

Jean L. Kiddoo
Brett P. Ferenchak
jean.kiddoo@bingham.com
brett.ferenchak@bingham.com

July 21, 2014

Via IBFS

Marlene H. Dortch, Secretary
Federal Communications Commission
445 12th Street, S.W.
Room TW-A325
Washington, DC 20554
Attn: International Bureau

Re: Notification Regarding *Pro Forma* Intra-Corporate Changes Resulting in the *Pro Forma* Transfer of Control of Entities Holding International Section 214 Authorizations

Dear Ms. Dortch:

Business Telecom, LLC (“BTI”), DeltaCom, LLC (“DeltaCom”), EarthLink Business, LLC (“EarthLink Business”) and EarthLink Carrier, LLC (“EarthLink Carrier”) (collectively, the “Parties” and collectively with their parent companies and affiliates,¹ the “Company”), by undersigned counsel and pursuant to 47 C.F.R. § 63.24(f), notify the Commission of a *pro forma* intra-company transaction (the “*Pro Forma* Transaction”) that resulted in the indirect transfer of control of the Parties, each of which hold an International Section 214 Authorization (“Authorization”)

The Parties’ ultimate parent company, EarthLink Holdings Corp. (“EarthLink Holdings”), did not change as a result of the *Pro Forma* Transaction. The *pro forma* intra-company change that is the subject of this filing is part of a series of *pro forma* intra-company changes to simplify the Company’s corporate structure and realign the Company’s operating units. The prior *pro forma* intra-company changes were completed in 2012, 2013 and 2014.²

¹ Charts depicting the corporate organizational structure of EarthLink and its subsidiaries before and after these *pro forma* intra-company changes are appended hereto as Attachments 2 and 3.

² See IB File Nos. ITC-ASG-20120911-00223, ITC-ASG-20120926-00245, ITC-ASG-20121009-00252, ITC-ASG-20130129-00029, ITC-ASG-20130129-00030, ITC-ASG-20130129-00031, ITC-T/C-20130129-00033, ITC-T/C-20130129-00034, ITC-ASG-20140122-00014, ITC-T/C-20140123-00015, ITC-T/C-20140123-00016, ITC-T/C-20140123-00017, and ITC-T/C-20140123-00018.

Beijing
Boston
Frankfurt
Hartford
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Orange County
San Francisco
Santa Monica
Silicon Valley
Tokyo
Washington

Bingham McCutchen LLP
2020 K Street NW
Washington, DC
20006-1806

T +1.202.373.6000
F +1.202.373.6001
bingham.com

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Information Required by Section 63.24(f)(2)

As required by Section 63.24(f)(2), the Parties provide the following information required by 63.18(a) through (d) and (h):

Sections 63.18(a): Name, address and telephone number of the Parties:

Business Telecom, LLC
DeltaCom, LLC
EarthLink Business, LLC
EarthLink Carrier, LLC
EarthLink Holdings Corp.
EarthLink, LLC
EarthLink Business Holdings, LLC
1375 Peachtree Street
Atlanta, Georgia 30309
Tel: 404-815-0770

Sections 63.18(b): Organization of the Parties:

BTI is a North Carolina limited liability company.

DeltaCom is an Alabama limited liability company.

EarthLink Business, EarthLink Carrier and EarthLink Business Holdings, LLC are Delaware limited liability companies.

EarthLink Holdings Corp. is a Delaware corporation.

EarthLink, LLC is Delaware limited liability.

Section 63.18(c): Correspondence concerning this filing should be sent to the Parties' counsel:

Jean L. Kiddoo
Brett P. Ferenchak
Bingham McCutchen LLP
2020 K Street, N.W.
Washington, DC 20006-1806
202-373-6000 (Tel)
202-373-6001 (Fax)
jean.kiddoo@bingham.com
brett.ferenchak@bingham.com

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Section 63.18(d): The Parties hold the following International Section 214 Authorizations:

BTI holds Authorization to provide global or limited global facilities-based and resale services granted in IB File No. ITC-214-2004-0708-00260.

DeltaCom holds Authorization to provide global or limited global facilities-based and resale services granted in in IB File No. ITC-214-20050325-00139.

EarthLink Business holds Authorization to provide global or limited global facilities-based and resale services granted in IB File No. ITC-214-20020514-00229.³

EarthLink Carrier holds Authorization to provide global and limited global facilities-based and resale services granted in IB File No. ITC-214-20070427-00165.

Sections 63.18(h): See **Attachment 1** for the ownership of the Parties. See **Attachments 2** and **3**, respectively for pre-*Pro Forma* Transaction and current corporate structure of the Parties.

³ The following subsidiaries of EarthLink Business provided service pursuant to EarthLink Business's Authorization pursuant to 47 C.F.R. § 63.21(h): CTC Communications Corp., CTC Communications of Virginia, Inc., Lightship Telecom, LLC, Connecticut Broadband, LLC, Connecticut Telephone & Communication Systems, Inc., Choice One Communications of Connecticut Inc., Choice One Communications of Maine Inc., Choice One Communications of Massachusetts Inc., Choice One Communications of New York Inc., Choice One Communications of Ohio Inc., Choice One Communications of Pennsylvania Inc., Choice One Communications of Rhode Island Inc., Choice One of New Hampshire Inc., Choice One Communications International Inc., Choice One Communications Resale L.L.C., Conversent Communications of Connecticut, LLC, Conversent Communications of Maine, LLC, Conversent Communications of Massachusetts, Inc., Conversent Communications of New Hampshire, LLC, Conversent Communications of New Jersey, LLC, Conversent Communications of New York, LLC, Conversent Communications of Pennsylvania, LLC, Conversent Communications of Rhode Island, LLC, Conversent Communications of Vermont, LLC, Conversent Communications, LLC, Conversent Communications Resale L.L.C., US Xchange of Illinois, L.L.C., US Xchange of Indiana, L.L.C., US Xchange of Michigan, L.L.C., US Xchange of Wisconsin, L.L.C. and US Xchange, Inc.

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The Parties certify that the intra-company transaction described herein was *pro forma* and that, together with all previous *pro forma* transactions, did not result in a change in the actual controlling party of the Parties or Authorizations.

* * * *

This notification letter is being filed electronically via MyIBFS. Please direct any questions to the undersigned.

Respectfully submitted,

/s/ *Brett P. Ferenchak*

Jean L. Kiddoo
Brett P. Ferenchak

Counsel for the Parties

ATTACHMENT 1

Answer to Question 11 - Section 63.18(h) Ownership Information

The following entities currently hold, directly or indirectly, a 10% or greater interest¹ in the Parties as calculated pursuant to the Commission ownership attribution rules for international telecommunications carriers:

a) Ownership of BTI, DeltaCom and EarthLink Carrier:

Name: EarthLink Business, LLC
Address: 1375 Peachtree Street
Atlanta, Georgia 30309
Citizenship: U.S.
Principal Business: Telecommunications
% Interest: 100% (directly in BTI, DeltaCom and EarthLink Carrier)

b) Ownership of EarthLink Business

Name: EarthLink Business Holdings, LLC (“EB Holdings”)
Address: 1375 Peachtree Street
Atlanta, Georgia 30309
Citizenship: U.S.
Principal Business: Holding Company
% Interest: 100% (directly in EarthLink Business)

c) Ownership of EB Holdings:

Name: EarthLink Holdings Corp. (“EarthLink Holdings”)
Address: 1375 Peachtree Street
Atlanta, Georgia 30309
Citizenship: U.S.
Principal Business: Holding Company
% Interest: 100% (indirectly in the Parties as 100% owner of EB Holdings)

EarthLink Holdings is a widely held, publicly traded corporation. As a publicly held corporation, the percentage of EarthLink Holdings’ shares held by any person or entity at any given time may fluctuate. To the best of EarthLink Holdings’ knowledge, no person or entity

¹ Unless otherwise indicated, the ownership interests provided herein represent both equity and voting interests.

directly or indirectly owns or controls a ten percent (10%) or more equity interest in EarthLink Holdings.

Answer to Question 12 - Section 63.18(h) Interlocking Directorates

Except for an interlocking directorate with EarthLink Business, BTI, DeltaCom and EarthLink Carrier do not have any interlocking directorates with a foreign carrier. EarthLink Business holds a Basic International Telecommunications Services (BITS) License and Reseller Registration in Canada.

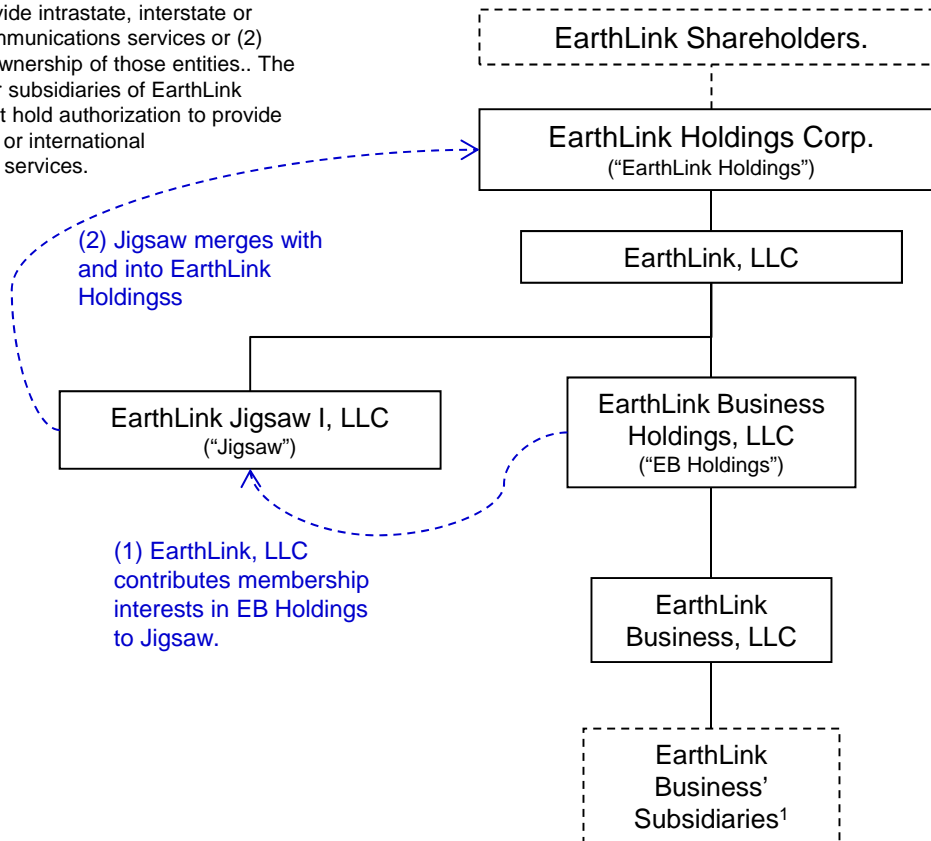
Answer to Question 13 - Description of Transfers of Control

On June 30, 2014, EarthLink, LLC contributed its membership interest in EB Holdings to EarthLink Jigsaw, I, LLC (“Jigsaw”), which immediately merged with and into EarthLink Holdings whereupon the separate existence of Jigsaw ceased and Earthlink Holdings was the surviving entity. As a result, EarthLink, LLC was removed as an intermediate holdings company between EB Holdings and EarthLink Holdings and thus from the chain of ownership of the Parties. Since the ultimate ownership of the Parties did not change, the intra-company changes were *pro forma* in nature.

ATTACHMENT 2

Pre-Pro Forma Change Corporate Organization of EarthLink Holdings

* The entities listed herein only include the subsidiaries of EarthLink Holdings that (1) hold authorization to provide intrastate, interstate or international telecommunications services or (2) are in the chain of ownership of those entities.. The chart excludes other subsidiaries of EarthLink Holdings that do not hold authorization to provide intrastate, interstate or international telecommunications services.

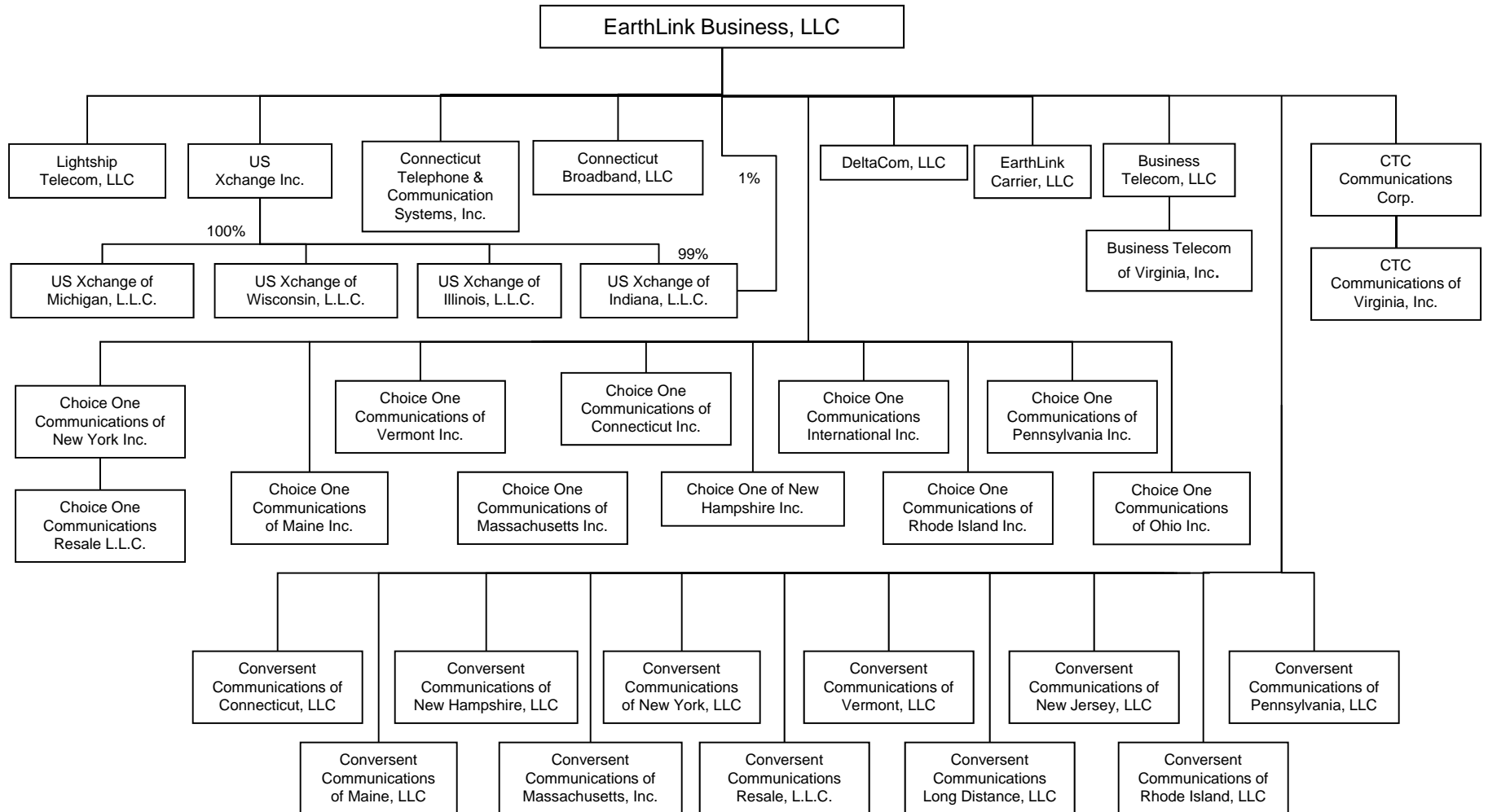


Unless otherwise indicated all ownership percentages are 100%.

¹ See the chart labeled "Pre-Pro Forma Corporate Organization of EarthLink Business' Subsidiaries".

ATTACHMENT 2

Pre-Pro Forma Corporate Organization of EarthLink Business' Subsidiaries

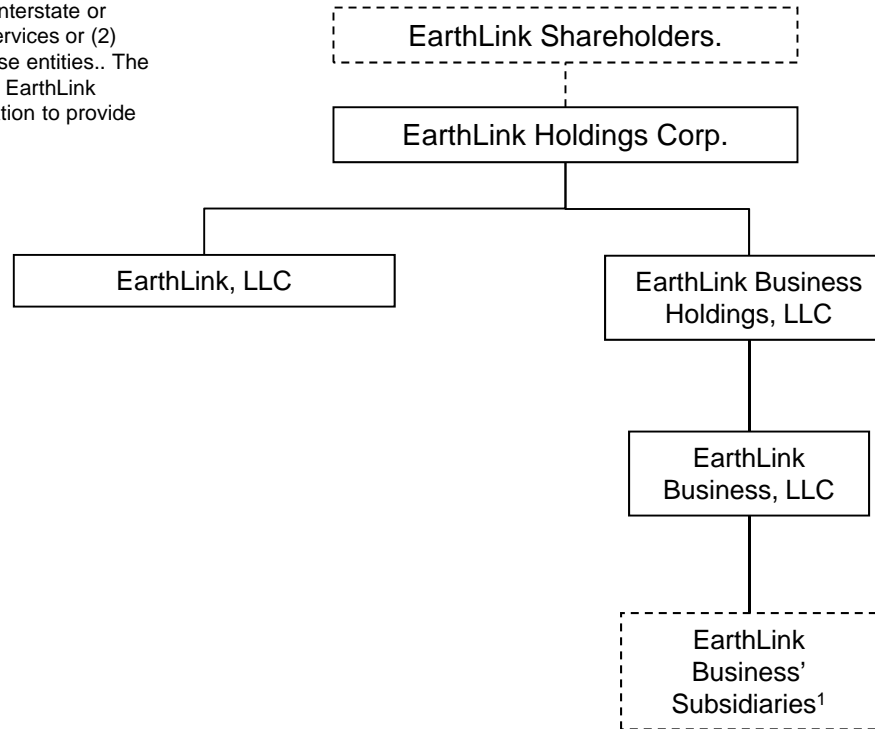


Unless otherwise indicated all ownership percentages are 100%.

ATTACHMENT 3

Current Corporate Organization of EarthLink Holdings

* The entities listed herein only include the subsidiaries of EarthLink Holdings that (1) hold authorization to provide intrastate, interstate or international telecommunications services or (2) are in the chain of ownership of those entities.. The chart excludes other subsidiaries of EarthLink Holdings that do not hold authorization to provide intrastate, interstate or international telecommunications services.

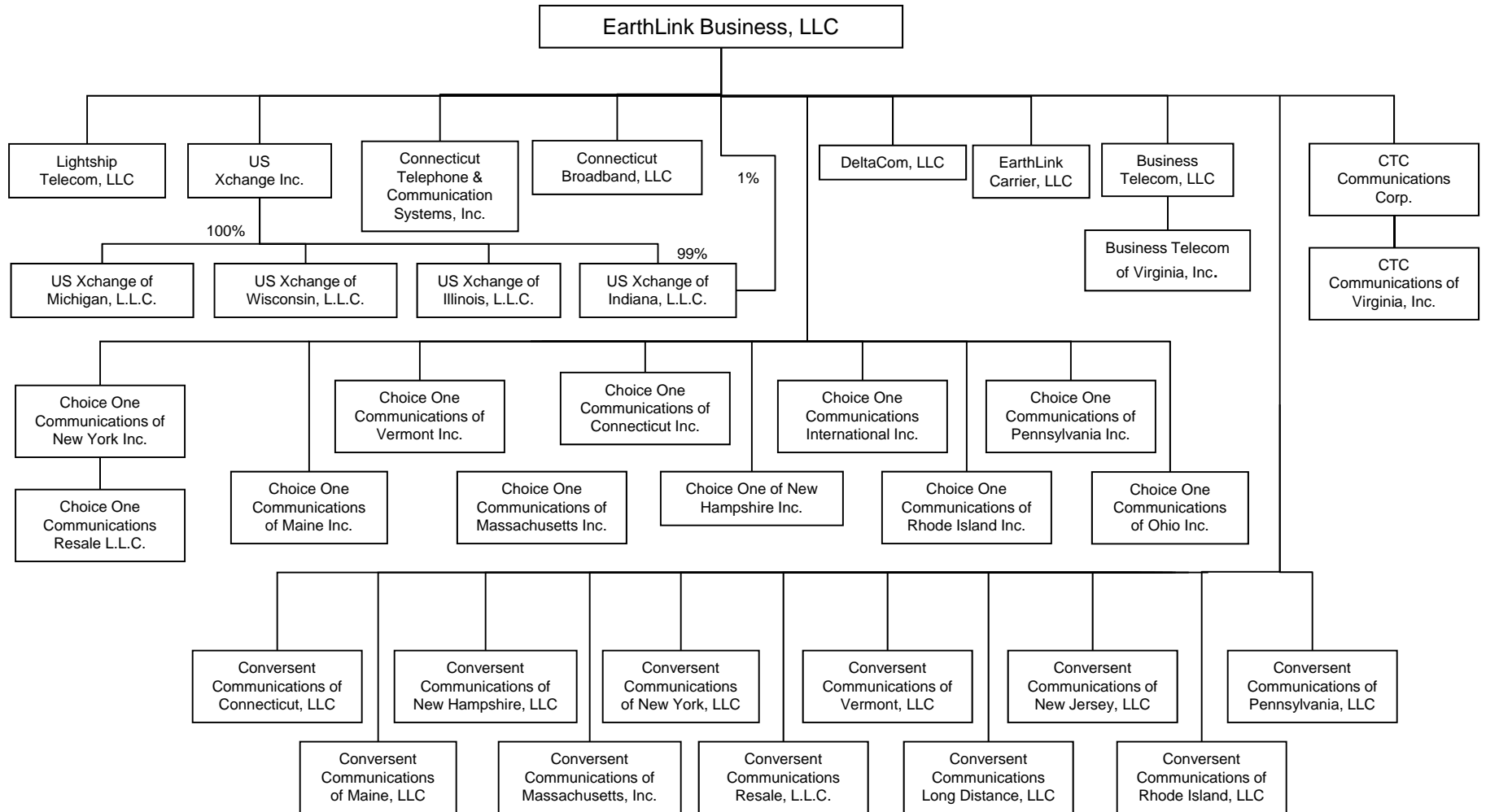


¹ See the chart labeled “Current Corporate Organization of EarthLink Business’ Subsidiaries”.

Unless otherwise indicated all ownership percentages are 100%.

ATTACHMENT 3

Current Corporate Organization of EarthLink Business' Subsidiaries




Unless otherwise indicated all ownership percentages are 100%.

VERIFICATION

I, Paula Foley, state that I am Senior Counsel of EarthLink Holdings Corp. and its subsidiaries in the foregoing filing (collectively, the “Company”); that I am authorized to make this Verification on behalf of the Company; 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.

I declare under penalty of perjury that the foregoing is true and correct. Executed this 21st day of July, 2014.



Paula Foley
Senior Counsel
EarthLink Holdings Corp.