

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: _____

FCC/MELLDN

MAR 02 2000

FCC/MELLDN

MAR 14 2000

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

In the Matter of)
)

AT&T LATIN AMERICA CORP.)
)

FIRSTCOM CORPORATION)
)

Application for Transfer of Control of) ITC-_____
Authority Pursuant to Section 214)
of the Communications Act of 1934,)
as amended.)

AT&T CORP.)
)

CONCERT GLOBAL NETWORKS)
USA L.L.C.)
)

CONCERT GLOBAL)
NETWORK SERVICES)
)

Notification of Proposed Acquisition of) FCN-_____
Foreign Affiliations Pursuant to)
Section 63.11(a) of the Commission's Rules)

APPLICATION TO TRANSFER CONTROL
OF SECTION 214 AUTHORITY AND
FOREIGN CARRIER AFFILIATION NOTICES

Pursuant to Section 214 of the Communications Act of 1934, as amended,

47 U.S.C. § 214, and Section 63.18(e)(3) of the Commission's Rules, 47 C.F.R.

§ 63.18(e)(3), AT&T Latin America Corp. ("AT&T Latin America") and FirstCom Corporation ("FirstCom") (together "Applicants"), hereby request authorization to

transfer control of the international Section 214 authorization held by FirstCom to a wholly-owned subsidiary of AT&T Latin America. Applicants also request streamlined processing of this application pursuant to Section 63.12(c) of the Commission's rules, 47 C.F.R. § 63.12(c). Additionally, AT&T Corp. ("AT&T"), Concert Global Networks USA L.L.C. ("Concert USA") and Concert Global Network Services ("Concert Global") give notice, as required under Section 63.11(a) of the FCC's rules, 47 C.F.R. § 63.11(a), of the affiliations with foreign carriers in Chile, Colombia and Peru that will result from the proposed transaction.

The proposed transaction will promote competition in Chile, Colombia and Peru by adding AT&T's brand and other resources to FirstCom's competitive telecommunications operations in those countries. The transaction will have no adverse effect on competition in the U.S. market because FirstCom has held section 214 authority only since 1998, provided no services in the U.S. market before November 1999, and provides no services to U.S. end-users. Since November 1999, FirstCom's only activities in the U.S. market have been the provision of transit services for *de minimis* volumes of traffic sent between Chile and third countries and the provision of wholesale and resale services for *de minimis* volumes of U.S.-Chile traffic.

II. Description of the Transaction

The transaction is governed by an Agreement and Plan of Merger, dated as of November 1, 1999, (the "Merger Agreement"), between AT&T, FirstCom, Kiri, Inc. (now renamed AT&T Latin America), an indirect majority-owned subsidiary of AT&T, and FranTis, Inc. ("FranTis"), a direct wholly-owned subsidiary of AT&T Latin America.

Pursuant to the Merger Agreement, FirstCom will be merged with and into Frantis (the “Merger”), with Frantis surviving.

In the Merger, the shareholders of FirstCom will receive, collectively, shares representing approximately 34 percent of the issued and outstanding capital stock of AT&T Latin America on a fully-diluted basis. The remaining capital stock of AT&T Latin America will be owned by AT&T (approximately 60 percent) and SL Participacoes S.A., a holding company affiliate of a Brazilian construction and engineering company (approximately 6 percent).¹ AT&T Latin America’s operating subsidiaries will provide state-of-the-art data and voice connectivity and a full range of business communications services in major Latin American countries.

III. Section 63.18 Showing

Pursuant to Section 63.18(e) (3) of the FCC’s rules, Applicants request such Section 214 authority, or modification of existing authority, as may be appropriate and necessary to implement the proposed Merger.

A. Public Interest

The Commission’s approval of the proposed transaction and grant of authority pursuant to these sections will serve the public interest, convenience and necessity by advancing the market-opening principles of the WTO Agreement on Basic

¹ AT&T Latin America has announced that it has agreed to acquire Keytech LD S.A. (“Keytech”), a carrier in Argentina, and will shortly file a notification of this proposed foreign affiliation with the Commission. Following consummation of this proposed transaction, AT&T would hold approximately 58 percent of the stock of AT&T Latin America and the shareholders of Keytech would hold approximately 1 percent. The shareholders of FirstCom would continue to hold approximately 34 percent and SL Participacoes S.A. would continue to hold approximately 6 percent.

Telecommunications and promoting competition in Chile, Colombia and Peru, where FirstCom's affiliates are engaged in competitive telecommunications operations, and thus reducing the market power of the dominant incumbent carriers in those countries. FirstCom's affiliates in Chile (FirstCom Networks, S.A., FirstCom Wireless, S.A., FirstCom Long Distance, S.A., and FirstCom Telephony, S.A.), Colombia (FirstCom Colombia, S.A.) and Peru (FirstCom, S.A.) have established advanced IP-based networks and operations in five major economic centers in those countries. The Merger will strengthen these new competitors by providing AT&T's brand and other resources to enhance their delivery of advanced communications services to customers across South America's business centers. The Merger will also benefit U.S. customers by promoting increased competition, cost-based pricing and improved quality of service at the foreign-end of the U.S.-Chile, U.S.-Colombia and U.S.-Peru routes.

The proposed transaction furthers FCC and other U.S. government policies promoting active participation by U.S. companies in Latin American telecommunications markets and promotes the marketing-opening principles of the WTO Agreement, which plays a key role in the Commission's regulation of telecommunications in the public interest. *See Market Entry and Regulation of Foreign-Affiliated Entities*, 11 FCC Rcd. 3873 (1995), ¶¶ 105-106 (noting that investment by U.S. carriers in foreign carriers benefits domestic consumers, fosters liberalization, and is consistent with the long-standing policy favoring investment abroad).

The Merger will have no adverse effects on competition in the U.S. market. FirstCom obtained Section 214 authority only in 1998, provided no services in the U.S. market before November 1999, and has provided no services to U.S. end-users.

Since November 1999, FirstCom's only activities in the U.S. market have been the provision of transit services for *de minimis* volumes of traffic sent between Chile and third countries and the provision of wholesale and resale services for *de minimis* volumes of U.S.-Chile traffic. Just as the transaction will have no negative effect on competition in the U.S. international market, it will create no bottlenecks and confer no market power on any affiliate in Chile, Colombia and Peru. To the contrary, the Merger will stimulate competition and reduce the market power of incumbent carriers in those countries by strengthening the competitive position of FirstCom's affiliates.

B. Impact on Non-Dominant Status

As a result of the proposed transaction, AT&T Latin America should be regulated as non-dominant, and AT&T, Concert USA and Concert Global should continue to be regulated as non-dominant, on all international routes, including the U.S.-Chile, U.S.-Colombia and U.S.-Peru routes.

FirstCom's affiliates provide the following services:

In Chile, FirstCom Networks, S.A., FirstCom Wireless, S.A., First Com Long Distance, S.A., and FirstCom Telephony, S.A. operate as one functional entity and provide public switched local and domestic and international long distance services, domestic public switched local and domestic and international long distance services, domestic private line services, internet access and other value-added services.

In Peru, FirstCom, S.A. has provided public switched international services since August 1999, is authorized to provide public switched local and long-distance services, and also provides domestic private line services.

In Colombia, FirstCom Colombia has provided domestic private line services since February 1999.

None of FirstCom's affiliates in Chile, Colombia and Peru own or control bottleneck facilities, have market shares above 50 percent in the international transport or local access markets in their home countries or possess any market power. Therefore, FirstCom qualifies for a presumption of non-dominance and is regulated as non-dominant on those U.S. routes. See *InterAmericas Communications Corp.*, ITC-98-612 (rel. Aug. 21, 1998); Letter dated Oct. 1, 1999 to Ms. Magalie Roman Salas, Secretary, Federal Communications Commission, from Robert E. Conn Esq., Attorney for FirstCom (advising Commission of change of name to FirstCom Corporation); Letter dated Nov. 30, 1999 to Ms. Magalie Roman Salas, Secretary, Federal Communications Commission, from Robert E. Conn Esq., Attorney for FirstCom, File No. FCN-NEW-19991130-00052 (Section 63.11 Notification).

Pursuant to the same presumption, AT&T Latin America should be regulated as non-dominant on all routes, and AT&T, Concert USA and Concert Global should continue to be regulated as non-dominant on these three routes. AT&T has no affiliates in Colombia and Peru, and combining the market share in Chile of the current affiliate of AT&T, Concert USA and Concert Global, VLT Chile S.A., with those of their proposed new Chilean affiliates, FirstCom Networks, S.A., FirstCom Wireless, S.A., FirstCom Long Distance, S.A., and FirstCom Telephony, S.A., will result in total market shares still well below 50 percent in the international transport and local access markets in that country. Therefore, AT&T Latin America will qualify, and AT&T, Concert USA and Concert Global will continue to qualify, for a presumption of non-dominance on these three routes pursuant to Section 63.10(a)(3) of the Commission's rules.

C. Streamlined Processing

Applicants request streamlined processing of this Application pursuant to Section 63.12 of the Commission's rules. As demonstrated in Part III.B of this Application, Applicants qualify for a presumption of non-dominance on all routes. Consequently, streamlined processing is not barred by the restrictions of Section 63.12(c).

D. Other Required Information

The specific responses to the provisions of Sections 63.18 are set forth in Attachment A.

IV. Notification of Foreign Affiliations

AT&T and its controlled affiliates Concert USA and Concert Global also give notice, as required under section 63.11(a) of the FCC's rules, 47 C.F.R. § 63.11(a), of the affiliations with the following foreign carriers that may result from the proposed transactions: FirstCom Networks, S.A., FirstCom Wireless, S.A., FirstCom Long Distance, S.A., and FirstCom Telephony, S.A., all located in Chile; FirstCom Colombia, S.A., located in Colombia; and FirstCom, S.A., located in Peru.

AT&T, Concert USA and Concert Global also request that the 60-day waiting period of Section 63.11(a) be waived. The purpose of the 60 day waiting period is to provide the Commission the opportunity to require the filing of a Section 63.18 application prior to consummation of a transaction if it determines that "the investment raises a substantial and material question of fact as to whether the investment serves the public interest, convenience and necessity." 47 C.F.R. § 63.11(e)(2). No waiting period is necessary here because Applicants have filed the above-captioned Application for Section 214 authority describing the proposed investments and transaction.

V. Conclusion

Accordingly, Applicants respectfully request that the Commission expeditiously grant this Section 214 application, and accept this notification filed by AT&T, Concert USA and Concert Global, without further action.

Respectfully submitted,

/s/ John Haigh

John Haigh, President
AT&T Latin America

/s/ Patricio E. Northland

Patricio E. Northland, President
FirstCom Corporation

February 29, 2000

ATTACHMENT A

Pursuant to Section 63.18, Applicants submit the following information:

- (a) The name, address and telephone number of AT&T Latin America is:

AT&T Latin America Corporation
c/o Lawrence J. Lafaro
Room 1142M1
295 North Maple Avenue
Basking Ridge, NJ 07920
(908) 221-8410

Upon consummation of the transaction, FirstCom will be merged into Frantis, a wholly-owned subsidiary of AT&T Latin America, with Frantis continuing as the surviving corporation.

The name, address and telephone number of FirstCom is:

FirstCom Corporation
2600 Douglas Road, Suite 501
Miami, Florida 33134
(305) 448-4422

- (b) AT&T Latin America is a corporation organized under the laws of the state of Delaware. FirstCom is a corporation organized under the laws of the state of Texas.

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

Lawrence J. Lafaro
AT&T Latin America Corporation
Room 1142M1
295 North Maple Avenue
Basking Ridge, NJ 07920
(908) 221- 8410

with a copy to:

James J. R. Talbot
AT&T Corp.
Room 1122M1
295 North Maple Avenue
Basking Ridge, NJ 07920
(908) 221-8023 (Telephone)
(908) 221-4490 (Facsimile)

and

Patricio E. Northland, President
FirstCom Corporation
2600 Douglas Road, Suite 501
Miami, Florida 33134
(305) 448-4422

with a copy to:

Robert E. Conn
ShawPittman
2300 N Street, N.W.
Washington, D.C. 20037-1128
(202) 663-8000 (Telephone)
(202) 663-8007 (Facsimile)

(d) AT&T Latin America does not currently hold Section 214 authority.

FirstCom has previously received global authority under Section 214 and is authorized to operate as a facilities-based and resale carrier between the U.S. and various points, including Chile, Colombia and Peru. (*See InterAmericas Communications Corp.*, ITC-98-612, rel. Aug. 21, 1998. *See also* Letter dated Oct. 1, 1999 to Ms. Magalie Roman Salas, Secretary, FCC, from Robert Conn, Esq., Attorney for FirstCom (advising of change of name).)

(e) Pursuant to Section 63.18(e)(3) of the Commission's rules, Applicants seek approval of the transfer of control of the FirstCom section 214 authorization listed in subsection (d).

<u>/s/ John Haigh</u>	<u>/s/ Patricio E. Northland</u>
John Haigh	Patricio E. Northland
President	President
AT&T Latin America	FirstCom Corporation

February 29, 2000

ATTACHMENT B

Pursuant to Section 63.18, AT&T Latin America submits the following information:

- (f) AT&T Latin America is not seeking any authority beyond the scope of the Section 214 authorization held by FirstCom.
- (g) The authority sought herein is categorically excluded from environmental processing pursuant to Section 1.1306 of the Commission's rules and no environmental assessment is required.
- (h) The following persons or entities directly or indirectly own at least 10 percent or more of the equity of AT&T Latin America:

AT&T Corp. owns 90 percent of the equity of AT&T Latin America. AT&T Corp. is a corporation organized and existing under the laws of the State of New York and primarily provides domestic and international telecommunications services in the U.S. The address of AT&T Corp. is: 295 North Maple Avenue, Basking Ridge, New Jersey 07290.

SL Participacoes S.A. ("SL Participacoes") owns 10 percent of the equity of AT&T Latin America Corp. SL Participacoes is a corporation organized and existing under the laws of Brazil and is a holding company affiliate of Promon Tecnologia S.A., which is principally engaged in the provision of integrated engineering solutions and construction management services in the telecommunications, power, petroleum, petrochemicals and manufacturing industries. The address of SL Participacoes is: Av. Pres. Juscelino Kubitschek 1830, 04543-900 Sao Paulo SP, Brazil.

AT&T Latin America has no interlocking directorate with any foreign carrier.

- (i) AT&T Latin America has affiliations with the following foreign carriers in the following countries:

Canada	AT&T Canada Corp. AT&T Canada Telecom Service Company
Chile	VLT Chile, S.A.
El Salvador	AT&T Communications Services El Salvador S.A. de C.V.
Guatemala	VLT Guatemala, S.A.
Japan	Concert Japan Y.K.

Mexico Alestra S. de R.L. de C.V.

Netherlands VLT Nederland B.V.

Philippines Subic Telecommunications Company, Inc.

UK AT&T Communications (UK) LTD
Concert Communications Company.

(j) AT&T Latin America certifies that it seeks to provide international telecommunications services to the destination countries and foreign carriers listed in response to subsection (i) above.

(k) All the destination countries listed in (j) are members of the World Trade Organization.

(l) AT&T Latin America qualifies for a presumption of non-dominance on all affiliated routes and therefore satisfies Section 63.10.

(m) AT&T Latin America certifies that it qualifies for a presumption of non-dominance on all affiliated routes pursuant to Section 63.10 because all its foreign affiliates have less than 50 percent market share in the international transport and local access markets in their home countries and therefore lack any market power.

(n) AT&T Latin America certifies that it 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.

(o) AT&T Latin America certifies 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. See 21 U.S.C. 853a.

(p) AT&T Latin America requests streamlined processing pursuant to Section 63.12 of the Commission's rules. Applicants qualify for a presumption of non-dominance on all routes pursuant to Section 63.10(a)(3). Consequently, streamlined processing is not barred by the restrictions of Section 63.12(c).

/s/ John Haigh
John Haigh, President
AT&T Latin America

February 28, 2000

ATTACHMENT C -- Section 63.11(a) Information for AT&T

Pursuant to Section 63.11 of the Commission's Rules, AT&T hereby certifies the following:

- (a) As a result of the proposed transaction, AT&T will acquire indirect controlling interests in FirstCom Networks, S.A., FirstCom Wireless, S.A., First Com Long Distance, S.A., and FirstCom Telephony, S.A., all located in Chile; FirstCom Colombia, S.A., located in Colombia; and FirstCom, S.A., located in Peru.
- (c) AT&T certifies that FirstCom Networks, S.A., FirstCom Wireless, S.A., First Com Long Distance, S.A., and FirstCom Telephony, S.A., are authorized to provide telecommunication services in Chile, which is a WTO member; that FirstCom Colombia, S.A., is authorized to provide telecommunication services in Colombia, which is a WTO member; and FirstCom, S.A., is authorized to provide telecommunication services in Peru, which is a WTO member. The Commission has previously authorized AT&T to provide facilities-based and resale services to Chile, Colombia and Peru. *See, e.g.*, ITC-96-467 (authorization to provide global facilities-based services); ITC-95-558 (authorization to lease and operate satellite voice-grade bearer circuits to all overseas points).
- (c)(1) AT&T does not provide services solely through the resale of the international switched services of an unaffiliated U.S. facilities-based carrier.
- (c)(2)(i) AT&T certifies that it does not have a 10 percent or greater shareholder or other equity holder. AT&T has interlocking directorates with AT&T Canada Corp. and AT&T Canada Telecom Services Company as John Zeglis, a director of AT&T, also serves as a director of these companies.
- (c)(2)(ii) AT&T certifies that it 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 sufficient market power on the foreign end of the route to affect competition adversely in the U.S. market and will not enter into such agreements in the future.

(d) As described in Part III.B of the Application, AT&T continues to qualify for non-dominant classification pursuant to Section 63.10.

/s/ James Talbot

Mark C. Rosenblum
Lawrence J. Lafaro
James J. R. Talbot

Attorneys for AT&T Corp.

Room 1122M1
295 N. Maple Avenue
Basking Ridge, NJ 07920
(908) 221-8023

March 1, 2000

ATTACHMENT DSection 63.11(a) Information for Concert Global Networks USA L.L.C.
(“Concert USA”)

Pursuant to Section 63.11 of the Commission’s Rules, Concert USA hereby certifies the following:

- (a) As a result of the proposed transaction, Concert USA’s controlling parent AT&T will acquire indirect controlling interests in FirstCom Networks, S.A., FirstCom Wireless, S.A., First Com Long Distance, S.A., and FirstCom Telephony, S.A., all located in Chile; FirstCom Colombia, S.A., located in Colombia; and FirstCom, S.A., located in Peru.
- (c) Concert USA certifies that FirstCom Networks, S.A., FirstCom Wireless, S.A., First Com Long Distance, S.A., and FirstCom Telephony, S.A., are authorized to provide telecommunication services in Chile, which is a WTO member; that FirstCom Colombia, S.A., is authorized to provide telecommunication services in Colombia, which is a WTO member; and FirstCom, S.A., is authorized to provide telecommunication services in Peru, which is a WTO member. The Commission has previously authorized Concert USA to provide facilities-based and resale services to Chile, Colombia and Peru. *See AT&T Corp., British Telecommunications, plc, VLT Co. L.L.C., Violet License Co. LLC, and TNV [Bahamas] Limited, Memorandum Opinion and Order, IB Docket No. 98-212, (rel. Oct. 29, 1999), FCC 99-313; Letter dated Feb. 2, 2000 to Ms. Magalie Roman Salas, Secretary, FCC, from Lawrence J. Lafaro, Esq., General Attorney, AT&T (notification of consummation and change of name of VLT Co. LLC to Concert Global Networks USA L.L.C.); Letter dated Feb. 2, 2000 to Ms. Magalie Roman Salas, Secretary, FCC, from Lawrence J. Lafaro, Esq., General Attorney, AT&T (pro forma assignment of authorization from TNV [Bahamas] Limited to Concert Global Network Services Limited).*
- (c)(1) Concert USA does not provide services solely through the resale of the international switched services of an unaffiliated U.S. facilities-based carrier.
- (c)(2)(i) AT&T and British Telecommunications plc (“BT”) each own 50 percent (1 percent directly and 49 percent indirectly), and share control, of Concert USA, which is 98 percent owned by Concert B.V. (formerly TNV [Netherlands] B.V.). AT&T’s 49 percent indirect interest in Concert B.V. is held through its wholly owned subsidiaries, VLTH Company L.L.C. (formerly VLT Corp.) and VLT US Holdco L.L.C. BT’s 49 percent indirect interest in Concert B.V. is held through its wholly-owned subsidiaries BT Netherlands Holding B.V., and BT Fifty-Three Ltd.

AT&T Corp. is a corporation organized and existing under the laws of the State of New York and primarily provides domestic and international telecommunication services in the U.S. The address of AT&T Corp. is: 295 North Maple Avenue, Basking Ridge, New Jersey 07290.

BT is a public limited company organized and existing under the laws of England and Wales. BT primarily provides domestic and international telecommunications services in the U.K. The address of BT is: BT Centre, 81 Newgate Street, London EC1A 7AJ England.

VLTH Company L.L.C. is a corporation organized and existing under the laws of Delaware and is a holding company. The address of VLTH Company L.L.C. is 412 Mt. Kemble Avenue, Morristown, New Jersey 07960.

VLT US Holdco L.L.C. is a corporation organized and existing under the laws of Delaware and is a holding company. The address of VLT US Holdco L.L.C. is 412 Mt. Kemble Avenue, Morristown, New Jersey 07960.

BT Fifty-Three Ltd. is a corporation organized and existing under the laws of the United Kingdom and is a holding company. The address of BT Fifty-Three Ltd. is BT Centre, 81 Newgate Street, London EC1A 7AJ England.

BT (Netherlands) Holdings B.V. is a corporation organized and existing under the laws of the Netherlands and is a holding company. The address of BT (Netherlands) Holdings B.V. is Overschiestraat 65, 1062XD Amsterdam, The Netherlands.

Concert B.V. (formerly TNV [Netherlands] B.V.) is a corporation organized and existing under the laws of the Netherlands and is a holding company. The address of Concert B.V. is Overschiestraat 65, 1062XD Amsterdam, The Netherlands.

Concert USA has an interlocking directorate with Concert Japan Y.K.

(c)(2)(ii) Concert USA certifies that it 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 sufficient market power on the foreign end of the route to affect competition adversely in the U.S. market and will not enter into such agreements in the future.

(d) As described in Part III.B of the Application, Concert USA continues to qualify for non-dominant classification pursuant to Section 63.10.

/s/ James Talbot

Mark C. Rosenblum
Lawrence J. Lafaro
James J. R. Talbot

Attorneys for Concert Global
Networks USA I.L.C.

Room 1122M1
295 N. Maple Avenue
Basking Ridge, NJ 07920
(908) 221-8023

March 1, 2000

ATTACHMENT E

Section 63.11(a) Information for Concert Global Network Services (“Concert Global”)

Pursuant to Section 63.11 of the Commission’s Rules, Concert Global hereby certifies the following:

- (a) As a result of the proposed transaction, Concert Global’s controlling parent AT&T will acquire indirect controlling interests in FirstCom Networks, S.A., FirstCom Wireless, S.A., FirstCom Long Distance, S.A., and FirstCom Telephony, S.A., all located in Chile; FirstCom Colombia, S.A., located in Colombia; and FirstCom, S.A., located in Peru.
- (c) Concert Global certifies that FirstCom Networks, S.A., FirstCom Wireless, S.A., FirstCom Long Distance, S.A., and FirstCom Telephony, S.A., are authorized to provide telecommunication services in Chile, which is a WTO member; that FirstCom Colombia, S.A., is authorized to provide telecommunication services in Colombia, which is a WTO member; and FirstCom, S.A., is authorized to provide telecommunication services in Peru, which is a WTO member. The Commission has previously authorized Concert Global to provide facilities-based and resale services to Chile, Colombia and Peru. *See AT&T Corp., British Telecommunications, plc, VLT Co. L.L.C., Violet License Co. LLC, and TNV [Bahamas] Limited*, Memorandum Opinion and Order, IB Docket No. 98-212, (rel. Oct. 29, 1999), FCC 99-313; Letter dated Feb. 2, 2000 to Ms. Magalie Roman Salas, Secretary, FCC, from Lawrence J. Lafaro, Esq., General Attorney, AT&T (notification of consummation and change of name of VLT Co. LLC to Concert Global Networks USA L.L.C.); Letter dated Feb. 2, 2000 to Ms. Magalie Roman Salas, Secretary, FCC, from Lawrence J. Lafaro, Esq., General Attorney, AT&T (*pro forma* assignment of authorization from TNV [Bahamas] Limited to Concert Global Network Services Limited).
- (c)(1) Concert Global does not provide services solely through the resale of the international switched services of an unaffiliated U.S. facilities-based carrier.
- (c)(2)(i) AT&T and British Telecommunications plc (“BT”) each own 50 percent (1 percent directly and 49 percent indirectly), and share control, of Concert Global, which is 98 percent owned by Concert B.V. (formerly TNV [Netherlands] B.V.). AT&T’s 49 percent indirect interest in Concert B.V. is held through its wholly owned subsidiaries, VLT Company L.L.C. (formerly VLT Corp.) and VLT US Holdco L.L.C. BT’s 49 percent indirect interest in Concert B.V. is held through its wholly-owned subsidiaries BT Netherlands Holding B.V., and BT Fifty-Three Ltd.

AT&T Corp. is a corporation organized and existing under the laws of the State of New York and primarily provides domestic and international telecommunications services in the U.S. The address of AT&T Corp. is: 295 North Maple Avenue, Basking Ridge, New Jersey 07290.

BT is a public limited company organized and existing under the laws of England and Wales. BT primarily provides domestic and international telecommunications services in the U.K. The address of BT is: BT Centre, 81 Newgate Street, London EC1A 7AJ England.

VLTH Company L.L.C. is a corporation organized and existing under the laws of Delaware and is a holding company. The address of VLTH Company L.L.C. is 412 Mt. Kemble Avenue, Morristown, New Jersey 07960.

VLT US Holdco L.L.C. is a corporation organized and existing under the laws of Delaware and is a holding company. The address of VLT US Holdco L.L.C. is 412 Mt. Kemble Avenue, Morristown, New Jersey 07960.

BT Fifty-Three Ltd. is a corporation organized and existing under the laws of the United Kingdom and is a holding company. The address of BT Fifty-Three Ltd. is BT Centre, 81 Newgate Street, London EC1A 7AJ England.

BT (Netherlands) Holdings B.V. is a corporation organized and existing under the laws of the Netherlands and is a holding company. The address of BT (Netherlands) Holdings B.V. is Overschiestraat 65, 1062XD Amsterdam, The Netherlands.

Concert B.V. (formerly TNV [Netherlands] B.V.) is a corporation organized and existing under the laws of the Netherlands and is a holding company. The address of Concert B.V. is Overschiestraat 65, 1062XD Amsterdam, The Netherlands.

Concert Global has no interlocking directorate with any foreign carrier.

(c)(2)(ii) Concert Global certifies that it 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 sufficient market power on the foreign end of the route to affect competition adversely in the U.S. market and will not enter into such agreements in the future.

(d) As described in Part III.B of the Application, Concert Global continues to qualify for non-dominant classification pursuant to Section 63.10.

/s/ James Talbot

Mark C. Rosenblum

Lawrence J. Lafaro

James J. R. Talbot

Attorneys for Concert Global Network
Services

Room 1122M1

295 N. Maple Avenue

Basking Ridge, NJ 07920

(908) 221-8023

March 1, 2000