

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: _____

~~FR1~~

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and Maryland

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March 31, 1999

VIA AIRBORNE EXPRESS

Federal Communications Commission
International Bureau-Telecommunications
PO Box 358115
Pittsburgh, PA 15251-5115

Re: Airnex Communications, Inc. Application for Section 214 Authority for Transfer
of Control

Dear Sir/Madam:

Enclosed please find for filing an original and six (6) copies of the application of Airnex Communications, Inc. for Section 214 authority for Transfer of Control. Airnex Communications, Inc. was granted Section 214 authority in File No. ITC-97-542 Effective October 23, 1997.

As required by commission rules, I have also enclosed a check in the amount of \$780.00 payable to the "Federal Communications Commission" to cover the application fee, accompanied by FCC Form 159. **Please date-stamp the extra copy of this application and return it in the enclosed self-addressed stamped envelope.**

If you have any questions regarding the foregoing, please do not hesitate to call me.
Thank you.

Respectfully submitted,


Lance J.M. Steinhart

Attorney for Airnex Communications, Inc.

Enclosures

cc: Shige Yamaji

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

In the Matter of)
))
AIRNEX COMMUNICATIONS, INC.)))

File No. ITC 1999-_____

Application for Authority)
Pursuant to Section 214 of the))
Communications Act of 1934, as))
Amended, for Transfer of Control)
to Japan Telecom America, Inc.)

TO: The Commission

APPLICATION FOR SECTION 214 AUTHORITY
FOR TRANSFER OF CONTROL

Airnex Communications, Inc. ("Airnex" or "Applicant"), by its attorney, hereby respectfully requests authority from the Federal Communications Commission ("Commission"), pursuant to Section 214 of the Communications Act of 1934, as amended (the "Act"), and Section 63.18(e) (5) of the Commission's Rules, to transfer control of Airnex to Japan Telecom America, Inc. ("Transferee" or "Japan Telecom America"). In accordance with the Commission's fee schedule, Fee Code CUT, Airnex Communications, Inc. has attached a check in the amount of \$780.00 to this Application.

Pursuant to this proposed transaction, Japan Telecom America will acquire 51% of Airnex's issued and outstanding stock for cash.

In support of Applicant's request for authorization, the following information is submitted pursuant to Section 63.18 of the Commission's Rules:

(a) The name, address and telephone number of Applicant and

Transferee:

Applicant:

Airnex Communications, Inc.
3000 Executive Parkway,
Suite 111
San Ramon, California 94583
(925) 327-0400

Transferee:

Japan Telecom America, Inc.
10 Rockefeller Plaza, Suite 1420
New York, NY 10020
(212) 262-7650

(b) The Applicant is a corporation organized and existing under the laws of the State of California.

Transferee is a corporation organized and existing under the laws of the State of Delaware.

(c) The name, title, address and telephone number of the officer to whom correspondence concerning this application should be directed to:

Applicant:

Shige Yamaji, President & CEO
Airnex Communications, Inc.
3000 Executive Parkway,
Suite 111
San Ramon, California 94583
(925) 327-0400

Transferee:

Satoo Horike, President & CEO
Japan Telecom America, Inc.
10 Rockefeller Plaza, Suite 1420
New York, NY 10020
(212) 262-7650

with a copy to:

Lance J.M. Steinhart, Esq.
Attorney at Law
6455 East Johns Crossing, Suite 285
Duluth, Georgia 30097
(770) 232-9200

The Commission should direct any inquiries that it may have about this Application to Lance J.M. Steinhart, Esq.

- (d) The Applicant has authority under Section 214. (See ITC-97-542). Transferee has authority under Section 214 (See ITC-97-449).

- (h) Transferee has an affiliation with a "foreign carrier" as that term is defined in § 63.18. Transferee is a wholly-owned subsidiary of Japan Telecom, Ltd., a Japanese corporation which provides international and domestic long telecommunications services in Japan. Japan Telecom, Ltd. has no market power in any relevant market in Japan. See FCC File No. ITC-97-449 which determined that Japan Telecom, Ltd. does not have market power.

Applicant certifies that, prior to this transaction, it is not, and has no affiliation with, a "foreign carrier" as that term is defined in § 63.18(h)(ii). The name, address, citizenship and principal businesses of Applicant's 10% or greater (direct or indirect) shareholders or other equity holders following the transfer of control, and any interlocking directorates:

Shige Yamaji 49% Shareholder
Japanese Citizen (Legal resident of US)
Principal Business: Telecommunications
Business Address:
3000 Executive Parkway, Suite 111
San Ramon, California 94583

Japan Telecom America, Inc. 51% Shareholder
Principal Business: Telecommunications
Business Address:
10 Rockefeller Plaza, Suite 1420
San Ramon, CA 94583

There are no interlocking directorates.

Applicant and Transferees certify that they have no affiliation with the US carriers whose facilities-based services the Applicant proposes to resell (either directly or indirectly through the resale of another reseller's service).

- (1) Transferee 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 US and any foreign country which the Transferee may serve under the authority granted under this part and will not enter into such agreements in the future.


- (j) Transferee certifies, to the best of its knowledge, that no party to the Application, as defined in Sections 1.2001 through 1.2003 of the Commission's Rules, is subject to a denial of Federal benefits pursuant to Section 5301 of the Anti-Drug Abuse Act of 1988. See 21 U.S.C. § 853a.

As demonstrated in this application, Applicant submits that the grant of this application will serve the public interest, convenience and necessity. Thus, Applicant respectfully requests that it be authorized to transfer control as set forth herein.

Respectfully submitted,
AIRNEX COMMUNICATIONS, INC.

By: 
Shige Yamajiri, President & CEO

Airnex Communications, Inc.
3000 Executive Parkway, Suite 111
San Ramon, California 94583
(925) 327-0400

By: 
Lance J.M. Steinhart

Attorney at Law
6455 East Johns Crossing
Suite 285
Duluth, Georgia 30097
(770) 232-9200

COUNSEL FOR
AIRNEX COMMUNICATIONS, INC.

Dated: 3/31/99

READ INSTRUCTIONS CAREFULLY
BEFORE PROCEEDING

FEDERAL COMMUNICATIONS COMMISSION

APPROVED BY OMB 3060-058

REMITTANCE ADVICE

358115

PAGE NO. 1 OF 1

(1) LOCKBOX #

SECTION A - PAYER INFORMATION

(2) PAYER NAME (If paying by credit card, enter name exactly as it appears on your card)
Airmex Communications, Inc.

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

(4) STREET ADDRESS LINE NO. 1

3000 Executive Parkway

(5) STREET ADDRESS LINE NO. 2

Suite 111

(6) CITY

San Ramon

(7) STATE

California

(8) ZIP CODE

94583

(9) DAYTIME TELEPHONE NUMBER (include area code)

925-327-0400

(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)

(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 20A

FCC USE ONLY

(22A) FCC CODE 1

C U T

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

(22B) FCC CODE 1

5

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

(22C) FCC CODE 1

5

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

(22D) FCC CODE 1

5

FCC USE ONLY

SECTION D - TAXPAYER INFORMATION (REQUIRED)

(23) PAYER TIN

0 9 4 3 2 4 7 6 1 8

(24) COMPLETE THIS BLOCK ONLY IF APPLICANT NAME IN B11 IS DIFFERENT FROM PAYER NAME IN A-1

APPLICANT TIN

0

SECTION E - CERTIFICATION

(27) CERTIFICATION STATEMENT
I, Shiss Yamagi
(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 Shiss Yamagi

SECTION F - CREDIT CARD PAYMENT INFORMATION

(28)

MASTERCHARGE/AMERICAN EXPRESS/OTHER ACCOUNT NUMBER:

EXPIRATION DATE:

MasterCard account number grid

Expiration date grid

MASTERCARD

VISA

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

AUTHORIZED SIGNATURE

DATE

SEE PUBLIC BURDEN ESTIMATE ON REVERSE

FCC FORM 159 JULY 1997 (REVISED)