

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: _____

Hold - wait to put on PN until they

Supply the name, address + citizenship of

all OR direct or indirect shareholders. *OK*

OK to put on PN - 6/30/00 - J.C.

with amendment.

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

In the Matter of
AMERICAN LONG LINES, INC.

File No. _____

Application for Transfer from Alan Widra and Trusts for the Benefit of Certain of his Family Members to Teligent, Inc. of Control of authority pursuant to Section 214 of the Communications Act of 1934, as amended, to provide service in accordance with the provisions of Section 63.18(e)(3) of the Commission's Rules.

**Transfer of Control Application
Streamline Processing Requested**

Alan Widra ("Mr. Widra") and trusts for the benefit of certain of his family members (collectively the "Shareholders") and Teligent, Inc. ("Teligent") (collectively the "Petitioners"), pursuant to Section 63.18(e)(3) of the Commission's Rules, hereby request Commission consent to the transfer of control of American Long Lines, Inc.'s ("ALL") Section 214 authority to provide global resale of public switched services.

Teligent and the Shareholders are negotiating the terms of an agreement whereby Teligent will ultimately acquire indirect ownership and control of 100 percent of the equity of ALL. It is currently contemplated that the acquisition itself will be accomplished through a proposed reverse triangular merger involving a yet unnamed merger company ("Merger Sub"), a wholly-owned subsidiary of Teligent that will be created solely to effectuate the merger. ALL will ultimately become a wholly-owned subsidiary of TSI, a subsidiary of Teligent. Pursuant to the proposed merger agreement, Merger Sub will be merged with and into ALL, with ALL the surviving entity, and wholly-owned by Teligent. Teligent will then contribute the stock to TSI,

resulting in ALL becoming a wholly-owned subsidiary of TSI and an indirect wholly-owned subsidiary of Teligent.

By granting this Application, the Commission will serve the public interest, convenience and necessity by promoting competition in the international services market. Competition will benefit U.S. consumers by increasing service options and lowering prices. The qualifications of Teligent to own or control Section 214 authority are a matter of Commission record as Teligent already has Section 214 authority to operate as a global facilities-based carrier and also to provide global resale service. Thus, the public interest will be served by the grant of the Commission's consent to the transfer to Teligent of ultimate control of ALL's Section 214 authority.

Section 63.18 Information

The following information is submitted, as required by Section 63.18 of the Commission's Rules, in support of this request for Commission consent to the transfer to Teligent of control of Easton's Section 214 authority.

(a)	<u>Transferor:</u> Alan Widra and Trusts for The Benefit of Certain of his Family Members c/o American Long Lines, Inc. 400 Horsham Road Horsham, PA 19044	<u>Transferee:</u> Teligent, Inc. 8065 Leesburg Pike Suite 400 Vienna, VA 22182 1-88-TELLIGENT
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(b) Mr. Widra is a resident of the State of Pennsylvania. ALL is a corporation organized under the laws of the state of Pennsylvania. The Shareholders own and control 100% of the equity of ALL. Teligent is a corporation organized under the laws of the state of Delaware.

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

Transferor:

Doug Derstine
Executive Vice President and
Chief Operating Officer
American Long Lines, Inc.
400 Horsham Road
Horsham, PA 19044
Telephone: (800) 569-8280 x269
Facsimile: (215) 672-6743
Email: dderstine@amll.com

Transferee:

Terri B. Natoli, Esq.
Vice President, Regulatory Affairs
and Public Policy
Teligent, Inc.
8065 Leesburg Pike, Suite 400
Vienna, VA 22182
Telephone: (703) 762-5183
Facsimile: (703) 762-5584
Email: terri.natoli@teligent.com

Copies of correspondence should be sent to:

Nancy Killien Spooner
Ray Rutngamlug
Swidler Berlin Shereff Friedman
3000 K Street, N.W., Suite 300
Washington, D.C. 20007
(202) 424-7500 – Telephone
(202) 424-7645 – Facsimile
nkspooner@swidlaw.com – Email
Counsel to American Long Lines, Inc.

Robert E. Stup, Jr.
Stephen J. Duall
Squire, Sanders & Dempsey L.L.P.
1201 Pennsylvania Avenue, NW
Washington, DC 20004
(202) 626-6884 – Telephone
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Rstup@ssd.com – Email
Counsel to Teligent, Inc. and its Affiliates

(d) ALL holds Section 214 authority to provide global resale of public switched services. The Commission's approval of ALL's Section 214 authority is stated in File No. ITC-96-466. (October 4, 1996). In addition, ALL was granted authority to operate as an international resale carrier in File No. ITC-87-170 (See 3 FCC Rcd 34 (1988)). Teligent, through its wholly-owned subsidiary Teligent Services, Inc. ("TSI"), currently holds Section 214 authority to provide global facilities-based and resale services. The Commission's approval of Teligent's Section 214 authority is stated in File No. ITC-97-783 (January 23, 1998). By letter dated January 28, 2000, Teligent and TSI notified the Commission that effective December 31, 1999, Teligent's Section 214 Authority had been the subject of a *pro forma* assignment to TSI. The

Commission's notice of the *pro forma* assignment is contained in File No. ITC-214-19971210-00775 (February 17, 2000).

In addition to TSI's Section 214 authority, Teligent currently controls the Section 214 authority of Association Communications, Inc. (d/b/a Network ACI). The Commission's approval of Network ACI's Section 214 authority is stated in File No. I-T-C-98-372 (June 26, 1998) and the Commission's approval of the transfer of control to Teligent is stated in File No. I-T-C-T/C-19990719-00438 (August 26, 1999). Teligent also controls the Section 214 Authority of Easton Telecom Services, Inc. ("Easton"). The Commission's approval of Easton's Section 214 authority is stated in File No. I-T-C-95-585 (January 17, 1996) and the Commission's approval of the transfer of control to Teligent is stated in File No. I-T-C-T/C-19991220-00812 (January 28, 2000). On February 15, 2000, Teligent and TSI notified the Commission by letter of the *pro forma* transfer of control of Teligent's Section 214 authorities.¹

- (e) The Shareholders request Commission consent to the transfer to Teligent of control of ALL's Section 214 authority to provide global resale services pursuant to Section 63.18(e)(3) of the Commission's Rules.
- (f) At this time, the Shareholders, ALL and Teligent do not seek any other authorization available under Section 63.18.
- (g) Not applicable.

¹ On January 14, 2000, The Associated Group, Inc., which indirectly held approximately a 39.11% equity interest in Teligent, concluded a transaction in which it (a) relinquished its right to control the board of directors of Teligent and (b) was acquired by AT&T Corp. and converted into a limited liability company that is controlled by an entity within the Liberty Media. As a result of that transaction, a *pro forma* transfer of control of Teligent, and the Section 214 authorities held by its operating subsidiaries, was deemed to have occurred because as a result of the transaction Associated relinquished to Teligent's shareholders, as a whole, control over the Teligent board of directors, none of which acquired *de facto* or *de jure* control of Teligent. The Commission's notice of the *pro forma* transfer of control is noted in file numbers ITC-214-19971210-00775 and ITC-214-19980514-00323 (March 2, 2000).

- (h) Teligent does not have any interlocking directorates with foreign carriers. The names, addresses, citizenships and principal businesses of the 10% or greater shareholders of Teligent, a publicly traded corporation, are:

<u>Name</u>	<u>% Ownership</u>
Liberty Media Corporation 9197 South Peoria Street Englewood, CO 80112 Delaware corporation Principal Business: Communications	31.6 %
Telcom-DTS Investors, LLC ² 2111 North Union Street Suite 300 Alexandria, VA 22201 Delaware corporation Principal Business: Communications	21.3 %

- (i) Teligent is not, and is not affiliated with, a foreign carrier.
- (j) Teligent certifies that it does not seek to provide international telecommunications services to any destination country for which: (1) it is a foreign carrier in that country; (2) Teligent controls a foreign carrier in that country; (3) any entity that owns more than 25 percent of Teligent, or that controls Teligent, controls a foreign carrier in that country;³ or (4) two or more foreign carriers, or parties that control foreign carriers, own, in the aggregate, more than 25 percent of Teligent and are parties to, or the beneficiaries of, a contractual relation affecting the provision or marketing of international basic telecommunications services in the United States.

² Telcom-DTS Investors, LLC (“Telecom-DTS”) is majority owned by Telcom Ventures, LLC (“Telcom Ventures”). Telcom Ventures, in turn, is majority owned by Cherrywood Holdings, Inc. (“Cherrywood”), with minority ownership by The Carlyle Group, a Washington D.C.-based investment firm. Cherrywood is owned by Dr. Rajendra Singh and Neera Singh, with a minority stake held in trust for the benefit of the offspring of Dr. Rajendra Singh and Neera Singh, with Neera Singh as trustee.

³ Nippon Telegraph and Telephone Corp., through its indirect wholly owned subsidiary, NTTA&T Investment, Inc. (“NTTA&T”), owns less than ten percent of Teligent common stock, however, Teligent is not deemed to have an affiliation with either NTT or NTTA&T, as defined in Section 63.18(h) because the level of ownership is below 25 percent.

- (k) Not applicable.
- (l) Not applicable.
- (m) Not applicable.
- (n) Teligent 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) Teligent certifies that no party to this application has been denied federal benefits pursuant to Section 5301 of the Anti-Drug Abuse Act of 1988.
- (p) The Shareholders and Teligent desire streamline processing of this application pursuant to Section 63.12 of the Commission's Rules. The streamlined processing procedures are appropriate because Teligent: (1) is not affiliated with a foreign carrier in a destination market; (2) is not affiliated with a dominant United States carrier whose international switched or private line services the applicant seeks authority to resell (either directly or indirectly through the resale of another reseller's services); or (3) does not seek authority to provide switched basic services over private lines to a country for which the Commission has not previously authorized the provision of switched services over private lines.

Conclusion

For these reasons, the Petitioners respectfully request that the Commission grant this application.

Respectfully submitted,



Robert E. Stup, Jr.
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Washington, DC 20004
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Counsel to American Long Lines, Inc.

Date: May 22, 2000

Quire, Sanders & Dempsey

L.L.P.

Telephone (202) 626-6600

Ballie Quire D.E.

Telephone (202) 626-6780

Counsellors at Law

1201 Pennsylvania Avenue, N.W.

P. O. Box 407

Washington, D. C. 20044-0407

Direct Dial Number

(202) 626-6884

RStup@ssd.com

May 22, 2000

VIA COURIER

Federal Communications Commission
c/o Mellon Bank
Three Mellon Bank Center
525 William Penn Way
27th Floor, Room 153-2713
Pittsburgh, PA 15259-0001

Attn: Wholesale Lock Box Shift Supervisor
International Bureau – Telecommunications Division
Box 358115

Re: In the Matter of

AMERICAN LONG LINES, INC.

Application for Transfer from Alan Widra and Trusts for the Benefit of Certain of his Family Members to Teligent, Inc. of Control of authority pursuant to Section 214 of the Communications Act of 1934, as amended, to provide service in accordance with the provisions of Section 63.18(e)(3) of the Commission's Rules.

Attached herewith are an original and five copies of the above-referenced Application for Transfer of Control. In addition, enclosed herewith is a completed FCC Form 159 and a check in the amount of \$780.00 for the necessary filing fee. Please date stamp and return to me in the enclosed envelope the extra copy that has been included. If you have any questions or require additional information, please call me at (202) 626-6884.

Respectfully submitted,



Robert E. Stup, Jr.
Counsel to Teligent

*Brantawa • Brussels • Budapest • Cleveland • Columbus • Hong Kong • Houston
Jacksonville • Kyoto • London • Madrid • Miami • Moscow • New York • Phoenix • Prague • Taipei*

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CBT/Apollo 214 Filing Fee

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****Seven Hundred Eighty Dollars and No Cents****

Federal Communications Commission

Nancy A. Konstadt

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JUN 22 2000

FEDERAL COMMUNICATIONS COMMISSION
OFFICE OF THE SECRETARY

Streamlined ITC-T/C-20000522-00406
AMERICAN LONG LINES, INC.

June 22, 2000

Via COURIER

Justin Connor
Policy & Facilities Branch
International Bureau – Telecommunications Division
Federal Communications Commission
445 12th Street, SW
Washington, DC 20554

Re: In the Matter of
AMERICAN LONG LINES, INC.

Application for Transfer from Alan Widra and Trusts for the Benefit of Certain of his Family Members to Teligent, Inc. of Control of authority pursuant to Section 214 of the Communications Act of 1934, as amended, to provide service in accordance with the provisions of Section 63.18(e)(3) of the Commission's Rules.
Supplemental Information

Dear Mr. Connor:

Pursuant to your request, we hereby clarify the current ownership of Teligent's capital stock by Dr. and Mrs. Singh. Dr. and Mrs. Singh own and control approximately 21.3% of Teligent, Inc. via a number of holding companies, which are listed below:

Telcom-DTS Investors, LLC
211 North Union Street, Suite 300
Alexandria, VA 22314
Delaware corporation
Principal Business: Communications

Cherrywood Holdings, Inc
211 North Union Street, Suite 300
Alexandria, VA 22314
Kansas corporation
Principal Business: Communications

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Telcom Ventures, LLC
211 North Union Street, Suite 300
Alexandria, VA 22314
Delaware corporation
Principal Business: Communications

Dr. Rajendra Singh and Mrs. Neera Singh
211 North Union Street, Suite 300
Alexandria, VA 22314
Both USA Citizens
Principal Business: Communications

If you have any questions or require additional information, please call me at (202) 626-6884.

Respectfully submitted,



Robert E. Stup, Jr.
Counsel to Teigent