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January 19, 2001

RECEIVED

VIA COURIER

Streamlined ITC-T/C-20010119-00048
AMERICASKY CORPORATION

Magalie Roman Salas, Secretary
Federal Communications Commission
P.O. Box 358115
Pittsburgh, PA 15251-5115

Re: Joint Application of Empresa Nacional de Telecomunicaciones S.A. and SILE I International
Netherlands N.V. for Authority Pursuant to Section 214 of the Communications Act of 1934,
as Amended, to Transfer Control of AmeriCaSky Corporation, an authorized international
carrier, from ENTEL-Chile to STET

Dear Ms. Salas:

On behalf of Empresa Nacional de Telecomunicaciones S.A. ("ENTEL-Chile") and STET International Netherlands N.V. ("STET") (together "Applicants"), please find an original and six (6) copies of an application for Commission approval to **transfer control of the international Section 214 authorization of AmeriCaSky Corporation** ("AmeriCaSky") from ENTEL-Chile to STET. A Form 159 and a check in the amount of \$815.00 to cover the filing fee are also enclosed. Please note that the Applicants will file STET's original certification to replace STET's enclosed faxed certification as soon as possible.

Concurrent with this application, Applicants are also filing an application to transfer control of AmeriCaSky's earth station licenses. In addition, with respect to AmeriCaSky's affiliate Americatel Corporation ("Americatel"), Applicants are filing today applications to transfer control of Americatel's international Section 214 authorization, domestic Section 214 authorization, and cable landing license.

Please date-stamp the enclosed extra copy of this application and return it in the envelope provided. Please do not hesitate to contact Troy Tanner at (202) 295-8360 or Maria Cattafesta at (202) 424-7867 if you have any questions regarding this application.

Respectfully submitted,



Troy F. Tanner, Esq.
Maria L. Cattafesta, Esq.

Counsel for
STET International Netherlands N.V.

Enclosures

cc: George Li (FCC)
Claudia Fox (FCC)
ITS
Judith L. Harris, Esq.
James P. Schulz, Esq.

364741.1

B.V.I., in turn, will hold a 100 percent ownership interest in ENTEL USA Holdings, Inc. (“ENTEL USA”), a U.S. corporation. ENTEL USA, in turn, will hold an 80 percent ownership interest in AmericaSky, while ENTEL BVI will hold the remaining 20 percent. Although the controlling interest in AmericaSky’s ultimate corporate parent will change, AmericaSky will continue to provide services to its existing customers under existing service arrangements, pursuant to its Section 214 authority granted by the Commission. The proposed Transaction, therefore, will be virtually transparent to AmericaSky’s customers. Attached hereto as Exhibit A is a chart that illustrates the corporate structure of the parties immediately following consummation of the proposed transfer of control.

Applicants respectfully request streamlined, expedited treatment of this application pursuant to Section 63.12 of the Commission’s Rules, 47 C.F.R. § 63.12, for the reasons stated below.

As a result of the transaction, AmericaSky will become affiliated, within the meaning of Section 63.09(e) of the Commission’s Rules, 47 C.F.R. § 63.09(e), with several foreign carriers authorized to provide telecommunications services, including Telecom Italia, Telecom Argentina S.A. (“Telecom Argentina”), Telekom Austria A.G. (“Telekom Austria”), Brasil Telecom Participacoes S.A. (formerly, Tele Centro Sul Participacoes S.A.) (“Brasil Telecom”), Entel S.A. (“Entel-Bolivia”), Empresa de Telecomunicaciones de Cuba S.A. (“Empresa de Telecomunicaciones de Cuba”), Intelcom San Marino S.p.A. (“Intelcom San Marino”), and Telekom Serbia A.D. (“Telekom Serbia”). Given that Intelcom San Marino and Telekom Serbia are dominant carriers in countries that are not Members of the World Trade Organization (“WTO”),

AmericaSky will discontinue offering service on the US-San Marino and US-Federal Republic of Yugoslavia (Serbia and Montenegro) routes. AmericaSky reserves the right later to seek approval to provide service on these routes. However, because Telecom Italia, Telecom Argentina, Telekom Austria, Brasil Telecom, Entel-Bolivia, and Empresa de Telecomunicaciones de Cuba are dominant carriers in countries that are Members of the WTO, AmericaSky accepts dominant carrier classification with respect to the US-Italy, US-Argentina, US-Austria, US-Brazil, US-Bolivia and US-Cuba routes, without prejudice to its right to petition for reclassification at a later date. AmericaSky also will acquire several other foreign affiliates as a result of the Transaction,¹ but none of them are dominant providers of telecommunications services in a relevant market in a destination country. Therefore, AmericaSky lacks sufficient market power on the foreign end of these routes to affect competition adversely in the U.S. telecommunications market. Accordingly, given that AmericaSky: (1) will discontinue offering international service on the US-San Marino and US-Federal Republic of Yugoslavia (Serbia and Montenegro) routes; (2) accepts dominant carrier classification on the US-Italy, US-Argentina, US-Austria, US-Brazil, US-Bolivia and US-Cuba routes; and (3) qualifies for the presumption of non-dominance under Section 63.10(a)(3) of the Commission's Rules, 47 C.F.R. § 63.10(a)(3), with respect to its other potential foreign affiliates, this application is eligible for streamlined processing.

¹ See Exhibit B.

I. THE PARTIES

A. Empresa Nacional de Telecomunicaciones S.A.

ENTEL-Chile, a corporation organized under the laws of Chile with headquarters in Santiago, Chile, is one of the largest long distance carriers in Chile and a pioneer in the privatization of Latin America's telecommunications industry. After completion of the Transaction, ENTEL-Chile will hold a 100 percent ownership interest in ENTEL BVI, which, in turn, will hold a 100 percent ownership interest in ENTEL USA, a corporation organized under the laws of Florida. ENTEL USA, in turn, will hold an 80 percent ownership interest in AmericaSky, while ENTEL BVI will hold the remaining 20 percent. ENTEL-Chile is not a dominant carrier. In fact, the Commission has expressly determined that "ENTEL-Chile has no control over bottleneck services or facilities that can be used to discriminate against unaffiliated U.S. carriers terminating traffic in Chile." (See FCC File No. ISP-96-002 at ¶ 11.)

AmericaSky, ENTEL-Chile's indirect subsidiary, is a corporation organized under the laws of the State of Florida with offices at 4045 NW 97th Avenue, Miami, Florida 33178. AmericaSky maintains and operates three earth station facilities licensed by the Commission for domestic and international fixed satellite services.² AmericaSky uses its earth stations to provide satellite earth station capacity for international traffic of other Commission-authorized common carriers pursuant to its Section 214 authorization.

² File No. SES-LIC-19940829-00744 (Callsign E940470); File No. SES-MOD-19950804-00604 (Callsign KA407); and File No. SES-MOD-19950804-00603 (Callsign KA412).

B. STET International Netherlands N.V.

STET is a corporation organized under the laws of The Netherlands with offices at Strawinskylaan Atrium 6 Floor, 1077 ZX Amsterdam, The Netherlands. STET is a wholly owned subsidiary of Telecom Italia S.p.A. (“Telecom Italia”), one of the world’s largest fixed telecommunications operators, which is incorporated as a joint stock company under the laws of Italy. In addition to its wireline operations, Telecom Italia, through its subsidiary Telecom Italia Mobile S.p.A., is also one of the largest mobile telecommunications operators in Europe. With significant international telecommunications investments in Europe and Latin America, Telecom Italia and its subsidiaries also provide data services, satellite telecommunications services, and information technology software and services. Telecom Italia indirectly holds Section 214 authorization through two affiliates: Telecom Italia of North America, Inc. (See FCC File No. ITC-214-20000523-00313) and Telemedia International USA, Inc. (“Telemedia”) (See FCC File Nos. ITC-214-19991227-00818, ITC-95-587).

II. THE TRANSACTION

Through a stock purchase agreement, STET, which currently owns a 26.16 percent voting interest in AmericaSky’s indirect owner, ENTEL-Chile, will acquire an additional 25.63 percent voting interest in ENTEL-Chile from Chilquinta Telecomunicaciones S.A. (10.62 percent) and Chilquinta S.A. (15.01 percent). STET also will acquire 2.9789 percent of ENTEL-Chile’s shares from some of the minority shareholders. As a result of the Transaction, STET will hold a controlling interest of 54.76 percent in ENTEL-Chile.

Therefore, upon completion of the Transaction, ENTEEL USA, a U.S. corporation, will own 80 percent of AmericaSky.³ ENTEEL B.V.I., a company organized under the laws of the British Virgin Islands, will own 100 percent of ENTEEL USA and will own the remaining 20 percent of AmericaSky. ENTEEL B.V.I., in turn, will be a wholly owned subsidiary of ENTEEL-Chile, which in turn will be controlled by STET.

Therefore, STET will acquire an indirect controlling interest in AmericaSky once the Transaction is consummated. Accordingly, Applicants request authority for this transfer of control.

III. PUBLIC INTEREST CONSIDERATIONS

Approval of the proposed Transaction will serve the public interest. As a result of the proposed Transaction, AmericaSky will be backed by an entity (Telecom Italia) that has the management experience, workforce and means that will strengthen AmericaSky's ability to bring competitive integrated telecommunications services to consumers in the United States. The proposed Transaction will allow AmericaSky to manage its telecommunications operations more efficiently, thereby permitting greater investment in facilities, customer service and technological innovation. As a result, the Transaction will result in a company better equipped to accelerate its growth as a competitive telecommunications service provider. In addition, the proposed Transaction will be consummated in a seamless fashion, will be transparent to customers and will not in any way inconvenience or cause harm to any of AmericaSky's customers.

³ The Commission previously approved the transfer of control of AmericaSky to ENTEEL-Chile on December 4, 1996. (See FCC File No. 1821-DSE-TC-96(3)).

IV. INFORMATION REQUIRED BY SECTION 63.18

Pursuant to Section 63.18 of the Commission's Rules, 47 C.F.R. § 63.18,

Applicants submit the following information:

(a) Names, addresses and telephone numbers:

Licensee: AmericaSky Corporation
4045 North West 97th Avenue
Miami, Florida 33178
(305) 717-0200

Transferor: Empresa Nacional de Telecomunicaciones S.A.
Av. Andres Bello 2687
Piso 14, Edificio Palacio
Las Condes, Santiago
Chile
(562) 360-2200

Transferee: STET International Netherlands B.V.
Strawinskylaan Atrium 6th Floor
1077 ZX Amsterdam
The Netherlands
+31 20 3010950

(b) Licensee: AmericaSky is a corporation organized under the laws of
the State of Florida.

Transferor: ENTEL-Chile is a corporation organized under the laws of
Chile.

Transferee: STET is a corporation organized under the laws of The
Netherlands.

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

For the Transferee:

Troy F. Tanner, Esq.
Maria L. Cattafesta, Esq.
SWIDLER BERLIN SHERIFF FRIEDMAN, LLP
3000 K Street, N.W., Suite 300
Washington, D.C. 20007
Tel: (202) 424-7500
Fax: (202) 424-7645

For the Licensee and the Transferor:

Judith L. Harris, Esq.
James P. Schulz, Esq.
REED SMITH LLP
1301 K Street, N.W., East Tower
Suite 1100
Washington, D.C. 20005-3317
Tel: (202) 414-9276
Fax: (202) 414-9299

- (d) Licensee: AmericaSky has received authority under Section 214 of the Act to use its duly licensed earth stations to provide earth station capacity to other common carriers. (See FCC File No. ITC-94-419)

Transferor: ENTEL-Chile has not previously received authority under Section 214 of the Act.

Transferee: STET has not previously received authority under Section 214 of the Act. However, two of STET's affiliates have received authority under Section 214 of the Act. They include Telecom Italia North America, Inc. ("TINA") (See FCC File No. ITC-214-20000523-00313) and Telemedia International USA, Inc. ("Telemedia") (See FCC File Nos. ITC-214-19991227-00818 and ITC-95-587).

- (e) By this Application, Applicants seek authority to transfer control of AmericaSky, a non-dominant common carrier holding international Section 214 authority, from ENTEL-Chile to STET.

- (f) Not applicable. This application is eligible for streamlined processing under Section 63.12 of the Commission's Rules, 47 C.F.R. § 63.12, as discussed below in Section (l).

- (g) Not applicable.

- (h) After the completion of the Transaction, the following entities will hold a ten percent (10%) or greater direct or indirect ownership interest in **AmericaSky Corporation.**

<u>Name/Address</u>	<u>% Held</u>	<u>Citizenship</u>	<u>Principal Business</u>
ENTTEL USA Holdings, Inc. 4045 North 97 th Avenue Miami, Florida 33178	80%	U.S.A.	Holding Company
ENTTEL International B.V.I. Corporation Av. Andres Bello 2687 Piso 14, Edificio Palacio Las Condes, Santiago Chile	20%	British Virgin Islands	Investment

The following entities will hold a ten percent (10%) or greater ownership interest in **ENTTEL USA Holdings, Inc.**

<u>Name/Address</u>	<u>% Held</u>	<u>Citizenship</u>	<u>Principal Business</u>
ENTTEL International B.V.I. Corporation Av. Andres Bello 2687 Piso 14, Edificio Palacio Las Condes, Santiago Chile	100%	British Virgin Islands	Investment

The following entities will hold a ten percent (10%) or greater ownership interest in **ENTTEL International B.V.I Corporation:**

<u>Name/Address</u>	<u>% Held</u>	<u>Citizenship</u>	<u>Principal Business</u>
Empresa Nacional de Telecomunicaciones S.A. Av. Andres Bello 2687 Piso 14, Edificio Palacio Las Condes, Santiago Chile	100%	Chile	Telecommunications

The following entities will hold a ten percent (10%) or greater ownership interest in **Empresa Nacional de Telecomunicaciones S.A.:**

<u>Name/Address</u>	<u>% Held</u>	<u>Citizenship</u>	<u>Principal Business</u>
STET International Netherlands N.V. Strawinskylaan Atrium 6 th Floor 1077 ZX Amsterdam The Netherlands	54.76%	The Netherlands	Investment

Inv. Hidrosur LTDA Enrique Foster Sur 20 Piso 14 Las Condes, Santiago, Chile	13.68%	Chile	Investment
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The following entities will hold a ten percent (10%) or greater ownership interest in **Inv. Hidrosur LTDA:**

<u>Name/Address</u>	<u>% Held</u>	<u>Citizenship</u>	<u>Principal Business</u>
Inversiones Rio Grande S.A. Enrique Foster Sur 20 Piso 14 Las Condes, Santiago, Chile	99.98%	Chile	Investment

The following entities will hold a ten percent (10%) or greater ownership interest in **Inversiones Rio Grande S.A.:**

<u>Name/Address</u>	<u>% Held</u>	<u>Citizenship</u>	<u>Principal Business</u>
Quiñenco S.A. Enrique Foster Sur 20 Piso 14 Las Condes, Santiago, Chile	100%	Chile	Holding Company

The following entities will hold a ten percent (10%) or greater ownership interest in **STET International Netherlands N.V.:**

<u>Name/Address</u>	<u>% Held</u>	<u>Citizenship</u>	<u>Principal Business</u>
Telecom Italia S.p.A. Via Bertola 34 – 10122 (Turin) Italy	100%	Italy	Telecommunications

The following entities will hold a ten percent (10%) or greater ownership interest in **Telecom Italia S.p.A.:**

<u>Name/Address</u>	<u>% Held</u>	<u>Citizenship</u>	<u>Principal Business</u>
Olivetti S.p.A. Via Jervis, 77 10015 Ivrea (Turin) Italy	54.20%	Italy	Holding Company

No other shareholder of Telecom Italia S.p.A. will hold a 10% or greater indirect ownership interest in Americatel.

The following entities will hold a ten percent (10%) or greater ownership interest in **Olivetti S.p.A.:**

<u>Name/Address</u>	<u>% Held</u>	<u>Citizenship</u>	<u>Principal Business</u>
Bell S.A. 7 Val Ste Croix Luxembourg	19.65%	Luxembourg	Holding company

No single shareholder of Bell S.A. is a controlling shareholder or holds a 50 percent or greater interest in Bell S.A. As a result, no Bell S.A. shareholder will be imputed to hold a 10 percent or greater indirect ownership interest in AmericaSky.

STET's interlocking officers and directors with foreign carriers are as follows:

Name of Officer/Director	Company	Position
Dr. Massimo S. Brunelli	Telecom Italia Mobile S.p.A.	Director
Ing. Oscare Cicchetti	ETEC S.A. Cuba	Director
	Telecom Argentina S.A.	Vice President
	Telekom Austria AG	Member of Supervisory Board
Dr. Giulia Nobili	ETEC S.A. Cuba	Director
	Telekom Austria AG	Member of Supervisory Board

(i) STET certifies that it is not a foreign carrier within the meaning of 63.09(d) of the Commission's Rules. However, STET is affiliated within the meaning of Section 63.09 (e) of the Commission's Rules with several foreign carriers. Section (l) of this Application provides the countries in which STET has a dominant telecommunications foreign affiliate, and Exhibit B provides the countries in which STET has a non-dominant foreign affiliate.

(j) STET certifies that it, through AmericaSky, seeks to provide international telecommunications services to several countries in which it has an affiliation with a foreign carrier as described in Section 63.18(j) of the Commission's Rules. Section (l) of this Application provides the countries in which STET has a dominant telecommunications foreign affiliate, and Exhibit B provides the countries in which STET has a non-dominant foreign affiliate.

(k) The foreign carriers listed in Section (l) of this Application and in Section B of this Application are based in countries that are Members of the World Trade Organization.

(l) STET, through AmericaSky, may resell international switched services of unaffiliated U.S. carriers in order to provide telecommunications services to other countries where STET has foreign carrier affiliations. As demonstrated below, AmericaSky will comply with dominant carrier treatment to those countries in which it is affiliated with a dominant foreign carrier.

Dominant Foreign Affiliates:

As a result of this transaction, AmericaSky will become affiliated with the following dominant foreign carriers:

Argentina: Telecom Argentina
Austria: Telekom Austria
Brazil: Brasil Telecom
Bolivia: Entel
Cuba: Empresa de Telecomunicaciones de Cuba
Italy: Telecom Italia

AmericaSky also will become affiliated with Intelcom San Marino, the dominant carrier operating in San Marino and Telekom Serbia, the dominant carrier operating in the Federal Republic of Yugoslavia (Serbia and Montenegro). Because Intelcom San Marino and Telekom Serbia are the current incumbents in non-WTO Member countries, AmericasSky does not seek to provide international service on the US-San Marino and US-Federal Republic of Yugoslavia (Serbia and Montenegro) routes. However, AmericasSky reserves the right to seek such authorization from the Commission in the future.

STET submits that Brasil Telecom is dominant with respect to the local and long distance sector in Southern Brazil. With the exception of Brasil Telecom, the Commission's *List of Foreign Telecommunications Carriers that are Presumed to Possess Market Power in Foreign Telecommunications Markets*, released June 18, 1999, deems the foreign carriers listed above as dominant foreign carriers. Accordingly, STET agrees to have AmericasSky classified as dominant with respect to the **US-Argentina, US-Austria, US-Brazil, US-Bolivia, US-Cuba and US-Italy** routes, without prejudice to its right to petition for reclassification at a later date. Accordingly, AmericasSky, will file quarterly traffic reports pursuant to Section 43.61(c) of the Commission's Rules with respect to these routes.

Other Foreign Affiliations:

With the exception of the US-Argentina, US-Austria, US-Brazil, US-Bolivia, US-Cuba, US-Italy, US-San Marino, US-Federal Republic of Yugoslavia (Serbia and Montenegro) routes, STET submits that AmericasSky should be classified as non-dominant pursuant to Section 63.10(a)(3) of the Commission's Rules. None of the STET affiliates identified in Exhibit B, nor AmericasSky's existing foreign carrier affiliates, are listed on the Commission's *List of Foreign Telecommunications Carriers that are Presumed to Possess Market Power in Foreign Telecommunications Markets*, released June 18, 1999. In addition, these foreign affiliates are relatively new market entrants offering services in competition with dominant foreign carriers and others. At this time, these AmericasSky foreign affiliates each hold significantly less than a 50 percent

market share in the international transport and local access markets in the countries where they operate. Moreover, these foreign affiliates do not have the ability to discriminate against unaffiliated U.S. international carriers through the control of bottleneck services or facilities to exercise market power in the countries where they operate. Accordingly, AmericaSky's foreign affiliates lack sufficient market power on these U.S.-international routes to affect competition adversely in the U.S. market. Therefore, with the exception of the US-Italy, US-Argentina, US-Austria, US-Brazil, US-Bolivia, US-Cuba, US-San Marino, US-Federal Republic of Yugoslavia (Serbia and Montenegro) routes, STET agrees that AmericaSky should be presumptively classified as non-dominant carriers on all international routes.

- (m) Please refer to Section (l) above.
- (n) Neither STET nor AmericaSky has agreed to accept special concessions, as defined in Section 63.14(b) of the Commission's Rules, directly or indirectly, from any foreign carrier 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) STET certifies, pursuant to Sections 1.2001 through 1.2003 of the Commission's Rules (implementing the Anti-Drug Abuse Act of 1988, 21 U.S.C. § 853a), 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.
- (p) This Application qualifies for streamlined processing pursuant to Section 63.12(c)(1)(v) of the Commission's Rules. As set forth above in Section (l), STET agrees to have AmericaSky classified as a dominant carrier with respect to the US-Argentina, US-Austria, US-Brazil, US-Bolivia, US-Cuba, US-Italy routes, without prejudice to its right to petition for reclassification at a later date. Moreover, given that STET's new foreign affiliates in San Marino and the Federal Republic of Yugoslavia (Serbia and Montenegro), two non-WTO Member countries, are dominant, STET agrees that Americasky will not provide international service on the US-San Marino and US-Federal Republic of Yugoslavia (Serbia and Montenegro) routes upon grant of this application. In addition, Applicants qualify for streamlined processing pursuant to Section 63.12(c)(1)(ii) of the Commission's Rules, because, as set forth above in Section (l), AmericaSky qualifies for the presumption of non-dominance under Section 63.10(a)(3) of the Commission's Rules with respect to its other foreign affiliations.

V. CONCLUSION

For the reasons stated above, Empresa Nacional de Telecomunicaciones S.A. and STET International Netherlands N.V., respectfully submit that the public interest, convenience and necessity would be furthered by grant of this application for authority to transfer indirect control of AmericaSky from ENTEL-Chile to STET.

Respectfully submitted,

STET INTERNATIONAL NETHERLANDS N.V.

By:



Troy F. Tanner, Esq.
Maria L. Cattafesta, Esq.
SWIDLER BERLIN SHEREFF FRIEDMAN, LLP
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Its Counsel

And

EMPRESA NACIONAL DE TELECOMUNICACIONES S.A.

By:



Judith L. Harris, Esq.
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Its Counsel

Dated: January 19, 2001

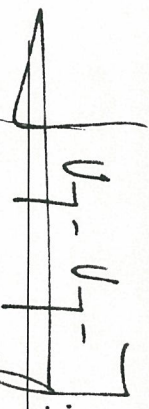
364263.2

CERTIFICATION OF
EMPRESA NACIONAL DE TELECOMUNICACIONES S.A.

On behalf of Empresa Nacional de Telecomunicaciones S.A., Transferor, I hereby certify that the statements in the foregoing *Application for Transfer of Control* are true, complete, and correct to the best of my knowledge and are made in good faith.

EMPRESA NACIONAL DE TELECOMUNICACIONES S.A.

By:



Name:

ALEJANDRO VARGAS

Title:

EXECUTIVE SENIOR COUNSEL

Date:

January 19, 2001

CERTIFICATION OF
TRANSFEEE

I, Andrea Carrauzi, am Vice President, Public and Regulatory Affairs of Telecom Italia SpA ("Telecom Italia"). As an officer in the parent company of the Transferee, STET International Netherlands N.V. ("STET"), I am familiar with the operations of STET, and am authorized to certify on STET's behalf that the statements in the foregoing *Application for Transfer of Control* are true, complete, and correct to the best of my knowledge and are made in good faith.

TELECOM ITALIA SPA

By:



Andrea Carrauzi

Name:

Vice President, Public and Regulatory Affairs – Telecom Italia

Title:

19th, January 2001

Date:

EXHIBIT A

Illustrative Chart of Transfer of Control

EXHIBIT A
STET - AmeriCaSky Indirect Transfer of Control
Post-Closing

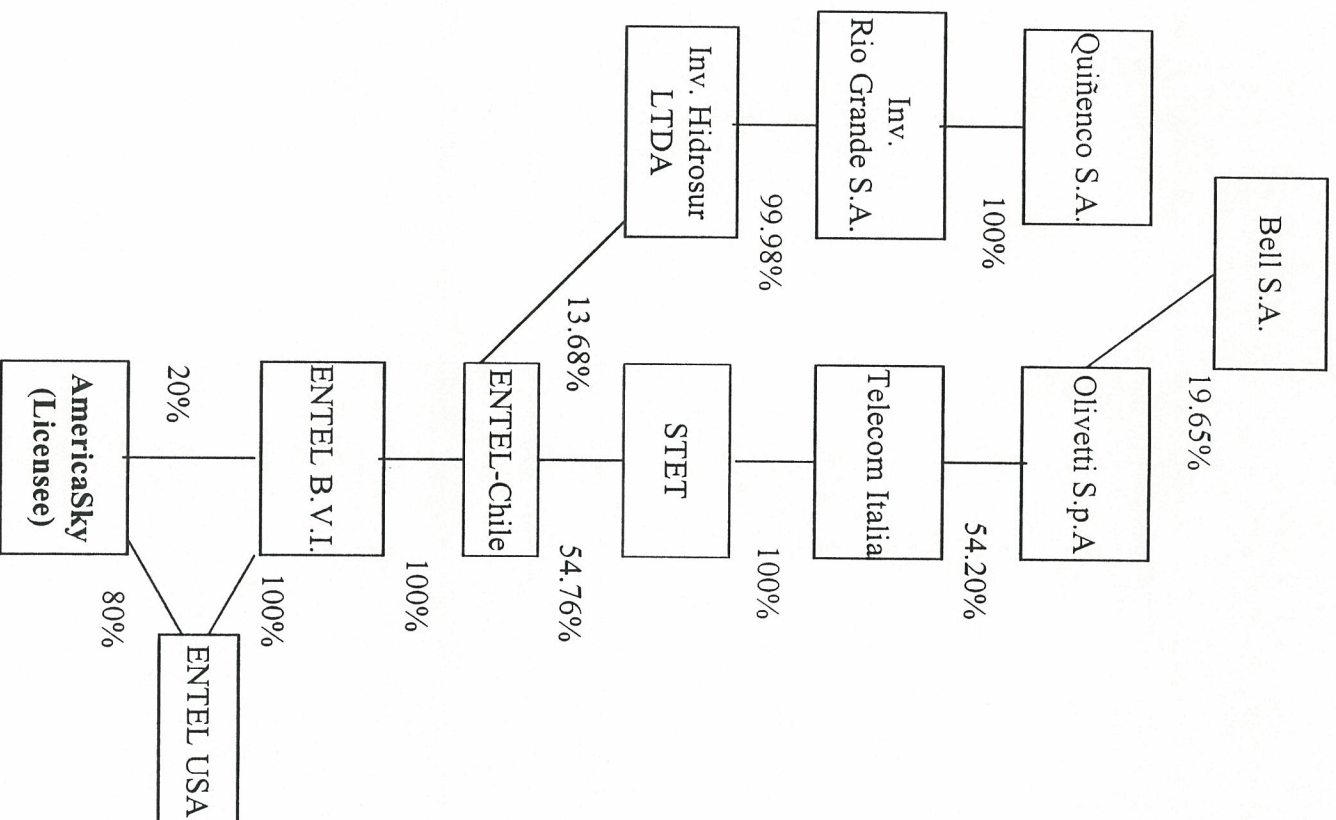


EXHIBIT B

Non-Dominant Foreign Affiliates of STET

STET's non-dominant foreign affiliates listed below are authorized to provide telecommunications services in their respective countries.¹

COUNTRY	COMPANY
Austria	Mobilkom Austria A.G. ²
Bolivia	Datacom S.A.
Brazil	Damos Sudamerica S.A.
Brazil	Maxitel S.A.
Brazil	Tele Celular Sul Participacoes S.A.
Brazil	Telepar Celular S.A.
Brazil	Telesc Celular S.A.
Brazil	CTMR Celular S.A.
Brazil	Tele Nordeste Celular Participacoes S.A.
Brazil	Telasa Celular S.A.
Brazil	Telpe Celular S.A.
Brazil	Telpa Celular S.A.
Brazil	Telern Celular S.A.
Brazil	Teleceara Celular S.A.
Brazil	Telepisa Celular S.A.

¹ ENTEL-Chile holds a controlling interest in Americatel Centroatmerica S.A. (“Centroatmerica”), a Panamanian off-shore holding company. ENTEL-Chile also holds an indirect controlling interest in Orbitel Peru S.A. through its subsidiary Entel Inversiones S.A. Americatel, Centroatmerica and Orbitel are therefore under common control of ENTEL-Chile. Centroatmerica is not itself a foreign carrier, however, Centroatmerica holds controlling interests in three foreign carriers, Americatel El Salvador S.A. de C.V., Americatel Guatemala, S.A., and Americatel Honduras, S.A.

² Pursuant to the Commission’s recent *Streamlining Order*, affiliated carriers that own only wireless mobile facilities may become authorized to provide international service on a non-dominant basis and take advantage of streamlined processing. *In the Matter of 1998 Biennial Regulatory Review – Review of International Common Carrier Regulations*, Report and Order, IB Docket No. 98-118, 14 FCC Rcd. 4909, at ¶ 29 (1999) (“*Streamlining Order*”). See also 47 C.F.R. § 63.12(c)(1)(iii). Mobilkom Austria A.G. owns only wireless mobile facilities.

Brazil	Tiscom S.A. <u>in liquidation</u>
Brazil	TMI - Telemedia International do Brasil Ltda.
Canada	TMI Telecom Media International Italy-Canada
China	Jilin Huatai Communications Engineering Co Ltd.
China	Tianjin Stet Communications Development Co. Ltd.
El Salvador	Americatel El Salvador S.A. de C.V.
France	9 Telecom Reseau S.A.S.
France	TI France S.A.R.L.
France	Jet Multimedia S.A.
Germany	Iridium Services Europe Verwaltung GmbH
Germany	Iridium Services Europe GmbH & Co. KG <u>in liquidation</u>
Germany	TI Germany GmbH
Greece	Stet Hellas Telecommunications S.A.
Greece	Telepolis Services of Mobile Telephony S.A.
Greece	Forthnet S.A.
Greece	Mediterranean Broad Band Services S.A.
Guatemala	Americatel Guatemala S.A.
Hong Kong	TMI -- Telemedia International Hong Kong Ltd.
Hungary	TMI – Hungary Trading & Services Ltd.
Ireland	Mediterranean Nautilus, Ltd.
Israel	Golden Lines International Communications Services Ltd.
Italy	Telecom Italia Mobile S.p.A. ³
The Netherlands	MCO – European Company for Mobile Com. Operations BV
The Netherlands	MCS – European Company for Mobile Com. Services BV
The Netherlands	Telecom Italia (Netherlands) B.V.
Peru	TIM Peru, S.A.C. ⁴
Russia	Asteit Ltd.

³ *Id.* Telecom Italia Mobile S.p.A. owns only wireless mobile facilities.

⁴ *Id.* TIM Peru, S.A.C. owns only wireless mobile facilities.

Russia	Marems V&D Service
Romania	Rartel S. A.
Spain	Cable I Televisio de Cataluna S. A.
Spain	Netco Redes S. A.
Spain	Retevisio S. A.
Spain	Retevisio Movil S. A.
Spain	Madritel S. A.
Spain	Euskaltel S. A.
Spain	Supercable de Sivilla S. A.
Spain	Supercable de Andalusia S. A.
Spain	Aragon de cable S. A.
Spain	Cabletelca S. A.
Spain	Supercable de Almeria S. A.
United Kingdom	Euro Datacom Ltd.
United Kingdom	TMI Telemedia International Ltd.
United Kingdom	TI United Kingdom Ltd.