

Categories of Services for 214 Applications
(Streamline/Non-streamline)

- LIMITED/GLOBAL RESALE SERVICE
- LIMITED/GLOBAL FACILITIES-BASED SERVICE
- LIMITED/GLOBAL FACILITIES-BASED/RESALE SERVICE
- INDIVIDUAL FACILITIES-BASED SERVICE
- INTERCONNECTED PRIVATE LINE RESALE SERVICE
- INMARSAT AND MOBILE SATELLITE SERVICE
- INTERNATIONAL SPECIAL PROJECT
- SWITCHED RESALE SERVICE
- TRANSFER OF CONTROL
- ASSIGNMENT OF LICENSE
- PRO FORMA TRANSFER/ASSIGNMENT
- SPECIAL TEMPORARY AUTHORITY
- SUBMARINE CABLE LANDING LICENSE

Description of Application: _____

MAIL.COM, INC.

Before the
FEDERAL COMMUNICATIONS COMMISSION
Washington, DC 20554

_____))
In the Matter of))
_____))
Transfer of Control of))
NetMoves Corporation to))
Mail.com, Inc.))
_____)

File No. ITC-TAO-2000

TO: Chief, International Bureau

Granted
Telecommunications Division
date: FEB - 7 2000
authorized by: INTERNATIONAL BUREAU
Expires: August 5, 2000
<i>George [Signature]</i>
Signature Deputy Chief, Telecom Div

REQUEST FOR SPECIAL TEMPORARY AUTHORITY UNDER SECTION 214

Mail.com, Inc. ("Mail.com") and NetMoves Corporation ("NetMoves") hereby respectfully request Special Temporary Authority pursuant to Section 214 of the Communications Act of 1934, as amended, 47 U.S.C. § 214, and Section 63.18 of the Commission's Rules, 47 C.F.R. § 63.18, to transfer to Mail.com control of the international Section 214 authorizations held by NetMoves.

Mail.com and NetMoves filed an Application for Approval of Transfer of Carrier Holding Section 214 Authorizations ("Underlying Application") on January 14, 2000. In the Underlying Application, Mail.com and NetMoves request permanent authority to transfer control of the Section 214 authorizations of NetMoves to Mail.com. A copy of the Underlying Application is attached.^{1/}

^{1/} On January 20, 2000, Mail.com and NetMoves filed an application with the Common Carrier Bureau requesting permanent authority to transfer to Mail.com control of the domestic 214 authorization held by NetMoves.

**DUPLICATE
COPY,**

**Before the
FEDERAL COMMUNICATIONS COMMISSION
Washington, DC 20554**

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In the Matter of

File No. ITC-TAO-2000 _____

Transfer of Control of
NetMoves Corporation to
Mail.com, Inc.)

TO: Chief, International Bureau

REQUEST FOR SPECIAL TEMPORARY AUTHORITY UNDER SECTION 214

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^{1/} On January 20, 2000, Mail.com and NetMoves filed an application with the Common Carrier Bureau requesting permanent authority to transfer to Mail.com control of the domestic 214 authorization held by NetMoves.

Mail.com and NetMoves request grant of the Special Temporary Authority by February 7, 2000, pending action on the Underlying Application. NetMoves has arranged a meeting of its shareholders on February 8, 2000, at which the shareholders will vote on the proposed merger. Mail.com and NetMoves desire to consummate the merger as soon as possible after approval by NetMoves' shareholders.

A grant of the Special Temporary Authority sought in this application (and the authority sought in the Underlying Application) would serve the public interest. Mail.com and NetMoves are fast-growing companies that provide innovative competitive services to the public. Prompt consummation of their merger will permit them rapidly to expand those services to more members of the public and enhance their competitive position with respect to traditional telecommunications providers. In addition, Mail.com plans to continue to enlarge its operations with further acquisitions. However, its acquisition and business strategy will be adversely affected if the merger is delayed. Furthermore, due to financial reporting obligations, Mail.com wishes to consummate the merger on February 8, 2000. First, this will enable Mail.com to announce the completion of the merger at its quarterly analyst and investor conference call, which will be held on or about February 9, or 10, 2000. Analysts and investors of both Mail.com and NetMoves both have an interest in the successful conclusion of the transaction. Second, Mail.com will be in a position to satisfy its Form 8-K reporting obligations based on third quarter financial information if the merger is consummated on or about February 8, which will greatly expedite Mail.com's ability to pursue its acquisition strategy. In summary, any delay (even a short delay beyond February 8) will potentially result in Mail.com's inability to pursue (and could in fact jeopardize) some of the acquisitions and business opportunities that would enable it to provide a much higher level of services to its and NetMoves customers.

This application for Special Temporary Authority incorporates by reference the information and certifications required by Section 63.18 of the Commission's Rules that are provided in the Underlying Application. In addition, the Applicants hereby certify as to this request for Special Temporary Authority that neither they nor any party to this application, as defined in 47 C.F.R. § 1.2002(b)(2), are subject to denial of Federal benefits, as provided in the Anti-Drug Abuse Act of 1988, 21 U.S.C. § 853a.

Any questions regarding this application should be directed to counsel for Mail.com and NetMoves, listed below.

Respectfully submitted,

David Ambrosia

David W. Ambrosia
Executive Vice President and General Counsel
Mail.com, Inc.
11 Broadway, Suite 660
New York, NY 10004
(212) 425-4200

William R. Richardson, Jr.
Wilmer, Cutler & Pickering
2445 M Street, N.W.
Washington, DC 20037-1420
(202) 663-6000

Peter Macaluso
Vice President and Chief Financial Officer
NetMoves Corporation
399 Thornall Street
Edison, NJ 08837
(732) 906-2000 x2225

Peter A. Rohrbach
Hogan & Hartson, L.L.P.
555 13th Street, N.W.
Washington, DC 20004-1109
(202) 637-8631


Date: 1/27, 2000

Respectfully submitted,

William R. Richardson, Jr.
Wilmer, Cutler & Pickering
2445 M Street, N.W.
Washington, DC 20037-1420
(202) 663-6000

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Date: 1/27, 2000

Before the
FEDERAL COMMUNICATIONS COMMISSION
Washington, DC 20554

RECEIVED
JAN 14 2000

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Transfer of Control of))
NetMoves Corporation to))
Mail.com, Inc.))
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File No. ITC-T/C-2000 _____

TO: Chief, International Bureau

**APPLICATION FOR APPROVAL OF TRANSFER OF CARRIER HOLDING
SECTION 214 AUTHORIZATIONS**

Pursuant to Section 214 of the Communications Act of 1934, 47 U.S.C. § 214, and Sections 63.12 and 63.18 of the Commission's rules, 47 C.F.R. §§ 63.12 and 63.18, Mail.com, Inc. ("Mail.com") and NetMoves Corporation ("NetMoves") hereby respectfully request authorization to transfer to Mail.com control of the international Section 214 authorizations held by NetMoves. As explained below, this application is entitled to streamlined treatment under Section 63.12 of the Commission's rules, 47 C.F.R. § 63.12.

I. THE PARTIES

Mail.com is an internet messaging company serving all four market segments that provide e-mail services: direct to consumers, Web sites, internet service providers, and corporations.

NetMoves provides internet-based fax services to customers around the world.

II. THE TRANSACTION

On December 11, 1999, Mail.com and NetMoves entered into an Agreement and Plan of Merger. Under the terms of that agreement, NetMoves will become a wholly owned subsidiary of Mail.com. All outstanding shares of NetMoves will be converted into rights to receive shares of Mail.com. Consummation of the transaction is conditioned on, among other things, approval of NetMoves' shareholders.

III. PUBLIC INTEREST CONSIDERATIONS

Mail.com and NetMoves respectfully submit that the Commission's approval of this request for transfer of control will serve the public interest, convenience, and necessity. This transaction will involve no disruption of service to any customers of NetMoves. There will be no reduction to present or future U.S. competition as these two companies currently provide different services. Rather, this transaction will enhance NetMoves' ability to compete with traditional telephone-based fax service and thus enhances competition with regard to established telecommunications carriers.

IV. INFORMATION REQUIRED BY SECTION 63.18 OF THE COMMISSION'S RULES

In further support of this Application, the Applicants provide the information below as required by Section 63.18 of the Commission's rules:

- (a) The name, address, and telephone number of the transferor are:

NetMoves Corporation
399 Thornall Street
Edison, NJ 08837
(732) 906-2000

The name, address, and telephone number of the transferee are:

Mail.com, Inc.
11 Broadway, Suite 660
New York, NY 10004
(212) 425-4200

(b) NetMoves and Mail.com are both corporations organized under the laws of the State of Delaware.

(c) Correspondence concerning this application should be sent to:

for the transferor:

Peter Macaluso
Vice President and Chief Financial Officer
399 Thornall Street
Edison, NJ 08837
(732) 906-2000 ext. 2225
(732) 549-6856 (fax)

with a copy to:

Peter A. Rohrbach
Hogan & Hartson, L.L.P.
555 13th Street, N.W.
Washington, DC 20004-1109
(202) 637-8631
(202) 637-5910 (fax)

for the transferee:

David W. Ambrosia, Esq.
Executive Vice President and General Counsel
Mail.com, Inc.
11 Broadway, Suite 660
New York, NY 10004
(212) 425-4200 x382
(212) 425-3487 (fax)

with a copy to:

William R. Richardson, Jr.
Wilmer, Cutler & Pickering
2445 M Street, N.W.
Washington, DC 20037-1420
(202) 663-6000
(202) 663-6363 (fax)

(d) Mail.com has never applied for authority pursuant to Section 214 of the Act.

NetMoves has authority pursuant to Section 214 of the Act to provide resale services. That authority was granted in ITC-91-021 under the name "Digitran Corporation."^{1/}

NetMoves also obtained authority to resell private lines for the provision of private line and switched services between the United States and the United Kingdom. That authority was granted in ITC-95-441 under the name "FaxSav Incorporated."

- (h) The only 10% or greater shareholder of Mail.com is Gerald Gorman, who owns approximately 26.5% of the outstanding shares and has approximately 75.3% of the voting rights, before giving effect to the acquisition of NetMoves. Mr. Gorman is also the Chairman of the Board and the Chief Executive Officer of Mail.com. Mr. Gorman is a citizen of Australia. His address is as follows:

Mr. Gerald Gorman
Mail.com, Inc.
11 Broadway, Suite 660
New York, NY 10004

To the best of Mail.com's knowledge, no officers and directors of Mail.com also serve as an officer or a director of a foreign carrier. Mail.com is surveying its officers and directors to confirm this understanding and will amend this application promptly in the event necessary to supplement its response.

- (i) Mail.com certifies that it is not a foreign carrier and is not affiliated with any foreign carrier.
- (j) Mail.com certifies that it is not a foreign carrier, does not control a foreign carrier, and is not affiliated with a foreign carrier; therefore, it does not seek to provide international telecommunications services to any country where it is a foreign carrier, controls a foreign carrier, or is affiliated with a foreign carrier.
- (k) Mail.com has listed no countries in paragraph (j) for which further information would be required.
- (l) Mail.com does not propose to resell the international switched services of an unaffiliated U.S. carrier to provide international telecommunications services to countries where it is a foreign carrier or affiliated with a foreign carrier.

^{1/} NetMoves was originally incorporated in 1989 under the name "Digitran Corporation." It changed its name in 1996 to "FaxSav Incorporated," and in April 1999 to "NetMoves Corporation."

- (m) Mail.com has listed no countries in paragraph (i) for which further information would be required.
- (n) Mail.com 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) Mail.com and NetMoves certify that, to the best of their knowledge, no party to the application, as defined in Section 1.2002(b) of the Commission's rules, 47 C.F.R. § 1.2002(b), is subject to a denial of federal benefits pursuant to Section 5301 of the Anti-Drug Abuse Act of 1988. The applicants are surveying the parties to the application to confirm this understanding and will amend this application promptly in the event necessary to supplement their response.
- (p) This application qualifies for streamlined processing under Section 63.12 of the Commission's rules, 47 C.F.R. § 63.12. Mail.com has no affiliations with foreign carriers or dominant U.S. carriers, and it does not seek authority to provide switched basic services over private lines to a country for which the Commission has not previously authorized the provision of switched services over private lines.

Respectfully submitted,

David Ambrosia

William R. Richardson, Jr.
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Washington, DC 20037-1420
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555 13th Street, N.W.
Washington, DC 20004-1109
(202) 637-8631

Peter Macaluso
Vice President and Chief Financial Officer
NetMoves Corporation
399 Thormal Street
Edison, NJ 08837


Date: January 14, 2000

Respectfully submitted,

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Wilmer, Cutler & Pickering
2445 M Street, N.W.
Washington, DC 20037-1420
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Date: January 14, 2000