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ITC-STA-20081209-00525
182008002824

Phonetime

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DEC 4 5 2008

Policy Division
International Bureau

RECEIVED - FCC

DEC - 5 2008

Federal Communications Commission
Bureau / Office

December 5, 2008

VIA HAND

Federal Communications Commission
445 12th Street, SW
Washington, DC 20554

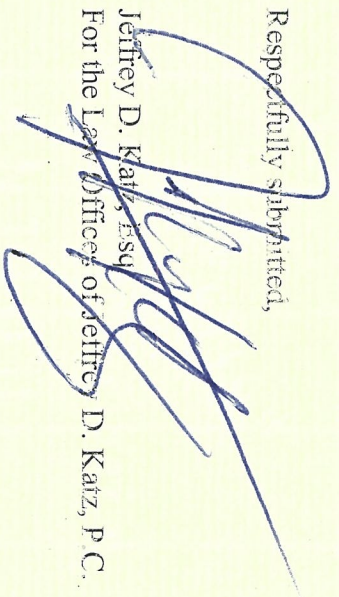
**Re: Application for Extension of Special Temporary Authority,
ITC-STA-20080401-00197, for Phonetime, Inc., regarding Section 214
File No. ITC-214-20041201-00472 E. and Section 214 Application,
Currently Pending, File No. ITC-T/C-20080206-00088.**

To Whom It May Concern:

On behalf of Phonetime, Inc. ("Phonetime") and Symphony Telecommunications, LLC ("Symphony"), enclosed please find an original and six (6) copies of an **Application for Extension** to a previously filed and granted application for Special Temporary Authority regarding the transfer of control of International Section 214 authorization held by Symphony to Phonetime.

Please date-stamp the enclosed extra copy of this filing and return it in the envelope provided. Please direct any questions regarding this filing to the undersigned.

Respectfully submitted,



Jeffrey D. Katz, Esq.
For the Law Offices of Jeffrey D. Katz, P.C.

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Before the

FEDERAL COMMUNICATIONS COMMISSION

DEC - 5 2008

Washington, D.C. 20554

Federal Communications Commission
Bureau / Office

In the Matter of
Phonetime, Inc.

Transferee

File No: ITC-STA-20080401-00197/

Symphony Holdings, Inc.

Transferor

Symphony Telecommunications, LLC

Licensee

Application for authority pursuant to
Section 214 of the Communications Act
of 1934, as amended, for Special
Temporary Authority to operate as an
international facilities-based and resale
carrier.

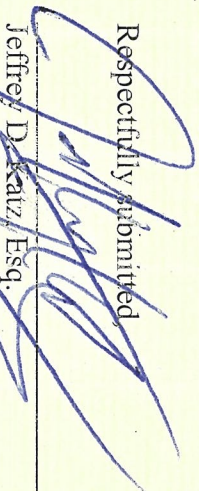
APPLICATION FOR EXTENSION TO SPECIAL TEMPORARY AUTHORITY

Phonetime, Inc. ("Phonetime"), Symphony Holdings, Inc. ("SHI") and Symphony Telecommunications, LLC ("Telecom") hereby request an Extension to their previously filed and GRANTED application for Special Temporary Authority, File No. ITC-STA-20080401-00197, pursuant to Section 214 of the Communications Act of 1934, as amended, 47 U.S.C. § 214 (the "Act"), to continue operating under the authority granted by the Commission under Section 214 of the Act in File No. ITC-214-20041201-00472 E. The current Special Temporary Authority will expire on December 6, 2008. The Applicants have previously submitted a Section 214 Application pursuant to Section 63.24(e) of the Commission's Rules, 47 C.F.R. § 63.24(e) in File No. ITC-T/C-20080206-00088. The reason for requesting this extension is to allow the parties to continue to lawfully operate while the Section 214 Application is reviewed by the Commission.

CONCLUSION

Based on the foregoing, the Applicants respectfully submit that the public interest, convenience, and necessity would be furthered by grant of this Extension to the underlying Special Temporary Authority application. This request for Extension to the Special Temporary Authority should be taken into consideration in conjunction with the previously submitted 214 Transfer of Control Application, File No. ITC-T/C-20080206-00088.

Respectfully submitted,



Jeffrey D. Katz, Esq.
For the Law Offices of Jeffrey D. Katz, P.C.
4733 Bethesda Avenue, Suite 345
Bethesda, Maryland 20814
Telephone: (301) 913-2948
Fax: (301) 951-0147

Counsel to **Phonetime, Inc.,**
Symphony Holdings, Inc., and
Symphony Telecommunications, Inc.

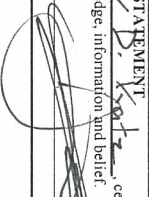

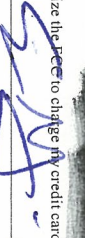
Dated: December 5th, 2008

Exhibit 1: FCC Form 159, Remittance Notice

READ INSTRUCTIONS CAREFULLY
BEFORE PROCEEDING

FEDERAL COMMUNICATIONS COMMISSION
REMITTANCE ADVICE
FORM 159

Approved by OMB
30642589
Page No. 1 of 2

(1) LOCKBOX #		SECTION A - PAYER INFORMATION		SPECIAL USE ONLY	
				FCC USE ONLY	
(2) PAYER NAME (if paying by credit card enter name exactly as it appears on the card)			(3) TOTAL AMOUNT PAID (U.S. Dollars and cents)		
Jeffrey D. Katz, Esq.			\$965.00		
(4) STREET ADDRESS LINE NO. 1		4733 Bethesda Ave., Ste 345			
(5) STREET ADDRESS LINE NO. 2					
(6) CITY	Bethesda	(7) STATE	MD	(8) ZIP CODE	20814
(9) DAYTIME TELEPHONE NUMBER (include area code)		(10) COUNTRY CODE (if not in U.S.A.)			
301-913-2948					
		FCC REGISTRATION NUMBER (FRN) REQUIRED			
(11) PAYER (FRN)	0017374059	(12) FCC USE ONLY			
IF MORE THAN ONE APPLICANT, USE CONTINUATION SHEETS (FORM 159-C) COMPLETE SECTION BELOW FOR EACH SERVICE. IF MORE BOXES ARE NEEDED, USE CONTINUATION SHEET					
(13) APPLICANT NAME					
Symphony Telecommunications, LLC					
(14) STREET ADDRESS LINE NO. 1					
11439 Stone Mill Court					
(15) STREET ADDRESS LINE NO. 2					
(16) CITY	Oakton	(17) STATE	VA	(18) ZIP CODE	22124
(19) DAYTIME TELEPHONE NUMBER (include area code)		(20) COUNTRY CODE (if not in U.S.A.)			
703-476-4977					
		FCC REGISTRATION NUMBER (FRN) REQUIRED			
(21) APPLICANT (FRN)	0012237517	(22) FCC USE ONLY			
COMPLETE SECTION C FOR EACH SERVICE. IF MORE BOXES ARE NEEDED, USE CONTINUATION SHEET					
(23A) CALL SIGN/OTHER ID		(24A) PAYMENT TYPE CODE	CUT	(25A) QUANTITY	1
(26A) FEE DUE FOR (PTC)		(27A) TOTAL FEE		FCC USE ONLY	
(28A) FCC CODE 1		(29A) FCC CODE 2		FCC USE ONLY	
(23B) CALL SIGN/OTHER ID		(24B) PAYMENT TYPE CODE		(25B) QUANTITY	
(26B) FEE DUE FOR (PTC)		(27B) TOTAL FEE		FCC USE ONLY	
(28B) FCC CODE 1		(29B) FCC CODE 2		FCC USE ONLY	
SECTION D - CERTIFICATION					
CERTIFICATION STATEMENT					
I, <u>Jeffrey D. Katz</u> , certify under penalty of perjury that the foregoing and supporting information is true and correct to the best of my knowledge, information and belief.					
SIGNATURE 					
DATE <u>12/5/08</u>					
SECTION E - CREDIT CARD PAYMENT INFORMATION					
ACCOUNT NUMBER 					
I hereby authorize the FCC to charge my credit card for the service(s)/authorization herein described.					
SIGNATURE 					
DATE <u>12/5/08</u>					
MASTERCARD VISA <input checked="" type="checkbox"/> AMEX <input type="checkbox"/> DISCOVER <input type="checkbox"/>					
EXPIRATION DATE <u>09/10</u>					
SEE PUBLIC BURDEN ON REVERSE					

FEDERAL COMMUNICATIONS COMMISSION
REMITTANCE ADVICE (CONTINUATION SHEET)
 FORM 159-C

Approved by OMB
 3060-0589

SPECIAL USE
 FCC USE ONLY

Page No. 2 of 2
 USE THIS SECTION ONLY FOR EACH ADDITIONAL APPLICANT
 SECTION BB - ADDITIONAL APPLICANT INFORMATION

(13) APPLICANT NAME
Phonetime, Inc.

(14) STREET ADDRESS LINE NO. 1
3035 Wharton Way

(15) STREET ADDRESS LINE NO. 2

(16) CITY **Mississauga, Ontario, Canada** (17) STATE (18) ZIP CODE
L4X 2B4

(19) DAYTIME TELEPHONE NUMBER (include area code)
1-905-629-2606

(20) COUNTRY CODE (if not in U.S.A.)

FCC REGISTRATION NUMBER (FRN) REQUIRED

(21) APPLICANT (FRN)
0017390402

(22) FCC USE ONLY

COMPLETE SECTION C FOR EACH SERVICE. IF MORE BOXES ARE NEEDED, USE CONTINUATION SHEET

(23A) CALL SIGN/OTHER ID	(24A) PAYMENT TYPE CODE	(25A) QUANTITY
(26A) FEE DUE FOR (PTC)	(27A) TOTAL FEE	FCC USE ONLY
(28A) FCC CODE 1	(29A) FCC CODE 2	
(23B) CALL SIGN/OTHER ID	(24B) PAYMENT TYPE CODE	(25B) QUANTITY
(26B) FEE DUE FOR (PTC)	(27B) TOTAL FEE	FCC USE ONLY
(28B) FCC CODE 1	(29B) FCC CODE 2	
(23C) CALL SIGN/OTHER ID	(24C) PAYMENT TYPE CODE	(25C) QUANTITY
(26C) FEE DUE FOR (PTC)	(27C) TOTAL FEE	FCC USE ONLY
(28C) FCC CODE 1	(29C) FCC CODE 2	
(23D) CALL SIGN/OTHER ID	(24D) PAYMENT TYPE CODE	(25D) QUANTITY
(26D) FEE DUE FOR (PTC)	(27D) TOTAL FEE	FCC USE ONLY
(28D) FCC CODE 1	(29D) FCC CODE 2	
(23E) CALL SIGN/OTHER ID	(24E) PAYMENT TYPE CODE	(25E) QUANTITY
(26E) FEE DUE FOR (PTC)	(27E) TOTAL FEE	FCC USE ONLY
(28E) FCC CODE 1	(29E) FCC CODE 2	
(23F) CALL SIGN/OTHER ID	(24F) PAYMENT TYPE CODE	(25F) QUANTITY
(26F) FEE DUE FOR (PTC)	(27F) TOTAL FEE	FCC USE ONLY
(28F) FCC CODE 1	(29F) FCC CODE 2	

SEE PUBLIC BURDEN ON REVERSE

FCC FORM 159-C

JULY 2005

Exhibit 2: Granted, Previously Filed Special Temporary Authority

Exhibit 3: Date Stamped Amendment to STA, Filed on 5/29/2008

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ATTORNEYS AT LAW

JEFFREY D. KATZ, P.C.
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BETHESDA, MARYLAND, 20814
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FAX: (301) 951-0147
E-MAIL: JEFFREY@JDKATZ.COM

May 28, 2008

RECEIVED - FCC

MAY 29 2008

Federal Communications Commission
Bureau / Office

VIA HAND

Federal Communications Commission
445 12th Street, SW
Washington, DC 20554

Re: Amendment to Special Temporary Authority Application for
Symphony Telecommunications, LLC.

To Whom It May Concern:

On behalf of Phonetime, Inc. ("Phonetime") and Symphony Telecommunications, LLC ("Symphony"), enclosed please find an original and six (6) copies of an Amendment to a previously filed application for Special Temporary Authority regarding the transfer of control of international Section 214 authorization held by Symphony to Phonetime.

Please date-stamp the enclosed extra copy of this filing and return it in the envelope provided. Please direct any questions regarding this filing to the undersigned.

Respectfully submitted,


Jeffrey D. Katz, Esq.
For the Law Offices of Jeffrey D. Katz, P.C.

transfer application for the international Section 214 authority. The public interest would be served by grant of the STA in order to avoid a discontinuance of service to customers while the Commission considers whether the public interest would be served by granting the underlying Section 214 Transfer of Control application.

This request for Special Temporary Authority is required because the underlying transfer described in the Section 214 Transfer of Control Application has closed, prior to receipt of permission from the Commission. Special Temporary Authority should be granted because such a transfer will not occur again without prior Commission authority.

Explanation of the Circumstances Leading to the Need for STA

The Applicants did not request prior consent from the Commission due to a misinterpretation of the rules. The Canadian Party, Phonetime, had no experience with the FCC or its rules and procedures. The U.S. Parties, Telecom and SHI, while having had prior dealings with the FCC, were not aware of their obligations to notify and await consent from the Commission. Both parties were operating under the assumption that they were entitled to automatic streamlined procedures under 47 C.F.R. § 63.01 because both before and after the transaction, none of the parties were dominant or held more than 10% market share in the interstate, interexchange services market. The U.S. parties are very small and handle a tiny fraction of the international resale telecommunications market. The Canadian party is not a dominant player, as described in the Streamlining Order, 47 C.F.R. 63.12 and 63.18. As such, they believed that following the transaction the Commission merely needed to be notified within thirty-one (31) days of closing. It is for this reason that the Applicants did not request and receive consent from the Commission prior to closing the transfer of control.

Steps and Measures Taken to Ensure Further Compliance with Commission Rules and Regulations

The Applicants are now informed of their responsibilities and commit themselves to seeking prior consent before any future transfer of the 214 Authorization. Executives and Counsel for Phonetime have been fully advised of the Commission's rules and procedures regarding the Section 214 Authorization, and will seek advice from their contact at the Commission's International Policy Division, Sumita Mukovy, before any future actions are taken.

Clarification With Regards to 10% Owners Under 47 C.F.R. 63.18(h) of The Commission's Rules

Creslin Limited, a Gibraltar company, owns 37.4% of PhoneTime, Inc. Creslin is owned by a Gibraltar Trust created by the Yesil family for the benefit of Engin and Emil Yesil. The Yesils are Turkish citizens. The Trust and Creslin are managed by directors in Gibraltar. Information, as requested by 47 C.F.R. 63.18(h), is as follows for the directors of Creslin Limited:

Name: Robert Guest;
Citizenship: British;
Address: Residencial Panorama Bloque 3-3A, Avda. Principe de Asturias 41, 11300 La Linea, Cadiz, Spain;
Principal Business: Chartered Certified Accountant

Name: Christopher Pitaluga;
Citizenship: British;
Address: Loquat House, 4 South Pavilion Road, Gibraltar;
Principal Business: Professional Trustee

Information, as requested by 47 C.F.R. 63.18(h), is as follows for the Trustees of the Yesil Family Trust:

Name: Abacus Trustees (Gibraltar) Limited;
Citizenship: N/A;

Address: 10/8 International Commercial Centre, Casemates Square, Gibraltar
Principal Business: Limited Company

There are no other 10% or greater owners of PhoneTime, Inc. For PhoneTime, Inc., equity tracks voting rights. There are no special voting arrangements, preferred stock, super voting stock, etc.

Acknowledgement of the Commission's STA Requirements

The parties acknowledge that the grant of this STA will not prejudice any action the Commission may take on the underlying application seeking Commission consent to the transfer/assignment. The parties further acknowledge that this STA can be revoked by the Commission upon its own motion without a hearing.

CONCLUSION

Based on the foregoing, the Applicants respectfully submit that the public interest, convenience, and necessity would be furthered by grant of this Amendment to the underlying Special Temporary Authority application. This request for Special Temporary Authority should be taken into consideration in conjunction with the previously submitted 214 Transfer of Control Application, File No. ITC-T/C-20080206-00088.

Respectfully submitted,



Jeffrey D. Katz, Esq.

For the Law Offices of Jeffrey D. Katz, P.C.
4733 Bethesda Avenue, Suite 345
Bethesda, Maryland 20814
Telephone: (301) 913-2948
Fax: (301) 951-0147

Dated: May 28, 2008

Counsel to **Phonetime, Inc.,
Symphony Holdings, Inc., and
Symphony Telecommunications, Inc.**

Exhibit 4: Copy of original STA Application

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

In the Matter of)
Phonetime, Inc.)

Transferee)

Symphony Holdings, Inc.)

Transferor)

Symphony Telecommunications, LLC)

Licensee)

Application for authority pursuant to)
Section 214 of the Communications Act)
of 1934, as amended, for Special)
Temporary Authority to operate as an)
international facilities-based and resale)
carrier.)

File No. ITC-T/C-_____

SPECIAL TEMPORARY AUTHORITY

Phonetime, Inc. (“Phonetime”), Symphony Holdings, Inc. (“SHI”) and Symphony Telecommunications, LLC (“Telecom”) hereby request Special Temporary Authority pursuant to Section 214 of the Communications Act of 1934, as amended, 47 U.S.C. § 214 (the “Act”), to continue operating under the authority granted by the Commission under Section 214 of the Act in File No. ITC-214-20041201-00472 E. The Applicants have previously submitted a Section 214 Application pursuant to Section 63.24(e) of the Commission’s Rules, 47 C.F.R. § 63.24(e) in File No. ITC-T/C-20080206-00088. This request for Special Temporary Authority is required because the underlying transfer described in the Section 214 Transfer of Control Application has closed, prior to receipt of permission from the Commission. Special Temporary Authority should be granted because such a transfer will not occur again without prior Commission authority. In

addition, the public interest is best served by authorizing the transfer and allowing the Applicants to provide high-quality, low-cost and efficient service to its customers.

I. THE PARTIES

A. Symphony Telecommunications, LLC (FRN: 0012237519) and Symphony Holdings, Inc. (FRN: 0017604133)

Telecom was a privately-held Delaware Limited Liability Company (“LLC”) located at 11439 Stone Mill Court, Oakton, VA 22124. Founded in 2002, Telecom is a leading provider of Global Resale Service. Telecom purchases excess international bandwidth and resells to other telecommunications companies. Telecom’s customers are U.S. and international long-distance companies who purchase the bandwidth capacity Telecom has to foreign markets.

Telecom was authorized by the Commission under Section 214 of the Act in File No. ITC-214-20041201-00472 E, granted December 3, 2004 to provide international telecommunications services on a global or limited global facilities-based and resale basis. Telecom continues to hold its Commission authorization to provide international services following the transfer of control.

Telecom is 100 percent wholly owned by SHI, a Virginia Corporation located at the same address that functions as a holding company. Prior to the closing of the transaction, the following groups owned 10 percent or more of the equity or voting interests in SHI:

Name: Torge Dennen
Address: 83 Grove Street, Belmont, MA 02478
Citizenship: United States
Percentage Owned: 50%
Principal Business: Dennen owned 50% of the common stock of Symphony Holdings prior to the Acquisition.

Name: Trevor Dearman
Address: 11439 Stone Mill Court, Oakton, VA 22124
Citizenship: United States
Percentage Owned: 50%
Principal Business: Dearman owned 50% of the common stock of Symphony Holdings prior to the Acquisition.

B. Phonetime, Inc. (FRN: 0017390402)

Phonetime, a Canadian company, is located at 3035 Wharton Way Mississauga, Ontario, Canada L4X 2B4. Phonetime is a leading provider of long-distance services in Canada. Licensed as a Class A, International Carrier by the CRTC, Phonetime operates one of the largest and most advanced private telecommunications networks in Canada with 36 points-of-presence across the country, effectively offering on-net service to approximately 85 percent of Canada's population plus off-net to the rest of Canada. Phonetime's balanced portfolio of services includes retail products for individual consumers and businesses as well as wholesale long distance call delivery to large and small domestic and international carriers, offering both pre-paid and post-paid services. Phonetime has not previously filed or sought Section 214 approval as its operations are based in Canada.

II. THE TRANSACTION

The current transaction between Symphony Holdings, Inc. and Phonetime, Inc. was completed on December 18, 2007. Trevor Dearman and Torge Dennen each held five thousand (5000) shares of Symphony Holdings, Inc. They sold these to Phonetime, Inc. for a total cash payment of \$14,190,000. This was completed before the receipt of permission from the Commission.

III. EXPLANATION FOR FAILURE TO RECEIVE CONSENT

The Applicants did not request prior consent from the Commission due to a misinterpretation of the rules. The Canadian Party, Phonetime, had no experience with the FCC or its rules and procedures. The U.S. Parties, Telecom and SHI, while having had prior dealings with the FCC, were not aware of their obligations to notify and await consent from the Commission. Both parties were operating under the assumption that they were entitled to automatic streamlined procedures under 47 C.F.R. § 63.01 because both before and after the transaction, none of the parties were dominant or held more than 10% market share in the interstate, interexchange services market. The U.S. parties are very small and handle a tiny fraction of the international resale telecommunications market. The Canadian party is not a dominant player, as described in the Streamlining Order, 47 C.F.R. 63.03 and 63.12. As such, they believed that following the transaction the Commission merely needed to be notified within thirty-one (31) days of closing. It is for this reason that the Applicants did not request and receive consent from the Commission prior to closing the transfer of control.

IV. STEPS AND MEASURES TAKEN

The Applicants are now informed of their responsibilities and commit themselves to seeking prior consent before any future transfer of the 214 Authorization. Executives and Counsel for Phonetime have been fully advised of the Commission's rules and procedures regarding the Section 214 Authorization, and will seek advice from their contact at the Commission's International Policy Division, Sumita Mukovyy, before any future actions are taken.

V. PUBLIC INTEREST STATEMENT

The transfer of control described herein will serve the public interest. Indeed, Phonetime and Symphony will be able to pool their resources and have access to larger quantities of bandwidth to resell to their customers, large long-distance providers. This will allow for Phonetime and Symphony to continue to offer less expensive services, better enabling the businesses to serve both international and domestic customers. With the assistance and expertise of Phonetime, Telecom will be better able to serve its domestic U.S. customers with their international communications needs at lower costs. Although Symphony will be strategically and operationally integrated within Phonetime, the day-to-day management of Symphony will continue seamlessly.

At the same time, the proposed transaction does not present any anti-competitive issues. The transaction will be completely transparent to customers. Symphony will continue to provide high-quality communications services to its customers without interruption and without change in rates, terms or conditions. Furthermore, the transaction will not have a negative impact on competition. No existing or potential competitors will be eliminated as a result of the proposed transaction. To the contrary, the proposed transaction will strengthen the ability of Symphony to compete in the U.S. market, and will further the Commission's policies favoring increased competition and greater diversity and quality of services. This will enable both Phonetime and Symphony to be more effective competitors in the markets in which they operate, which will further benefit customers by bringing a diversity of services at competitive prices.

**VI. INFORMATION REQUESTED BY ONLINE SPECIAL TEMPORARY
AUTHORITY APPLICATION**

In support of this Application, the Applicants submit the following information pursuant to Section 63.24(e) of the Commission's Rules, including the information requested in Section 63.18, 47 C.F.R. §§ 63.24(e), 63.18:

- (a) Name, address and telephone number of the Applicants:
Symphony Telecommunications, LLC (licensee)
11439 Stone Mill Court
Oakton, VA 22124
Tel: (703) 476-6044

Symphony Holdings, Inc. (transferor)
11439 Stone Mill Court
Oakton, VA 22124
Tel: (703) 476-6044

Phonetime, Inc. (transferee)
3035 Wharton Way
Mississauga, Ontario, Canada L4X 2B4
Tel: (+1) 905-629-2606

- (b) SHI is a corporation organized under the laws of the State of Virginia. Telecom is a limited liability company organized under the laws of the State of Delaware. Phonetime is a corporation organized under the laws of Canada.

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

For Symphony Telecommunications, LLC and Symphony Holdings, Inc.:

Jeffrey D. Katz, Esq.
Managing Attorney
The Law Offices of Jeffrey D. Katz, P.C.
4733 Bethesda Avenue, Suite 345
Bethesda, MD 20814
Telephone: (301) 913-2948
Facsimile: (301) 951-0147
Email: Jeffrey@JDKatz.com

For Phonetime:

Jeffrey D. Katz, Esq.
Managing Attorney
The Law Offices of Jeffrey D. Katz, P.C.
4733 Bethesda Avenue, Suite 345

Bethesda, MD 20814
Telephone: (301) 913-2948
Facsimile: (301) 951-0147
Email: Jeffrey@JDKatz.com

- (d) Symphony is authorized by the Commission in File No. ITC-214-20041201-00472 E, granted December 3, 2004 to provide international telecommunications services on a global or limited global facilities-based and resale basis. Phonetime does not currently hold Section 214 authority.

(e)(3) N/A

(g) N/A

- (h) Following the transaction described herein, SHI became a 100 percent wholly-owned subsidiary of Phonetime, a Canadian company located at 3035 Wharton Way Mississauga, Ontario, Canada L4X 2B4. Phonetime's principal business is telecommunications. SHI functions as a holding company for Telecom.

The following entities and individuals own 10 percent or more of the equity or voting interest in Phonetime:

Name: Creslin, Ltd.

Address: 10/8 International Commercial Centre, Casemates Square, Gibraltar

Citizenship: Gibraltar

Principal Business: Investment

Percentage of Equity in Phonetime: 10%

No other person or entity holds 10 percent or more of the equity or voting interests in Phonetime.

Creslin, Ltd. is owned by the Yesil Trust, for the benefit of Emil and Engin Yesil. The Trust is established under the laws of Gibraltar, and Emil and Engin Yesil are Turkish citizens.

- (i) As evidenced by the signature to this Application, Phonetime certifies that it is not affiliated with foreign carriers, as that term is defined by Section 63.09 of the Commission's rules. Phonetime itself is a foreign carrier. Phonetime has a market share of less than 50 percent in the international transport and the local access markets in the markets in which they operate and therefore are presumptively non-dominant and lacking in market power.¹ The foreign carrier affiliates are set forth below:

Destination Country

Foreign Carrier Affiliate

¹ See 47 C.F.R. §§ 1.767(k)(2), 63.12(c)(1), 63.10(a)(3).

None

None

(j) As evidenced by the signatures to this Application, the Applicants certify that (i) Phonetime is a foreign carrier; (ii) Phonetime does not control any other foreign carriers; (iii) No entity that holds greater than 25 percent ownership interest in Phonetime controls any foreign carriers; and (iv) Phonetime does not seek to provide any international telecommunications services to any destination for which two or more foreign carriers (or parties that control foreign carriers) own, in the aggregate, more than 25 percent of Phonetime (except as disclosed herein) or are parties to, or the beneficiaries of, a contractual relation affecting the provisions or marketing or international basic telecommunications services in the United States.

(k) All the countries listed in (j) above are members of the World Trade Organization.

(l) Each of the foreign carrier affiliates post-close holds less than 50 percent market share in the international transport and local access markets in their respective countries. Accordingly, these foreign carrier affiliates lack market power, and Phonetime is entitled to a presumption of non-dominant treatment.

(m) See response to (l) above.

(n) As evidenced by the signatures to this Application, the 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 that they will not enter into such agreements in the future.

(o) As evidenced by the signatures to this Application, the Applicants certify, pursuant to Sections 1.2001 through 1.2003 of the Commission's Rules, that they are not subject to a denial of Federal benefits pursuant to Section 5301 of the Anti-Drug Abuse Act of 1988.

VII. CONCLUSION

Based on the foregoing, the Applicants respectfully submit that the public interest, convenience, and necessity would be furthered by grant of this Special Temporary Authority. This request for Special Temporary Authority should be taken into consideration in conjunction with the previously submitted 214 Transfer of Control Application, File No. ITC-T/C-20080206-00088.

Respectfully submitted,

Jeffrey D. Katz, Esq.
For the Law Offices of Jeffrey D. Katz, P.C.
4733 Bethesda Avenue, Suite 345
Bethesda, Maryland 20814
Telephone: (301) 913-2948
Fax: (301) 951-0147

Counsel to **Phonetime, Inc.,**
Symphony Holdings, Inc., and
Symphony Telecommunications, Inc.

Dated: March __, 2008