

Mikelle Morra

From: Mikelle Morra
Sent: Friday, March 24, 2006 3:40 PM
To: 'reg@regnumgroup.com'; 'mauriciosantos66@hotmail.com'; 'soo@ilcom.org'; 'bweimer@skadden.com'; 'glawhom@birch.com'
Cc: George Li; David Krech; Susan OConnell; Joann Ekblad; 'msaldiva@leo.gov'; 'jpifer@leo.gov'; 'amy.jablonek@usdoj.gov'
Subject: FCC Section 214 Applications Removed from Streamlined

Starlight International, Inc. d/b/a Bright Star Telecom
ITC-214-20060224-00117

ILCOM INC.
ITC-214-20060227-00118

Birch Telecom of Missouri, Inc.
ITC-ASG-20060221-00111

Birch Telecom of Oklahoma, Inc.
ITC-ASG-20060221-00112

Ionex Communications, Inc.
ITC-ASG-20060221-00113

Ionex Communications North, Inc.
ITC-ASG-20060221-00114

Ionex Communications South, Inc.
ITC-ASG-20060221-00115

Telecom Resources, Inc.
ITC-ASG-20060221-00116

The above referenced applications were placed on Public Notice on March 10, 2006 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)(4) of the Commission's Rules, we have removed this application 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-01009S (released March 24, 2006), is attached. If you have any questions, please email: Mikelle.Morra@fcc.gov; Joann.Ekblad@fcc.gov; Susan.Oconnell@fcc.gov; and George.Li@fcc.gov or fax to 202-418-2824.

Thank you.

Mikelle Morra
Mikelle.Morra@fcc.gov
International Bureau/ Policy Division
202-418-7151

Mikelle Morra

From: Mikelle Morra
Sent: Thursday, April 13, 2006 12:14 PM
To: 'bweimer@skadden.com'; 'susan.crandall@intelsat.com'; 'jhindin@wrf.com'; 'jbeahn@skadden.com'
Cc: George Li; Susan OConnell; David Krech; Joann Ekblad; 'amy.jablonek@usdoj.gov'; 'msaldiva@leo.gov'; 'jifer@leo.gov'; Kathleen Collins; 'Louis.Brenner@dhs.gov'; 'joseph.springsteen@usdoj.gov'
Subject: FCC Section 214 Applications Granted

Intelsat USA License Corp.
ITC-214-20051031-00443

Birch Telecom of Missouri, Inc.
ITC-ASG-20060221-001111

Birch Telecom of Oklahoma, Inc.
ITC-ASG-20060221-001112

Ionex Communications, Inc.
ITC-ASG-20060221-001113

Ionex Communications North, Inc.
ITC-ASG-20060221-001114

Ionex Communications South, Inc.
ITC-ASG-20060221-001115

Telecom Resources, Inc.
ITC-ASG-20060221-001116

The above listed applications have been granted by Public Notice released April 13, 2006; Report No. TEL-01016, DA 06-842 (attached).

Thank you,

Mikelle Morra
Mikelle.Morra@fcc.gov
International Bureau/ Policy Division

*** Non-Public: For Internal Use Only ***

4/13/2006



Federal Communications Commission
Washington, D.C. 20554

International Bureau

Carpen

E-mail:

James.Ball@fcc.gov
George.Li@fcc.gov

(202) 418-1462

(202) 418-2824 (fax)

February 27, 2006

Ref: 2006-18

Hillary Morgan	(703) 607-6092	Monique Roth	(202) 353-6200
Steven W. Lett	(202) 647-5835	Regina Hart	(202) 205-0497
Eric Werner	(202) 772-0908	Louis Brenner	(202) 692-4235
Edward T. Hand	(202) 514-2464	Richard Lamb	(202) 647-0965
Josephine Scarlett	(202) 482-5461	Tina Gabrrelli	(202) 282-8582
Helen Domenici	(202) 456-6085	Kenneth Schagrin	(202) 395-5663
Dominic Pastore	(202) 514-5607	Myla S. Trotter	(202) 324-1730
Laura Parsky	(202) 616-3928		

Re: Birch Telecom Inc., Debtor-in-Possession

WC DK No.06-45, DA 06-482, Public Notice Released Feb. 27, 2006

ITC-ASG-20060221-00111
ITC-ASG-20060221-00112
ITC-ASG-20060221-00113
ITC-ASG-20060221-00114
ITC-ASG-20060221-00115
ITC-ASG-20060221-00116

Comments Due:
Reply Comments Due:

March 13, 2006
March 20, 2006

Dear Sir or Madam:

We have received **domestic and international** section 214 applications for consent to the assignment of Birch Telecom Inc., Debtor-in-Possession and its subsidiaries to the newly reorganized Birch Telecom ("New Birch") pursuant to a Third Amended Joint Reorganization Plan (the "Reorganization Plan") proposed by Birch DIP. Subject to bankruptcy court approval, the Reorganization Plan authorizes Birch DIP to emerge from bankruptcy court protection with a new capital structure as New Birch. One of the proposed shareholders of New Birch is Strategic Value Master Fund Ltd, a Cayman Islands limited company, which will hold a 26.2% interest in New Birch.

A copy of Public Notice DA 06-482 (rel. February 27, 2006), seeking comment on the domestic applications, are attached. Should you have any national security, law enforcement, foreign policy or trade concerns with this proposed transaction, please file your comments by **March 13, 2006** and reply comments by **March 20, 2006**. Please see the General Information section of the Public Notice for WC DK No. 06-45, DA 06-482 (rel. February 27, 2006).

For further information on the domestic wireline applications, please contact **Adam Kirschenbaum**, at (202) 418-7280, **Tracey Wilson-Parker** at (202) 418-1394, or **Renee Crittenden** at (202) 418-2352.

Sincerely,


George Li, Deputy Chief
Policy Division



U.S. Department of Justice
Criminal Division

Washington, D.C. 20530

March 13, 2006

Ms. Marlene H. Dortch
Federal Communications Commission
445 12th St. SW, Room TW-B204
Washington, DC 20554

Re: Birch Telecom Inc., Debtor-in-Possession.
WC DK No. 06-45, DA 06-482
ITC-ASG-20060221-001111
ITC-ASG-20060221-001112
ITC-ASG-20060221-001113
ITC-ASG-20060221-001114
ITC-ASC-20060221-001115
ITC-ASG-20060221-001116
Domestic and International Section 214 Applications for Consent to the Assignment of
Birch Telecom Inc., Debtor-in-Possession and its subsidiaries to the newly organized
Birch Telecom ("New Birch") pursuant to the Third Amended Joint Reorganization Plan

Dear Ms. Dortch:

The Department of Justice ("DOJ"), including the Federal Bureau of Investigation ("FBI"), with the concurrence of the Department of Homeland Security ("DHS"), requests that the Federal Communications Commission (Commission) defer action on the applications of Birch Telecom, Inc. to assign domestic and international authorizations under section 214 of the Telecommunications Act of 1934 to New Birch until such time as DOJ, FBI, and DHS (i) notify the Commission that potential national security, law enforcement, and public safety issues raised by the application have or have not been resolved, and (ii) on that basis, request appropriate action by the Commission. Necessarily, DOJ, FBI, and DHS also request that the Commission remove the application from streamlined processing.

After receiving notice of the application, DOJ, FBI, and DHS have been in contact with the Applicants to request additional information relating to national security, law enforcement, and public safety concerns. DOJ, FBI, and DHS will advise the Commission promptly upon completion of our review.

READ INSTRUCTIONS CAREFULLY
BEFORE PROCEEDING

FEDERAL COMMUNICATIONS COMMISSION
REMITTANCE ADVICE

FEB 21 2006

Approved by OMB
3060-0589
Page 1 of 2

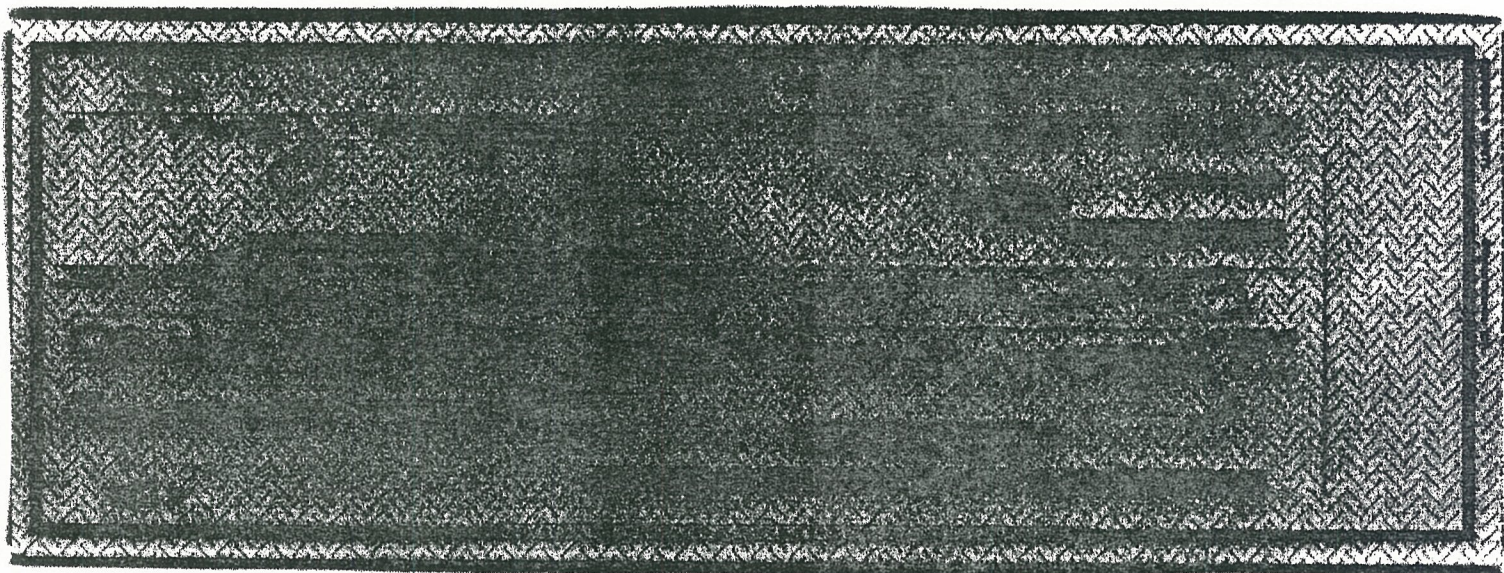
FCC TITELION

(1) LOCK BOX # 358115		SECTION A - PAYER INFORMATION		SPECIAL USE ONLY PLEASE PRINT	
(2) PAYER NAME (if paying by credit card enter name exactly as it appears on the card) Skadden, Arps, Slate, Meagher & Flom LLP			(3) TOTAL AMOUNT PAID (U.S. Dollars and cents) \$895.00		
(4) STREET ADDRESS LINE NO. 1 1440 New York Avenue, N.W.					
(3) STREET ADDRESS LINE NO. 2					
(6) CITY Washington	(7) STATE DC	(8) ZIP CODE 20005			
(9) DAYTIME TELEPHONE NUMBER (include area code) 202-371-7000		(10) COUNTRY CODE (if not in U.S.A.)			
FCC REGISTRATION NUMBER (FRN) REQUIRED					
(11) PAYER (FRN) 0003-7714-66	IF MORE THAN ONE APPLICANT, USE CONTINUATION SHEETS (FORM 159-C) COMPLETE SECTION BELOW FOR EACH SERVICE. IF MORE BOXES ARE NEEDED, USE CONTINUATION SHEET				
(13) APPLICANT NAME Birch Telecom of Missouri, Inc.					
(14) STREET ADDRESS LINE NO. 1 2300 Main Street					
(15) STREET ADDRESS LINE NO. 2 6th Floor					
(16) CITY Kansas City	(17) STATE MO	(18) ZIP CODE 64108			
(19) DAYTIME TELEPHONE NUMBER (include area code) 816-300-3000		(20) COUNTRY CODE (if not in U.S.A.)			
FCC REGISTRATION NUMBER (FRN) REQUIRED					
(21) APPLICANT (FRN) 0014-6859-52					
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) \$895.00	(27A) TOTAL FEE \$895.00	(29A) FCC CODE 2 1B2006000454			
(28A) FCC CODE 1	(24B) PAYMENT TYPE CODE	(23B) QUANTITY			
(23B) CALL SIGN/OTHER ID	(24B) PAYMENT TYPE CODE	(23B) QUANTITY			
(26B) FEE DUE FOR (PTC)	(27B) TOTAL FEE				
(28B) FCC CODE 1	(29B) FCC CODE 2				
SECTION D - CERTIFICATION					
CERTIFICATION STATEMENT I, <u>Katherine M. Cougler</u> , 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 <u>Katherine M. Cougler</u>		DATE <u>2-21-06</u>			
SECTION E - CREDIT CARD PAYMENT INFORMATION					
ACCOUNT NUMBER _____		MASTERCARD _____ VISA _____ AMEX _____ DISCOVER _____		EXPIRATION DATE _____	
I hereby authorize the FCC to charge my credit card for the service(s)/authorization herein described.					
SIGNATURE _____		DATE _____			

SEE PUBLIC BURDEN ON REVERSE

FCC FORM 159

FEBRUARY 2003 (REVISED)



IN THE UNITED STATES BANKRUPTCY COURT
FOR THE DISTRICT OF DELAWARE

- - - - - x
: Chapter 11
In re: :
: Case No. 05-12237 (PTW)
BIRCH TELECOM, INC., et al.,¹ :
: Jointly Administered
Debtors. :
: :
- - - - - x

**NOTICE OF PLAN OBJECTION DEADLINE AND CONFIRMATION HEARING WITH RESPECT TO
JOINT REORGANIZATION PLAN OF BIRCH TELECOM, INC. AND ITS SUBSIDIARIES**

PLEASE TAKE NOTICE that on December 9, 2005, Birch Telecom, Inc. ("Birch") and its subsidiaries (the "Subsidiaries"), debtors and debtors-in-possession in the above-captioned cases (collectively, the "Debtors"), filed the Joint Reorganization Plan of Birch Telecom, Inc. and Its Subsidiaries (as amended, the "Plan"), and the Disclosure Statement with Respect to Joint Reorganization Plan of Birch Telecom, Inc. and Its Subsidiaries (as amended, the "Disclosure Statement"), with the United States Bankruptcy Court for the District of Delaware (the "Bankruptcy Court").

PLEASE TAKE FURTHER NOTICE that the Plan is structured as a joint plan that proposes to implement the terms of the Lender Settlement, as described in Article II.A of the Plan.

PLEASE TAKE FURTHER NOTICE that on February 14, 2006, the Bankruptcy Court approved the Disclosure Statement for use by the Debtors in soliciting acceptances or rejections of the Plan from those holders of impaired claims who are (or may be) entitled to receive distributions under the Plan.

PLEASE TAKE FURTHER NOTICE that in conjunction with approving the Disclosure Statement, the Bankruptcy Court entered an order (the "Solicitation Procedures Order") (a) approving the dates, procedures and forms applicable to the solicitation and plan noticing process, (b) approving certain vote tabulation procedures, and (c) establishing the deadline for filing objections to the plan and scheduling the hearing to consider confirmation of the plan (the "Confirmation Hearing").

PLEASE TAKE FURTHER NOTICE that the Confirmation Hearing will be held before the Honorable Peter J. Walsh, United States Bankruptcy Judge for the District of Delaware, in the United States Bankruptcy Court for the District of Delaware, 824 Market Street, Wilmington, Delaware 19801, on **March 22, 2006 at 9:30 a.m. (Eastern)** or as soon thereafter as counsel can be heard, to consider the entry of an order confirming the Debtors' Plan within the meaning of section 1129 of 11 U.S.C. §§ 101-1330 (as amended, the "Bankruptcy Code"). The Confirmation Hearing may be adjourned from time to time, without further notice to creditors or parties in interest, by an announcement in the

¹ The Debtors are the following entities: Birch Telecom, Inc.; Birch Telecom 1996, Inc.; Ionex Communications, Inc.; Ionex Communications North, Inc.; Ionex Communications South, Inc.; Ionex Telecommunications Leasing Inc.; Telecom Resources, Inc.; Birch Equipment, Inc.; Birch Internet Services, Inc.; Birch Kansas Holdings, Inc.; Birch Management Corporation; Birch Telecom Finance, Inc.; Birch Telecom of Arkansas, Inc.; Birch Telecom of Kansas, Inc.; Birch Telecom of Missouri, Inc.; Birch Telecom of Nebraska, Inc.; Birch Telecom of Oklahoma, Inc.; Birch Texas Holdings, Inc.; Birch Telecom of the Great Lakes, Inc.; Birch Telecom of the South, Inc.; Birch Telecom of the West, Inc.; Capital Communications Corporation; Dunn & Associates, Inc.; I.S. Advertising, Inc.; Telesource Communications, Inc.; American Local Telecommunications L.L.C.; Birch Telecom of Texas Ltd., L.L.P.; G.B.S. Communications, Inc.; and M.B.S. Leasing, Inc.

Bankruptcy Court of such adjournment on the date scheduled for the Confirmation Hearing or in the agenda filed with respect to the scheduled Confirmation Hearing.

PLEASE TAKE FURTHER NOTICE that at least five (5) days prior to commencement of the Confirmation Hearing, the Debtors will file with the Bankruptcy Court certain additional documents and information related to the Plan (collectively, the "Plan Supplement"), including any exhibits to the Plan that were not filed with the Plan.

PLEASE TAKE FURTHER NOTICE that the Disclosure Statement, Plan, Solicitation Procedures Order and Plan Supplement are or will be on file with and may be examined by interested parties at the Office of the Clerk of the Bankruptcy Court, 824 Market Street, Wilmington, Delaware 19801, during regular business hours. In addition, a copy of the Disclosure Statement, Plan, Solicitation Procedures Order and Plan Supplement may be obtained upon written request to Bankruptcy Services, LLC, 757 Third Avenue, 3rd Floor, New York, New York 10017 (Attn: Firzah Gordon) or by visiting <http://schedule.bsllc.com/birch>. Parties also may obtain a copy of the Disclosure Statement, Plan, Solicitation Procedures Order and Plan Supplement online through the Bankruptcy Court website at www.deb.uscourts.gov (a PACER account is required).

PLEASE TAKE FURTHER NOTICE that responses and objections, if any, to confirmation of the Plan must (a) be in writing, (b) state the name and address of the objecting or responding party and the nature of the claim or interest of such party, (c) state with particularity the basis and nature of any objection or response and include, where appropriate, proposed language to be added to the order confirming the Plan or existing language to be amended or deleted from the order confirming the Plan to resolve any such objection or response; (d) otherwise comply with the Bankruptcy Code, the Federal Rules of Bankruptcy Procedure and the local rules of the Bankruptcy Court, and (e) be filed, together with proof of service, with the Bankruptcy Court, and served so as to be actually received, on or before **4:00 p.m. (Eastern) on March 15, 2006** by each of the following: (1) Counsel for the Debtors, Skadden, Arps, Slate, Meagher & Flom LLP, One Rodney Square, P.O. Box 636, Wilmington, Delaware 19899-0636 (Attn: Mark S. Chehi, Esq. and Marion M. Quirk, Esq.); (2) Office of the United States Trustee, 844 King Street, Suite 2313, Lockbox 35, Wilmington, Delaware 19801 (Attn: Mark S. Kenney, Esq.); (3) Counsel for the Lenders, Sidley Austin Brown & Wood LLP, 787 Seventh Avenue, New York, New York 10019 (Attn: Lee S. Attanasio, Esq.) and Richards, Layton & Finger, PA, One Rodney Square, P.O. Box 551, Wilmington, Delaware 19899 (Attn: Mark D. Collins, Esq.); and (4) Counsel for the Official Committee of Unsecured Creditors, Reed Smith LLP, 1201 Market Street, Suite 1500, Wilmington, Delaware 19801 (Attn: Kurt F. Gwynne, Esq.) and Reed Smith LLP, 435 Sixth Avenue, Pittsburgh, Pennsylvania 15219 (Attn: Robert P. Simons, Esq.). **FOR ANY OBJECTION TO THE CONFIRMATION OF THE PLAN NOT FILED AND SERVED AS PRESCRIBED HEREIN, THE OBJECTING PARTY WILL BE BARRED FROM OBJECTING TO THE PLAN AND WILL NOT BE HEARD AT THE CONFIRMATION HEARING.**

PLEASE TAKE FURTHER NOTICE that the Plan may be further modified, if necessary, pursuant to 11 U.S.C. § 1127, prior to, during, or as a result of the Confirmation Hearing, without further notice to parties in interest.

PLEASE TAKE FURTHER NOTICE that the Plan includes certain injunctions against conduct not otherwise enjoined under the Bankruptcy Code. Article XIV.J of the Plan provides that, except as provided in the Plan or the Confirmation Order, as of the Confirmation Date, subject to the occurrence of the Consummation Date, all entities that have held, currently hold or may hold a Claim, defense, obligation, suit, judgment, demand, right, cause of action or other debt or liability that is discharged or released pursuant to the Plan, or an interest or other right of an equity security holder that is terminated pursuant to the terms of the Plan, are permanently enjoined from taking any of the following actions against the Debtors, the Reorganized Debtors, the Class 4 Creditor Trust, the Deficiency Claim Trust, the Plan Trust or their property on account of any such discharged Claims, debts or liabilities or terminated interests or rights: (i) commencing or continuing, in any manner or in any place, any action or other proceeding; (ii) enforcing, attaching, collecting or recovering in any manner any judgment, award,

decreed or order; (iii) creating, perfecting or enforcing any lien or encumbrance; (iv) asserting a setoff (except to the extent such setoff is preserved under the Plan for a holder of an Allowed Class 3 Claim) or right of subrogation of any kind against any debt, liability or obligation due to the Debtors or to any released entity (only to the extent the claim underlying the right of subrogation was timely filed or deemed timely filed); and (v) commencing or continuing any action, in any manner, in any place that does not comply with or is inconsistent with the provisions of the Plan.

Dated: Wilmington, Delaware
February 17, 2006

SKADDEN, ARPS, SLATE, MEAGHER & FLOW LLP

SKADDEN, ARPS, SLATE, MEAGHER & FLOW LLP

By: /s/ Mark S. Chehi
Mark S. Chehi (I.D. No. 2855)
Marion M. Quirk (I.D. No. 4136)
Christopher S. Chow (I.D. No. 4172)
One Rodney Square
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J. Gregory Milmo
Four Times Square
New York, New York 10036-6552

Attorneys for Birch Telecom, Inc., et al., Debtors and Debtors-in-Possession