



**PIPER
MARBURY
RUDNICK
& WOLFE LLP**

1200 Nineteenth Street, N.W.
Washington, D.C. 20036-2412
www.piperrudnick.com

PHONE (202) 861-3900
FAX (202) 223-2085

Streamlined ITC-T/C-20001003-00600
ORATION TECHNOLOGIES, INC.

RECEIVED
OCT 23 2000

Telecom Division
International Bureau

WRITER'S INFORMATION

paul.jamieson@piperrudnick.com
PHONE (202) 861-6917

October 19, 2000

HAND DELIVERY

Magalie Roman Salas
Secretary
Federal Communications Commission
445 12th Street S.W.
Washington, D.C. 20554

RECEIVED
OCT 19 2000
FEDERAL COMMUNICATIONS COMMISSION
OFFICE OF THE SECRETARY

ITC-T/C-20001003-00600

Re: Application for Transfer of Control
Oration Technologies, Inc., File No. ITC-214-20000407-00204

Dear Ms. Salas:

On October 3, 2000, G8 S.à.r.l. ("Transferee") filed an application for transfer of control of Oration Technologies, Inc., holder of international global facilities-based and resale Section 214 Authority, FCC File No. ITC-214-20000407-00204, to Transferee. Pursuant to FCC staff request, Transferee hereby supplements its application to provide the address of Q Telecommunications Europe B.V.

Q Telecommunications Europe B.V.
Dorusakker #13
1749 D.E. Warmenhuizen
The Netherlands

Any questions regarding this matter should be directed to the undersigned.

Sincerely,

Paul W. Jamieson

PWJ/eo

cc: Justin Connor (via facsimile)

READ INSTRUCTIONS CAREFULLY
BEFORE PROCEEDING

FEDERAL COMMUNICATIONS COMMISSION
REMITTANCE ADVICE

61933

APPROVED BY OMB 3060-0589

(1) LOCKBOX # 358115

FCC/PAYMENT OF 1 OCT 03 2000

SPECIAL USE
FCC USE ONLY

SECTION A - PAYER INFORMATION

RECEIVED

(2) PAYER NAME (if paying by credit card, enter name exactly as it appears on your card)
Piper, Marbury, Rudnick & Wolfe, LLP

(3) TOTAL AMOUNT PAID (dollars and cents)

(4) STREET ADDRESS LINE NO. 1
1200 19th Street, NW

Streamlined ITC-T/C-20001003-00600
ORATION TECHNOLOGIES, INC.

(5) STREET ADDRESS LINE NO. 2

(6) CITY
Washington

(7) STATE
DC

(9) DAYTIME TELEPHONE NUMBER (include area code)
(202) 861-3900

(10) COUNTRY CODE

**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)
G8 S.a.r.l.

(12) STREET ADDRESS LINE NO. 1
c/o Mees Pierson Trust

(13) STREET ADDRESS LINE NO. 2
10 Rue Antoine Jans

(14) CITY

(15) STATE
Luxembourg

(16) ZIP CODE
L-1820

(17) DAYTIME TELEPHONE NUMBER (include area code)
011-331-4225-2450

(18) COUNTRY CODE (if not in U.S.A.)
352

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	FCC USE ONLY
ITC-214-20000407-00204	C	U	T	
(23A) FCC CODE 1		1	\$ 815.00	

(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	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	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	FCC USE ONLY
(23D) FCC CODE 1			\$	

(24D) FCC CODE 2

10-04-00 0358115 8115448 2 001 10



Mellon Bank

PIPER

MARBURY

RUDNICK

& WOLFE LLP

1200 NINETEENTH ST. N.W.
WASHINGTON, D.C. 20036-2430

FIRST UNION NATIONAL BANK
OF WASHINGTON, D.C.
WASHINGTON, D.C. 20003

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PAY TO THE
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FCC

Priscilla M. White

⑈061933⑈ ⑆054001220⑆2030000054723⑈ ⑆000008150⑆

Federal Communications Commission
P.O. Box 358115
Pittsburgh, PA 15251

Re: Application for Transfer of Control
Oration Technologies, Inc., File No. ITC-214-20000407-00204

To whom it may concern:

On behalf of G8 S.à.r.l. ("Transferee"), we are submitting herewith an original and five (5) copies of an application for transfer of control of Oration Technologies, Inc. ("Oration"), holder of international global facilities-based and resale Section 214 Authority, FCC File No. ITC-214-20000407-00204, to Transferee.

Also submitted is FCC Form 159 and a check in the amount of \$815.00, in payment of the required fee. Any questions regarding this matter should be directed to the undersigned.

Sincerely,

Paul W. Jamieson

Paul W. Jamieson

PWJ/eo

Enclosures

cc: Justin Connor (via hand delivery)

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

In the Matter of

ORATION TECHNOLOGIES, INC.

Application for Transfer of Control
ITC-214-20000407-00204

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File No. _____

APPLICATION FOR TRANSFER OF CONTROL

Charles L. Smith (“Transferor”) and G8 S.a.r.l. (“Transferee”), pursuant to Section 214 of the Communications Act of 1934, as amended, 47 U.S.C. § 214 (the “Act”), and Section 63.18(e)(5) of the Commission’s Rules, 47 C.F.R. § 63.18(e)(5), hereby request authority to transfer control of Oration Technologies, Inc. (“Oration”),¹ holder of international global facilities-based and resale Section 214 Authority, FCC File No. ITC-214-20000407-00204. Transferee, Oration and ViaServices Group, Inc. (“VSG”) have entered into a Stock Purchase Agreement pursuant to which Oration and VSG will become wholly-owned subsidiaries of Transferee. Transferor is the majority shareholder of Oration. In support hereof, and in

¹ Oration applied for and received the above captioned Section 214 authority under the name, Oration Technologies Holdings, L.L.C. By letter of August 28, 2000, Oration notified the Commission that it had changed its name to Oration Technologies Holdings, Inc. By subsequent letter of September 5, 2000, Oration notified the Commission that Oration had, in fact, changed its name to Oration Technologies, Inc., not Oration Technologies Holdings, Inc. While captioned as a name change, this action was in fact a *pro forma* assignment of Oration’s Section 214 Authority under Section 63.24(a)(4) of the FCC’s Rules. Oration hereby corrects and clarifies its August 28, 2000 and September 5, 2000 correspondence and notifies the Commission of the *pro forma* assignment of the above-captioned Section 214 authorization, pursuant to Section 63.24(b) of the FCC’s Rules.

accordance with the following listed subsections of Section 63.18, the parties respectfully submit the following information:

(a) Transferor: Charles L. Smith
13540 Discovery Drive
Omaha, NE 68137-3020
Telephone: 402-522-1000

Transferee: G8 S.à.r.l.
10 Rue Antoine Jans
L-1820 Luxembourg
Telephone: 011-331-4225-2450

(b) Transferee is a Luxembourg corporation. Transferor is a U.S. Citizen.

(c) All correspondence on behalf of the Transferor should be sent to:

Charles L. Smith
13540 Discovery Drive
Omaha, NE 68137-3020
Attention: Gail Jones

with a copy to:

Mr. Brent F. Dille, Esq.
Harbor Consulting Group Inc.
3220 Uddenberg Lane, Suite 4
Gig Harbor, WA 98335

All correspondence on behalf of the Transferee should be sent to:

G8 S.à.r.l.
c/o Mees Pierson Trust
10 Rue Antoine Jans
L-1820 Luxembourg
Attention: President

with a copy to:

John E. Corette, III
Piper, Marbury, Rudnick & Wolfe, L.L.P.
1200 19th Street, N.W.
Washington, D.C. 20036
(202) 861-3900

(d) Transferee has not previously received authority under Section 214 of the Act. Oration currently holds global facilities-based and resale Section 214 authority, FCC File No. ITC-214-20000407-00204. This grant of authority is the subject of this request. Transferor is also the controlling shareholder of VSG, which currently holds global facilities-based and global resale Section 214 authority, FCC File No. ITC-214-1998-0924-00719. Request for transfer of control of VSG is being filed in a separately-filed application.

(e) Upon grant of the requested transfer of control pursuant to Section 63.18(e)(5) of the Commission's rules, Transferee will assume control of Oration.

(f) N/A

(g) N/A

(h) Entities holding more than 10% of the equity of the Transferee:

Princecoast Limited
SEDI Business Centre
15 Anne Street South
Dublin 2
Republic of Ireland
Principal Business: Investments
Ownership: 49%

QTE269 Holding B.V.
Dorusaker #13
1749 D.E. Warmenhuizen
The Netherlands
Principal Business: Investments
Ownership: 42%

John A. Janes, Martin A. Passetta and John A. Severson each hold 28% of the equity of Princecoast Limited. There are no other 10% or greater owners of Princecoast Limited. Messrs. Janes, Pasetta and Severson are all U.S. Citizens and have the following address:

G4 Communications, L.L.C.
3505 Cadillac Avenue, Building O-1110
Costa Mesa, CA 92626-1435

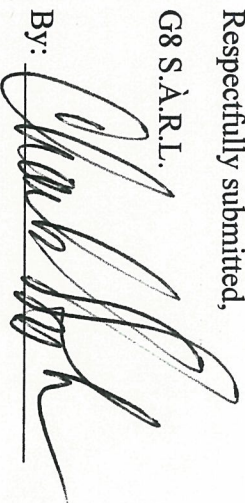
QTE269 Holding B.V. is owned 60% by Q Telecommunications Europe B.V., a Dutch Company whose address is unavailable and whose principal business is investments. There are no other 10% or more owners of QTE269 Holding B.V. or of Q Telecommunications Europe B.V.

- (i)/(j) Transferee certifies that it is not, nor does it control, nor is it affiliated with, a foreign carrier. No entity owning more than 25% of the Transferee controls a foreign carrier.
- (k) N/A
- (l) N/A
- (m) N/A
- (n) Transferee certifies that it has not agreed to accept special concessions directly or indirectly from any foreign carrier or administration with respect to traffic or revenue flows between the U.S. and any foreign country which its subsidiaries may serve under the authority granted under this part and will not enter into such agreements in the future.
- (o) Transferee certifies that it is not subject to a denial of Federal benefits pursuant to Section 5301 of the Anti-Drug Abuse Act of 1988, 47 U.S.C. § 853a.
- (p) Transferee qualifies for streamlined processing, pursuant to Section 63.12 of the Commission's Rules because:
- (1) Transferee is not affiliated with a foreign carrier;
 - (2) Transferee has no affiliation with a dominant U.S. carrier whose international switched or private line services Transferee seeks authority to resell;
 - (3) Transferee 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.

Wherefore, the parties to this application respectfully submit that the present and future public convenience and necessity will be served by the grant of this transfer of control application. The parties certify that the statements contained in the foregoing document are true,

correct and complete to the best of their knowledge, information and belief. Accordingly, the parties respectfully request that the Commission grant this Application.

Respectfully submitted,
G8 S.A.R.L.

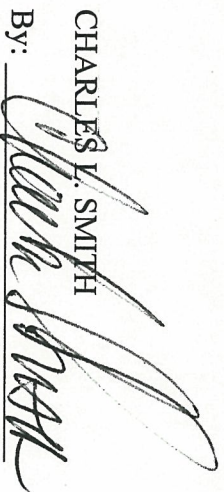
By: 

Name: Charles L. Smith²

Title: Chief Executive Officer

Date: 2/10/00

CHARLES L. SMITH

By: 

Name: Charles L. Smith

Date: 2/10/00

ORATION TECHNOLOGIES, INC.

By: 

Name: Gail Jones

Date: Oct 2, 2000

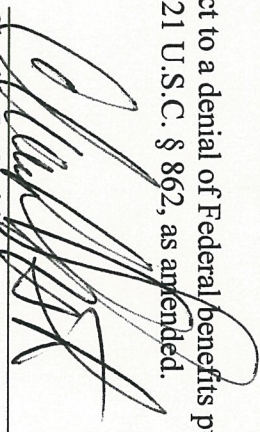
Title: V.P.

² Transferor is an officer of G8 S.a.r.l., and so is signing on behalf of Transferor and Transferee.

CERTIFICATION

G8 S.à.r.l. has not agreed to accept special concessions, as defined in 47 C.F.R. § 63.18(i)(1), directly or indirectly from any foreign carrier or administration with respect to traffic or revenue flows between the U.S. and any foreign country which it may serve under the authority granted under this part and will not enter into such agreements in the future.

No party to the foregoing 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. § 862, as amended.



Charles L. Smith

Chief Executive Officer

G8 S.à.r.l.

Dated:





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& WOLFE LLP**

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