

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: _____

FBI

FCC/MELLOW JAN 07 1999

Before the
FEDERAL COMMUNICATIONS COMMISSION
Washington, DC 20554

In the Matter of)
)
)
OGCUSA, LTD.)

File No. ITC-TC-19990107-00006

For Consent to the Transfer of Control of)
Section 214 Authorization ITC-98-077 to)
ACACIA MANAGEMENT SERVICES INC.)

To: Chief, International Bureau

**APPLICATION FOR CONSENT TO THE TRANSFER OF CONTROL
OF INTERNATIONAL SECTION 214 AUTHORIZATIONS**

OGCUSA, Ltd. ("OGCUSA") and Acacia Management Services, Ltd. ("Acacia"), pursuant to Section 214 of the Communications Act of 1934, as amended (47 U.S.C. § 214) and Section 63.18 of the Commission's rules (47 C.F.R. § 63.18), hereby request Commission consent to the transfer of control of OGCUSA's Section 214 authorization, ITC-98-077, to Acacia. By agreement of the parties, Acacia will be acquiring all of the outstanding stock of OGCUSA in a transaction scheduled to close on or before March 1, 1999.

Pursuant to Section 63.18, the following information is submitted in support of this application:

- a. The names, addresses, and telephone numbers of the transferor and transferee are:

Transferor
Mr. Michael Cyttrynbaum
President
OGCUSA, Ltd.
#1040 - 885 West Georgia Street
Vancouver, B.C.
V6C 3E8 CANADA
Tel: (604) 669-1299
Fax: (604) 669-0131

Transferee
Mr. René Simon
Director
Acacia Management Services Inc.
Kuttelgasse 4
CH-8001 Zurich
SWITZERLAND
Tel: 011-41-1-211-6904
Fax: 011-41-1-211-4580

- b. OGCUSA is a corporation organized and existing under the laws of the State of Delaware. Acacia is a corporation organized and existing under the laws of the British Virgin Islands.
- c. Correspondence concerning this application should be addressed to:

Transferor
Mr. Michael Cyttrynbaum
President
OGCUSA, Ltd.
#1040 - 885 West Georgia Street
Vancouver, B.C.
V6C 3E8 CANADA
Tel: (604) 669-1299
Fax: (604) 669-0131

with copies of all correspondence to:

Mitchell F. Brecher
Stephen E. Holsten
Fleischman and Walsh, L.L.P.
1400 Sixteenth Street, NW
Washington, DC 20036
Tel: (202) 939-7900

Fax: (202) 745-0916

Transferee

Mr. René Simon

Director

Acacia Management Services Inc.

Kuttelgasse 4

CH-8001 Zurich

SWITZERLAND

Tel: 011-41-1-211-6904

Fax: 011-41-1-211-4580

d. Acacia has not received authority previously under Section 214 of the Communications Act.

OGCUSA currently holds only the Section 214 authorization listed above, granted effective March 13, 1998, to provide global facilities-based/global resale services (Public Notice, Report No. I-8292, DA 98-527, released March 19, 1998).

e. By this application, the applicants seek Commission consent to transfer control of the Section 214 authorization held by OGCUSA from its present owner to Acacia pursuant to Section 63.18(e)(5) of the Commission's rules. 47 C.F.R. § 63.18(e)(5).

f. Not Applicable.

g. Not Applicable.

h. Acacia certifies that it is not a foreign carrier, has no affiliation with any foreign carrier, and has no affiliation with any United States carriers whose facilities it proposes to acquire or whose services it proposes to resell, and that there are no interlocking directorates.

In support of this certification, the following individuals own or control 10% or more of

Acacia:

Mr. René Simon
Kuttelgasse 4
CH-8001 Zurich
SWITZERLAND
Principal Business: Attorney/Investor
Citizenship: Swiss

OGCUSA certifies that it is currently owned by, and thus affiliated with, Overseas Globatel Corp., which is authorized to provide telecommunications services in Canada, that it has no affiliation with any other foreign carriers, no affiliation with any United States carriers whose facilities it has acquired or whose services it resells, and that there are no interlocking directorates.

All of the shares of OGCUSA are currently owned by Overseas Globatel Corp., which is organized under the laws of Canada and located at the following address:

Overseas Globatel Corp.
#1040 - 885 West Georgia Street
Vancouver, B.C.
V6C 3E8 CANADA
Principal Business: telecommunications
Citizenship: Canadian

Overseas Globatel Corp. does not own any telecommunications facilities in Canada and does not own or control bottleneck facilities or services in Canada. Canada is a member of the World Trade Organization and Overseas Globatel Corp. does not have sufficient market power in Canada to affect competition in the United States adversely.

i. Acacia certifies that it has not accepted, nor will it agree to accept, special concessions directly or indirectly from any foreign carrier or administration with respect to traffic or revenue flows between the United States and any foreign country which OGCUSA may serve under the authority granted pursuant to this request.

j. Acacia certifies that no party to this application has been denied federal benefits pursuant to Section 5301 of the Anti-Drug Abuse Act of 1988.

In conclusion, the applicants certify that all of the information in this application is accurate and correct.


WHEREFORE, in view of the information contained herein, it is respectfully requested that the Commission grant the instant application to permit the transfer of control of OGCUSA, Ltd., holder of a Section 214 authorization, to Acacia Management Services Inc.

Respectfully submitted,

OGCUSA, LTD.

By: 
Michael Cytynbaum

ACACIA MANAGEMENT SERVICES INC.

By: 
Rene Simon

Mitchell F. Brecher
Stephen E. Holsten
Fleischman and Walsh, L.L.P.
1400 Sixteenth Street, N.W.
Washington, D.C. 20036
Tel: (202) 939-7900
Fax: (202) 745-0916

Their Counsel

Dated: December 31, 1998

90780

**READ INSTRUCTIONS CAREFULLY
BEFORE PROCEEDING**

**FEDERAL COMMUNICATIONS COMMISSION
REMITTANCE ADVICE**

APPROVED BY OMB 3060-0589

(1) LOCKBOX # 358115

PAGE NO. 1 OF 1

SPECIAL USE
FOC USE ONLY

SECTION A - PAYER INFORMATION

(2) PAYER NAME (If paying by credit card, enter name exactly as it appears on your card)
Fleischman and Walsh, LLP (3) TOTAL AMOUNT PAID (dollars and cents) **780.00**
 (4) STREET ADDRESS LINE NO. 1
1400 Sixteenth Street, NW, 6th Floor
 (5) STREET ADDRESS LINE NO. 2

(6) CITY **Washington** (7) STATE **DC** (8) ZIP CODE **20036**
 (9) DAYTIME TELEPHONE NUMBER (Include area code) **(202) 939-7900** (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)
OGCUSA, Ltd.
 (12) STREET ADDRESS LINE NO. 1
#1040 - 885 West Georgia Street
 (13) STREET ADDRESS LINE NO. 2

(14) CITY **Vancouver** (15) STATE **B.C.** (16) ZIP CODE **V6C 3E8**
 (17) DAYTIME TELEPHONE NUMBER (include area code) **(604) 669-1299** (18) COUNTRY CODE (if not in U.S.A.) **176 Canada**

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 214	(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) PAYER TIN **0 5 2 1 7 6 9 5 5 6** (26) COMPLETE THIS BLOCK ONLY IF APPLICANT NAME IN B-11 IS DIFFERENT FROM PAYER NAME IN A-2
 APPLICANT TIN **0 5 2 2 0 8 2 4 1 3**

SECTION E - CERTIFICATION

(27) CERTIFICATION STATEMENT: I, **Mitchell F. Brecher** (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 

SECTION F - CREDIT CARD PAYMENT INFORMATION

(28) MASTERCARD/VISA ACCOUNT NUMBER:

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EXPIRATION DATE:

--	--	--	--

 MONTH

--	--

 YEAR

--	--

MASTERCARD

VISA AUTHORIZED SIGNATURE

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