

Categories of Services for 214 Applications  
(Streamlined/Non-streamlined)

- 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: \_\_\_\_\_

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FRJ

**LAW OFFICES OF THOMAS K. CROWE, P.C.**

2300 M STREET, N.W.  
SUITE 800  
WASHINGTON, D.C. 20037

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E-MAIL [tkcrowe@mc12000.com](mailto:tkcrowe@mc12000.com)  
[www.tkcrowe.com](http://www.tkcrowe.com)

November 12, 1998

**BY COURIER**

Federal Communications Commission  
International Bureau-Telecommunications  
P.O. Box 358115  
Pittsburgh, PA 15251-5115

Re: Interoute Telecommunications, Inc. and  
American International Telephone, Inc.

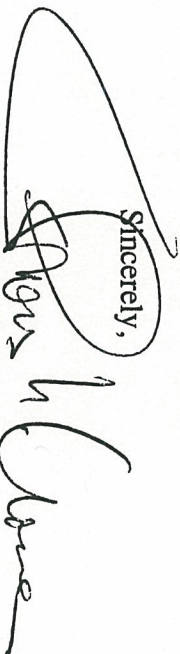
Dear Sir/Madam:

Please find enclosed an original and six copies of Interoute Telecommunications, Inc. and American International Telephone, Inc.'s Application for Consent to Transfer of Control.

Also enclosed is an FCC Form 159 and a check in the amount \$780.00 payable to the "Federal Communications Commission" to cover the requisite filing fee. Please file-stamp and return the extra copy of this filing in the self-addressed, stamped envelope enclosed for this purpose.

Questions regarding this filing should be directed to the undersigned.

Sincerely,



Thomas K. Crowe  
Elizabeth Holowinski,  
Counsel for Interoute  
Telecommunications, Inc.  
and American International  
Telephone, Inc.

Enclosures

1189

INTERROUTE TELECOMMUNICATIONS, LLC

DATE 11/10/98

1-32/210

PAY TO THE ORDER OF Federal Communications Commission \$ 780.00

DOLLARS

FOR Seven hundred and eighty



60753 UK Business Office  
New York, New York 10036

John T. Lump

FOR

⑈001189⑈ ⑆021000322⑆ 94034 99548⑈

MP

READ INSTRUCTIONS CAREFULLY  
BEFORE PROCEEDING

FEDERAL COMMUNICATIONS COMMISSION  
REMITTANCE ADVISE

APPROVED BY OMB

3000-0598

(1) LOCKBOX # 358115

PAGE NO. \_\_\_\_\_ OF \_\_\_\_\_

SECTION A - PAYER INFORMATION

(2) PAYER NAME (if paying by credit card, enter name exactly as it appears on your card)  
Interoute Telecommunications, Inc.

(3) TOTAL AMOUNT PAID (dollars and cents)  
\$ 780.00

(4) STREET ADDRESS LINE NO. 1  
230 Park Avenue

(5) STREET ADDRESS LINE NO. 2  
Floor 10 Suite 1000

ITC-714-1998112-0818

(6) CITY  
New York

(7) STATE  
NY

(8) ZIP CODE  
10169

(9) DAYTIME TELEPHONE NUMBER (include area code)  
212-808-6520

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

SECTION B - APPLICANT INFORMATION

(11) APPLICANT 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 G FOR EACH SERVICE. 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)

(21A) QUANTITY

(22A) FEE DUE FOR (PTC) IN BLOCK 20A

FCC USE ONLY

(23A) FCC CODE 1

C

1

\$ 780.00

FCC USE ONLY

(19B) FCC CALL SIGN/OTHER ID

(20B) PAYMENT TYPE CODE (PTC)

(21B) QUANTITY

(22B) FEE DUE FOR (PTC) IN BLOCK 20B

FCC USE ONLY

(23B) FCC CODE 1

\$

FCC USE ONLY

(19C) FCC CALL SIGN/OTHER ID

(20C) PAYMENT TYPE CODE (PTC)

(21C) QUANTITY

(22C) FEE DUE FOR (PTC) IN BLOCK 20C

FCC USE ONLY

(23C) FCC CODE 1

\$

FCC USE ONLY

(19D) FCC CALL SIGN/OTHER ID

(20D) PAYMENT TYPE CODE (PTC)

(21D) QUANTITY

(22D) FEE DUE FOR (PTC) IN BLOCK 20D

FCC USE ONLY

(23D) FCC CODE 1

\$

FCC USE ONLY

SECTION D - TAXPAYER INFORMATION (REQUIRED)

(23) PAYER TIN

0 2 2 3 5 9 2 8 7 4

(24) COMPLETE THIS BLOCK ONLY IF APPLICANT MADE IN BLOCKS OF FEES FROM PAYER MADE IN A-1

APPLICANT TIN

SECTION E - CERTIFICATION

(27) CERTIFICATION STATEMENT  
I, Thomas K. Crowe (PRINT NAME) 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

*Thomas K. Crowe*

SECTION F - CREDIT CARD PAYMENT INFORMATION

(28) MASTERCARD

MASTERCARD/Visa ACCOUNT NUMBER:

EXPIRATION DATE:

VISA

Authorization signature line

MONTH YEAR

SEE PUBLIC BURDEN ESTIMATE ON REVERSE

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

In the Matter of )  
INTERROUTE )  
TELECOMMUNICATIONS, INC. )

Transferee, )  
AMERICAN INTERNATIONAL )  
TELEPHONE, INC. )  
Transferor, )

File No. ITC-T/C-1998/112-00818

Application for Authority Pursuant to )  
Section 214 of the Communications Act )  
of 1934, as amended, to Transfer Control )  
of Authorized International Carrier )

APPLICATION FOR CONSENT TO TRANSFER CONTROL

Pursuant to Section 214 of the Communications Act of 1934, as amended, 47 U.S.C. § 214 (1997), and Section 63.18 of the Commission's Rules, 47 C.F.R. § 63.18 (1997), Interoute Telecommunications, Inc. ("Interoute") and American International Telephone, Inc. ("AIT") (collectively, "Applicants") hereby request authority to effectuate the transfer of control of AIT, an international carrier, to Interoute. Applicants are non-dominant carriers separately authorized by this Commission to provide international telecommunications services.

As fully described herein, approval of the transfer will permit Interoute and AIT to realize significant economic and marketing efficiencies which will enhance their ability to continue providing high quality, low cost telecommunications services and to compete more effectively in the international telecommunications marketplace. Accordingly, grant of this Application will benefit the public interest.

In support of this Application, Applicants submit the following information:

**I. THE PARTIES**

**A. Interoute Telecommunications, Inc.**

Interoute is a privately-held Delaware corporation whose principal office is located at 230 Park Avenue, Suite 1000, New York, New York, 10169. A provider of telecommunications and consulting services, Interoute has global authority to provide resold and facilities-based international telecommunications services.<sup>1</sup>

Interoute is considered non-dominant under the Commission's Rules. Interoute has no affiliation, within the meaning of Section 63.18(h)(1)(i) of the Commission's Rules, 47 C.F.R. § 63.18(h)(1)(i) (1997), with a dominant U.S. or foreign facilities-based carrier.

Information concerning Interoute's legal, technical, and financial qualifications to provide service was submitted with Interoute's application for Section 214 authorization and is, therefore, already a matter of record before the Commission.

**B. American International Telephone, Inc.**

AIT, a Delaware corporation, has global authority to provide resold and facilities-based

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<sup>1</sup> Overseas Common Carrier Section 214 Applications Actions Taken, Public Notice, ITC 97-720 (Jan. 9, 1998). Interoute Telecommunications, LLC, the original Section 214 licensee, was merged with a new corporation formed on May 8, 1998 by Interoute Telecommunications, LLC's shareholders known as "Interoute Telecommunications, Inc. " The purpose of the merger, which occurred on May 11, 1998, was to change the company's status from a limited liability corporation to a C corporation. Commission authorization for this pro forma transfer, which did not involve a change in underlying ownership and control, has already been requested. See In Re Interoute Telecommunications, Inc., Application for Consent to Transfer Control (Sept. 3, 1998); and Letter from Thomas K. Crowe and Elizabeth Holowinski to Troy Tanner at 2 (Nov. 9, 1998). Applicants therefore request that the Commission's determination in this matter reflect that the transferee in the instant transfer of control is "Interoute Telecommunications, Inc." and not the original licensee, "Interoute Telecommunications, LLC. "

international telecommunications services.<sup>2</sup> AIT is considered a non-dominant carrier under the Commission's Rules. AIT has no affiliation, within the meaning of Section 63.18(h)(1)(i) of the Commission's Rules, 47 C.F.R. § 63.18(h)(1)(i) (1997), with a dominant U.S. or foreign facilities-based carrier.

Information concerning AIT's legal, technical, and financial qualifications to provide service was submitted with the company's application for Section 214 authorization and is, therefore, already a matter of record before the Commission.

## II. DESCRIPTION OF TRANSACTION

On September 10, 1998, Interoute, H. Bruce Bronson, Jr. and AIT entered into a Letter Agreement ("Letter") whereby Interoute agreed to acquire AIT by purchasing all of its outstanding shares from AIT shareholders. The Letter provided for an immediate sale of 26% of the shares of AIT (all of the shares owned by Mr. Bronson and certain other shareholders of AIT) to Interoute on September 10, 1998.<sup>3</sup> Subject to the Commission's approval, shareholders owning approximately 46% of the common stock and all preferred stock will transfer their shares of AIT to Interoute according to a share purchase agreement expected to be executed in the near future. Such shareholders will receive a cash payment in return for their interest in

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<sup>2</sup> Overseas Common Carrier Section 214 Applications Actions Taken, Public Notice, Report No. I-82299, DA 98-780 (April 23, 1998); and Overseas Common Carrier Section 214 Applications Actions Taken, Public Notice, File No. ITC-95-578 (January 17, 1998).

<sup>3</sup> As part of this transaction, H. Bruce Bronson Jr., an officer and one of the two directors of AIT, delivered a resignation which was accepted on September 25, 1998. To the extent that either Mr. Bronson's resignation, effective September 25, 1998, and/or the sale of shares on September 10, 1998 constitutes a transfer of control, AIT seeks Commission approval nunc: pro tunc.

AIT. A definitive closing date has not been set at this time. Essentially, the proposed acquisition of AIT by Interoute will result in a transfer of control of AIT to Interoute.

Upon consummation of the acquisition described herein, the Applicants expect that for the foreseeable future both Interoute and AIT will continue operating their respective telecommunications businesses under their current names, and they will continue to provide high quality, affordable telecommunications services to the public. As such, this merger will not in any way disrupt service or cause inconvenience or confusion to the customers of AIT. Indeed, the merger will be virtually seamless to retail customers in terms of the services they currently receive, but it may make additional products and services available to both Interoute's and AIT's customers throughout the country.

Applicants expect to consummate the acquisition subject to the approval of the Commission, as well as the U.S. District Court for the Southern District of New York.<sup>4</sup>

Applicants request Commission approval for authority to effectuate this transaction, thereby transferring control of AIT to Interoute.

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<sup>4</sup> Pursuant to a ruling of the U.S. District Court for the Southern District of New York ("Court"), AIT is prohibited from selling or disposing of its assets or stock without prior Court approval. See Order of Hon. Sonia Sotomayor, Index No. 98 Civ. 6123 (Oct. 9, 1998). This matter stems from a complaint filed on August 28, 1998 by WorldCom, Inc. and WorldCom Network Services, Inc. (collectively, "WorldCom") for amounts allegedly due to WorldCom pursuant to a contract to furnish telecommunications services. AIT filed an answer to the complaint on October 6, 1998 and asserted various counterclaims. Thus, the Applicants will not consummate the instant transaction until requisite Court approval is obtained.



### III. PUBLIC INTEREST

Consummation of the proposed transaction will serve the public interest in promoting competition in the international telecommunications market by providing Interoute and AIT the opportunity to strengthen their competitive positions by combining their financial resources and complementary services, facilities and expertise. The transaction creates access, by AIT, to the larger capital base of its new parent company, Interoute. AIT's operations will more readily increase in size and profitability, due to enhanced economies of scale. Accordingly, the proposed acquisition will benefit consumers through improved services and lower rates, thereby promoting competition in the international telecommunications market.

The Commission recognizes that the international market for switched voice services is becoming increasingly competitive in nature and that such competition benefits consumers.<sup>5</sup> Given the Commission's desire to foster competition in the international switched services market, grant of the proposed transaction is in the public interest.

### IV. SPECIFIC PART 63 INFORMATION

As required by Section 63.18 of the Commission's Rules, Applicants submit the following information:

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<sup>5</sup> See In Re Rules and Policies on Foreign Participation in the U.S. Telecommunications Market; Market Entry and Regulation of Foreign-Affiliated Entities, Report and Order and Order on Reconsideration, 12 FCC Rcd 23891, 23891 (1997) ("Foreign Entry Order").

(a) Name and address of applicants:

*Transferee:*

Interoute Telecommunications, Inc.  
230 Park Avenue  
Suite 1000  
New York, New York 10169  
(212) 808-6500

*Transferor:*

American International Telephone, Inc.  
287 Bowman Avenue  
Purchase, New York 10577  
(914) 251-1450

(b) Interoute is a corporation organized under the laws of the State of Delaware. AIT is a corporation organized under the laws of the State of Delaware.

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

Thomas K. Crowe  
Elizabeth Holowinski  
Law Offices of Thomas K. Crowe, P.C.  
2300 M Street, N. W., Suite 800  
Washington, D.C. 20037  
(202) 973-2890

with a copy to:

Richard Young, Esq.  
Interoute Telecommunications, Inc.  
230 Park Avenue  
Suite 1000  
New York, New York 10169  
(212) 808-6500

and

Charles Eisenberg, President  
Terry Vidal, Corporate Secretary  
American International Telephone, Inc.  
287 Bowman Avenue  
Purchase, New York 10577  
(914) 251-1450

- (d) As discussed above, Interoute previously received authority from the Commission to provide global facilities-based and resale services.<sup>6</sup> AIT received authority under Section 214 of the Communications Act to provide global facilities-based and resold services.<sup>7</sup>
- (e) This Application requests transfer of control of AIT to Interoute.
- (f) Not applicable.
- (g) Not applicable.
- (h) (1) Interoute has affiliations with foreign carriers in the U.K., France, Germany, Denmark, Netherlands, Switzerland, Portugal and Spain. A list of the names and addresses of Interoute's foreign affiliates is attached as Exhibit A. AIT is not affiliated, as defined by Section 63.18(h)(1)(i) of the Commission's Rules, 47 C.F.R. § 63.18(h)(1)(i) (1997), with any foreign carriers.
- (h) (2) The following entities hold a ten percent (10%) or greater ownership interest in Interoute:

<u>Name/Address</u>	<u>% Held</u>	<u>Citizenship</u>	<u>Principal Business</u>
Interoute Telecommunications plc 7 Portland Place London WIN3AA England	48.4%	U.K.	Holding Company

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<sup>6</sup> See supra at n.1.

<sup>7</sup> See supra at n.2.

Interoute Communications Group, Ltd. Suffrey Square, Suite 205 Bank Lane P. O. Box N. 8188 Nassau, Bahamas	33.1%	Bahamian	Holding Company
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Interoute Telecommunications plc is 100% owned by Interoute Communications Group, Ltd.

The following entities hold a ten percent (10%) or greater ownership interest in Interoute Communications Group, Ltd.:

<u>Name/Address</u>	<u>% Held</u>	<u>Citizenship</u>	<u>Principal Business</u>
Sandoz Family Foundation 85 Avenue Generale Guisan Lausanne, Switzerland	50.7%	Swiss	Trust

An Executive Committee is entrusted with operational management of the Sandoz Family Foundation. The Executive Committee consists of the following individuals:

<u>Name/Address</u>	<u>Citizenship</u>	<u>Principal Business</u>
Pierre Landolt c/o Sandoz Family Foundation 85 Avenue Generale Guisan Lausanne, Switzerland	Swiss	Chairman, Executive Committee
Victor Bischoff c/o Sandoz Family Foundation 85 Avenue Generale Guisan Lausanne, Switzerland	Swiss	Member, Executive Committee
Oskar Holenweiger c/o Sandoz Family Foundation 85 Avenue Generale Guisan Lausanne, Switzerland	Swiss	Member, Executive Committee
Olivier Verrey c/o Sandoz Family Foundation 85 Avenue Generale Guisan Lausanne, Switzerland	Swiss	Member, Executive Committee

The following entities hold a ten percent (10%) or greater ownership or management interest in AIT:

<u>Name/Address</u>	<u>% Held</u>	<u>Citizenship</u>	<u>Principal Business</u>
Charles S. Eisenberg One Landmark Square Port Chester, New York 10573	11%	U.S.A.	Individual
Marand Holdings, LLC 445 Broad Hallow Road Melville, New York 11747	19%	U.S.A.	Holding Company

The following are ten percent or greater shareholders of Marand Holdings, LLC:

Randall S. Appel 445 Broad Hallow Road Melville, New York 11747	50%	U.S.A.	Individual
Maris Appel 445 Broad Hallow Road Melville, New York 11747	50%	U.S.A.	Individual

(h) (3) Not applicable.

(h) (4) Interoute's affiliated carriers in the U.K., France, Germany, Denmark, Netherlands, Switzerland, Portugal and Spain own and/or control telecommunications facilities in each of these countries.

(h) (5) Applicants acknowledge that they are responsible for the continuing accuracy of the certifications required herein, and that they will notify the Commission of any change in substance as required by the Commission's rules.

(h) (6)-(7) Interoute's affiliated carriers in the U.K., France, Germany, Denmark, Netherlands, Switzerland, Portugal and Spain do not have the ability to discriminate against unaffiliated U.S. international carriers through control of bottleneck services or facilities in any of these countries or in any other destination country to which Applicants will provide service. Additionally, the Commission has found the U.K., France, Germany,

Denmark, and the Netherlands to be equivalent countries.<sup>8</sup>

- (h) (8) Interoute desires to be regulated as a non-dominant carrier for all of the services included in its 214 Authorization and destination countries including the U.K., France, Germany, Denmark, Netherlands, Switzerland, Portugal and Spain. Interoute's affiliated carriers do not have the potential to discriminate against unaffiliated U.S. carriers through such means as preferential operating agreements, preferential routing of traffic, exclusive or more favorable transiting agreements, or preferential domestic access and interconnection arrangements. None of Interoute's foreign affiliated carriers are monopoly, duopoly or oligopoly providers of services in their respective home countries. Rather, each of Interoute's foreign affiliated carriers are resellers which compete against such carriers. In addition, all of Interoute's foreign affiliated carriers control less than fifty percent (50%) of the market share in each of their respective home countries.<sup>9</sup> As such, because Interoute's foreign carrier affiliates clearly do not have the potential to discriminate against unaffiliated U.S. carriers, Interoute should be regulated as a non-dominant carrier.

- (i) As required by Section 63.18(i) of the Commission's Rules, 47 C.F.R. § 63.18(i) (1997), Applicants certify that they have not agreed to accept nor shall they accept in the future any special concessions, as defined by the Commission's Rules, directly or indirectly from any foreign carrier or administration with respect to traffic or revenue flows between the U.S. and any foreign country for which Applicants may be authorized to serve.

- (j) Applicants are not subject to a denial of Federal benefits pursuant to Section 5301 of the Anti-Drug Abuse Act of 1988. Applicants' certifications pursuant to Section 1.2002 of the Commission's Rules, 47 C.F.R. § 1.2002 (1997), (implementing the Anti-Drug Abuse Act of 1988, 21 U.S.C. § 3301 (1997)) are attached.

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<sup>8</sup> See Overseas Common Carrier Section 214 Application Actions Taken, Public Notice, DA 98-1233 at General Condition 8 (June 25, 1998).

<sup>9</sup> See Foreign Entry Order at 23996 (stating that there is a presumption that U.S. affiliates of foreign carriers with less than 50% market share in the relevant foreign market should be regulated as non-dominant).

V. CONCLUSION

For the reasons stated herein, Interoute and AIT respectfully submit that the public interest, convenience and necessity would be furthered by grant of this application.

Respectfully submitted,

INTERROUTE TELECOMMUNICATIONS,  
INC. AND AMERICAN  
INTERNATIONAL TELEPHONE, INC.

By: 

Thomas K. Crowe  
Elizabeth Holowinski  
LAW OFFICES OF THOMAS K. CROWE,  
P.C.  
2300 M Street, N.W.  
Suite 800  
Washington, D.C. 20037  
(202) 973-2890

COUNSEL FOR INTERROUTE  
TELECOMMUNICATIONS, INC. AND  
AMERICAN INTERNATIONAL  
TELEPHONE, INC.

November 12, 1998

CERTIFICATIONS OF APPLICANT

On behalf of Interoute Telecommunications, Inc., and in accordance with Sections 1.2001-1.2003 of the Commission's Rules, 47 C.F.R. §§ 1.2001-1.2003 (1997), I hereby certify that neither Interoute Telecommunications, Inc., its officers and directors, or any party with a five percent or greater interest in Interoute Telecommunications, Inc., is subject to a denial of the Federal benefits requested herein pursuant to Section 5301 of the Anti-Drug Abuse Act of 1988. See 21 U.S.C. § 853(a) (1997). I also hereby certify that the statements in the foregoing application are true, complete, and correct to the best of my knowledge and are made in good faith.

Interoute Telecommunications, Inc. has not agreed to accept any concessions directly or indirectly from any foreign carrier or administration with respect to traffic or revenue flow between the United States and various international points under the authority granted under Section 214 of the Communications Act of 1934, as amended, and the Commission's Rules, and has not agreed to enter into such agreements in the future.

Pursuant to Section 63.18(h) of the Commission's Rules, 47 C.F.R. § 63.18(h) (1997), I certify that Interoute Telecommunications, Inc. has an affiliation with foreign carriers in the U.K., France, Germany, Denmark, Netherlands, Portugal, Spain and Switzerland. Although these affiliates own and control telecommunications facilities, they do not have the ability to discriminate against unaffiliated U.S. international carriers through control of bottleneck services or facilities in any of the aforementioned countries or in any of the other designation countries covered by this application. These affiliates do not have the potential to discriminate against unaffiliated U.S. international carriers through such means as preferential operating agreements, preferential routing of traffic, exclusive or more favorable transiting agreements, or preferential domestic access and interconnection arrangements. I further certify that Interoute Telecommunications, Inc. does not have an affiliation with any U.S. carrier whose facilities-based services Interoute Telecommunications, Inc. proposes to resell, either directly or indirectly.

**INTERROUTE TELECOMMUNICATIONS, INC.**

By:



204

Name:

Nicholas Roney

Title:

President

Date:

November 10, 1998



CERTIFICATIONS OF APPLICANT

On behalf of American International Telephone, Inc. ("AIT"), in accordance with Sections 1.2001-1.2003 of the Commission's Rules, 47 C.F.R. §§ 1.2001-1.2003 (1997), I hereby certify that neither AIT, its officers and directors, or any party with a five percent or greater interest in AIT is subject to a denial of Federal benefits requested herein pursuant to Section 5301 of the Anti-Drug Abuse Act of 1988. See 21 U.S.C. § 853(a) (1997). I also hereby certify that the statements in the foregoing application are true, complete, and correct to the best of my knowledge and are made in good faith.

AIT has not agreed to accept any concessions directly or indirectly from any foreign carrier or administration with respect to traffic or revenue flow between the United States and various international points under the authority granted under Section 214 of the Communications Act of 1934, as amended, and the Commission's Rules, and has not agreed to enter into such agreements in the future.

AMERICAN INTERNATIONAL TELEPHONE, INC.


By:   
Name: Terry Vidal  
Title: Corporate Secretary  
Date: October 20, 1995

EXHIBIT A

EXHIBIT A

INTERROUTE'S FOREIGN AFFILIATES

Interoute Denmark A/S  
Smedaholm 13C  
DK - 2730 Herley  
Denmark  
tel: +45 44 53 22 00

Interoute SA  
36 Avenue Cardinal-Mermilled  
1227 Carouge  
Switzerland  
tel: +41 22 827 00 00

Interoute Communications France  
16 - 18 Rue Rivay  
92300 Levalloie - Perret  
France  
tel: +33 1 55 46 57 00

ITS  
Interoute Telecommunications Services  
63-65 Berners St.  
London W1P3AE  
England  
tel: +44 171 323 4902

Interoute Telecom Deutschland GmbH  
Lyoner Strasse 15  
D - 60528  
Frankfurt en Main  
Germany  
tel: +49 69 66 98 38 0

Gateway  
Interoute Telecommunications (U.K.) Ltd.  
7 Portland Place  
London WIN3AA  
England  
tel: +44 171 299 7000

Interoute Netherlands BV  
World Trade Center  
Strawinskyaan 919  
1077 XX  
Amsterdam  
The Netherlands  
tel: +31 20 47 10 616

Geolink  
Prmon Duque de Saldanha  
No 1 - 10 D  
1050 Lisboa  
Portugal  
tel: +351 1 319 19 00

Interoute Telecomunicaciones (Viacom)  
Vias de Comunicaciones SA  
C/Acanto, 22 14-I  
28045 - Madrid  
Spain  
tel: +34 1 467 67 51

CERTIFICATE OF SERVICE

I, Melissa Sheehy, a paralegal with the Law Offices of Thomas K. Crowe, P.C., certify that on November 12, 1998, a copy of the foregoing Application was served by first class U.S. mail, postage prepaid, on the parties listed below.

Deputy Assistant Secretary of  
Defense (Telecommunications)  
Office of the Assistant Secretary  
of Defense  
Pentagon, Room 3E160  
Washington, D.C. 20401

Troy Tanner  
Chief, Policy and Facilities Branch  
International Bureau, Telecommunications  
Division  
Federal Communications Commission  
2000 M Street, N.W.  
Room 800  
Washington, D.C. 20554

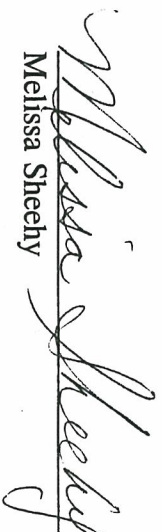
National Security Agency  
G042, NSA, EMC Center  
Room 1C166  
9800 Savage Road  
Fort George Meade, MD 20755

Francis Eisenstein  
International Bureau, Telecommunications  
Division  
Federal Communications Commission  
2000 M Street, N.W.  
Room 843  
Washington, D.C. 20554

U.S. Coordinator and Director  
Office of International Communications  
Policy (EB-TD)  
Department of State  
21st and C Streets, N.W.  
Washington, D.C. 20305-2000  
Attn: Code 15

Chief Regulatory Counsel  
Defense Communications Agency  
Washington, D.C. 20305-2000  
Attn: Code 115

National Telecommunications and  
Information Administration  
14th & Constitution Ave., N.W.  
Room H4717  
Washington, D.C. 20320

  
Melissa Sheehy