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October 11, 2018
Via ECFS Filing

Ms. Marlene H. Dortch, FCC Secretary
Federal Communications Commission
9050 Junction Drive
Annapolis Junction, MD 20701

**RE: Endstream Communications, LLC
Late-Filed Application for Transfer of Control**

Dear Ms. Dortch:

Enclosed please find the Late Filed Application for Transfer of Control submitted on behalf of Endstream Communications, LLC. This Application has also been submitted to the FCC International Bureau.

Any questions you may have regarding this filing should be directed to my attention at 407-740-3031 or via email to Sthomas@inteserra.com. Thank you for your assistance in this matter.

Sincerely,

/s/Sharon Thomas

Sharon Thomas
Consultant

cc: Erik B. Levitt - Endstream
tms: FCCx1801

Enclosures
ST/im

**Before the
FEDERAL COMMUNICATIONS COMMISSION
Washington, D.C. 20554**

**APPLICATION FOR TRANSFER OF CONTROL
OF ENDSTREAM COMMUNICATIONS, LLC**

A. Introduction

Applicant requests Commission consent to the transfer of control of Endstream Communications, LLC (“Endstream” or “Company”), the holder of International Section 214 Authorization ITC-214-20070904-00355. The Transferor is Dov Schwartz, an individual (“Transferor”). The Transferee is Endstream Communications, LLC, a limited liability company organized in the state of New York. On December 31, 2011, Transferor, who at the time owned 50% of the Endstream stock, left the partnership. His share of the Company was distributed among Mr. Levitt and two new investors. Details of the transaction are described more fully below in response to Question 13. Ownership of the Transferee following the transaction is described in response to Question 11.

Endstream operates as a wholesale provider of domestic and international telecommunications services that are purchased by other carriers to provide interconnected VoIP, toll free, calling card and other communications services.

CORES / FRN Registrations. The FRNs for the parties to this application are set forth in Table No. 1, below.

CORES/FRN	Entity	Party Role in Application
0016-7407-22	Endstream Communications, LLC	Applicant, Transferee and 214 Authorization Holder
0027-8882-05	Dov Schwartz	Transferor

Late-Filed Application for Consent. The transaction at issued occurred on December 31, 2011, and this application is thus being filed after the fact. See Section E below. Mr. Schwartz is not available as a joint applicant to execute this transfer of control; accordingly, Mr. Levitt, the CEO of Endstream is signing on behalf of both the Transferor and Transferee. The details of and reasons for the late filing are discussed in Exhibit 2 to this application, and in an application for special temporary authority being filed concurrently with this Application.

B. Answer to Question 10

In response to Section **63.18(c)** of the FCC Regulations:

Correspondence concerning this application, as to any of its parties, may be addressed to Applicant's regulatory consultant, as follows:

Sharon Thomas
President and Consultant
Inteserra Consulting Group, Inc.
151 Southhall Lane, Suite 450
Maitland, FL 32751
407-740-3031
sthomas@inteserra.com

In response to Section **63.18(d)** of the FCC Regulations:

On September 21, 2007, Endstream was granted Section 214 Authority to "Global or Limited Global Resale Service." File No. ITC-214-20070904-0355, Public Notice – International Authorizations Granted, Report No. TEL-01191 (DA No. 07-4074; rel. September 27, 2007). No party to this application has previously received any other Section 214 authority.

C. Answer to Question 11

The following individuals own 10% or more of Endstream Communications, LLC, the Transferee following the transfer¹:

Name:	Erik B. Levitt
Address:	401 East 34 th Street #N27J New York, NY 10016
Citizenship:	USA
Principal Business:	Telecommunications
Percent Ownership:	37.5%

¹ Immediately following the transfer on December 31, 2011, the Transferee's ownership was distributed as follows: Erik Levitt – 41%; Dan Pulver – 41% and Avinash Kenkare – 18%. On October 8, 2016, Brian Stone, a US Citizen, acquired 8% of the Company's stock, which resulted in the ownership shares set forth herein. This subsequent transaction was not a transfer of control requiring approval.

Name: Dan Pulver
 Address: 3 Hawthorne Place
 Summit, NJ 07901
 Citizenship: USA
 Principal Business: Investor
 Percent Ownership: 37.5%

Name: Avinash Kenkare
 Address: 4 Davinci Court
 Somerset, NJ 08873
 Citizenship: USA
 Principal Business: Health Care
 Percent Ownership: 17%

D. Answer to Question 12

Transferee has no interlocking directorates with any foreign carrier.

E. Answer to Question 13

The transfer of control was by means of a stock acquisition, generally described in the preceding paragraphs, namely, the acquisition of the 50% stock interest held by Transferor by Mr. Levitt (who also owned 50% of the shares prior to the transaction) and two other investors, Mr. Pulver and Mr. Kenkare. The transfer did not affect the operations of Endstream or its management, as Erik Levitt was CEO and exercised *de facto* control of the Company both prior to and following the transaction. The Applicant retained its name and wishes to retain its international authority under ITC-214-20070904-0355.

F. Answer to Question 20

This Application qualifies for streamlines processing under Section 63.12 because:

- (1) The Applicant is NOT affiliated with a foreign carrier in a destination market; and
- (2) The Applicant does NOT have an affiliation with any dominant U.S. carrier.

G. Answer to Question 22

The stock transaction at issue in this application closed on December 31, 2011, and this is therefore a late-filed application for consent. See Section A above. In answering Question 22 on the form "YES," Applicant does not intend to conceal or obscure this fact, but rather means that it has (a) concurrently applied for an STA to authorize continued operation pending action on this

application, and (b) taken steps to guard against any such oversights or regulatory failures in the future.

H. Public Interest Statement

The Transaction described herein serves the public interest. The Transaction had no negative impact on the customers served by Endstream, which continued to benefit from the competitive telecommunications services offered. Mr. Levitt, the CEO of Endstream prior to the transaction remained the CEO of Endstream following the transaction and continues to run the Company's day-to-day operations.

I. Information Required by Section 63.04

In lieu of an attachment, pursuant to Commission Rule 63.04(b), 47 C.F.R. § 63.04(b,) Applicant submits the following information in support of their request for approval of the transfer of control of its domestic Section 214 authority in order to address the requirements set forth in 47 C.F.R. § 63.04(a)(6)-(12):

(a)(6) A description of the proposed Transaction is set forth in **Section E** above.

(a)(7) Endstream Communications, LLC operates as a wholesale provider of domestic and international telecommunications services that are purchased by other carriers to provide interconnected VoIP, toll free, calling card and other communications services. Its services are offered nationwide.

(a)(8) Applicants respectfully submit that this Application is eligible for streamlined processing pursuant to 47 C.F.R. §63.03. In particular, this Application is eligible for streamlined processing pursuant to Section 63.03(b)(2) because the transaction resulted in the Transferee having a market share in the interstate, interexchange market of less than 10 percent and the Transferee does not provide any competitive telephone exchange service or exchange access service.

(a)(9) Applicant is filing an International Section 214 Special Temporary Authority Application in conjunction with this Application, pending approval of this late-filed Transfer of Control Application.

(a)(10) No party is requesting special consideration because it is facing imminent business failure.

(a)(11) Not applicable.

(a)(12) A statement showing how grant of the application will serve the public interest, convenience and necessity is provided in **Section H** above.

Conclusion

For the reasons stated above, Applicant respectfully submits that the public interest, convenience, and necessity would be furthered by a grant of this Application. Applicant respectfully requests that the Commission approve the proposed Transaction as soon as possible.

Respectfully Submitted,

/s/ Sharon Thomas

Sharon Thomas
Inteserra Consulting Group, Inc.
151 Southhall Lane, Suite 450
Maitland, FL 32751
TEL: 407-740-3031
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Consultant to Endstream Communications, LLC

EXPLANATION OF STOCK TRANSACTION
LATE FILING OF TRANSFER OF CONTROL APPLICATION

Endstream was founded in 2007 by Mr. Erik Levitt and Mr. Dov Schwartz, each of whom owned an equal 50% share of the Company. Endstream operates as a wholesale provider of Telecommunications services that are purchased by other carriers to provide interconnected VoIP, toll free, calling card and other communications services. Mr. Levitt serves as CEO and, from Endstream's inception, has managed the day-to-day operations of Endstream. Mr. Schwartz was primarily an investor, who did not participate substantially in running the Company.

On December 31, 2011, Transferor, who at the time owned 50% of the Endstream stock, left the partnership. His share of the Company was distributed among Mr. Levitt and two new investors, resulting in the following ownership of Endstream:

Erik Levitt, 41%

Dan Pulver: 41%

Avinash Kenkare: 18%

Subsequently, October 8, 2016, Brian Stone acquired 8% of the Company's stock, which resulted in the following ownership shares, which exists today:

Erik Levitt, 37.5%

Dan Pulver: 37.5%

Avinash Kenkare: 17%

Brian Stone: 8%

Because Mr. Levitt had exercised *de facto* control of Endstream since its inception, he did not view the transaction that occurred in 2011 as having conferred on him any greater control of the Company than he had already continuously exercised for the preceding four years. It never occurred to him at that time or subsequently that FCC approval might be required. The subsequent transfer of 8% of the stock to Mr. Stone that occurred on October 8, 2016 did not involve a transfer of control that would have required approval.

On September 11, 2018, Endstream entered into a stock purchase agreement with Hammer Fiber Optic Holdings Corp, whereby Hammer will purchase 100% of the stock of Endstream. In the process of preparing a Section 214 Transfer of Control Application for this transaction,

Endstream's regulatory consultant, Inteserra Consulting Group ("Inteserra"), questioned whether Mr. Schwartz remained an owner of Endstream and, when they determined that he did not, investigated the requirement for Endstream to have filed a Transfer of Control application for approval of the ownership change that occurred when Mr. Schwartz departed from the Company in 2011. Inteserra determined and advised Mr. Levitt that a Transfer of Control Application should have been filed for that transaction. Accordingly, Endstream is now submitting a Section 214 STA in conjunction with this application for approval of the transfer of control that took place in 2011. It is also filing a separate transfer of control application with respect to the purchase of Endstream by Hammer Fiber Optic Holdings Corp.

Endstream's oversight in failing to seek and obtain the required approval for the 2011 transfer at the time of the transaction, while not excused, is certainly understandable. This was not an intentional violation; rather, the principals simply did not perceive the transaction as a major change in control. Moreover, once the problem was discovered, Endstream has taken prompt action to notify the Commission and correct matters.

Endstream is taking steps to avoid such regulatory compliance failures in the future. They have conferred with their regulatory consultant and been briefed on the types of transactions that require FCC notification and/or approval. Inteserra will be consulted in the future regarding any significant changes in company equity ownership and/or voting control.