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March 15, 2007

VIA FEDEX

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Ms. Sharla Dillon, Docket Manager
Tennessee Regulatory Authority
460 James Robertson Parkway
Nashville, TN 37243-0505

07-00067

Re: Application of Yak Communications (America) Inc., Yaktastic
Inc., and Blackbird Corporation for Approval of a Change in
Ownership

Boston
Hartford
London
Los Angeles
New York
Orange County
San Francisco
Silicon Valley
Tokyo
Walnut Creek
Washington

Dear Ms. Dillon:

Enclosed for filing with the Tennessee Regulatory Authority, please find an original, thirteen (13) copies and a duplicate copy of the above-referenced Application, as well as the \$25 filing fee. Please also find a self-addressed, postage prepaid envelope. Please date-stamp the duplicate upon receipt and return it in the envelope provided. Should there be any questions regarding this matter, please contact Troy Tanner at (202) 373-6560.

Respectfully submitted,



Troy F. Tanner

Enclosures

ORIGINAL

**BEFORE THE
TENNESSEE REGULATORY AUTHORITY**

Joint Petition of)
)
)

Yak Communications (America) Inc.,)
Yaktastic Inc., and)
Blackbird Corporation)
)

for Approval *Nunc Pro Tunc*)
of a Transfer of Control of)
Yak Communications (America) Inc.)
)
_____)

Case No. 07-00067

JOINT PETITION

Yak Communications (America) Inc. ("Yak America"),¹ Yaktastic Inc. ("Yaktastic") and Blackbird Corporation ("Blackbird") (collectively, "Petitioners"), by their counsel and pursuant to Section 65-4-112 of the Tennessee Code, and the Rules of the Tennessee Regulatory Authority ("Authority"), hereby respectfully request authority from the Authority, on a *nunc pro tunc* basis for a transfer of control in which Blackbird acquired control of Yak America from Yaktastic by acquiring 100% of the issued and outstanding shares of capital stock of Yak America.

The transfer for which *nunc pro tunc* authority is sought herein was critical to Yak America's continuing ability to offer the same services at pre-existing rates, terms and conditions. Accordingly, the transfer of control has been and will continue to be transparent to consumers.

¹ Yak Communications (America) Inc. is in the process of changing its name to Yak America Inc. and will file all relevant filings in accordance with all applicable Authority rules and procedures.

In an effort to remain in compliance with all rules and regulations of the Tennessee Regulatory Authority, the Petitioners hereby provide the following information:

I. INTRODUCTION

Some business transactions do not proceed as contemplated by the parties to them. Those related to the ownership of Yak America and its operations in late 2006 offer examples. The course followed by investors in their efforts to formally change the ownership of the company has not proceeded smoothly and has changed direction on a number of occasions. While those changes have been approved by the Federal Communications Commission (“FCC”), they have not adhered to a timetable that comported to the dictates of Tenn. Code Ann. § 65-4-113.

A. The Unrealized Expectations of the Sale to Yaktastic

The instant Petition follows the grant of a related Petition, Docket No. 06-00264 on December 4, 2006.² That Petition sought authority for the sale of Yak America (the certified entity at issue herein) by its parent company, Yak Communications Inc., to Yaktastic, Inc. (“Yaktastic”), a corporation formed in 2006.

1. The Ancillary Nature of the Sale of Yak America

The sale of Yak America by Yak Communications was ancillary to a much larger transaction, involving the sale of all of the outstanding shares of Yak Communications to Globalive Communications Corporation (“Globalive”). The two Canadian companies, Globalive and Yak Communications, sought to consummate their transaction in a manner

² Pursuant to the terms of the Authority’s Order Approving Transfer of Authority dated February 15, 2007, attached as **Exhibit A** are copies of the FCC’s decisions granting approval of the Yak America/Yaktastic transaction.

that did not include the small U.S. subsidiary of Yak Communications, Yak America.

While neither of the two Canadian companies sought to compete in the U.S. market through Yak America, Yaktastic believed that it would be able to successfully operate Yak America and serve customers in the United States. Accordingly, Yak Communications agreed to sell Yak America to Yaktastic, and that transaction was consummated prior to Yak Communications' acquisition by Globalive.

2. Difficulties Surrounding the Operation of Yak America Following the Sale

Events following the closing dispelled the expectations of both the buyer and seller of Yak America. Quite simply, the new ownership found it more difficult to operate the Yak America switching and billing functions than it had expected. Marketing was cut back substantially. While vendors were paid, questions arose regarding the continued availability of "casual calling" over the Yak America network.

Because over 97 percent of the customers that employ Yak America are not pre-subscribed, no significant inconvenience arose to customers. The financial performance of the company, however, could not be sustained, much less flourish, under the management that existed in the fourth quarter of 2006.

B. The Formation of Blackbird Corporation

The difficulties encountered by Yak America did not go unnoticed. Several of the former principals in Yak Communications retained some (non-financial) interest in Yak America and the U.S. market it served. One of those individuals, Jose Cadi, formed Blackbird and acquired Yak America from Yaktastic to serve the U.S. market. Because Mr. Cadi has engaged other former principal and managers of Yak Communications in this endeavor as consultants, it had the effect of restoring the prior management of Yak

America to the helm of the company.

The FCC has already approved the acquisition of Yak America by Blackbird.³ Blackbird and Yak America now seek corresponding authority *nunc pro tunc* from this Authority.

C. The Need for *Nunc Pro Tunc* Authority

The need to quickly close the sale of Yak America to Blackbird stems from the necessity of filling management voids following the sale to Yaktastic. Quite simply, the corporation was in need of capable management, both at an operational level, and at that of senior executive management. Fortunately, as noted earlier, a group related to the principals that had originally sold Yak to Globalive developed a renewed interest in Yak America. One of them formed Blackbird and quickly obtained FCC approval for Blackbird to purchase and operate Yak America, but had to do so prior to obtaining authority in . Accordingly, Petitioners seek *nunc pro tunc* authority for the sale of Yak America to Blackbird .

II. DESCRIPTION OF THE PETITIONERS

A. Blackbird Corporation and Yak Communications (America) Inc.

Blackbird Corporation is a newly formed corporation organized under the laws of the State of Florida. Yak Communications (America) Inc. (“Yak America”) is a corporation organized under the laws of the State of Florida and was incorporated on March 8, 2001. Blackbird is one hundred percent owned by Mr. Jose Cadi (“Mr. Cadi”),

³ The Parties received approval by the FCC for the subject transfer of control in Docket No. 06-222 (domestic Section 214 authority) on January 13, 2007 and in FCC File No. ITC-T/C-20061206-00546 (international Section 214 authority) on December 29, 2006. Copies of the FCC decisions approving the transfer of control are attached as **Exhibit B**.

a U.S. citizen. Neither Blackbird nor Mr. Cadi holds a ten percent or greater ownership interest in any other company that offers domestic or foreign telecommunications services.

Yak America is authorized to provide and provides resold interexchange telecommunications services in all of the contiguous 48 states, and the District of Columbia. The services offered by Yak America include basic 1+ long distance services, 10-10 casual calling services and calling card services. In Tennessee, Yak America (Company ID No. 128887) is authorized to provide intrastate resold long distance telecommunications services pursuant to Docket No. 04-00043, issued April 2, 2004. Yak America is also authorized by the Federal Communications Commission ("FCC") to provide domestic interstate and facilities-based and resold international telecommunications services. Yak America has no affiliates that offer domestic telecommunications services and is regulated as a non-dominant carrier on all international routes.

The address for the corporate headquarters of both Blackbird and Yak America is:

Yak Communications (America) Inc.
Aventura Corporate Center II
20803 Biscayne Blvd. #305
Aventura, FL, 33180.

B. Yaktastic Inc.

Prior to the instant transfer of control, Yak America was a direct, wholly owned subsidiary of Yaktastic Inc. ("Yaktastic"), a Delaware corporation. Yaktastic is located at 16508 Milan de Avila, Tampa, Florida 33613-1076. Yaktastic is 100% owned by Mr. Anthony Lopez ("Mr. Lopez"), a U.S. citizen, whose principal business is investment. Neither Yaktastic nor Mr. Lopez holds any authorizations to provide telecommunications

services.

A diagram illustrating the corporate structure pre-transaction is provided as

Exhibit C.

III. CONTACT INFORMATION

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With a copy to:

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Regulatory Consultant
Yak Communications (America) Inc.
5000 Yonge Street, Suite 1901
Toronto, Ontario, M2N 7E9
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IV. DESCRIPTION OF THE TRANSACTION

As discussed above, shortly after acquiring Yak America, Yaktastic determined that its ownership of Yak America was not consistent with its investment objectives, and therefore it was not willing to put in the financial and technical resources necessary to keep it operational. Jose Cadi, one of the former principals in Yak Communications formed Blackbird Corporation ("Blackbird") to then acquire Yak America from Yaktastic.

Pursuant to the terms of a Stock Purchase Agreement ("Agreement") dated December 4, 2006, among Blackbird, Yaktastic, and Yak America, Blackbird purchased

from Yaktastic all of the issued and outstanding shares of capital stock of Yak America for a cash payment (the “Transaction”). As a result, Yak America became a direct, wholly-owned subsidiary of Blackbird.

The Transaction did not involve the transfer of any operating authority, assets, or customers of Yak America. Immediately following the closing, Yak America continued to offer to its customers the same services at the same rates, terms and conditions pursuant to existing authorizations, tariffs, contracts, and published rates and charges. Accordingly, the Transaction was transparent to consumers in Tennessee. The only change was that Yak America is now owned by Blackbird, and ultimately owned by Mr. Cadi.

The day-to-day operations of Yak America have not changed as a result of this Transaction. Yak America continues to have the financial resources necessary to provide quality telecommunications services to consumers in Tennessee.

A diagram illustrating the current corporate structure post-transaction is provided as **Exhibit D**.

V. TECHNICAL AND MANAGERIAL QUALIFICATIONS

The technical and managerial operations of Yak America will be greatly enhanced by approval of the current Petition. Jose Cadi is the sole officer of Blackbird Corporation. He maintains total control and decision making power at Yak America. To assist in the day-to-day operations of Yak America, including but not limited to network management, Mr. Cadi has hired Cipher Networks Inc. (“Cipher”). Cipher is largely composed of former Yak employees, such as Cipher’s Vice President, Valerie Ferraro, who formerly served as President of Yak Communications (Canada), and Steven Kerr,

Director of Operations for Cipher, and former Vice President of Network Operations and Engineering for Yak. In addition, Lazara Valmana has been hired as the Director of Customer Service, Provisioning and Sales Support, a position she held at Yak America prior to the sale to Yaktastic.⁴ By utilizing Cipher and those personnel intimately familiar with Yak America and its operations, Mr. Cadi sought to minimize any interruption to the day to day management and maintain continuity in personnel. This continuity is expected to strengthen the competitive position of Yak America to the benefit of Tennessee consumers and the State's telecommunications marketplace.

VI. PUBLIC INTEREST CONSIDERATIONS

The Transaction has served the public interest by keeping alive a competitor in the long distance telecommunications market place. Shortly after acquiring Yak America, Yaktastic determined that its ownership of Yak America was not consistent with its investment objectives. Mr. Cadi, who was a longtime employee of Yak America, on the other hand was committed to maintaining and strengthening Yak America's existing long distance business. Therefore, Mr. Cadi formed Blackbird and purchased Yak America, thereby enabling Yak America to continue providing telecommunications services in the U.S. market, to the ultimate benefit of consumers in Tennessee.

The Transaction did not present any anti-competitive issues. Since the Transaction entailed simply the sale of ownership interests in Yak America to another company, the Transaction was completely transparent to customers in Tennessee. After consummation of the transaction, Yak America continued to operate under its same name


⁴ Biographies for Mr. Cadi, Ms. Ferraro, Ms. Valmana and Mr. Kerr are attached as **Exhibit E**.

and operating authorities. The Transaction entailed no change to the services, rates, terms and conditions of service; any future change will be made in accordance with all applicable state regulatory requirements. All existing tariffs have remained in place. The only change has been in the ownership of Yak America.⁵

VII. CONCLUSION

For the foregoing reasons, Petitioners respectfully request that the Authority grant approval of the transaction described herein and any other relief the Authority determines is appropriate. In order to allow the resulting benefits of this transaction to be realized in the telecommunications marketplace, Petitioners request the Authority approve this current Petition on an expedited basis.

**Blackbird Corporation and
Yak Communications
(America) Inc.**



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Inc.
March 15, 2007*

⁵ The contemplated transfer of control did not raise any slamming concerns or necessitate compliance with FCC or state procedures to notify customers prior to a carrier-to-carrier sale or transfer of subscribers as the contemplated transaction did not involve any change in a customer's existing service provider. Yak America's customers remained with their company and continue to be served under Yak America's existing authorization.

EXHIBIT LIST

Exhibit A	FCC Decisions Approving Yak America/Yaktastic Transaction
Exhibit B	FCC Decisions Approving Yak America/Blackbird Transaction
Exhibit C	Illustrative Chart of Pre-Transaction Ownership
Exhibit D	Illustrative Chart of Post-Transaction Ownership
Exhibit E	Biographies of Key Consultant Personnel
Verifications	

EXHIBIT A

FCC Decisions Approving Yak America/Yaktastic Transaction



PUBLIC NOTICE

FEDERAL COMMUNICATIONS COMMISSION
445 12th STREET S.W.
WASHINGTON D.C. 20554

News media information 202-418-0500
Fax-On-Demand 202-418-2830; Internet: <http://www.fcc.gov> (or <ftp.fcc.gov>)
TTY (202) 418-2555

DA No. 06-2295

Report No. TEL-01085

Thursday November 9, 2006

INTERNATIONAL AUTHORIZATIONS GRANTED

Section 214 Applications (47 C.F.R. § 63.18); Section 310(b)(4) Requests

The following applications have been granted pursuant to the Commission's streamlined processing procedures set forth in Section 63.12 of the Commission's rules, 47 C.F.R. § 63.12, other provisions of the Commission's rules, or procedures set forth in an earlier public notice listing applications accepted for filing.

Unless otherwise noted, these grants authorize the applicants (1) to become a facilities-based international common carrier subject to 47 C.F.R. § 63.22; and/or (2) to become a resale-based international common carrier subject to 47 C.F.R. § 63.23; or (3) to exceed the 25 percent foreign ownership benchmark applicable to common carrier radio licensees under 47 U.S.C. § 310(b)(4).

THIS PUBLIC NOTICE SERVES AS EACH NEWLY AUTHORIZED CARRIER'S SECTION 214 CERTIFICATE. It contains general and specific conditions, which are set forth below. Newly authorized carriers should carefully review the terms and conditions of their authorizations. Failure to comply with general or specific conditions of an authorization, or with other relevant Commission rules and policies, could result in fines and forfeitures.

An updated version of Sections 63.09-.25 of the rules, and other related sections, is available at <http://www.fcc.gov/ib/pd/pf/telecomrules.html>.

Petition for Declaratory Ruling

Grant of Authority

Date of Action: 11/03/2006

RigNet SatCom, Inc. (RigNet or the "Petitioner") requests a declaratory ruling that it is in the public interest to permit indirect foreign ownership of RigNet in excess of the 25 percent benchmark set forth in section 310(b)(4) of the Communications Act of 1934, as amended (the "Act"). This request is filed in connection with an application for a common carrier VSAT license. See File No. SES-LIC-20060815-01373.

According to the petition, RigNet is a Delaware corporation that is wholly owned by RigNet Inc., a privately-held corporation organized under Texas law. RigNet Inc. is owned by a number of individuals and investment funds. The Petitioner states that total foreign ownership of RigNet Inc. is approximately 49 percent, all of which comes from named Norwegian individuals or companies that have their principal places of business in Norway, including Energivekst AS, which currently holds approximately 37 percent of the equity and voting interests in RigNet Inc. The Petitioner requests authority to accept additional indirect non-controlling investment by Energivekst AS up to any amount less than 50 percent.

Pursuant to the rules and policies established by the Commission's Foreign Participation Order, 12 FCC Rcd 23891 (1997), Order on Reconsideration, 15 FCC Rcd 18158 (2000), we find that it would not serve the public interest to prohibit the indirect foreign ownership of RigNet in excess of the 25 percent benchmark set forth in Section 310(b)(4) of the Act. Specifically, this ruling permits RigNet to be owned indirectly by (1) Energivekst AS and its Norwegian shareholders (up to and including a non-controlling 49.9 percent equity and/or voting interest); and (2) the individual Norwegian investors identified in the petition (up to and including the equity and voting interests specified for each investor in the petition). RigNet may accept up to and including an additional aggregate 25 percent indirect equity and/or voting interest from any of RigNet's current indirect foreign investors named in the petition (with the exception of Energivekst), as well as any other foreign investors, including non-Norwegians who may own or vote Energivekst shares, without seeking prior Commission approval subject to the following conditions: (1) any additional foreign ownership shall not cause the amount attributable to a single entity from a World Trade Organization (WTO) Member country, or cumulatively to entities from non-WTO Member countries, to exceed 25 percent of RigNet's total equity or voting interests; and (2) in accordance with Section 310(d) of the Act, any additional foreign investment shall not result in a transfer of control of RigNet.

ITC-214-20060508-00267 E

Quarks Technology Corporation

International Telecommunications Certificate

Service(s): Global or Limited Global Facilities-Based Service, Global or Limited Global Resale Service

Grant of Authority

Date of Action: 11/08/2006

Application for authority to provide facilities-based service in accordance with Section 63.18(e)(1) of the rules, and also to provide service in accordance with Section 63.18(e)(2) of the rules.

ITC-214-20061012-00466 E

SGR Global Communication Inc.

International Telecommunications Certificate

Service(s): Global or Limited Global Facilities-Based Service, Global or Limited Global Resale Service

Grant of Authority

Date of Action: 11/03/2006

Application for authority to provide facilities-based service in accordance with Section 63.18(e)(1) of the rules, and also to provide service in accordance with Section 63.18(e)(2) of the rules.

ITC-214-20061012-00468 E

Converge Telecom Group Inc.

International Telecommunications Certificate

Service(s): Global or Limited Global Facilities-Based Service, Global or Limited Global Resale Service

Grant of Authority

Date of Action: 11/03/2006

Application for authority to provide facilities-based service in accordance with Section 63.18(e)(1) of the rules, and also to provide service in accordance with Section 63.18(e)(2) of the rules.

ITC-214-20061013-00469 E Internet Solver, Inc.

International Telecommunications Certificate

Service(s): Global or Limited Global Resale Service

Grant of Authority

Date of Action: 11/03/2006

Application for authority to provide service in accordance with Section 63.18(e)(2) of the rules.

ITC-214-20061017-00471 E GoAmerica, Inc.

International Telecommunications Certificate

Service(s): Global or Limited Global Resale Service

Grant of Authority

Date of Action: 11/03/2006

Application for authority to provide service in accordance with Section 63.18(e)(2) of the rules.

ITC-T/C-20060929-00447 E Yak Communications (America) Inc.

Transfer of Control

Grant of Authority

Date of Action: 11/03/2006

Current Licensee: Yak Communications (America) Inc.

FROM: Yak Communications Inc.

TO: Yaktastic Inc.

Application for consent to transfer control of international section 214 authorization, ITC-214-20010508-00303, held by Yak Communications (America) Inc. (Yak America), a Florida corporation, from Yak Communications, Inc. (Yak) to Yaktastic Inc. (Yaktastic), a Delaware corporation. Pursuant to a Stock Purchase Agreement (Agreement) dated September 25, 2006, Yaktastic will purchase from Yak all of the issued and outstanding shares of capital stock of Yak America for cash payment with Yak America becoming a direct, wholly-owned subsidiary of Yaktastic. Anthony Lopez, U.S. citizen, holds 100 percent equity and voting interest in Yaktastic. This authorization is without prejudice to the Commission's action on any other related pending application(s).

SURRENDER

ITC-214-20040423-00164

Logical S.A. de C.V.

By letter dated October 26, 2006, Applicant notified the Commission of the Surrender of its international section 214 authorization, effective immediately.

CONDITIONS APPLICABLE TO INTERNATIONAL SECTION 214 AUTHORIZATIONS

(1) These authorizations are subject to the Exclusion List for International Section 214 Authorizations, which identifies restrictions on providing service to particular countries or using particular facilities. The most recent Exclusion List is attached to this Public Notice. The list applies to all U.S. international carriers, including those that have previously received global or limited global Section 214 authority, whether by streamlined grant or specific written order. Carriers are advised that the attached Exclusion List is subject to amendment at any time pursuant to the procedures set forth in Streamlining the International Section 214 Authorization Process and Tariff Requirements, IB Docket No. 95-118, 11 FCC Rcd 12884 (1996), para. 18. A copy of the current Exclusion List will be maintained in the FCC Reference and Information Center and will be available at <http://www.fcc.gov/ib/td/pf/exclusionlist.html>. It also will be attached to each Public Notice that grants international Section 214 authority.

(2) The export of telecommunications services and related payments to countries that are subject to economic sanctions may be restricted. For information concerning current restrictions, call the Office of Foreign Assets Control, U.S. Department of the Treasury, (202) 622-2520.

(3) Carriers shall comply with the requirements of Section 63.11 of the Commission's rules, which requires notification by, and in certain circumstances prior notification by, U.S. carriers acquiring an affiliation with foreign carriers. A carrier that acquires an affiliation with a foreign carrier will be subject to possible reclassification as a dominant carrier on an affiliated route pursuant to the provisions of Section 63.10 of the rules. The Commission recently amended Section 63.11 of the rules in its Order on Reconsideration in IB Docket No. 97-142, 15 FCC Rcd 18158 (2000).

(4) Carriers shall comply with the Commission's International Settlements Policy and associated filing requirements contained in Sections 43.51 and 64.1001 of the Commission's Rules, 47 C.F.R. §§ 43.51, 64.1001. The Commission modified these requirements most recently in 2000 Biennial Regulatory Review, Policy and Rules Concerning the International, Interexchange Marketplace, FCC 01-93, released, March 20, 2001, 66 Fed. Reg. 16874 (Mar. 28, 2001). See also 1998 Biennial Regulatory Review - Reform of the International Settlements Policy and Associated Filing Requirements, IB Docket Nos. 98-148, 95-22, CC Docket No. 90-337 (Phase II), FCC 99-73 (rel. May 6, 1999). In addition, any carrier interconnecting private lines to the U.S. public switched network at its switch, including any switch in which the carrier obtains capacity either through lease or otherwise, shall file annually with the Chief, International Bureau, a certified statement containing, on a country-specific basis, the number and type (e.g., 64 kbps circuits) of private lines interconnected in such manner. The Commission will treat the country of origin information as confidential. Carriers need not file their contracts for interconnection unless the Commission specifically requests. Carriers shall file their annual report on February 1 (covering international private lines interconnected during the preceding January 1 to December 31 period) of each year. International private lines to countries for which the Commission has authorized the provision of switched basic services over private lines at any time during a particular reporting period are exempt from this requirement. See 47 C.F.R. § 43.51(d).

(5) Carriers authorized to provide private line service either on a facilities or resale basis are limited to the provision of such private line service only between the United States and those foreign points covered by their referenced applications for Section 214 authority. In addition, the carriers may not -- and their tariffs must state that their customers may not -- connect their private lines to the public switched network at either the U.S. or foreign end, or both, for the provision of international switched basic services, unless the Commission has authorized the provision of switched services over private lines to the particular country at the foreign end of the private line or the carrier is exchanging switched traffic with a foreign carrier that the Commission has determined lacks market power in the country at the foreign end of the private line. See 47 C.F.R. §§ 63.16, 63.22(e), 63.23(d). A foreign carrier lacks market power for purposes of this rule if it does not appear on the Commission list of foreign carriers that do not qualify for the presumption that they lack market power in particular foreign points. This list is available at http://www.fcc.gov/Bureaus/International/Public_Notices/1999/da990809.txt. See generally 1998 Biennial Regulatory Review - Reform of the International Settlements Policy and Associated Filing Requirements, IB Docket Nos. 98-148, 95-22, CC Docket No. 90-337 (Phase II), FCC 99-73 (rel. May 6, 1999), paras. 12-15, 102-109.

(6) The Commission has authorized the provision of switched basic services via facilities-based or resold private lines between the United States and the following foreign points: Sweden, Canada, New Zealand, the United Kingdom, Australia, The Netherlands, Luxembourg, Norway, Denmark, France, Germany, Belgium, Austria, Switzerland, Japan, Italy, Ireland, Hong Kong, Iceland, Spain, Finland, Israel, Singapore, Netherlands Antilles, Poland, Argentina, United Arab Emirates, Macau, Hungary, Philippines, Greece, Uruguay, Brunei, Trinidad & Tobago, Czech Republic, the Dominican Republic, Brazil, Botswana, Costa Rica, South Africa, Saint Lucia, Saint Kitts & Nevis, Saint Vincent, Antigua, Malaysia, Thailand, Belize, Panama, Guatemala, Venezuela, Bahrain, South Korea, Portugal, Cyprus, Slovak Republic, Slovenia, Dominica, Grenada, Jamaica, Kuwait, Jordan, Paraguay, Croatia, Egypt, Zambia, Ecuador, Barbados, Colombia, Chile, El

Salvador, Taiwan, Nicaragua, Turkey, Peru, Morocco, Ghana, Bolivia, Guyana, Mongolia, Zimbabwe, Gambia, Nigeria, Bangladesh, Indonesia, Tunisia, Qatar, Oman, Mauritius, New Caledonia, Guinea, Suriname, and Fiji Islands.

(7) Carriers may engage in "switched hubbing" to countries for which the Commission has not authorized the provision of switched basic services over private lines consistent with Section 63.17(b) of the rules.

(8) Carriers may provide U.S. inbound or outbound switched basic service via their authorized private lines extending between or among the United States, Sweden, New Zealand, the United Kingdom, Australia, The Netherlands, Luxembourg, Norway, Denmark, France, Germany, Belgium, Austria, Switzerland, Japan, Italy, Ireland, Hong Kong, Iceland, Spain, Finland, Israel, Singapore, Netherlands Antilles, Poland, Argentina, United Arab Emirates, Macau, Hungary, Philippines, Greece, Uruguay, Brunei, Trinidad & Tobago, Czech Republic, the Dominican Republic, Brazil, Botswana, Costa Rica, South Africa, Saint Lucia, Saint Kitts & Nevis, Saint Vincent, Antigua, Malaysia, Thailand, Belize, Panama, Guatemala, Venezuela, Bahrain, South Korea, Portugal, Cyprus, Slovak Republic, Slovenia, Dominica, Grenada, Jamaica, Kuwait, Jordan, Paraguay, Croatia, Egypt, Zambia, Ecuador, Barbados, Colombia, Chile, El Salvador, Taiwan, Nicaragua, Turkey, Peru, Morocco, Ghana, Bolivia, Guyana, Mongolia, Zimbabwe, Gambia, Nigeria, Bangladesh, Indonesia, Tunisia, Qatar, Oman, Mauritius, and New Caledonia, Guinea, Suriname, and Fiji Islands.

(9) Carriers shall comply with the "No Special Concessions" rule, Section 63.14, 47 C.F.R. § 63.14.

(10) Carriers regulated as dominant for the provision of a particular communications service on a particular route for any reason other than a foreign carrier affiliation under Section 63.10 of the rules shall file tariffs pursuant to Section 203 of the Communications Act, as amended, 47 U.S.C. § 203, and Part 61 of the Commission's Rules, 47 C.F.R. Part 61. Except as specified in Section 20.15 with respect to commercial mobile radio service providers, carriers regulated as non-dominant, as defined in Section 61.3, and providing detariffed international services pursuant to Section 61.19 must comply with all applicable public disclosure and maintenance of information requirements in Sections 42.10 and 42.11. These non-dominant carriers may continue filing new or revised international tariffs for mass market services until January 28, 2002, when all tariffs, with limited exceptions, must be cancelled. Carriers may not file any new or revised contract tariffs or tariffs for other long-term international service arrangements. See 2000 Biennial Regulatory Review, Policy and Rules Concerning the International, Interexchange Marketplace, FCC 01-93, released March 20, 2001, 66 Fed. Reg. 16874 (Mar. 28, 2001).

(11) Carriers shall file the annual reports of overseas telecommunications traffic required by Section 43.61(a). Carriers shall also file the quarterly reports required by Section 43.61 in the circumstances specified in paragraphs (b) and (c) of that Section.

(12) Carriers shall file annual reports of circuit status and/or circuit additions in accordance with the requirements set forth in Rules for Filing of International Circuit Status Reports, CC Docket No. 93-157, Report and Order, 10 FCC Rcd 8605 (1995). See 47 C.F.R. §§ 43.82, 63.23(e). These requirements apply to facilities-based carriers and private line resellers, respectively. See also: <http://www.fcc.gov/ib/pd/pf/csmanual.html>

(13) Carriers should consult Section 63.19 of the rules when contemplating a discontinuance, reduction or impairment of service. Further, the grant of these applications shall not be construed to include authorization for the transmission of money in connection with the services the applicants have been given authority to provide. The transmission of money is not considered to be a common carrier service.

(14) If any carrier is reselling service obtained pursuant to a contract with another carrier, the services obtained by contract shall be made generally available by the underlying carrier to similarly situated customers at the same terms, conditions and rates. 47 U.S.C. § 203.

(15) To the extent the applicant is, or is affiliated with, an incumbent independent local exchange carrier, as those terms are defined in Section 64.1902 of the rules, it shall provide the authorized services in compliance with the requirements of Section 64.1903. See Regulatory Treatment of LEC Provision of Interexchange Services Originating in the LEC's Local Exchange Area and Policy and Rules Concerning the Interstate, Interexchange Marketplace, Second Report and Order in CC Docket No. 96-149 and Third Report and Order in CC Docket No. 96-61, 12 FCC Rcd 15756, recon., 12 FCC Rcd 8730 (1997), Order, 13 FCC Rcd 6427 (Com. Car. Bur. 1998), further recon., FCC 99-103 (rel. June 30, 1999).

(16) Except as otherwise ordered by the Commission, a carrier authorized here to provide facilities-based service that (i) is classified as dominant under Section 63.10 of the rules for the provision of such service on a particular route and (ii) is affiliated with a carrier that collects settlement payments for terminating U.S. international switched traffic at the foreign end of that route may not provide facilities-based service on that route unless the current rates the affiliate charges U.S. international carrier to terminate traffic are at or below the Commission's relevant benchmark adopted in International

Settlement Rates, IB Docket No. 96-261, Report and Order, 12 FCC Rcd 19806 (1997). See also Report and Order on Reconsideration and Order Lifting Stay in IB Docket No. 96-261, FCC 99-124 (rel. June 11, 1999). For the purposes of this rule, "affiliation" and "foreign carrier" are defined in Section 63.09.

Petitions for reconsideration under Section 1.106 or applications for review under Section 1.115 of the Commission's rules in regard to the grant of any of these applications may be filed within thirty days of this public notice (see Section 1.4(b)(2)).

For additional information, please contact the FCC Reference and Information Center, Room CY-A257, 445 12th Street SW, Washington, D.C. 20554, (202) 418-0270. People with Disabilities: To request materials in accessible formats for people with disabilities (braille, large print, electronic files, audio format), send an e-mail to fcc504@fcc.gov or call the Consumer & Governmental Affairs Bureau at 202-418-0530 (voice), 202-418-0432 (tty).

Exclusion List for International Section 214 Authorizations

-- Last Modified December 22, 1999 --

The following is a list of countries and facilities not covered by grant of global Section 214 authority under Section 63.18(e)(1) of the Commission's Rules, 47 C.F.R. § 63.18(e)(1). In addition, the facilities listed shall not be used by U.S. carriers authorized under Section 63.18 of the Commission's Rules unless the carrier's Section 214 authorization specifically lists the facility. Carriers desiring to serve countries or use facilities listed as excluded hereon shall file a separate Section 214 application pursuant to Section 63.18(e)(4) of the Commission's Rules. See generally 47 C.F.R. § 63.22.

Countries:

Cuba (Applications for service to Cuba shall comply with the separate filing requirements of the Commission's Public Notice Report No. I-6831, dated July 27, 1993, "FCC to Accept Applications for Service to Cuba.")

Facilities:

All non-U.S.-licensed satellite systems that are not on the Permitted Space Station List, maintained at <http://www.fcc.gov/ib/sd/se/permitted.html>. See International Bureau Public Notice, DA 99-2844 (rel. Dec. 17, 1999).

This list is subject to change by the Commission when the public interest requires. Before amending the list, the Commission will first issue a public notice giving affected parties the opportunity for comment and hearing on the proposed changes. The Commission may then release an order amending the exclusion list. This list also is subject to change upon issuance of an Executive Order. See Streamlining the Section 214 Authorization Process and Tariff Requirements, IB Docket No. 95-118, FCC 96-79, 11 FCC Rcd 12,884, released March 13, 1996 (61 Fed. Reg. 15,724, April 9, 1996). A current version of this list is maintained at <http://www.fcc.gov/ib/pd/pf/telecomrules.html#exclusionlist>.

For additional information, contact the International Bureau's Policy Division, (202) 418-1460.



PUBLIC NOTICE

Federal Communications Commission
445 12th St., S.W.
Washington, D.C. 20554

News Media Information 202 / 418-0500
Internet: <http://www.fcc.gov>
TTY: 1-888-835-5322

DA 06-2281
November 6, 2006

NOTICE OF DOMESTIC SECTION 214 AUTHORIZATIONS GRANTED

WC Docket No. 06-179, 06-182

The applications listed in this notice have been granted pursuant to the Commission's streamlined procedures for domestic section 214 transfer of control applications, 47 C.F.R. § 63.03. The Wireline Competition Bureau has determined that grant of these applications serves the public interest.¹ For purposes of computation of time for filing a petition for reconsideration or application for review, or for judicial review of the Commission's decision, the date of "public notice" shall be the release date of this notice.²

1. Domestic Section 214 Application filed for the Transfer of Control of National ComTel Network, Inc. to Todd McIntyre, WC Docket No. 06-179, DA 06-1992 (rel. Oct. 5, 2006).

Effective Date of Grant: November 5, 2006

2. Domestic Section 214 Application filed for the Transfer of Control of Yak Communications (America) Inc. from Yak Communications Inc. to Yaktastic Inc., WC Docket No. 06-182, DA 06-1991 (rel. Oct. 5, 2006).

Effective Date of Grant: November 5, 2006

For further information, please contact Adam Kirschenbaum at (202) 418-7280 or Dennis Johnson at (202) 418-0809, Competition Policy Division, Wireline Competition Bureau.

– FCC –

¹ *Implementation of Further Streamlining Measures for Domestic Section 214 Authorizations*, Report and Order, 17 FCC Rcd 5517, 5529, para. 22 (2002).

² *Id.*; see 47 C.F.R. § 1.4 (Computation of time).

EXHIBIT B

FCC Decisions Approving Yak America/Blackbird Transaction



PUBLIC NOTICE

FEDERAL COMMUNICATIONS COMMISSION
445 12th STREET S.W.
WASHINGTON D.C. 20554

News media information 202-418-0500
Fax-On-Demand 202-418-2830; Internet: <http://www.fcc.gov> (or <ftp.fcc.gov>)
TTY (202) 418-2555

DA No. 07-9

Report No. TEL-01102

Thursday January 4, 2007

INTERNATIONAL AUTHORIZATIONS GRANTED

Section 214 Applications (47 C.F.R. § 63.18); Section 310(b)(4) Requests

The following applications have been granted pursuant to the Commission's streamlined processing procedures set forth in Section 63.12 of the Commission's rules, 47 C.F.R. § 63.12, other provisions of the Commission's rules, or procedures set forth in an earlier public notice listing applications accepted for filing.

Unless otherwise noted, these grants authorize the applicants (1) to become a facilities-based international common carrier subject to 47 C.F.R. § 63.22; and/or (2) to become a resale-based international common carrier subject to 47 C.F.R. § 63.23; or (3) to exceed the 25 percent foreign ownership benchmark applicable to common carrier radio licensees under 47 U.S.C. § 310(b)(4).

THIS PUBLIC NOTICE SERVES AS EACH NEWLY AUTHORIZED CARRIER'S SECTION 214 CERTIFICATE. It contains general and specific conditions, which are set forth below. Newly authorized carriers should carefully review the terms and conditions of their authorizations. Failure to comply with general or specific conditions of an authorization, or with other relevant Commission rules and policies, could result in fines and forfeitures.

An updated version of Sections 63.09-.25 of the rules, and other related sections, is available at <http://www.fcc.gov/ib/pd/pf/telecomrules.html>.

ISP-AMD-20061116-00016 P

Trident Global Communications LLC

Amendment

Grant of Authority

Date of Action: 01/03/2007

Trident Global Communications LLC (Trident) and PetroCom License Corporation (PetroCom) (together, the "Petitioners") amend their petition for declaratory ruling, ISP-PDR-20060919-00012, filed pursuant to Section 310(b)(4) of the Communications Act of 1934, as amended, to request that any ruling issued by the Commission in connection with the Petition also encompass PetroCom's ability to acquire and hold Advanced Wireless Services (AWS) licenses in addition to licenses in the radio services identified in the Petition as originally filed. The petition for declaratory ruling, as amended, is granted. See ISP-PDR-20060919-00012.

Petition for Declaratory Ruling

Grant of Authority

Date of Action: 01/03/2007

Trident Global Communications LLC (Trident) and PetroCom License Corporation (PetroCom) (the "Petitioners") request a declaratory ruling that it is in the public interest to permit indirect foreign voting interests in PetroCom in excess of the 25 percent benchmark set forth in section 310(b)(4) of the Communications Act of 1934, as amended (the "Act"). This request, as amended in ISP-AMD-20061116-00016, is filed in connection with applications for consent to transfer control of PetroCom's common carrier radio licenses from the current shareholders of its parent company, S&P Cellular Holding Company, LLC (S&P), to Trident. PetroCom has filed transfer of control applications for its Cellular Radiotelephone, 800 MHz Specialized Mobile Radio (SMR), Advanced Wireless Service (AWS) licenses (ULS 0002734993); Domestic Fixed Satellite transmit/receive earth station licenses (IBFS File No. SES-T/C-20060920-01757); and Very Small Aperture Terminal (VSAT) licenses (IBFS File No. SES-T/C-20060920-01758)

Trident has entered into an agreement whereby it will acquire all of the issued and outstanding stock of S&P. At the same time, all of PetroCom's issued and outstanding stock will be acquired by its affiliate, PetroCom, LLC. Upon consummation, PetroCom will be indirectly wholly owned by Trident through Trident's 100% direct and indirect ownership of S&P and PetroCom, LLC, respectively, each of which is a U.S.-organized company.

Trident is 91% majority-owned and controlled by H.I.G. Communications, L.L.C., a privately-held U.S. investment company. H.I.G. Communications, L.L.C. is wholly owned by H.I.G. Bayside Opportunity Fund, L.P. (Bayside Opportunity), a U.S. limited partnership. Bayside Opportunity is controlled by its sole general partner, H.I.G. Bayside Advisors, LLC (Bayside Advisors), which also holds a 0.28% equity interest in Bayside Opportunity. Bayside Advisors is a U.S. limited liability company that is controlled by a managing member, H.I.G.-GP II, Inc. (HIG-GP II), a Delaware corporation that is owned and controlled by two U.S. citizens: Anthony Tamer (50%) and Sami Mnaymneh (50%). HIG-GP II has no equity interest in Bayside Advisors. There are four non-managing members that hold the equity interest, but no voting interest, in Bayside Advisors. One of these non-managing members is Kactus Investment Corporation, a privately-held Cayman Islands corporation that holds a 40% equity interest in Bayside Advisors.

According to the Petitioners, Kactus has its principal place of business in the United States and is wholly owned by the Tamer Family Trust, a U.S.-based trust that is controlled by a U.S. citizen, Anthony Tamer, its sole trustee. Petitioners state that the trustee's management of the Tamer Family Trust and its investments is irrevocable and that the trust has one beneficiary, a citizen of Lebanon who holds no voting interest but merely receives profit from the trust.

Applying the Commission's foreign ownership case precedent, Petitioners calculate that Kactus would have, post-transaction, a 0.1019% indirect equity interest in PetroCom. Kactus may also be considered to have a 40% indirect voting interest in PetroCom as a result of its 40% ownership interest in Bayside Advisors, the controlling general partner of Bayside Opportunity, which holds indirectly 91% of the equity and voting interests in Trident.

Pursuant to Section 310(b)(4) of the Act and the rules and policies established by the Commission's Foreign Participation Order, 12 FCC Rcd 23891 (1997), Order on Reconsideration, 15 FCC Rcd 18158 (2000), we find that it would not serve the public interest to prohibit Kactus from holding a 40% indirect voting interest in PetroCom. Specifically, this ruling permits Kactus to hold up to and including a 40% indirect voting interest in PetroCom. PetroCom may accept up to and including an additional aggregate 25% indirect equity and/or voting interest from any of the foreign investors named in the petition (with the exception of Kactus as to voting interests) as well as any other foreign investors without seeking prior Commission approval subject to the following conditions: (1) any additional foreign equity or voting interests shall not cause the amount attributable to a single individual or entity from a World Trade Organization (WTO) Member country, or cumulatively to individuals or entities from non-WTO Member countries, to exceed 25% of PetroCom's total equity or voting interests; and (2) in accordance with Section 310(d) of the Act, any additional foreign investment shall not result in a transfer of control of PetroCom.

This authorization is without prejudice to the Commission's action on any other related pending application(s).

International Telecommunications Certificate

Service(s): Global or Limited Global Facilities-Based Service, Global or Limited Global Resale Service

Grant of Authority

Date of Action: 12/29/2006

Application for authority to provide facilities-based service in accordance with Section 63.18(e)(1) of the rules, and also to provide service in accordance with Section 63.18(e)(2) of the rules.

ITC-214-20061214-00563 E

JC Telecommunications Co., LLC

International Telecommunications Certificate

Service(s): Global or Limited Global Facilities-Based Service, Global or Limited Global Resale Service

Grant of Authority

Date of Action: 12/29/2006

Application for authority to provide facilities-based service in accordance with Section 63.18(e)(1) of the rules, and also to provide service in accordance with Section 63.18(e)(2) of the rules.

ITC-T/C-20060920-00436 E

PetroCom License Corporation

Transfer of Control

Grant of Authority

Date of Action: 01/03/2007

Current Licensee: Petrocom License Corporation

FROM: S&P Cellular Holding Company, LLC

TO: Trident Global Communications LLC

Application for consent to transfer control of international Section 214 authorization, ITC-214-19980226-00151, held by PetroCom License Corporation (PetroCom) from the shareholders of S&P Cellular Holding Company, LLC (S&P) to Trident Global Communications LLC (Trident). Trident has entered into an agreement with the current shareholders of S&P whereby Trident will acquire all of the issued and outstanding stock of S&P. At the same time, all of PetroCom's issued and outstanding stock will be acquired by its affiliate, PetroCom, LLC. Upon consummation, PetroCom will be indirectly wholly owned by Trident through Trident's 100% direct and indirect ownership of S&P and PetroCom, LLC, respectively.

Trident is 91% majority-owned and controlled by H.I.G. Communications, L.L.C., which, in turn, is wholly owned by H.I.G. Bayside Opportunity Fund, L.P. (Bayside Opportunity). Bayside Opportunity is controlled by its sole general partner, H.I.G. Bayside Advisors, LLC (Bayside Advisors), which also holds a 0.28% equity interest in Bayside Opportunity. Bayside Advisors is controlled by a managing member, H.I.G.-GPII, Inc. (HIG-GPII), which is owned and controlled by two U.S. citizens: Anthony Tamer (50%) and Sami Mnaymneh (50%). HIG-GPII has no equity interest in Bayside Advisors. There are four non-managing members that hold the equity interest, but no voting interest, in Bayside Advisors. One of these non-managing members is Kactus Investment Corporation, a privately-held Cayman Islands corporation that holds a 40% equity interest in Bayside Advisors. According to the Petitioners, Kactus is wholly owned by the Tamer Family Trust, a U.S.-based trust that is controlled by a U.S. citizen, Anthony Tamer, its sole trustee. Petitioners state that the trustee's management of the Tamer Family Trust and its investments is irrevocable and that the trust has one beneficiary, a citizen of Lebanon who holds no voting interest but merely receives profit from the trust. According to the Application, there are no other individuals or entities that would hold a 10% or greater direct or indirect equity or voting interest in PetroCom. This authorization is without prejudice to the Commission's action on any other related pending application(s).

ITC-T/C-20061206-00546 E

Yak Communications (America) Inc.

Transfer of Control

Grant of Authority

Date of Action: 12/29/2006

Current Licensee: Yak Communications (America) Inc.

FROM: Yaktastic Inc.

TO: Blackbird Corporation

Application for consent to transfer control of international section 214 authorization, ITC-214-20010508-00303, held by Yak Communications (America) Inc. (Yak America), from its 100% parent Yaktastic Inc. (Yaktastic), to Blackbird Corporation (Blackbird), a Florida corporation. Pursuant to a Stock Purchase Agreement dated December 4, 2006, Blackbird will purchase from Yaktastic all of the issued and outstanding shares of capital stock of Yak America for cash. Yak America will then become a direct, wholly-owned subsidiary of Blackbird. Blackbird is wholly-owned by Jose Cadi, a U.S. citizen. This authorization is without prejudice to the Commission's action on any other related pending application(s).

CONDITIONS APPLICABLE TO INTERNATIONAL SECTION 214 AUTHORIZATIONS

(1) These authorizations are subject to the Exclusion List for International Section 214 Authorizations, which identifies restrictions on providing service to particular countries or using particular facilities. The most recent Exclusion List is attached to this Public Notice. The list applies to all U.S. international carriers, including those that have previously received global or limited global Section 214 authority, whether by streamlined grant or specific written order. Carriers are advised that the attached Exclusion List is subject to amendment at any time pursuant to the procedures set forth in Streamlining the International Section 214 Authorization Process and Tariff Requirements, IB Docket No. 95-118, 11 FCC Rcd 12884 (1996), para. 18. A copy of the current Exclusion List will be maintained in the FCC Reference and Information Center and will be available at <http://www.fcc.gov/ib/td/pf/exclusionlist.html>. It also will be attached to each Public Notice that grants international Section 214 authority.

(2) The export of telecommunications services and related payments to countries that are subject to economic sanctions may be restricted. For information concerning current restrictions, call the Office of Foreign Assets Control, U.S. Department of the Treasury, (202) 622-2520.

(3) Carriers shall comply with the requirements of Section 63.11 of the Commission's rules, which requires notification by, and in certain circumstances prior notification by, U.S. carriers acquiring an affiliation with foreign carriers. A carrier that acquires an affiliation with a foreign carrier will be subject to possible reclassification as a dominant carrier on an affiliated route pursuant to the provisions of Section 63.10 of the rules. The Commission recently amended Section 63.11 of the rules in its Order on Reconsideration in IB Docket No. 97-142, 15 FCC Rcd 18158 (2000).

(4) Carriers shall comply with the Commission's International Settlements Policy and associated filing requirements contained in Sections 43.51 and 64.1001 of the Commission's Rules, 47 C.F.R. §§ 43.51, 64.1001. The Commission modified these requirements most recently in 2000 Biennial Regulatory Review, Policy and Rules Concerning the International, Interexchange Marketplace, FCC 01-93, released, March 20, 2001, 66 Fed. Reg. 16874 (Mar. 28, 2001). See also 1998 Biennial Regulatory Review - Reform of the International Settlements Policy and Associated Filing Requirements, IB Docket Nos. 98-148, 95-22, CC Docket No. 90-337 (Phase II), FCC 99-73 (rel. May 6, 1999). In addition, any carrier interconnecting private lines to the U.S. public switched network at its switch, including any switch in which the carrier obtains capacity either through lease or otherwise, shall file annually with the Chief, International Bureau, a certified statement containing, on a country-specific basis, the number and type (e.g., 64 kbps circuits) of private lines interconnected in such manner. The Commission will treat the country of origin information as confidential. Carriers need not file their contracts for interconnection unless the Commission specifically requests. Carriers shall file their annual report on February 1 (covering international private lines interconnected during the preceding January 1 to December 31 period) of each year. International private lines to countries for which the Commission has authorized the provision of switched basic services over private lines at any time during a particular reporting period are exempt from this requirement. See 47 C.F.R. § 43.51(d).

(5) Carriers authorized to provide private line service either on a facilities or resale basis are limited to the provision of such private line service only between the United States and those foreign points covered by their referenced applications for Section 214 authority. In addition, the carriers may not -- and their tariffs must state that their customers may not -- connect their private lines to the public switched network at either the U.S. or foreign end, or both, for the provision of international switched basic services, unless the Commission has authorized the provision of switched services over private lines to the particular country at the foreign end of the private line or the carrier is exchanging switched traffic with a foreign carrier that the Commission has determined lacks market power in the country at the foreign end of the private line. See 47 C.F.R. §§ 63.16, 63.22(e), 63.23(d). A foreign carrier lacks market power for purposes of this rule if it does not appear on the Commission list of foreign carriers that do not qualify for the presumption that they lack market power in particular foreign points. This list is available at http://www.fcc.gov/Bureaus/International/Public_Notices/1999/da990809.txt. See generally 1998 Biennial Regulatory Review - Reform of the International Settlements Policy and Associated Filing Requirements, IB Docket Nos. 98-148, 95-22, CC Docket No. 90-337 (Phase II), FCC 99-73 (rel. May 6, 1999), paras. 12-15, 102-109.

(6) The Commission has authorized the provision of switched basic services via facilities-based or resold private lines between the United States and the following foreign points: Sweden, Canada, New Zealand, the United Kingdom, Australia, The Netherlands, Luxembourg, Norway, Denmark, France, Germany, Belgium, Austria, Switzerland, Japan, Italy, Ireland, Hong Kong, Iceland, Spain, Finland, Israel, Singapore, Netherlands Antilles, Poland, Argentina, United Arab Emirates, Macau, Hungary, Philippines, Greece, Uruguay, Brunei, Trinidad & Tobago, Czech Republic, the Dominican Republic, Brazil, Botswana, Costa Rica, South Africa, Saint Lucia, Saint Kitts & Nevis, Saint Vincent, Antigua, Malaysia, Thailand, Belize, Panama, Guatemala, Venezuela, Bahrain, South Korea, Portugal, Cyprus, Slovak Republic, Slovenia, Dominica, Grenada, Jamaica, Kuwait, Jordan, Paraguay, Croatia, Egypt, Zambia, Ecuador, Barbados, Colombia, Chile, El

Salvador, Taiwan, Nicaragua, Turkey, Peru, Morocco, Ghana, Bolivia, Guyana, Mongolia, Zimbabwe, Gambia, Nigeria, Bangladesh, Indonesia, Tunisia, Qatar, Oman, Mauritius, New Caledonia, Guinea, Suriname, and Fiji Islands.

(7) Carriers may engage in "switched hubbing" to countries for which the Commission has not authorized the provision of switched basic services over private lines consistent with Section 63.17(b) of the rules.

(8) Carriers may provide U.S. inbound or outbound switched basic service via their authorized private lines extending between or among the United States, Sweden, New Zealand, the United Kingdom, Australia, The Netherlands, Luxembourg, Norway, Denmark, France, Germany, Belgium, Austria, Switzerland, Japan, Italy, Ireland, Hong Kong, Iceland, Spain, Finland, Israel, Singapore, Netherlands Antilles, Poland, Argentina, United Arab Emirates, Macau, Hungary, Philippines, Greece, Uruguay, Brunei, Trinidad & Tobago, Czech Republic, the Dominican Republic, Brazil, Botswana, Costa Rica, South Africa, Saint Lucia, Saint Kitts & Nevis, Saint Vincent, Antigua, Malaysia, Thailand, Belize, Panama, Guatemala, Venezuela, Bahrain, South Korea, Portugal, Cyprus, Slovak Republic, Slovenia, Dominica, Grenada, Jamaica, Kuwait, Jordan, Paraguay, Croatia, Egypt, Zambia, Ecuador, Barbados, Colombia, Chile, El Salvador, Taiwan, Nicaragua, Turkey, Peru, Morocco, Ghana, Bolivia, Guyana, Mongolia, Zimbabwe, Gambia, Nigeria, Bangladesh, Indonesia, Tunisia, Qatar, Oman, Mauritius, and New Caledonia, Guinea, Suriname, and Fiji Islands.

(9) Carriers shall comply with the "No Special Concessions" rule, Section 63.14, 47 C.F.R. § 63.14.

(10) Carriers regulated as dominant for the provision of a particular communications service on a particular route for any reason other than a foreign carrier affiliation under Section 63.10 of the rules shall file tariffs pursuant to Section 203 of the Communications Act, as amended, 47 U.S.C. § 203, and Part 61 of the Commission's Rules, 47 C.F.R. Part 61. Except as specified in Section 20.15 with respect to commercial mobile radio service providers, carriers regulated as non-dominant, as defined in Section 61.3, and providing detariffed international services pursuant to Section 61.19 must comply with all applicable public disclosure and maintenance of information requirements in Sections 42.10 and 42.11. These non-dominant carriers may continue filing new or revised international tariffs for mass market services until January 28, 2002, when all tariffs, with limited exceptions, must be cancelled. Carriers may not file any new or revised contract tariffs or tariffs for other long-term international service arrangements. See 2000 Biennial Regulatory Review, Policy and Rules Concerning the International, Interexchange Marketplace, FCC 01-93, released March 20, 2001, 66 Fed. Reg. 16874 (Mar. 28, 2001).

(11) Carriers shall file the annual reports of overseas telecommunications traffic required by Section 43.61(a). Carriers shall also file the quarterly reports required by Section 43.61 in the circumstances specified in paragraphs (b) and (c) of that Section.

(12) Carriers shall file annual reports of circuit status and/or circuit additions in accordance with the requirements set forth in Rules for Filing of International Circuit Status Reports, CC Docket No. 93-157, Report and Order, 10 FCC Rcd 8605 (1995). See 47 C.F.R. §§ 43.82, 63.23(e). These requirements apply to facilities-based carriers and private line resellers, respectively. See also: <http://www.fcc.gov/ib/pd/pf/csmanual.html>

(13) Carriers should consult Section 63.19 of the rules when contemplating a discontinuance, reduction or impairment of service. Further, the grant of these applications shall not be construed to include authorization for the transmission of money in connection with the services the applicants have been given authority to provide. The transmission of money is not considered to be a common carrier service.

(14) If any carrier is reselling service obtained pursuant to a contract with another carrier, the services obtained by contract shall be made generally available by the underlying carrier to similarly situated customers at the same terms, conditions and rates. 47 U.S.C. § 203.

(15) To the extent the applicant is, or is affiliated with, an incumbent independent local exchange carrier, as those terms are defined in Section 64.1902 of the rules, it shall provide the authorized services in compliance with the requirements of Section 64.1903. See Regulatory Treatment of LEC Provision of Interexchange Services Originating in the LEC's Local Exchange Area and Policy and Rules Concerning the Interstate, Interexchange Marketplace, Second Report and Order in CC Docket No. 96-149 and Third Report and Order in CC Docket No. 96-61, 12 FCC Rcd 15756, recon., 12 FCC Rcd 8730 (1997), Order, 13 FCC Rcd 6427 (Com. Car. Bur. 1998), further recon., FCC 99-103 (rel. June 30, 1999).

(16) Except as otherwise ordered by the Commission, a carrier authorized here to provide facilities-based service that (i) is classified as dominant under Section 63.10 of the rules for the provision of such service on a particular route and (ii) is affiliated with a carrier that collects settlement payments for terminating U.S. international switched traffic at the foreign end of that route may not provide facilities-based service on that route unless the current rates the affiliate charges U.S. international carrier to terminate traffic are at or below the Commission's relevant benchmark adopted in International

Settlement Rates, IB Docket No. 96-261, Report and Order, 12 FCC Rcd 19806 (1997). See also Report and Order on Reconsideration and Order Lifting Stay in IB Docket No. 96-261, FCC 99-124 (rel. June 11, 1999). For the purposes of this rule, "affiliation" and "foreign carrier" are defined in Section 63.09.

Petitions for reconsideration under Section 1.106 or applications for review under Section 1.115 of the Commission's rules in regard to the grant of any of these applications may be filed within thirty days of this public notice (see Section 1.4(b)(2)).

For additional information, please contact the FCC Reference and Information Center, Room CY-A257, 445 12th Street SW, Washington, D.C. 20554, (202) 418-0270. People with Disabilities: To request materials in accessible formats for people with disabilities (braille, large print, electronic files, audio format), send an e-mail to fcc504@fcc.gov or call the Consumer & Governmental Affairs Bureau at 202-418-0530 (voice), 202-418-0432 (tty).

Exclusion List for International Section 214 Authorizations

-- Last Modified December 22, 1999 --

The following is a list of countries and facilities not covered by grant of global Section 214 authority under Section 63.18(e)(1) of the Commission's Rules, 47 C.F.R. § 63.18(e)(1). In addition, the facilities listed shall not be used by U.S. carriers authorized under Section 63.18 of the Commission's Rules unless the carrier's Section 214 authorization specifically lists the facility. Carriers desiring to serve countries or use facilities listed as excluded hereon shall file a separate Section 214 application pursuant to Section 63.18(e)(4) of the Commission's Rules. See generally 47 C.F.R. § 63.22.

Countries:

Cuba (Applications for service to Cuba shall comply with the separate filing requirements of the Commission's Public Notice Report No. I-6831, dated July 27, 1993, "FCC to Accept Applications for Service to Cuba.")

Facilities:

All non-U.S.-licensed satellite systems that are not on the Permitted Space Station List, maintained at <http://www.fcc.gov/ib/sd/se/permitted.html>. See International Bureau Public Notice, DA 99-2844 (rel. Dec. 17, 1999).

This list is subject to change by the Commission when the public interest requires. Before amending the list, the Commission will first issue a public notice giving affected parties the opportunity for comment and hearing on the proposed changes. The Commission may then release an order amending the exclusion list. This list also is subject to change upon issuance of an Executive Order. See Streamlining the Section 214 Authorization Process and Tariff Requirements, IB Docket No. 95-118, FCC 96-79, 11 FCC Rcd 12,884, released March 13, 1996 (61 Fed. Reg. 15,724, April 9, 1996). A current version of this list is maintained at <http://www.fcc.gov/ib/pd/pf/telecomrules.html#exclusionlist>.

For additional information, contact the International Bureau's Policy Division, (202) 418-1460.



PUBLIC NOTICE

Federal Communications Commission
445 12th St., S.W.
Washington, D.C. 20554

News Media Information 202 / 418-0500
Internet: <http://www.fcc.gov>
TTY: 1-888-835-5322

DA 07-86
January 16, 2007

NOTICE OF DOMESTIC SECTION 214 AUTHORIZATIONS GRANTED

WC Docket Nos. 06-217, 06-222

The applications listed in this notice have been granted pursuant to the Commission's streamlined procedures for domestic section 214 transfer of control applications, 47 C.F.R. § 63.03. The Wireline Competition Bureau has determined that grant of these applications serves the public interest.¹ For purposes of computation of time for filing a petition for reconsideration or application for review, or for judicial review of the Commission's decision, the date of "public notice" shall be the release date of this notice.²

Domestic Section 214 Application Filed for the Transfer of Control of Yak Communications (America) Inc. from Yaktastic Inc. to Blackbird Corporation, WC Docket No. 06-222, DA 06-2504 (rel. Dec. 13, 2006).

Effective Grant Date: January 13, 2007

Domestic Section 214 Application Filed for the Acquisition of Assets of Acceris Management and Acquisition LLC, New Access Communications LLC, and Choicetel LLC by First Communications, LLC, WC Docket No. 06-217, DA 06-2509 (rel. Dec. 14, 2006).

Effective Grant Date: January 14, 2007

For further information, please contact Alex Johns at 202-418-1167, Competition Policy Division, Wireline Competition Bureau.

– FCC –

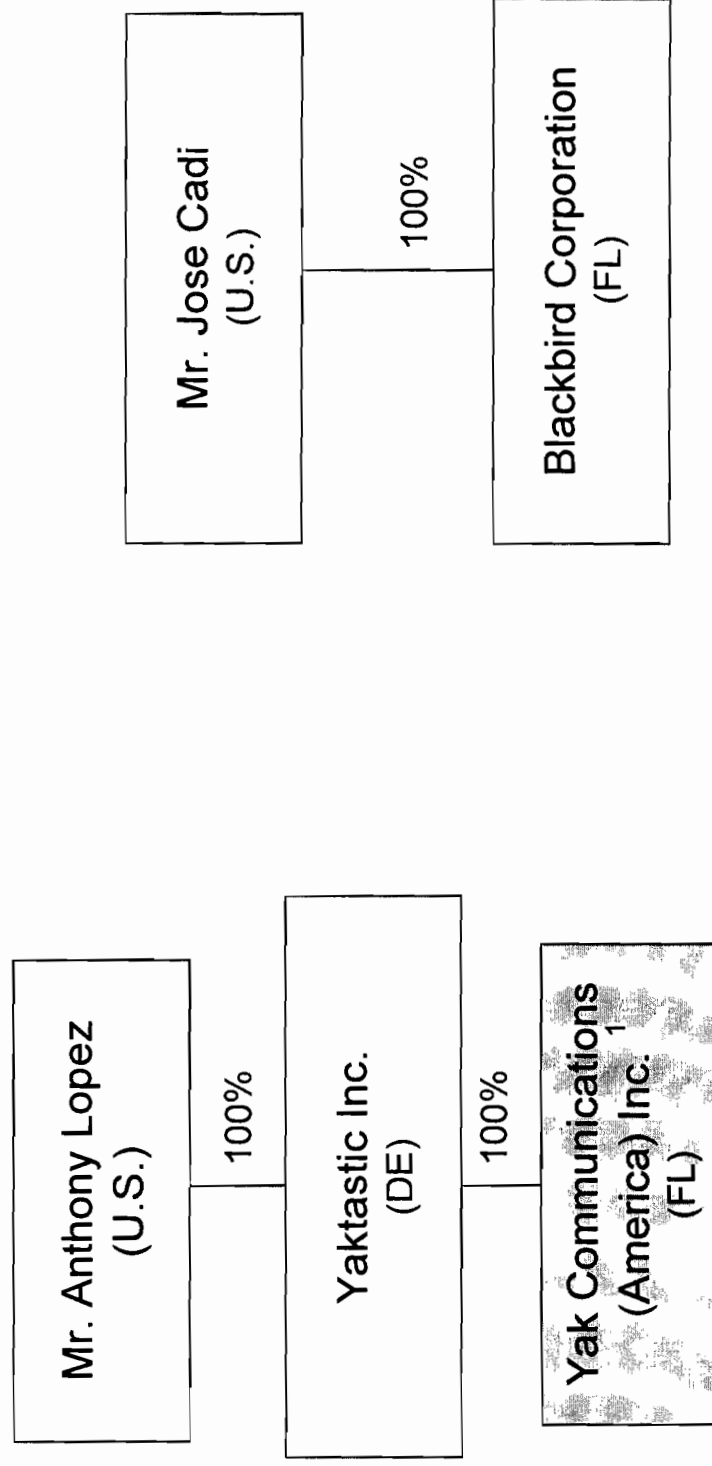
¹ *Implementation of Further Streamlining Measures for Domestic Section 214 Authorizations*, Report and Order, 17 FCC Rcd 5517, 5529, para. 22 (2002).

² *Id.*; see 47 C.F.R. § 1.4 (Computation of time).

EXHIBIT C

Illustrative Chart of Pre-Transaction Ownership

Pre-Transaction Corporate Structure

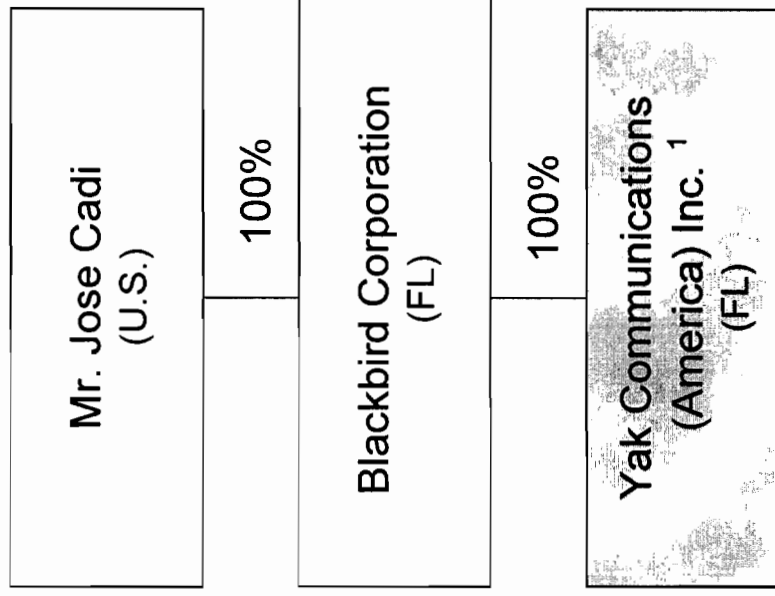


¹ Yak America is authorized to provide telecommunications services in the states.

EXHIBIT D

Illustrative Chart of Post Transaction Ownership

Post-Transaction Corporate Structure



¹ Yak America is authorized to provide telecommunications services in the states.

EXHIBIT E

Biographies of Key Consultant Personnel

MANAGEMENT BIOGRAPHIES

Yak Communications (America) Inc.

Jose Cadi

President, Secretary & Treasurer

Mr. Cadi has over 35 years of marketing experience in the international telecommunications market. He was the sole distributor of the first prepaid cards in Florida (Globafon-founded in 1990) with an estimated 1000 point of sales. During the last 2 years he served as Marketing Manager for YAK Communication USA, where he specialized in the domestic and international Hispanic Markets.

He is a graduate from the School of Business in Havana, Cuba and holds three major designations in marketing: CRS, CRB and GRI.

Lazara Valmana

Director, Customer Service, Provisioning and Sales Support

Ms. Valmana has over 15 years of experience in the telecommunication industry in a wide range of customer service, operations and administrative functions. Ms. Valmana also has vast knowledge of the calling card industry and its niche markets.

Cipher Networks Inc.

Valerie A Ferraro

Vice President

As the senior leader of Cipher Networks, Valerie brings an exceptional depth of leadership and industry experience to the organization. With 30 years of Bell Canada service, Valerie has led and achieved remarkable success in a wide variety of Sales, Marketing, Regulatory, Customer Service, and Operations disciplines in the Consumer, Business and Wholesale Markets. Valerie led the implementation of the original CRTC-Mandated competitive long distance decision by establishing Bell Canada's Carrier Service Department. With her direction, the organization grew and developed into one of The Company's most significant revenue and EBIDTA contributors, with significant relationships in Canadian, United States and International markets. Throughout her tenure she has worked closely with the Regulatory bodies in these markets to ensure compliance and to balance the needs of the Consumer /Carrier and Company. Mrs. Ferraro has appeared before the CRTC as an advocate and sub-committee member on various Decision Hearings and dispute mediation processes.

For the past three years (2003-2006), Valerie served as President of Yak Communications (Canada), a publicly traded (Nasdaq) company which was long term debt-free, cash flow and ebidta positive. Yak provides alternative long distance services to approx. 800,000 consumers, voice and data services to small business, and out-sourced billing management to Enterprise

business. While maintaining a focus on service quality, Valerie's team increased margins by 30% ,significantly reduced fraudulent calls, began a SOX implementation process, and directly participated in the CRTC VoIP and Regulatory Reform hearings. Yak Communications was sold to Globalive in November 2006.

Steven Kerr

Director, Network Operations

Mr. Kerr has over 18 years of experience in the telecom industry. Prior to joining Cipher, he spent 2 years at Yak Communications Inc. in the position of Vice President of Network Operations and Engineering where he managed a large number of teams responsible for all aspects of IP and TDM network engineering and provisioning as well as IS/IT. Before that he spent 12 years at Bell Canada in a variety of engineering, technical support and sales roles all within the competitive carrier arena. Just before leaving Bell he worked on large scale interconnection agreements with U.S. and International service providers, ensuring that both the rights and obligations of the Customer and the Company were met. Prior to Bell Canada he worked at National Telecom where he established a national data and voice network and the first commercial Frame Relay service in Canada.

VERIFICATION

I, Jose Cadi, state that I am the President of Blackbird Corporation, a party to this filing; that I am authorized to make this Verification on behalf of Blackbird Corporation; that the foregoing filing was prepared under my direction and supervision; and that the statements in the foregoing filing are true and correct to the best of my knowledge, information and belief.

Jose Cadi
Name: Jose Cadi
Title: President
Blackbird Corporation

SWORN TO AND SUBSCRIBED before
me on the 10 day of January, 2007.

Dennis J. Olle
Notary Public

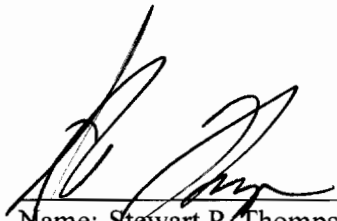


DENNIS J. OLLE
MY COMMISSION # DD 412312
EXPIRES: March 29, 2009
Bonded Thru Budget Notary Services

My commission expires: _____

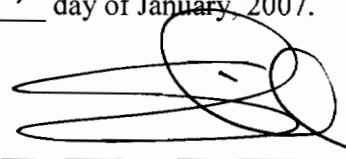
VERIFICATION

I, Stewart P. Thompson, state that I am Secretary for Yaktastic Inc., a party to this filing; that I am authorized to make this Verification on behalf of Yaktastic Inc. and its subsidiary, Yak Communications (America) Inc., that the foregoing filing was prepared under my direction and supervision; and that the statements in the foregoing filing are true and correct to the best of my knowledge, information, and belief.



Name: Stewart P. Thompson
Title: Secretary
Yaktastic Inc.

SWORN TO AND SUBSCRIBED before me on
the 16th day of January, 2007.



Notary Public

My commission expires: _____