

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

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

Description of Application:

*To Furst Holding Inc., global resale authorization*  
T/C of Furst Group Inc

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**LAW OFFICES OF THOMAS K. CROWE, P.C.**

2300 M STREET, N.W.  
SUITE 800  
WASHINGTON, D.C. 20037

TELEPHONE (202) 973-2890  
FAX (202) 973-2891  
E-MAIL tkcrowe@bellatlantic.net

**FCC/MELLON**  
**FEB 24 2000**

February 24, 2000

**BY COURIER**

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

Re: Furst Holding, Inc. and The Furst Group, Inc.

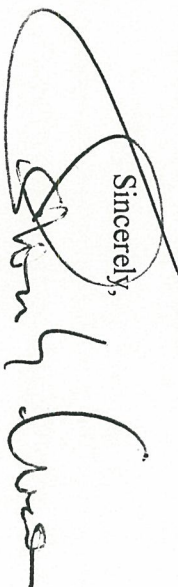
Dear Sir or Madam:

Please find enclosed an original and six (6) copies of Furst Holding, Inc.'s and The Furst Group, Inc.'s Application for Consent to Transfer Control.

Also enclosed is FCC Form 159 and a check in the amount of \$ 780.00 to cover the requisite filing fee. Please file-stamp and return the extra copy of this filing in the self-addressed, stamped envelope provided for this purpose.

Questions regarding this filing should be directed to the undersigned.

Sincerely,



Thomas K. Crowe  
C. Jeffrey Tibbels,  
Counsel for Furst Holding, Inc. and  
The Furst Group, Inc.

Enclosures

THE FURST GROUP, INC.

60553

DATE	INVOICE NO	COMMENT	AMOUNT	DISCOUNT	NET AMOUNT
02/21/00	021000	TRANSFER\FURST HOLDINGS	780.00	.00	780.00

CHECK: 060547

02/21/00 FEDERAL COMMUNICATIONS

CHK TOTAL: 780.00

THE FURST GROUP, INC.  
 459 OAKSHADE ROAD  
 SHAMONG, NJ 08088

COMMERCE BANK/DELAWARE N.A.  
 62-101/311

060547

60553

\*SEVEN HUNDRED EIGHTY DOLLARS AND NO CENTS

PAY TO THE ORDER OF:  
 FEDERAL COMMUNICATIONS  
 COMMISSION  
 WASHINGTON DC 20554  
 01-FEDERAL

DATE 02/21/00

AMOUNT \$ 780.00\*

AUTHORIZED SIGNATURE

⑈060553⑈ ⑆031101017⑆ 95 000046 3⑈

REMITTANCE ADVICE

PAGE NO. 1 OF 1

(1) LOCKBOX # 358115

SPECIAL USE  
FCC USE ONLY

SECTION A - PAYER INFORMATION

(2) PAYER NAME (if paying by credit card, enter name exactly as it appears on your card)  
THE FURST GROUP, INC.

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

(4) STREET ADDRESS LINE NO. 1  
459 OAKSHADE ROAD

(5) STREET ADDRESS LINE NO. 2

(6) CITY  
SHAMONG

(7) STATE  
NJ

(8) ZIP CODE  
08088

(9) DAYTIME TELEPHONE NUMBER (include area code)  
(609) 268-4372

(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  
\$ 780.00

FCC USE ONLY

(23A) FCC CODE 1

(20B) PAYMENT TYPE CODE (PTC)

(21B) QUANTITY

(22B) FEE DUE FOR PTC IN BLOCK 20B

FCC USE ONLY

(23B) FCC CODE 1

(20C) PAYMENT TYPE CODE (PTC)

(21C) QUANTITY

(22C) FEE DUE FOR PTC IN BLOCK 20C

FCC USE ONLY

(19C) FCC CALL SIGN/OTHER ID

(20D) PAYMENT TYPE CODE (PTC)

(21D) QUANTITY

(22D) FEE DUE FOR PTC IN BLOCK 20D

FCC USE ONLY

(23C) FCC CODE 1

(20E) PAYMENT TYPE CODE (PTC)

(21E) QUANTITY

(22E) FEE DUE FOR PTC IN BLOCK 20E

FCC USE ONLY

(19D) FCC CALL SIGN/OTHER ID

(20F) PAYMENT TYPE CODE (PTC)

(21F) QUANTITY

(22F) FEE DUE FOR PTC IN BLOCK 20F

FCC USE ONLY

(23D) FCC CODE 1

(20G) PAYMENT TYPE CODE (PTC)

(21G) QUANTITY

(22G) FEE DUE FOR PTC IN BLOCK 20G


FCC USE ONLY

SECTION D - TAXPAYER INFORMATION (REQUIRED)

(25) PAYER TIN  
2 2 - 3 0 1 5 3 8 5

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

SECTION E - CERTIFICATION

(27) CERTIFICATION STATEMENT  
I, L.C. Jeffrey Tibbels, Certify under penalty of perjury that the foregoing and supporting information  
(PRINT NAME)  
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:

MasterCard/VISA account number grid

EXPIRATION DATE:

Expiration date grid

MASTERCARD

VISA

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

AUTHORIZED SIGNATURE

DATE

SEE PUBLIC BURDEN ESTIMATE ON REVERSE

FCC FORM 159 JULY 1997 (REVISED)

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

In the Matter of

**FURST HOLDING, INC.**

Transferee,

**THE FURST GROUP, INC.**

Transferor,

Application for Authority Pursuant to  
Section 214 of the Communications Act  
of 1934, as amended, to Transfer Control  
of Authorized International Carrier

File No. \_\_\_\_\_

**APPLICATION FOR CONSENT TO TRANSFER CONTROL**

Pursuant to Section 214 of the Communications Act of 1934, as amended, 47 U.S.C. § 214 (1999), and Section 63.18 of the Commission's Rules, 47 C.F.R. § 63.18 (1999), Furst Holding, Inc. ("Holding") and The Furst Group, Inc. ("Furst") (collectively, "Applicants") hereby request authority to effectuate the transfer of control of Furst, an international carrier, to Holding. Furst is a non-dominant carrier authorized by this Commission to provide international telecommunications services.

As fully described herein, approval of the transfer will permit Holding and Furst to realize significant economic and marketing efficiencies which will enhance their ability to continue providing high quality, low cost telecommunications services and to compete more effectively in the international telecommunications marketplace. Accordingly, grant of this Application will benefit the public interest.

In support of this Application, Applicants submit the following information:

**I. THE PARTIES**

**(a) Furst Holding, Inc.**

Holding is a New Jersey corporation whose principal office is located at 459 Oakshade Road, Shamong, NJ 08088. Holding is not a provider of telecommunications services and has no affiliation, within the meaning of Section 63.09(e) of the Commission's Rules, 47 C.F.R. § 63.09(e) (1999), with a dominant U.S. or foreign facilities-based carrier.

Further information required by the Commission pursuant to Section 63.18 regarding Holding is included below in Part IV of this Application.

**(b) The Furst Group, Inc.**

Furst, a New Jersey corporation, has global authority to provide international telecommunications services.<sup>1</sup> Furst is considered a non-dominant carrier under the Commission's Rules. Furst has no affiliation, within the meaning of Section 63.09(e) of the Commission's Rules, 47 C.F.R. § 63.09(e) (1999), with a dominant U.S. or foreign facilities-based carrier. Information concerning Furst's legal, technical, and financial qualifications to provide service was submitted with the company's application for Section 214 authorization and is, therefore, already a matter of record before the Commission.

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<sup>1</sup> *In re* The Furst Group, Inc. Application for Authority to Operate as an International Resale Carrier, *Order, Authorization and Certificate*, File No. 1-T-C-93-069, DA 93-339, 8 FCC Rcd. 2210 (March 29, 1993); Overseas Common Carrier Section 214 Applications Actions Taken, *Public Notice*, File No. ITC-T/C-19980721-00507, DA 98-1811, 13 FCC Rcd. 17792, 17794 (Sept. 10, 1998) (transferring control of Televista, Inc., a non-dominant carrier authorized to provide resale and facilities-based international telecommunications services, to The Furst Group, Inc.).

## II. DESCRIPTION OF TRANSACTION

On December 31, 1999, Holding and Furst entered into a stock purchase agreement ("Agreement") whereby Holding purchased 81% of the issued and outstanding capital stock of Furst from numerous, individual Furst shareholders. In exchange for 81% of the shares of Furst, the individual Furst shareholders will receive 1) a sum, pro-rated among each shareholder, equal to once cent (\$.01) for each one percent (1%) of Furst stock owned by the shareholder; 2) a promissory note issued by Holding to Furst, for and on behalf of the shareholders, in the principal sum of \$750,000 plus interest; and 3) additional consideration, the exact amount to be determined in the future, if there is a further change in control of Furst before December 31, 2003. The transaction closed effective December 31, 1999. Since consummation of the transaction clearly entails a transfer of control, nunc pro tunc approval by this Commission is being sought.

Applicants expect that for the foreseeable future the certificated entity, Furst, will continue its telecommunications operations under its current name, and will continue to provide high quality, affordable telecommunications services to the public. As such, this transaction will not in any way disrupt service or cause inconvenience or confusion to the customers of Furst. Indeed, the acquisition will be virtually seamless to retail customers in terms of the services they currently receive, but it may make additional products and services available to Furst customers throughout the country.

## III. PUBLIC INTEREST

The approval requested herein will serve the public interest in promoting international competition by allowing for a more efficient operating entity with enhanced managerial resources.

The new managerial structure envisioned under the proposed transaction is expected to

strategically improve the company's competitive position, particularly in the international business market. This, in turn, will enable Furst to be a more vigorous competitor facilitating lower prices and higher quality services to the public.

The Commission recognizes that the international market for switched voice services is becoming increasingly competitive in nature and that such competition benefits consumers.<sup>2</sup> Given the Commission's desire to foster competition in the international switched services market, grant of the proposed transaction is in the public interest.

#### **IV. SPECIFIC PART 63 INFORMATION**

As required by Section 63.18 of the Commission's Rules, Applicants submit the following information:

**(a) Names, addresses and telephone numbers of Applicants:**

*Transferee*

Furst Holding, Inc.  
459 Oakshade Road  
Shamong, NJ 08088  
(609) 268-8000 Telephone  
(609) 268-4416 Facsimile

*Transferor*

The Furst Group, Inc.  
459 Oakshade Road  
Shamong, NJ 08088  
(609) 268-4372 Telephone  
(609) 268-8713 Facsimile

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<sup>2</sup> See *In re* Rules and Policies on Foreign Participation in the U.S. Telecommunications Market; Market Entry and Regulation of Foreign-Affiliated Entities, *Report and Order and Order on Reconsideration*, 12 FCC Rcd. 23891, 23891 (1997).



(b) **The Government, State, or Territory under the laws of which each of the Applicants is organized:**

Both Holding and Furst are corporations organized under the laws of the State of New Jersey.

(c) **Correspondence concerning this Application should be addressed to:**

Jill Papenhausen  
Corporate Director,  
Consumer and Government Affairs  
The Furst Group, Inc.  
459 Oakshade Road  
Shamong, NJ 08088  
(609) 268-4372 Telephone  
(609) 268-8713 Facsimile

with a copy to:

Thomas K. Crowe  
C. Jeffrey Tibbels  
Law Offices of Thomas K. Crowe, P.C.  
2300 M Street, N.W., Suite 800  
Washington, D.C. 20037  
(202) 973-2890 Telephone

(d) **Statement as to previous Section 214 authorization:**

As discussed above, Furst previously received authority from the Commission under

Section 214 of the Communications Act to provide international telecommunications services.<sup>3</sup>

Holding is not a provider of telecommunications services.

(e) **This Application requests transfer of control of Furst to Holding.**

(f) **Not applicable.**

(g) **Not applicable.**

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<sup>3</sup> See *supra* at n.1.

(h) The following individuals hold a ten percent (10%) or greater ownership interest in Holding:

<u>Name/Address</u>	<u>% Held</u>	<u>Citizenship</u>	<u>Principal Business</u>
Victor Bakanoff 17 Bloomfield Court Mt. Laurel, NJ 08054	25%	U.S.	President of Holding
Frank Borrelli 24 Chippenham Drive Voorhees, NJ 08043	25%	U.S.	CEO of Holding
Christopher J. Janis 416 Graisbury Avenue Haddonfield, NJ 08033	25%	U.S.	EVP/CFO of Holding
Wayne Phipps 9 Pointe View Drive Medford, NJ 08055	25%	U.S.	EVP of Holding

(i) Certification by Holding of non-affiliation with a foreign carrier:  
See attached.

(j) Certification that Holding does not intend to provide international telecommunications services to a destination country for which any of Sections 63.18(j)(1)-(4) of the Commission's Rules, 47 C.F.R. § 63.18(j)(1)-(4) (1999) is true:

See attached.

(k) Not applicable.

(l) Not applicable.

(m) Not applicable.

- (n) Certification that Holding has not agreed to accept special concessions directly or indirectly from any foreign carrier with respect to any U.S. international route where the foreign carrier possesses market power on the foreign end of the route and will not enter into such agreements in the future:

*See attached.*

- (o) Certifications by Applicants 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):

*See attached.*

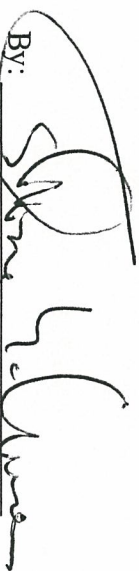
- (p) Not applicable.

V. CONCLUSION

For the reasons stated herein, Holding and Furst respectfully submit that the public interest, convenience and necessity would be furthered by grant of this application.

Respectfully submitted,

**FURST HOLDING, INC. AND  
THE FURST GROUP, INC.**

By: 

Thomas K. Crowe  
C. Jeffrey Tibbels,  
LAW OFFICES OF THOMAS  
K. CROWE, P.C.  
2300 M Street, N.W., Suite 800  
Washington, D.C. 20037  
(202) 973-2890 Telephone

COUNSEL FOR  
FURST HOLDING, INC. AND  
THE FURST GROUP, INC.

February 24, 2000

CERTIFICATIONS OF APPLICANT

On behalf of Furst Holding, Inc. ("Holding") and in accordance with Sections 1.2001-1.2003 of the Commission's Rules, 47 C.F.R. §§ 1.2001-1.2003 (1999), I hereby certify that neither Holding, its officers and directors, or any party with a five percent or greater interest in Holding, is subject to a denial of the Federal benefits requested herein pursuant to Section 5301 of the Anti-Drug Abuse Act of 1988. *See* 21 U.S.C. § 853(a) (1999). I also hereby certify that the statements in the foregoing application are true, complete, and correct to the best of my knowledge and are made in good faith.

Holding has not agreed to accept any concessions directly or indirectly from any foreign carrier or administration with respect to traffic or revenue flow between the United States and various international points under the authority granted under Section 214 of the Communications Act of 1934, as amended, and the Commission's Rules, and has not agreed to enter into such agreements in the future.

Pursuant to Section 63.18(i) of the Commission's Rules, 47 C.F.R. § 63.18(i) (1999), I certify that Holding is neither a foreign carrier nor affiliated with a foreign carrier as defined by the Commission's Rules.

Further, pursuant to Section 63.18(j) of the Commission's Rules, 47 C.F.R. § 63.18(j) (1999), I certify that Holding does not intend to provide international telecommunications services to a destination country for which: (1) Holding is a foreign carrier in that country; or (2) Holding controls a foreign carrier in that country; or (3) any entity that owns more than 25 percent of Holding controls a foreign carrier in that country; or (4) two or more foreign carriers (or parties that control foreign carriers) own, in the aggregate, more than 25 percent of Holding and are parties to, or the beneficiaries of, a contractual relation (*e.g.*, a joint venture or market alliance) affecting the provision or marketing of international basic telecommunications services in the United States.

**FURST HOLDING, INC.**

By:

Name:

Title:

Date:

  
CHRISTOPHER J. JANIS

CEO  
2-16-2000

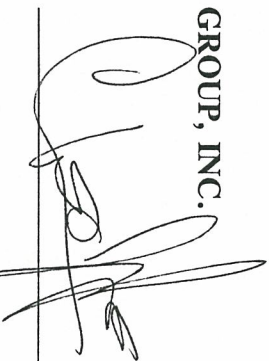
CERTIFICATIONS OF APPLICANT

On behalf of The Furst Group, Inc. ("Furst") and in accordance with Sections 1.2001-1.2003 of the Commission's Rules, 47 C.F.R. §§ 1.2001-1.2003 (1999), I hereby certify that neither Furst, its officers and directors, or any party with a five percent or greater interest in Furst, is subject to a denial of the Federal benefits requested herein pursuant to Section 5301 of the Anti-Drug Abuse Act of 1988. See 21 U.S.C. § 853(a) (1999). I also hereby certify that the statements in the foregoing application are true, complete, and correct to the best of my knowledge and are made in good faith.

Furst has not agreed to accept any concessions directly or indirectly from any foreign carrier or administration with respect to traffic or revenue flow between the United States and various international points under the authority granted under Section 214 of the Communications Act of 1934, as amended, and the Commission's Rules, and has not agreed to enter into such agreements in the future.

**THE FURST GROUP, INC.**

By:



Name:

CHRISTOPHER J. JANIS

Title:

CEO

Date:

2-16-2000

CERTIFICATE OF SERVICE

I, Jessica Baluss, a legal assistant with the Law Offices of Thomas K. Crowe, P.C., certify that on February 24, 2000, a copy of the foregoing Application was served by first class U.S. mail, postage prepaid, on the parties listed below.

Deputy Assistant Secretary of Defense (Telecommunications) Office of the Assistant Secretary Of Defense Pentagon, Room 3E160 Washington, D.C. 20401	Breck Blaylock Chief, Policy and Facilities Branch International Bureau, Telecommunications Division Federal Communications Commission 445 12 <sup>th</sup> Street, S.W. Room 6-A767 Washington, D.C. 20554
National Security Agency G042, NSA, EMC Center Room 1C166 9800 Savage Road Fort George Meade, MD 20755	Donald Abelson Chief, International Bureau Federal Communications Commission 445 12 <sup>th</sup> Street, S.W. Room 6-A767 Washington, D.C. 20554
U.S. Coordinator and Director Office of International Communications Policy (EB-TD) Department of State 21 <sup>st</sup> and C Streets, N.W. Washington, D.C. 20305-2000 Attn: Code 15	Frances Eisenstein International Bureau, Telecommunications Division Federal Communications Commission 445 12 <sup>th</sup> Street, S.W. Room 6-C866 Washington, D.C. 20554
Chief Regulatory Counsel Defense Communications Agency Washington, D.C. 20305-2000 Attn: Code 115	

National Telecommunications and  
Information Administration  
14<sup>th</sup> & Constitution Ave., N.W.  
Room H4717  
Washington, D.C. 20320

  
\_\_\_\_\_  
Jessica Baluss