

# Synergies Law Group, PLLC

PLEASE DATE STAMP & RETURN

May 24, 2010

## VIA COURIER

Ms. Marlene H. Dortch, Secretary  
Federal Communications Commission  
445 12th Street, SW  
Washington, DC 20554

FILED/ACCEPTED

MAY 24 2010

Federal Communications Commission  
Office of the Secretary

RE: NOTICE OF *PRO FORMA* CHANGE

Dear Ms. Dortch:

Liberty-Bell Telecom, LLC (“Liberty-Bell Telecom”), through undersigned counsel and pursuant to Sections 63.03(d) and 63.24(f) of the Commission’s Rules, 47 C.F.R. §§ 63.03(d) & 63.24(f), hereby advise the Commission of the completion of *pro forma* transaction. Liberty-Bell Telecom, LLC is a wholly-owned subsidiary of Liberty-Bell, LLC (“Liberty-Bell”). Liberty-Bell was, in turn, majority-owned by Mr. Nigel Alexander who held a 56% interest. In August and September of 2009, in the due course of regular financing activities, Liberty-Bell issued additional membership interests. While those issuances were relatively limited and created no new 10% or greater shareholders, the cumulative dilutive effects of those transactions caused Mr. Alexander’s interests to drop below 50%.

Liberty-Bell Telecom emphasizes that the transactions did not involve any change in the rates, terms or conditions of the services provided to customers or result in any discontinuance of service for any customers. The transactions also did not result in a substantive change in control of Liberty-Bell Telecom or the management team of Liberty-Bell Telecom. Liberty-Bell Telecom understands that no approval was required to complete the restructuring described herein. This post-closing notice is being filed to advise the Commission of the completion of the described changes.

Ms. Marlene H. Dortch, Secretary

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As required by the Commission's Rules, responses to the information identified in Sections 63.04(a)(1)-(4) and 63.18(a)-(d) & (h) of the Commission's Rules, 47 C.F.R. §§ 63.04(a)(1)-(4) & 63.18(a)-(d) & (h), are provided in **Exhibit A**.

An original and nine (9) copies of this notice are enclosed. Please date-stamp and return the enclosed extra copy of the notice in the attached stamped envelope. Questions regarding this notice may be addressed to the undersigned.

Respectfully submitted,

Handwritten signature in black ink, appearing to be "ESQ" followed by a flourish.

Edward S. Quill, Jr.

Brian McDermott

Counsel for Liberty-Bell Telecom, LLC

## EXHIBIT A

### **63.04(a)(1)/63.18(a) - Names, Addresses and Telephone Numbers**

Liberty-Bell Telecom, LLC (FRN # 0010436087)  
2460 West 26<sup>th</sup> Avenue, #380-C  
Denver, Colorado 80211  
Telephone: 303-831-1977

### **63.04(a)(2)/63.18(b) - Jurisdiction of each party:**

Liberty-Bell Telecom is a limited liability company formed under the laws of the State of Colorado.

### **63.04(a)(3)/63.18(c) - Contact Information**

Correspondence concerning this notice should be sent to:

Edward S. Quill, Jr.  
Brian McDermott  
Synergies Law Group, PLLC  
1002 Parker Street  
Falls Church, Virginia 22046  
Telephone: (571) 730-4970  
Facsimile: (571) 730-4971  
Email: [equill@synergieslawgroup.com](mailto:equill@synergieslawgroup.com)  
[bmcdermott@synergieslawgroup.com](mailto:bmcdermott@synergieslawgroup.com)

With copies to:

Nigel V. Alexander, Manager  
Liberty-Bell Telecom, LLC  
2460 West 26<sup>th</sup> Ave, Suite 380-C  
Denver, CO, 80211  
Telephone: (303) 831-1977  
Facsimile: (303) 831-1988  
E-mail: [nalexander@libertybelltelecom.com](mailto:nalexander@libertybelltelecom.com)

**63.18(d) - FCC International Section 214 Authority**

Liberty-Bell Telecom holds global international resold Section 214 authority pursuant to authority granted by the Commission in IB File No. ITC-214-20080219-00066. Liberty-Bell Telecom also holds blanket domestic interstate Section 214 authority.

**63.04(a)(4)/63.18(h) - Ownership information**

- (1) The following entity owns or controls ten percent (10%) or more of **Liberty-Bell Telecom, LLC**:

Name: Liberty-Bell, LLC  
2460 West 26th Avenue, #380-C  
Denver, Colorado 80211  
Citizenship: U.S.  
Equity/Voting Interest: 100%  
Principal Business: Holding Company

- (2) The following entities own or control ten percent (10%) or more of **Liberty-Bell, LLC**:

Name: Nigel Alexander  
2460 West 26th Avenue, #380-C  
Denver, Colorado 80211  
Citizenship: U.K.<sup>1</sup>  
Equity/Voting Interest: 49%  
Principal Business: Individual

Name: Thomas G. Martino  
2460 West 26th Avenue, #380-C  
Denver, Colorado 80211  
Citizenship: U.S.  
Equity/Voting Interest: 11%  
Principal Business: Individual

No other entity will directly or indirectly own or control 10% or more of Liberty-Bell Telecom.

Liberty-Bell Telecom currently has no interlocking directorates with foreign carriers

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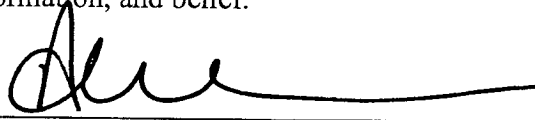
<sup>1</sup> Mr. Alexander, a legal resident of the U.S. for the last 19 years, has applied for U.S. citizenship. That application is currently pending before the U.S. Immigration and Naturalization Service and is expected to be routinely approved.

## **Verification**

STATE OF COLORADO )  
 ) ss.  
COUNTY OF DENVER )

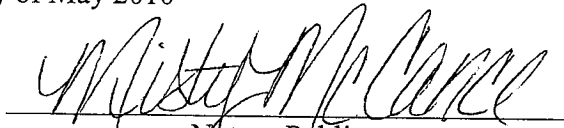
**VERIFICATION**

I, Nigel Alexander, state that I am the Manager of Liberty-Bell Telecom, LLC; that I am authorized to make this Verification on behalf of Liberty-Bell Telecom, LLC; and that the foregoing filing was prepared under my direction and supervision; and that the contents are true and correct to the best of my knowledge, information, and belief.



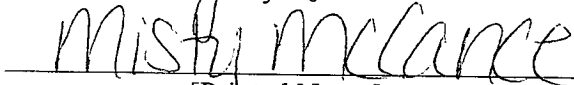
Nigel Alexander  
Manager  
Liberty-Bell Telecom, LLC

Sworn and subscribed before me this 21<sup>st</sup> day of May 2010



Notary Public

[Seal or Stamp]



[Printed Name]

My appointment expires \_\_\_\_\_ **My Commission Expires**  
**September 25, 2012**