

ITC-T/C-20060222-00102 US Xchange Inc.

Transfer of Control

Current Licensee: US Xchange Inc.

From: Choice One Communications Inc.

To: Choice One Communications Inc. 0066292239

Application for consent to transfer control of international section 214 authorization, ITC-214-19961219-00639, held by US Xchange Inc. (US Xchange) from the existing Choice One Communications Inc. (Choice One) to the new Choice One Communications, Inc. (New Choice One). Pursuant to a merger agreement, CTC Communications Group, Inc. (CTC Group) will merge with and into Choice One leaving New Choice One as the surviving corporation (Surviving Corporation). Following consummation, all Choice One subsidiaries, including US Xchange, and CTC Group subsidiaries will become wholly-owned direct or indirect subsidiaries of the Surviving Corporation. Post transaction, Columbia Ventures Broadband LLC (CVC Broadband), the direct parent of CTC Group, will have a 50% ownership interest in the Surviving Corporation, and may acquire up to 70% ownership interest; Quantum Partners LDC (“Quantum”), a Cayman Islands limited duration corporation will hold 12.375% ownership interest; and, current Choice One stockholders will hold from a 17.625% to a 37.625% aggregate ownership interest. CVC Broadband is a wholly-owned subsidiary of Columbia Ventures Corporation, which is wholly-owned by Kenneth D. Peterson, a U.S. citizen.

**KELLEY DRYE & WARREN LLP**

A LIMITED LIABILITY PARTNERSHIP

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International Bureau**

July 13, 2006

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**BY HAND DELIVERY**

Marlene Dortch, Secretary  
Federal Communications Commission  
The Portals  
445 12th Street, S.W.  
Washington, D.C. 20554

Federal Communications Commission  
Office of Secretary

Re: Notification of Consummation of Transfer of Control

**WC Docket Nos. 06-47 and 06-85;  
ITC-T/C-2006022-00100, 00101, 00102, 00103, 00105, 00106;  
ITC-T/C-20060410-00227, 00228, 00229**

Dear Ms. Dortch:

CTC Communications Group, Inc., Choice One Communications Inc. and Conversent Communications, Inc., by their undersigned counsel and pursuant to Section 63.24(e)(4) of the Commission's Rules, hereby notify the Commission of the consummation of the transfer of control of their subsidiaries as described in the above-referenced dockets. The Commission's date of action was June 28, 2006.

Enclosed please find five (5) copies and a duplicate copy of this letter. Please date-stamp the duplicate and return it in the envelope provided. Should you have any questions, please contact the undersigned at (202) 342-8552.

Respectfully submitted,

  
Melissa S. Conway

Enclosures

cc: CeCi Seppings, Competitive Policy Division, Wireline Competition Bureau  
Denise Coca, Competitive Policy Division, Wireline Competition Bureau  
David Krech, International Bureau

**Mikelle Morra**

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**From:** Natalie Martinez  
**Sent:** Friday, April 14, 2006 11:24 AM  
**To:** 'ghuber@choiceonecom.com'; 'jgriffin@kelleydrye.com'; 'pamela.hintz@ctcnet.com'; 'emcdonald@chiconecom.com'  
**Cc:** George Li; James Ball; Susan OConnell; David Krech; Joann Ekblad; Mikelle Morra; 'Myla Saldivar'; 'Jon D. Pifer'; 'Amy.Jabloner@usdoj.gov'; 'Louis.Brenner@dhs.gov'; 'joseph.springsteen@usdoj.gov'; Natalie Martinez  
**Subject:** FCC Section 214 Removed from Streamlined

Choice One Communications International Inc.  
ITC-T/C-20060222-00100

Connecticut Telephone & Communication Systems, Inc.  
ITC-T/C-20060222-00101

**US Xchange Inc.**  
**ITC-T/C-20060222-00102**

CTC Communications Corp.  
ITC-T/C-20060222-00103

Lightship Telecom LLC  
ITC-T/C-20060222-00105

Connecticut Broadband LLC  
ITC-T/C-20060222-00106

The above referenced applications were placed on Public Notice on April 7, 2006 for streamlined processing. Since the Public Notice was released, the Commission has been requested by the Executive Branch agencies of the United States that we remove the subject applications from streamlined processing because of foreign ownership issues. Therefore, pursuant to Section 63.12(c)(4) of the Commission's Rules, we have removed these applications from streamlined processing.

Please be advised that your company may not consummate the transaction until the Section 214 authorization is granted. See Section 63.12(d) of the rules, 47 C.F.R. Section 63.12(d). The Executive Branch will contact you or the "Contact" listed on your application directly for further information. You can be assured that your application will be processed expeditiously upon completion of Executive Branch's review. We will notify you by e-mail when your application is granted.

The Public Notice Report No. TEL-01017S (released April 14, 2006), is attached. If you have any questions, please email: [Mikelle.Morra@fcc.gov](mailto:Mikelle.Morra@fcc.gov); [Joann.Ekblad@fcc.gov](mailto:Joann.Ekblad@fcc.gov); [Susan.Oconnell@fcc.gov](mailto:Susan.Oconnell@fcc.gov); [David.Krech@fcc.gov](mailto:David.Krech@fcc.gov) and [George.Li@fcc.gov](mailto:George.Li@fcc.gov) or fax to 202-418-2824.

Thank you,

**Natalie Martinez**  
[Natalie.Martinez@fcc.gov](mailto:Natalie.Martinez@fcc.gov)  
202.418.0070  
Federal Communications Commission  
International Bureau/Policy Division

4/18/2006

**Mikelle Morra**

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**From:** Mikelle Morra  
**Sent:** Thursday, June 29, 2006 1:59 PM  
**To:** 'Griffin, Joan M.'; 'pamela.hintz@ctcnet.com'  
**Cc:** George Li; David Krech; Susan OConnell; Joann Ekblad; 'Myla Saldivar-Trotter'; 'amy.jablonek@usdoj.gov'; 'jpifer@leo.gov'; 'joseph.springsteen@usdoj.gov'; 'Louis.Brenner@dhs.gov'  
**Subject:** FCC Section 214 Application Granted

Choice One Communications International Inc.  
ITC-T/C-20060222-00100

Connecticut Telephone & Communication Systems  
ITC-T/C-20060222-00101

**US Exchange Inc.**  
**ITC-T/C-20060222-00102**

CTC Communications Corp.  
ITC-T/C-20060222-00103

Lightship Telecom LLC  
ITC-T/C-20060222-00105

Connecticut Broadband LLC  
ITC-T/C-20060222-00106

CTC Communications Group, Inc.  
ITC-T/C-20060410-00227

CTC Communications Group, Inc.  
ITC-T/C-20060410-00228

CTC Communications Group, Inc.  
ITC-T/C-20060410-00229

The above listed applications have been granted by Public Notice released June 29, 2006; Report No. TEL-01042, DA 06-1347 (attached).

Thank you,

Mikelle Morra  
[Mikelle.Morra@fcc.gov](mailto:Mikelle.Morra@fcc.gov)  
International Bureau/ Policy Division  
202-418-7151

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6/29/2006