

Categories of Services for 214 Applications
(Streamlined/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

Description of Application: _____



210 N. Park Ave.
 Winter Park, FL
 32789

November 3, 1998
Overnight

Secretary
 Federal Communications Commission
 Common Carrier International
 P.O. Box 358115
 Pittsburgh, PA 15251-5115

Tel: 407-740-8575
 Fax: 407-740-0613
 tmi@tminc.com

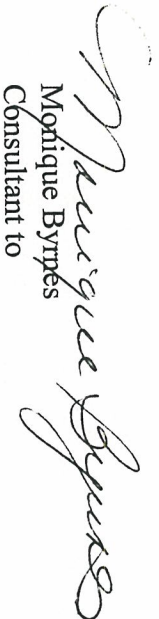
Re: Application of Intercontinental Communications Group, Inc. for authority to Transfer Control to Fusion Telecommunications International, Inc., pursuant to Section 214 of the Communications Act of 1934

Dear Secretary:

Enclosed for filing are the original and six (6) copies of the above-referenced application of Intercontinental Communications Group, Inc. Also enclosed is a check in the amount of \$780 to cover the filing fee. The company seeks authority to transfer control to Fusion Telecommunications International, Inc.

Please acknowledge receipt of this filing by date stamping one copy of this cover letter and returning it in the enclosed, self-addressed, stamped envelope provided. Thank you for your attention in this matter. Questions regarding this filing should be directed to my attention at (407) 740-8575.

Sincerely,



Monique Byrnes
 Consultant to

Intercontinental Communications Group, Inc.
 Fusion Telecommunications International, Inc.

cc: B. Heitz, Intercontinental
 Chief, Tariff Review Branch
 ITS
 Mellon Bank
 file: Intercontinental- 214
 tms: fec9800

READ INSTRUCTIONS CAREFULLY
BEFORE PROCEEDING

FEDERAL COMMUNICATIONS COMMISSION

APPROVED BY OMB 3060-0589

REMITTANCE ADVICE

PAGE NO. 1 OF 1

SPECIAL USE
FCC USE ONLY

(1) LOCKBOX NO.

SECTION A - PAYER INFORMATION

(2) PAYER NAME (if paying by credit card, enter name exactly as it appears on your card)
INTERCONTINENTAL COMMUNICATIONS GROUP, INC. (3) TOTAL AMOUNT paid (dollars and cents) \$780.00

(4) STREET ADDRESS LINE NO. 1
1801 S. FEDERAL HIGHWAY

(5) STREET ADDRESS LINE NO. 2
SUITE 305

(6) CITY DELRAY BEACH (7) STATE FLORIDA (8) ZIP CODE 33483

(9) DAYTIME TELEPHONE NUMBER (include area code) 561-274-8044 (10) COUNTRY CODE (if not in U.S.A.)

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

SECTION B - APPLICANT INFORMATION

(11) APPLICATION NAME (if paying by credit card enter name exactly as it appears on your card)

(12) STREET ADDRESS LINE NO. 1

(13) STREET ADDRESS LINE NO. 2

(14) CITY (15) STATE (16) ZIP CODE

(17) DAYTIME TELEPHONE NUMBER (include area code) (18) COUNTRY CODE (if not in U.S.A.)

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

(19A) FCC CALL SIGN/OTHER ID (20A) PAYMENT TYPE CODE (PTC) (21A) QUANTITY (22A) FEE DUE FOR (PTC) IN BLOCK 208 FCC USE ONLY
C U T 1 \$780.00

(23A) FCC CODE 1 (24A) FCC CODE 2

(19B) FCC CALL SIGN/OTHER ID (20B) PAYMENT TYPE CODE (PTC) (21B) QUANTITY (22B) FEE DUE FOR (PTC) IN BLOCK 208 FCC USE ONLY

(23B) FCC CODE 1 (24B) FCC CODE 2

(19C) FCC CALL SIGN/OTHER ID (20C) PAYMENT TYPE CODE (PTC) (21C) QUANTITY (22C) FEE DUE FOR (PTC) IN BLOCK 208 FCC USE ONLY

(23C) FCC CODE 1 (24C) FCC CODE 2

(19D) FCC CALL SIGN/OTHER ID (20D) PAYMENT TYPE CODE (PTC) (21D) QUANTITY (22D) FEE DUE FOR (PTC) IN BLOCK 208 FCC USE ONLY

(23D) FCC CODE 1 (24D) FCC CODE 2

SECTION D - TAXPAYER INFORMATION (REQUIRED)

(25) PAYER TIN (26) COMPLETE THIS BLOCK ONLY IF APPLICANT NAME IN P-A-A IS DIFFERENT FROM PAYER NAME IN A-2

SECTION E - CERTIFICATION

(27) CERTIFICATION STATEMENT
I, Douglas Brough, President of Intercontinental Communications Group, Inc., 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

Douglas C Brough

SECTION F - CREDIT CARD PAYMENT INFORMATION

(28) MASTERCARD/VISA ACCOUNT NUMBER: MASTERCARD

AUTHORIZED SIGNATURE

I hereby authorize the FCC to charge my VISA or MASTERCARD for the service(s) / authorization(s) herein described.

EXPIRATION DATE: Month Year DATE

SEE PUBLIC BURDEN ESTIMATE ON REVERSE

FCC FORM 159

JULY 1997 (REVISED)

1292

**FUSION TELECOMMUNICATIONS
INTERNATIONAL, INC.**

THE CHASE MANHATTAN BANK
NEW YORK, NY 10018
1-2-210

10/20/1998

PAY TO THE
ORDER OF FCC

\$ **780.00

DOLLARS

Seven Hundred Eighty and 00/100*****

MEMO

Filing fee for international Tariff

⑈00 1 29 2⑈ ⑈0 2 10000 2 1⑈ 7 7 7 3 9 0 5 1 5⑈

Carly W

MP

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

In the Matter of
Intercontinental Communications Group, Inc.

Application for Authority to Transfer of))
Control pursuant to Section 214 of the))
Communications Act of 1934, as amended)) File No. ITC-11c-19981105-009992

REQUEST FOR TRANSFER OF CONTROL

Intercontinental Communications Group (^{ICMI}"ICGI") hereby requests authority, pursuant to Section 214 of the Communications Act of 1934, as amended, 47 U.S.C. Section 214, and Section 63.18 of the Commission's Rules, 47 C.F.R. Section 63.18, to transfer control of the company to Fusion

ICGI is a company organized under the laws of the state of Florida. The company previously obtained authority on July 30, 1996 (TTC 96-408) to resell the telecommunications facilities of other common carriers and is not a facilities-based carrier. International telecommunications services are obtained by ICGI from other common carriers who are currently authorized by the Commission to provide international service.

ICGI seeks to sell 100% of its stock to Fusion Telecommunications International, Inc. ("Fusion"), a domestic corporation organized under the laws of the State of Delaware. This transfer of stock will result in a stronger financial position from which to continue providing quality service options to customers of ICGI.

In support of ICGI request for authority to transfer control, the following information is submitted pursuant to Section 63.18 of the Commission Rules, 47 C.F.R. Section 63.18.

- (a) The name, address and telephone number of the applicant:
- Douglas Brough
President
Intercontinental Communications Group, Inc.
1801 S. Federal Highway, Suite 305
Delray Beach, FL 33483
Telephone (561) 274-8044
Facsimile (561) 278-3464

(b) ICGI is a corporation organized under the laws of the State of Florida. Fusion is a corporation organized under the laws of the State of Delaware.

(c) Correspondence concerning this application should be sent to:

Company Contact: Mr. William Heitz, Esquire
Intercontinental Communications Group, Inc.
1801 S. Federal Highway, Suite 305
Delray Beach, FL 33483
Telephone (561) 274-8044
Facsimile (561) 278-3464

- or -

Monique Byrnes
Consultant to Intercontinental Communications Group, Inc.
Technologies Management, Inc.
P.O. Box 200
Winter Park, Florida 32790-0200
Telephone: (407) 740-8575
Facsimile: (407) 740-0613

- (d) ICGI has previous authority under Section 214, ITC 96-408. Fusion has obtained previous authority under Section 214.
- (e) ICGI requests Section 214 Authority to transfer control of the company while retaining continuing authority to operate as a resale carrier pursuant to the terms and conditions of Section 63.18(e)(2).

(f) See (e) above.

(g) ICGI does not now have and does not seek facilities-based authority under Section 63.18(e)(6).

(h) ICGI Communication Corp. and Fusion certify that neither company is a foreign carrier nor is either entity affiliated with any foreign carrier. Applicants further certify that neither has an affiliation with any U.S. Carriers whose facilities-based services ICGI resells or proposes to resell. Effective concurrent with the closing of the transaction between Fusion and ICGI, Fusion will hold 100% of the stock of ICGI.

In support of this request for transfer, Fusion submits the following information of its ten percent (10%) or greater direct and indirect shareholders or other equity holders.

<u>Name/Address</u>	<u>Citizenship</u>	<u>Principal Business</u>
Philip Turits	USA	Fusion
Marvin Rosen, Esquire	USA	Attorney with Greenberg, Trautic, Hoffman, Lipton & Rosen


(i) ICGI certifies that it has not agreed to accept special concessions directly or indirectly from any foreign carrier or administration with respect to traffic or revenue flows between the U.S. and any foreign country which the applicant may serve and will not enter into such agreements in the future.


- (j) The Applicants certify that neither ICCGI nor any party to this application is subject to a denial of Federal benefits, as provided in the Anti-Drug Abuse Act of 1988, 21 U.S.C. 853a.

Conclusion

As demonstrated in this application, Fusion Telecommunications International, Inc. is legally qualified to own controlling interest in Intercontinental Communications Group, Inc. For the reasons stated above, the applicants submit that the public interest, convenience and necessity would be furthered by a grant of this Section 214 request for transfer of control.

Dated this 24 day of October 1998.

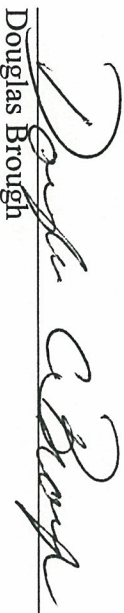

Douglas Brough
President
Intercontinental Communications Group, Inc.


Patrick Bello
President
Fusion Telecommunications International, Inc.

Monique Byrnes
Consultant to Intercontinental Communications Group, Inc.
Technologies Management, Inc.
P. O. Drawer 200
Winter Park, Florida 32790-0200
Telephone: (407) 740-8575

CERTIFICATION

I hereby certify that Intercontinental Communications Group and Fusion Telecommunications International, Inc. are not affiliated with any foreign carrier. Intercontinental Communications Group and Fusion Telecommunications International, Inc. are not affiliated with any facilities-based carrier whose services it intends to resell. To the best of my knowledge and belief, all of the statements made in this application are true and correct.



Douglas Brough

President

Intercontinental Communications Group, Inc.

1801 S. Federal Highway, Suite 305

Delray Beach, FL 33483

Telephone (561) 274-8044

Facsimile (561) 278-3464

Dated: 10/26/98 _____