

Categories of Services for 214 Applications
(Streamline/Non-streamline)

- ASSIGNMENT OF LICENSE
- GLOBAL FACILITIES-BASED SERVICE
- GLOBAL FACILITIES-BASED/GLOBAL RESALE SERVICE
- GLOBAL RESALE SERVICE
- INDIVIDUAL FACILITIES-BASED SERVICE
- INTERCONNECTED PRIVATE LINE RESALE SERVICE
- LIMITED GLOBAL FACILITIES-BASED SERVICE/LIMITED GLOBAL RESALE SERVICE
- LIMITED GLOBAL FACILITIES-BASED SERVICE
- LIMITED GLOBAL RESALE SERVICE
- INMARSAT AND MOBILE SATELLITE SERVICE
- SWITCHED RESALE SERVICE
- TRANSFER OF CONTROL
- SUBMARINE CABLE LANDING LICENSE
- INTERNATIONAL SPECIAL PROJECT

214 pending - 00671 per 10/7/98

Description of Application: _____

READ INSTRUCTIONS CAREFULLY BEFORE PROCEEDING

FEDERAL COMMUNICATIONS COMMISSION REMITTANCE ADVICE

17 JUL 1 2000 FROM MELLON OCT 06 1998

PAGE NO. 1 OF 1

SPECIAL USE FCC USE ONLY FCC/MELLON SEP 18 1999

(11) LOCKBOX #

SECTION A - PAYER INFO

(2) PAYER NAME (if paying by credit card, enter name exactly as it appears on your card) Donelan, Cleary, Wood & Maser, P.C. (4) STREET ADDRESS LINE NO. 1 1100 New York Avenue, N.W. Suite 750 West (5) STREET ADDRESS LINE NO. 2

Streamlined ITC-T/C-19981006-00707 AMERICAN SAMOA LICENSE, INC. BLUE SKY COMMUNICATIONS

(9) CITY Washington (10) STATE D.C. (10) COUNTRY CODE (if not in U.S.A.) (3) DAYTIME TELEPHONE NUMBER (include area code) (202) 371-9500

(7) STATE D.C. (10) COUNTRY CODE (if not in U.S.A.) 20005

IF PAYER NAME AND THE APPLICANT NAME ARE DIFFERENT, COMPLETE SECTION B IF MORE THAN ONE APPLICANT, USE CONTINUATION SHEETS (FORM 159-C)

SECTION B - APPLICANT INFORMATION

(11) APPLICANT NAME (if paying by credit card, enter name exactly as it appears on your card) American Samoa License, Inc (12) STREET ADDRESS LINE NO. 1 6120 Windward Parkway Suite 200 (13) STREET ADDRESS LINE NO. 2

(14) CITY Alpharetta (17) DAYTIME TELEPHONE NUMBER (include area code) (770) 752-7033

(15) STATE GA (16) COUNTRY CODE (if not in U.S.A.) (15) ZIP CODE 30005

COMPLETE SECTION C FOR EACH SERVICE, IF MORE BOXES ARE NEEDED, USE CONTINUATION SHEETS (FORM 159-C)

SECTION C - PAYMENT INFORMATION

(18A) FCC CALL SIGN/OTHER ID (20A) PAYMENT TYPE CODE (PTC) C U T (21A) QUANTITY 1 (22A) FEE DUE FOR (PTC) IN BLOCK 20A \$ 780.00 (23A) FCC CODE 1 (20B) PAYMENT TYPE CODE (PTC) (21B) QUANTITY (22B) FEE DUE FOR (PTC) IN BLOCK 20B (23B) FCC CODE 2 (20C) PAYMENT TYPE CODE (PTC) (21C) QUANTITY (22C) FEE DUE FOR (PTC) IN BLOCK 20C (23C) FCC CODE 1 (20D) PAYMENT TYPE CODE (PTC) (21D) QUANTITY (22D) FEE DUE FOR (PTC) IN BLOCK 20D (23D) FCC CODE 1 (20E) PAYMENT TYPE CODE (PTC) (21E) QUANTITY (22E) FEE DUE FOR (PTC) IN BLOCK 20E (23E) FCC CODE 1

FCC USE ONLY

SECTION D - TAXPAYER INFORMATION (REQUIRED)

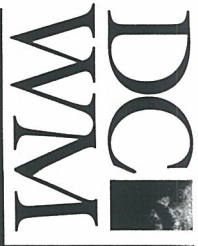
(25) PAYER TIN 0521192912 APPLICANT TIN 0582375813

SECTION E - CERTIFICATION

(27) CERTIFICATION STATEMENT I, DONALD J. EVANS, certify under penalty of perjury that the foregoing and supporting information are true and correct to the best of my knowledge, information and belief. SIGNATURE [Signature]

SECTION F - CREDIT CARD PAYMENT INFORMATION

(28) MASTERCARD MASTERCARD/VISA ACCOUNT NUMBER: AUTHORIZED SIGNATURE DATE



DONELIAN CLEARLY
WOOD & MASER, P.C.

September 17, 1998

Chief
International Bureau
Federal Communications Commission
Washington, DC 20554

Re: Consolidated Application for Section 214 Certificate
to Provide International Service and to Transfer
Control of Such Certificate.

Dear Madame:

Transmitted herewith is an application for new Section 214 authority to provide non-dominant international service. As explained in the application, it is also anticipated that control of the applicant will transfer in the next sixty days (after approval is obtained from other FCC licensing authorities). Accordingly, in order to avoid an interruption or delay in service and to ensure consistency, this application also seeks approval for the same authority to transfer control which is being sought in the Wireless Bureau.

The requisite fee of \$780.00 is attached.

Please contact the undersigned should you have any questions regarding this matter.

Yours truly,

Donald J. Evans

Enclosures

ATTORNEYS AND COUNSELORS AT LAW

1100 New York Avenue, Suite 750, N.W., Washington, D.C. 20005-3934, Tel: 202-371-9500, Fax: 202-371-0900

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

In regards to Application of)
American Samoa License, Inc.)
For a Certificate under § 214 to)
Provide international Service)
File No. _____)
and)
For authority under § 214 to Transfer)
Control of American Samoa License, Inc.)

APPLICATION FOR GLOBAL RESALE AUTHORITY UNDER § 214

This application requests seeks authority under § 214 of the Communications Act of 1934, as amended and Section 63.18 of the Commission's rules, for American Samoa License, Incorporated ("ASL") to operate an international line of communications between points in the United States including American Samoa, and foreign points. At the same time, because a transfer of control of ASL is contemplated in the next ninety to one hundred days, authority is requested for the transfer of control of ASL from its parent's current ownership to Stanford Financial Group Co.¹ Pertinent information for both requested approvals, as required by Part 63 of the rules, is provided below.

- I. New Certificate for ASL
- (a) American Samoa License, Incorporated
Lafou Shopping Center Nu' u' uli Village
P.O. Box 478
Pago Pago, American Samoa 96799
Phone: 011 684 699 6589
- (b) ASL is organized as a corporation under the laws of the Trust Territory of American Samoa.

¹ This transfer of control cannot occur until the Commission approves a separately pending application, submitted August 21, 1998, seeking approval by the Wireless Telecommunications Bureau of the transfer of control of ASL's authorization.

(c) Points of contact:

David D. Lasler (President)
c/o TWS
6120 Windward Parkway
Alpharetta, GA 30005
Phone: (770) 752-7033

William J. Sill (Legal Counsel)
Donelan, Cleary, Wood & Maser, P.C.
1100 New York Avenue, N.W.
Suite 750 West
Washington, D.C. 20005

(d) The applicant has not previously been authorized under § 214 to provide service.

(e) The applicant requests authority to operate as a non-dominant resale carrier pursuant to the terms and conditions of § 63.18(e)(2) to provide international basic switched, private line, data, television and business service to all international points in compliance with the limitations set forth in § 63.18(e)(2)(ii).

(f) Not applicable

(g) Not applicable

(h) ASL certifies that it is not a foreign carrier and has no affiliation with any foreign carrier. It has no affiliation with any U.S.-based carrier whose facilities it proposes to resell.

ASL's sole shareholder is:

American Samoa Telecom, L.L.C. (a Georgia limited liability co.) ("AST")
6120 Windward Parkway
Suite 200
Alpharetta, GA 30005

AST's principal business is acquiring and operating telecommunications systems.

AST is an 85 % subsidiary of Telecom Wireless Solutions, Inc., a Delaware corporation with principal offices located at 6120 Windward Pkwy., Ste. 200, Alpharetta, GA 30005 ("TWS"). Communications International Corporation, a Washington corporation with principal offices at 717 West Sprague Avenue, Ste. 1600, Spokane, WA 99204-0466, holds 15% interest in AST.

(1) TWS' primary businesses are:

(a) providing quality radio frequency ("RF") engineering, network design, project management and financial services to the wireless telecommunications industry.

(b) software distribution and development with its "Bulletin™" short messaging services (SMS) product line, and

(c) the purchase of equity interests in selected personal communications services (PCS) properties and the planning, design, build out and operation of their PCS networks, through affiliates such as Filer.

(2) TWS has issued and outstanding two classes of voting common stock, each with the same rights and privileges: Class A and Class B

David D. Lasier, c/o TWS, 6120 Windward Pkwy., Ste. 200, Alpharetta, GA 30005 holds approximately 23.9% of TWS' issued and outstanding Class A and B common stock (US citizen).

Stanford International Bank Ltd ("SIB"), 5050 Westheimer, Houston, TX 77056 holds approximately 14.4% of TWS' issued and outstanding Class A and B common stock (non-US company); an affiliate of SIB, Bank of Antigua, St. Johns, Antigua (non-US company), holds approximately an additional 1.2% of TWS' issued and outstanding Class A and B common stock.

Class B Common stock

The following entity holds 10% or more of TWS' issued and outstanding Class B common stock:

Allen Telecom Inc., 25101 Chagrin Blvd., Beachwood, OH, holds approximately 13% of TWS' issued and outstanding Class B common stock (US corporation)

The names and addresses of TWS' President and directors are as follows:

President and Director: David D. Lasier, c/o TWS, 6120 Windward Pkwy, Alpharetta, GA 30005

Director: Hugh Sawyer, President, National Linen Services, Inc., 1420 Peachtree St., NE, Atlanta, GA 3030-3002;

Director: Gary Scheier, c/o TWS, 778 Frontage Road, Ste. 121, Northfield, IL 60093;

Director: James M. Davis, Chief Financial Officer
Stanford Financial Group
5050 Westheimer
Houston, TX 77056

Director: Thomas Wardell, Esq., Long Aldridge Norman LLP,
303 Peachtree Street, Atlanta, GA 30308.

Director: Dean Harwood, President, Gelber Securities, Inc.
141 W. Jackson Blvd.
Suite 1310A
Chicago, IL 60604

Director:

Michael Lisogurski, Executive Vice President, Bell
Canada International Inc.
100 rue de la Gauchetiere ouest
#1100
Montreal, Quebec, Canada H3B 4Y8

(i) ASL certifies that it has 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 sufficient market power on the foreign end of the route to affect competition adversely in the U.S. market, and it will not enter into such agreements in the future.

(j) No party to this application is subject to a denial of federal benefits pursuant to Section 5301 of the Anti-Drug Abuse Act of 1988.

(k) This application seeks streamlined processing pursuant to Section 63.12 of the rules. The applicant is a non-dominant resale carrier and none of the exceptions set forth in Section 63.12 (c) apply.

II. Transfer of Control of ASL

ASL is the licensee of a PCS system in American Samoa. An application to transfer control of ASL has been filed with the Commission and is expected to be processed and granted in due course. Since ASL desires to provide international service in addition to PCS service, this application for a new § 214 certificate and for approval to transfer control is being filed contemporaneously with the processing of the PCS transfer of control application.

ASL is wholly owned by American Samoa Telecom, LLC, ("AST"), a Georgia limited liability company. AST is in turn owned by Telecom Wireless Solutions, Inc., ("TWS") which owns an 85% interest and Communications International Corp. ("CIC") which owns a 15% interest. Stanford Financial Group Co. ("Stanford") proposes to convert an outstanding loan to AST into an 8.2% interest in AST. Concurrently with that conversion, Stanford will acquire approximately an additional 55.3% in AST. A company called Gelber Securities, Inc. ("Gelber") will also acquire a 1% interest in AST. When fully diluted, therefore, the ownership interests in AST will be as follows:

Stanford	63.5%
TWS	30.5%
CIC	5%
Gelber	1%

AST will continue to wholly own ASL, the entity for which certification is sought in Part I of this application.

Transferor Data:

Transferee Data:

a) American Samoa Telecom, LLC
6120 Windward Way
Suite 200
Alpharetta, GA 30005
Phone: (770) 752-7033

a) Stanford Financial Group Co.
5050 Westheimer
Stanford Financial Group Bldg.
Houston, TX 77056
Phone: (713) 964-5100

b) Georgia LLC

b) Florida Corporation

c) Contact: David D. Lasier, Chairman,
Board of Managers
6120 Windward Way
Suite 200
Alpharetta, GA 30005
(770) 752-7033

c) Contact: R. Allen Stanford, President
5050 Westheimer
Houston, TX 77056
(713) 964-5100

Counsel: William J. Still
1100 New York Ave., N.W.
Suite 750 West
Washington, D.C. 20005

Counsel: Richard Rubbin, Esq.
Fleischman and Walsh, L.L.P.
1400 16th Street, N.W.
6th Floor
Washington, D.C. 20036
Phone: (202) 939-7900

d) Original certificate for assignor's indirect subsidiary is requested in Part I authority. d) Stanford has no previous § 214

e) The applicant requests authority to operate as a non-dominant resale carrier pursuant to the terms and conditions of § 63.18(e)(5) to provide international basic switched, private line, data television and business service to all international points in compliance with the limitations set forth in § 63.18(e)(2)(ii).

h) Stanford certifies that it is not a foreign carrier and has no affiliation with a foreign carrier. It has no affiliation with a U.S. carrier whose facilities ASL proposes to resell. Stanford is 100% owned by R. Allen Stanford, a U.S. citizen, whose address is 5050 Westheimer, Stanford Financial Group Bldg., Houston, Tx 77056. Stanford's principal business is financial planning and investment management.

i) Stanford certifies that it has 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 sufficient market power on the foreign end of the route to affect competition adversely in the U.S. market and will not enter into such agreements in the future.


j) Stanford certifies that it is not subject to the denial of federal benefits pursuant to Section 5301 of the Anti-Drug Abuse Act of 1988.

Stanford Financial Group Co.

By _____

~~American Samoa License, Incorporated~~

By  David D. Foster, President
American Samoa Telecom, LLC

By  Richard A. Chen, Vice President
General Counsel

h) Stanford certifies that it is not a foreign carrier and has no affiliation with a foreign carrier. It has no affiliation with a U.S. carrier whose facilities ASL proposes to resell. Stanford is 100% owned by R. Allen Stanford, a U.S. citizen, whose address is 5050 Westheimer, Stanford Financial Group Bldg., Houston, Tx 77056. Stanford's principal business is financial planning and investment management.

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j) Stanford certifies that it is not subject to the denial of federal benefits pursuant to Section 5301 of the Anti-Drug Abuse Act of 1988.

American Samoa License, Incorporated

By _____
American Samoa Telecom, LLC

By _____

Stanford Financial Group Co.

By *Jessie N. Suarez*
Volanda M. Suarez
Secretary