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ATTORNEYS AT LAW

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December 9, 2010

VIA OVERNIGHT DELIVERY

Marlene H. Dortch, Secretary
Federal Communications Commission
c/o U.S. Bank – Government Lockbox # 979091
SL-MO-C2-GL
1005 Convention Plaza
St. Louis, MO 63101
Attention: FCC Government Lockbox

Re: Voicecom Telecommunications, Inc. and Amvensys Telecom Holdings, LLC – Joint
Application For Approval to Transfer Control of Domestic and International Section
214 Authorization

Dear Ms. Dortch:

On behalf of Voicecom Telecommunications, Inc. (“Voicecom”) and Amvensys Telecom Holdings, LLC (“Amvensys”), enclosed please find an original and six (6) copies of an application for approval to transfer control of Voicecom to Amvensys, and thereby indirectly transfer control of Voicecom’s Section 214 authorized subsidiary, Voicecom Telecommunications, LLC. Also enclosed is a completed Fee Remittance Form 159 for payment in the amount of \$1,015.00 to the Federal Communications Commission, which satisfies the filing fee required for this Application under 47 CFR § 1.1105. Streamlined processing is requested pursuant to Section 63.03 of the Commission’s rules.

Pursuant to Section 63.04(b) of the Commission’s rules, this Application is submitted as a combined domestic and international Section 214 application (“Combined Application”). The Combined Application is simultaneously being filed with the International Bureau, in accordance with the Commission’s rules, via the International Bureau Filing System.

FRIEND, HUDAK & HARRIS, LLP
ATTORNEYS AT LAW

Marlene H. Dortch, Secretary
Federal Communications Commission
December 9, 2010
Page 2

Please date-stamp the enclosed extra copy of this filing marked "COPY" and return it in the envelope provided. If there are any questions concerning this letter, please contact the undersigned at (770) 399-9500 or via email at chudak@fh2.com. Thank you for your assistance.

Very Truly Yours,



Charles A. Hudak
Counsel for Voicecom Telecommunications,
Inc., Voicecom Telecommunications, LLC, and
Amvensys Telecom Holdings, LLC

CAH/jwh

cc: Daniel E. Mell
Chief Financial Office
Voicecom Telecommunications, Inc.

Z. Ed Lateef
Chief Executive Officer
Amvensys Telecom Holdings, LLC

READ INSTRUCTIONS CAREFULLY
BEFORE PROCEEDING

FEDERAL COMMUNICATIONS COMMISSION
REMITTANCE ADVICE
FORM 159

Approved by OMB
3060-0589
Page No. 1 of 2

(1) LOCKBOX # 979091		SPECIAL USE ONLY	
		FCC USE ONLY	
SECTION A - PAYER INFORMATION			
(2) PAYER NAME (if paying by credit card enter name exactly as it appears on the card) Friend, Hudak & Harris, LLP		(3) TOTAL AMOUNT PAID (U.S. Dollars and cents) \$1,015.00	
(4) STREET ADDRESS LINE NO. 1 Three Ravinia Drive			
(5) STREET ADDRESS LINE NO. 2			
(6) CITY Atlanta		(7) STATE GA	(8) ZIP CODE 30346
(9) DAYTIME TELEPHONE NUMBER (include area code) (770) 399-9500		(10) COUNTRY CODE (if not in U.S.A.)	
FCC REGISTRATION NUMBER (FRN) REQUIRED			
(11) PAYER (FRN) 0014608731		(12) FCC USE ONLY	
IF MORE THAN ONE APPLICANT, USE CONTINUATION SHEETS (FORM 159-C) COMPLETE SECTION BELOW FOR EACH SERVICE, IF MORE BOXES ARE NEEDED, USE CONTINUATION SHEET			
(13) APPLICANT NAME Voicecom Telecommunications, Inc.			
(14) STREET ADDRESS LINE NO. 1 5900 Windward Parkway			
(15) STREET ADDRESS LINE NO. 2 Suite 500			
(16) CITY Atlanta		(17) STATE GA	(18) ZIP CODE 30005
(19) DAYTIME TELEPHONE NUMBER (include area code) (770) 325-8000		(20) COUNTRY CODE (if not in U.S.A.)	
FCC REGISTRATION NUMBER (FRN) REQUIRED			
(21) APPLICANT (FRN) 0020389805		(22) FCC USE ONLY	
COMPLETE SECTION C FOR EACH SERVICE, IF MORE BOXES ARE NEEDED, USE CONTINUATION SHEET			
(23A) CALL SIGN/OTHER ID	(24A) PAYMENT TYPE CODE CUT	(25A) QUANTITY 1	
(26A) FEE DUE FOR (PTC) \$1,015.00	(27A) TOTAL FEE \$1,015.00	FCC USE ONLY	
(28A) FCC CODE 1		(29A) FCC CODE 2	
(23B) CALL SIGN/OTHER ID	(24B) PAYMENT TYPE CODE	(25B) QUANTITY	
(26B) FEE DUE FOR (PTC)	(27B) TOTAL FEE	FCC USE ONLY	
(28B) FCC CODE 1		(29B) FCC CODE 2	
SECTION D - CERTIFICATION			
CERTIFICATION STATEMENT			
I, _____, certify under penalty of perjury that the foregoing and supporting information is true and correct to the best of my knowledge, information and belief.			
SIGNATURE _____		DATE _____	
SECTION E - CREDIT CARD PAYMENT INFORMATION			
MASTERCARD _____ VISA _____ AMEX _____ DISCOVER _____			
ACCOUNT NUMBER _____		EXPIRATION DATE _____	
I hereby authorize the FCC to charge my credit card for the service(s)/authorization herein described.			
SIGNATURE _____		DATE _____	

FEDERAL COMMUNICATIONS COMMISSION REMITTANCE ADVICE (CONTINATION SHEET) FORM 159-C Page No <u>2</u> of <u>2</u>		SPECIAL USE FCC USE ONLY
USE THIS SECTION ONLY FOR EACH ADDITIONAL APPLICANT SECTION BB – ADDITIONAL APPLICANT INFORMATION		
(13) APPLICANT NAME Amvensys Telcom Holdings, LLC		
(14) STREET ADDRESS LINE NO.1 1330 Capital Parkway		
(15) STREET ADDRESS LINE NO. 2		
(16) CITY Carrollton		(17) STATE TX
		(18) ZIP CODE 75006
(19) DAYTIME TELEPHONE NUMBER (include area code) (972) 488-5500		(20) COUNTRY CODE (if not in U.S.A.)
FCC REGISTRATION NUMBER (FRN) REQUIRED		
(21) APPLICANT (FRN) 0020383865		(22) FCC USE ONLY
COMPLETE SECTION C FOR EACH SERVICE, IF MORE BOXES ARE NEEDED, USE CONTINUATION SHEET		
(23A) CALL SIGN/OTHER ID	(24A) PAYMENT TYPE CODE	(25A) QUANTITY
(26A) FEE DUE FOR (PTC)	(27A) TOTAL FEE	FCC USE ONLY
(28A) FCC CODE 1		(29A) FCC CODE 2
(23B) CALL SIGN/OTHER ID	(24B) PAYMENT TYPE CODE	(25B) QUANTITY
(26B) FEE DUE FOR (PTC)	(27B) TOTAL FEE	FCC USE ONLY
(28B) FCC CODE 1		(29B) FCC CODE 2
(23C) CALL SIGN/OTHER ID	(24C) PAYMENT TYPE CODE	(25C) QUANTITY
(26C) FEE DUE FOR (PTC)	(27C) TOTAL FEE	FCC USE ONLY
(28C) FCC CODE 1		(29C) FCC CODE 2
(23D) CALL SIGN/OTHER ID	(24D) PAYMENT TYPE CODE	(25D) QUANTITY
(26D) FEE DUE FOR (PTC)	(27D) TOTAL FEE	FCC USE ONLY
(28D) FCC CODE 1		(29D) FCC CODE 2
(23E) CALL SIGN/OTHER ID	(24E) PAYMENT TYPE CODE	(25E) QUANTITY
(26E) FEE DUE FOR (PTC)	(27E) TOTAL FEE	FCC USE ONLY
(28E) FCC CODE 1		(29E) FCC CODE 2
(23F) CALL SIGN/OTHER ID	(24F) PAYMENT TYPE CODE	(25F) QUANTITY
(26F) FEE DUE FOR (PTC)	(27F) TOTAL FEE	FCC USE ONLY
(28F) FCC CODE 1		(29F) FCC CODE 2

**Before the
FEDERAL COMMUNICATIONS COMMISSION
Washington, D.C. 20554**

_____)	
In the Matter of the Application of)	
)	
Voicecom Telecommunications, Inc.,)	
Transferor,)	File No. ITC-T/C-2010-_____
and)	
)	WC Docket No. 10-_____
Amvensys Telecom Holdings, LLC,)	
Transferee,)	
)	
Joint Application for Approval to Transfer)	
Control of Domestic and International)	
Section 214 Authorization)	
_____)	

JOINT APPLICATION FOR TRANSFER OF CONTROL

I. INTRODUCTION

A. Summary of Transaction

Voicecom Telecommunications, Inc. ("Voicecom") and Amvensys Telecom Holdings, LLC ("Amvensys") (together, the "Applicants"), through the undersigned counsel and pursuant to Section 214 of the Communications Act of 1934, as amended, 47 U.S.C. § 214 (the "Act"), and Sections 63.04 and 63.24 of the Commission's Rules, 47 C.F.R. §§ 63.04, 63.24, respectfully request approval to transfer control of the domestic and international Section 214 authorization held by Voicecom's operating subsidiary, Voicecom Telecommunications, LLC ("Voicecom Operating").

The transfer of control will result from the merger of Amvensys' subsidiary Amvensys Acquisition Company LLC ("MergerCo") with Voicecom, with Voicecom continuing as the surviving corporation. Corporate organization charts depicting the respective corporate structure of Voicecom and Amvensys prior to and following the acquisition are attached hereto as Exhibit A.

B. Application Eligible for Streamlined Processing

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 pursuant to Section 63.03(b)(2)(i) because, immediately following the consummation of the transaction: (1) Applicants and their affiliates (as defined in Section 153(1) of the Act, hereafter "Affiliates"), will hold less than a ten percent (10%) share of the interstate, interexchange market; (2) Applicants and their Affiliates will provide competitive telephone exchange services or exchange access services, if at all, only in geographic areas served by a dominant local exchange carrier (none of which is a party to the transaction); and (3) neither of the Applicants nor any of their respective Affiliates is dominant with respect to any service.

With respect to international authority, this application is eligible for streamlined processing pursuant to Section 63.12(a) and (b) because: (1) neither of the Applicants nor any of their respective Affiliates is affiliated with a foreign carrier in any destination market; and (2) neither of the Applicants nor any of their respective Affiliates is affiliated with any dominant U.S. carrier whose service Applicants seek authority to resell.

II. DESCRIPTION OF THE APPLICANTS

A. Voicecom Telecommunications, Inc. (Transferor)

Voicecom is a Delaware corporation headquartered at 5900 Windward Parkway, Suite 500, Atlanta, Georgia 30005 and is the corporate parent of Voicecom Operating. Through Voicecom Operating, Voicecom provides calling card services, which provide traditional long distance calling along with additional features such as voicemail, facsimile mail, voicemail and facsimile store-and-forward messaging, and "find me" and "follow me" services, as well as conference calling, voice

messaging, and interactive voice response and other call answering applications, primarily to business customers throughout the United States.

B. Amvensys Telecom Holdings, LLC (Transferee)

Amvensys is a Texas limited liability company headquartered at 1330 Capital Parkway, Carrollton, Texas 75006. Amvensys, by and through its Affiliates, is a leading provider of business process outsourcing services, including receivables and document management services, database services, bill payment and payment processing services, and third party verification services, to companies in the energy, cable television and telecommunications industries.

III. DESCRIPTION OF THE TRANSACTION

Amvensys and Voicecom have recently entered into an Agreement and Plan of Merger ("Agreement"), pursuant to which Voicecom will become a direct, wholly owned subsidiary of Amvensys. Under the terms of the Agreement, which was approved by the boards of directors of both companies, Amvensys will acquire the stock of Voicecom in exchange for a combination of cash and notes payable to Voicecom's shareholders. As a result of the merger, Voicecom Operating will become an indirect, wholly owned subsidiary of Amvensys. Corporate organization charts depicting the respective corporate structures of the parties prior to and immediately following the merger, as well as a diagram illustrating the merger, are attached hereto as Exhibit A.

The proposed merger does not involve the assignment of any Section 214 authorizations, nor does it involve the transfer of any customers between Voicecom Operating and any Affiliate of Amvensys. Immediately following consummation of the merger, the Section 214 authorizations will remain held by the same entity – Voicecom Operating – that held the Section 214 authorizations prior to consummation of the transaction. Voicecom Operating will continue to provide service to its existing customers under its existing name, with no change in the rates or terms and conditions of

service as a result of the merger. Accordingly, the proposed transfer of control will be transparent to Voicecom Operating's customers in terms of the services they receive. Consummation of the transaction is contingent upon receipt of certain regulatory approvals, and satisfaction of customary closing conditions.

IV. PUBLIC INTEREST CONSIDERATIONS

The proposed transaction will serve the public interest. Amvensys and its Affiliates have the financial, technical and marketing capabilities to allow Voicecom and Voicecom Operating to maintain and improve their positions as competitors in the marketplace for long distance calling card, voice messaging, and conference calling services, as well as for interactive voice response and other call answering applications.

The complementary product sets of the companies should position Amvensys to realize cost savings and achieve synergies that are expected to increase its ability to enhance its overall service offerings and to allow the provision of communications services to a broader customer base. Specifically, the transaction will provide both companies with new and additional customer relationships and create opportunities for both companies to offer additional products and services to each other's customers. In addition, the merged company will be able to bring new services and products to the marketplace more quickly than either could do separately.

Although Amvensys' acquisition of Voicecom will result in a change in the ultimate ownership and control of Voicecom Operating, no transfer of Section 214 authorization, assets, or customers will occur as a result of the transfer of control. Immediately following consummation of the merger, Voicecom Operating will continue to provide service to its customers pursuant to its existing authorization, with no change in the rates or terms and conditions of service as currently

provided. The transfer of control will be transparent to Voicecom Operating's customers in terms of the services they currently receive.

In sum, the combination of Amvensys and Voicecom is expected to create opportunities for customers of both companies and to provide shareholders with significant value, which ultimately will enhance the quality and variety of telecommunications products and services offered in the marketplace. Grant of this Application will therefore serve the public interest.

V. INFORMATION REQUIRED BY SECTION 63.24(e)

Pursuant to Section 63.24(e)(2) of the Commission's Rules, 47 C.F.R. § 63.24(e)(2), Applicants submit the following information required under paragraphs (a) through (d) and (h) through (p) of Section 63.18 in support of this Application:

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

Transferor: Voicecom Telecommunications, Inc.
5900 Windward Parkway
Suite 500
Atlanta, Georgia 30005
Tel: (770) 325-8000

Transferee: Amvensys Telecom Holdings, LLC
1330 Capital Parkway
Carrollton, Texas 75006
Tel: (972) 488-5500

63.18(b) Government, state or territory under the laws of which each corporate or partnership Applicant is organized:

Transferor: Voicecom is a corporation organized under the laws of the State of Delaware.

Transferee: Amvensys is a limited liability company organized under the laws of Texas.

63.18(c) Name, title, post office address, and telephone number of the officer or contact point of each Applicant to whom correspondence concerning the Joint Application is to be addressed:

Transferor: Daniel E. Mell
Chief Financial Officer

Voicecom Telecommunications, Inc.
5900 Windward Parkway
Suite 500
Atlanta, Georgia 30005
Tel: (770) 325-8000

With a copy to:

Charles A. Hudak
Jon C. Martin
Friend, Hudak & Harris, LLP
Three Ravinia Drive, Suite 1450
Atlanta, Georgia 30346
Tel: (770) 399-9500

Transferee: Steven D. Williams
Amvensys Telecom Holdings, LLC
1330 Capital Parkway
Carrollton, Texas 75006
Tel: (972) 488-5500

63.18(d) Statement as to whether the Applicants have previously received authority under Section 214 of the Act:

Transferor: Voicecom does not hold any domestic or international Section 214 authority. Voicecom Operating previously received authority from the Commission to provide resold international telecommunications services pursuant to File No. ITC-214-20020509-00226. Voicecom Operating also is authorized by the Commission to provide domestic interstate telecommunications services pursuant to a blanket license provided under Section 63.01(a) of the Commission's Rules.

Transferee: Amvensys does not nor do any Affiliates of Amvensys hold any domestic or international Section 214 authority.

63.18(h) Name, address, citizenship and principal business of any person or entity that directly or indirectly owns at least ten percent of the equity of the Transferee:

The following persons or entities own ten percent (10%) or more of the equity of Amvensys:

<u>Name/Address</u>	<u>Percentage Ownership</u>	<u>Citizenship</u>	<u>Principal Business</u>
Z. Ed Lateef	100%	U.S.	Telecom

Amvensys has no interlocking directorates with a foreign carrier.

63.18(i) Certification as to whether or not Transferee is, or is affiliated with, a foreign carrier:

Amvensys certifies that it is not a foreign carrier, and it is not affiliated with a foreign carrier.

63.18(j) Certification as to whether or not Transferee seeks to provide international telecommunications services to any country for which certain conditions are true:

Amvensys certifies that it does not seek to provide international telecommunications services to any destination country for which Amvensys (1) is a foreign carrier in that country, (2) controls a foreign carrier in that country, (3) is owned more than twenty-five percent (25%) by or controlled by an entity that controls a foreign carrier in that country, or (4) is owned more than twenty-five percent (25%) by two or more foreign carriers (or parties that control foreign carriers) in that country who are parties to, or beneficiaries of, a contractual relation affecting the provision or marketing of international basic telecommunications services in the United States.

63.18(k) Showing regarding provision of international telecommunications service to a country where the Transferee is a foreign carrier or is affiliated with a foreign carrier:

Not applicable.

63.18(l) Showing regarding satisfaction of Section 63.10(a)(3) of the Rules or statement regarding filing of quarterly traffic reports required by Section 43.61(c) of the Rules:

Not applicable.

63.18(m) Regulatory classification under Section 63.10 of the Rules for foreign-affiliated carrier:

Not applicable.

63.18(n) Certification that Transferee has not agreed to accept special concessions directly or indirectly from any foreign carrier:

Amvensys 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.

63.18(o) Certification pursuant to 47 C.F.R. §§ 1.2001-1.2003 that no party to the Joint Application is subject to denial of federal benefits pursuant to Section 5301 of the Anti-Drug Abuse Act of 1988, 21 U.S.C. § 583:

Voicecom certifies that neither Voicecom nor Voicecom Operating is subject to a denial of federal benefits pursuant to Section 5301 of the Anti-Drug Abuse Act of 1988, 21 U.S.C. § 583.

Amvensys certifies that it is not subject to a denial of federal benefits pursuant to Section 5301 of the Anti-Drug Abuse Act of 1988, 21 U.S.C. § 583.

63.18(p) Qualification for streamlined processing:

With respect to international authority, this Application is eligible for streamlined processing pursuant to Section 63.12 of the Commission's Rules, 47 C.F.R. § 63.12, because (1) Amvensys is not affiliated with a foreign carrier on any route for which authority is sought, (2) Amvensys is not affiliated with any dominant U.S. carrier whose international switched or private line services it seeks to resell, and (3) Amvensys is not requesting authority to provide switched service over private lines to countries not previously authorized for service by the Commission.

VI. INFORMATION REQUIRED BY SECTION 63.04

In lieu of an attachment to this Application, Applicants respectfully 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), 47 C.F.R. § 63.04(a)(6)-(12):

(a)(6) Description of the transaction:

A description of the transaction is set forth in Section III of this Application.

(a)(7) 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:

Voicecom Operating provides resold long distance telecommunications services in forty-nine (49) states and in the District of Columbia pursuant to certification, registration and/or tariff requirements, or on a deregulated basis. Voicecom Operating's services include intrastate, interstate and international long distance telecommunications services offered primarily through the sale of calling cards.

Voicecom is not authorized by the Commission to provide, and does not provide, domestic or international telecommunications services.

Amvensys is not authorized by the Commission to provide, and does not provide, domestic or international telecommunications services.

(a)(8) Eligibility for streamlined processing:

Applicants respectfully submit that this Application is eligible for streamlined processing pursuant to Section 63.03 of the Commission's Rules, 47 C.F.R. § 63.03. In particular, this Application is eligible for streamlined processing pursuant to Section 63.03(b)(2)(i) because, immediately following consummation of the transaction: (1) Applicants and their Affiliates will hold less than a ten percent (10%) share of the interstate, interexchange market; (2) Applicants and their Affiliates will provide competitive telephone exchange services or exchange access services, if at all, only in geographic areas served by a dominant local exchange carrier (none of which is a party to the transaction); and (3) neither of the Applicants nor any of their respective Affiliates is dominant with respect to any service.

(a)(9) Other FCC applications related to the same transaction:

None.

(a)(10) Request for Special Consideration:

Prompt completion of the proposed transaction is critical to ensuring that Applicants may obtain the benefits described in the foregoing Application. Accordingly, Applicants respectfully request that the Commission approve this Application expeditiously in order to allow Applicants to consummate the proposed transaction as soon as possible.

(a)(11) Waiver requests:

Not applicable.

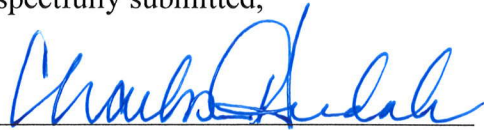
(a)(12) Statement of public interest:

A statement showing how grant of the Application will serve the public interest is provided in Section IV of this Application.

VII. CONCLUSION

For the reasons stated above, Applicants respectfully submit that the public interest would be furthered by a grant of this Application for approval to transfer control of the domestic and international Section 214 authorization held by Voicecom Operating, as described herein. Applicants respectfully request that the Commission consider and approve this Application expeditiously to permit the Applicants to consummate the proposed transaction as soon as possible.

Respectfully submitted,



Charles A. Hudak
Jon C. Martin
Friend, Hudak & Harris, LLP
Three Ravinia Drive, Suite 1450
Atlanta, Georgia 30346
Tel: (770) 399-9500
Fax: (770) 395-0000

Counsel for Voicecom Telecommunications,
Inc., Voicecom Telecommunications, LLC
and Amvensys Telecom Holdings, LLC

Dated: December 9th, 2010

JOINT APPLICATION FOR TRANSFER OF CONTROL

AMVENSYS CERTIFICATION

I, Z. Ed Lateef, hereby certify under penalty of perjury that I am Chief Executive Officer of Amvensys Telecom Holdings, LLC, the Transferee in the foregoing Application, and that I am authorized to make this verification on behalf of Amvensys Telecom Holdings, LLC. I hereby certify that the information in the foregoing Application as it pertains to the Transferee is true and accurate to the best of my knowledge, and that the Transferee is not subject to a denial of Federal benefits pursuant to Section 5301 of the Anti-Drug Abuse Act of 1988, 21 U.S.C. § 862.



Z. Ed Lateef
Chief Executive Officer
Amvensys Telecom Holdings, LLC

Dated: December 8, 2010

JOINT APPLICATION FOR TRANSFER OF CONTROL
VOICECOM CERTIFICATION

I, Daniel E. Mell, hereby certify under penalty of perjury that I am Chief Financial Officer of Voicecom Telecommunications, Inc., the Transferor in the foregoing Application, and that I am authorized to make this verification on behalf of Voicecom Telecommunications, Inc. and Voicecom Telecommunications, LLC. I hereby certify that the information in the foregoing Application as it pertains to the Transferor and to Voicecom Telecommunications, LLC is true and accurate to the best of my knowledge, and that neither the Transferor nor Voicecom Telecommunications, LLC is subject to a denial of Federal benefits pursuant to Section 5301 of the Anti-Drug Abuse Act of 1988, 21 U.S.C. § 862.



Daniel E. Mell
Chief Financial Officer
Voicecom Telecommunications, Inc.

Dated: December 7, 2010

EXHIBIT A

**Corporate Structure of Amvensys Telecom Holdings, LLC
and Voicecom Telecommunications, Inc.
Prior to and Following the Merger**

Pre-Transaction Corporate Structure

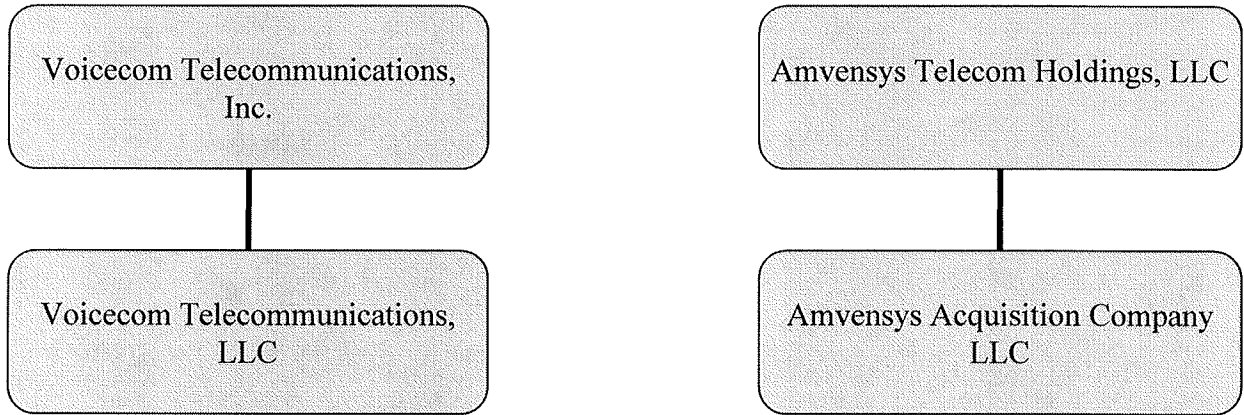
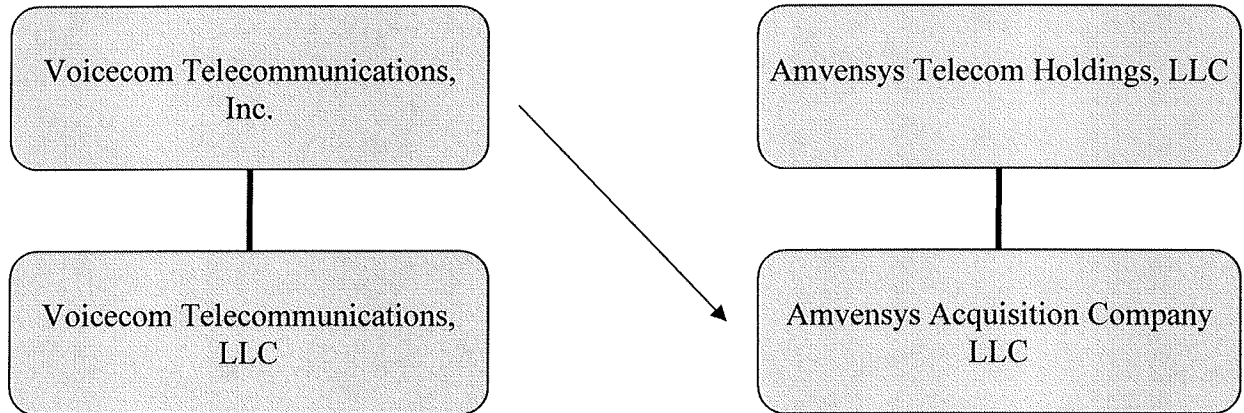


Illustration of the Merger



Post-Transaction Corporate Structure

