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08-00220

DA 08-2683
Released: December 10, 2008

DOMESTIC SECTION 214 APPLICATION FILED FOR THE TRANSFER OF CONTROL OF VANCO DIRECT USA, LLC FROM VANCO PLC TO CAPITAL GROWTH ACQUISITION, INC.

STREAMLINED PLEADING CYCLE ESTABLISHED

WC Docket No. 08-229

Comments Due: December 24, 2008

Reply Comments Due: December 31, 2008

On November 19, 2008, Vanco plc (Vanco plc), Vanco Direct USA, LLC (Vanco USA), and Capital Growth Acquisition, Inc. (Capital Growth) (together, Applicants) filed an application pursuant to section 63.03 of the Commission's rules to transfer control of Vanco USA from Vanco plc to Capital Growth.¹ Vanco USA, a Delaware limited liability company, is a virtual network operator company holding authority to provide competitive telecommunications services in 32 states. Vanco USA is wholly owned by Vanco plc, a holding company incorporated under the laws of England and Wales. Vanco plc is currently in administration in the United Kingdom.² Applicants state that Edward Allen Timpany (Timpany), a citizen of the United Kingdom, along with various trusts controlled by Timpany, currently holds a majority of the shares of Vanco plc, and that no other individual or entity owns ten percent or more of such entity's shares.³

Capital Growth, a Delaware corporation, was formed to enter into the proposed acquisition and has no other current business or operations. Capital Growth is wholly owned by Capital Growth Systems, Inc., a publicly traded Florida corporation. Applicants state that David J. Lies, a U.S. citizen, is the only shareholder holding a 10 percent or greater interest in Capital Growth Systems, Inc. Capital Growth Systems, Inc., doing business through Global Capacity Group, Inc., a Texas corporation, is authorized to

¹ 47 C.F.R. § 63.03; see 47 U.S.C. § 214. Applicants are also filing an application for transfer of control associated with authorization for international services. Any action on this domestic section 214 application is without prejudice to Commission action on other related, pending applications. Applicants filed supplements to their domestic application on November 26, 2008 and December 4, 2008.

² "Administration" is the United Kingdom equivalent of an insolvency proceeding, similar to a bankruptcy filing in the United States. Applicants state that the administrator of Vanco plc has approved Capital Growth's acquisition of Vanco USA.

³ On November 19, 2008, the Wireline Competition Bureau granted the Applicants' request for Special Temporary Authority for a period of 60 days due to Vanco USA's financial insolvency. Letter from John T. Nakahata, Counsel for Capital Growth Acquisition, Inc., and Jean L. Kiddoo, Counsel for Vanco plc and Vanco Direct USA, LLC, to Marlene H. Dortch, Secretary, FCC, WC Docket No. 08-229 (filed Nov. 14, 2008)

- 3) Dennis Johnson, Competition Policy Division, Wireline Competition Bureau, dennis.johnson@fcc.gov;
- 4) David Krech, International Bureau, Policy Division, International Bureau, david.krech@fcc.gov;
- 5) Jim Bird, Office of General Counsel, jim.bird@fcc.gov.

Filings and comments are available for public inspection and copying during regular business hours at the FCC Reference Information Center, Portals II, 445 12th Street, S.W., Room CY-A257, Washington, D.C. 20554. They may also be purchased from the Commission's duplicating contractor, Best Copy and Printing, Inc., Portals II, 445 12th Street, S.W., Room CY-B402, Washington, D.C. 20554; telephone: 202 / 488-5300; fax: 202 / 488-5563; email: fcc@bcpiweb.com; url: www.bcpiweb.com.

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For further information, please contact Tracey Wilson-Parker at 202 / 418-1394 or Dennis Johnson at 202 / 418-0809.

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