant certifies that it will comply with the terms and conditions contained in Section 63.21 and 63.23 of the Commission's Rules.

(f) Applicant seeks authority to provide only the services referenced under paragraph (e) of Section 63.18 of the Commission's Rules.

(g) Because Applicant is not seeking facilities-based authority pursuant to Section 63.18(e)(4) of the Commission's Rules, this Section is not applicable.

(h) Information regarding TalkingNets' 10% or greater direct or indirect shareholders is as follows:

Name: TalkingNets, Inc.  
Address: 1111 Military Cutoff Rd., Suite 221  
Wilmington, NC 28405  
Percentage Held: 100%  
Citizenship: United States (Delaware corporation)  
Principal Business: Communications

The following persons or entities hold a ten percent (10%) or greater, direct or

indirect, ownership interest in TalkingNets, Inc.:

Name: John Phillips, President and CEO, TalkingNets, Inc.  
Address: 1111 Military Cutoff Rd., Suite 221  
Wilmington, NC 28405  
Percentage Held: 14.5%  
Citizenship: United States

Name: Anatol Surak, Secretary & Treasurer, TalkingNets, Inc.  
Address: 1111 Military Cutoff Rd., Suite 221  
Wilmington, NC 28405  
Percentage Held: 14.5%  
Citizenship: United States

Name: Charles River Ventures  
Address: Bay Colony Corporate Center  
1000 Winter Street  
Suite 3300  
Waltham, Massachusetts, 02451  
Percentage Held: 23.01%  
Citizenship: United States  
Principal Business: Venture Capital

Name: Venrock Associates  
Address: 30 Rockefeller Plaza  
Room 5508  
New York, NY 10112  
Percentage Held: 23.96%  
Citizenship: United States  
Principal Business: Venture Capital

No persons or entities with equity participation in Charles River Ventures or Venrock

Associates hold a ten percent (10%) or greater, direct or indirect ownership interest in

TalkingNets, Inc.

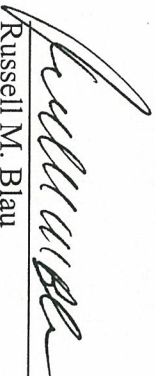
TalkingNets, Inc. does not have any interlocking directorates with a foreign carrier.

- (i) TalkingNets certifies that it is not a foreign carrier and is not affiliated with any foreign carrier.
- (j) TalkingNets certifies that it does not seek to provide international telecommunications services to any destination country to which Sections 63.18 (j)(1)-(4) of the Commission's Rules apply.
- (k) Because TalkingNets does not seek to provide international telecommunications services pursuant to Section 63.18(j)(1)-(4) of the Commission's Rules, Section 63.18(k) of the Commission's Rules is inapplicable.
- (l) Section 63.18 (l) of the Commission's Rules is inapplicable because TalkingNets is not a foreign carrier nor is it affiliated with a foreign carrier.
- (m) Section 63.18 (m) of the Commission's Rules is inapplicable because TalkingNets is not a foreign carrier nor is it affiliated with a foreign carrier.
- (n) TalkingNets has not agreed to accept special concessions either directly or indirectly with any foreign carrier whatsoever.
- (o) TalkingNets certifies, pursuant to Sections 1.2001 through 1.2003 of the Commission's Rules (implementing the Anti-Drug Abuse Act of 1988, 21 U.S.C. § 3301), that no party to its application is subject to a denial of Federal benefits pursuant to Section 5301 of the Anti-Drug Abuse Act of 1988.

**IV. CONCLUSION**

For the reasons stated above, TalkingNets Holdings, LLC respectfully submits that the public interest, convenience, and necessity would be furthered by a grant of this Section 214 Application.

Respectfully submitted,

  
\_\_\_\_\_  
Russell M. Blau

SWIDLER BERLIN SHEREFF FRIEDMAN, LLP  
3000 K Street, N.W., Suite 300  
Washington, DC 20007  
Tel: (202) 424-7500  
Fax: (202) 424-7645

Counsel for TalkingNets Holdings, LLC

Dated: 12/4/00