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**By Email and Overnight Delivery**

Chairman Ron Jones  
c/o Sharla Dillon, Docket Room Manager  
Tennessee Regulatory Authority  
460 James Robertson Parkway  
Nashville, TN 37243-0505

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**Re: Docket No. 07-00082 – Joint Petition of Startec Global  
Communications Corporation, Startec Global Operating Company  
and Platinum Equity, LLC For Approval of Transfer of Control of  
Startec Global Operations Company  
Response to Data Request No. 2**

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

Dear Chairman Jones:

On behalf of Startec Global Communications Corporation, Startec Global Operating Company and Platinum Equity, LLC (collectively, "Petitioners"), enclosed for filing are an original and four (4) copies of Petitioners' response to Data Request No. 2 in the above cited docket issued on May 2, 2007. Please note that the correct caption for this case should read: *Joint Petition of Startec Global Communications Corporation, Startec Global Operating Company and Platinum Equity, LLC For Approval of Transfer of Control of Startec Global Operating Company*, (not "Operations Company").

Please date stamp the extra copy of this filing and return it in the envelope provided. Petitioners have also provided a diskette with an electronic copy of this filing in PDF format. Should you have any questions, please do not hesitate to contact me.

Respectfully submitted,



Catherine Wang  
Brett Ferenchak

Enclosure

Cc: Carlos Black (TRA) (via email)

**BEFORE THE TENNESSEE REGULATORY AUTHORITY  
Nashville, Tennessee**

**May 8, 2007**

Joint Petition of

**STARTEC GLOBAL COMMUNICATIONS  
CORPORATION,  
STARTEC GLOBAL OPERATING COMPANY**

and

**PLATINUM EQUITY, LLC**

For the Indirect Transfer of Control of  
Startec Global Operating Company to  
Platinum Equity, LLC

Docket No. 07-00082

**RESPONSES TO TENNESSEE REGULATORY AUTHORITY'S  
DATA REQUEST NO. 2**

Startec Global Communications Corporation ("SGCC"), Startec Global Operating Company ("Startec") and Platinum Equity, LLC ("Platinum") (collectively, "Petitioners"), by undersigned counsel, hereby provide the following responses to the Tennessee Regulatory Authority's ("TRA") Data Request No. 1:

- 1. Provide information concerning compliance with TRA Rule 1220-4-2-.56(2)(d) concerning the merger of Startec Global Licensing Company and Startec Global Operating Company.**

**ANSWER:** TRA Rule 1220-4-2-.56(2)(d) requires customer notice when a customer base is included in an asset transfer between two telecommunications carriers. In this case, the Parties undertook an internal corporate reorganization involving two commonly owned, and similarly named corporate entities: Startec and Startec Global Licensing Company ("SGLC"). As further explained below, Startec did not provide specific customer notice of this internal

business change in order to avoid the significant customer confusion that announcement of this transparent transaction would undoubtedly cause. To the extent necessary, Startec requests a waiver of TRA Rule 1220-4-2-.56(2)(d) to the extent that it may apply to the *pro forma* corporate restructuring. In the alternative, Startec proposes to mail to its intrastate customers the sample customer notice provided as Attachment A.

The *pro forma* corporate restructuring was entirely transparent to SGLC's customers, who were also customers of Startec if they received international long distance service from the company. The *pro forma* corporate restructuring involved only two affiliated companies with substantially similar corporate names and that used the same billing format and corporate logo. A sample bill is provided as Attachment A. Since there also was no change in the terms and conditions of services or rates as a result of the *pro forma* corporate restructuring, the transaction was entirely transparent to customers.

**2. Provide information regarding FCC approval, if required, of the merger of Startec Global Licensing Company and Startec Global Operating Company.**

**ANSWER:** The *pro forma* merger between SGLC and Startec did not require any FCC approvals. First, the FCC international Section 214 authorization was already held by Startec and, therefore, the authorization was held by the same company before and after the *pro forma* corporate restructuring. With regard to the domestic 214 authorization, the FCC rules clearly indicate that approval is not required for a *pro forma* transaction affecting a domestic 214 authorization. See 47 C.F.R. §§ 63.03(d) & 63.24(f); *In re Implementation of Further Streamlining Measures for Domestic Section 214 Authorizations*, Report and Order, CC Docket No. 01-150 at ¶54 (rel. Mar. 21, 2002). Therefore, Startec was not required to file any applications with the FCC.

**3. Provide the number of customers served in Tennessee by Startec Global Licensing Company and Startec Global Operating Company.**

**ANSWER:** Startec Global Operating Company provides service to approximately 500 total presubscribed and dial-around customers in Tennessee, a small percentage of which receive intrastate telecommunications services. Prior to the *pro forma* corporate restructuring, those customers were served by SGLC, which does not currently serve any customers.

Respectfully submitted,



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Counsel for SGCC and Startec

Dated: May 8, 2007

**ATTACHMENT A**

**Customer Notification Letter**



Dear Valued Customer:

We are writing to inform you that Startec Global Licensing Company ("SGLC"), the entity that previously provided you long distance services, merged with and into its affiliate, Startec Global Operating Company ("Startec"), with Startec surviving. As a result Startec Global Operating Company is your current provider of long distance services. We know that you will continue to be pleased with the quality of services that you receive and that as a result of the merger, **there was no change to any aspect of your Startec service--Startec provides your service under the same rates, terms and conditions that you received from SGLC.** Notice of any future changes in rates, terms and conditions of service will be provided to you in writing or as otherwise required or permitted by law.

Although the merger did not affect your services, rates or configurations, you may choose another long distance service provider for 30 days following this notice without charge from Startec. If you choose another long distance provider, however, you may incur charges from your local exchange carrier to move your Startec service to that new long distance provider. At this time, there are no changes to any aspect of your service. Startec continues to provide your service under the same rates, terms and conditions that you received from SGLC.

If you have any questions regarding this notice, please feel free to contact Startec's toll-free customer service number at 1-800-827-3374. You can also contact Startec in writing at 7361 Calhoun Place, Suite 650, Rockville, Maryland 20855. We appreciate your business and look forward to continuing to meet your telecommunications needs.

Sincerely,

T.J. Master  
Senior Vice President Marketing