



PUBLIC NOTICE

DOCKET FILE COPY ORIGINAL

FEDERAL COMMUNICATIONS COMMISSION
1919 M STREET, N.W.
WASHINGTON, D.C. 20554

DA 98-369

News media information 202/418-0500 Fax-On-Demand 202/418-7830 Internet: <http://www.fcc.gov> <ftp.fcc.gov>

Released: February 25, 1998

TELEPORT COMMUNICATIONS GROUP, INC. AND AT&T CORP. SEEK FCC CONSENT FOR PROPOSED MERGER

Pleading Cycle Established

CC Docket No. 98-24

PETITIONS/COMMENTS: March 27, 1998

OPPOSITIONS/RESPONSES: April 27, 1998

Teleport Communications Group, Inc. (TCG) and AT&T Corp. (AT&T) have filed applications under sections 214 and 310(d) of the Communications Act of 1934, 47 U.S.C. §§ 214, 310(d), requesting Commission approval of the transfer of control to AT&T of licenses and authorizations controlled or requested by TCG or its subsidiaries. This transfer of control would take place as a result of the proposed merger of AT&T and TCG. After the proposed merger, TCG would become a wholly-owned subsidiary of AT&T, and the authorizations currently held by the subsidiaries of TCG would continue to be held by those entities.¹

TCG and AT&T submit that the proposed merger will provide AT&T with a local infrastructure that will permit it to compete more vigorously in the local exchange market. In addition, TCG and AT&T submit that combining the two companies' financial resources and complementary management skills, network facilities, and market capabilities will enhance AT&T's ability to provide international telecommunications services to consumers. AT&T and TCG thus assert that the merger will serve the public interest by bringing competition and choice to consumers of local exchange and international markets.

By this notice we seek comment on TCG and AT&T's applications for transfer of control. Interested parties may file comments regarding, or petitions to deny, the applications no later than **March 27, 1998**. Oppositions or responses to these comments and petitions may be filed no later than **April 27, 1998**. The pleading cycle established in this notice supersedes the one established in the Public Notices released by the Commission's International Bureau and by its Wireless Telecommunications Bureau on February 11, 1998, and February 24, 1998, respectively. For administrative convenience, the various applications listed below have been consolidated into one general docket. All filings regarding any aspect of the proposed merger should reference the Common Carrier docket number assigned to this proceeding, CC Docket No. 98-24.

¹ The Agreement and Plan of Merger (Agreement) executed by TCG and AT&T proposes to transfer control of TCG to AT&T through a merger between TA Merger Corp., a newly-formed, wholly-owned Delaware subsidiary of AT&T and TCG.

EX PARTE STATUS OF THIS PROCEEDING

Because this proceeding involves broad issues of public policy, the Bureau will treat this proceeding as permit, but disclose for purposes of the Commission's *ex parte* rules. See generally 47 C.F.R. §§ 1.1200-1.1216. Should circumstances warrant, the Bureau may designate this proceeding and all interrelated proceedings as restricted. Accordingly, *ex parte* presentations in this proceeding will be governed by the procedures set forth in section 1.1206 of the Commission's rules that are applicable to non-restricted proceedings.

Parties making oral *ex parte* presentations are reminded that memoranda summarizing the presentation must contain a summary of the substance of the presentation and not merely a listing of the subjects discussed. More than a one or two sentence description of the views and arguments presented is generally required. See 47 C.F.R. §1.1206(b)(2), as revised. Other rules pertaining to oral and written presentations are set forth in section 1.1206(b) as well. Interested parties are to file with the Commission Secretary, and serve: (1) Janice Myles, Policy and Program Planning Division, Room 544, 1919 M Street, N.W., Washington, D.C. 20554; and (2) International Transcription Service, Inc. (ITS, Inc.), the Commission's duplicating contractor, at its office at 1231 20th Street, Washington, D.C. 20036, with copies of any written *ex parte* presentations or summaries of oral *ex parte* presentations in these proceedings in the manner specified above. We also require all written *ex parte* presentations or summaries of oral *ex parte* presentations in this proceeding to be served on all parties to the proceeding.

TRANSFER OF CONTROL APPLICATIONS

The applications for transfer of control of TCG's authorizations and licenses to AT&T include numerous Title II and Title III authorizations, licenses, and pending applications. Listed below is a non-exhaustive list of the types of authorizations and licenses involved in this transaction. Interested parties should refer to the transfer of control applications for a listing of the authorizations and licenses encompassed by the Agreement. Parties should be aware that the applications may have to be amended to identify additional authorizations in the services noted.

1. Section 214 Authorizations

TCG, through its wholly-owned subsidiaries, currently holds section 214 authority to operate as an international facilities-based and/or resale carrier between the United States and all foreign points. The following are included within an application for consent to transfer control from TCG to AT&T of 214 authorizations held by TCG or its subsidiaries.

TC Systems, Inc. (File No. I-T-C-96-002)
Eastern TeleLogic Corporation (File No. I-T-C-96-654 (TC))
TCG America, Inc. (File No. I-T-C-97-506)
ACC Network Corp. (File No. ITC-92-131 *et al.*) (multiple authorizations)

2. Section 310 Applications

The following are applications for consent to transfer control from TCG to AT&T of Point-to-Point Microwave Service licenses held by TCG or its subsidiaries.

ACC Network Corp. (WLM560 *et al.*) (multiple licenses)
Biztel, Inc. (WPJD385 *et al.*) (multiple licenses)

The following are applications for consent to transfer control from TCG to AT&T of Point-to-Point Microwave Service applications held by TCG or its subsidiaries.

Biztel, Inc. (File No. 9510353 *et al.*) (multiple applications)

ADDITIONAL INFORMATION

The Commission reserves the right to return any application if, upon further examination, it is determined to be defective and not in conformance with the Commission's rules or policies.

Interested parties may file pleadings as indicated above regarding the applications. An original and 12 copies of all pleadings must be filed with Magalie Roman Salas, Secretary, FCC, Room 222, 1919 M Street, N.W., Washington, D.C. 20554, in accordance with section 1.51(c) of the Commission's rules, 47 C.F.R. § 1.51(c). In addition, one copy of each pleading must be filed with ITS, Inc., 1231 20th Street, Washington, D.C. 20036, (202) 857-3800; and two copies of each pleading must be filed with: (1) the Chief, Policy and Program Planning Division, Common Carrier Bureau, Room 544, 1919 M Street N.W., Washington, D.C. 20554; (2) the Chief, Policy and Facilities Branch, International Bureau, Room 800, 2000 M Street, N.W., Washington, D.C. 20554; (3) the Chief, Commercial Wireless Division, Wireless Telecommunications Bureau, Room 700, 2100 M Street, N.W., Washington, D.C. 20554; and (4) the Chief, Private Wireless Division, Wireless Telecommunications Bureau, Room 8010, 2025 M Street, N.W., Washington, D.C. 20554.

Parties are also encouraged to file a copy of all pleadings on a 3.5 inch diskette in an IBM-compatible format using WordPerfect 5.1 for Windows software in a "read only" mode. Diskette submissions should be in addition to, and not a substitute for, the hard copy filing requirements reviewed above. All diskettes should be clearly labeled with: (1) the party's name; (2) the name of the proceeding and docket number; (3) the type of filing submitted (*e.g.*, comments or oppositions); and (4) the date of submission. The diskettes should be accompanied by a cover letter and filed with Janice Myles, Policy and Program Planning Division, Room 544, 1919 M Street, N.W., Washington, D.C. 20554.

Copies of the applications and any subsequently filed documents in this matter may be obtained from International Transcription Services, Inc. (ITS), 1231 20th Street, N.W., Washington, D.C. 20036, (202) 857-3800. Electronic versions of the applications will also be available on the FCC's Internet Home Page (<http://www.fcc.gov>), and through the Commission's Electronic Comment Filing System. To the extent that parties file electronic versions of responsive pleadings, such filings also will be available on the FCC's Internet Home Page and through the Commission's Electronic Comment Filing System. Copies of the applications are also available for public inspection and copying during normal reference room hours at the Federal Communications Commission Reference Center, 1919 M Street, Room 239, Washington, D.C. 20554.

For further information, contact Claudia Fox, Policy and Program Planning Division, Common Carrier Bureau at (202) 418-1580.