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March 18, 2002

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FEDERAL COMMUNICATIONS COMMISSION
OFFICE OF THE SECRETARY

VIA MESSENGER

Ms. Magalie Roman Salas
Secretary
Federal Communications Commission
445 12th Street, SW
Washington, DC 2000

Re: CC Docket No. 00-257; Notification Regarding the Acquisition of Customers Pursuant to 47 C.F.R. § 64.1120

Dear Ms. Salas:

Pursuant to Section 64.1120(e)¹ of the Commission's Rules and section 258 of the Telecommunications Act,² Winstar Communications, LLC and its subsidiaries,³ hereby notify the Federal Communications Commission (hereinafter, "FCC" or "Commission") of the impending transfer of the customer base of Winstar Communications, Inc. and its operating subsidiaries (collectively "WCI") to Winstar Communications, LLC and its subsidiaries.

WCI has been operating under bankruptcy protection since April 18, 2001. On December 19, 2001, WCI entered into an asset purchase agreement with IDT Winstar Acquisition, Inc., a newly formed subsidiary of IDT Corp. Prior to closing the transaction, IDT Winstar Acquisition, Inc. assigned its rights under the Asset Purchase Agreement and the related Management Agreement to IDT Winstar Acquisition, LLC, which changed its name to Winstar Holdings, LLC.

Winstar Holdings, LLC, is the parent company of Winstar Communications, LLC, which also has a number of subsidiaries identified herein. Pursuant to the Asset Purchase Agreement, Winstar Holdings, LLC will acquire substantially all of the assets of WCI, including its customer base. Current WCI customers will be transferred to Winstar Communications, LLC, or the

¹ 47 C.F.R. § 64.1120; *In re 2000 Biennial Review - Review of Policies and Rules Concerning Unauthorized Changes of Consumers' Long Distance Carriers; Implementation of the Subscriber Carrier Selection Changes Provision of the Telecommunications Act of 1996; Policies and Rules Concerning Unauthorized changes of Consumers Long Distance Carriers*, First Report and Order, CC Docket No. 00-257 (rel. May 15, 2001).

² 47 U.S.C. § 258.

³ Additional operating subsidiaries of Winstar Communications, LLC include Winstar Communications of Arizona, LLC, Winstar of Delaware, LLC, Winstar of Georgia, LLC, Winstar of Hawaii, LLC, Winstar of Indiana, LLC, Winstar of Louisiana, LLC, Winstar of New Jersey, LLC, Winstar of New York, LLC, Winstar of Pennsylvania, LLC, Winstar of West Virginia, LLC and Winstar of Virginia, LLC.

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appropriate state specific operating company, on an ongoing basis in each state as Winstar Communications, LLC gains authority to provide service .

Pursuant to 47 C.F.R. Section 64.1120, Winstar Communications, LLC provides the following information:

1. **Names of the Parties to the Transaction:** The parties to the transaction include WCI and its subsidiaries, including Winstar Wireless, Inc., and IDT Corp. and its subsidiaries, including Winstar Communications, LLC and its state specific operating companies.

2. **Types of Telecommunications Services to be Provided to Affected Customers:** Winstar Wireless, Inc. and its subsidiaries offer facilities-based and resold competitive broadband telecommunications services such as local exchange, domestic and international long distance, and Internet access. Winstar Communications, LLC and its subsidiaries plan to provide the same services on the same rates, terms and conditions previously provided to customers by Winstar Wireless, Inc. and its subsidiaries.

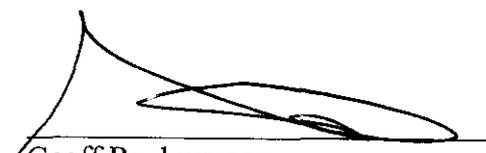
3. **Date of the Transfer:** The parties anticipate that Winstar Wireless, Inc.'s subscribers will be transferred to Winstar Communications, LLC on April 15, 2002, or as soon as possible thereafter following the receipt of the necessary state and federal regulatory approval.

4. **Certification of Compliance:** Winstar Communications, LLC hereby certifies that it has provided advance subscriber notice in accordance with 47 C.F.R. Section 64.1120(e)(3). Additionally, Winstar Communications, LLC and its operating subsidiaries certify that they will comply with the obligations specified in that notice and with any other FCC requirements and procedures governing the transfer of customers.

5. **Copy of the Notice Sent to Subscribers:** The customer notice letter sent to subscribers on February 14, 2002 is attached hereto as Attachment A.

Should there be any questions, please do not hesitate to contact the undersigned.

Very truly yours,



Geoff Rochwarger
Chief Operating Officer
Winstar Communications, LLC

Attachment A
Sample Customer Letter

**IMPORTANT NOTICE REGARDING A CHANGE IN YOUR WINSTAR BROADBAND
COMMUNICATIONS SERVICES**

February 14, 2002

Dear Valued Winstar Customer:

As outlined in our letter to you of December 19, 2001, Winstar ("former Winstar") has entered into an agreement to sell a substantial portion of its domestic telecommunications business to IDT Corporation. IDT is a leading multinational telecommunications company with strong financial resources and a national telecommunications network. As the eighth largest US-based telecommunications provider, IDT carries over 8 billion minutes of telecommunications traffic a year.

The new Winstar -- Winstar Communications, LLC -- will function as an independent entity under IDT and will continue to operate Winstar's high quality broadband network. You will continue to receive all of the features, terms and conditions of service, and current rates that you enjoy today. In the months and years ahead, we will work to leverage the resources of IDT to deliver new offerings and other opportunities for your business. Of course, notices of any adjustment in rates, terms or conditions of service will be provided to you as required by law.

Subject to final regulatory approval, the anticipated date for the transfer of your service from the former Winstar to Winstar Communications, LLC is April 15, 2002. This transfer of your service will be transparent and without charge to you. Your current services, telephone number(s), and contract terms will remain unchanged, and Winstar Communications, LLC will take over the responsibility for assuring that any questions or concerns about your service are addressed.

We look forward to continuing to provide you with quality service for many years to come. Be assured that any "freeze" you have placed on Winstar's services to prevent their unauthorized transfer to another carrier will be maintained. You remain in control of and have the right to select another carrier for your services consistent with the terms of your contract.

If you have any questions regarding this notice or any of Winstar's services, please contact a Winstar representative by telephone at 888-961-8800 or by e-mail at info@winstar.com.

Sincerely,

Charles H.F. Garner
Chief Executive Officer
Winstar Communications, LLC