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**Vinson & Elkins**  
ATTORNEYS AT LAW

MAR 07 2001

VINSON & ELKINS L.L.P.  
THE WILLARD OFFICE BUILDING  
1455 PENNSYLVANIA AVE., N.W.

Telecom Division  
International Bureau

WASHINGTON, D.C. 20004-1008

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March 2, 2001

MAR - 2 2001

FEDERAL COMMUNICATIONS COMMISSION  
OFFICE OF THE SECRETARY

Hand Delivered

Magalie Roman Salas  
Secretary  
Federal Communications Commission  
445 Twelfth Street, S.W.  
Washington, D.C. 20554

Re: File No. ITC-214-20001228-00771

Dear Ms. Salas:

This letter shall inform the Commission that Joint Venture (Bermuda) No. 1 Limited, the applicant for Section 214 authority in the above-referenced file number, has changed its name to Reach Ltd.

In the event there are questions concerning this matter, please contact me.

Very truly yours,



R. Edward Price

pr 5/31/01  
67801-1318  
TEL 402

Mint GSM Business  
Case # 13803  
PDA-20011216-50036  
324MS  
PN 2/16  
3/16/01  
G0 items

ATTORNEYS AT LAW

VINSON & ELKINS L.L.P.  
THE WILLARD OFFICE BUILDING  
1455 PENNSYLVANIA AVE., N.W.

WASHINGTON, D.C. 20004

TELEPHONE (202) 639-6399

FAX (202) 639-6600

**Non-Streamlined** **ITC-214-20001228-00771**  
**JOINT VENTURE (BERMUDA) NO. 1 LIMITED**

Writer's Phone: 202-639-6722

Writer's Fax: 202-639-6604

December 28, 2000

**RECEIVED**

JAN - 8 2001

Telecom Division  
International Bureau

Hand Delivered

Federal Communications Commission  
International Bureau - Telecommunications  
P.O. Box 358115  
Pittsburgh, Pennsylvania 15251-5115

Re: Section 214 Application  
Joint Venture (Bermuda) No. 1 Limited

Gentlemen/Ladies:

Transmitted herewith, on behalf of Joint Venture (Bermuda) No. 1 Limited, are an original and five copies of a Section 214 application seeking authority to provide international facilities-based and resale services between the United States and all authorized international points, except Kiribati. This application is entitled to streamlined processing under Section 63.12 of the Commission's Rules.

Also enclosed is a completed FCC Form 159, a check payable to the Federal Communications Commission to cover the requisite filing fee, and an additional copy of the filing marked "Stamp and Return," which I request you stamp as received and return to me via my messenger.

In the event there are questions concerning this matter, please contact me.

Very truly yours,

  
Albert Shuldiner

Enclosure

cc (w/enc.): Frances Eisenstein  
Alicia Smothers

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JAN - 8 2001

Before the  
**FEDERAL COMMUNICATIONS COMMISSION**  
Washington, D.C. 20554

Telecom Division  
International Bureau  
In the Matter of

JOINT VENTURE (BERMUDA) NO. 1 LIMITED )  
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File No. ITC-214-\_\_\_\_\_

**APPLICATION**

Joint Venture (Bermuda) No. 1 Limited ("JV B") hereby applies, 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, on a streamlined basis, for authority to operate as a facilities-based and resale carrier between the United States and all authorized international points, except Kiribati.

**I. Introduction**

Through this application, JV B seeks authority to provide international services as a facilities-based and resale carrier between the United States and all authorized international points, except Kiribati. The public interest in more competitive and economical international communication services is well established and has been addressed by the Commission in numerous decisions. JV B therefore submits that grant of this application is in the public interest.

For reasons discussed herein, this application is entitled to streamlined processing under Section 63.12 of the Commission's Rules.

**II. Section 63.18 Information**

In accordance with Section 63.18 of the Commission's Rules, the following information is submitted:

- (a) The applicant's name, address and telephone number are as follows:  
Joint Venture (Bermuda) No. 1 Limited  
Clarendon House  
2 Church Street  
Hamilton HM11  
Bermuda  
(441) 295-1422
- (b) The applicant is a corporation organized under the laws of Bermuda.
- (c) Correspondence concerning this application should be sent to:  
Gregory C. Staple  
R. Edward Price  
Vinson & Elkins L.L.P.  
1455 Pennsylvania Avenue, N.W.  
Washington, D.C. 20004-1008  
(202) 639-6500 (tel.)  
(202) 639-6604 (fax)  
and  
Robert J. Aamoth  
Joan M. Griffin  
Kelley Drye & Warren L.L.P.  
1200 19th Street, N.W.  
Washington, D.C. 20036-2423  
(202) 955-9600 (tel.)  
(202) 955-9792 (fax)
- (d) The applicant does not currently hold Section 214 authority.



(e)-(f) The applicant requests facilities-based Section 214 authority pursuant to the terms and conditions of Section 63.18(e)(1) of the Commission's Rules and resale Section 214 authority pursuant to the terms and conditions of Section 63.18(e)(2) of the Commission's Rules to provide service between the United States and all authorized points, except Australia, Canada, Hong Kong, India, Japan, Kiribati, New Zealand, Singapore, Sri Lanka, Taiwan, and the United Kingdom. In addition, the applicant seeks authority, pursuant to Section 63.18(e)(4) of the Commission's Rules, to provide (1) facilities-based services on the terms described in Section 63.22 of the Commission's Rules, and (2) resale services on the terms described in Section 63.23 of the Commission's Rules, between the United States and Australia, Canada, Hong Kong, India, Japan, New Zealand, Singapore, Sri Lanka, Taiwan, and the United Kingdom. JVB certifies that it will comply with the terms and conditions contained in Sections 63.21, 63.22, and 63.23 of the Commission's Rules. The applicant only seeks authority to provide switched basic services over international private lines (1) where the destination country appears on a Commission list of countries to which the FCC has authorized the provision of switched services over private lines, and (2) in accordance with Sections 63.22(e)(2) and 63.23(d)(2) of the Commission's Rules.

(g) Inapplicable. The applicant seeks authority to acquire an interest in facilities previously authorized by the Commission.

(h) JVB is a joint venture that is indirectly owned, 50%-50%, by Telstra Corporation Limited ("Telstra") and Pacific Century CyberWorks Limited ("PCCW"). An ownership chart for JVB is attached hereto as Exhibit 1. The intermediate wholly owned subsidiaries of Telstra and PCCW (see Exhibit 1) that own JVB, 50% each, are as follows:

Name:	Telstra Holdings (Bermuda) No. 1 Limited
Address:	Clarendon House 2 Church Street Hamilton HM11 Bermuda
Citizenship:	Bermuda corporation
Principal Business:	Holding company

Name: Pacific Century Cable Holdings Limited  
Address: Clarendon House  
2 Church Street  
Hamilton HM11  
Bermuda  
Citizenship: Bermuda corporation  
Principal Business: Holding company

Telstra Holdings (Bermuda) No. 1 Limited is 100% owned by:

Name: Telstra Holdings Pty Limited ACN 057 808 938  
Address: Level 13  
231 Elizabeth Street  
Sydney NSW 2000  
Australia  
Citizenship: Australia corporation  
Principal Business: Holding company

Pacific Century Cable Holdings Limited is 100% owned by PCCW.

Information on Telstra and PCCW, the indirect parent companies of JVB, is as follows:

Name: Telstra Corporation Limited ACN 051 775 556  
Address: 242 Exhibition Street  
Melbourne VIC 3000  
Australia  
Citizenship: Australia corporation  
Principal Business: Telecommunications

Name: Pacific Century CyberWorks Limited  
Address: 39/F Hong Kong Telecom Tower  
Taikoo Place  
Quarry Bay  
Hong Kong  
Citizenship: Hong Kong corporation  
Principal Business: Technology businesses related to the Internet and the  
delivery of broadband ISP-enabling services and  
technologies to local access operators.

Telstra is 50.1% owned by the Federal Government of Australia. There are no other 10% or greater shareholders of Telstra.



Pacific Century Regional Developments ("PCRD"), Pacific Century Group Holdings Limited ("PCG") and Pacific Century Diversified Limited ("PCD") own 38.8 percent of PCCW. PCRD is a company incorporated in Singapore that is listed on the Singapore Exchange Securities Trading Limited. PCRD holds Internet and insurance interests and is also active in property investment and development and power generation. Richard Li, a citizen of Hong Kong, controls approximately 75 percent of PCRD through intermediate holding companies. PCG and PCD are companies wholly owned by Mr. Li. The address of PCRD is #38-02,6 Battery Road, Singapore, 049909, and the address of PCG, PCD, and Mr. Li is c/o Pacific Century CyberWorks Limited, 38th Floor, Citibank Tower, Citibank Plaza, 3 Garden Road, Central Hong Kong. Also, Cable & Wireless plc ("C&W plc") holds approximately 14.9 percent of the ownership interest in PCCW. C&W plc is a holding company for a number of telecommunications operations worldwide. C&W plc is a corporation organized under the laws of England and Wales whose address is 124 Theobalds Road, London WC1X 8RX, England. There are no other 10 percent or greater shareholders of PCCW.

Alexander Arena, a director of JVB, is also a director of PCCW-HKT Limited, PCCW-HKT Telephone Limited, and PCCW-HKT International Limited.

(i)-(j) JVB hereby certifies that it is affiliated with the following foreign carriers:

Carrier	Country
Cable & Wireless HKT Pacific (Japan) KK	Japan
Cable & Wireless HKT Singapore Pte Limited	Singapore
Cable & Wireless HKT Pacific (UK) Limited	United Kingdom
FIC Network Service Inc. (Taiwan)	Taiwan
Mobitel (Private) Limited	Sri Lanka
PCCW-HKT CAS Limited	Hong Kong
PCCW-HKT International Limited	Hong Kong
PCCW-HKT Telephone Limited	Hong Kong
PCCW-HKT Pacific Limited	Canada, New Zealand
PCCW-HKT Pacific Limited (Taiwan Branch)	Taiwan
Taiwan Telecommunication Network Services Company Limited	Taiwan
Telecom Services Kiribati Limited	Kiribati
Telstra Corporation Limited	Australia
Telstra International (HK) Holdings Limited	Hong Kong
Telstra Incorporated	Canada
Telstra Japan KK	Japan
Telstra Saturn	New Zealand
Telstra Singapore Pte Limited	Japan
Telstra (UK) Limited	United Kingdom
Telstra Visesh Communications Limited	India

(k) Australia, Canada, Hong Kong, Japan, India, New Zealand, Singapore, Sri Lanka, and the United Kingdom are members of the World Trade Organization ("WTO").

JVB's foreign carrier affiliates in Taiwan each hold a Type 2 (Value-Added Services) license. Pursuant to these licenses, those affiliates provide Internet access and value-added services in Taiwan. None of these companies owns any telecommunications facilities in Taiwan, and thus all three provide their services via resale. The total market share of the three companies combined is less than 15 percent. The FCC has recognized that Chunghwa Telecom Company, Ltd. is the only dominant carrier in Taiwan. *See FCC Public Notice*, DA 99-809, June 18, 1999, at 6.

JVB is not seeking authority to provide services along the U.S.-Kiribati route.

(l)-(m) JVB agrees to be treated as dominant along the U.S.-Australia route and the U.S.-Hong Kong route without prejudice to its right to petition for reclassification at a later date.

Along the other routes (except Kiribati), JVB's foreign carrier affiliates lack 50 percent market share in the international transport and local access markets in their home countries. Currently, in their respective countries, each of these carriers either has not yet begun operation or, if providing service: (1) controls less than 15 percent of the market; (2) competes against at least one other carrier that controls a majority of the international telecommunications market; and (3) lacks market power or facilities that would permit it to set market prices, control services or facilities, control market entry, or discriminate against unaffiliated U.S. carriers. JVB is therefore entitled to non-dominant treatment along all routes that it seeks authority to serve in this application (except for Australia and Hong Kong, for which the applicant reserves the right to petition for reclassification at a later date).

(n) The applicant certifies that it has not agreed to accept special concessions, as that term is defined in Section 63.14(b) of the Commission's Rules, directly or indirectly from any foreign carrier with respect to any U.S. international route where the foreign carrier possesses sufficient market power on the foreign end of the route to adversely affect competition in the U.S. market and will not enter into such agreements in the future.

(o) In accordance with the Anti-Drug Abuse Act of 1988, 21 U.S.C. § 862, and Sections 1.2001-1.2003 of the Commission's Rules, 47 C.F.R. §§ 1.2001-1.2003, the applicant hereby certifies that no party to this application is subject to a denial of U.S. federal benefits pursuant to Section 5301 of the Anti-Drug Abuse Act of 1988.



(p) This application is entitled to streamlined processing under Section 63.12(c)(1) of the Commission's Rules because: (1) under Section 63.10(a)(3) of the Rules, the applicant qualifies for non-dominant treatment along all routes for which authority is sought in this application, except Australia and Hong Kong; and (2) Australia and Hong Kong are WTO members, and the applicant agrees to be treated as dominant along those routes without prejudice to its right to petition for reclassification at a later date.

III. Conclusion

In view of the information stated above, expeditious grant of this application, pursuant to streamlined processing under Section 63.12 of the Commission's Rules, is warranted and would serve the public interest, convenience, and necessity.

Respectfully submitted,

JOINT VENTURE (BERMUDA) NO. 1 LIMITED

By: \_\_\_\_\_



Alexander Anthony Arena

Director

Joint Venture (Bermuda) No. 1 Limited  
Hong Kong Telecom Tower  
Taikoo Place  
Quarry Bay  
Hong Kong

December 21, 2000

READ INSTRUCTIONS CAREFULLY  
BEFORE PROCEEDING

FEDERAL COMMUNICATIONS COMMISSION  
REMITTANCE ADVICE

Approved by OMB

3060-0589

Page No 1 of 1

(1) LOCKBOX #

358115

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)  
Winson & Elkins L.I.P.

(3) TOTAL AMOUNT PAID (U.S. Dollars and  
\$ 815.00

(4) STREET ADDRESS LINE NO. 1  
1455 Pennsylvania Avenue, N.W.

(5) STREET ADDRESS LINE NO. 2

(6) CITY  
Washington

(7) STATE D.C. (8) ZIP CODE  
20004 -1008

(9) DAYTIME TELEPHONE NUMBER (include area code)  
(202) 639-6500

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

(11) PAYER (FRN)

(12) PAYER (TIN)  
741183015

FCC REGISTRATION NUMBER (FRN) AND TAX IDENTIFICATION NUMBER (TIN) REQUIRED

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

(13) APPLICANT NAME  
Joint Venture (Bermuda) No. 1 Limited

(14) STREET ADDRESS LINE NO. 1  
c/o Winson & Elkins L.I.P.

(15) STREET ADDRESS LINE NO. 2  
1455 Pennsylvania Avenue, N.W.

(16) CITY  
Washington

(17) STATE D.C. (18) ZIP CODE  
20004 -1008

(19) DAYTIME TELEPHONE NUMBER (include area code)  
(202) 639-6500

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

FCC REGISTRATION NUMBER (FRN) AND TAX IDENTIFICATION NUMBER (TIN) REQUIRED

(21) APPLICANT (FRN)

(22) APPLICANT (TIN) Applicant is a non-U.S.

entity and does not have a TIN.  
COMPLETE SECTION C FOR EACH SERVICE, IF MORE BOXES ARE NEEDED, USE CONTINUATION SHEET

(23A) CALL SIGN/OTHER ID

(24A) PAYMENT TYPE CODE  
CUT (25A) QUANTITY  
1

(26A) FEE DUE FOR (PTC)  
815.00

(27A) TOTAL FEE

815.00

FCC USE ONLY

(28A) FCC CODE 1

(29A) FCC CODE 2

(23B) CALL SIGN/OTHER ID

(24B) PAYMENT TYPE CODE

(25B) QUANTITY

(26B) FEE DUE FOR (PTC)

(27B) TOTAL FEE

FCC USE ONLY

(28B) FCC CODE 1

(29B) FCC CODE 2

SECTION D - CERTIFICATION

(30) CERTIFICATION STATEMENT

I, \_\_\_\_\_, certify under penalty of perjury that the foregoing and supporting information is true and correct to the best of my knowledge, information and belief. SIGNATURE \_\_\_\_\_ DATE \_\_\_\_\_

SECTION E - CREDIT CARD PAYMENT INFORMATION

(31)

MASTERCARD

MASTERCARD/VISA ACCOUNT NUMBER:  
| | | | | | | | | | | | | | | | | |

EXPIRATION  
| | | | |

VISA

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

SIGNATURE \_\_\_\_\_

DATE \_\_\_\_\_



THE ORIGINAL DOCUMENT HAS A REFLECTIVE WATERMARK ON THE BACK. HOLD AT AN ANGLE TO VIEW WHEN CHECKING THE ENDORSEMENT

**VINSON & ELKINS**

LLP  
ATTORNEYS AT LAW  
1455 PENNSYLVANIA AVENUE, N.W.  
WASHINGTON, D.C. 20004-1007

Price, R. Edward

15-120      Check No.  
540      **126971**

VOID AFTER 90 DAYS

CHASE BANK OF TEXAS, N.A.  
SAN ANGELO, TEXAS

**PAY \*\*\*Eight hundred fifteen and 00/100 Dollars\*\*\***

Date	Amount
December 27, 2000	\$***815.00

**VINSON & ELKINS L.L.P.**

*Janet A. Mason*

TO THE ORDER OF: Federal Communications Commission

⑈ 126971 ⑈ ⑆ 11300880⑆ ⑆ 06300052928⑈

VINSON & ELKINS, L.L.P.  
ATTORNEYS AT LAW

1455 PENNSYLVANIA AVENUE, N.W. WASHINGTON, D.C. 20004-1007

Check Date  
12/27/00

Check Number  
**126971**

GL ACCOUNT Client	Offc Matter	Dept	Invoice Date	Invoice No.	INVOICE DESCRIPTION	AMOUNT
TEL800			12/27/00	4287	Filing Fee	\$815.00
						\$815.00

# Vinson & Elkins

ATTORNEYS AT LAW

VINSON & ELKINS L.L.P.  
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FEDERAL COMMUNICATIONS COMMISSION  
OFFICE OF THE SECRETARY

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January 9, 2001

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JAN 16 2001

Telecom Division  
International Bureau

Hand Delivered

Magalie Roman Salas  
Secretary  
Federal Communications Commission  
445 Twelfth Street, S.W.  
Washington, D.C. 20554

Re: Section 214 Application  
Joint Venture (Bermuda) No. 1 Limited

Dear Ms. Salas:

Transmitted herewith, on behalf of Joint Venture (Bermuda) No. 1 Limited, are an original and five copies of an Exhibit 1 to be associated with the Section 214 application the company filed on December 28, 2000. This exhibit was inadvertently omitted from the December 28 filing.

In the event there are questions concerning this matter, please contact me.

Very truly yours,



R. Edward Price

Enclosure

cc (w/enc.): George Li

**Joint Venture (Bermuda) No. 1 Limited  
Section 214 Application**

**EXHIBIT 1**

