

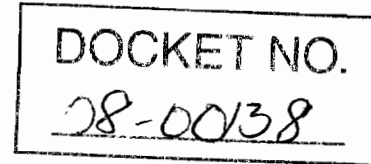


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(615) 244-9270
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Melvin J. Malone
Direct Dial (615) 744-8572
mmalone@millermartin.com

July 24, 2008

Hon. Tre Hargett, Chairman
c/o Sharla Dillon, Docket & Records Manager
Tennessee Regulatory Authority
460 James Robertson Parkway
Nashville, TN 37243



**RE: STi Prepaid, LLC and Sprint Communications Company L.P. s Joint
Application**

Dear Chairman Hargett:

Enclosed please find an original and thirteen (13) copies of the above-captioned Joint Application, along with a check for the filing fee. A copy of this filing is also enclosed to be filed-stamped for our records.

If you have any questions concerning this matter, or require additional information, please let me know.

Very truly yours,

Melvin J. Malone

A handwritten signature in black ink, appearing to be "M. J. Malone", written over the typed name.

c: Doug Nelson, Sprint Communications Company, L.P.
Angela Collins, STi Prepaid, LLC

**BEFORE THE
TENNESSEE REGULATORY AUTHORITY**

Joint Application of STi Prepaid, LLC :
and Sprint Communications Company, L.P. : Docket No. _____
for Approval to Transfer Certain Assets of :
Sprint Communications Company, L.P. :
to STi Prepaid, LLC :

JOINT APPLICATION

STi Prepaid, LLC (“STi Prepaid”) and Sprint Communications Company, L.P. (“Sprint”) (the “Applicants”), through their undersigned counsel and pursuant to TCA § 65-4-112, hereby request approval from the Tennessee Regulatory Authority (“Authority” or “TRA”) to transfer certain Sprint assets (excluding Sprint’s authority to provide intrastate telecommunications services in Tennessee) to STi Prepaid.

I. DESCRIPTION OF THE TRANSACTION AND THE ASSET PURCHASE AGREEMENT

On April 7, 2008, Sprint and certain of its affiliates (collectively, “Sellers”) entered into an Asset Purchase Agreement (“Agreement”) with STi Prepaid pursuant to which Sellers agreed to transfer certain assets to STi Prepaid (the “Transaction”). Specifically, Sellers agreed to transfer all of their assets related to the provision of prepaid calling card services, including tangible prepaid card inventory, customer agreements and contracts, vendor agreements and contracts, prepaid card point-of-sale and promotional materials, and rights to host personal identification numbers (“PINs”) used to make prepaid calling card calls (“Assets”).

The Transaction will not result in any change of control or ownership in either Sprint or STi Prepaid. Both carriers will continue to offer intrastate telecommunications services in Tennessee pursuant to their respective issued authorizations. Once the Transaction is consummated, any prepaid calling cards remaining in the market that list Sprint as the provider

of the prepaid calling card service will continue to be available for use by consumers. STi Prepaid will continue to provide the underlying telecommunications services associated with any prepaid calling cards previously served by Sprint. Sprint will not remove its prepaid service from its Tennessee state tariff for at least twelve (12) months following the closing date of the Transaction.¹

II. DESCRIPTION OF THE APPLICANTS

A. STi Prepaid, LLC

STi Prepaid is a Delaware limited liability company with its headquarters at 1250 Broadway, 26th Floor, New York, NY 10001. STi Prepaid holds authority to provide resold intrastate interexchange services within the State of Tennessee, which authorization was granted in TRA Docket No.07-00191 (Company ID 129029).² STi Prepaid currently offers prepaid calling card and dial-around (10-10) services in Tennessee and throughout the United States.

B. Sprint Communications Company, L.P.

Sprint is a wholly-owned subsidiary of Sprint Nextel Corporation existing under the laws of the State of Delaware with headquarters at 6200 Sprint Parkway, Overland Park, Kansas 66251. Sprint is duly authorized by the Authority to provide competitive local exchange and interexchange telecommunications services to end users throughout the State of Tennessee.

¹ Sprint's rates, terms and conditions will continue pursuant to its tariff until the later of (1) twelve months after the closing date of the transaction or (2) the twelve month anniversary of the date the retailer from which the prepaid card was sold is transitioned from Sprint-marked cards to STi Prepaid marked cards. Any consumers holding Sprint prepaid cards previously issued will continue to receive service without interruption and without an increase in rates, or changes in terms or conditions. STi Prepaid will not charge a higher rate than what is displayed on the Sprint prepaid card, but may reduce the rate.

² See *Order Granting Authority to Resell Interexchange Long Distance Services in Tennessee*, TRA Docket No. 07-00191 (Company ID: 129029) (Nov. 1, 2007) (Order granting authorization to STi Prepaid, LLC).

III. DESIGNATED CONTACTS

Correspondence, orders, or other material concerning this Joint Application should be directed to:

For Sprint:	For STi Prepaid:
Melvin J. Malone Miller & Martin 1200 One Nashville Place 150 Fourth Avenue, North Nashville, TN 37219-2433 615-744-8572 (telephone) 615-256-8197 (facsimile) mmalone@millermartin.com Doug Nelson Regulatory Counsel 233 Peachtree St., NE Suite 2200 Atlanta, GA 30303 404-649-0003 (telephone) 404-649-0009 (facsimile) douglas.c.nelson@sprint.com	Chérie R. Kiser Angela F. Collins Cahill Gordon & Reindel LLP 1990 K Street, NW, Suite 950 Washington, D.C. 20006 202-862-8950 (telephone) 202-862-8958 (facsimile) ckiser@cgrdc.com acollins@cgrdc.com

IV. THE TRANSACTION IS IN THE PUBLIC INTEREST

The proposed Transaction furthers the public interest, convenience, and necessity. STi Prepaid is a major prepaid card provider offering state-of-the-art services to its customers. Thus, consumers currently utilizing Sprint prepaid cards will be able to enjoy the high quality and array of features that STi Prepaid's own customers now enjoy. Further, as an affiliate of Leucadia National Corporation, a publicly traded company, STi Prepaid will have access to the public capital markets that can provide support for the expansion of the prepaid calling card services currently offered by Sprint.

In addition, the Transaction will not impact consumers currently utilizing Sprint's prepaid calling cards. Any consumers holding prepaid calling cards previously issued by Sprint will

continue to receive high-quality telecommunications services without interruption and without change in rates, terms, or conditions.

V. REQUEST FOR WAIVER OF RULE 1220-4-2-.56(2)(d)(2)

Authority Rule 1220-4-2-.56(2)(d)(2) requires that, generally, prior to the transfer of a customer base, the affected customers will be provided with notice of the change in long distance providers not less thirty (30) days prior to the actual customer transfer. Pursuant to said Rule, “For good cause shown,” the Authority may waive this requirement. To the extent this Rule may apply to the instant Transaction, the Authority should waive the Rule in this instance because the customer base being transferred is not a presubscribed interexchange carrier customer base as contemplated in Rule 1220-4-2-.56 and the identities and addresses of the customer base are unknown to Sprint and STi Prepaid. Sprint’s prepaid calling card services can be used by any person at any time. Sprint has no knowledge of the identity of the persons that utilize its prepaid calling card services, and has no relationship with the person utilizing the prepaid calling card. Accordingly, customer notification of this Transaction is unnecessary and would be impossible as a practical matter.³

As a resource for consumers, however, Sprint intends to post a notice on its website informing consumers who have purchased a Sprint-branded card that STi Prepaid is now the provider of service, but that Sprint’s domestic (intrastate and interstate) prepaid card rates will remain in effect for a period of at least twelve (12) months. Consumers will also be informed that they should dial the toll free customer service number on their cards to obtain information on international prepaid card rates. A user of a Sprint-branded card that calls the toll-free access number and enters the PIN to make a prepaid call will be informed that STi Prepaid and not

³ To the extent applicable, the Applicants also respectfully request a waiver of any applicable anti-slamming regulations. The approvals granted by the Federal Communications Commission are attached hereto as **COLLECTIVE EXHIBIT A**.

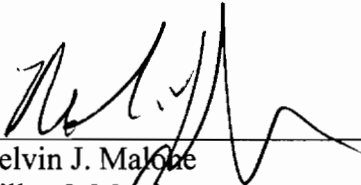
Sprint is now the service provider. When a consumer calls for customer service associated with a Sprint-branded card, STi Prepaid's customer service representatives will also explain to cardholders that the prepaid calling card service is now being provided by STi Prepaid rather than Sprint.

VI. CONCLUSION

For the reasons stated above, the Joint Applicants submit that approval of the transfer of the Sprint Assets to STi Prepaid pursuant to the Agreement is in the public interest. Accordingly, the Applicants respectfully request approval of this Joint Application.

Respectfully submitted,

**SPRINT COMMUNICATIONS
COMPANY L.P.**



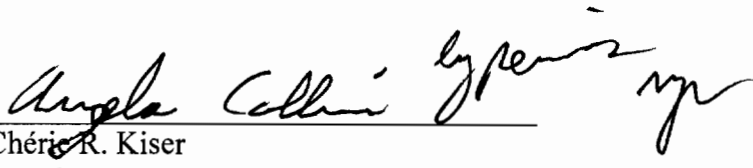
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Attorneys for Sprint Communications
Company L.P.

Dated: July 24, 2008

STi PREPAID, LLC



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Angela F. Collins
Cahill Gordon & Reindel LLP
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Washington, D.C. 20006
202-862-8950 (telephone)
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ckiser@cgrdc.com
acollins@cgrdc.com

Attorneys for STi Prepaid, LLC

STATE OF *New York*)
)
COUNTY OF *Queens*)


VERIFICATION

I am authorized to represent STi Prepaid, LLC and to make this verification on its behalf. The statements in the foregoing document are true of my own knowledge, except as to matters which are herein stated on information and belief, and as to those matters, I believe them to be true.


Richard Rebetti
Chief Operating Officer

The foregoing instrument was acknowledge before me this 14th day May 2008

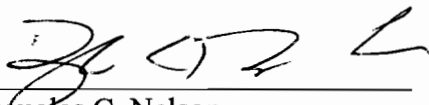
ETHAN MIDDLEBROOKS
Notary Public, State of New York
No. 01MI6179538
Qualified in New York County
Commission Expires December 24, 2011


Notary Public

STATE OF GEORGIA)
)
COUNTY OF FULTON)

VERIFICATION

I am authorized to represent Sprint Communications Company, L.P. and to make this verification on its behalf. The statements in the foregoing document are true of my own knowledge, except as to matters which are herein stated on information and belief, and as to those matters, I believe them to be true.



Douglas C. Nelson
Regulatory Counsel

The foregoing instrument was acknowledge before me this 23rd day of July, 2008.



Notary Public



COLLECTIVE

EXHIBIT A



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

Report No. TEL-01281S

Friday June 20, 2008

STREAMLINED INTERNATIONAL APPLICATIONS ACCEPTED FOR FILING SECTION 214 APPLICATIONS (47 C.F.R. § 63.18); SECTION 310(B)(4) REQUESTS

Unless otherwise specified, the following procedures apply to the applications listed below:

The international Section 214 applications listed below have been found, upon initial review, to be acceptable for filing and subject to the streamlined processing procedures set forth in Section 63.12 of the Commission's rules, 47 C.F.R. § 63.12. These applications are for authority under Section 214 of the Communications Act, 47 U.S.C. § 214, (a) to transfer control of an authorized carrier or to assign a carrier's existing authorization; and/or (b) to become a facilities-based international common carrier; and/or (c) to become a resale-based international common carrier.

Pursuant to Section 63.12 of the rules, these Section 214 applications will be granted 14 days after the date of this public notice (see 47 C.F.R. § 1.4 regarding computation of time), and the applicant may commence operations on the 15th day, unless the Commission has informed the applicant in writing, within 14 days after the date of this public notice, that the application, on further examination, has been deemed ineligible for streamlined processing.

Communications between outside parties and Commission staff concerning these applications are permitted subject to the Commission's rules for "permit-but-disclose proceedings." See 47 C.F.R. § 1.1206. An application can be removed from streamlined processing only in the sound discretion of Commission staff. The filing of comments or a petition to deny will not necessarily result in an application being deemed ineligible for streamlined processing.

The petitions for declaratory ruling listed below are for authority under Section 310(b)(4) of the Communications Act, 47 U.S.C. § 310(b)(4), to exceed the 25 percent foreign ownership benchmark applicable to common carrier radio licensees. The requested rulings will be granted 14 days after the date of this public notice, effective the next day, unless the application is formally opposed or the Commission has informed the applicant in writing, within 14 days of the date of this public notice, that the application, on further examination, has been deemed ineligible for streamlined processing. For this purpose, a formal opposition shall be sufficient only if it is received by the Commission and by the applicant within 14 days of the date of this public notice and its caption and text make it unmistakably clear that it is intended to be a formal opposition.

Copies of all applications listed here are available for public inspection in the FCC Office of Public Affairs Reference and Information Center, located in room CY-A257 at the Portals 2 building, 445 12th Street SW, Washington DC 20554. The center can be contacted at (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). All applications listed are subject to further consideration and review, and may be returned and/or dismissed if not found to be in accordance with the Commission's rules, regulations, and other requirements.

We request that comments on any of these applications refer to the application file number shown below.

ITC-214-20071010-00419	E	Solutions Unlimited LLC
International Telecommunications Certificate		
Service(s): Global or Limited Global Facilities-Based Service, Global or Limited Global Resale Service		
Application for authority to provide facilities-based service in accordance with section 63.18(e)(1) of the Commission's rules, and also to provide resale service in accordance with section 63.18(e)(2) of the Commission's rules, 47 C.F.R. § 63.18(e)(1), (2).		
ITC-214-20080527-00242	E	State Long Distance Telephone Company
International Telecommunications Certificate		
Service(s): Global or Limited Global Resale Service		
Application for authority to provide resale service in accordance with section 63.18(e)(2) of the Commission's rules, 47 C.F.R. § 63.18(e)(2).		
ITC-214-20080610-00262	E	Network Expert Group, Inc.
International Telecommunications Certificate		
Service(s): Global or Limited Global Resale Service		
Application for authority to provide resale service in accordance with section 63.18(e)(2) of the Commission's rules, 47 C.F.R. § 63.18(e)(2).		
ITC-214-20080612-00266	E	Sumo Technologies, LLC
International Telecommunications Certificate		
Service(s): Global or Limited Global Facilities-Based Service, Global or Limited Global Resale Service		
Application for authority to provide facilities-based service in accordance with section 63.18(e)(1) of the Commission's rules, and also to provide resale service in accordance with section 63.18(e)(2) of the Commission's rules, 47 C.F.R. § 63.18(e)(1), (2).		
ITC-214-20080612-00268	E	HRS Internet, LLC d/b/a Lightbound
International Telecommunications Certificate		
Service(s): Global or Limited Global Resale Service		
Application for authority to provide resale service in accordance with section 63.18(e)(2) of the Commission's rules, 47 C.F.R. § 63.18(e)(2).		
ITC-214-20080617-00273	E	Cooperative Telephone Exchange
International Telecommunications Certificate		
Service(s): Global or Limited Global Resale Service		
Application for authority to provide resale service in accordance with section 63.18(e)(2) of the Commission's rules, 47 C.F.R. § 63.18(e)(2).		
ITC-214-20080618-00274	E	Hospers Telephone Exchange Inc. d/b/a HTC Communications
International Telecommunications Certificate		
Service(s): Global or Limited Global Resale Service		
Application for authority to provide resale service in accordance with section 63.18(e)(2) of the Commission's rules, 47 C.F.R. § 63.18(e)(2).		
ITC-214-20080618-00277	E	James Valley Cooperative Telephone Company
International Telecommunications Certificate		
Service(s): Global or Limited Global Resale Service		
Application for authority to provide resale service in accordance with section 63.18(e)(2) of the Commission's rules, 47 C.F.R. § 63.18(e)(2).		
ITC-214-20080618-00279	E	West Iowa Telephone Co.
International Telecommunications Certificate		
Service(s): Global or Limited Global Resale Service		
Application for authority to provide resale service in accordance with section 63.18(e)(2) of the Commission's rules, 47 C.F.R. § 63.18(e)(2).		
ITC-214-20080618-00281	E	Jefferson Telephone Company
International Telecommunications Certificate		
Service(s): Global or Limited Global Resale Service		
Application for authority to provide resale service in accordance with section 63.18(e)(2) of the Commission's rules, 47 C.F.R. § 63.18(e)(2).		
ITC-214-20080619-00278	E	Lehigh Valley Cooperative Telephone Association
International Telecommunications Certificate		
Service(s): Global or Limited Global Resale Service		
Application for authority to provide resale service in accordance with section 63.18(e)(2) of the Commission's rules, 47 C.F.R. § 63.18(e)(2).		

ITC-214-20080619-00282 E Santel Communications Cooperative, Inc.
International Telecommunications Certificate
Service(s): Global or Limited Global Resale Service
Application for authority to provide resale service in accordance with section 63.18(e)(2) of the Commission's rules, 47 C.F.R. § 63.18(e)(2).

ITC-ASG-20080606-00254 E STi Prepaid, LLC
Assignment
Current Licensee: Sprint Communications Company L.P.
FROM: Sprint Communications Company LP
TO: STi Prepaid, LLC

Application for consent to assign certain assets held by Sprint Communications Company, LP (Sprint) to STi Prepaid, LLC (STi Prepaid). Pursuant to an Asset Purchase Agreement dated April 7, 2008 between Sprint and certain of its affiliates and STi Prepaid, Sprint will assign to STi Prepaid all of its assets relating to the provision of prepaid calling card services. STi Prepaid will provide international service to its new acquired customers pursuant to its existing international section 214 authorizations, ITC-214-20010220-00085 and ITC-214-20020531-00293. Sprint will continue to provide international services pursuant to international section 214 authorization, ITC-214-19960718-00327 (Old File No. ITC-96-392).

BEI Prepaid, LLC (BEI Prepaid) and ST Finance hold 75% and 25% direct interests in STi Prepaid, respectively. David Larson holds 10% non-voting membership interest in BEI Prepaid, and BEI Prepaid Holdings, LLC (BEI Prepaid Holdings), holds 90% membership interest and 100% voting interest in BEI Prepaid. BEI Prepaid Holdings is a wholly-owned subsidiary of Baldwin Enterprises, Inc. (Baldwin). Baldwin is wholly owned by Phlcorp, Inc., a wholly-owned subsidiary of Leucadia National Corporation (Leucadia), a publicly-traded corporation. Ian Cumming and Joseph Steinberg, both U.S. citizens, each hold 13% ownership interests in Leucadia. Samer Tawfik, a U.S. citizen, holds 100% interest in ST Finance through ten holding companies, seven of which are Delaware entities and the remaining three are Luxembourg entities - Tawfik & Partners SNC (a Luxembourg general partnership), TGI S.A.R.L. (a Luxembourg limited liability company), and TGI S.A.R.L. Schaffhausen (a Luxembourg Swiss branch). Mr. Tawfik holds 100 percent ownership interests in all ten holding companies, and will thus hold 25% indirect interest in STi Prepaid. No other individual or entity holds a 10 percent or greater direct or indirect equity or voting interest in STi Prepaid.

ITC-T/C-20080606-00253 E Snip Link LLC
Transfer of Control
Current Licensee: Snip Link LLC
FROM: Snip Link, L.L.C.
TO: Snip Link LLC

Application for consent to transfer control of international section 214 authorization, ITC-214-20000404-00211, held by Snip Link LLC (SNIP) from the current members of SNIP to Ira D. Riklis, who currently holds a 30.63% membership interest in SNIP. Pursuant to the terms of a Membership Interests Redemption Agreement dated May 29, 2008, SNIP will liquidate, redeem and retire the membership interests of all the existing members of SNIP except for Mr. Riklis and Peter M. Cava, Jr. SNIP will also convert certain debts owed to Mr. Riklis to equity, grant additional membership interests and/or receive additional investments from Mr. Riklis. After closing SNIP will be majority owned and controlled by Mr. Riklis (with an anticipated 75% equity and voting interest). No other individual or entity will hold a 10 percent or greater direct or indirect equity or voting interest in SNIP.

INFORMATIVE

ITC-214-20080528-00244 ITC International Telecommunications Corporation

This application has been removed from Streamlined processing pursuant to Section 63.12(c)(3) of the Commission's rules.

REMINDERS:

Applicants must certify that neither the applicant nor any party to the application is subject to a denial of federal benefits by federal and/or state courts under authority granted in 21 U.S.C. § 862. See 47 C.F.R. §§ 1.2001-2003.

A current version of Section 63.09-.24 of the rules, and other related sections, is available at <http://www.fcc.gov/ib/pd/pf/telecomrules.html>.



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. 08-1629

Report No. TEL-01286

Thursday July 10, 2008

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.

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)).

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>.

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.

ITC-214-20071010-00419 E Solutions Unlimited 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: 07/04/2008

Application for authority to provide facilities-based service in accordance with section 63.18(e)(1) of the Commission's rules, and also to provide resale service in accordance with section 63.18(e)(2) of the Commission's rules, 47 C.F.R. § 63.18(e)(1), (2).

ITC-214-20080310-00138 E BellVoz, 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: 07/09/2008

Application for authority to provide facilities-based service in accordance with section 63.18(e)(1) of the Commission's rules, and also to provide resale service in accordance with section 63.18(e)(2) of the Commission's rules, 47 C.F.R. § 63.18(e)(1), (2).

ITC-214-20080331-00160	E	TecQIP 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: 07/09/2008
Application for authority to provide facilities-based service in accordance with section 63.18(e)(1) of the Commission's rules, and also to provide resale service in accordance with section 63.18(e)(2) of the Commission's rules, 47 C.F.R. § 63.18(e)(1), (2).		
ITC-214-20080527-00242	E	State Long Distance Telephone Company
International Telecommunications Certificate		
Service(s):	Global or Limited Global Resale Service	
Grant of Authority		Date of Action: 07/04/2008
Application for authority to provide resale service in accordance with section 63.18(e)(2) of the Commission's rules, 47 C.F.R. § 63.18(e)(2).		
ITC-214-20080528-00244	E	ITC International Telecommunications 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: 07/09/2008
Application for authority to provide facilities-based service in accordance with section 63.18(e)(1) of the Commission's rules, and also to provide resale service in accordance with section 63.18(e)(2) of the Commission's rules, 47 C.F.R. § 63.18(e)(1), (2).		
ITC-214-20080610-00262	E	Network Expert Group, Inc.
International Telecommunications Certificate		
Service(s):	Global or Limited Global Resale Service	
Grant of Authority		Date of Action: 07/09/2008
Application for authority to provide resale service in accordance with section 63.18(e)(2) of the Commission's rules, 47 C.F.R. § 63.18(e)(2).		
ITC-214-20080612-00268	E	HRS Internet, LLC d/b/a Lightbound
International Telecommunications Certificate		
Service(s):	Global or Limited Global Resale Service	
Grant of Authority		Date of Action: 07/04/2008
Application for authority to provide resale service in accordance with section 63.18(e)(2) of the Commission's rules, 47 C.F.R. § 63.18(e)(2).		
ITC-214-20080617-00273	E	Cooperative Telephone Exchange
International Telecommunications Certificate		
Service(s):	Global or Limited Global Resale Service	
Grant of Authority		Date of Action: 07/04/2008
Application for authority to provide resale service in accordance with section 63.18(e)(2) of the Commission's rules, 47 C.F.R. § 63.18(e)(2).		
ITC-214-20080618-00274	E	Hospers Telephone Exchange Inc. d/b/a HTC Communications
International Telecommunications Certificate		
Service(s):	Global or Limited Global Resale Service	
Grant of Authority		Date of Action: 07/04/2008
Application for authority to provide resale service in accordance with section 63.18(e)(2) of the Commission's rules, 47 C.F.R. § 63.18(e)(2).		
ITC-214-20080618-00277	E	James Valley Cooperative Telephone Company
International Telecommunications Certificate		
Service(s):	Global or Limited Global Resale Service	
Grant of Authority		Date of Action: 07/04/2008
Application for authority to provide resale service in accordance with section 63.18(e)(2) of the Commission's rules, 47 C.F.R. § 63.18(e)(2).		

ITC-214-20080618-00279 E West Iowa Telephone Co.
International Telecommunications Certificate
Service(s): Global or Limited Global Resale Service
Grant of Authority Date of Action: 07/04/2008

Application for authority to provide resale service in accordance with section 63.18(e)(2) of the Commission's rules, 47 C.F.R. § 63.18(e)(2).

ITC-214-20080618-00281 E Jefferson Telephone Company
International Telecommunications Certificate
Service(s): Global or Limited Global Resale Service
Grant of Authority Date of Action: 07/04/2008

Application for authority to provide resale service in accordance with section 63.18(e)(2) of the Commission's rules, 47 C.F.R. § 63.18(e)(2).

ITC-214-20080619-00278 E Lehigh Valley Cooperative Telephone Association
International Telecommunications Certificate
Service(s): Global or Limited Global Resale Service
Grant of Authority Date of Action: 07/04/2008

Application for authority to provide resale service in accordance with section 63.18(e)(2) of the Commission's rules, 47 C.F.R. § 63.18(e)(2).

ITC-214-20080619-00282 E Santel Communications Cooperative, Inc.
International Telecommunications Certificate
Service(s): Global or Limited Global Resale Service
Grant of Authority Date of Action: 07/04/2008

Application for authority to provide resale service in accordance with section 63.18(e)(2) of the Commission's rules, 47 C.F.R. § 63.18(e)(2).

ITC-ASG-20080606-00254 E STi Prepaid, LLC
Assignment
Grant of Authority Date of Action: 07/04/2008

Current Licensee: Sprint Communications Company L.P.

FROM: Sprint Communications Company LP

TO: STi Prepaid, LLC

Application for consent to assign certain assets held by Sprint Communications Company, LP (Sprint) to STi Prepaid, LLC (STi Prepaid). Pursuant to an Asset Purchase Agreement dated April 7, 2008 between Sprint and certain of its affiliates and STi Prepaid, Sprint will assign to STi Prepaid all of its assets relating to the provision of prepaid calling card services. STi Prepaid will provide international service to its new acquired customers pursuant to its existing international section 214 authorizations, ITC-214-20010220-00085 and ITC-214-20020531-00293. Sprint will continue to provide international services pursuant to international section 214 authorization, ITC-214-19960718-00327 (Old File No. ITC-96-392).

BEI Prepaid, LLC (BEI Prepaid) and ST Finance hold 75% and 25% direct interests in STi Prepaid, respectively. David Larson holds 10% non-voting membership interest in BEI Prepaid, and BEI Prepaid Holdings, LLC (BEI Prepaid Holdings), holds 90% membership interest and 100% voting interest in BEI Prepaid. BEI Prepaid Holdings is a wholly-owned subsidiary of Baldwin Enterprises, Inc. (Baldwin). Baldwin is wholly owned by Phlcorp, Inc., a wholly-owned subsidiary of Leucadia National Corporation (Leucadia), a publicly-traded corporation. Ian Cumming and Joseph Steinberg, both U.S. citizens, each hold 13% ownership interests in Leucadia. Samer Tawfik, a U.S. citizen, holds 100% interest in ST Finance through ten holding companies, seven of which are Delaware entities and the remaining three are Luxembourg entities - Tawfik & Partners SNC (a Luxembourg general partnership), TGI S.A.R.L. (a Luxembourg limited liability company), and TGI S.A.R.L. Schaffhausen (a Luxembourg Swiss branch). Mr. Tawfik holds 100 percent ownership interests in all ten holding companies, and will thus hold 25% indirect interest in STi Prepaid. No other individual or entity holds a 10 percent or greater direct or indirect equity or voting interest in STi Prepaid. This authorization is without prejudice to the Commission's action in any other related pending proceedings.

ITC-T/C-20071220-00520 **E** Latin Node, Inc.
Transfer of Control
Grant of Authority Date of Action: 07/08/2008

Current Licensee: Latin Node, Inc.

FROM: eLandia, Inc.

TO: R ALLEN STANFORD

Notification filed December 20, 2007, of the pro forma transfer of de jure control of international section 214 authorization, ITC-214-20040226-00075, held by Latin Node, Inc., from current shareholders of its parent eLandia, Inc. (eLandia), to R. Allen Stanford, the de facto controlling shareholder of eLandia and its subsidiaries, effective November 21, 2007. The underlying transaction occurred when Stanford International Bank Ltd (SIBL), a company wholly owned by Mr. Stanford through Stanford International Bank Holdings Limited (SIBHL), purchased newly issued shares of eLandia. Both SIBL and SIBHL are Antigua and Barbuda entities. Pursuant to the executed transaction, Mr. Stanford's ownership interest in eLandia increased from 42.90% to 53.30%, giving him de jure control of eLandia. No other shareholder holds a 10 percent or greater direct or indirect equity or voting interest in eLandia or its subsidiaries.

ITC-T/C-20071220-00521 **E** TS Telecommunications, Inc
Transfer of Control
Grant of Authority Date of Action: 07/08/2008

Current Licensee: TS Telecommunications, Inc

FROM: eLandia, Inc.

TO: R ALLEN STANFORD

Notification filed December 20, 2007, of the pro forma transfer of de jure control of international section 214 authorization, ITC-214-20070130-00051, held by TS Telecommunications, Inc., from current shareholders of its parent eLandia, Inc. (eLandia), to R. Allen Stanford, the de facto controlling shareholder of eLandia and its subsidiaries, effective November 21, 2007. The underlying transaction occurred when Stanford International Bank Ltd (SIBL), a company wholly owned by Mr. Stanford through Stanford International Bank Holdings Limited (SIBHL), purchased newly issued shares of eLandia. Both SIBL and SIBHL are Antigua and Barbuda entities. Pursuant to the executed transaction, Mr. Stanford's ownership interest in eLandia increased from 42.90% to 53.30%, giving him de jure control of eLandia. No other shareholder holds a 10 percent or greater direct or indirect equity or voting interest in eLandia or its subsidiaries.

ITC-T/C-20080606-00253 **E** Snip Link LLC
Transfer of Control
Grant of Authority Date of Action: 07/04/2008

Current Licensee: Snip Link LLC

FROM: Snip Link, L.L.C.

TO: Snip Link LLC

Application for consent to transfer control of international section 214 authorization, ITC-214-20000404-00211, held by Snip Link LLC (SNIP) from the current members of SNIP to Ira D. Riklis, who currently holds a 30.63% membership interest in SNIP. Pursuant to the terms of a Membership Interests Redemption Agreement dated May 29, 2008, SNIP will liquidate, redeem and retire the membership interests of all the existing members of SNIP except for Mr. Riklis and Peter M. Cava, Jr. SNIP will also convert certain debts owed to Mr. Riklis to equity, grant additional membership interests and/or receive additional investments from Mr. Riklis. After closing SNIP will be majority owned and controlled by Mr. Riklis (with an anticipated 75% equity and voting interest). No other individual or entity will hold a 10 percent or greater direct or indirect equity or voting interest in SNIP. This authorization is without prejudice to the Commission's action in any other related pending proceedings.

ITC-T/C-20080630-00292 **E** Reliance Communications, Inc.
Transfer of Control
Grant of Authority Date of Action: 07/09/2008

Current Licensee: Reliance Communications, Inc.

FROM: Reliance Globalcom BV

TO: Yipes Holdings, Inc.

Notification filed June 30, 2008 of the pro forma transfer of control of international section 214 authorization, ITC-214-20021107-00535, held by Reliance Communications, Inc. (RCI), from its indirect 100 percent parent Reliance Globalcom BV (RGBV) (f/k/a Reliance Infocom BV) to Yipes Holdings, Inc. (Yipes), an indirect majority-owned subsidiary of RGBV, effective June 16, 2008. Pursuant to the pro forma transaction, RGBV transferred all of its 100 percent direct interest in Reliance Infocom, Inc (RII), the direct 100 percent parent of RCI, to Yipes. After closing, Yipes holds 100 percent direct and indirect ownership interests in RII and RCI, respectively. All of these entities are ultimately wholly owned and controlled by Reliance Communications Limited.

ITC-T/C-20080702-00295 **E**

Call Plan USA Holdings, Inc.

Transfer of Control

Grant of Authority

Date of Action: 07/09/2008

Current Licensee: Call Plan USA Holdings, Inc.

FROM: Call Plan USA, Inc.

TO: Nathan Wilson

Notification filed July 2, 2008, of the pro forma transfer of control of international section 214 authorization, ITC-214-20050413-00149, held by Call Plan USA Holdings, Inc. (Call Plan), from Call Plan USA, Inc. (Call Plan USA) to Call Plan USA's sole shareholder Nathan Wilson, effective June 27, 2008. Upon closing of the pro forma transaction, Mr. Nathan, who had indirect control of Call Plan through Call Plan USA, became the direct majority owner of Call Plan (80.1%).

INFORMATIVE

ITC-214-20060113-00017

Nextcarrier Prepaid, Inc.

By letter filed June 2, 2008, Applicant notified the Commission that it changed its name from GoAmerica Marketing, Inc. d/b/a GA Prepaid to Nextcarrier Prepaid, Inc., effective June 2, 2008.

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 Public Notice 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/pd/pf/telecomrules.html#exclusionlist>. 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.

(4) Carriers shall comply with the Commission's International Settlements Policy and associated filing requirements contained in Sections 43.51, 64.1001 and 64.1002 of the Commission's Rules, 47 C.F.R. §§ 43.51, 64.1001, 64.1002. The Commission modified these requirements most recently in International Settlements Policy Reform: International Settlement Rates, First Report and Order, FCC 04-53, 19 FCC Rcd 5709 (2004). 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 which the Commission has exempted from the International Settlements Policy at any time during a particular reporting period are exempt from this requirement. See 47 C.F.R. § 43.51(d). The Commission's list of U.S. international routes that are exempt from the International Settlements Policy may be viewed at http://www.fcc.gov/ib/pd/pf/isp_exempt.html.

(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. A carrier may provide switched services over its authorized resold private lines in the circumstances specified in Section 63.23(d) of the rules, 47 C.F.R. § 63.23(d).

(6) A carrier may engage in "switched hubbing" to countries that do not appear on the Commission's list of U.S. international routes that are exempt from the International Settlements Policy, set forth in Section 64.1002, 47 C.F.R. § 64.1002, provided the carrier complies with the requirements of Section 63.17(b) of the rules, 47 C.F.R. § 63.17(b). The Commission's list of U.S. international routes that are exempt from the International Settlements Policy may be viewed at http://www.fcc.gov/ib/pd/pf/isp_exempt.html.

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

(8) 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. Carriers shall not otherwise file tariffs except as permitted by Section 61.19 of the rules, 47 C.F.R. § 61.19. 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.

(9) 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.

(10) 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. See also §§ 63.22(e), 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>.

(11) 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.

(12) 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.

(13) 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.

(14) 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 switched service on that route unless the current rates the affiliate charges U.S. international carriers 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, "affiliated" and "foreign carrier" are defined in Section 63.09.

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)(3) 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.