Categories of Services for 214 Applications (Streamline/Non-streamline)

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			Description of Application:	SUBMARINE CABLE LANDING LICENSE	SPECIAL TEMPORARY AUTHORITY	PRO FORMA TRANSFER/ASSIGNMENT	ASSIGNMENT OF LICENSE	TRANSFER OF CONTROL	SWITCHED RESALE SERVICE	INTERNATIONAL SPECIAL PROJECT	INMARSAT AND MOBILE SATELLITE SERVICE	INTERCONNECTED PRIVATE LINE RESALE SERVICE	INDIVIDUAL FACILITIES-BASED SERVICE	LIMITED/GLOBAL FACILITIES-BASED/RESALE SERVICE	LIMITED/GLOBAL FACILITIES-BASED SERVICE	LIMITED/GLOBAL RESALE SERVICE

Vinson & Elkins

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December 1, 1999

Federal Communications Commission International Bureau - Telecommunications P.O. Box 358115 Pittsburgh, Pennsylvania 15251-5115

Hand Delivered

Re: Section 214 Transfer of Control Application
TeleBermuda International Limited

Gentlemen/Ladies:

subject to streamlined processing under Section 63.12 of the Commission's Rules. from the International Bureau to effect this transfer of control on July 13, 1999. This application is company as part of a corporate restructuring. The company received Special Temporary Authority five copies of a Section 214 application seeking permanent authority to transfer control of the Transmitted herewith, on behalf of TeleBermuda International Limited, are an original and

as received and returning to me via my messenger. additional copy of the filing marked "Stamp and Return," which I would appreciate your stamping payable to the Federal Communications Commission to cover the requisite filing fee; and an Attached to the face of this application are a completed FCC Form 159; a check for \$780.00

In the event there are questions concerning this matter, please contact me

Very truly yours,

R. Edward Price Counsel for TeleBermuda International Limited

Enclosure

cc (w/enc.): George Li Alicia Smothers

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

	authorized international carrier)
	1934, as amended, to transfer control of an)
	Section 214 of the Communications Act of)
	Application for authority pursuant to)
File No. ITC-	TELEBERMUDA INTERNATIONAL LIMITED)
	In the Matter of)

APPLICATION

the company's ownership Commission's Rules, 47 C.F.R. § 63.18, to transfer control of TBI as part of a restructuring of 214 of the Communications Act of 1934, as amended, 47 U.S.C. § 214, and Section 63.18 of the TeleBermuda International Limited ("TBI") hereby requests approval, pursuant to Section

I. Introduction and Description of the Transaction

100% of TBI. Stock in GlobeNet was sold to new investors who collectively now control more than 50% of TBI indirectly through their interests in GlobeNet. This restructuring has provided holding company, GlobeNet Communications Group Limited ("GlobeNet"), which now owns explained in TBI's July 12, 1999 STA request, this restructuring involved the creation of a pursuant to Special Temporary Authority issued by the Commission on July 13, 1999. As global resale carrier. See FCC Public Notice, File No. ITC-98-321, 13 FCC Rcd 11222 (1998). TBI has been restructured and a transfer of control of the company to new investors was effected In conjunction with some new initiatives undertaken by the company in 1999, the ownership of TBI currently holds Section 214 authority to operate as a global facilities-based and

operations. additional working capital for the company and has financed a major expansion of the company's

of TBI to offer services in the international marketplace. discussed above. Grant of this application will serve the public interest by enhancing the ability The instant application seeks permanent authority for that transfer of control of TBI

II. Information Required Under Section 63.18

(a) The applicant's name, address, and telephone number are as follows:

TeleBermuda International Limited 2 Carters Bay Road, Southside St. David's DD BX Bermuda (441) 296-9000

- **b** The applicant is a corporation organized under the laws of Bermuda.
- © All correspondence regarding this application should be directed to:

Robert A. Mazer
Albert Shuldiner
R. Edward Price
Vinson & Elkins L.L.P.
1455 Pennsylvania Avenue, N.W.
Washington, D.C. 20004-1008
Telephone: (202) 639-6500

with a copy to:

Ms. Lin Gentemann
Executive Vice President, General Counsel
TeleBermuda International Limited
2 Carters Bay Road, Southside
St. David's DD BX
Bermuda
(441) 296-9000

- (d) TBI currently holds Section 214 authority to operate as a global facilities-based and global resale carrier. *See FCC Public Notice*, File No. ITC-98-321, 13 FCC Rcd 11222 (1998).
- (e)-(g) Not applicable.
- (h) greater direct shareholder are as follows: The name, address, citizenship and principal business of TBI's ten percent or

Name/Address	Percentage <u>Interest</u>	Citizenship	Principal Business
GlobeNet Communications Group Limited	100%	Bermuda	Bermuda Holding Company
2 Carters Bay Road, Southside St. David's DD BX Bermuda	Apuse Act of 1		

or greater direct shareholders are as follows: The name, address, citizenship and principal businesses of GlobeNet's ten percent

Kelso Investment Associates 15% U.S. Investments VI, L.P. 320 Park Avenue, 24th Floor

service. TBI does not have an affiliation with any other foreign carriers. TBI certifies that it is a carrier in Bermuda licensed to provide international

		for the service(s)/authorization(s) herein described.	
щ	AUTHORIZED SIGNATURE	I hereby authorize the FCC to charge my VISA or MASTERCARD	VIS A I hereby authorize
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EAFIRATION DATE:		MAG IERCARDIVIDA ACCOUNT NOMBER:	MASTERCARD MAS
PAGE ATOM DATE.	17	SECTION F - C	
	mation and belief. SIGNATURE	(PRINT NAME) are true and correct to the best of my knowledge, infomation and belief.	are true and correct to
foregoing and supporting information	Certify under penalty of perjury that the foregoing and		(27) CERTIFICATION STATEMENT
	SECTION E - CERTIFICATION	SE	
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	(24C) FCC CODE 2		(23C) FCC CODE 1
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VINSON & ELKINS

L.L.P. ATTORNEYS AT LAW 1455 PENNSYLVANIA AVENUE, N.W. WASHINGTON, D.C. 20004-1007

Price, R. Edward

15-120

Check No.

540

121655

NATIONSBANK 1801 K. STREET, N.W. WASHINGTON, D.C. 20006-1301

PAY ***Seven hundred eighty and 00/100 Dollars ***

Date	Amount
December 1, 1999	\$***780.00

TO THE ORDER OF: Federal Communications Commission

VINSON & ELKINS, L.L.P.

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GL ACCOUNT Client	Offc Dept	Invoice Date	Invoice No.	INVOICE DESCRIPTION	AMOUNT
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