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FILED/ACCEPTED

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Federal Communications Commission
Office of the Secretary

Via Hand Delivery

Marlene H. Dortch
Secretary
Federal Communications Commission
445 12th Street, S.W.
Washington, D.C. 20554

COPY

Re: Amendment to Joint Application to Assign the International and Domestic Section 214
Authorizations of Empire State Independent Network, LLC to ION HoldCo, LLC
File No. **ITC-ASG-20080609-00259**

Dear Ms. Dortch:

ION HoldCo, LLC (“ION”) amends the above-referenced pending Joint Application (the “Joint Application”), which seeks Commission authority for ION to acquire the assets of Empire State Independent Network, LLC, to modify its request for non-dominant status on the route between the United States and the Republic of Guyana and accept dominant status on that route.

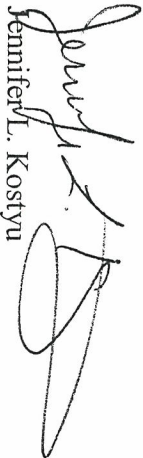
The Joint Application explained that upon consummation of the proposed transaction, ION would become affiliated with Guyana Telephone & Telegraph Company, Ltd. (“GT&T”), which is the dominant carrier in Guyana, a World Trade Organization member country. ION requested in the Joint Application non-dominant status on the U.S.-Guyana route because any international switched services ION may provide on that route will be provided solely through the resale of an unaffiliated U.S. facilities-based carrier’s services.

ION now notes that any international private line services it may provide on the U.S.-Guyana route also will be provided solely through the resale of an unaffiliated U.S. facilities-based carrier’s services. ION also will accept dominant carrier classification on the U.S.-Guyana route pursuant to Section 63.10 of the Commission’s rules, with the understanding that ION will not be subject to the Commission’s dominant carrier safeguards when it only resells the switched and private line services of unaffiliated facilities-based U.S. carriers.

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If you have any questions regarding this amendment, please contact the undersigned.

Very truly yours,


Jennifer L. Kostyu

cc: David Krech
George Li
Susan O'Connell
Sumita Mukhoty