

Streamlined ITC-STA-20140128-00028
IB2014000156

iTalk, Inc.

BINGHAM

Re: iTalk-KK6-2014 0128-00031

January 28, 2014

Via Overnight Delivery and IBFS

Marlene H. Dortch, Secretary
Office of the Secretary
Federal Communications Commission
445 12th Street, SW
Washington, DC 20554

Re: *ITG, Inc., Assignor and iTalk, Inc., Assignee*
Request for Special Temporary Authority

Dear Ms. Dortch:

ITG, Inc. ("ITG" or "Assignor") and iTalk, Inc. ("iTalk" or "Assignee") (collectively, the "Applicants"), through undersigned counsel and pursuant to Section 214 of the Communications Act, as amended, 47 U.S.C. § 214, and Section 63.24 of the Commission's Rules, 47 C.F.R. § 63.24, respectfully request Special Temporary Authority ("STA") for the assignment of domestic and international 214 authorization and assets from ITG, Inc., a non-dominant international service carrier, to iTalk, Inc. (the "Transaction").¹ Applicants respectfully request that the Commission grant this STA request as soon as possible to permit continued operations by iTalk.

On June 5, 2013, ITG entered into an asset purchase agreement (the "Agreement") with iTalk, pursuant to which in exchange for \$300,000, among other things, ITG sold all rights and interests to and in all of the customers of ITG to iTalk. The Transaction also resulted in the assignment of ITG's blanket domestic 214 authority pursuant to 47 C.F.R. § 63.01, and international 214 authority to operate as a global or limited global resale carrier pursuant to File No. ITC-214-20090416-00200 granted on June 5, 2009. Further details describing the transaction and parties are included in the underlying domestic and international applications filed (jointly) concurrently herewith and attached hereto as Exhibit A (the "Applications").

Unfortunately, the Applicants did not seek timely Commission approval of the transaction. The oversight was inadvertent and unintentional. At the time of the transaction, Applicants, lacking advice from communications counsel on this very small transaction, were not aware of the obligation to request Commission approval of the assignment of authorizations held by ITG. As soon as this noncompliance came to the Applicants' attention, Applicants took steps to remedy the noncompliance to the extent

¹ Just prior to the Transaction, ITG, Inc. was named WON, Inc. For purposes of simplicity, this STA and the accompanying Applications refer to the company's name as "ITG, Inc.," even though the filings on record with the FCC are under its former name, WON, Inc. Thus, the company herein notifies the Commission of the company's name change from WON, Inc. to ITG, Inc.

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Granted FEB 12 2014
Policy Division
International Bureau
date: APR 14, 2014
authorized by: Chief, Policy Div. IB
signature: James L. RPD
Applicant acknowledged the conditions of STA.

MODE = MEMORY TRANSMISSION

START=FEB-24 15:13

END=FEB-24 15:14

FILE NO.=848

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

INTERNATIONAL BUREAU

Policy Division

FAX SHEET

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DATE: 2/24/14
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SPECIAL INSTRUCTIONS: 2 Talk
14054-20140128-00028 / 140-ASG-20140128-00031
