

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: \_\_\_\_\_

\_\_\_\_\_

\_\_\_\_\_

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\_\_\_\_\_

READ INSTRUCTIONS CAREFULLY  
BEFORE PROCEEDING

(1) LOCKBOX # 358115

FEDERAL COMMUNICATIONS COMMISSION  
**REMITTANCE ADVICE**  
FCC/MEP/REN 1 of APR 27 2000

APPROVED BY OMB 3060-0589

SPECIAL USE  
FCC USE ONLY  
**COPY**

SECTION A - PAYER INFORMATION

(2) PAYER NAME (if paying by credit card, enter name exactly as it appears on your card)  
General Telecom, Inc.

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

(4) STREET ADDRESS LINE NO. 1  
60 Hudson Street

(5) STREET ADDRESS LINE NO. 2  
Suite 1107

(6) CITY  
New York

(7) STATE  
NY

(8) ZIP CODE  
10013

(9) DAYTIME TELEPHONE NUMBER (include area code)  
(212) 547-7000

(10) COUNTRY CODE (if not in U.S.A.)

**IF PAYER NAME THE AND 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 (22A) FEE DUE FOR (PTC) IN BLOCK 20A  
C U T 01 \$ 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 (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 20C (22C) FEE DUE FOR (PTC) IN BLOCK 20C  
\$ 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 20D (22D) FEE DUE FOR (PTC) IN BLOCK 20D  
\$ FCC USE ONLY

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

SECTION D - TAXPAYER INFORMATION (REQUIRED)

(25) PAYER TIN 0 5 2 1 7 1 8 9 5 4 (26) COMPLETE THIS BLOCK ONLY IF APPLICANT NAME IN B-11 IS DIFFERENT FROM PAYER NAME IN A-2  
APPLICANT TIN 0

(27) CERTIFICATION STATEMENT

(PRINT NAME)

I, \_\_\_\_\_, 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 \_\_\_\_\_

SECTION F - CREDIT CARD PAYMENT INFORMATION

(28) MASTERCARD/VISA ACCOUNT NUMBER:

EXPIRATION DATE:

MASTERCARD

Grid for MASTERCARD/VISA ACCOUNT NUMBER

Grid for EXPIRATION DATE

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)

COPY

IRWIN, CAMPBELL & TANNENWALD, P.C.

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ELIZABETH S. HOULTON  
(202) 728-0401 Ext. 111

April 27, 2000

VIA MESSENGER

Federal Communications Commission  
IB Telecommunications Division  
P.O. Box 358115  
Pittsburgh, PA 15251-5115

Re: General Telecom  
Application for Authority to Transfer Control

Dear Sir or Madam:

Transmitted herewith on behalf of General Telecom is an application for authority under Section 214 to transfer control of General Telecom as described in the attached application. General Telecom is currently authorized to provide global international facilities-based and resale telecommunications services between the United States, Hawaii, Puerto Rico, the U.S. Virgin Islands and international points, pursuant to ITC-97-789, effective January 23, 1998; General Telecom does not intend to expand or modify its existing global authority in any way through the filing of this application. The attached application meets the requirements of Section 63.12 of the Commission's rules and thus is eligible for streamlined processing.

A check made payable to the FCC in the amount of \$780.00 is enclosed to cover the required filing fee.

If you have any questions, please contact the undersigned.

Very truly yours,

  
Elizabeth S. Houlton

Enclosures



Tilton - 40%, and Jeanne Swanke - 20%.<sup>1</sup> Under a Purchase and Sale Agreement dated April 25, 2000, ATC Teleports, Inc., a wholly-owned subsidiary of American Tower Corp. incorporated in the State of Delaware, will acquire 100% of the stock of General Telecom. American Tower Corp. is a publicly held U.S. company and is also incorporated in the State of Delaware. Except as shown in Exhibit A, no single person or entity owns 10% or more of the stock of American Tower Corp.

Under the new corporate structure, General Telecom will continue to provide telecommunications services under the rates, terms and conditions of General Telecom's existing international tariff. Thus, the transfer will not cause inconvenience or confusion to General Telecom's customers or otherwise adversely impact General Telecom's operations. In other words, the transfer will be completely transparent to General Telecom's customers.

In its earlier application for global authority under Section 214, General Telecom, which is headquartered in New York, New York, proposed to enter the business of operating switching equipment and switching international telecommunications traffic for customers, including carriers. General Telecom had no foreign affiliations then and will not after the transfer of control have any such affiliations.

Through its new ownership structure, as under the old structure, General Telecom will compete with other carriers that already provide international telecommunications services to

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<sup>1</sup> Because General Telecom erroneously concluded that none was required based on the amount of stock transferred, no 214 application was filed with the FCC requesting permission to transfer certain portions of the company's stock from Melissa Craig to Thomas Tilton and Jeanne Swanke at the time the transfer of stock actually occurred on or around January 1, 1998. Thus, General Telecom has filed on April 24, 2000, an additional 214 application to request that such transfer be authorized *nunc pro tunc* at this time.

overseas points by providing switching services over its existing switching facilities. By granting this application, the Commission serves the public interest, convenience and necessity by continuing to promote competition in the international services market. The Commission has already found the provision of international services by General Telecom to be in the public interest through its earlier 214 application. General Telecom is providing the same services in the international telecommunications marketplace that it provided prior to the transfer after the transfer and such provision of service under the new corporate structure should enhance General Telecom's ability to offer competitively priced services. Thus, the public interest will be served by the grant of consent to the transfer of control of General Telecom under Section 214 of the Communications Act as proposed in this application.

## II. SECTION 63.18 SHOWING

In support of General Telecom's request for consent to the transfer of control, the following information is resubmitted pursuant to Section 63.18 of the Commission's Rules:

- (a) Name, address and telephone number of applicant:

General Telecom [214 holder]  
1 World Trade Center, Suite 8331  
New York, NY 10048  
(212) 226-1200

ATC Teleports, Inc.  
3040 Williams Drive, Suite 600  
Fairfax, VA 22031  
(703) 206-0014

- (b) General Telecom and ATC Teleports, Inc., are corporations organized and existing under the laws of the States of Massachusetts and Delaware, respectively.

(c) All correspondence concerning this application should be directed to:

FOR GENERAL TELECOM (current shareholders):

Ms. Melissa Craig, CEO  
General Telecom  
1 World Trade Center, Suite 8331  
New York, NY 10048  
(212) 226-1200

with a copy to:

Peter Tannenwald, Esq.  
Elizabeth S. Houlton, Esq.  
Irwin, Campbell & Tannenwald, P.C.  
1730 Rhode Island Ave., N.W., Suite 200  
Washington, D.C. 20036-3101  
(202) 728-0400

FOR ATC TELEPORTS, INC.:

Mr. Michael B. Milsom, VP/General Counsel/Secretary  
ATC Teleports, Inc.  
3040 Williams Drive, Suite 600  
Fairfax, VA 22031  
(703) 206-0014

with a copy to:

Helen E. Disenhaus, Esq.  
Paul O. Gagnier, Esq.  
Swidler, Berlin, Shereff, Friedman, LLP  
3000 K Street, N.W., Suite 300  
Washington, D.C. 20007-5116  
(202) 424-7500

(d) General Telecom has received authority previously under Section 214 of the Communications Act, as described above, to provide international facilities-based and resold telecommunications services pursuant to Section 63.18(e)(1) and (e)(2) of the Commission's rules. ATC Teleports, Inc., and its affiliates possess

- international authority under Section 214. Attached as Exhibit B is a list of Section 214 authorizations held by ATC Teleports, Inc., and its affiliates.
- (e) General Telecom and ATC Teleports, Inc., do not seek to expand or modify General Telecom's existing Section 214 global facilities-based or resale authority in any way. The parties only seek Commission approval of the transfer of the current shareholders' ownership interest in General Telecom to ATC Teleports, Inc..
  - (f) At this time, General Telecom seeks no other authorization available under Section 63.18(e).
  - (g) Not applicable, as the applicants do not seek to alter General Telecom's existing international facilities-based or resale authority.
  - (h) After the transfer, ATC Teleports, Inc., will own 100% of the stock of General Telecom. ATC Teleports, Inc., is wholly owned by American Tower Corp. See Exhibit A for further required ownership information. ATC Teleports, Inc., does not have any interlocking directorates with a foreign carrier.
  - (i) ATC Teleports, Inc. certifies that it is not affiliated, directly or indirectly, with any foreign or U.S. facilities-based carrier. See further ownership and citizenship information in Exhibit A. ATC Teleports, Inc., further certifies that it has no affiliation, directly or indirectly, with the underlying carrier(s) whose services General Telecom is currently reselling or intends in the future to resell (either directly or indirectly through the resale of another reseller's service).



- (j)-(m) Neither ATC Teleports, Inc., nor any of its principals is a foreign carrier or controls any foreign carrier. Neither company is controlled, in whole or in part, by a foreign carrier. Thus, these subsections of Section 63.18 are not applicable.
- (n) ATC Teleports, Inc., certifies that neither it nor its affiliates have agreed and will not agree in the future to accept any direct or indirect special concessions from a foreign carrier or administration with regard to traffic or revenue flows between the United States and any foreign countries that General Telecom is authorized to serve.
- (o) ATC Teleports, Inc., certifies that no party to this application has been denied, individually or jointly, any federal benefits pursuant to Section 5301 of the Anti-Drug Abuse Act of 1988.
- (p) This application meets the requirements of Section 63.12 of the FCC's rules and thus is eligible for streamlined processing.

(continued on next page...)

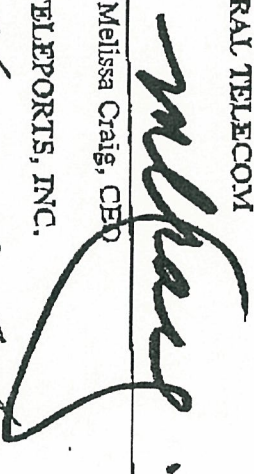
III. CONCLUSION

General Telecom and ATC Teleports, Inc., each certify that the information in this application related to them is accurate and correct. Because General Telecom has demonstrated its eligibility for streamlined processing and has demonstrated that the public interest, convenience and necessity would be furthered by a grant of its application, General Telecom respectfully requests that it be authorized to transfer control of the company and its Section 214 authorization from the current shareholders to ATC Teleports, Inc., and allow General Telecom to continue to provide switched communications services to its customers under the new corporate structure.

Respectfully submitted,

GENERAL TELECOM

By:



Melissa Craig, CEO

ATC TELEPORTS, INC.

By:



Michael B. Milson, VP/Secretary

Dated:

4/27/08

EXHIBIT A

**10 Percent or Greater Shareholders or Other Equity Holders**

As a result of the transfer of control described above, General Telecom will be wholly owned by ATC Teleports, Inc., whose offices are located at 3040 Williams Drive, Fairfax, VA 22031. ATC Teleports, Inc. is a Delaware corporation which is wholly owned by American Tower Corp., also a Delaware corporation, whose shares are publicly traded.

No American Tower Corp. shareholder holds ten percent or more of the common stock of that company, other than Steven B. Dodge, who holds 28.94% of the voting power of American Tower Corp. Mr. Dodge is the CEO of American Tower Corp. and is a U.S. citizen. His address is 239 Summer Street, Manchester, MA 01944, and his primary business is as an investor in telecommunications entities.

**Interlocking Directorates**

None

EXHIBIT B  
Section 214 Authorizations Held by ATC Teleports, Inc.

1. Holder ICG Satellite Service Inc.  
FCC File No. ITC-214-19970131-00053 (old file No. ITC-97-059)  
Effective Date March 18, 1997
2. Holder Maritime Telecommunications Network, Inc.  
Effective Date March 18, 1997  
FCC File No. ITC-214-19970131-00052 (old file No.: ITC-97-056)
3. Holder Maritime Telecommunications Network, Inc.  
Effective Date November 26, 1997  
FCC File No. ITC-214-19970506-00253 (old file No.: ITC-97-274)
4. Holder Maritime Telecommunications Network, Inc.  
Effective Date June 13, 1997  
FCC File No. ITC-97-235-AL
5. Holder Maritime Telecommunications Network, Inc.  
Effective Date June 13, 1997  
FCC File No. ITC-97-236-AL<sup>1</sup>
6. Holder American Tower Systems, Inc.  
Effective Date May 4, 1998  
FCC File No. ITC-98-313-TC<sup>2</sup>

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<sup>1</sup> The FCC approved the transfer of control of the Section 214 authorizations listed under Nos. 1 - 5 from ICG Satellite Services and Maritime Telecommunications Network, Inc. to ATC Teleports Inc. in File No. ITC-T/C-19990824-00594 (effective October 20, 1999).

<sup>2</sup> This file number is for a *pro forma* transfer of control of a Section 214 authorization from American Tower Systems, Inc. to American Tower Corp. The underlying Section 214 authorization was assigned from MicroNer Corp. to American Tower Systems in *American Tower Systems, Inc.*, Memorandum Opinion, Order and Authorization, 12 FCC Rcd 15285 (1997) (FCC File No. ITC-97-469-AL).

7. Holder American Tower Systems, Inc.  
Effective Date June 1, 1998  
FCC File No. ITC-98-391-TC<sup>3</sup>

329463.1

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<sup>3</sup> This file number is for a *pro forma* transfer of control of a Section 214 authorization from to American Tower Systems, Inc. to American Tower Corp. The underlying Section 214 authorization was assigned from Washington International Teleports to American Tower Systems, Inc., reported at 13 FCC Rcd 8671 (1998) (FCC File Number ITC-98-213-AL<sup>3</sup>).