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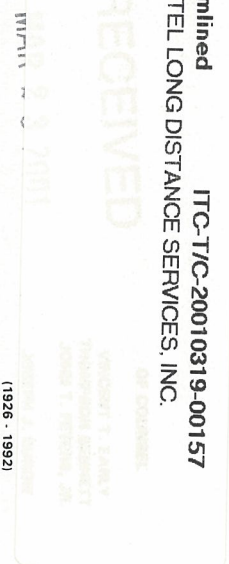
FOR MILLON

MAR 19 2001

Streamlined ITC-T/C-20010319-00157
DYNATEL LONG DISTANCE SERVICES, INC.

GEORGE H. LENNON
DAVID G. CROCKER
MICHAEL D. O'CONNOR
HAROLD E. FISCHER, JR.
LAWRENCE M. BRENTON
GORDON C. MILLER
GARY P. BARTOSIEWICZ
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PATRICK D. CROCKER
ANDREW J. VORBRICH
TYREN R. CUDNEY
WILLIAM B. JOHNSON
STEVEN M. BROWN
KRISTEN L. BURSON



March 16, 2001

Telecom Division
International Bureau

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

Attention: International Facilities Division / Common Carrier Bureau

RE: Application for Approval to Transfer Control of
Dynatel Long Distance Services, Inc. to
Telemangement Services, Inc.

Dear Sir:

Enclosed for filing with the Commission, pursuant to Section 214 of the Communications Act of 1934, as amended, please find an original and five (5) copies of the above captioned corporation's APPLICATION FOR TRANSFER OF CONTROL FOR AUTHORITY TO PROVIDE SWITCHED VOICE SERVICES FROM THE UNITED STATES TO INTERNATIONAL POINTS, a completed Fee Processing Form, along with a check in the amount of \$815.00 to cover filing fees related to same.

Please stamp the duplicate copy of this letter enclosed herewith, and return same to me in the enclosed self-addressed, pre-stamped envelope.

Should you have any questions, please contact the undersigned.

Very truly yours,

EARLY, LENNON, CROCKER & BARTOSIEWICZ, P.L.C.

Patrick D. Crocker
PDC/res

READ INSTRUCTIONS CAREFULLY BEFORE PROCEEDING

FEDERAL COMMUNICATIONS COMMISSION
REMITTANCE ADVICE

APPROVED BY ONE 20-00

TELEPHONE NO. 358115

PAGE 1 OF 1

SECTION A - PAYER INFORMATION

1101 STREET ADDRESS LINE 1
Patrick D. Crocker, Attorney

1101 STREET ADDRESS LINE 2
\$ 815.00

RECEIVED

1102 STREET ADDRESS LINE 3
Early, Lennon, Crocker & Bartosiewicz, P.L.C.

MAR 23 2001

1103 STREET ADDRESS LINE 4
900 Comerica Bldg

1104 CITY
Kalamazoo

1107 STATE MI 1108 COUNTY CODE (if not in USA)
49007

Telecom Division
International Bureau

1105 EXTENSION TELEPHONE NUMBER (include area code)
(616) 381-8844

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

1111 TELEPHONE NUMBER (include area code)
TELEMANAGEMENT SERVICES, INC.

1112 STREET ADDRESS LINE 1
3125 Cedar Valley Drive, Suite 224

1113 CITY
Westlake Village

1114 STATE CA 1115 ZIP CODE
19362

1116 DAY TIME TELEPHONE NUMBER (area code)
(800) 388-0088

COMPLETE SECTION C FOR EACH SERVICE. IF MORE BOXES ARE NEEDED, USE CONTINUATION SHEETS (FORM 159-C)

SECTION C - PAYMENT INFORMATION

1121 PAYMENT TYPE (C = CREDIT CARD, D = DEBIT CARD, T = TELEPHONE BILL)
C D T 1

1122 FEE DUE PER MONTH
\$ 815.00

1123 PAYMENT TYPE (C = CREDIT CARD, D = DEBIT CARD, T = TELEPHONE BILL)

1124 QUANTITY 5

1125 FEE DUE PER MONTH

1126 PAYMENT TYPE (C = CREDIT CARD, D = DEBIT CARD, T = TELEPHONE BILL)

1127 QUANTITY 5

1128 FEE DUE PER MONTH

1127 PAYMENT TYPE (C = CREDIT CARD, D = DEBIT CARD, T = TELEPHONE BILL)

1128 QUANTITY 5

1129 FEE DUE PER MONTH

1128 PAYMENT TYPE (C = CREDIT CARD, D = DEBIT CARD, T = TELEPHONE BILL)

1129 QUANTITY 5

1130 FEE DUE PER MONTH

1129 PAYMENT TYPE (C = CREDIT CARD, D = DEBIT CARD, T = TELEPHONE BILL)

1130 QUANTITY 5

1131 FEE DUE PER MONTH

SECTION D - TAXPAYER INFORMATION (REQUIRED)

PAYER TIN

0 3 8 3 1 5 1 0 5 5 5

APPLICANT TIN

0 8 8 0 3 7 5 5 3 9

1. Patrick D. Crocker, Attorney. Carefully 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 E - CERTIFICATION

SECTION F - CREDIT CARD PAYMENT INFORMATION

1132 CARD NUMBER

1133 EXPIRATION DATE

1134 CARD TYPE

1135 CARD NUMBER

1136 EXPIRATION DATE

1137 SIGNATURE

RECEIVED

MAR 23 2001
Telecom Division
International Bureau

Before the
FEDERAL COMMUNICATIONS COMMISSION
Washington, D.C.

IN THE MATTER OF)
APPLICATION FOR APPROVAL)
OF TRANSFER OF CONTROL)
OF DYNATEL LONG DISTANCE SERVICES, INC.)
FROM ITS SHAREHOLDERS TO)
TELEMANAGEMENT SERVICES, INC.)

APPLICATION FOR TRANSFER OF CONTROL

The shareholders of Dynatel Long Distance Services, Inc. ("Dynatel"), Transferors, and Telemanagement Services, Inc. ("TSI"), Transferee, hereby jointly request authority, pursuant to Section 214 of the Communications Act of 1934, as amended, 47 U.S.C. Sec. 214 (the "Act"), and Section 63.18(e)(5) of the Commission's rules, 47 C.F.R. Sec. 63.18(e)(5), to transfer control of Dynatel from its current shareholders to TSI. TSI holds a Section 214 authorization for international resale services.¹

1. Introduction. By this application, authority is sought pursuant to Section 63.18(e)(5) of the Commission's rules for Telemanagement Services, Inc., to acquire 100% of the issued and outstanding capital stock of Dynatel.

There will be no change in the name of the entity providing international resale services or in the rates or services offered as a result of this transaction, although various changes may be effected in the future.

2. Other Information Required by Section 63.18(e)(5) of the Rules.

Pursuant to Section 63.18(e)(5) of the Commission's rules, the Applicants set forth the following information in support of this application.

I. Transferors:

a. The name, address and telephone number of the representative (who also is a (selling shareholder) of the Transferor is:

Michael Rood
Dynatel Long Distance Services, Inc.
6226 S. Sandhill Road
Las Vegas, NV 89120

b. Dynatel is a corporation organized under the laws of the State of Nevada.

c. Correspondence concerning this application should be directed to Michael Rood at the above address.

d. The transferors have not previously received 214 authorizations except through Dynatel.

II. Transferee

a. The name, address and telephone number of the Transferee is:

Deborah L. Ward
Telemangement Services, Inc.
31255 Cedar Valley Drive, Suite 224
Westlake Village, CA 91362
(818) 865-4300

(b) TSI is a corporation duly organized, validly existing and in good standing under the laws of the State of California.

(c) Correspondence concerning the transferee should be directed to Deborah L. Ward at the above address, with a copy to:

Patrick D. Crocker
EARLY, LENNON, PETERS & CROCKER, P.L.C.
900 Comerica Building
Kalamazoo, MI 49007-4752
Phone (616) 381-8844

(d) The transferors have not previously received Section 214 authorizations except through TSI.

(e) Transferee hereby certifies, pursuant to Section 63.18(h), that it is not a foreign carrier and has no affiliation with a foreign carrier.

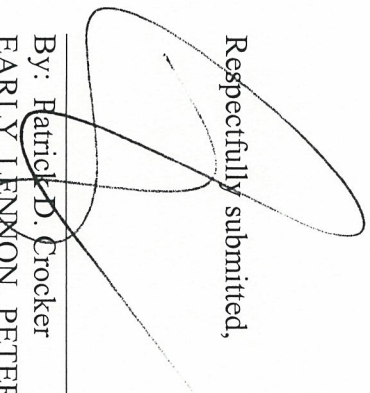
(f) Pursuant to section 63.18(i), transferee hereby certifies that it has not agreed to accept any special concessions, directly or indirectly, from any foreign carrier or administration with respect to traffic or revenue flows between the U.S. and any foreign country which TSI may serve under the authority granted to it, and will not enter into such agreements in the future. The individual having greater than 10% ownership in TSI is as follows:

<u>Name & Address</u>	<u>% Ownership</u>	<u>Citizen</u>
Deborah L. Ward 31255 Cedar Valley Drive Suite 224 Westlake Village, CA 19362	100%	U.S.

(g) Transferee hereby certifies, pursuant to Section 6318(j) that no party to the Transferee's portion of this application is subject to a denial of Federal benefits pursuant to Section 5301 of the Anti-Drug Abuse Act of 1988.

Grant of this application will serve the public interest by enabling Telemangement Services, Inc. to better compete in providing new and innovative services to its customers. For the reasons specified herein, the parties respectfully request that the Commission grant this application for transfer of control.

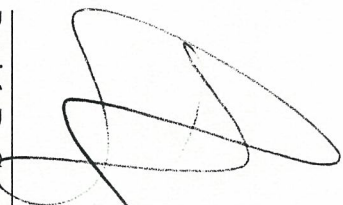
Respectfully submitted,



By: Patrick D. Crocker
EARLY, LENNON, PETERS & CROCKER, P.L.C.
Its Attorneys

DECLARATION

I, Patrick D. Crocker, have read the foregoing Application for Transfer of Control, Section 214, and hereby declare, under penalty of perjury, that all statements contained therein are true and correct.

A handwritten signature in black ink, appearing to be 'P. Crocker', written over a horizontal line.

Patrick D. Crocker
Attorney

March 16, 2001

CERTIFICATION

Pursuant to Section 1.2002 of the Commission's Rules, Telemangement Services, Inc. hereby certifies that it is not subject to denial of Federal benefits, including FCC benefits, by Federal and/or state courts under authority granted in Section 5301 of the Anti-Drug Abuse Act of 1988, 21 U.S.C. § 853a. See 6 FCC Rcd 7551 (1991).

By:

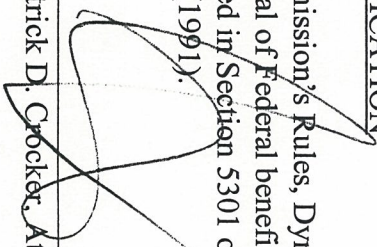


Patrick D. Crocker, Attorney for
Telemangement Services, Inc.

CERTIFICATION

Pursuant to Section 1.2002 of the Commission's Rules, Dynatel Long Distance Services, Inc. hereby certifies that it is not subject to denial of Federal benefits, including FCC benefits, by Federal and/or state courts under authority granted in Section 5301 of the Anti-Drug Abuse Act of 1988, 21 U.S.C. § 853a. See 6 FCC Rcd 7551 (1991).

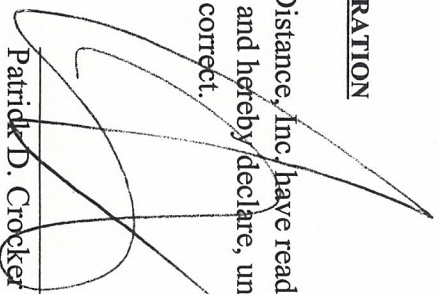
By:



Patrick D. Crocker, Attorney

DECLARATION

I, Patrick D. Crocker, for Dynatel Long Distance, Inc. have read the foregoing Application for Transfer of Control Section 214, and hereby declare, under penalty of perjury, that all statements contained therein are true and correct.



Patrick D. Crocker
Attorney

March _____, 2001