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A Limited Liability Partnership Including Professional Corporations

GLENN S. RICHARDS (202) 454–7016 glenn.richards@shawpittman.com

August 15, 2001 FCC/MELLON

RECEIVED .~ 9 1 2001

By Courier to Mellon Bank

Ms. Magalie Roman Salas Secretary Federal Communications Commission 445 Twelfth Street, S.W. TW-A325 Washington, DC 20554

TCP ACQUISITION, INC.

Streamlined

ITC-214-20010815-00433

Re: Section 214 Application for Authority to Operate as an International **TCP** Acquisition, Inc. and Facilities-Based and Resale Carrier

Dear Ms. Roman Salas:

permitted by the Commission. international facilities-based and resale carrier for the purpose of providing switched, and five (5) copies of a Section 214 Application for authority to operate as an private line, data and business services between the United States and all foreign points Transmitted herewith on behalf of TCP Acquisition, Inc. ("TCP") are an original

processing of the enclosed Application. Pursuant to Section 63.12 of the Commission's Rules, TCP requests streamlined

Communications Commission in the amount of \$815.00 to cover the cost of the filing fee. Also enclosed is an FCC Form 159 and a check made payable to the Federal

Washington, DC Northern Virginia New York Los Angeles London

2300 N Street, NW Washington, DC 20037-1128

202.663.8000 Fax: 202.663.8007

www.shawpittman.com

ShawPittman LLP

Please date-stamp the enclosed Receipt copy of this filing and return it in the enclosed self-addressed, stamped envelope. Please refer all questions and correspondence regarding this filing to the undersigned.

Very truly yours,

Glenn S. Richards Susan M. Hafeli Tammy Gershoni Counsel for TCP Acquisition, Inc.

Enclosures 31922-0001

cc: Darryl B. Thompson Cory D. Mims

Document #: 1152800 v.1

FCC FORM 159
FEBRUARY 2000
(REVISED)

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I hereby authorize the FCC to charge my VISA or MASTERCARD for the service(s)/authorization herein described.	to charge my VISA or MASTER	I hereby authorize the FCC
	MASTERCARD/VISA ACCOUNT NUMBER:	(31) MASTERCARD MASTERCARD
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DATE	SIGNATURE	the best of my knowledge, information and belief.
certify under penalty of perjury that the foregoing and supporting information is true and correct to	, certify under	(эу) сымпленней этеления. Т,
TIFICATION	SECTION D - CERTIFICATION	(30) CERTIFICATION STATEMENT
	(29B) FCC CODE 2	(28B) FCC CODE 1
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(10) COUNTRY CODE (if not in U.S.A.)		(9) DAYTIME TELEPHONE NUMBER (include area code) (203) 541-1500
CT (8) ZIP CODE -		(6) CITY Stamford
		(5) STREET ADDRESS LINE NO. 2
	Floor	(4) STREET ADDRESS LINE NO. 1 177 Broad Street, 12th
rd) (3) TOTAL AMOUNT PAID (U.S. Dollars and cents) 815.00	SECTION A - PAYER INFORMATION r name exactly as it appears on your card)	SECTION A - PAYER IN (2) PAYER NAME (if paying by credit card, enter name exactly as it appears on your card) TCP Acquisition, Inc.
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Pag	FEDERAL COMMUNICATIONS COMMISSION REMITTANCE ADVICE	
Approved by OMB		EFORE PROCEEDING

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	MEMO		PAY	010
	FCC 214 filing fee II® 00 5 4 8 3 II® 10 2 10000 2 110 9	Federal Communications Commission	TO THE Federal Communications Commission ER OF	TSG CAPITAL GROUP, LLC OPERATING ACCOUNT 177 BROAD STREET, 12TH FLOOR STAMFORD, CT 06901
	67078644II	TWO SIGNATURES	***************************************	CHASE MANHATTAN BANK NEW YORK, NY 10036 1-2/210
	R \$5000.00		\$ **815.00	5483 8/14/2001

	Delaware.
Applicant is a corporation organized under the laws of the State of	(b)
TCP Acquisition, Inc. 177 Broad Street 12th Floor Stamford, Connecticut 06901 (203) 541-1500 (phone) (203) 541-1590 (fax)	
The name of the applicant is:	(a)
1.	information.
Pursuant to Section 63.18 of the Commission's Rules, Applicant submits the following	Purs
streamlined processing.	streamlined
foreign points permitted by the Commission. As discussed below, this application is eligible for	foreign poi
provision of switched, private line, data, and business services between the United States and all	provision o
authority to operate as an international facilities-based carrier and as a resale carrier in the	authority to
of 1934, as amended, and Section 63.18 of the Commission's Rules, hereby requests global	of 1934, as
TCP Acquisition, Inc. ("Applicant") pursuant to Section 214 of the Communications Act	TCI
APPLICATION	
Application pursuant to Section 214 of the)Communications Act of 1934, as amended,)for global authority to operate as an international)facilities-based and as a resale carrier in the)provision of switched, private line, data and)business services)	Application purs Communications for global author facilities-based a provision of swit business services
isition, Inc.	TCP Acquisition, Inc
ter of	In the Matter of
BEFORE THE FEDERAL COMMUNICATIONS COMMISSION WASHINGTON, DC	

 $\widehat{\mathbf{o}}$ Correspondence concerning this application should be addressed to the following:

Darryl B. Thompson Chief Executive Officer TCP Acquisition, Inc. 177 Broad Street Stamford, Connecticut 06901 (203) 541-1500 (phone) (203) 541-1590 (fax)

With a copy to Applicant's attorneys:

Glenn S. Richards Susan M. Hafeli Tammy Gershoni Shaw Pittman LLP 2300 N Street, N.W. Washington, DC 20037-1128 (202) 454-7000 (phone) (202) 663-8007 (fax)

(d)Applicant has not previously received authority under Section 214 of the Act.

list. Commission's Rules and will not provide services to any country on the Commission's exclusion states that it will comply with the terms and conditions set forth in Section 63.18(e)(1)(ii) of the based carrier pursuant to Section 63.18(e)(1) of the Commission's Rules. Applicant hereby Under Section 63.10 of the Commission's Rules, Applicant qualifies as a non-dominant **e** Applicant is hereby requesting Section 214 authority to operate as a facilities-

the routes to be served Commission's Rules. states that it will comply with the terms and conditions set forth in Section 63.18(e)(2)(ii) of the pursuant to those carriers' tariffs and contracts on file with the Commission. Commission's Rules, to resell the international services of all authorized U.S. common carriers Applicant is also requesting authority, pursuant to Section 63.18(e)(2) of the Applicant is not affiliated with any U.S. carriers regulated as dominant on Applicant hereby

dominant regulation.

carrier and would provide services to all international points for which it qualifies for non-

See Section 63.18(e)(ii)(A) of the Commission's Rules

the Commission basic switched, private line, data, and business services to all international points permitted by As a facilities-based carrier and as a resale carrier, Applicant will provide international

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

environmental processing as defined by Section 1.1306 of the Commission's Rules (g) The authority requested in this application is categorically excluded from

members of Applicant Section 63.18(h) of the Commission's Rules, the following information is provided regarding the based services it proposes to resell, nor is it affiliated with any foreign carriers. (h) Applicant certifies that it is not affiliated with any U.S. carrier whose facilities-Pursuant to

Christophe, Mr. Thompson, and Mr. Inglis are U.S. Citizens Christophe (40.4435%), Darryl B. Thompson (37.0739%), and Mark D. Inglis (13.4826%). Mr. partnership. subsidiary of TSG Capital Fund III, L.P. TSG Capital Fund III, L.P. is a Delaware limited Associates III, LLC has the following three owners with at least ten percent equity: Cleveland A. TCP Holdings, Inc. TCP Holdings, Inc. is a Delaware Corporation that is a wholly owned TCP Acquisition, Inc. is a Delaware corporation that is a wholly owned subsidiary of The general partner of TSG Capital Fund III, L.P. is TSG Associates, LLC. TSG

Stamford, Connecticut 06901. All entities and persons listed above are located at 177 Broad Street, 12th Floor,

respect to any U.S. international route where the foreign carrier possesses sufficient market has not agreed to accept special concessions directly or indirectly from any foreign carrier with Ξ Pursuant to Section 63.18(i) of the Commission's Rules, Applicant certifies that it

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not enter into such agreements in the future power on the foreign end of the route to affect competition adversely in the U.S. market and will

denial of federal benefits pursuant to Section 5301 of the Anti-Drug Abuse Act of 1988 attaches to this application a certificate stating that no party to this application is subject to a S Pursuant to Sections 1.2001-1.2003 of the Commission's Rules, Applicant

processing pursuant to Section 63.12. of switched services over private lines. Accordingly, Applicant is eligible for streamlined private lines to a country for which the Commission has not previously authorized the provision seeks authority to resell, and does not seek authority to provide switched basic services over affiliated with a dominant U.S. carrier whose international switched or private line services it (k) Applicant is not affiliated with a foreign carrier in a destination market, is not

CONCLUSION

application. reasons stated above, it is respectfully requested that the Commission grant the foregoing the goals of the Commission=s international telecommunications policies. Accordingly, for the competition in the provision of international telecommunications services and thereby advance A grant of this application will serve the public interest because it will promote

Respectfully submitted,

TCP ACQUISITION, INC.

Darryl B. Thompson any B. hon

Chief Executive Officer TCP Acquisition, Inc. 177 Broad Street 12th Floor Stamford, Connecticut 06901 (203) 541-1500 (phone) (203) 541-1590 (fax)

Glenn S. Richards Susan M. Hafeli Tammy Gershoni Shaw Pittman LLP 2300 N Street, N.W. Washington, DC 20037-1128 (202) 663-8000 (phone) (202) 663-8007 (fax)

Its Attorneys

Date:

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SECTION 1.2001 CERTIFICATION

pursuant to Section 5301 of the Anti-Drug Abuse Act of 1988. See 21 U.S.C. 853(a). party to this Application is subject to a denial of Federal benefits that includes FCC benefits Commission's Rules, 47 C.F.R. 1.2001-1.2003, I hereby certify that neither Applicant nor any On behalf of TCP Acquisition, Inc. and in accordance with Sections 1.2001-1.2003 of the

Stamford, Connecticut 06901 (203) 541-1500 (phone) (203) 541-1590 (fax) TCP Acquisition, Inc. Chief Executive Officer 12th Floor 177 Broad Street Darryl B. Thompson Daw 60 homa

Date: