

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

In the Matter of)	
)	
iBasis, Inc.)	
Assignor,)	
)	
and)	WC Docket No. ____
)	
Miron Enterprises, LLC,)	
Assignee,)	
)	
For Consent to Assign Assets and Customers)	
Subject to Blanket Domestic Authority and)	
To Partially Assign International Section 214)	
Authority Pursuant to the Communications Act)	
of 1934, as Amended)	

JOINT APPLICATION

iBasis, Inc. (“iBasis” or “Assignor”) and Miron Enterprises, LLC (“Miron” or “Assignee,” and together with Assignor, “Applicants”), pursuant to Section 214 of the Communications Act of 1934, as amended, and Sections 63.04 and 63.24 of the Federal Communications Commission’s (“Commission”) Rules, respectfully request authority to complete a transaction whereby Miron will acquire ownership and control of iBasis’ Pingo product and customers (“Assets”). Applicants file this Application in connection with an Asset Purchase Agreement (“APA”) and Management Services Agreement (“MSA,” and together with APA, the “Transaction”), each dated November 9, 2019, whereby Miron will acquire ownership and control of the Assets. Although the Transaction will result in a change in the ownership and control of the Assets, no assignment of licenses will occur as a consequence of the proposed Transaction. Accordingly, the Transaction will be

transparent to customers of iBasis' Pingo products. As explained herein, this Application qualifies for streamlined processing pursuant to Sections 63.03 and 63.12 of the Commission's Rules.

I. REQUEST FOR STREAMLINED PROCESSING

Applicants respectfully request streamlined treatment of this Application pursuant to Sections 63.03 and 63.12 of the Commission's Rules, 47 C.F.R. §§ 63.03 and 63.12.

With respect to domestic authority, this Application is eligible for streamlined processing pursuant to Section 63.03(b)(2)(i) because, immediately following the Transaction, (1) Applicants will hold less than a ten percent (10%) share of the interstate, interexchange market; (2) neither Applicant provides local exchange services; and (3) neither Applicant is dominant with respect to any service.

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) is inapplicable because Assignee is not a foreign carrier or affiliated with any foreign carrier, and Section 63.12(c)(2) is inapplicable because neither Applicant is affiliated with a dominant U.S. carrier whose international switched or private line services Applicant seeks authority to resell. iBasis is 100% owned by Tofane Global US, a holding company, which is in turn owned by Tofane Global SAS, a foreign holding company. Tofane Global SAS owns two entities in France and Portugal which would be considered foreign carriers. However, because each of the affiliated foreign carriers qualifies as "non-dominant" under Section 63.10(a)(3), the application qualifies for streamlined processing under 63.12(c)(1)(c)(1)(ii).

Therefore, Applicants request processing of these requests pursuant to the Commission's streamlined procedures. In the alternative, if the Commission determines that the Application does not qualify for streamlined processing, Applicants seek expedited processing because the Application involves a small transaction that is limited in scope, there are not competitive concerns, and the Transaction is in the public interest.

In support of this Application, Applicants provide the following information:

II. DESCRIPTION OF APPLICANTS:

a. iBasis

iBasis, Inc. is a Delaware corporation and a leading provider international Internetwork Packet Exchange (“IPX”) for carriers, mobile operators, and over the top service providers (“OTTs”). The company offers a comprehensive portfolio of voice termination and data services, including signaling, roaming and analytics, for many of the world’s largest fixed and mobile operators, as well as voice-over-broadband service providers. In addition, iBasis is one of the first companies to provide Internet of things (“IoT”) service providers with global connectivity using eSim technology

iBasis has been a pioneer in the use of Internet protocol (“IP”) for real-time communications since its inception in 1996 as one of the first international wholesale Voice over IP carriers. The company rapidly grew to be one of the largest carriers of international voice traffic in the world.

iBasis has a small retail business that offers disposable prepaid calling cards that are marketed through retail distributors primarily to ethnic communities in the U.S. with specific international calling patterns. In addition, iBasis created Pingo, an electronic prepaid calling card sold directly to consumers on a website (<https://www.pingo.com>),

which is the subject of this Application. Although iBasis' retail calling services are marketed and primarily used for international calls, they are capable of being used for domestic interstate calls. iBasis' retail services are a small portion of iBasis' overall operations and represent a modest portion of iBasis' total revenues. iBasis' share of the interstate, interexchange market is significantly less than 10%.

iBasis' principal place of business is located at 10 Maquire Road, Building 3, Lexington, Massachusetts 02421.

b. Miron

Miron Enterprises, LLC is a Georgia limited liability company that provides global telecommunications to individual customers and businesses under the "KeepCalling" brand. Miron offers "card-less" prepaid international long distance service. The company sells its service through a variety of websites that cater to users based on their primary international calling destination. The company provides services to hundreds of thousands of individual customers and businesses. Miron's share of the interstate, interexchange market is significantly less than 10%.

The company's principal place of business is located at 4780 Ashford Dunwoody Rd., Suite A236 Atlanta GA 30338.

III. DESCRIPTION OF THE TRANSACTION:

On November 8, 2019, Applicants entered into the proposed Transaction. The property subject to the proposed Transaction includes iBasis' Pingo products, including related intellectual property (trademarks, domain names etc.), some operational contracts and customer base. The terms and conditions, including a description of assets, are set forth in the APA. Applicants have agreed pursuant to the MSA that Miron shall manage the

Pingo product line until the Closing Date of the APA, subject to the terms and conditions outlined in the MSA.

IV. PUBLIC INTEREST STATEMENT:

The proposed Transaction will serve the public interest by enhancing the ability of iBasis and Miron to expand their respective operations and compete more effectively in the telecommunications marketplace. The acquisition of Pingo by Miron is a significant business opportunity that will enable Miron to establish new operations that will provide an enhanced position in the marketplace for international calling and telecommunications services. Applicants believe that the proposed Transaction will ultimately benefit customers in the form of higher service quality, technological advances, and lower prices. The proposed Transaction will not result in any interruption, reduction, loss or impairment of services to any subscriber. Given the increasingly competitive nature of the telecommunications market, Applicants seek to complete the proposed Transaction as soon as possible to ensure that customers can rapidly obtain the benefits of the proposed Transaction. Accordingly, Applicants respectfully request that the Commission process, consider and approve this Application as expeditiously as possible.

V. INFORMATION REQUIRED BY SECTION 63.24 (e):

In accordance with the requirements of Section 63.24(e) of the Commission's Rules, which requires "the information requested in paragraphs (a) through (d) of Section 63.18 for both the transferor/assignor and the transferee/assignee," as well as the "the information requested in paragraphs (h) through (p) of Section 63.18, but only for the transferee/assignee," Applicants submit the following information:

(1) 63.18(a) - Name, address and telephone number of each applicant:

For Assignor:

iBasis, Inc.
10 Maguire Road
Building 3
Lexington, MA 02421
Attention: Ellen Schmidt
Telephone: (617) 281-4874
Email: eschmidt@ibasis.net

FRN: 0013382759

For Assignee:

Miron Enterprises, LLC (d/b/a/ Keep Calling)
4780 Ashford Dunwoody Road
Suite A 236
Atlanta, GA 30338
Attention: Abdul Tawab Molvi
Telephone: (678) 528-0398 ext. 1011
Email: abdul.molvi@keepcalling.com

FRN: 0015352263

(2) 63.18(b) – The government, state, or territory under the laws of which each corporate or partnership applicant is organized:

For Assignor, iBasis:

Delaware

For Assignee, Miron:

Georgia

(3) 63.18(c) – The name, title, post office address, and telephone number of the officer or contact point, such as legal counsel, to whom correspondence concerning the application is to be addressed:

For Assignor, iBasis:

Ellen Schmidt
10 Maguire Road
Building 3
Lexington, MA 02421
Telephone: (617) 281-4874
Email: eschmidt@ibasis.net

With copies to:

Allison D. Rule
Marashlian & Donahue, PLLC
1420 Spring Hill Road, Suite 401
McLean, Virginia 22102
Tel: (703) 714-1312
Fax: (703) 563-6222
E-Mail: adr@commlawgroup.com

For Assignee, Miron:

Abdul Tawab Molvi
4780 Ashford Dunwoody Road
Suite A 236
Atlanta, GA 30338
Telephone: (678) 528-0398 ext. 1011
Email: abdul.molvi@keepcalling.com

With copies to:

Jacqueline Neff
Marashlian & Donahue, PLLC
1420 Spring Hill Road, Suite 401
McLean, Virginia 22102
Tel: (703) 714-1314
Fax: (703) 563-6222
E-Mail: jrn@commlawgroup.com

- (4) 63.18(d) – Statement as to whether the applicants have previously received authority under Section 214 of the Act, and a general description of the categories of facilities and services authorized**

Assignor, iBasis:

iBasis holds Section 214 authority pursuant to ITC-214-19971126-00741 to provide global resale services, which was granted on December 9, 1999. iBasis is retaining its international Section 214 authorization and by this Application does not seek to transfer it.

Assignee, Miron:

Miron holds Section 214 authority pursuant to ITC-214-20060816-00394 to provide global resale services under Section 63.18(e)(2) of the Commission's Rules which was granted on December 14, 2006.

- (5) **63.18(h) - Name, address, citizenship and principal business of any person or entity that directly owns at least ten (10) percent of the equity of the applicant, and the percentage of equity owned by each of those entities (to the nearest one percent).**

Ten Percent or Greater Interest Holder in iBasis

Tofane Global US, Inc.
112 Avenue Kleber
Paris France 75016

Citizenship: Delaware
Principal Business – Telecommunications Holding Company
% interest – 100% (Directly in Assignor)

Tofane Global SAS
112 Avenue Kleber
Paris France 75016

Citizenship: France
Principal Business – Telecommunications Holding Company
% interest – 100% (Indirectly in Assignor)

Ten Percent or Greater Interest Holder in Miron

Miron Enterprises, LLC is majority owned by Romanian National, Mr. Florin Miron, owning 92.5 % of the partnership.

Florin Miron
CEO/President
Alba Iulia, Nr. 40, 3rd Floor
Sibiu, Romania 550018
+40 730 972 774
Florin.miron@keepcalling.com

- (6) **63.18(h) – The applicant shall also identify any interlocking directorates with a foreign carrier.**

At this time, Assignee does not have any interlocking directorates with a foreign carrier. With regard to Assignor, iBasis's Chairman of the Board and CEO, Alexandre Pebereau is also the President of SFR International Carrier Services in France and MEO International Carrier Services in Portugal.

(7) 63.18(i) - Certification as to whether or not Applicants are, or are affiliated with, a foreign carrier.

At this time, Miron is not affiliated with a foreign carrier.

iBasis is 100% owned by Tofane Global US, a holding company, which is in turn owned by Tofane Global SAS, a foreign holding company. Tofane Global SAS owns two entities in France and Portugal which would be considered foreign carriers. However, each of the affiliated foreign carriers qualifies as "non-dominant."

(8) 63.18(j) - Certification as to whether or not Transferee/Assignee seeks to provide international telecommunications services to any country for which certain conditions are true.

Assignee certifies that it does not seek to provide international telecommunications services to any destination country where:

1. An Applicant is a foreign carrier in that country;
2. An Applicant controls a foreign carrier in that country;
3. Any entity that owns more than 25 percent of the applicant, or that controls the applicant, controls a foreign carrier in that country; or
4. Two or more foreign carriers (or parties that control foreign carriers) own, in the aggregate, more than 25% of Applicants, and are parties to, or beneficiaries of, a contractual relation affecting the provision or marketing of international basic telecommunications services in the United States.

- (9) **63.18(k) – Showings regarding provision of international telecommunications service to a country where the applicant is a foreign carrier or is affiliated with a foreign carrier.**

Not applicable

- (10) **63.18(l) – Section reserved**

Not applicable.

- (11) **63.18(m) – Representations with respected to affiliations between Transferee/Assignee and Section 63.10 of the Rules for foreign-affiliated carrier.**

Not applicable.

- (12) **63.18(n) – Certification that the applicant has not agreed to accept special concessions director or indirectly from any foreign carrier.**

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.

- (13) **63.18(o) - Certification pursuant to §§1.2001 through 1.2003 of this chapter that no party to the application is subject to a denial of Federal benefits pursuant to section 5301 of the Anti-Drug Abuse Act of 1988. See 21 U.S.C. 853**

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.

(14) Qualification for streamlined processing (and response to Question 20, International Application).

This Application qualifies for streamlined processing under Sections 63.12(a) and (b) of the Commission's rules. In particular, Section 63.12(c)(1) is inapplicable because Miron is not a foreign carrier, or is affiliated with any foreign carrier, and Section 63.12(c)(2) is inapplicable because neither Applicant is affiliated with a dominant U.S. carrier whose international switched or private line service Applicant seeks authority to resell. iBasis is 100% owned by Tofane Global US, a holding company, which is in turn owned by Tofane Global SAS, a foreign holding company. Tofane Global SAS owns two entities in France and Portugal which would be considered foreign carriers. However, because each of the affiliated foreign carriers qualifies as “non-dominant” under Section 63.10(a)(3), the application qualifies for streamlined processing under 63.12(c)(1)(c)(1)(ii).

No party has an affiliation with a dominant U.S. carrier whose international switched or private line services Applicants seek authority to resell, and none is anticipated as a result of the public offering which likely will result in widely held interests. No party to this Application seeks authority to provide switched basic services over private lines to a country for which the Commission has not previously authorized the provision of switched services over private lines. Authorization is sought to complete a transaction in such a manner that would continue the current operations as a non-dominant carrier providing international services of one or more unaffiliated U.S. carriers.

VI. INFORMATION REQUIRED BY SECTION 63.04:

In lieu of an attachment, pursuant to Section 63.04(b) of the Commission's Rules, 47 C.F.R. § 63.04(b), Applicants submit the following information in support of their request for the transfer of assets subject to domestic Section 214 authority in order to address the requirements set forth in Commission Rule 63.04(a)(6)-(12), 47 C.F.R. § 63.04(a)(6)-(12):

(1) 63.04(a)(6) – A description of the Proposed Transaction

Set forth in Section III above.

(2) 63.04(a)(7) - Description of the geographic areas in which the transferor/assignor and transferee/assignee (and their affiliates) offer domestic telecommunications services, and what services are provided in each area.

In addition to its wholesale services, Assignor provides interstate prepaid calling services throughout the United States. Additional information about Assignor is provided in Section II above.

Assignee provides interstate prepaid calling services throughout the United States. Additional information about Assignee is provided in Section II above.

(3) 63.04(a)(8) - Statement as to how the application fits into one or more of the presumptive streamlined categories in Section 63.03 of the Commission's Rules or why it is otherwise appropriate for streamlined treatment.

Applicants respectfully request streamlined treatment of this Application pursuant to Section 63.03 of the Commission's Rules, 47 C.F.R. § 63.03. This Application is eligible for streamlined processing pursuant to Section 63.03(b)(1) because iBasis and Miron are both non-facilities based carriers, as well as Section 63.03(b)(2) because, immediately

following the transactions, (1) Applicants will hold less than a ten percent (10%) share of the interstate, interexchange market; (2) neither Applicant provides local exchange services; and (3) neither Applicant is dominant with respect to any service.

(4) 63.04(a)(9) - Identification of all other Commission applications related to the same transaction.

By this Application, Applicants seek authority with respect to both international and domestic Section 214 authorizations (this Application is being separately and concurrently filed with respect to both types of authorities in compliance with Commission Rule 63.04(b), 47 C.F.R. § 63.04(b)).

(5) 63.04(a)(10) - Statement of whether the applicants are requesting special consideration because either party to the transaction is facing imminent business failure.

Neither Applicant is facing imminent business failure. Notwithstanding, prompt completion of the proposed Transaction is critical to ensure that Applicants can obtain the benefits described in the forgoing Application. Accordingly, Applicants respectfully request that the Commission approve this Application expeditiously in order to allow Applicants to consummate the proposed Transaction as soon as possible.

(6) 63.04(a)(11) - Identification of any separately filed waiver requests being sought in conjunction with the transaction.

Not applicable.

(7) 63.04(a)(12) - Statement showing how grant of the application will serve the public interest, convenience and necessity, including any additional information that may be necessary to show the effect of the proposed transaction on competition in domestic markets.

A statement showing how grant of the Application will serve the public interest, convenience, and necessity is provided in Section IV above.

VII. CONCLUSION

For the reasons stated above, Applicants respectfully submit that the public interest, convenience and necessity would be furthered by a grant of this Application. Applicants therefore respectfully request that the Commission consider and approve this Application expeditiously to permit Applicants to consummate the proposed Transaction as soon as possible.

Respectfully submitted,

Allison D. Rule
Marashlian & Donahue, PLLC
1420 Spring Hill Road, Suite 401
McLean, Virginia 22102
Tel: (703) 714-1312
Fax: (703) 563-6222
E-Mail: adr@commlawgroup.com

Counsel for iBasis

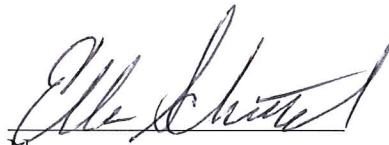
Jacqueline Neff
Marashlian & Donahue, PLLC
1420 Spring Hill Road, Suite 401
McLean, Virginia 22102
Tel: (703) 714-1314
Fax: (703) 563-6222
E-Mail: jrn@commlawgroup.com

Counsel for Miron

VERIFICATION

I, Ellen Schmitt state that I am General Counsel of iBasis, Inc. ("iBasis"); that I am authorized to make this Verification on behalf of iBasis; that the foregoing filing was prepared under my direction and supervision; and that the contents thereof and the certifications contained therein regarding iBasis are true and correct to the best of my knowledge, information, and belief.

I declare under penalty of perjury that the foregoing is true and correct. Executed this 6th of December, 2019.



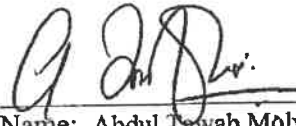
Name:

Title: Vice President and General Counsel
iBasis, Inc.

VERIFICATION

I, Abdul Tawab Molvi, state that I am the Chief Financial Officer of Miron Enterprises, LLC ("Miron"); that I am authorized to make this Verification on behalf of Miron; that the foregoing filing was prepared under my direction and supervision; and that the contents thereof and the certifications contained therein regarding Miron are true and correct to the best of my knowledge, information, and belief.

I declare under penalty of perjury that the foregoing is true and correct. Executed this 5th of December, 2019.



Name: Abdul Tawab Molvi
Title: CFO
Miron Enterprises, LLC