

**REQUEST FOR SPECIAL TEMPORARY AUTHORITY**

**ATTACHMENT 1**

**ANSWER TO QUESTION 10**

Next Angel LLC (“Next Angel”), hereby requests expedited Special Temporary Authority (“STA”) for a period of sixty (60) days to allow Next Angel to continue providing service to the customers of STi Prepaid, LLC (“STi Prepaid”) pending approval of the application filed for assignment of STi Prepaid’s international and domestic Section 214 authority to Next Angel. Next Angel and STi Prepaid respectfully request that the Commission grant this STA request as soon as possible, and not later than February 1, 2013, to allow Next Angel to continue to provide uninterrupted service to STi Prepaid’s current customers.

As explained in the pending assignment application, Next Angel seeks Commission consent to the assignment of the international and domestic Section 214 authorizations held by STi Prepaid to Next Angel. STi Prepaid and its sister company, STi Telecom Inc., are currently in bankruptcy and will soon be unable to provide telecommunications services to customers.

It is contemplated that an Asset Purchase and Sale Agreement will, subject to the approval of the Bankruptcy Court, be executed by Next Angel (“Purchaser”) and Vivaro Corporation; STi Prepaid, LLC; Kare Distribution, Inc.; STi Telecom Inc.; TNW Corporation; STi CC I, LLC; and STi CC II, LLC (collectively, the “Sellers”). Each Seller is a debtor-in-possession under title 11, of the United States Code, 11 U.S.C. §§ 101 - 1532 (as amended, the “Bankruptcy Code”), and filed a voluntary petition for relief under chapter 11 of the Bankruptcy Code on September 5, 2012 (the “Petition Date”), in the United States Bankruptcy Court for the Southern District of New York (the “Bankruptcy Court”) and the Sellers’ cases are jointly administered under case number 12-13810 (MG) (collectively, the “Bankruptcy Cases”). On November 21, 2012, the Bankruptcy Court entered an Order Approving (A) Bidding Procedures In Connection With Sale of All of the Debtors’ Assets, (B) Stalking Horse Bid Protections, (C) Form and Manner of Notice of Sale Hearing, and (D) Such Other and Further Relief As the Court Deems Just and Equitable (the “Bidding Procedures Order”). On December 19, 2012, the Bankruptcy Court entered an Amended Order Approving (A) Bidding Procedures In Connection With Sale of All of the Debtors’ Assets, (B) Stalking Horse Bid Protections, (C) Form and Manner of Notice of Sale Hearing, and (D) Such Other and Further Relief As the Court Deems Just and Equitable (the “Amended Bidding Procedures Order” and together with the Bidding Procedures Order, the “Bidding Procedures Orders”). The parties intend to enter into the Purchase Agreement and consummate the transactions contemplated thereby under the Bidding Procedures Orders and in accordance with sections 105, 363, 365 and 1123 of the Bankruptcy Code.

If the sale to Next Angel is not consummated within the next week, it is expected that STi Prepaid’s business will run out of cash and be forced into liquidation. Next Angel, through its ownership by Next Communications, Inc. (“Next Communications”), Angel Telecom (USA) Inc. (“Angel Telecom”), and Marcatel Telecommunications, LLC (“Marcatel”), has the financial and

technical capabilities to provide continued and even improved service to STi Prepaid's existing customers.

Next Angel acknowledges that grant of its request for Special Temporary Authority will not prejudice action by the Commission, or other reviewing agencies, on the underlying Section 214 assignment application. Next Angel also acknowledges that any authority granted pursuant to this request is subject to cancellation or modification upon notice, but without a hearing.

**ANSWER TO QUESTION 12**

**Section 63.18(i):**

Next Angel is not a foreign carrier, but through its ownership by Next Communications, Angel Telecom, and Marcatel, is affiliated with the following foreign carriers:

- ATSI Comunicaciones SA de CV, a telecommunications company in Mexico.
- Marcatel Com, S.A. de C.V. ("Marcatel Mexico") is a Mexican long distance and international carrier.
- Angel Telecom AG, a telecommunications company in Switzerland, provides international call services through a VoIP network.
- Connexcom AG provides prepaid calling services in Switzerland.

Next Angel has no other foreign carrier affiliations.

**Section 63.18(j):**

Pursuant to Section 63.18(j) of the Commission's rules, 47 C.F.R. § 63.18(j), Next Angel certifies that it is not a foreign carrier but that will provide service to Mexico, where it is affiliated with foreign carriers ATSI Comunicaciones SA de CV and Marcatel Mexico and Switzerland, where it is affiliated with foreign carriers Angel Telecom AG and Connexcom AG.

**Section 63.18(k):**

Mexico and Switzerland are WTO member countries.

**Section 63.18(l):**

Pursuant to Section 63.10 of the Commission's rules, 47 C.F.R. § 63.10, Next Angel qualifies for non-dominant classification on the route between the United States and Mexico because ATSI Comunicaciones SA de CV and Marcatel Mexico have no market power in Mexico. *See id.* § 63.10(a)(3). ATSI Comunicaciones SA de CV provides wholesale national and international long distance services in Mexico. ATSI Comunicaciones SA de CV lacks 50 percent market

share in the international transport and the local access markets in Mexico. Marcatel Mexico is a competitive long distance and international carrier in Mexico, with less than a two percent market share. The Commission has previously found that “Marcatel [Mexico] has a limited market share, no market power, and a lack of control over bottleneck services or facilities.”<sup>1</sup> This remains true today.

Next Angel also qualifies for non-dominant classification on the route between the United States and Switzerland because Angel Telecom AG and Connexcom AG have no market power in Switzerland. *See id.* § 63.10(a)(3). Both of these companies lack 50 percent market share in the international transport and the local access markets in Mexico.

Moreover, ATSI Comunicaciones SA de CV, Marcatel Mexico, Angel Telecom AG and Connexcom AG are not listed on the Commission’s List of Foreign Telecommunications Carriers that Are Presumed to Possess Market Power in Foreign Telecommunications Markets.<sup>2</sup> As such, Next Angel is presumptively classified as non-dominant on the U.S.-Mexico route and the U.S.-Switzerland route.

**Section 63.18(m):**

See response to Section 63.18(l).

**ANSWER TO QUESTION 13**

See response to Question 12.

**ANSWER TO QUESTION 14**

See response to Question 12.

**ANSWER TO QUESTION 16**

**Section 63.18(d):**

Next Angel does not hold any international Section 214 authorizations. Next Angel has three direct owners: Next Communications, Inc. (“Next Communications”), Angel Telecom (USA) Inc. (“Angel Telecom”), and Marcatel Telecommunications, LLC (“Marcatel”). Next Communications holds an international Section 214 authorization to provide global facilities-

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<sup>1</sup> *Progress International, L.L.C.; Application for Global Authorization Pursuant to Section 214 of the Communications Act of 1934, as Amended, to Resell International Communications Services*, Order, Authorization and Certificate, 12 FCC Rcd 9799 (1997).

<sup>2</sup> *The International Bureau Revises and Reissues the Commission’s List of Foreign Telecommunications Carriers that Are Presumed to Possess Market Power in Foreign Telecommunications Markets*, Public Notice, DA 07-233 (Jan. 26, 2007).

based and resold services, File No. ITC-214-19990107-00014. Marcatel has a pending application for authority to provide global resale services, File No. ITC-214-20120913-00230.

**Section 63.18(e)(3):**

Next Angel is not applying for authority to acquire facilities or to provide services not covered by Sections 63.18(e)(1) and (e)(2) of the Commission's rules, nor is it seeking additional authority under Section 63.18(e)(3).

**Section 63.18(g):**

Not applicable.

**ATTACHMENT 2**

**ANSWER TO QUESTION 15**

**Ownership:**

**Direct Ownership:**

The following individuals have a direct ten percent or greater direct ownership interest in assignee, Next Angel:

Direct Shareholder Name: Next Communications, Inc.  
Address: 100 North Biscayne Blvd., 9th Floor,  
Miami, FL 33132  
Citizenship: United States  
Principal Business: Telecommunications  
Percentage Equity and Voting Ownership in Next Angel: 45%

Direct Shareholder Name: Angel Telecom (USA) Inc.  
Address: c/o WUERSCH & GERING LLP  
100 Wall Street, 10th Fl.  
New York, NY 10005  
Citizenship: United States  
Principal Business: Telecommunications  
Percentage Equity and Voting Ownership in Next Angel: 40%

Direct Shareholder Name: Marcatel Telecommunications, LLC  
Address: 10190 Katy Freeway, Suite 410  
Houston, TX 77043  
Citizenship: United States  
Principal Business: Telecommunications  
Percentage Equity and Voting Ownership in Next Angel: 15%

**Indirect Ownership:**

**Next Communications Ownership:**

Indirect Shareholder Name: Arik Meimoun  
Address: 450 Alton Road, No 1102, Miami Beach, Florida 33139  
Citizenship: United States  
Principal Business: Telecommunications  
Attributable Equity and Voting Ownership in Next Angel: 22.5%

Indirect Shareholder Name: Engin Yesil  
Address: 40 Star Island Drive, Miami Beach, Florida 33139

Citizenship: Turkey  
Principal Business: Real Estate  
Attributable Equity and Voting Ownership in Next Angel: 16.65%

Angel Telecom Ownership:

Indirect Shareholder Name: Angel Telecom Holding AG  
Address: Blegistrasse 11a,  
CH-6340 Baar, Switzerland  
Citizenship: Switzerland  
Principal Business: Holding Company  
Attributable Equity and Voting Ownership in Next Angel: 40%

Indirect Shareholder Name: Angel Telecom Corporation  
Address: Blegistrasse 11a,  
CH-6340 Baar, Switzerland  
Citizenship: United States  
Principal Business: Holding Company  
Attributable Equity and Voting Ownership in Next Angel: 40%

Marcatel Ownership:

Indirect Shareholder Name: IXC International LLC  
Address: 10190 Katy Freeway, Suite 410  
Houston, TX 77043  
Citizenship: United States  
Principal Business: Holding Company  
Attributable Equity and Voting Ownership in Next Angel: 15%

Indirect Shareholder Name: Telecom Overseas C.V. (“TOCV”)<sup>3</sup>  
Address: AJ Emstraat 199  
Amsterdam, Netherlands  
Citizenship: Netherlands  
Principal Business: Holding Company  
Attributable Equity and Voting Ownership in Next Angel: 15%

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<sup>3</sup> TOCV has one general partner: Stichting Jarda which is a Dutch foundation. Stichting Jarda owns less than a one percent (1 %) interest in TOCV. The address of Stichting Jarda is Baarerstrasse 75 CH-6300, Zug, Switzerland. TOCV has one limited partner: Gustavo Mario de la Garza Ortega, a citizen of Mexico whose principal business is his work as a telecommunications executive. Mr. De la Garza Ortega owns more than a ninety-nine percent (99%) interest in TOCV. The address of Mr. De la Garza Ortega is Avenida San Jeronimo 210 Poniente, Colonia San Jeronimo, Monterrey, Nuevo Leon.

No other individual or entity will hold a ten percent or greater ownership interest in Next Angel.

**Interlocking Directorates:**

Through its ownership by Next Communications, Next Angel will have the following interlocking directorates:

- Arik Meimoun, the Chief Executive Officer of Next Communications, is the General Manager of ATSI Comunicaciones SA de CV, a telecommunications company in Mexico.

Through its ownership by Angel Telecom, Next Angel will have the following interlocking directorates:

- Peter Waneck, President and CEO of Angel Telecom (USA) Inc., is the Chief Executive Officer of Angel Telecom AG, a telecommunications carrier in Switzerland.

Through its ownership by Marcatel, Next Angel will have the following interlocking directorates:

- Gustavo Mario de la Garza Ortega is the President and Secretary of Marcatel, and a director of Marcatel Com, S.A. de C.V. ("Marcatel Mexico"), a Mexican long distance and international carrier.
- Gustavo Mario de la Garza Flores is the Chief Executive Officer of Marcatel and the Sales & Marketing Director of Marcatel Mexico.
- Roberto Xavier Margain Santos is the Secretary and Agent of Marcatel and the Chief Financial Officer of Marcatel Mexico.