

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: _____

E 1351

FCC/MELL...

JAN 04 1999

No. 137713

63-60
650

GREENBERG TRAURIG
FIRM ACCOUNT
1221 BRICKELL AVENUE • MIAMI, FLORIDA 33131

NOT NEGOTIABLE AFTER 90 DAYS FROM ISSUE

PAY

G. T. \$780.00cts

DATE

12/29/98

CHECK NO.

137713

AMOUNT

\$780.00

TWO SIGNATURES REQUIRED FOR AMOUNT OVER \$10,000.00

TO THE
ORDER
OF
Federal Communications
Commission

GREENBERG TRAURIG

FIRM ACCOUNT

SUNTRUST BANK, N.A.
777 BRICKELL AVENUE
MIAMI, FLORIDA 33131

Printech DADE (305) 592-2838

⑈ 137713⑈ ⑆066000604⑆ 0189001130199⑈

PAGE NO. 1 OF 1

SPECIAL USE
FCC USE ONLY

(1) LOCKBOX #

SECTION A - PAYER INFORMATION

(3) TOTAL AMOUNT PAID (dollars and cents)

(2) PAYER NAME (if paying by credit card, enter name exactly as it appears on your card)
Greenberg Traurig

\$ 780.00

(4) STREET ADDRESS LINE NO. 1
1221 Brickell Avenue

(5) STREET ADDRESS LINE NO. 2

FTC-7/c-19990104-00007

(6) CITY
Miami

(7) STATE
FL

(8) ZIP CODE
33131

(9) DAYTIME TELEPHONE NUMBER (include area code)
305-579-0500

(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)

Telpan Teleport Corp.

(12) STREET ADDRESS LINE NO. 1

444 Brickell Avenue

(13) STREET ADDRESS LINE NO. 2

Suite 500

(14) CITY Miami (15) STATE FL (16) ZIP CODE 33131

(17) DAYTIME TELEPHONE NUMBER (include area code)

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)
C U T

(21A) QUANTITY
1

(22A) FEE DUE FOR (PTC) IN BLOCK 20A
\$ 780.00

FCC USE ONLY

(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 20B

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 20C

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 20D

FCC USE ONLY

(23D) FCC CODE 1

(24D) FCC CODE 2

SECTION D - TAXPAYER INFORMATION (REQUIRED)

(25) COMPLETE THIS BLOCK ONLY IF APPLICANT NAME IN B-11 IS DIFFERENT FROM PAYER NAME IN A-2

PAYER TIN

0 5 9 1 2 7 0 7 5 4

APPLICANT TIN

0 6 5 0 7 6 5 6 3 1

SECTION E - CERTIFICATION

(27) CERTIFICATION STATEMENT
I, Rafael Prohias (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 *Rafael Prohias*

SECTION F - CREDIT CARD PAYMENT INFORMATION

(28) MASTERCARD/VISA ACCOUNT NUMBER:

MasterCard account number grid

EXPIRATION DATE:

MONTH YEAR grid

AUTHORIZED SIGNATURE

DATE

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

SEE PUBLIC BURDEN ESTIMATE ON REVERSE

Rafael G. Prohias, Esq.
(305) 579-0629

prohiasr@gtlaw.com

December 31, 1998

BY FEDEX

Federal Communications Commission
c/o Mellon Bank
Three Mellon Bank Center, 525 William Penn Way
27th Floor, Room 153-2713
Pittsburgh, Pennsylvania 15259-0001
Attention: Wholesale Lock box Shift Supervisor

Re: **Application of Tel-Pan Teleport Corp. for Authority To Transfer Control of
Section 214 International Resale Certification**

Dear Commission:

Enclosed for filing please find an original and five (5) copies of the application of Mr. Nicolas Ardito Barletta P., Ms. Anne Louise Carricarte and Ms. Denise Isabel Kardonski, all of the shareholders of Tel-Pan Teleport Corp., for authority pursuant to Section 214 of the Communications Act of 1934, as amended, to transfer control of Tel-Pan Teleport Corp., a common carrier certificated under Section 214 of the Communications Act of 1934, as amended, to resell international switched voice and data services (the "Application"). We request that the Commission process the Application under the streamlined procedures set forth in 47 C.F.R. § 63.12.

Enclosed with the Application are a check made payable to the FCC in the amount of \$780.00 (**Fee Code CUT**) to cover the requisite filing fee and a completed FCC Remittance Advice on FCC Form 159.

Also enclosed is an additional copy of the Application that we request be date-stamped and returned in the enclosed self-addressed stamped envelope. If you have any questions regarding the Application, please contact me at (305) 579-0629.

Very truly yours,


Rafael G. Prohias

Enclosures

GREENBERG TRAUIG, P.A.
1221 BRICKELL AVENUE MIAMI, FLORIDA 33131
305-579-0500 FAX 305-579-0717 www.gtlaw.com
MIAMI NEW YORK WASHINGTON, D.C. ATLANTA PHILADELPHIA TYSONS CORNER SAO PAULO
FORT LAUDERDALE WEST PALM BEACH ORLANDO TALLAHASSEE BOCA RATON

Tel-Pan to provide international facilities-based and resale service between the United States and international points. The Applicants request that the International Bureau process the Application under the streamlined procedures set forth in Section 63.12 of the Rules, 47 C.F.R. § 63.12.

I. THE PARTIES

A. Tel-Pan Teleport Corporation

Tel-Pan is a Florida corporation whose voting stock is owned by Nicolas Ardito Barletta P. (the President and 34% shareholder of Tel-Pan), Anne Louise Carricarte (the Secretary and 33% shareholder of Tel-Pan), and Denise Isabel Kardonski (the Treasurer and 33% shareholder of Tel-Pan). Mr. Barletta, Ms. Carricarte and Ms. Kardonski are citizens of the United States. Tel-Pan was granted Section 214 authority to provide international switched service and resale service between the United States and various international locations. The Commission's approval is stated in File No. ITC-98-080 (effective March 13, 1998).

Tel-Pan is considered a non-dominant carrier under the Commission's rules. It is respectfully submitted that, after completion of the transaction described herein, Tel-Pan will continue to be qualified to operate as an authorized non-dominant international carrier.

B. Tel-Pan Communications Corporation.

The Transferee, a corporation organized under the laws of the State of Florida, is a wholly-owned subsidiary of Latinet, Ltd., a corporation organized under the laws of the British Virgin Islands. Latinet, Ltd. is wholly-owned by Latinet Holding Corporation, a corporation organized under the laws of the Republic of Panama. The largest shareholders of Latinet Holding Corporation are Universal Selling Co., a company organized under the laws of Panama,

Inversiones Tacoa, S.A., a Venezuelan publicly-traded corporation and a Trust for the Grandchildren of Mr. Frank Kardonski, organized under the laws of the State of Florida.

C. Description of Transaction

The stock of Tel-Pan consists of 20,000 authorized shares of common stock, par value \$0.01 per share (the "Common Stock"), of which 100 shares are issued and outstanding. Pursuant to the proposed transaction, Tel-Pan will newly issue 19,900 shares of Common Stock to the Transferee, in consideration for the cancellation by the Transferee of certain debt obligations owed by the Transferor to the Transferee. After the proposed transaction is consummated, Tel-Pan will continue to exist as a separate operating entity, will maintain its Certification, and will continue to offer resold international switched voice and data services to the public. Thus, there will be no discontinuation of service to the public. The Transferee will not propose any change to the scope of resale service provided by Tel-Pan. No significant change in key operating personnel of Tel-Pan is anticipated at this time. Through its ownership of a controlling stock interest in Tel-Pan, the Transferee will provide the financial and managerial capability necessary for the continued successful operation of Tel-Pan.

D. Grant of the Application Will Serve the Public Interest, Convenience and Necessity

The Applicants believe that the proposed sale of Tel-Pan's stock will serve the public interest, convenience and necessity. The Transferee will apply its management skills to make more efficient use of Tel-Pan's facilities to provide services to the public. The Transferee expects to be able to enhance Tel-Pan's service and offerings, and make Tel-Pan an effective service provider and competitor in the telecommunications marketplace. This will benefit the public by the offering of diverse services with significant operating efficiencies and service

quality. The proposed transfer of control of the Certification also is in the public interest because the transfer will promote Tel-Pan's competitive provision of services in the international switched voice and data market. Because the proposed transfer of control is in the public interest, the Transferor and the Transferee respectfully request the Commission to grant this Application.

II. 47 C.F.R. § 63.18 Information

The following information is submitted, as required by Section 63.18 of the Commission's Rules, in support of this Application:

- (a) The name and address of the Transferors are:

Nicolas Ardito Barletta P.
Anne Louise Carricarte
Denise Isabel Kardonski
444 Brickell Avenue, Suite 500
Miami, Florida 33131
Telephone: (305) 373-1112
Telex: (305) 373-1127

The name and address of the Transferee is:

Tel-Pan Communications Corporation
Frank Kardonski, Chairman
444 Brickell Avenue, Suite 500
Miami, Florida 33131
Telephone: (305) 373-1112
Telex: (305) 373-1127

(b) The Transferors are citizens of the United States. The Transferee is a corporation organized under the laws of the State of Florida.

- (c) Correspondence concerning the Application should be sent to:

Transferees:
Nicolas Ardito Barletta P.
President
Tel-Pan Teleport Corp.
444 Brickell Avenue, Suite 500
Miami, Florida 33131
Telephone: (305) 373-1112
Telefax: (305) 373-1127

Transferee:
Frank Kardonski
Chairman
Tel-Pan Communications Corp.
444 Brickell Avenue, Suite 500
Miami, Florida 33131
Telephone: (305) 373-1112
Telefax: (305) 373-1127

with a copy to:

Patricia Menendez-Cambo, Esq.
Rafael G. Prohias, Esq.
Greenberg Traurig, P.A.
1221 Brickell Avenue
Miami, Florida 33131
Telephone: (305) 579-0500
Telefax: (305) 579-0717

(d) Tel-Pan holds authority to operate as a non-dominant international facilities-based and resale carrier with global authority pursuant to Section 214 of the Communications Act of 1934, as amended, and the Commission's rules. Specifically, Tel-Pan holds the following certification:

- *Tel-Pan Teleport Inc.*, FCC File No. ITC-98-080 (effective March 13, 1998) (authority to operate as a non-dominant international facilities-based and resale carrier with global authority).

(e)(5) This application seeks authority for the transfer of legal control of Tel-Pan, a non-dominant common carrier holding international Section 214 authorization.

(f) Not applicable.

(g) Not applicable.

(h) The Transferee certifies that it is not affiliated with any foreign or U.S. facilities-based carrier.

After the proposed transaction, the following entities will hold a ten percent (10%) or greater ownership or management interest in Tel-Pan:

Name/Address	% Held	Citizenship	Principal Business
Tel-Pan Communications Corp.	100	U.S.	Telecommunications

The following entity holds a ten percent (10%) or greater ownership or management interest in Tel-Pan Communications Corp.:

Name/Address	% Held	Citizenship	Principal Business
Latinet, Ltd.	100	British Virgin Islands	Holding company of business.

The following entity holds a ten percent (10%) or greater ownership or management interest in Latinet, Ltd.:

Name/Address	% Held	Citizenship	Principal Business
Latinet Holding Corporation	100	Panama	Telecommunications

The following entity holds a ten percent (10%) or greater ownership or management interest in Latinet Holding Corporation:

Name/Address	% Held	Citizenship	Principal Business
Universal Selling Co.	22.41	Panama	Telecommunications
Inversiones Tacoa, S.A.	15.32	Venezuela	Telecommunications
Trust for Grandchildren	20.75	U.S.	Trust

The Transferee certifies that it has no affiliation with any foreign carrier, as that term is defined in Section 63.18 of the Commission's Rules. The Transferee further certifies that it is not affiliated with any U.S. international carrier whose facilities-based services the Transferee resells.

(i) The Transferee certifies that it has not agreed and will not agree in the future to accept any direct or indirect special concessions from a foreign carrier or administration with regards to traffic or revenue flows between the United States and any foreign countries the company is authorized to serve.

(j) The Transferee certifies that 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, 21 U.S.C. § 853(a).

III. Conclusion

For the reasons stated herein, the Transferors and the Transferee respectfully submit that the public interest, convenience and necessity would be furthered by grant of this application for consent to the transfer of control of Tel-Pan Teleport Corporation to Tel-Pan Communications Corp. The Applicants respectfully request that the Commission authorize the transfer of control described herein to permit the Applicants to consummate the transaction as soon as possible.

Respectfully submitted,

TEL-PAN TELEPORT CORPORATION
TEL-PAN COMMUNICATIONS CORP.

By: 

Patricia Menendez-Cambo, Esq.
Rafael G. Prohias, Esq.

GREENBERG TRAURIG, P.A.
1221 Brickell Avenue
Miami, Florida 33131
Telephone: (305) 579-0500
Telefax: (305) 579-0717

Its Counsel

DATED: December 31, 1998