

**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

Description of Application: \_\_\_\_\_

\_\_\_\_\_

\_\_\_\_\_

\_\_\_\_\_

\_\_\_\_\_



BLOOSTON, MORDKOFSKY, JACKSON & DICKENS

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RICHARD D. RUBINO  
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MICHAEL B. ADAMS, JR.

ARTHUR BLOOSTON

RETIRED

November 18, 1998

WRITER'S DIRECT DIAL NO.  
(202) 828-5528

Magalie Roman Salas, Secretary  
Federal Communications Commission  
Common Carrier Network Services  
P.O. Box 358115  
Pittsburgh, PA 15251-5115

Re: El Paso Long Distance Company;  
Application for Consent to Transfer  
Control of Streamlined Section 214 Authority

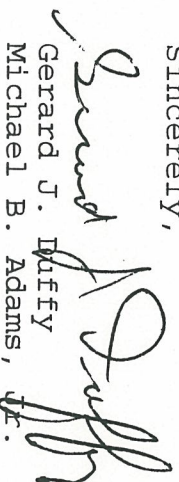
Dear Ms. Salas:

Enclosed herewith please find an original and five (5) copies of the Application for Consent to Transfer Control Streamlined International 214 Authority of El Paso Long Distance Company and MJD Services Corp.

In accordance with Section 1.1107 of the Commission's Rules, this Application and duplicate copies are being filed this day at the Commission's commercial lockbox with Mellon Bank in Pittsburgh, Pennsylvania. A check in the amount of seven hundred forty-five dollars (\$780.00), the fee associated with this application, accompanies this filing together with a completed FCC Form 159.

Any questions regarding this application may be addressed to the undersigned.

Sincerely,

  
Gerard J. Duffy  
Michael B. Adams, Jr.

Enclosures



**READ INSTRUCTIONS CAREFULLY  
BEFORE PROCEEDING**

FEDERAL COMMUNICATIONS COMMISSION  
**REMITTANCE ADVICE**

APPROVED BY OMB 3060-4

(1) LOCKBOX #  
358115

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

SPECIAL USE  
FCC USE ONLY

**SECTION A - PAYER INFORMATION**

(2) PAYER NAME (if paying by credit card, enter name exactly as it appears on your card)  
MJD Communications, Inc.  
(4) STREET ADDRESS LINE NO. 1  
P. O. Box 199  
(5) STREET ADDRESS LINE NO. 2

(3) TOTAL AMOUNT PAID (dollars and cents)  
\$ XXX780.00

(6) CITY  
Dodge City  
(9) DAYTIME TELEPHONE NUMBER (include area code)  
316-227-4400

(7) STATE  
KS  
(8) ZIP CODE  
67801  
(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 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)  
MJD Services Corp.  
(12) STREET ADDRESS LINE NO. 1  
521 East Morehead St.  
(13) STREET ADDRESS LINE NO. 2  
Suite 250  
(14) CITY  
Charlotte  
(15) STATE  
NC  
(16) ZIP CODE  
28202  
(17) DAYTIME TELEPHONE NUMBER (include area code)  
704-344-8150  
(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 20A \$ XXX780.00	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	(19C) FCC CALL SIGN/OTHER ID	(20C) PAYMENT TYPE CODE (PTC)	(21C) QUANTITY	(22C) FEE DUE FOR (PTC) IN BLOCK 20C \$	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	(24D) FCC CODE 2	
																						(24A) FCC CODE 2
	C	1																				

**SECTION D - TAXPAYER INFORMATION (REQUIRED)**

(25) PAYER TIN  
0 1 3 3 7 2 5 2 2 9  
(26) COMPLETE THIS BLOCK ONLY IF APPLICANT NAME IN B-11 IS DIFFERENT FROM PAYER NAME IN A-21  
APPLICANT TIN 0 5 6 1 9 2 2 2 1 3

(27) CERTIFICATION STATEMENT  
I, \_\_\_\_\_, (PRINT NAME)  
are true and correct to the best of my knowledge, information and belief. SIGNATURE \_\_\_\_\_  
Certify under penalty of perjury that the foregoing and supporting information

(28) MASTERCARD  
SECTION F - CREDIT CARD PAYMENT INFORMATION  
MASTERCARD/VISA ACCOUNT NUMBER  
EXPIRATION DATE  
MONTH YEAR

VISA  
I hereby authorize the FCC to charge my VISA or MASTERCARD for the service(s) authorized in (9) herein identified.  
AUTHORIZED SIGNATURE  
DATE



INVOICE DATE	INVOICE NO.	DESCRIPTION	INVOICE AMOUNT	NET PAYABLE
11/01/98	11/04/98	FED ID#13-3725229	780.00	780.00
<b>TOTAL</b> 780.00			<b>TOTAL</b> 780.00	

CHECK NO. 002014  
 CHECK DATE 11/12/98

Detach Before Depositing

**MJD Communications, INC.**  
 P.O. Box 199  
 Dodge City, KS 67801  
 316-227-4400

CUSTOMER NO. FEDE01      CHECK NUMBER 002014      DATE 11/12/98      AMOUNT \*\*\*\*\*\$780.00

PAY *Seven hundred eighty and 00/100 Dollars*

TO THE  
 ORDER OF: **FEDERAL COMMUNICATION  
 COMMISSION**

  
 AUTHORIZED SIGNATURE

Centura Bank  
 Charlotte, NC

⑈002014⑈ ⑆053100850⑆ 0790019979⑈



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

In the Matter of )  
 )  
**EL PASO LONG** )  
**DISTANCE COMPANY** ) File No. ITC-98-  
 )  
Application for Prior Consent )  
to Transfer Control of Existing )  
Streamlined International )  
Section 214 Authorization )

**APPLICATION FOR CONSENT TO TRANSFER OF CONTROL  
OF STREAMLINED INTERNATIONAL SECTION 214 AUTHORIZATION**

El Paso Long Distance Company ("El Paso"), Carla J. Brownlee ("Brownlee" or "Seller") and MJD Services Corp. ("MJD" or "Buyer"), pursuant to Section 214 of the Communications Act of 1934, as amended, and Section 63.18 of the Commission's Rules, respectfully request Commission consent to the proposed transfer of control of El Paso and its existing International Section 214 Authorization (File No. ITC-96-351) from Brownlee to MJD.

**Introduction**

El Paso currently resells switched international telecommunications services pursuant to a streamlined International Section 214 Authorization granted by the Commission under File No. ITC-96-351 on August 7, 1996.

El Paso is an Illinois corporation located in El Paso, Illinois. It is a wholly-owned subsidiary of Ravenswood Communications, Inc. ("Ravenswood"), an Illinois corporation located in El Paso, Illinois. In turn, one hundred percent



(100.0%) of the stock of Ravenswood is presently owned by Brownlee.

MJD has entered into an agreement to purchase one hundred percent (100.0%) of the stock of Ravenswood from Brownlee. When completed, the proposed transaction will give MJD control over El Paso and its international switched resale operations.

Approval of this proposed transfer of control will serve the public interest by allowing El Paso to draw upon the financial and administrative resources of the MJD organization as it continues to resell and market its international telecommunications services in highly competitive markets.

Grant of this application will serve the public interest, convenience and necessity and in support thereof, the following information is submitted pursuant to Section 63.18 of the

Commission's Rules:

a) Names, addresses, and telephone numbers of the applicants are:

**Authorization Holder:**

El Paso Long Distance Company  
48 W. First Street  
El Paso, Illinois 61738  
Telephone: (309) 527-4500  
Facsimile: (309) 527-5700

**Seller:**

Carla J. Brownlee  
2652 N. 3853 Road  
Sheridan, Illinois 60551  
Telephone: (815) 496-2981  
Facsimile: (815) 496-2412



**Buyer:**

MJD Services Corp.  
521 East Morehead Street (Suite 250)  
Charlotte, North Carolina 28202  
Telephone: (704) 344-8150  
Facsimile: (704) 344-8121

b) The Applicants are organized under the laws of:

El Paso: Illinois

MJD: Delaware

c) Correspondence concerning the application should be addressed to:

**Authorization Holder and Seller:**

Carla J. Brownlee  
2652 N. 3853 Road  
Sheridan, Illinois 60551  
Telephone: (815) 496-2981  
Facsimile: (815) 496-2412

with copies to legal counsel:

Margaret Nyland, Esquire  
Kraskin, Lesse & Cosson, LLP  
2120 L Street, N.W., Suite 520  
Washington, D.C. 20037  
Telephone: (202) 296-8890  
Facsimile: (202) 296-8893

**Buyer:**

Eugene B. Johnson, Executive Vice President  
MJD Services Corp.  
521 East Morehead Street (Suite 250)  
Charlotte, North Carolina 28202  
Telephone: (704) 344-8150  
Facsimile: (704) 344-8121

with copies to legal counsel:

Gerard J. Duffy, Esquire  
Blooston, Mordkofsky, Jackson and Dickens  
2120 L Street, N.W., Suite 300  
Washington, D.C. 20037  
Telephone: (202) 659-0830  
Facsimile: (202) 828-5568



d) El Paso was granted a streamlined International Section 214 Authorization to resell switched international telecommunications services under File No. ITC-96-351 on August 7, 1996. An affiliate of MJD, ST Long Distance, Inc., was granted a streamlined International Section 214 Authorization to resell switched international telecommunications services under File No. ITC-96-636 on January 1, 1997.

e) Applicants are requesting prior Commission consent to the transfer of control of El Paso and its existing International Section 214 Authorization (File No. ITC-96-351) from Brownlee to MJD.

#### **CERTIFICATIONS**

##### **Affiliations**

El Paso and MJD each certifies that it is not a foreign carrier, and that it does not have an affiliation with any foreign carrier.

El Paso and MJD each certifies that it does not have an affiliation with any of the U.S. carriers whose facilities-based international services it proposes to resell.

Both before and after completion of the proposed transaction, the name, address, citizenship and principal business of the only entity with a ten percent (10%) or greater interest in El Paso will be:



<u>Name/Address</u>	<u>Owned</u> %	<u>Citizen</u>	<u>Principal Business</u>
Ravenswood Communications, Inc. (Ravenswood) 48 W. First Street El Paso, IL	100%	IL Corp.	Telecommunications Holding Company

Ravenswood also owns El Paso Telephone Company (EPTC), a local exchange carrier. After completion of the proposed transaction, the name, address, citizenship and principal business of the entity having a ten percent (10%) or greater interest in Ravenswood will be:

<u>Name/Address</u>	<u>Owned</u> %	<u>Citizen</u>	<u>Principal Business</u>
MJD Services Corp. 521 E. Morehead St. Charlotte, NC 28202	100.0%	DE Corp.	Telecommunications

In turn, the names, addresses, citizenship and principal businesses of the entities having a ten percent (10%) or greater interest in MJD are:

<u>Name/Address</u>	<u>Owned</u> %	<u>Citizen</u>	<u>Principal Business</u>
MJD Communications, Inc. 521 E. Morehead St. Charlotte, NC 28202	100.0%	DE Corp.	Telecommunications Holding Company

MJD Communications, Inc. is a holding company which owns rural telephone and other telecommunications interests. The names, addresses, citizenship and principal businesses of the entities having a ten percent (10%) or greater interest in MJD Communications, Inc. are:

<u>Name/Address</u>	<u>Owned</u> %	<u>Citizen</u>	<u>Principal Business</u>
MJD Partners, L.P. 521 E. Morehead Street Charlotte, NC 28202	21.10%	DE L.P.	Investments



The general partner of MJD-P is MJD Partners, Inc., a Delaware corporation.

<u>Name/Address</u>	<u>Owned</u> <sup>%</sup>	<u>Citizen</u>	<u>Principal Business</u>
Carousel Capital Partners, L.P. 201 N. Tryon Street Suite 2450 Charlotte, NC 28202	38.50%	DE L.P.	Investments

The general partners of Carousel Capital Partners, L.P. are Messrs Reid G. Leggett and Nelson Schwab, III, each of whom is a U.S. citizen.

<u>Name/Address</u>	<u>Owned</u>	<u>Citizen</u>	<u>Principal Business</u>
Kelso Investment Associates V, L.P. 320 Park Avenue, 24th Floor New York, NY 10022	38.50%	DE L.P.	Investments

The general partner of Kelso Investment Associates V, L.P. is Kelso Partners V which, in turn, is owned by Messrs George E. Matelich, Frank T. Nickell, Joseph S. Shuchert, Thomas R. Wall, IV, Michael B. Goldberg, Frank K. Bynum, Jr., and David I. Wahrhaftig, each of whom is a U.S. citizen and a holder of less than a five percent general partnership interest.

Under MJD's control, El Paso: (1) will continue to maintain separate books of account from EPTC and other affiliated local exchange carriers; (2) will continue not to jointly own transmission or switching facilities with EPTC and other affiliated local exchange carriers; and (3) will continue to take any tariffed services from EPTC and other affiliated local exchange carriers pursuant to the terms and conditions of their generally applicable tariffs.

El Paso will continue to be treated as a nonregulated affiliate of EPTC for purposes of local exchange carrier accounting under the Commission's joint cost and affiliate transactions rules as set forth in Parts 32 and 64 of the

Commission's Rules.

Foreign Concessions and Arrangements

El Paso and MJD each certifies that it has not agreed to accept special concessions, directly or indirectly, from any foreign carrier or foreign administration with respect to traffic and revenue flows between the United States and any foreign country which El Paso may serve under the authority sought; and that it will not enter into such agreements in the future.

Anti-Drug Abuse Act Certification

El Paso, Brownlee and MJD each certifies that, to the best of her or its knowledge and belief, no party to the application is subject to denial of federal benefits pursuant to Section 5301 of the Anti-Drug Abuse Act of 1988, 21 U.S.C. 862.



CONCLUSION

In light of the foregoing, El Paso, Brownlee and MJD respectfully submit that the public interest, convenience and necessity would be served by a grant of the proposed transfer of El Paso and its International Section 214 Authorization from Brownlee to MJD.

Respectfully submitted,

**EL PASO LONG DISTANCE COMPANY**

By: *Carla J. Brownlee*  
Carla J. Brownlee, President

Date: 11-16-98

**CARLA J. BROWNLEE**

By: *Carla J. Brownlee*  
Carla J. Brownlee

Date: 11-16-98

**MJD SERVICES CORP.**

By: *Eugene B. Johnson*  
Eugene B. Johnson  
Executive Vice Chairman  
*President*

Date: 11/13/98

Counsel:  
Gerard J. Duffy  
Bloomston, Mordkofsky, Jackson and Dickens  
2120 I Street, N.W., Suite 300  
Washington, D.C. 20037  
Telephone: (202) 659-0830  
Facsimile: (202) 828-5568

LAW OFFICES  
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JOHN A. PRENDERGAST  
GERARD J. DUFFY  
ANDREW BROWN\*  
RICHARD D. RUBINO  
SUSAN J. BAHR  
D. CARY MITCHELL  
MICHAEL B. ADAMS, JR.

ARTHUR BLOOSTON

RETIRED

December 8, 1998

WRITER'S DIRECT DIAL NO.  
(202) 828-5528

\* ADMITTED ONLY IN MAINE:  
SUPERVISION BY HAROLD MORDKOWSKY,  
A MEMBER OF THE DC BAR

Susan O'Connell  
Telecommunications Division  
International Bureau  
Federal Communications Commission  
2000 M Street, N.W. -- Room 834  
Washington, D.C. 20554

Re: El Paso Long Distance Company;  
Application for Consent to Transfer  
Control of Streamlined Section 214 Authority

Dear Ms. O'Connell:

As requested during your December 1, 1998 telephone call to Michael Adams, this letter is to confirm that neither MJD Partners, L.P. nor Kelso Investment Associates V, L.P. have any members whose interests translate into a ten percent or greater indirect interest in MJD Services Corp., the proposed buyer and principal in the above-referenced application.

In contrast, the two general partners of Carousel Capital Partners, L.P. each hold interests which translate into a ten percent or greater indirect interest in MJD Services Corp. As a result, a list showing the names, addresses, and citizenship of each of these persons is enclosed.

Please call us if you have any questions or if we can be of further assistance.

Sincerely,



Gerard J. Duffy  
Michael B. Adams, Jr.

Enclosure



El Paso Long Distance Company;  
Application for Consent to Transfer  
Control of Streamlined Section 214 Authority

**Supplemental Information**

**Carousel Capital Partners, L.P.**

Carousel Capital Partners, L.P. is wholly owned by the two general partners whose names, holdings, citizenship, and principal businesses are listed below:

<u>Name/Address</u>	<u>Owned</u> %	<u>Citizen</u>	<u>Principal Business</u>
Reid G. Leggett 201 N. Tryon Street Suite 2450 Charlotte, NC 28202	50%	U.S.	Investment
Nelson Schwab, III 201 N. Tryon Street Suite 2450 Charlotte, NC 28202	50%	U.S.	Investment