

**MILLER  
& MARTIN**  
PLLC  
ATTORNEYS AT LAW

1200 ONE NASHVILLE PLACE  
150 FOURTH AVENUE, NORTH  
NASHVILLE, TENNESSEE 37219-2433  
(615) 244-9270  
FAX (615) 256-8197 OR (615) 744-8466

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

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T.R.A. DOCKET ROOM

August 5, 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, TRA Docket No. 08-00138**

Dear Chairman Hargett:

Below is the *Joint Response to TRA Data Request No. 1* in the above-captioned matter. The required thirteen (13) copies are attached. A copy of this filing is also enclosed to be filed-stamped for our records.

**Joint Response to TRA Data Request No. 1**

1. Have the applicants filed similar applications or notices in other states? If so, provide a listing of states and action taken.

**RESPONSE:** Yes. Similar applications have been submitted in the states listed below. We have also noted the action taken, if any.

Approved in:

California, Indiana, New York, Ohio, South Carolina, Vermont and West Virginia.

Pending in:

Hawaii, Mississippi, Missouri and Pennsylvania.

2. Have the applicants filed a self certification letter per FCC rules established in CC Docket No. 00-257? Have the applicants sought a waiver of the FCC rule?

**RESPONSE:** Yes, the requisite FCC approval has been obtained. No customer notice was required by the FCC because of the nature of the services offered (prepaid). The FCC approvals are attached.

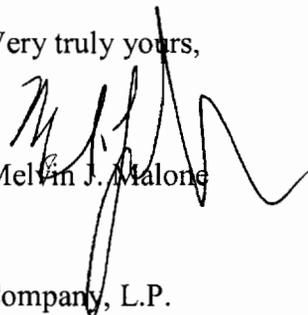
August 5, 2008  
Page 2

3. File the Asset Purchase Agreement the applicants entered into on April 7, 2008, as described in the *Joint Application*.

**RESPONSE:** The Asset Purchase Agreement is attached hereto and is being submitted **UNDER SEAL**, as **CONFIDENTIAL AND PROPRIETARY**. As such, the Asset Purchase Agreement should not be posted on the Authority's web site.

We appreciate the opportunity to respond. If you have any other questions concerning this matter, or require additional information, please let me know.

Very truly yours,

  
Melvin J. Malone

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



# PUBLIC NOTICE

Federal Communications Commission  
445 12<sup>th</sup> St., S.W.  
Washington, D.C. 20554

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

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DA 08-1691  
July 18, 2008

## NOTICE OF DOMESTIC SECTION 214 AUTHORIZATION GRANTED

### WC Docket No. 08-91

The Wireline Competition Bureau (Bureau) has granted the application listed in this notice pursuant to the Commission's streamlined procedures for domestic section 214 transfer of control applications, 47 C.F.R. § 63.03. The Bureau has determined that grant of this application serves the public interest.<sup>1</sup> For purposes of computation of time when 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.<sup>2</sup>

Domestic Section 214 Application Filed for the Transfer of Control of Certain Assets of Sprint Communications Company L.P. to STi Prepaid, LLC, WC Docket No. 08-91, Public Notice, DA 08-1426 (rel. June. 17, 2008).

**Effective Grant Date: July 18, 2008**

For further information, please contact Tracey Wilson-Parker at 202 / 418-1394 or Jodie May at 202 / 418-0913, Competition Policy Division, Wireline Competition Bureau.

– FCC –

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<sup>1</sup> *Implementation of Further Streamlining Measures for Domestic Section 214 Authorizations*, CC Docket No. 01-150, Report and Order, 17 FCC Rcd 5517, 5529, para. 22 (2002).

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



# PUBLIC NOTICE

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

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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.

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**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).

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**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).

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**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).

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**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).

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**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).

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**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).

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**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).

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**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).

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**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).

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**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).

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**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).

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**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).

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**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).

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**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).

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**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.



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**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%).

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**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](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](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.