

Jean L. Kiddoo
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January 22, 2014

Via IBFS

Marlene H. Dortch, Secretary
Federal Communications Commission
445 12th Street, S.W.
Room TW-A325
Washington, DC 20554
Attn: International Bureau

Re: Notification Regarding Change in Corporate Form Resulting in *Pro Forma* Assignment of the International Section 214 Authorization of Business Telecom, Inc. d/b/a EarthLink Business

Dear Ms. Dortch:

Business Telecom, LLC d/b/a EarthLink Business (“Assignee”), by undersigned counsel and pursuant to 47 C.F.R. § 63.24(f), notifies the Commission that, effective December 31, 2013, it converted to a North Carolina limited liability company from a North Carolina corporation resulting in the assignment of the International Section 214 Authorization of Business Telecom, Inc. d/b/a EarthLink Business (“Assignor”) (Assignee and Assignor together, the “Company”) to Assignee.¹

Information Required by Section 63.24(f)(2)

As required by Section 63.24(f)(2), the Company provides the following information required by 63.18(a) through (d) and (h):

Sections 63.18(a): Name, address and telephone number of the Company:

Business Telecom, LLC d/b/a EarthLink Business (Assignee)
Business Telecom, Inc. d/b/a EarthLink Business (Assignor)
1375 Peachtree Street
Atlanta, Georgia 30309
Tel: 404-815-0770

¹ The Company notes that the conversion was completed by filing an Articles of Organization including Articles of Conversion and did not entail a merger or other transaction that extinguished the existence of Assignor. As such, Assignee is the same entity as Assignor, except that it is a limited liability company rather than a corporation.

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Sections 63.18(b): Organization of the Company:

Assignor was a North Carolina corporation prior to its conversion. As a result of the conversion, Assignee is a North Carolina limited liability company

Section 63.18(c): Correspondence concerning this filing should be sent to the Company's counsel:

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Section 63.18(d): The Company holds an International 214 Authorization to provide global or limited global facilities-based and resale services granted in IB File No. ITC-214-2004-0708-00260.

Sections 63.18(h): See Attachment 1 for the ownership of the Company.

The Company certifies that the conversion was *pro forma* and that, together with all previous *pro forma* transactions,² did not result in a change in the actual controlling party of the Company.

* * * *

² EarthLink and certain of its subsidiaries recently completed various, and will undergo additional, *pro forma* intra-company changes. The Company is submitting or will submit additional filings associated with those changes as may be required.

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This notification letter is being filed electronically via MyIBFS. Please direct any questions to the undersigned.

Respectfully submitted,

/s/ Brett P. Ferenchak

Jean L. Kiddoo
Brett P. Ferenchak

Counsel for the Company

ATTACHMENT 1

Answer to Question 11 - Section 63.18(h) Ownership Information

The following entities currently hold, directly or indirectly, a 10% or greater interest¹ in the Company (Business Telecom, LLC d/b/a EarthLink Business) as calculated pursuant to the Commission ownership attribution rules for international telecommunications carriers:

Name: EarthLink Business, LLC (“EarthLink Business”)
Address: 1375 Peachtree Street
Atlanta, Georgia 30309
Citizenship: U.S.
Principal Business: Telecommunications
% Interest: 100% (directly in the Company)

Name: EarthLink Business Holdings, LLC (“EB Holdings”)
Address: 1375 Peachtree Street
Atlanta, Georgia 30309
Citizenship: U.S.
Principal Business: Holding Company
% Interest: 100% (indirectly in the Company as 100% owner of EarthLink Business)

Name: EarthLink, LLC (f/k/a EarthLink, Inc.) (“EarthLink”)
Address: 1375 Peachtree Street
Atlanta, Georgia 30309
Citizenship: U.S.
Principal Business: Communications
% Interest: 100% (indirectly in the Company as 100% owner of EB Holdings)

Name: EarthLink Holdings, Inc. (“EarthLink Holdings”)
Address: 1375 Peachtree Street
Atlanta, Georgia 30309
Citizenship: U.S.
Principal Business: Holding Company
% Interest: 100% (indirectly in the Company as 100% owner of EarthLink)

¹ Unless otherwise indicated, the ownership interests provided herein represent both equity and voting interests.

EarthLink Holdings is a widely held, publicly traded corporation. As a publicly held corporation, the percentage of EarthLink Holdings' shares held by any person or entity at any given time may fluctuate. To the best of EarthLink Holdings' knowledge, no person or entity directly or indirectly owns or controls a ten percent (10%) or more equity interest in EarthLink Holdings.

Answer to Question 12 - Section 63.18(h) Interlocking Directorates

Except for an interlocking directorate with its parent, EarthLink Business, the Company does not have any interlocking directorates with a foreign carrier. EarthLink Business holds a Basic International Telecommunications Services (BITS) License and Reseller Registration in Canada.

Answer to Question 13 - Description of Assignment

Effective December 31, 2013, Assignor converted from a North Carolina corporation to a North Carolina limited liability company resulting in the assignment of Assignor's International Section 214 Authorization to Assignee. The conversion was completed by filing an Articles of Organization including Articles of Conversion and did not entail a merger or other transaction that extinguished the existence of Assignor. As such, Assignee is the same entity as Assignor, except that it is a limited liability company rather than a corporation.

VERIFICATION

COMMONWEALTH OF MASSACHUSETTS §
 §
COUNTY OF MIDDLESEX §

I, Paula Foley, state that I am Senior Counsel ~~and Assistant Secretary~~ of EarthLink Holdings Corp. and its subsidiaries in the foregoing filing (collectively, the "Company"); that I am authorized to make this Verification on behalf of the Company; that the foregoing filing was prepared under my direction and supervision; and that matters set forth in the filing are true and correct to the best of my knowledge, information, and belief.




Paula Foley
Senior Counsel ~~and Assistant Secretary~~
EarthLink Holdings Corp.

SWORN TO AND SUBSCRIBED before me on the 9th day of January, 2014.



Notary Public

My commission expires: June 5, 2020

 **GAIL C. GAUTHIER**
Notary Public
Commonwealth of Massachusetts
My Commission Expires
June 5, 2020