

**Non-Streamlined ITC-STA-20061024-00486**  
 IB2006002882  
 Telesphere Networks Ltd.

**Granted**  
 Policy Division  
 International Bureau

Author: James IRB  
 Chief, Policy Division, IB

OCT 25 2006  
 Expire: April 20, 2007

*Applicant acknowledges the conditions of STA as described below.*

8. Is a fee submitted with this application?  
 If Yes, complete and attach FCC Form 159.  
 If No, indicate reason for fee exemption (see 47 C.F.R. Section 1.1114).  
 Governmental Entity  Noncommercial educational licensee  
 Other (please explain):

9. Description of Special Temporary Authority Requested.  
 Pursuant to Section 63.25 of the Commission's rules, Telesphere Networks Ltd. ('Telesphere') seeks special temporary authority (STA) to provide global facilities-based and global resale services (consistent with its existing authorization, File No. ITC-214-20050824-00344) under the control of Rally Capital, LLC ('Rally Capital') (together with Telesphere, 'Applicants'). Acting to reorganize and improve the financial position of Telesphere while ensuring continuity of service for Telesphere's customers, Rally Capital acquired control of Telesphere on September 20, 2006, and now owns 67 percent of Telesphere's common stock. The Applicants have applied after the fact for Commission consent to transfer control of Telesphere to Rally Capital (see File No. ITC-T/C-20061012-00465) and request STA for the interim period until the Commission acts on the underlying transfer-of-control application. The Applicants acknowledge that Commission grant of this STA will not prejudice any action the Commission may take on the underlying transfer-of-control application, and that the Commission may revoke any STA upon its own motion without a hearing. With the assistance of their legal counsel, the Applicants and their owners and lenders have been thoroughly briefed on the requirements of the Communications Act and the Commission's regulatory jurisdiction and regulatory processes in order to ensure full compliance going forward with respect to the Commission's transaction approval, reporting, fee payment, and other requirements.

10. In Attachment 1, provide justification of need for special temporary authority requested.

11. If this request for Special Temporary Authority is associated with any pending applications filed with the Commission, enter either the file number [e.g., ITC-214-19930101-23412] or the IB Submission ID of the pending application [e.g., IB200311111] AND go to question 16.)  
 File Number ITC/T/C2006101200465 or Submission ID

**Applicant certifies that its responses to questions 11 through 17 are true:**

12. If the applicant is a foreign carrier, or is affiliated (as defined in 47 C.F.R. Section 63.09(e)) with a foreign carrier, provide in Attachment 1 the information and certifications required by Section 63.18(i) through (m).	<input type="radio"/> Yes <input checked="" type="radio"/> No
13. Does the applicant seek authority to provide service to any destination described in paragraphs (1) through (4) of Section 63.18(f)? If yes, list those destinations in Attachment 1 as a response to question 12.	<input type="radio"/> Yes <input checked="" type="radio"/> No
14. Does the applicant seek authority to provide service to any destinations other than those listed in response to question 13 where it has an affiliation with a foreign carrier? If yes, list those destinations in Attachment 1 as a response to question 13.	<input type="radio"/> Yes <input checked="" type="radio"/> No
15. Section 63.18(b) in Attachment 2, provide the name, address, citizenship and principal business of the applicant's ten	

MODE = MEMORY TRANSMISSION

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FILE NO.=286

STN NO.	COMM. ABBR NO.	ONE-TOUCH/ ABBR NO.	STATION NAME/TEL NO.
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**PD**

**INTERNATIONAL BUREAU**  
*Policy Division*

*cc: Dave  
 Sussum  
 Smitta*

**FAX SHEET**

Fax Number: (202) 418-2824

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 SPECIAL INSTRUCTIONS: STA for TeleSpire

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