

ITC-T/C-20061214-00561

USCarrier Telecom, LLC

Transfer of Control

Current licensee:

USCarrier Telecom, LLC

From:

USCarrier Telecom, LLC

To:

USCarrier Holding, LLC

Notification filed December 14, 2006 of pro forma transfer of control of international section 214 authorization, ITC-214-19980224-00140, held by USCarrier Telecom, LLC (USC) (*fk/a* Georgia Independent Telco Group, LLC, *see* DA No. 99-1547 dated August 5, 1999), from its existing owners to USCarrier Holding, LLC (USCTH), a holding company established by, and consisting of, all previous shareholders of USC, effective August 23, 2006. Thus the pro forma transaction did not result in a change in the actual controlling parties of USC. USCTH holds 98.75 percent of the outstanding shares of USC. American Fiber Systems, Inc. (AFS), through its 100 percent parent company American Fiber Systems Holding Corporation, both Delaware corporations, acquired 15.33 percent of the outstanding shares of USCTH.