



Pillsbury
Winthrop
Shaw
Pittman,^{LLP}

2300 N Street, N.W.
Washington, D.C. 20037-1128

Tel 202.663.8000
Fax 202.663.8007
www.pillsburylaw.com

DUPLICATE

RECEIVED

OCT 24 2007

Policy Division
International Bureau

GLENN RICHARDS
(202)663-8215
GLENN.RICHARDS@PILLSBURYLAW.COM

October 11, 2007

VIA HAND DELIVERY

FILED/ACCEPTED

OCT 11 2007

Marlene H. Dortch
Secretary
Federal Communications Commission
445 12 Street, S.W.
Washington, DC 20554

Federal Communications Commission
Office of the Secretary

Re: Notice of Consummation—File No. IB2007002140

Dear Ms. Dortch:

172-712-200 70905-00365

Pursuant to Section 63.24(e)(4) of the Commission's rules, 47 C.F.R. 63.24(e)(4), AccessLine Holdings, Inc. ("AccessLine"), AccessLine Communications Corporation ("ACC"), and Telanetix, Inc. ("Telanetix"), hereby notify the Commission that the transfer of control that is the subject of the above-referenced application was **consummated on September 14, 2007**. Please find enclosed an original and four copies of this notice. Please date-stamp the "Receipt" copy of this filing and return it in the enclosed self-addressed, stamped envelope. Please contact the undersigned if you have any questions or concerns.

Sincerely,

Glenn Richards

whereby Telanetix will acquire indirect control of ACC, a non-dominant carrier holding authority from the Commission to provide interstate and international services. Although the proposed transaction will result in a change in the ultimate ownership of ACC, no transfer of certificates, assets, or customers will occur as an immediate consequence of the proposed transaction. ACC will continue to provide service to its existing customers pursuant to its authorizations under the same rates, terms, and conditions. Accordingly, this transaction will be transparent to the customers of ACC.

B. Request for Expedited Consideration

The proposed transaction is scheduled to close on September 14, 2007, to ensure that existing customers of ACC will continue to enjoy uninterrupted service. Expedited approval of this transaction is required if Accessline, and by extension ACC, is to avoid financial insolvency. Accessline has an \$8 million dollar debt obligation which will begin amortizing September 1st. Each payment of approximately \$310,000 is due on the first of the month, and Accessline is not currently able to make the second payment due October 1st unless this transaction closes prior to that date. Therefore, in light of the substantial benefits that the Applicants expect from the proposed transaction, as well as the financial hardship facing Accessline, Applicants seek expedited approval to allow Applicants to complete the proposed transaction by September 14, 2007.¹

C. Request for Streamlined Processing

Applicants respectfully submit that this Application is eligible for streamlined processing pursuant to Section 63.03 and 63.12 of the Commission's Rules, 47 C.F.R. §§ 63.03 & 63.12. With respect to domestic authority, this Application is eligible for streamlined processing

¹ In order to meet the closing date requirement and comply with FCC rules, Applicants are concurrently filing requests for Special Temporary Authority with the International Bureau and the Wireline Telecommunications Bureau, seeking temporary approval of the transaction, subject to final review and approval of this Application.

pursuant to Section 63.03(b)(2)(i) because, immediately following the transactions, (1) Applicants and their affiliates, as defined in Section 3(1) of the Communications Act (“Affiliates”) combined will hold less than a ten percent (10%) share of the interstate, interexchange market; (2) Applicants and their Affiliates will not provide local exchange service; and (3) none of the Applicants or their Affiliates is dominant with respect to any service.

In support of this Application, Applicants provide the following information:

II. DESCRIPTION OF THE APPLICANTS

A. AccessLine Holdings, Inc.

AccessLine is a Delaware corporation with offices located at 11201 SE 8th Street, Bellevue, Washington 98004.

B. AccessLine Communications Corporation

ACC provides resold and facilities-based long distance services in approximately 50 states. ACC holds blanket domestic authority to provide interstate service as well as global resale Section 214 authority to provide international services pursuant to authority granted in File No. TTC-214-19981026-00734 (Oct. 23 1998) (pro forma assignment of license from AccessLine LD Services, Inc. to AccessLine Communications Corporation acknowledged by the Commission January 4, 2001, DA No. 01-13).

C. Telanetix, Inc.

Telanetix is a Delaware corporation with offices located at 6197 Cornerstone Court E, Ste. 108, San Diego, California 92121. Telanetix is a leading developer of IP-based video and conferencing solutions which provides high-quality video conference services through its Digital Presence System. The corporation is publicly traded on the OTC Bulletin Board (symbol: TNXXD).

III. DESCRIPTION OF THE TRANSACTION

Telanetix and AccessLine entered into an Agreement and Plan of Merger dated August 31, 2007 (the "Agreement") whereby a newly created subsidiary of Telanetix will merge with AccessLine, with AccessLine surviving. As a result, Telanetix will acquire direct control of AccessLine and indirect control of ACC. Applicants therefore request authority for the transfer of control of ACC to Telanetix. Immediately following the consummation of the proposed transaction, ACC will continue to offer service with no change in the rates or terms and conditions of service. Further, ACC will continue to provide service to its customers under the same name. Therefore, the transfer of control of ACC will be seamless and transparent to customers.

IV. PUBLIC INTEREST STATEMENT

Applicants submit that the transaction described herein will serve the public interest. The Parties believe the transaction will enhance the ability of the entities to expand their respective operations both in terms of service area coverage and through the ability of each entity to offer customers an expanded line of products and services. In addition, the Applicants expect that the transaction will yield substantial operational and financial benefits to the combined companies.

Further, the transaction will be conducted in a manner that will be transparent to customers of ACC. The indirect transfer of control of ACC will not result in a change of carrier for customers or any assignment of authorizations. Following consummation of the proposed transaction, ACC will continue to provide high-quality communications services to their customers without interruption and without immediate change in rates, terms, or conditions.

V. INFORMATION REQUIRED BY SECTION 63.24(e)

Pursuant to Section 63.24(e)(3) of the Commission's Rules, the Applicants submit the following information requested in Section 63.18 (a)-(d) and (h)-(p) in support of this Application:

(a) Name, address and telephone number of each Applicant:

Transferor:

AccessLine Holdings, Inc.	FRN: 0016877284
11201 SE 8 th Street	
Bellvue, Washington 98004	
(206) 621-3500	

Licensee:

AccessLine Communications Corporation	FRN: 0016875742
11201 SE 8 th Street	
Bellvue, Washington 98004	
(206) 621-3500	

Transferee:

Telanetix, Inc.	FRN: 0016877292
6197 Cornerstone Court E. Ste. 108	
San Diego, California 92121	
(858) 362-2250	

(b) Jurisdiction of Organizations:

Transferor: AccessLine is a corporation formed under the laws of Delaware.

Licensee: ACC is a corporation formed under the laws of Delaware.

Transferee: Telanetix is a corporation formed under the laws of Delaware.

(c) Answer to Question 10 Correspondence concerning this Application should be sent to:

For AccessLine:

Glenn S. Richards
Pillsbury Winthrop Shaw Pittman LLP
2300 N Street, N.W.
Washington, D.C. 20037
(202) 663-8215 (phone)
(202) 513-8006 (fax)
glenn.richards@pillsburylaw.com (email)

Mark Klebanoff
Chief Financial Officer,
AccessLine Communications Corporation
11201 SE 8th Street
Bellevue, Washington 98004
(206) 621-3500 (phone)
(858) 362-2251 (fax)
mklebanoff@accessline.com (email)

For Telanetix, Inc:

Rick Ono
Chief Operating Officer,
Telanetix, Inc.
6197 Cornerstone Court
Suite 108
San Diego, CA 92121
(858) 362-2250 (phone)
(858) 362-2251 (fax)
rick@telanetix.com (email)

(d) **Section 214 Authorization**

ACC holds blanket domestic authority to provide interstate service. ACC is also

authorized to provide limited facilities-based and resold international services. See File No. TTC-

214-19981026-00734 (Oct. 23 1998) (pro forma assignment of license from AccessLine LD

Services, Inc. to AccessLine Communications Corporation acknowledged by the Commission

January 4, 2001, DA No. 01-13).

(h) Answer to Questions 11 & 12 The following entities own directly or indirectly 10% or more of transferor as calculated pursuant to the Commission ownership attribution rules for wireline and international telecommunications carriers:

Ownership of Transferor:

Name: Mellon Ventures
Address: 1 Mellon Center
Suite 5210
Pittsburgh, PA 15258-0001
(412) 236-3594 (phone)
(412) 236-3593 (fax)
United States
Principal Business: Venture Capital
% Equity: 21

Name: Gabriel Venture Partners
Address: 350 Martine Parkway
Suite 200
Redwood Shores, CA 94065
(650) 551-5000 (phone)
(650) 551-5001 (fax)
United States
Principal Business: Venture Capital
% Equity: 20

Name: Venrock Associates
Address: 2494 Sand Hill Road
Suite 200
Menlo Park, CA 94025
(650) 561-9580 (phone)
(650) 561-9180 (fax)
United States
Principal Business: Venture Capital
% Equity: 14

Ownership of Transferee:

Telanetix is a publicly traded, widely held company. The following individual currently holds a ten percent (10%) or greater, direct or indirect interest in Telanetix, Inc.:

Name: Tom Szabo
Address: Telanetix, Inc.
6197 Cornerstone Court
Suite 108
San Diego, CA 92121
(858) 362-2250 (phone)
United States
Principal Business: Telecommunications
% Equity: 11.77

Other than the foregoing, to the best of the Applicants' knowledge no other person or entities directly or indirectly owns 10% or more of the equity of Telanetix, Inc. Following the closing of this transaction, there will be no individuals who hold a ten percent or greater, direct or indirect, equity interest (or voting rights) in Telanetix, Inc.

(i) (Answer to Question 14) Transferee certifies that it is not a foreign carrier or affiliated with a foreign carrier.

(j) (Answer to Question 15) Transferee certifies that it does not seek to provide international telecommunications services to any destination country where:

- (1) An Applicant is a foreign carrier in that country; or
- (2) An Applicant controls a foreign carrier in that country; or
- (3) Any entity that owns more than 25 percent of an Applicant, or that controls an Applicant, controls a foreign carrier in that country; or
- (4) Two or more foreign carriers (or parties that control foreign carriers) own, in the aggregate more than 25 percent of an Applicant and are parties to, or the beneficiaries of, a contractual relation affecting the provision or marketing of international basic telecommunications services in the United States.

(k) Not applicable.

(l) Not applicable.

(m) Not applicable.

(n) Transferee certifies that it has not agreed to accept special concessions directly or indirectly from any foreign carrier with respect to any U.S. international route 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) Applicants certifies that they are not subject to denial of federal benefits pursuant to Section 5301 of the Anti-Drug Abuse Act of 1998. See 21 U.S.C. § 853a; see also 47 C.F.R. §§ 1.2001-1.2003.

(p) Applicants respectfully submit that this Application is eligible for streamlined processing pursuant to Section 63.12(a)-(b) of the Commission's Rules, 47 C.F.R. §63.12(a)-(b). In particular, Section 63.12(c)(1) is inapplicable because the Applicant is not affiliated with any foreign carriers and none of the scenarios outlined in Section 63.12(c) of the Commission's Rules, 47 C.F.R. § 63.12(c), apply.

VI. INFORMATION REQUIRED BY SECTION 63.04

Pursuant to Commission Rule 63.04(b), 47 C.F.R. § 63.04(b), Applicants submit the following information in support of their request for domestic Section 214 authority in order to address the requirements set forth in Commission Rule 63.04(a)(6)-(12):

- (a)(6)** A description of the proposed Transaction is set forth in **Section III** above.
- (a)(7)** Applicant is authorized to provide interexchange services in Alabama, Alaska, Arizona, Arkansas, California, Colorado, Connecticut, Delaware, the District of Columbia, Florida, Georgia, Hawaii, Idaho, Illinois, Indiana, Iowa, Kansas, Kentucky, Louisiana, Maine, Maryland, Massachusetts, Michigan, Minnesota, Mississippi, Missouri, Montana, Nebraska, Nevada, New Hampshire, New Jersey, New Mexico, New York, North Carolina, North Dakota, Ohio, Oklahoma, Oregon, Pennsylvania, Rhode Island, South Carolina, South Dakota, Tennessee, Texas, Utah, Vermont, Virginia, Washington, West Virginia, Wisconsin and Wyoming. Licensees provide telecommunications services in all jurisdictions where authorized.
- (a)(8)** Applicants respectfully submit that this Application is eligible for streamlined processing pursuant to Sections 63.03 of the Commission's Rules, 47 C.F.R. §63.03. In particular, with respect to domestic authority, this Application is eligible for streamlined processing pursuant to Section 63.03(b)(2)(i) because, immediately following the transaction, (1) Applicants and their affiliates (as defined in Section 3(1) of the Communications Act – ("Affiliates") combined will hold less than a ten percent (10%) share of the interstate, interexchange market; (2) Applicants and their Affiliates will provide local exchange service only in areas served by dominant local exchange carriers (none of which is a party to the proposed transaction) and; (3) none of the Applicants or their Affiliates is dominant with respect to any service.
- (a)(9)** By this Application, Applicants seek authority with respect to both international and domestic Section 214 authorizations (this Application is being separately and concurrently filed with respect to both types of authorities in compliance with Commission Rule 63.04(b), 47 C.F.R. § 63.04(b)). Except as noted in Footnote 1, no other applications are being filed with the Commission with respect to this transaction.
- (a)(10)** Prompt completion of the proposed transaction is critical to ensure that Applicants can obtain the benefits described in the foregoing application. Accordingly, Applicants respectfully requests that the Commission approve this Application expeditiously in order to allow Applicants to consummate the proposed transaction as soon as possible.
- (a)(11)** Not applicable.
- (a)(12)** A statement showing how grant of the application will serve the public interest, convenience and necessity is provided in **Section IV** above.

VI. CONCLUSION

For the reasons stated above, Applicants respectfully submit that the public interest, convenience, and necessity would be furthered by a grant of this Application for transfer of control of AccessLine Communications Corporation. Applicants respectfully request expedited treatment to permit Applicants to complete the transaction no later than September 14, 2007 to ensure uninterrupted service to the customers of ACC.

Ms. Marlene Dortch, Esq.
September 4, 2007
Page 3

Respectfully submitted,



Glenn S. Richards
Pillsbury Winthrop Shaw Pittman LLP
2300 N Street, N.W.
Washington, D.C. 20037
(202) 663-8215 (Tel)
(202) 513-8006 (Fax)
glenn.richards@pillsburylaw.com (Email)

Counsel for AccessLine Holdings, Inc.,
AccessLine Communications
Corporation, and Telanetix, Inc.

Dated: September 4, 2007