

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:

The Faxnet Corporation
to Fusion Telecommunications International
Central Park Ave.



FCC/MELLON

NOV 18 1999

210 N. Park Ave.
Winter Park, FL
32789

November 17, 1998
Overnight

Secretary
Federal Communications Commission
Common Carrier International
P.O. Box 358115
Pittsburgh, PA 15251-5115

P.O. Drawer 200
Winter Park, FL
32790-0200

Re: Application of **FaxNet Corporation** for authority to Transfer Control to Fusion
Telecommunications International, Inc., pursuant to Section 214 of the
Communications Act of 1934

Tel: 407-740-8575
Fax: 407-740-0613
tmi@tminc.com

Dear Secretary:

Enclosed for filing are the original and six (6) copies of the above-referenced application of FaxNet Corporation to transfer control to Critical Path, Inc. Also enclosed is a check in the amount of \$780 to cover the filing fee.

Please acknowledge receipt of this filing by date stamping one copy of this cover letter and returning it in the enclosed, self-addressed, stamped envelope provided. Thank you for your attention in this matter. Questions regarding this filing should be directed to my attention at (407) 740-8575.

Sincerely,

Monique Byrnes
Consultant to
FaxNet Corporation

cc: B. Hutchins, FCC
Chief, Tariff Review Branch
ITS
Mellon Bank
file: FaxNet - 214
tms: fcc9900

VENDOR ID	NAME	PAYMENT NUMBER	CHECK DATE	AMOUNT	AMOUNT PAID	DISCOUNT	WRITE-OFF	NET
TAXEEDCO	Federal Communication Commis	8945	11/11/99					
OUR VOUCHER NUMBER	YOUR VOUCHER NUMBER	DATE						
5196	11/11199	11/11/99		\$780.00	\$780.00	\$0.00	\$0.00	\$780.00
				\$780.00	\$780.00	\$0.00	\$0.00	\$780.00

COMMENT

FAXNET CORPORATION
 98 N. WASHINGTON ST.
 BOSTON, MA 02114

THE FIRST NATIONAL BANK
 OF BOSTON

19502

DATE 11/11/99 AMOUNT \$780.00

PAY Seven Hundred Eighty Dollars And 00 Cents

TO THE ORDER OF Federal Communication Commis

⑆019502⑆ ⑆011000390⑆ 531 64155⑆

SECURITY FEATURES INCLUDED. DETAILS ON BACK.

James Kelly

AUTHORIZED SIGNATURE

READ INSTRUCTIONS CAREFULLY BEFORE PROCEEDING

FEDERAL COMMUNICATIONS COMMISSION

APPROVED BY OMB 3060-0589

REMITTANCE ADVICE

SPECIAL USE

PAGE NO. 1 OF 1

FCC USE ONLY

(1) LOCKBOX NO.

SECTION A - PAYER INFORMATION

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

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

(4) STREET ADDRESS LINE NO. 1
98 N WASHINGTON STREET

(5) STREET ADDRESS LINE NO. 2

(6) CITY
BOSTON

(7) STATE
MA

(8) ZIP CODE
02114

(9) DAYTIME TELEPHONE NUMBER (include area code)
617-557-4300

(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 APPLICATION. USE CONTINUATION SHEETS (FORM 159-C)

SECTION B - APPLICANT INFORMATION

(11) APPLICATION 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 20B
C U T 1 \$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 20B 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 20B FCC USE ONLY

(23D) FCC CODE 1 (24D) FCC CODE 2

SECTION D - TAXPAYER INFORMATION (REQUIRED)

(25) (26) COMPLETE THIS BLOCK ONLY IF APPLICANT NAME IN B-4A IS DIFFERENT FROM PAYER NAME IN A-2

PAYER TIN	0	4	-	3	2	7	8	5	1	8	APPLICANT TIN									
											SECTION E - CERTIFICATION									

(27) CERTIFICATION STATEMENT
I, Monique Byrnes, Consultant to FaxNet Corporation, 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 *Monique Byrnes*

SECTION F - CREDIT CARD PAYMENT INFORMATION

(28) MASTERCARD/VISA ACCOUNT NUMBER

MASTERCARD																					
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EXPIRATION DATE:

Month			
Year			

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

DATE

SEE PUBLIC BURDEN ESTIMATE ON REVERSE

FCC FORM 159

JULY 1997 (REVISED)

transaction will result in a stronger financial position from which to continue providing quality service options to customers of FaxNet.

Acquisition is a wholly-owned subsidiary of Critical Path. Upon consummation of the proposed transaction, Acquisition will merge with and into FaxNet with FaxNet as the surviving corporation. The outstanding shares of Common Stock of the Company shall be converted into the right to receive cash and shares of Critical Path Common Stock. As a result of this transfer of control, Critical Path will own 100% of the outstanding shares of common Stock in FaxNet and FaxNet will be a wholly-owned subsidiary of Critical Path.

Closing for the transaction is set for on or before December 15, 1999, subject to Commission approval. Applicant respectfully requests that the Commission issue an order approving the transaction.

In support of FaxNet's request for authority to transfer control, the following information is submitted pursuant to Section 63.18 of the Commission Rules, 47 C.F.R. Section 63.18.

- (a) The name, address and telephone number of the applicant:

FaxNet Corporation
98 N. Washington Street
Boston, MA 02114
Telephone: 617-557-4300

- (b) FaxNet Corporation is a privately held corporation organized under the laws of the state of Delaware. Critical Path, Inc. is a publically held corporation organized under the laws of the state of California. Critical Path, Inc. does not offer telecommunications services.

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

Britt Hutchins
FaxNet Corporation
98 N. Washington Street
Boston, MA 02114
Telephone: 617-557-4300

- or -

Monique Byrnes
Consultant to FaxNet
Technologies Management, Inc.
P. O. Box 200
Winter Park, Florida 32790-0200
Telephone: (407) 740-8575

- (d) FaxNet has previous authority under Section 214, August 19, 1996, ITC 96-369. AMI has not obtained previous authority under Section 214.
- (e) FaxNet requests Section 214 Authority to transfer control of the company while retaining continuing authority to operate as a resale carrier pursuant to the terms and conditions of Section 63.18(e)(2).
- (f) See (e) above.
- (g) FaxNet does now have and does not seek facilities-based authority under Section 63.18(e)(6).

(h) FaxNet and Critical Path certify that neither company is a foreign carrier nor is either entity affiliated with any foreign carrier. Applicants further certify that neither has an affiliation with any U.S. Carriers whose facilities-based services FaxNet resells or proposes to resell. In support of this request for transfer, Critical Path submits the following information of its ten percent or greater direct and indirect shareholders or other equity holders.

Critical Path is a publically held corporation. No one individual or entity holds a 10% or greater equity in the company.

Effective concurrent with the closing between Critical Path and FaxNet, Critical Path will hold 100% of the stock of FaxNet. No 10% or greater shareholder of Critical Path will be a foreign carrier, and no 10% or greater shareholder of Critical Path will be affiliated with any foreign carrier. Neither FaxNet nor Critical Path or its shareholders will be affiliated with any underlying carrier whose services will be resold by FaxNet.

(i) FaxNet 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 U.S. and any foreign country which the applicant may serve and will not enter into such agreements in the future.

(j) The Applicants certify that neither FaxNet nor any party to this application is subject to a denial of Federal benefits, as provided in the Anti-Drug Abuse Act of 1988, 21 U.S.C. 853a.

Conclusion

As demonstrated in this application, Critical Path, Inc. is legally qualified to own controlling interest in FaxNet Corporation. For the reasons stated above, the applicants submit that the public interest, convenience and necessity would be furthered by a grant of this Section 214 request for transfer of control.

Dated this 16th day of November 1999.

FaxNet Corporation

Critical Path, Inc.


James Driscoll
Chief Financial Officer


Douglas Hickey
President and Chief Executive Officer

Monique Byrnes
Consultant to FaxNet Corporation
Technologies Management, Inc.
P. O. Drawer 200
Winter Park, Florida 32790-0200
Telephone: (407) 740-8575

CERTIFICATION

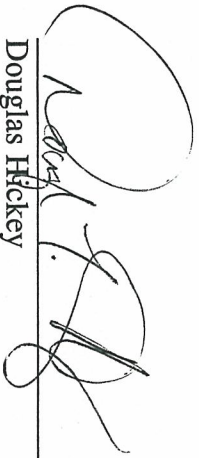
I hereby certify that FaxNet Corporation and Critical Path, Inc. are not affiliated with any foreign carrier. FaxNet Corporation and Critical Path, Inc. are not affiliated with any facilities-based carrier whose services FaxNet Corporation intends to resell. To the best of my knowledge and belief, all of the statements made in this application are true and correct.

FaxNet Corporation

Critical Path, Inc.



James Driscoll
Chief Financial Officer



Douglas Hickey
President and Chief Executive Officer

Dated: November 16 1999