

VoIP TEL, L.P.
Joint International and Domestic Application for Consent to
Transfer of Control of Section 214 Authority
Attachment 1

ANSWER TO QUESTION 10:

Please direct all correspondence concerning the instant application to the following communications counsel for Applicant:

Thomas K. Crowe
Cheng-yi Liu
Law Offices of Thomas K. Crowe, P.C.
1250 24th St., NW, Suite 300
Washington, D.C. 20037
Phone: (202) 263-3640

In addition, please direct correspondence concerning the application specifically for the Transferee and Transferors to the following:

For Amin Hemani (Transferee):

63.18(c): Amin Hemani
2424 Madeline Loop, Cedar Park, TX 78613
Phone: 512-257-7446

63.18(d): Amin Hemani, an individual, has not previously received authority under Section 214 of the Act (however, *see* Footnote 1).

For Muhammad Ali (Transferor):

63.18(c): Muhammad Ali
8585 Spicewood Spring Rd # 520, Austin, TX 78759
Phone: 512-275-0764

63.18(d): Muhammad Ali, an individual, has not previously received authority under Section 214 of the Act (however, *see* Footnote 1).

For Mubarak Maknojia (Transferor):

63.18(c): Mubarak Maknojia
5956 Cape Coral Dr, Austin, TX 78723
Phone: 512-275-0764

63.18(d): Mubarak Maknojia, an individual, has not previously received authority under Section 214 of the Act (however, *see* Footnote 1).

ANSWER TO QUESTION 11:

Since the Transferee is an individual, no persons or entities currently own, directly or indirectly at least ten (10) percent of the equity of the Transferee. The Transferee, Mr. Amin Hemani, is a citizen of the U.S.A., and his principal occupation/business is in information technology.

The following persons currently own, directly or indirectly, at least ten (10) percent of the equity in VoIP TEL, L.P. (“Applicant”) as determined by successive multiplications in the manner specified in the note to Section 63.18(h) of the Commission’s rules:

Name	% of Shares	Citizenship	Principal Occupation/Business
Mubarak Maknojia (address provided above in Answer to Question 10)	50% (49.5% direct, 0.5% indirect)	U.S.A.	Information Technology
Muhammad Ali (address provided above in Answer to Question 10)	50% (49.5% direct, 0.5% indirect)	Pakistan	Information Technology
No other individual or entity holds a 10% or greater interest in Applicant.			

ANSWER TO QUESTION 13:

The instant application requests Federal Communications Commission (“Commission”) consent to the transfer of control of Applicant’s international Section 214 Authority (File No. ITC-214-20060718-00356, which was granted effective December 13, 2007). Under the proposed transaction, each of the current shareholders of Applicant will transfer partial ownership interests to a new shareholder. Specifically, the existing shareholders Mubarak Maknojia (“Mubarak”) and Muhammad Ali (“Muhammad”) will each transfer an equal 16.5% direct limited partnership ownership interest in the Applicant to a United States citizen, Mr. Amin Hemani (“Amin”), resulting in Amin holding a 33% direct limited partnership ownership interest in the Applicant.¹

The remaining one percent (1%) interest in the Applicant is held by a Texas limited liability company, VoIP Tech, LLC (“Tech”), which serves as the Managing Partner of Applicant. Currently, Mubarak and Muhammad each hold 50% ownership interest in Tech. Under the proposed transaction, Mubarak and Muhammad will also transfer an equal interest in

¹ The Commission previously approved (under File No. ITC-T/C-20081024-00475) a transfer of control transaction involving the same individuals. Under the previous transaction, Mubarak and Muhammad acquired their current interests from Amin and another of Applicant’s prior shareholders.

Tech to Amin, resulting in each of the three individuals holding an equal one-third (1/3) ownership interest in Tech.

As a result, each individual, Mubarak, Muhammad and Amin, will ultimately hold (combining each individual's direct and indirect interests) a total of one-third of the equity in Applicant. The current ownership structure of Applicant is illustrated in **Diagram 1**, and the proposed ownership structure of Applicant is illustrated in **Diagram 2**.

ANSWER TO QUESTION 20:

Applicant qualifies for streamlined processing under Section 63.12 because Applicant, Transferors and the Transferee are not affiliated with a foreign carrier, are not affiliated with a dominant U.S. carrier, and the Applicant qualifies for a presumption of non-dominance under Section 63.10(a)(4).

DOMESTIC APPLICATION SUPPLEMENT

Pursuant to 47 C.F.R. § 63.04 (b), the following information corresponding to 47 C.F.R. §§ 63.04(a)(6) – (a)(12) is supplied in connection with the Application for Consent to Transfer Control of Section 214 Authority and is intended to fulfill the requirements for the transfer of control of a domestic carrier.

Section 63.04(a)(6) - Description of the transaction:

See ANSWER TO QUESTION 13, supra.

Section 63.04(a)(7) - A description of the geographic areas in which the transferor and transferee (and their affiliates) offer domestic telecommunications services, and what services are provided in each area:

Neither the Transferors nor Transferee provide domestic telecommunications service. Applicant provides wholesale telecommunications services and prepaid calling card services nationwide, but primarily in the state of Texas.

Section 63.04(a)(8) - A statement as to how the application fits into one or more of the presumptive streamlined categories in section 63.03 or why it is otherwise appropriate for streamlined treatment:

Since the Transferee is not a telecommunications providers, streamlined processing is appropriate under 47 C.F.R. § 63.03(b)(1)(ii). Further, since Applicant has a share of less than 10 percent of the interstate, interexchange market, provides services exclusively in areas served by dominant local exchange carriers that are not a party to the transaction and no party to the transaction described above is dominant with respect to any service, streamlined processing is appropriate under 47 C.F.R. § 63.03(b)(2)(i).

Section 63.04(a)(9) -Identification of all other Commission applications related to the same transaction:

The instant joint international and domestic application has been filed with the Wireline Competition Bureau and filed electronically with the International Bureau.

Section 63.04(a)(10) - A statement of whether the applicants are requesting special consideration because either party to the transaction is facing imminent business failure:

Not applicable.

Section 63.04(a)(11) - Identification of any separately filed waiver requests being sought in conjunction with the transaction:

Not applicable.

Section 63.04(a)(12) - A statement showing how grant of the application will serve the public interest, convenience and necessity, including any additional information that may be necessary to show the effect of the proposed transaction on competition in domestic markets:

Applicant is a reseller of telecommunication services, providing wholesale services to other carriers and prepaid calling card services to end user customers. The grant of the application will serve the public interest, convenience and necessity by strengthening Applicant's ability to provide cost effective and efficient services to its customers, at competitive rates, through the addition of the resources and expertise of the Transferee. Accordingly, the proposed transaction will benefit consumers, and will not serve to reduce or eliminate competition in domestic or international telecommunications markets.

DIAGRAM 1

CURRENT OWNERSHIP STRUCTURE OF VoIP TEL, L.P.

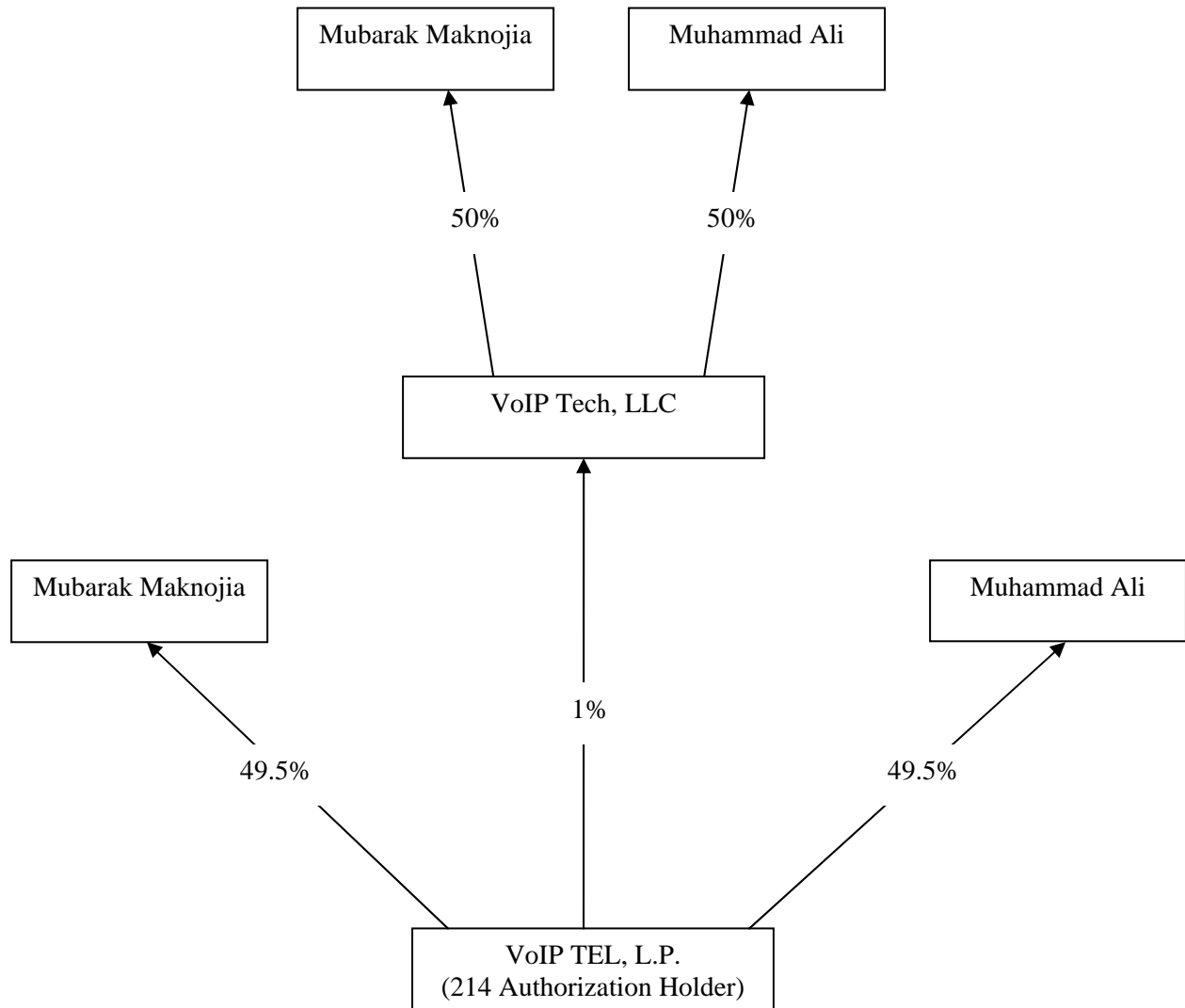


DIAGRAM 2

PROPOSED OWNERSHIP STRUCTURE OF VoIP TEL, L.P.

