

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

In the Matter of the Application of)
)
Liberty-Bell Telecom, LLC)
)
And,)
)
Impact Telecom, Inc.)
)
For Grant of Authority Pursuant to)
Section 214 of the Communications Act)
of 1934)

File No. ITC-T/C-2010-_____

APPLICATION

A. Introduction

Liberty-Bell Telecom, LLC (“Liberty-Bell Telecom”) and Impact Telecom, Inc. (“ITI”, together “Applicants”), pursuant to Section 214 of the Communications Act, as amended, 47 U.S.C. § 214, and Sections 63.18 and 63.24 of the Commission’s Rules, 47 C.F.R. §§ 63.18 & 63.24, respectfully request that the Commission grant such authority as may be necessary or required for the acquisition of certain assets by Liberty-Bell Telecom from ITI. The assets in question are ITI customers that, as of August 14, 2009, both:

- (a) received phone service from ITI that was delivered by Qwest on an analog circuit and/or broadband service from ITI which was delivered by Qwest on ATM DSL facility using a third party Megahost for ISP services; and
- (b) were located within the States of Colorado, Utah or New Mexico.

Applicants respectfully request that the Commission approve this Application expeditiously as possible.¹ Applicants have already completed the transaction described herein. Applicants emphasize however that approval from the Commission's Wireline Competition Bureau was obtained prior to the transfer² and that all of the affected ITI customers were given advance notice of the transaction.³ Furthermore, Applicants emphasize that the lack of prior approval from the Commission's International Bureau did not affect the services received by customers or the rates that were charged or result in the discontinuance of service offerings to any customers. Liberty-Bell Telecom's international operations were and remain limited, comprising less than 1% of the Company's operations.

B. Request for Streamlined Processing.

Applicants respectfully submit that this Application qualifies for presumptive streamlined treatment. Specifically, this Application is eligible for streamlined processing pursuant to Section 63.12(a)-(b) of the Commission's Rules, 47 C.F.R. §63.12(a)-(b). In particular, Section 63.12(c)(1) is inapplicable because Applicants are not and was not affiliated with any entity that is authorized or registered to provide regulated telecommunications services in a foreign destination market. Furthermore, none of the scenarios outlined in Section 63.12(c)(2)-(4) of the Commission's Rules, 47 C.F.R. § 63.12(c)(2)-(4), applied.

¹ Applicants have filed under separate cover a request for Special Temporary Authority for authority to continue to operate pursuant to the corporate structure described herein during the time that this Application is under consideration by the Commission.

² The transaction described herein was approved by the Wireline Competition Bureau effective October 4, 2009 in WC Docket No. 09-155 (DA 09-2170).

³ Affected customers received comprehensive notice in accordance with Section 64.1120(e) of the Commission's Rules, 47 U.S.C. § 64.1120(e)(3).

C. Statement of Public Interest.

Prompt Commission approval of this Application is consistent with the public interest. Specifically, the transaction at issue did not cause any customer confusion and/or result in any customer discontinuance of service. At the same time, grant of the approval requested herein will permit Applicants to ensure on-going compliance with the Commission's regulatory requirements. In sum, grant of the requested authority will ensure that Liberty-Bell Telecom can continue to provide high-quality telecommunications services to former ITI customers which should invigorate competition and thereby benefit consumers of those telecommunications services.

D. Description of the Applicants.

Liberty-Bell Telecom is a competitive local exchange carrier with principal place of business also located at 2460 West 26th Avenue, #380-C, Denver, Colorado 80211. Liberty-Bell Telecom holds international global resale authority and blanket authority to provide domestic services in the United States. Liberty-Bell Telecom operates by purchasing local and long distance services from Qwest Communications International Inc. and other providers and reselling those services to small business and residential customers located primarily in Colorado. As a result of the transaction described herein, Liberty-Bell Telecom also has limited operations in New Mexico and Utah.

ITI is a corporation organized under the laws of the State of Nevada. ITI's principle place of business is located in Greenwood Village, Colorado. ITI provides business, residential, VoIP and wholesale services to small business and residential service lines located throughout the United States.

E. Information Required by Section 63.18 and 63.24.

Pursuant to Sections 63.18 and 63.24 of the Commission's Rules, Applicants submits the following information in support of this Application:

(a) Name, address and telephone number of each Applicant:

Liberty-Bell Telecom:

Liberty-Bell Telecom, LLC (FRN # 0010436087)
2460 West 26th Avenue, #380-C
Denver, Colorado 80211
Telephone: 303-831-1977

ITI:

Impact Telecom, Inc. (FRN # 0013619408)
9250 E. Costilla Ave
Suite 400
Greenwood Village, CO, 80112
Telephone: 877-427-8776,

(b) Jurisdiction of Organizations:

Liberty-Bell Telecom:

Liberty-Bell Telecom is a limited liability company formed under the laws of the State of Colorado.

ITI:

ITI is corporation incorporated under the laws of the State of Nevada.

(c) Correspondence concerning this Application should be sent to:

Please direct all correspondence regarding this Application to:

Edward S. Quill Jr.
Brian McDermott
Synergies Law Group, PLLC
1002 Parker Street
Falls Church, Virginia 22046
Telephone: 571-730-4970
Facsimile : 571-730-4971
E-mail : equill@synergieslawgroup.com

bmcdermott@synergieslawgroup.com

With copies to:

Nigel V. Alexander, Manager
Liberty-Bell Telecom, LLC
2460 West 26th Ave, Suite 380-C
Denver, CO, 80211
Telephone: 303-831-1977
Facsimile: 303-831-1988
E-mail: nalexander@libertybelltelecom.com

- (d) Liberty-Bell Telecom holds global international resold Section 214 authority pursuant to authority granted by the Commission in IB File No. ITC-214-20080219-00066. ITI holds global international resold Section 214 authority pursuant to authority granted by the Commission in IB File No. ITC-214-20080219-00065.
- (e) Applicants seek authority to certain customers of ITI to Liberty Bell Telecom. Applicants do not seek approval to discontinue any type of service through this Application.
- (f) Not applicable.
- (g) Not applicable.
- (h) Ownership information for Liberty-Bell Telecom and ITI both prior to the transaction described herein and after the transaction are outlined below.

Ownership Information of Liberty-Bell Telecom

- (1) The following entities owned or controlled ten percent (10%) or more of **Liberty-Bell Telecom, LLC**:

Name:	Multi-Link Telecom, LLC 2460 West 26th Avenue, #380-C Denver, Colorado 80211
Citizenship:	U.S.
Equity/Voting Interest:	100%
Principal Business:	Holding Company

- (2) The following entities owned or controlled ten percent (10%) or more of **Multi-Link Telecom, LLC**:

Name:	Nigel Alexander 2460 West 26th Avenue, #380-C
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Citizenship: Denver, Colorado 80211
United Kingdom⁴
Equity/Voting Interest: 56%
Principal Business: Individual

Name: Thomas G. Martino
2460 West 26th Avenue, #380-C
Denver, Colorado 80211
Citizenship: U.S.
Equity/Voting Interest: 12%
Principal Business: Individual

No other entity directly or indirectly owned or controlled 10% or more of Liberty-Bell Telecom.

Ownership Information of ITI

- (1) The following entities owned or controlled ten percent (10%) or more of **ITI**:

Name: Robert Beaty
365 Thorn Apple Way
Castle Rock, CO 80108
Citizenship: U.S.
Equity/Voting Interest: 80%
Principal Business: Telecommunications

No other entity directly or indirectly owned or controlled 10% or more of ITI.

Applicants have no (and haven't had any) interlocking directorates with foreign carriers.

- (i) Applicants are not and have not been affiliated with any foreign carriers.
- (j) Applicants certify that at the time of the transaction (and currently), they were not (and are not) affiliated with any foreign carriers. Applicants certify that they do not and did not provide international telecommunications services to any destination country where:
- (1) An Applicant was (or is) a foreign carrier in that country; or
 - (2) An Applicant controls a foreign carrier in that country; or
 - (3) Any entity that owns more than 25 percent of an Applicant, or that controls an Applicant, controls a foreign carrier in that country; or

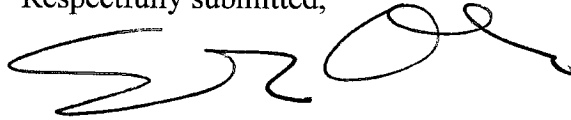
⁴ Mr. Alexander, a legal resident of the U.S. for the last 19 years, has applied for U.S. citizenship. That application is currently pending before the U.S. Immigration and Naturalization Service and is expected to be routinely approved.

- (4) Two or more foreign carriers (or parties that control foreign carriers) own, in the aggregate more than 25 percent of an Applicant and are parties to, or the beneficiaries of, a contractual relation affecting the provision or marketing of international basic telecommunications services in the United States.
- (k) Not applicable.
- (l) Not applicable.
- (m) Not applicable.
- (n) Applicants certify that they have 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 possesses market power on the foreign end of the route and will not enter into such agreements in the future.
- (o) Applicants certify that they are not subject to denial of federal benefits pursuant to Section 5301 of the Anti-Drug Abuse Act of 1998. See 21 U.S.C. § 853a. See also 47 C.F.R. §§ 1.2001-1.2003.
- (p) With respect to international authority, this Application is eligible for streamlined processing pursuant to Section 63.12(a)-(b) of the Commission's Rules, 47 C.F.R. §63.12(a)-(b). In particular, Section 63.12(c)(1) is inapplicable because neither Applicant is affiliated with any entity that is authorized or registered to provide regulated telecommunications services in a foreign destination market. Furthermore, none of the scenarios set outlined in Section 63.12(c)(2)-(4) of the Commission's Rules, 47 C.F.R. § 63.12(c)(2)-(4), apply.

G. Conclusion.

For the reasons stated above, Applicants respectfully asserts that the public interest, convenience and necessity would be furthered by the grant of this Application. Applicants, therefore, respectfully request that the Commission consider and approve this Application under streamlined processes and grant such other relief or authority as may be necessary in connection with the transaction described herein.

Respectfully submitted,



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Facsimile : 571-730-4971
E-mail : equill@synergieslawgroup.com
bmcdermott@synergieslawgroup.com

Counsel for Liberty-Bell Telecom, LLC

Dated: May 24, 2010

STATE OF COLORADO)
) ss.
COUNTY OF DENVER)

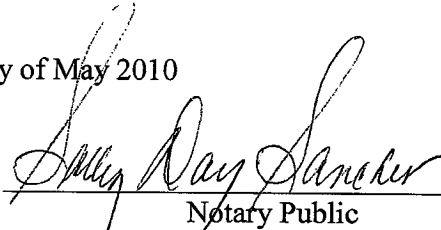
VERIFICATION

I, Nigel Alexander, state that I am the Manager of Liberty-Bell Telecom, LLC; that I am authorized to make this Verification on behalf of Liberty-Bell Telecom, LLC; and that the foregoing filing was prepared under my direction and supervision; and that with respect to Liberty-Bell Telecom, LLC, the contents are true and correct to the best of my knowledge, information, and belief.



Nigel Alexander
Manager
Liberty-Bell Telecom, LLC

Sworn and subscribed before me this 24th day of May 2010



Notary Public

[Seal or Stamp]

Sally Day Sanchez

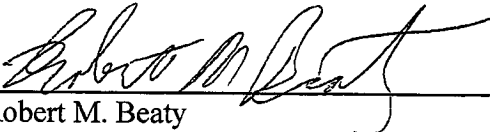
[Printed Name]

My appointment expires November 14, 2013

STATE OF COLORADO)
) ss.
COUNTY OF DENVER)

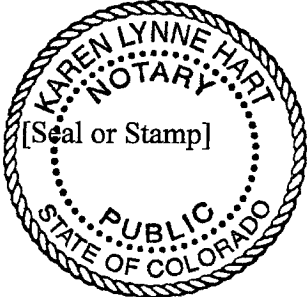
VERIFICATION

I, Robert M Beaty, state that I am President of Impact Telecom, Inc.; that I am authorized to make this Verification on behalf of Impact Telecom, Inc.; and that the foregoing filing was prepared under my direction and supervision; and that with respect to Impact Telecom, Inc., the contents are true and correct to the best of my knowledge, information, and belief.

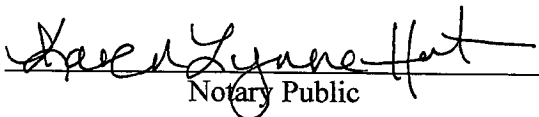


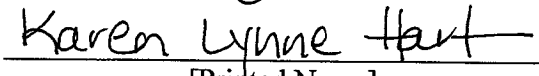
Robert M. Beaty
President
Impact Telecom, Inc.

Sworn and subscribed before me this 27th day of May 2010



My Commission Expires 07/22/2010



Notary Public


[Printed Name]

My appointment expires 7-22-10