

**Janeese Parker**

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**From:** Janeese Parker  
**Sent:** Friday, December 05, 2008 11:44 AM  
**To:** 'kamarshall@wcsr.com'; 'info@rmtelcomlaw.com'; 'firm@tkcrowe.com'  
**Cc:** George Li; David Krech; Susan OConnell; JoAnn Sutton; James Ball; Janeese Parker; 'alex.daman@dhs.gov'; 'greg.pinto@dhs.gov'; 'douglas.daniels@dhs.gov'; 'TTelecom@usdoj.gov'; 'Thomas.Doyle@associates.dhs.gov'; 'Joanne.Orgman@usdoj.gov'; 'Jennifer.Rockoff@usdoj.gov'; 'lettsw@state.gov'; 'Siobhan.Dupuy@usdoj.gov'; 'dklein1@leo.gov'; 'Mary.Wheaton2@usdoj.gov'; 'Richard.Soffield2@usdoj.gov'  
**Subject:** Removed from Streamlined  
**Attachments:** DOC-287188A1.pdf

**Color Valley, Inc.**  
**ITC-214-20081101-00484**

**SMART DISTRIBUTORS CONNECTICUT INC.**  
**ITC-214-20081104-00487**

**Digit Communications, Inc.**  
**ITC-214-20081105-00488**

**World IP Phone, Inc.**  
**ITC-214-20081105-00491**

**Software Cellular Network (North America) Ltd**  
**ITC-214-20081112-00494**

The above referenced applications were placed on Public Notice on **November 25, 2008** for streamlined processing. Since the Public Notice was released, the Commission has been requested by the Executive Branch agencies of the United States that we remove the subject applications from streamlined processing because of foreign ownership issues. Therefore, pursuant to Section 63.12(c)(3) of the Commission's Rules, we have removed these applications from streamlined processing.

Please be advised that your company may not commence operations until the Section 214 authorization is granted. See Section 63.12(d) of the rules, 47 C.F.R. Section 63.12(d). The Executive Branch will contact you or the "Contact" listed on your application directly for further information. You can be assured that your application will be processed expeditiously upon completion of Executive Branch's review. We will notify you by e-mail when your application is granted.

The Public Notice Report No. **TEL-01330S** (released **December 5, 2008**), is attached. If you have any questions, please email: [JoAnn.Sutton@fcc.gov](mailto:JoAnn.Sutton@fcc.gov), [Susan.Oconnell@fcc.gov](mailto:Susan.Oconnell@fcc.gov), [David.Krech@fcc.gov](mailto:David.Krech@fcc.gov), and [George.Li@fcc.gov](mailto:George.Li@fcc.gov) or fax to 202-418-2824.

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*Janeese Parker*  
*Federal Communications Commission*  
*International Bureau/Policy Division*  
*Phone: (202) 418-0707*

12/5/2008

**Janeese Parker**

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**From:** Janeese Parker  
**Sent:** Thursday, March 26, 2009 12:50 PM  
**To:** 'abeyene@regbackoffice.com'; 'telecomfederal@regbackoffice.com'; 'jsm@commlawgroup.com'; 'info@rmtelcomlaw.com'; 'kamarshall@wcsr.com'; 'pcrocker@earlyennon.com'  
**Cc:** George Li; David Krech; Susan OConnell; JoAnn Sutton; James Ball; 'alex.daman@dhs.gov'; 'greg.pinto@dhs.gov'; 'Richard.Sofield2@usdoj.gov'; 'douglas.daniels@dhs.gov'; 'TTelecom@usdoj.gov'; 'Joanne.Ongman@usdoj.gov'; 'Jennifer.Rockoff@usdoj.gov'; 'lettsw@state.gov'; 'Siobhan.Dupuy@usdoj.gov'; 'Mary.Wheaton2@usdoj.gov'; 'douglas.klein@ic.fbi.gov'; 'maydc@state.gov'; 'swentworth@ostp.eop.gov'  
**Subject:** FCC Section 214 Granted  
**Attachments:** DA-09-677A1.pdf

**ITC-214-20071217-00506**  
**Kmedia, Inc. dba Vivophone**

**ITC-214-20080922-00435**  
**TELCHIN Corp.**

**ITC-214-20081006-00450**  
**Global Touch**

**ITC-214-20081010-00457**  
**Grand Cal Holdings, Inc.**

**ITC-214-20081027-00479**  
**Innovation Labs, LLC**

**ITC-214-20081112-00494**  
**Software Cellular Network (North America) ltd**

**ITC-T/C-20080507-00221**  
**IBFA Acquisition Company, LLC**

The above listed applications have been granted by Public Notice released **March 26, 2008**; Report No. **TEL-01351**, DA **09-677** (attached).

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*Janeese Parker*  
*Federal Communications Commission*  
*International Bureau/Policy Division*  
*Phone: (202) 418-0707*  
*E-mail: [Janeese.Parker@fcc.gov](mailto:Janeese.Parker@fcc.gov)*

3/26/2009

**JoAnn Sutton**

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**From:** Sofield, Richard [Richard.Sofield2@usdoj.gov]  
**Sent:** Wednesday, December 03, 2008 11:11 AM  
**To:** Sofield, Richard; David Krech; Francis Gutierrez; George Li; Howard Griboff; James Ball; Janeese Parker; JoAnn Sutton; Jodi Cooper; Susan OConnell; Wheaton, Mary (NSD)  
**Subject:** [TTT] FCC application status for the week of December 1, 2008

Please be advised that DOJ/FBI/DHS request that the following applications referenced in EB 2008-48 be **REMOVED** from streamline:

**ITC-214-20081101-00484** Color Valley, Inc.  
**ITC-214-20081104-00487** SMART DISTRIBUTORS CONNECTICUT INC.  
**ITC-214-20081105-00488** Digit Communications, Inc.  
**ITC-214-20081105-00491** World IP Phone, Inc.  
**ITC-214-20081112-00494** Software Cellular Network (North America) Ltd (SCN)

Please let me know if you have any questions.

Thank you.

**Richard C. Sofield**

Director  
Foreign Investment Review Staff  
National Security Division  
United States Department of Justice

W-(202) 514-0945  
M-(202) 598-3134  
P-(877) 481-4512

**JoAnn Sutton**

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**From:** Sofield, Richard [Richard.Sofield2@usdoj.gov]  
**Sent:** Monday, March 23, 2009 4:50 PM  
**To:** Sofield, Richard; David Krech; Francis Gutierrez; George Li; Howard Griboff; James Ball; Janeese Parker; JoAnn Sutton; Jodi Cooper; Susan OConnell; Wheaton, Mary (NSD)  
**Cc:** Rockoff, Jennifer; Brown, Tyrone  
**Subject:** Team Telecom Clearances

Team Telecom has no comment regarding the following matters:

Global1Touch, ITC-214-20081006-00450 (Rockoff)  
Innovation Labs, ITC-214-20081027-00479 (Brown)  
Grand Cal Holdings, ITC-214-20081010-00457 (Brown)  
Software Cellular, ITC-214-20081112-00494 (Brown)

If you have an questions, please contact Jennifer Rockoff or Ty Brown (cc'd).

Thank you.

**Richard C. Sofield**

Director  
Foreign Investment Review Staff  
National Security Division  
United States Department of Justice

W-(202) 514-0945  
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F-(202) 353-3364

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

In the Matter )  
                  ) )  
Software Cellular Network ) )  
(North America) Ltd ) )  
                  ) )  
Application Under Section 214 of the ) )  
Communications Act of 1934, ) )  
as Amended, for the Provision of Resold ) )  
and Facilities-Based International Switched ) )  
and Private Line Services Between the U.S. ) )  
and Various International Points ) )

Application

Software Cellular Network (North America) Ltd ("SCN"), by its attorneys, hereby requests authority, pursuant to Section 214 of the Communications Act of 1934, as amended, 47 U.S.C. Section 214 (1982), and Section 63.18 of the Commission's Rules, 47 C.F.R. Section 63.18, to provide resold and facilities-based international switched and private line services between the United States and international points.

SCN is a U.S. company organized to provide international telecommunications services. SCN intends to offer global facilities-based and resold wireless and wireline services. SCN intends to serve business customers and consumers throughout the United States.

By granting this application, the Commission will serve the public interest, convenience and necessity by promoting competition in the international services market. Competition will benefit U.S. consumers by increasing service options and lowering prices. Thus, the public interest will be served by the grant of Section 214 authority to SCN.

The following information is submitted, as required by Section 63.18 of the Commission's Rules, in support of SCN's request for authorization:

- (a) Software Cellular Network (North America) Ltd.  
12 Williams Road  
Chatham, NJ 07928 USA
- (b) SCN is a corporation organized under the laws of the State of Delaware.
- (c) Correspondence concerning this application should be sent to:

Katherine Barker Marshall  
Womble Carlyle Sandridge & Rice P.L.L.C.  
1401 Eye Street NW, Seventh Floor  
Washington, DC 20005  
Telephone: (202) 857-4493  
Facsimile: (202) 261-0093  
E-mail: [karmarshall@wvcsr.com](mailto:karmarshall@wvcsr.com)

Dr. Ed Guy  
Software Cellular Network (North America) Ltd.  
12 Williams Road  
Chatham, NJ 07928 USA  
Telephone: + 1 973 457 4570  
Facsimile: + 1 267 989 4637

- (d) SCN has not received authority previously under Section 214 of the Communications Act.
- (e) SCN requests global facilities-based and resale Section 214 authority pursuant to the terms and conditions of Section 63.18(e)(1) and (e)(2) of the Commission's Rules.
- (f) No response required.
- (g) Not applicable.
- (h) The following entities control 10% or more of SCN:
  - Software Cellular Network Ltd.
  - 4 Royal Mint Court
  - London EC3N 4HJ
  - United Kingdom
  - Telephone: +44 20 3002 6565
  - Ownership: 100%
  - Principal Business: Telecommunications
  - Citizenship: UK

The following entities currently control 10% or more of Software Cellular Network Ltd.:

Eden One LP  
1, Windcombe Crescent  
Bath BA2 6AH  
Telephone: + 44 1225 472950  
Ownership: 20.26%

Principal Business: Venture Capital  
Citizenship: Company Registered in England and Wales

Independent News and Media Investments Ltd

191 Marsh Wall  
London E14 9RS UK

Telephone: +44 20 7005 2000

Ownership: 16.09%

Principal Business: Wholly owned Subsidiary of Independent News and Media  
plc, an international Media and Communications Group  
Citizenship: Company registered in England and Wales

Wellington Partners III Technology Fund, L.P.

c/o Aztec Financial Services

PO Box 730

Commercial Street

St Helier

Jersey JE4 0QH

Channel Islands

Telephone: 00 44 1534 833000

Ownership: 11.34%

Principal Business: Venture Capital  
Citizenship: Wellington Partners is based in Munich, Germany. The Fund is run  
from the London, UK and administered in Jersey, Channel Islands

James Tagg

Hurst Farm

Dairy Lane

Crockham Hill

Kent

TN8 6RA

Ownership: 12.9%

Principal Business: Telecommunications

Nationality: British

Burda Digital Ventures GmbH

Arabellastrasse 23, D81925, Munich, Germany

Telephone: +49 89 9250 0

Ownership: 9.69%

Principal Business: Venture Capital

Citizenship: German

No other entity can assert a 10% or more control over Software Cellular Network, Ltd.

The control of Software Cellular Network, Ltd. will change once certain loan notes convert and a final tranche is received in January 2009. The ownership structure then will be:

Eden One LP  
1, Windcombe Crescent  
Bath BA2 6AH  
Telephone: +44 1225 472950  
Ownership: 16.2%  
Principal Business: Venture Capital  
Citizenship: UK

Independent News and Media Investments Ltd  
191 Marsh Wall  
London E14 9RS UK  
Telephone: +44 20 7005 2000  
Ownership: 12.64%  
Principal Business: Wholly owned Subsidiary of Independent News and Media plc, an international Media and Communications Group  
Citizenship: Company registered in England and Wales

Wellington Partners III Technology Fund, L.P.  
c/o Aztec Financial Services  
PO Box 730  
Commercial Street  
St Helier  
Jersey JE4 0QH  
Channel Islands  
Telephone: 00 44 1534 833000  
Ownership: 9.65%  
Principal Business: Venture Capital  
Citizenship: Wellington Partners is based in Munich, Germany. The Fund is run from the London, UK and administered in Jersey, Channel Islands


George Robinson  
SRPE LLP  
20 St Dunstan's Hill  
London EC3R 8HL UK  
Telephone: +44 20 7929 8560  
Ownership: 11.83%  
Principal Business: Private Equity / Venture Capital Investments  
Citizenship: British

No other entity will assert a 10% or more control over Software Cellular Network, Ltd.



- (i) Please see Attachment #2.
- (j) Please see Attachment #2.
- (k) Please see Attachment #2.
- (l) Please see Attachment #2.
- (m) Please see Attachment #2.
- (n) SCN has not agreed to accept special concessions directly or indirectly from any foreign carrier with respect to any U.S. international route where the foreign carrier possess market power on the foreign end of the route and will not enter into such agreements in the future.
- (o) Neither SCN, nor any of its affiliates or owners is subject to a denial of Federal benefits pursuant to Section 5301 of the Anti-Drug Abuse Act of 1988.
- (p) SCN is qualified for streamlined processing because it is a non-dominant carrier on all routes, its parent company, Software Cellular Network, Ltd. was formed, and is headquartered in the United Kingdom, a WTO member.
- (q) No response required.

WHEREFORE, Software Cellular Network (North America) Ltd. respectfully requests the Commission grant its Application Under Section 214 of the Communications Act of 1934, as Amended, for the Provision of Resold and Facilities-Based/International Switched and Private Line Services Between the U.S. and Various International Points.

  
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Coen van der Velden  
Treasurer  
Software Cellular Network  
(North America) Ltd.