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& W O L F E L L P

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 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

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 OCT 19 2000
 FEDERAL COMMUNICATIONS COMMISSION
 OFFICE OF THE SECRETARY
 11-2000-1003-00601

Re: Application for Transfer of Control
ViaServices Group, Inc. FCC File No. ITC-214-19980924-00719

Dear Ms. Salas:

On October 3, 2000, G8 S.a.r.l. ("Transferee") filed an application for transfer of control of ViaServices Group, Inc., holder of international global facilities-based and resale Section 214 Authority, FCC File No. ITC-214-19980924-00719, 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.
 Dorrusaker #13
 1749 D.E. Warmenhuiszen
 The Netherlands

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

Sincerely,

Paul W. Jamieson

PWJ/leo

cc: Justin Connor (via facsimile)



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OCT 06 2000

Federal Communications Commission
P.O. Box 358115

Telecom Division
International Bureau

Pittsburgh, PA 15251

Re: Application for Transfer of Control
ViaServices Group, Inc. File No. ITC-214-19980924-00719

To whom it may concern:

On behalf of G8 S.a.r.l. ("Transferee"), we are submitting herewith an original and five (5) copies of an application for transfer of control of ViaServices Group, Inc. ("VSSG"), the holder of international global facilities-based and resale Section 214 authority, FCC File No. ITC-214-19980924-00719 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

PWJ/eo
Enclosures

cc: Justin Connor (via hand delivery)

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

RECEIVED

In the Matter of)
)
)
VIASERVICES GROUP, INC.)
)
Application for Transfer of Control) File No. OCT 06 2000
) Telecom Division
ITC-214-19980924-00719) International Bureau

APPLICATION FOR TRANSFER OF CONTROL

Charles L. Smith ("Transferor") and G8 S.à.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 ViaServices Group, Inc. ("VSG"), the holder of international global facilities-based and resale Section 214 authority, FCC File No. ITC-214-19980924-00719, to Transferee. Transferee, Oration Technologies, Inc. ("Oration"),¹ and 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 VSG. In support hereof,

¹ Transferor is also the majority shareholder of Oration, which applied for and received 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. In a separately filed application for transfer of control of Oration's Section 214 authority, Oration is correcting and clarifying its August 28, 2000 and September 5, 2000 correspondence and notifying the Commission of the *pro forma* assignment of its Section 214 authorization, pursuant to Section 63.24(b) of the FCC's Rules.

and in 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 to provide international switched services on a resale basis. Transferor is also the majority shareholder of Oration, which currently holds global facilities-based and resale Section 214 authority, FCC File No. ITC-214-20000407-00204. Request for transfer of control of Oration is being made in a separately filed application. VSG currently holds global facilities-based and global resale Section 214 authority, FCC File No. ITC-214-1998-0924-00719, which is the subject of this request.
- (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 VSG.
- (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.
 - Dorusakker #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-110
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.

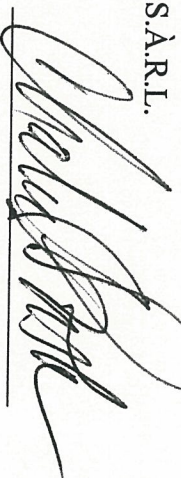
(p) Transferee qualifies for streamlined processing, pursuant to Section 63.12 of the Commission's Rules because:

- (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.

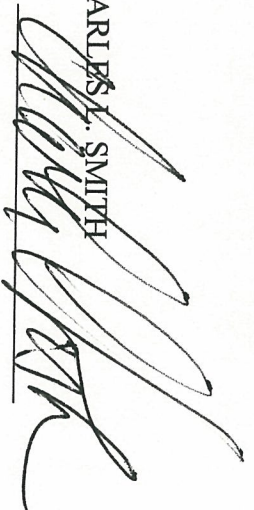
By: 

Name: Charles L. Smith²

Title: Chief Executive Officer

Date: Oct 2, 2000

CHARLES L. SMITH

By: 

Name: Charles L. Smith

Date: Oct 2, 2000

VIASERVICES GROUP, INC.

By: 

Name: Gail Jones

Title: V.P.

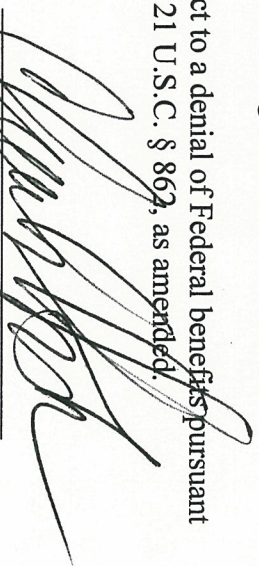
Date: Oct 2, 2000

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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1749 D.E. Warmenhuizen
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Paul W. Jamieson

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