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Telecom Division
International Bureau

January 18, 2002

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OFFICE OF THE SECRETARY

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Ms. Magalie R. Salas
Secretary
Federal Communications Commission
445 12th Street, S.W.
Washington, D.C. 20554

Re: Enron Broadband Services, Inc. *Pro Forma* Assignment and Transfer of
Control of International 214 Authorizations
(File Nos. ITC-97-247 and ITC-MOD-20010305-00112)
Notification and Request for Withdrawal of Application for Consent

Dear Ms. Salas:

Enron Broadband Services, Inc. ("EBS") holds two international authorizations under Section 214 of the Communications Act of 1934, as amended, 47 U.S.C. § 214. The first is an individual authorization (File No. ITC-97-247). The second is an authorization associated with the cable landing license for the Pan American Cable System (File No. ITC-MOD-20010305-00112). On behalf of EBS, this letter is submitted, in duplicate, pursuant to Section 63.24 of the Commission's rules, 47 C.F.R. § 63.24, to confirm the notification of *pro forma* assignment and transfer of control of the authorizations initially filed on January 2, 2002 in applications submitted for consent to the transactions.

Specifically, on December 2, 2001, EBS filed a petition in the U.S. Bankruptcy Court for the Southern District of New York for corporate reorganization under Chapter 11 of the bankruptcy laws, and is currently operating as a Debtor-in-Possession. On the same date, EBS's parent company, Enron Corp., also filed for bankruptcy on December 2, 2001 and also is currently operating as a Debtor-in-Possession. On behalf of EBS, counsel for EBS hereby certifies that the transactions are in fact *pro forma* and do not result in a change in the ultimate control of EBS, consistent with the definitions in Section 63.24 of the Commission's rules.

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Federal Communications Commission
January 18, 2002
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Subsequent to the filing of the applications, Commission staff confirmed to counsel for EBS that the provisions of Section 63.24 of the Commission's rules, 47 C.F.R. § 63.24, requiring only notification to the Commission of *pro forma* assignments and transfers, also applies to bankruptcies. Therefore, no application for consent is required. Consequently, EBS hereby withdraws its application for its individual Section 214 authorization (File No. ITC-97-247) and requests that it be returned to the undersigned without action. The application concerning the submarine cable 214 authorization also requests consent for the modification of the cable landing license, and is not being withdrawn. EBS is separately requesting a return of the processing fee for Section 214 authorization assignments and transfers paid in connection with the submission of the applications.

Please direct any questions to the undersigned.

Respectfully submitted,



Aileen A. Pisciotta
Counsel to Enron Broadband Services, Inc.

cc: George Li, FCC
Alicia Smothers, FCC
Claudette Pride, FCC
Cynthia Harkness, Enron Broadband Services, Inc.