WC 07-224

BINGHAM

DOCKET FILE COPY ORIGINAL Please Date Stamp & Return

Brett P. Ferenchak
brett.ferenchak@bingham.com

October 1, 2007

Via Courier

Marlene H. Dortch, Secretary
Federal Communications Commission
Wireline Competition Bureau – CPD – 214 Appls.
P.O. Box 358145
Pittsburgh, PA 15251-5145

OCT 01 2007
FCC/MELLON

Re: In the Matter of the Joint Application of MCG Capital Corporation, Transferor, Broadview Networks Holdings, Inc., Transferee, A.R.C. Networks, Inc., Licensee, ATX Licensing, Inc., Licensee, Broadview Networks, Inc., Licensee, Broadview NP Acquisition Corp., Licensee, BridgeCom International, Inc., Licensee, Eureka Telecom, Inc., Licensee, Eureka Telecom of VA, Inc., Licensee, InfoHighway of Virginia, Inc., Licensee, and TruCom Corporation, Licensee, For Grant of Authority Pursuant to Section 214 of the Communications Act of 1934, as amended, and Sections 63.04 and 63.24 of the Commission's Rules to Complete an Indirect Transfer of Control of Authorized Domestic and/or International Section 214 Carriers

Dear Ms. Dortch:

MCG Capital Corporation ("MCG Capital"), Broadview Networks Holdings, Inc. ("Broadview Holdings"), A.R.C. Networks, Inc. ("A.R.C."), ATX Licensing, Inc. ("ATX"), Broadview Networks, Inc. ("Broadview"), Broadview NP Acquisition Corp. ("Broadview NP"), BridgeCom International, Inc. ("BridgeCom"), Eureka Telecom, Inc. ("Eureka"), Eureka Telecom of VA, Inc. ("Eureka-VA"), InfoHighway of Virginia, Inc. ("InfoHighway-VA"), and TruCom Corporation ("TruCom") (collectively, "Applicants"),[1] enclosed please find an original and six (6) copies of an application for Section 214 authority to consummate transactions that may result in MCG Capital no longer having indirect control of Licensees. Pursuant to Section 63.04(b) of the Commission's Rules, Applicants submit this filing as a combined international section 214 transfer of control application and domestic section 214 transfer of control application ("Combined Application").

Also enclosed is a completed Fee Remittance Form 159 containing a valid credit card number and expiration date for payment, in the amount of $965.00, to the Federal Communications Commission, which satisfies the filing fee required for this Combined Application under line 2.b of Section 1.1105 of the Commission's Rules. Applicants are simultaneously filing the Combined Application with the International Bureau through the MyIBFS Filing System.

Boston
Hartford
Hong Kong
London
Los Angeles
New York
Orange County
San Francisco
Santa Monica
Silicon Valley
Tokyo
Walnut Creek
Washington

Bingham McCutchen LLP
2020 K Street NW
Washington, DC
20006-1806

T 202.373.6000
F 202.373.6001
bingham.com

[1] A.R.C., ATX, Broadview, Broadview NP, BridgeCom, Eureka, Eureka-VA, InfoHighway-VA and Trucom, collectively "Licensees."

Please date-stamp the enclosed extra copy of this filing and return it in the envelope provided. Please direct any questions regarding this filing to the undersigned.

Respectfully submitted,

Brett P Ferenchak

Brett P. Ferenchak

Counsel for Applicants

READ INSTRUCTIONS CAREFULLY
BEFORE PROCEEDING

FEDERAL COMMUNICATIONS COMMISSION
REMITTANCE ADVICE

Approved by OMB
3060-0589

(1) LOCKBOX #	SPECIAL USE ONLY
358145	FCC USE ONLY

SECTION A - PAYER INFORMATION

(2) PAYER NAME (if paying by credit card enter name exactly as it appears on the card) Bingham McCutchen LLP	(3) TOTAL AMOUNT PAID (U.S. Dollars and cents) $965.00
(4) STREET ADDRESS LINE NO. 1 c/o Brett Ferenchak	
(5) STREET ADDRESS LINE NO. 2 2020 K Street NW, 10th Floor	
(6) CITY Washington	(7) STATE DC / (8) ZIP CODE 20006
(9) DAYTIME TELEPHONE NUMBER (include area code) 202-373-6000	(10) COUNTRY CODE (if not in U.S.A.)

FCC REGISTRATION NUMBER (FRN) REQUIRED

(11) PAYER (FRN) 0004353900	(12) FCC USE ONLY

IF MORE THAN ONE APPLICANT, USE CONTINUATION SHEETS (FORM 159-C)
COMPLETE SECTION BELOW FOR EACH SERVICE, IF MORE BOXES ARE NEEDED, USE CONTINUATION SHEET

(13) APPLICANT NAME MCG Capital Corporation	
(14) STREET ADDRESS LINE NO. 1 1100 Wilson Boulevard	
(15) STREET ADDRESS LINE NO. 2 Suite 300	
(16) CITY Arlington	(17) STATE VA / (18) ZIP CODE 22209
(19) DAYTIME TELEPHONE NUMBER (include area code)	(20) COUNTRY CODE (if not in U.S.A.)

FCC REGISTRATION NUMBER (FRN) REQUIRED

(21) APPLICANT (FRN) 0006-8335-03	(22) FCC USE ONLY

COMPLETE SECTION C FOR EACH SERVICE, IF MORE BOXES ARE NEEDED, USE CONTINUATION SHEET

(23A) CALL SIGN/OTHER ID	(24A) PAYMENT TYPE CODE CUT	(25A) QUANTITY 1
(26A) FEE DUE FOR (PTC) $965.00	(27A) TOTAL FEE $965.00	FCC USE ONLY
(28A) FCC CODE 1	(29A) FCC CODE 2	
(23b) CALL SIGN/OTHER ID	(24B) PAYMENT TYPE CODE	(25B) QUANTITY
(26B) FEE DUE FOR (PTC)	(27B) TOTAL FEE	FCC USE ONLY
(28B) FCC CODE 1	(29B) FCC CODE 2	

SECTION D - CERTIFICATION

CERTIFICATION STATEMENT

I, M. Renee Britt, certify under penalty of perjury that the foregoing and supporting information is true and correct to the best of my knowledge, information and belief.

SIGNATURE M Renee Britt DATE 10/01/2007

SECTION E - CREDIT CARD PAYMENT INFORMATION

MASTERCARD ____ VISA X AMEX ____ DISCOVER ____

ACCOUNT NUMBER REDACTED EXPIRATION DATE REDACTED

I hereby authorize the FCC to charge my credit card for the service(s) authorization herein described.

SIGNATURE Renee Britt DATE 10/01/2007

Approved by OMB
3060-0589

FEDERAL COMMUNICATIONS COMMISSION

REMITTANCE ADVICE (CONTINUATION SHEET)

SPECIAL USE

FCC ONLY

USE THIS SECTION ONLY FOR EACH ADDITIONAL APPLICANT
SECTION BB - ADDITIONAL APPLICANT INFORMATION

(13) APPLICANT NAME
Broadview Networks Holdings, Inc.

(14) STREET ADDRESS LINE NO. 1
800 Westchester Avenue

(15) STREET ADDRESS LINE NO. 2
Suite N-501

(16) CITY	(17) STATE	(18) ZIP CODE
Rye Brook	NY	10573

(19) DAYTIME TELEPHONE NUMBER (include area code)	(20) COUNTRY CODE (if not in U.S.A.)
914-922-7000	

FCC REGISTRATION NUMBER (FRN) REQUIRED

(21) APPLICANT (FRN)	(22) FCC USE ONLY
0010-2968-53	

COMPLETE SECTION C FOR EACH SERVICE, IF MORE BOXES ARE NEEDED, USE CONTINUATION SHEET

(23A) CALL SIGN/OTHER ID	(24A) PAYMENT TYPE CODE	(25A) QUANTITY
(26A) FEE DUE FOR (PTC)	(27A) TOTAL FEE	FCC USE ONLY
(28A) FCC CODE 1	(29A) FCC CODE 2	
(23B) CALL SIGN/OTHER ID	(24B) PAYMENT TYPE CODE	(25B) QUANTITY
(26B) FEE DUE FOR (PTC)	(27B) TOTAL FEE	FCC USE ONLY
(28B) FCC CODE 1	(29B) FCC CODE 2	
(23C) CALL SIGN/OTHER ID	(24C) PAYMENT TYPE CODE	(25C) QUANTITY
(26C) FEE DUE FOR (PTC)	(27C) TOTAL FEE	FCC USE ONLY
(28C) FCC CODE 1	(29C) FCC CODE 2	
(23D) CALL SIGN/OTHER ID	(24D) PAYMENT TYPE CODE	(25D) QUANTITY
(26D) FEE DUE FOR (PTC)	(27D) TOTAL FEE	FCC USE ONLY
(28D) FCC CODE 1	(29D) FCC CODE 2	
(23E) CALL SIGN/OTHER ID	(24E) PAYMENT TYPE CODE	(25E) QUANTITY
(26E) FEE DUE FOR (PTC)	(27E) TOTAL FEE	FCC USE ONLY
(28E) FCC CODE 1	(29E) FCC CODE 2	
(23F) CALL SIGN/OTHER ID	(24F) PAYMENT TYPE CODE	(25F) QUANTITY
(26F) FEE DUE FOR (PTC)	(27F) TOTAL FEE	FCC USE ONLY
(28F) FCC CODE 1	(29F) FCC CODE 2	

Approved by OMB
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FEDERAL COMMUNICATIONS COMMISSION

REMITTANCE ADVICE (CONTINUATION SHEET)

SPECIAL USE

FCC ONLY

USE THIS SECTION ONLY FOR EACH ADDITIONAL APPLICANT
SECTION BB - ADDITIONAL APPLICANT INFORMATION

(13) APPLICANT NAME
A.R.C. Networks, Inc.

(14) STREET ADDRESS LINE NO. 1
800 Westchester Avenue

(15) STREET ADDRESS LINE NO. 2
Suite N-501

(16) CITY	(17) STATE	(18) ZIP CODE
Rye Brook	NY	10573

(19) DAYTIME TELEPHONE NUMBER (include area code)	(20) COUNTRY CODE (if not in U.S.A.)
914-922-7000	

FCC REGISTRATION NUMBER (FRN) REQUIRED

(21) APPLICANT (FRN)	(22) FCC USE ONLY
0014-8646-49	

COMPLETE SECTION C FOR EACH SERVICE, IF MORE BOXES ARE NEEDED, USE CONTINUATION SHEET

(23A) CALL SIGN/OTHER ID	(24A) PAYMENT TYPE CODE	(25A) QUANTITY
(26A) FEE DUE FOR (PTC)	(27A) TOTAL FEE	FCC USE ONLY
(28A) FCC CODE 1	(29A) FCC CODE 2	
(23B) CALL SIGN/OTHER ID	(24B) PAYMENT TYPE CODE	(25B) QUANTITY
(26B) FEE DUE FOR (PTC)	(27B) TOTAL FEE	FCC USE ONLY
(28B) FCC CODE 1	(29B) FCC CODE 2	
(23C) CALL SIGN/OTHER ID	(24C) PAYMENT TYPE CODE	(25C) QUANTITY
(26C) FEE DUE FOR (PTC)	(27C) TOTAL FEE	FCC USE ONLY
(28C) FCC CODE 1	(29C) FCC CODE 2	
(23D) CALL SIGN/OTHER ID	(24D) PAYMENT TYPE CODE	(25D) QUANTITY
(26D) FEE DUE FOR (PTC)	(27D) TOTAL FEE	FCC USE ONLY
(28D) FCC CODE 1	(29D) FCC CODE 2	
(23E) CALL SIGN/OTHER ID	(24E) PAYMENT TYPE CODE	(25E) QUANTITY
(26E) FEE DUE FOR (PTC)	(27E) TOTAL FEE	FCC USE ONLY
(28E) FCC CODE 1	(29E) FCC CODE 2	
(23F) CALL SIGN/OTHER ID	(24F) PAYMENT TYPE CODE	(25F) QUANTITY
(26F) FEE DUE FOR (PTC)	(27F) TOTAL FEE	FCC USE ONLY
(28F) FCC CODE 1	(29F) FCC CODE 2	

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FEDERAL COMMUNICATIONS COMMISSION

REMITTANCE ADVICE (CONTINUATION SHEET)

SPECIAL USE

FCC ONLY

USE THIS SECTION ONLY FOR EACH ADDITIONAL APPLICANT
SECTION BB - ADDITIONAL APPLICANT INFORMATION

(13) APPLICANT NAME ATX Licensing, Inc.		
(14) STREET ADDRESS LINE NO. 1 800 Westchester Avenue		
(15) STREET ADDRESS LINE NO. 2 Suite N-501		
(16) CITY Rye Brook	(17) STATE NY	(18) ZIP CODE 10573
(19) DAYTIME TELEPHONE NUMBER (include area code) 914-922-7000	(20) COUNTRY CODE (if not in U.S.A.)	

FCC REGISTRATION NUMBER (FRN) REQUIRED

(21) APPLICANT (FRN) 0004-9368-11	(22) FCC USE ONLY

COMPLETE SECTION C FOR EACH SERVICE, IF MORE BOXES ARE NEEDED, USE CONTINUATION SHEET

(23A) CALL SIGN/OTHER ID	(24A) PAYMENT TYPE CODE	(25A) QUANTITY
(26A) FEE DUE FOR (PTC)	(27A) TOTAL FEE	FCC USE ONLY
(28A) FCC CODE 1	(29A) FCC CODE 2	
(23B) CALL SIGN/OTHER ID	(24B) PAYMENT TYPE CODE	(25B) QUANTITY
(26B) FEE DUE FOR (PTC)	(27B) TOTAL FEE	FCC USE ONLY
(28B) FCC CODE 1	(29B) FCC CODE 2	
(23C) CALL SIGN/OTHER ID	(24C) PAYMENT TYPE CODE	(25C) QUANTITY
(26C) FEE DUE FOR (PTC)	(27C) TOTAL FEE	FCC USE ONLY
(28C) FCC CODE 1	(29C) FCC CODE 2	
(23D) CALL SIGN/OTHER ID	(24D) PAYMENT TYPE CODE	(25D) QUANTITY
(26D) FEE DUE FOR (PTC)	(27D) TOTAL FEE	FCC USE ONLY
(28D) FCC CODE 1	(29D) FCC CODE 2	
(23E) CALL SIGN/OTHER ID	(24E) PAYMENT TYPE CODE	(25E) QUANTITY
(26E) FEE DUE FOR (PTC)	(27E) TOTAL FEE	FCC USE ONLY
(28E) FCC CODE 1	(29E) FCC CODE 2	
(23F) CALL SIGN/OTHER ID	(24F) PAYMENT TYPE CODE	(25F) QUANTITY
(26F) FEE DUE FOR (PTC)	(27F) TOTAL FEE	FCC USE ONLY
(28F) FCC CODE 1	(29F) FCC CODE 2	

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REMITTANCE ADVICE (CONTINUATION SHEET)

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USE THIS SECTION ONLY FOR EACH ADDITIONAL APPLICANT
SECTION BB - ADDITIONAL APPLICANT INFORMATION

(13) APPLICANT NAME Broadview Networks, Inc.		
(14) STREET ADDRESS LINE NO. 1 800 Westchester Avenue		
(15) STREET ADDRESS LINE NO. 2 Suite N-501		
(16) CITY Rye Brook	(17) STATE NY	(18) ZIP CODE 10573
(19) DAYTIME TELEPHONE NUMBER (include area code) 914-922-7000	(20) COUNTRY CODE (if not in U.S.A.)	

FCC REGISTRATION NUMBER (FRN) REQUIRED

(21) APPLICANT (FRN) 0003-7752-85	(22) FCC USE ONLY

COMPLETE SECTION C FOR EACH SERVICE, IF MORE BOXES ARE NEEDED, USE CONTINUATION SHEET

(23A) CALL SIGN/OTHER ID	(24A) PAYMENT TYPE CODE	(25A) QUANTITY
(26A) FEE DUE FOR (PTC)	(27A) TOTAL FEE	FCC USE ONLY
(28A) FCC CODE 1	(29A) FCC CODE 2	
(23B) CALL SIGN/OTHER ID	(24B) PAYMENT TYPE CODE	(25B) QUANTITY
(26B) FEE DUE FOR (PTC)	(27B) TOTAL FEE	FCC USE ONLY
(28B) FCC CODE 1	(29B) FCC CODE 2	
(23C) CALL SIGN/OTHER ID	(24C) PAYMENT TYPE CODE	(25C) QUANTITY
(26C) FEE DUE FOR (PTC)	(27C) TOTAL FEE	FCC USE ONLY
(28C) FCC CODE 1	(29C) FCC CODE 2	
(23D) CALL SIGN/OTHER ID	(24D) PAYMENT TYPE CODE	(25D) QUANTITY
(26D) FEE DUE FOR (PTC)	(27D) TOTAL FEE	FCC USE ONLY
(28D) FCC CODE 1	(29D) FCC CODE 2	
(23E) CALL SIGN/OTHER ID	(24E) PAYMENT TYPE CODE	(25E) QUANTITY
(26E) FEE DUE FOR (PTC)	(27E) TOTAL FEE	FCC USE ONLY
(28E) FCC CODE 1	(29E) FCC CODE 2	
(23F) CALL SIGN/OTHER ID	(24F) PAYMENT TYPE CODE	(25F) QUANTITY
(26F) FEE DUE FOR (PTC)	(27F) TOTAL FEE	FCC USE ONLY
(28F) FCC CODE 1	(29F) FCC CODE 2	

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FEDERAL COMMUNICATIONS COMMISSION

REMITTANCE ADVICE (CONTINUATION SHEET)

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USE THIS SECTION ONLY FOR EACH ADDITIONAL APPLICANT
SECTION BB - ADDITIONAL APPLICANT INFORMATION

(13) APPLICANT NAME Broadview NP Acquisition Corp.		
(14) STREET ADDRESS LINE NO. 1 800 Westchester Avenue		
(15) STREET ADDRESS LINE NO. 2 Suite N-501		
(16) CITY Rye Brook	(17) STATE NY	(18) ZIP CODE 10573
(19) DAYTIME TELEPHONE NUMBER (include area code) 914-922-7000	(20) COUNTRY CODE (if not in U.S.A.)	

FCC REGISTRATION NUMBER (FRN) REQUIRED

(21) APPLICANT (FRN) 0007-3883-33	(22) FCC USE ONLY

COMPLETE SECTION C FOR EACH SERVICE, IF MORE BOXES ARE NEEDED, USE CONTINUATION SHEET

(23A) CALL SIGN/OTHER ID	(24A) PAYMENT TYPE CODE	(25A) QUANTITY
(26A) FEE DUE FOR (PTC)	(27A) TOTAL FEE	FCC USE ONLY
(28A) FCC CODE 1	(29A) FCC CODE 2	
(23B) CALL SIGN/OTHER ID	(24B) PAYMENT TYPE CODE	(25B) QUANTITY
(26B) FEE DUE FOR (PTC)	(27B) TOTAL FEE	FCC USE ONLY
(28B) FCC CODE 1	(29B) FCC CODE 2	
(23C) CALL SIGN/OTHER ID	(24C) PAYMENT TYPE CODE	(25C) QUANTITY
(26C) FEE DUE FOR (PTC)	(27C) TOTAL FEE	FCC USE ONLY
(28C) FCC CODE 1	(29C) FCC CODE 2	
(23D) CALL SIGN/OTHER ID	(24D) PAYMENT TYPE CODE	(25D) QUANTITY
(26D) FEE DUE FOR (PTC)	(27D) TOTAL FEE	FCC USE ONLY
(28D) FCC CODE 1	(29D) FCC CODE 2	
(23E) CALL SIGN/OTHER ID	(24E) PAYMENT TYPE CODE	(25E) QUANTITY
(26E) FEE DUE FOR (PTC)	(27E) TOTAL FEE	FCC USE ONLY
(28E) FCC CODE 1	(29E) FCC CODE 2	
(23F) CALL SIGN/OTHER ID	(24F) PAYMENT TYPE CODE	(25F) QUANTITY
(26F) FEE DUE FOR (PTC)	(27F) TOTAL FEE	FCC USE ONLY
(28F) FCC CODE 1	(29F) FCC CODE 2	

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REMITTANCE ADVICE (CONTINUATION SHEET)

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USE THIS SECTION ONLY FOR EACH ADDITIONAL APPLICANT
SECTION BB - ADDITIONAL APPLICANT INFORMATION

(13) APPLICANT NAME BridgeCom International, Inc.		
(14) STREET ADDRESS LINE NO. 1 800 Westchester Avenue		
(15) STREET ADDRESS LINE NO. 2 Suite N-501		
(16) CITY Rye Brook	(17) STATE NY	(18) ZIP CODE 10573
(19) DAYTIME TELEPHONE NUMBER (include area code) 914-922-7000	(20) COUNTRY CODE (if not in U.S.A.)	

FCC REGISTRATION NUMBER (FRN) REQUIRED

(21) APPLICANT (FRN) 0004-9714-46	(22) FCC USE ONLY

COMPLETE SECTION C FOR EACH SERVICE, IF MORE BOXES ARE NEEDED, USE CONTINUATION SHEET

(23A) CALL SIGN/OTHER ID	(24A) PAYMENT TYPE CODE	(25A) QUANTITY
(26A) FEE DUE FOR (PTC)	(27A) TOTAL FEE	FCC USE ONLY
(28A) FCC CODE 1	(29A) FCC CODE 2	
(23B) CALL SIGN/OTHER ID	(24B) PAYMENT TYPE CODE	(25B) QUANTITY
(26B) FEE DUE FOR (PTC)	(27B) TOTAL FEE	FCC USE ONLY
(28B) FCC CODE 1	(29B) FCC CODE 2	
(23C) CALL SIGN/OTHER ID	(24C) PAYMENT TYPE CODE	(25C) QUANTITY
(26C) FEE DUE FOR (PTC)	(27C) TOTAL FEE	FCC USE ONLY
(28C) FCC CODE 1	(29C) FCC CODE 2	
(23D) CALL SIGN/OTHER ID	(24D) PAYMENT TYPE CODE	(25D) QUANTITY
(26D) FEE DUE FOR (PTC)	(27D) TOTAL FEE	FCC USE ONLY
(28D) FCC CODE 1	(29D) FCC CODE 2	
(23E) CALL SIGN/OTHER ID	(24E) PAYMENT TYPE CODE	(25E) QUANTITY
(26E) FEE DUE FOR (PTC)	(27E) TOTAL FEE	FCC USE ONLY
(28E) FCC CODE 1	(29E) FCC CODE 2	
(23F) CALL SIGN/OTHER ID	(24F) PAYMENT TYPE CODE	(25F) QUANTITY
(26F) FEE DUE FOR (PTC)	(27F) TOTAL FEE	FCC USE ONLY
(28F) FCC CODE 1	(29F) FCC CODE 2	

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REMITTANCE ADVICE (CONTINUATION SHEET)

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SECTION BB - ADDITIONAL APPLICANT INFORMATION

(13) APPLICANT NAME
Eureka Telecom, Inc.

(14) STREET ADDRESS LINE NO. 1
800 Westchester Avenue

(15) STREET ADDRESS LINE NO. 2
Suite N-501

(16) CITY	(17) STATE	(18) ZIP CODE
Rye Brook	NY	10573

(19) DAYTIME TELEPHONE NUMBER (include area code)	(20) COUNTRY CODE (if not in U.S.A.)
914-922-7000	

FCC REGISTRATION NUMBER (FRN) REQUIRED

(21) APPLICANT (FRN)	(22) FCC USE ONLY
0003-7538-52	

COMPLETE SECTION C FOR EACH SERVICE, IF MORE BOXES ARE NEEDED, USE CONTINUATION SHEET

(23A) CALL SIGN/OTHER ID	(24A) PAYMENT TYPE CODE	(25A) QUANTITY
(26A) FEE DUE FOR (PTC)	(27A) TOTAL FEE	FCC USE ONLY
(28A) FCC CODE 1	(29A) FCC CODE 2	
(23B) CALL SIGN/OTHER ID	(24B) PAYMENT TYPE CODE	(25B) QUANTITY
(26B) FEE DUE FOR (PTC)	(27B) TOTAL FEE	FCC USE ONLY
(28B) FCC CODE 1	(29B) FCC CODE 2	
(23C) CALL SIGN/OTHER ID	(24C) PAYMENT TYPE CODE	(25C) QUANTITY
(26C) FEE DUE FOR (PTC)	(27C) TOTAL FEE	FCC USE ONLY
(28C) FCC CODE 1	(29C) FCC CODE 2	
(23D) CALL SIGN/OTHER ID	(24D) PAYMENT TYPE CODE	(25D) QUANTITY
(26D) FEE DUE FOR (PTC)	(27D) TOTAL FEE	FCC USE ONLY
(28D) FCC CODE 1	(29D) FCC CODE 2	
(23E) CALL SIGN/OTHER ID	(24E) PAYMENT TYPE CODE	(25E) QUANTITY
(26E) FEE DUE FOR (PTC)	(27E) TOTAL FEE	FCC USE ONLY
(28E) FCC CODE 1	(29E) FCC CODE 2	
(23F) CALL SIGN/OTHER ID	(24F) PAYMENT TYPE CODE	(25F) QUANTITY
(26F) FEE DUE FOR (PTC)	(27F) TOTAL FEE	FCC USE ONLY
(28F) FCC CODE 1	(29F) FCC CODE 2	

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REMITTANCE ADVICE (CONTINUATION SHEET)

Page No 9 of 9

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USE THIS SECTION ONLY FOR EACH ADDITIONAL APPLICANT
SECTION BB - ADDITIONAL APPLICANT INFORMATION

(13) APPLICANT NAME
TruCom Corporation

(14) STREET ADDRESS LINE NO. 1
800 Westchester Avenue

(15) STREET ADDRESS LINE NO. 2
Suite N-501

(16) CITY	(17) STATE	(18) ZIP CODE
Rye Brook	NY	10573

(19) DAYTIME TELEPHONE NUMBER (include area code)	(20) COUNTRY CODE (if not in U.S.A.)
914-922-7000	

FCC REGISTRATION NUMBER (FRN) REQUIRED

(21) APPLICANT (FRN)	(22) FCC USE ONLY
0004-3359-56	

COMPLETE SECTION C FOR EACH SERVICE, IF MORE BOXES ARE NEEDED, USE CONTINUATION SHEET

(23A) CALL SIGN/OTHER ID	(24A) PAYMENT TYPE CODE	(25A) QUANTITY
(26A) FEE DUE FOR (PTC)	(27A) TOTAL FEE	FCC USE ONLY
(28A) FCC CODE 1	(29A) FCC CODE 2	
(23B) CALL SIGN/OTHER ID	(24B) PAYMENT TYPE CODE	(25B) QUANTITY
(26B) FEE DUE FOR (PTC)	(27B) TOTAL FEE	FCC USE ONLY
(28B) FCC CODE 1	(29B) FCC CODE 2	
(23C) CALL SIGN/OTHER ID	(24C) PAYMENT TYPE CODE	(25C) QUANTITY
(26C) FEE DUE FOR (PTC)	(27C) TOTAL FEE	FCC USE ONLY
(28C) FCC CODE 1	(29C) FCC CODE 2	
(23D) CALL SIGN/OTHER ID	(24D) PAYMENT TYPE CODE	(25D) QUANTITY
(26D) FEE DUE FOR (PTC)	(27D) TOTAL FEE	FCC USE ONLY
(28D) FCC CODE 1	(29D) FCC CODE 2	
(23E) CALL SIGN/OTHER ID	(24E) PAYMENT TYPE CODE	(25E) QUANTITY
(26E) FEE DUE FOR (PTC)	(27E) TOTAL FEE	FCC USE ONLY
(28E) FCC CODE 1	(29E) FCC CODE 2	
(23F) CALL SIGN/OTHER ID	(24F) PAYMENT TYPE CODE	(25F) QUANTITY
(26F) FEE DUE FOR (PTC)	(27F) TOTAL FEE	FCC USE ONLY
(28F) FCC CODE 1	(29F) FCC CODE 2	

BINGHAM

Brett P. Ferenchak
brett.ferenchak@bingham.com

October 1, 2007

Via Courier

Marlene H. Dortch, Secretary
Federal Communications Commission
Wireline Competition Bureau – CPD – 214 Appls.
P.O. Box 358145
Pittsburgh, PA 15251-5145

Re: In the Matter of the Joint Application of MCG Capital Corporation, Transferor, Broadview Networks Holdings, Inc., Transferee, A.R.C. Networks, Inc., Licensee, ATX Licensing, Inc., Licensee, Broadview Networks, Inc., Licensee, Broadview NP Acquisition Corp., Licensee, BridgeCom International, Inc., Licensee, Eureka Telecom, Inc., Licensee, Eureka Telecom of VA, Inc., Licensee, InfoHighway of Virginia, Inc., Licensee, and TruCom Corporation, Licensee, For Grant of Authority Pursuant to Section 214 of the Communications Act of 1934, as amended, and Sections 63.04 and 63.24 of the Commission's Rules to Complete an Indirect Transfer of Control of Authorized Domestic and/or International Section 214 Carriers

Dear Ms. Dortch:

MCG Capital Corporation ("MCG Capital"), Broadview Networks Holdings, Inc. ("Broadview Holdings"), A.R.C. Networks, Inc. ("A.R.C."), ATX Licensing, Inc. ("ATX"), Broadview Networks, Inc. ("Broadview"), Broadview NP Acquisition Corp. ("Broadview NP"), BridgeCom International, Inc. ("BridgeCom"), Eureka Telecom, Inc. ("Eureka"), Eureka Telecom of VA, Inc. ("Eureka-VA"), InfoHighway of Virginia, Inc. ("InfoHighway-VA"), and TruCom Corporation ("TruCom") (collectively, "Applicants"),[1] enclosed please find an original and six (6) copies of an application for Section 214 authority to consummate transactions that may result in MCG Capital no longer having indirect control of Licensees. Pursuant to Section 63.04(b) of the Commission's Rules, Applicants submit this filing as a combined international section 214 transfer of control application and domestic section 214 transfer of control application ("Combined Application").

Also enclosed is a completed Fee Remittance Form 159 containing a valid credit card number and expiration date for payment, in the amount of $965.00, to the Federal Communications Commission, which satisfies the filing fee required for this Combined Application under line 2.b of Section 1.1105 of the Commission's Rules. Applicants are simultaneously filing the Combined Application with the International Bureau through the MyIBFS Filing System.

Boston
Hartford
Hong Kong
London
Los Angeles
New York
Orange County
San Francisco
Santa Monica
Silicon Valley
Tokyo
Walnut Creek
Washington

Bingham McCutchen LLP
2020 K Street NW
Washington, DC
20006-1806

T 202.373.6000
F 202.373.6001
bingham.com

[1] A.R.C., ATX, Broadview, Broadview NP, BridgeCom, Eureka, Eureka-VA, InfoHighway-VA and Trucom, collectively "Licensees."

Please date-stamp the enclosed extra copy of this filing and return it in the envelope provided. Please direct any questions regarding this filing to the undersigned.

Respectfully submitted,

Brett P Ferenchak

Brett P. Ferenchak

Counsel for Applicants

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

In the Matter of the Joint Application of	)	
MCG Capital Corporation, Transferor,	)	
Broadview Networks Holdings, Inc., Transferee,	)	
A.R.C. Networks, Inc., Licensee,	)	
ATX Licensing, Inc., Licensee,	)	WC Docket No. 07-_____
Broadview Networks, Inc., Licensee,	)	
Broadview NP Acquisition Corp., Licensee,	)	
BridgeCom International, Inc., Licensee,	)	File No. ITC-T/C-2007 _____
Eureka Telecom, Inc., Licensee,	)	
Eureka Telecom of VA, Inc., Licensee,	)	
InfoHighway of Virginia, Inc., Licensee,	)	
and	)	
TruCom Corporation, Licensee,	)	
For Grant of Authority Pursuant to Section 214 of the Communications Act of 1934, as amended, and Sections 63.04 and 63.24 of the Commission's Rules to Complete an Indirect Transfer of Control of Authorized Domestic and/or International Section 214 Carriers	)	

JOINT APPLICATION

I. INTRODUCTION

A. Summary of Transaction

MCG Capital Corporation ("MCG Capital"), Broadview Networks Holdings, Inc. ("Broadview Holdings"), A.R.C. Networks, Inc. ("A.R.C."), ATX Licensing, Inc. ("ATX"), Broadview Networks, Inc. ("Broadview"), Broadview NP Acquisition Corp. ("Broadview NP"), BridgeCom International, Inc. ("BridgeCom"), Eureka Telecom, Inc. ("Eureka"), Eureka Telecom of VA, Inc. ("Eureka-VA"), InfoHighway of Virginia, Inc. ("InfoHighway-VA"), and

TruCom Corporation ("TruCom") (collectively, "Applicants"), through their undersigned counsel and pursuant to Section 214 of the Communications Act, as amended, 47 U.S.C. § 214, and Sections 63.04 and 63.24 of the Commission's Rules, 47 C.F.R. §§ 63.04, 63.24, respectfully request Federal Communications Commission ("Commission") approval or such authority as may be necessary or required to enable the parties to consummate transactions that may result in MCG Capital no longer having indirect control of A.R.C., ATX, Broadview, Broadview NP, BridgeCom, Eureka, Eureka-VA, InfoHighway-VA, and TruCom (collectively, "Licensees"), non-dominant carriers holding authority from the Commission to provide telecommunications services.[1]

Although the proposed transaction will result in a change in the ultimate ownership of Licensees, no transfer of certificates, assets or customers will occur as an immediate consequence of the proposed transaction. Licensees will continue to provide service to their existing customers pursuant to their authorizations under the same rates, terms and conditions. Accordingly, this transaction will be transparent to the customers of Licensees.

B. Request for Expedited Consideration

The proposed transaction is structured to ensure that existing customers of Licensees will continue to enjoy uninterrupted service and, immediately following the proposed transaction, customers of Licensees will continue to receive services under the same rates, terms and conditions as those services are presently provided. In light of the substantial benefits that the Applicants

[1] InfoHighway-VA, Eureka-VA, ATX Telecommunications Services of Virginia, LLC ("ATX-VA"), and Broadview Networks of Virginia, Inc. ("Broadview-VA"), are affiliates of Licensees that operate in Virginia. InfoHighway-VA and Eureka-VA only provide intrastate and interstate telecommunications services and do not provide international telecommunications services. InfoHighway-VA and Eureka-VA, therefore, hold blanket authority from the Commission to provide interstate telecommunications services, but do not hold authority to provide international telecommunications services. ATX-VA and Broadview-VA only provide intrastate telecommunications services in Virginia and, therefore, do not hold interstate or international authority from the Commission.

expect from the proposed transaction, Applicants seek expedited approval to allow Applicants to complete the proposed transaction as soon as possible.

C. Request for Streamlined Processing

Applicants respectfully submit that this Application is eligible for streamlined processing pursuant to Section 63.03 and 63.12 of the Commission's Rules, 47 C.F.R. §§ 63.03 & 63.12. With respect to domestic authority, this Application is eligible for streamlined processing pursuant to Section 63.03(b)(2)(i) because, immediately following the transaction, Transferee (and its Affiliates) will have a market share in the interstate, interexchange market of less than 10 percent, and the Transferee (and its Affiliates) will provide competitive telephone exchange services or exchange access services (if at all) exclusively in geographic areas served by a dominant local exchange carrier that is not a party to the transaction, and none of the Applicants (or their Affiliates) are dominant with respect to any service.

With respect to international authority, this Application is eligible for streamlined processing pursuant to Section 63.12(a)-(b) of the Commission's Rules, 47 C.F.R. §63.12(a)-(b). In particular, Section 63.12(c)(1) is inapplicable because none of the Applicants is a foreign carrier, or is affiliated with any foreign carriers and none of the scenarios outlined in Section 63.12(c) of the Commission's Rules, 47 C.F.R. § 63.12(c), applies.

In support of this Application, Applicants provide the following information:

II. DESCRIPTION OF THE APPLICANTS

A. MCG Capital Corporation

MCG Capital Corporation is a publicly traded (Nasdaq: MCGC) Delaware corporation with offices located at 1100 Wilson Boulevard, Suite 3000, Arlington, Virginia 22209. MCG Capital currently controls Broadview Holdings through MCG Capital's subsidiary, MCG

Finance Corporation IH, a Delaware corporation. MCG Capital provides capital to support the growth and value creation strategies of small- to mid-sized companies.

B. Broadview Networks Holdings, Inc. and its Operating Subsidiaries

Broadview Holdings is a privately held Delaware corporation with offices located at 800 Westchester Avenue, Suite N-501, Rye Brook, New York 10573. Broadview Holdings is the parent company of Broadview Networks, Broadview NP, BridgeCom, TruCom, ATX, A.R.C., and Eureka, each of which provides telecommunications services in multiple states. Broadview Holdings is also the indirect parent of Broadview-VA, ATX-VA, InfoHighway-VA and Eureka-VA, which provide telecommunications services in Virginia. Below is a brief description of each service provider and its Section 214 authority:

A. Broadview Networks and Broadview-VA are together a network-based electronically integrated communications provider which serves small and medium-sized businesses in the northeastern and mid-Atlantic United States. Broadview Networks is authorized to provide competitive telecommunications services in approximately 20 states and holds authority from the FCC to provide international and interstate service. Broadview-VA provides intrastate services in Virginia.

   States of Incorporation: New York (Broadview) and Virginia (Broadview-VA)

   Address: 800 Westchester Avenue, Suite N-501, Rye Brook, NY.

   Section 214 Authority: Broadview holds blanket domestic Section 214 authority to provide interstate services. Broadview also holds international Section 214 authority granted in IB File No. ITC-214-20000128-00044. Broadview-VA does not hold domestic or international Section 214 authority.

B. Broadview NP serves small and medium-sized businesses in the northeastern and mid-Atlantic United States. Broadview NP is authorized to provide competitive telecommunications services in approximately 20 states and holds authority from the FCC to provide international and interstate service.

   State of Incorporation: Delaware

   Address: 800 Westchester Avenue, Suite N-501, Rye Brook, NY.

   Section 214 Authority: Broadview NP holds blanket domestic Section 214

authority to provide interstate services. Broadview NP does not hold international Section 214 authority.

C. BridgeCom serves small and medium-sized businesses in the northeastern and mid-Atlantic United States. BridgeCom is authorized to provide competitive telecommunications services in approximately 20 states and holds authority from the FCC to provide international and interstate service.

State of Incorporation: Delaware

Address: 800 Westchester Avenue, Suite N-501, Rye Brook, NY.

Section 214 Authority: BridgeCom holds blanket domestic Section 214 authority to provide interstate services. BridgeCom also holds international Section 214 authority granted in IB File No. ITC-214-19971020-00645.

D. TruCom holds authorizations to provide competitive telecommunications services in New Jersey and New York and authority from the FCC to provide international and interstate services.

State of Incorporation: New York.

Address: 800 Westchester Avenue, Suite N-501, Rye Brook, NY.

Section 214 Authority: TruCom holds blanket domestic Section 214 authority to provide interstate services. TruCom also holds international Section 214 authority granted in IB File No. ITC-214-19971104-00683.

E. ATX and ATX-VA serve small and medium-sized businesses in the mid-Atlantic United States. ATX is authorized to provide competitive telecommunications services in approximately 40 states and holds authority from the FCC to provide international and interstate services. ATX-VA provides intrastate telecommunications services in Virginia.

State of Formation: Delaware (ATX and ATX-VA)

Address: 800 Westchester Avenue, Suite N-501, Rye Brook, NY.

Section 214 Authority: ATX holds blanket domestic Section 214 authority to provide interstate services. ATX also holds international Section 214 authority granted in IB File No. ITC-214-19920330-00034. ATX-VA does not hold domestic or international Section 214 authority.

F. Eureka and Eureka-VA serve small and medium-sized businesses in the northeastern and mid-Atlantic United States. Eureka is authorized to provide competitive telecommunications services in approximately 15 states and holds authority from the FCC to provide international and interstate services. Eureka-VA provides intrastate and interstate telecommunications services in Virginia.

States of Incorporation: Delaware (Eureka) and Virginia (Eureka-VA)

Address: 800 Westchester Avenue, Suite N-501, Rye Brook, NY.

Section 214 Authority: Eureka and Eureka-VA hold blanket domestic Section 214 authority to provide interstate services. Eureka also holds international Section 214 authority granted in IB File No. ITC-214-19951226-00060 (old File No. ITC-96-029). Eureka-VA does not hold international Section 214 authority.

G. A.R.C. and InfoHighway-VA serve small and medium-sized businesses in the northeastern United States and selected areas of Texas. A.R.C. is authorized to provide competitive telecommunications services in approximately 30 states and holds authority from the FCC to provide international and interstate services. InfoHighway-VA provides intrastate and interstate telecommunications services in Virginia.

States of Incorporation: New York (A.R.C.) and Virginia (InfoHighway-VA)

Address: 800 Westchester Avenue, Suite N-501, Rye Brook, NY.

Section 214 Authority: A.R.C. and InfoHighway-VA hold blanket domestic Section 214 authority to provide interstate services. A.R.C. also holds international Section 214 authority granted in IB File No. ITC-214-19960116-00008. InfoHighway-VA does not hold international Section 214 authority.

III. DESCRIPTION OF THE TRANSACTION

Broadview Holdings plans to issue new stock in an aggregate amount of up to $500 million through either a private placement or a public offering of Broadview Holdings stock. The proceeds of the stock sale may be used for a variety of business purposes including network expansion, technological upgrades and other capital investments, as well as to provide working capital and defray transaction costs. The proceeds may also be used to repurchase outstanding stock, providing Broadview Holdings' current investors with a potential liquidity event. As a result of the anticipated stock issuance, ownership of Broadview Holdings may be dispersed among multiple new shareholders and control of Broadview Holdings and its subsidiaries and their respective Boards of Directors may be relinquished by its current owners.

The largest of the current owners of Broadview Holdings are Baker Capital (which controls approximately 15%) and MCG Capital Corporation (which controls approximately

47%). No other shareholder currently owns or controls 10% or greater of Broadview Holdings. MCG Capital Corporation controls more than 50.0% of the stock entitled to vote and is contractually entitled to appoint a majority of the Board of Directors of Broadview Holdings.

Following the stock issuance, it is not anticipated that any new shareholder would own 10% or more of Broadview Holdings, although Baker Capital and MCG Capital Corporation may each retain a 10% or greater stake in the Broadview Holdings. Petitioners therefore request authority for the indirect transfer of control of the Licensees that may result from these transactions.

Although the proposed transactions may change the underlying ownership of Broadview Holdings, it is not anticipated that they will change the day-to-day management and operations of Broadview Holdings or its licensed subsidiaries. It is anticipated that current management will remain in place and the Licensees will continue to offer service with no change in the rates or terms and conditions of service. Therefore, any change in ownership is anticipated to be seamless and transparent to consumers.

IV. PUBLIC INTEREST STATEMENT

Applicants submit that the transactions described herein will serve the public interest. The proposed transactions will provide Broadview Holdings, as well as its subsidiaries, access to additional equity financing. Such financing will allow Broadview Holdings and the Licensees greater resources and flexibility to implement their business plans, ultimately making the Licensees stronger competitors to the benefit of U.S. consumers.

Further, the transaction will be conducted in a manner that will be transparent to customers of the Licensees. The transfer of control of the Licensees will not result in a change of carrier for customers or any assignment of authorizations. Following consummation of the proposed

transaction, the Licensees will continue to provide high-quality communications services to their customers without interruption and without immediate change in rates, terms or conditions.

V. INFORMATION REQUIRED BY SECTION 63.24(e)

Pursuant to Section 63.24(e)(3) of the Commission's Rules, the Applicants submit the following information requested in Section 63.18 (a)-(d) and (h)-(p) in support of this Application:

(a) Name, address and telephone number of each Applicant:

Transferor:

MCG Capital Corporation 1100 Wilson Boulevard Suite 3000 Arlington, Virginia 22209 (703) 247-7500	**FRN: 0006833503**

Transferee:

Broadview Networks Holdings, Inc. 800 Westchester Avenue, Suite N-501 Rye Brook, NY 10573 (914) 922-7000	**FRN: 0010296853**

Licensees:

A.R.C. Networks, Inc.	**FRN: 0014864649**
ATX Licensing, Inc.	**FRN: 0004936811**
Broadview Networks, Inc.	**FRN: 0003775285**
Broadview NP Acquisition Corp.	**FRN: 0007388333**
BridgeCom International, Inc.	**FRN: 0004971446**
Eureka Telecom, Inc.	**FRN: 0003753852**
Eureka Telecom of VA, Inc.	
InfoHighway of Virginia, Inc.	
TruCom Corporation	**FRN: 0004335956**

Each Licensee has the following address and phone number:

800 Westchester Avenue, Suite N-501
Rye Brook, NY 10573
(914) 922-7000

(b) Jurisdiction of Organizations:

Transferor: MCG Capital is a corporation formed under the laws of Delaware.

Transferee: Broadview Holdings is a corporation formed under the laws of Delaware.

Licensees: A.R.C. is a corporation formed under the laws of New York.

ATX is a corporation formed under the laws of Delaware.

Broadview is a corporation formed under the laws of New York.

Broadview NP is a corporation formed under the laws of Delaware.

BridgeCom is a corporation formed under the laws of Delaware.

Eureka is a corporation formed under the laws of Delaware.

Eureka-VA is a corporation formed under the laws of Virginia.

InfoHighway-VA is a corporation formed under the laws of Virginia.

TruCom is a corporation formed under the laws of New York.

(c) (*Answer to Question 10*) Correspondence concerning this Application should be sent to:

For Applications:

Catherine Wang
Brett P. Ferenchak
Bingham McCutchen LLP
2020 K Street, N.W.
Washington, D.C. 20006
(202) 373-6000 (Tel)
(202) 373-6001 (Fax)
catherine.wang@bingham.com
brett.ferenchak@bingham.com

With copies to:

Charles Hunter
Executive Vice President and General Counsel
Broadview Networks Holdings, Inc.
800 Westchester Avenue, Suite N-501
Rye Brook, NY 10573

(d) Section 214 Authorizations

Broadview Holdings does not directly hold any domestic or international Section 214 authority. Its subsidiaries listed below hold domestic or international Section 214 authority.

Broadview holds blanket domestic Section 214 authority to provide interstate services. 47 C.F.R. § 63.01. Broadview also holds international Section 214 authority granted in IB File No. ITC-214-20000128-00044.

Broadview NP holds blanket domestic Section 214 authority to provide interstate services. 47 C.F.R. § 63.01. Broadview NP does not hold international Section 214 authority.

BridgeCom. holds blanket domestic Section 214 authority to provide interstate services. 47 C.F.R. § 63.01. BridgeCom also holds international Section 214 authority granted in IB File No. ITC-214-19971020-00645.

TruCom holds blanket domestic Section 214 authority to provide interstate services. 47 C.F.R. § 63.01. TruCom also holds international Section 214 authority granted in IB File No. ITC-214-19971104-00683.

ATX holds blanket domestic Section 214 authority to provide interstate services. 47 C.F.R. § 63.01. ATX also holds international Section 214 authority granted in IB File No. ITC-214-19920330-00034.

A.R.C. holds blanket domestic Section 214 authority to provide interstate services. 47 C.F.R. § 63.01. A.R.C. also holds global resale Section 214 authority to provide international services pursuant to authority granted in IB File No. ITC-214-19960116-00008.

Eureka holds blanket domestic Section 214 authority to provide interstate services. 47 C.F.R. § 63.01. Eureka also holds global resale Section 214 authority to provide international services pursuant to authority granted in IB No. ITC-214-19951226-00060 (old File No. ITC-96-029).

Eureka-VA holds blanket domestic Section 214 authority to provide interstate services, 47 C.F.R. § 63.01, but does not hold authority to provide international services.

InfoHighway-VA holds blanket domestic Section 214 authority to provide interstate services, 47 C.F.R. § 63.01, but does not hold authority to provide international services.

(h) (***Answer to Questions 11 & 12***) The following entities hold, directly or indirectly, a 10% or greater interest[2] in Applicants as calculated pursuant to the Commission ownership attribution rules for wireline and international telecommunications carriers:[3]

Pre- and Post-Transaction Ownership of Licensees:

a) The following entities currently hold a ten percent (10%) or greater, direct or indirect, interest in **BridgeCom International, Inc.** and **TruCom Corporation**:

Name:	BridgeCom Holdings, Inc.
Address:	800 Westchester Avenue, Suite N-501 Rye Brook, NY 10573
Citizenship:	U.S.
Principal Business:	Holding Company
% Interest:	100% (directly in BridgeCom and TruCom)

Name:	BV-BC Acquisition Corp. ("BV-BC")
Address:	800 Westchester Avenue, Suite N-501 Rye Brook, NY 10573
Citizenship:	U.S.
Principal Business:	Holding Company
% Interest:	100% (indirectly in BridgeCom and TruCom as sole owner BridgeCom Holdings, Inc.)

Name:	Broadview Networks Holdings, Inc.
Address:	800 Westchester Avenue, Suite N-501 Rye Brook, New York 10573
Citizenship:	U.S.
Principal Business:	Telecommunications
% Interest:	100% (indirectly in BridgeCom and TruCom as sole owner of BV-BC)

[2] Unless otherwise indicated, the ownership interests provided herein represent both equity and voting interests.

[3] While the Commission's rules for combined domestic and international applications require this information only for the assignee/transferee, *see* 47 C.F.R. §§ 63.04(b), 63.24(3)(2), Applicants are providing ownership information for both parties.

b) The following entity currently holds a ten percent (10%) or greater direct interest in **Broadview NP Acquisition Corp.**:

Name:	Broadview Networks Holdings, Inc.
Address:	800 Westchester Avenue, Suite N-501 Rye Brook, New York 10573
Citizenship:	U.S.
Principal Business:	Telecommunications
% Interest:	100% (directly in Broadview NP)

c) The following entities currently hold a ten percent (10%) or greater, direct or indirect, interest in **Broadview Networks, Inc.** and **Broadview Networks of Virginia, Inc.**:

Name:	Broadview Networks Inc.
Address:	800 Westchester Avenue, Suite N-501 Rye Brook, New York 10573
Citizenship:	U.S.
Principal Business:	Telecommunications
% Interest:	100% (directly in Broadview-VA)

Name:	Broadview Networks Holdings, Inc.
Address:	800 Westchester Avenue, Suite N-501 Rye Brook, New York 10573
Citizenship:	U.S.
Principal Business:	Telecommunications
% Interest:	100% (indirectly in Broadview-VA and directly in Broadview)

d) The following entities currently hold a ten percent (10%) or greater, direct or indirect, interest in **ATX Licensing, Inc.**, and **ATX Telecommunications Services of Virginia, LLC**:

Name:	ATX Licensing, Inc.
Address:	800 Westchester Avenue, Suite N-501 Rye Brook, New York 10573
Citizenship:	U.S.
Principal Business:	Telecommunications
% Interest:	100% (directly in ATX-VA)

Name:	CoreComm-ATX, Inc.
Address:	800 Westchester Avenue, Suite N-501 Rye Brook, New York 10573
Citizenship:	U.S.
Principal Business:	Telecommunications
% Interest:	100% (indirectly in ATX-VA and directly in ATX)

Name:	CoreComm Communications, Inc.
Address:	800 Westchester Avenue, Suite N-501 Rye Brook, New York 10573
Citizenship:	U.S.
Principal Business:	Telecommunications
% Interest:	100% (indirectly in ATX-VA and ATX as 100% owner of CoreComm-ATX, Inc.)

Name:	ATX Communications, Inc.
Address:	800 Westchester Avenue, Suite N-501 Rye Brook, New York 10573
Citizenship:	U.S.
Principal Business:	Telecommunications
% Interest:	100% (indirectly in ATX-VA and ATX as 100% owner of CoreComm Communications, Inc.)

Name:	Broadview Networks Holdings, Inc.
Address:	800 Westchester Avenue, Suite N-501 Rye Brook, New York 10573
Citizenship:	U.S.
Principal Business:	Telecommunications
% Interest:	100% (indirectly in ATX-VA and ATX as 100% owner of ATX Communications, Inc.)

e) The following entities currently hold a ten percent (10%) or greater, direct or indirect, interest in **Eureka Telecom, Inc.** and **Eureka Telecom of Virginia, Inc.**:

Name:	Eureka Holdings, LLC
Address:	800 Westchester Avenue, Suite N-501 Rye Brook, New York 10573
Citizenship:	U.S.
Principal Business:	Holding Company
% Interest:	100% (directly in Eureka and Eureka-VA)

Name:	Eureka Broadband Corporation
Address:	800 Westchester Avenue, Suite N-501 Rye Brook, New York 10573
Citizenship:	U.S.
Principal Business:	Telecommunications
% Interest:	100% (indirectly in Eureka and Eureka-VA as 100% owner of Eureka Holdings, LLC)

Name:	Broadview Networks Holdings, Inc.
Address:	800 Westchester Avenue, Suite N-501 Rye Brook, New York 10573
Citizenship:	U.S.
Principal Business:	Telecommunications
% Interest:	100% (indirectly in Eureka and Eureka-VA as 100% owner of Eureka Broadband Corporation)

(f) The following entities currently hold a ten percent (10%) or greater, direct or indirect, interest in **A.R.C. Networks, Inc.** and **InfoHighway of Virginia, Inc.**:

Name:	InfoHighway Communications Corporation
Address:	800 Westchester Avenue, Suite N-501 Rye Brook, New York 10573
Citizenship:	U.S.
Principal Business:	Holding Company
% Interest:	100% (directly in A.R.C. and InfoHighway-VA)

Name:	Eureka Holdings, LLC
Address:	800 Westchester Avenue, Suite N-501 Rye Brook, New York 10573
Citizenship:	U.S.
Principal Business:	Holding Company
% Interest:	100% (indirectly in A.R.C. and InfoHighway-VA as 100% owner of InfoHighway Communications Corporation)

Name:	Eureka Broadband Corporation
Address:	800 Westchester Avenue, Suite N-501 Rye Brook, New York 10573
Citizenship:	U.S.
Principal Business:	Telecommunications Services
% Interest:	100% (indirectly in A.R.C. and InfoHighway-VA as 100% owner of Eureka Holdings, LLC)

Name:	Broadview Networks Holdings, Inc.
Address:	800 Westchester Avenue, Suite N-501 Rye Brook, New York 10573
Citizenship:	U.S.
Principal Business:	Telecommunications
% Interest:	100% (indirectly in A.R.C. and InfoHighway-VA as 100% owner of Eureka Broadband Corporation)

For the Commission's convenience, attached as Exhibit A is a corporate structure chart for Broadview Holdings' subsidiaries.

Pre-Transaction Ownership of Broadview Networks Holdings, Inc.:

g) The following entities currently hold a ten percent (10%) or greater, direct or indirect interest in **Broadview Networks Holdings, Inc.**:

Name:	Baker Capital[4]
Address:	540 Madison Avenue, 29th Floor New York, New York 10022
Citizenship:	U.S.
Principal Business:	Investments
% Interest:	Approx. 15% (indirectly in Broadview Holdings)

Name:	MCG Capital Corporation
Address:	1100 Wilson Boulevard Suite 3000 Arlington, Virginia 22209
Citizenship:	U.S.
Principal Business:	Holding Company
% Interest:	Approx. 47% (directly in Broadview Holdings)

Upon information and belief, no entity owns more than 10% of **MCG Capital Corporation**, a publicly traded corporation (Nasdaq: MCGC).

Other than the foregoing, to the best of the Applicants' knowledge no other person or entities will directly or indirectly own 10% or more of the equity of Broadview Networks Holdings, Inc.

Post-Transaction Ownership of Broadview Networks Holdings, Inc.:

Although Applicants will not know the exact ownership of Broadview Holdings until after the stock issuance and stock repurchase is completed, Applicants do not anticipate that entity will own or control a 10% or greater interest in Broadview Holdings except possibly Baker Capital and MCG Capital Corporation, each of which currently own or control more than a 10% interest in Broadview Holdings as described above.

Therefore, after the consummation of the transactions, to the best of the Applicants' knowledge no other person or entities will directly or indirectly own 10% or more of the equity of Broadview Networks Holdings, Inc.

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[4] Baker Capital indirectly controls two funds, Baker Communications Fund II (QP), L.P. and Baker Communications Fund, L.P., which are both U.S. entities located at the same address as Baker Capital. Baker Communications Fund II (QP), L.P. directly owns approximately 10% of Broadview Holdings. The General Partner of Baker Communications Fund II (QP), L.P. is Baker Capital Partners II, L.L.C., a U.S. limited liability company. No member of Baker Capital Partners II, L.L.C. holds more than 50% of Baker Capital Partners II, L.L.C.

Applicants has the following interlocking directors with a foreign carrier: (1) Peter Barris, a director of Broadview Holdings, also is a director of ProtoStar, Ltd., a non-dominant telecommunications services carrier in Bermuda; and (2) David Ruberg, a director of Broadview Holdings, also is a director of QSC AG, a non-dominant broadband service provider in Germany.

(i) (***Answer to Question 14***) Transferee certifies that it is not a foreign carrier or affiliated with a foreign carrier.

(j) (***Answer to Question 15***) Transferee certifies that it does not seek to provide international telecommunications services to any destination country where:

(1) An Applicant is a foreign carrier in that country; or

(2) An Applicant controls a foreign carrier in that country; or

(3) Any entity that owns more than 25 percent of an Applicant, or that controls an Applicant, controls a foreign carrier in that country; or

(4) Two or more foreign carriers (or parties that control foreign carriers) own, in the aggregate more than 25 percent of an Applicant and are parties to, or the beneficiaries of, a contractual relation affecting the provision or marketing or international basic telecommunications services in the United States.

(k) Not applicable.

(l) Not applicable.

(m) Not applicable.

(n) Transferee certifies that it has not agreed to accept special concessions directly or indirectly from any foreign carrier with respect to any U.S. international route where the foreign carrier possesses market power on the foreign end of the route and will not enter into such agreements in the future.

(o) Applicants certify that they are not subject to denial of federal benefits pursuant to Section 5301 of the Anti-Drug Abuse Act of 1998. *See* 21 U.S.C. § 853a; *see also* 47 C.F.R. §§ 1.2001-1.2003.

(p) Applicants respectfully submit that this Application is eligible for streamlined processing pursuant to Section 63.12(a)-(b) of the Commission's Rules, 47 C.F.R. §63.12(a)-(b). In particular, Section 63.12(c)(1) is inapplicable because none of the Applicants are or are affiliated with any foreign carriers and none of the scenarios outlined in Section 63.12(c) of the Commission's Rules, 47 C.F.R. § 63.12(c), apply.

VI. INFORMATION REQUIRED BY SECTION 63.04

Pursuant to Commission Rule 63.04(b), 47 C.F.R. § 63.04(b), Applicants submit the following information in support of their request for domestic Section 214 authority in order to address the requirements set forth in Commission Rule 63.04(a)(6)-(12):

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

(a)(7) At least one of the Licensees provides telecommunications service in the following jurisdictions: Alabama, Arizona, Arkansas, California, Colorado, Connecticut, Delaware, the District of Columbia, Florida, Georgia, Idaho, Illinois, Indiana, Iowa, Kansas, Kentucky, Louisiana, Maine, Maryland, Massachusetts, Michigan, Minnesota, Mississippi, Missouri, Montana, Nebraska, Nevada, New Hampshire, New Jersey, New Mexico, New York, North Carolina, North Dakota, Ohio, Oklahoma, Oregon, Pennsylvania, Rhode Island, South Carolina, Tennessee, Texas, Utah, Vermont, Virginia, Washington, West Virginia, Wisconsin. In addition, Broadview-VA and ATX-VA provide telecommunications services in Virginia.

(a)(8) Applicants respectfully submit that this Application is eligible for streamlined processing pursuant to Section 63.03(b)(2)(i) because, immediately following the transaction, Transferee (and its Affiliates) will have a market share in the interstate, interexchange market of less than 10 percent, and the Transferee (and its Affiliates) will provide competitive telephone exchange services or exchange access services (if at all) exclusively in geographic areas served by a dominant local exchange carrier that is not a party to the transaction, and none of the Applicants (or their Affiliates) are dominant with respect to any service.

(a)(9) By this Application, Applicants seek authority with respect to both international and domestic Section 214 authorizations (this Application is being separately and concurrently filed with respect to both types of authorities in compliance with Commission Rule 63.04(b), 47 C.F.R. § 63.04(b)). No other applications are being filed with the Commission with respect to this transaction.

(a)(10) Prompt completion of the proposed transaction is critical to ensure that Applicants can obtain the benefits described in the foregoing application. Accordingly, Applicants respectfully request that the Commission approve this Application expeditiously in order to allow Applicants to consummate the proposed transaction as soon as possible.

(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 IV** above.

* * * * *

VI. CONCLUSION

For the reasons stated above, Applicants respectfully submit that the public interest, convenience, and necessity would be furthered by a grant of this Application for the transfer of control of Applicants. Applicants respectfully request expedited treatment to permit Applicants to complete the transaction no later than November 21, 2007.

Respectfully submitted,

Brett P Ferenchak

Catherine Wang
Brett P. Ferenchak
Bingham McCutchen LLP
2020 K Street, N.W.
Washington, DC 20006
(202) 373-6000 (Tel)
(202) 373-6001 (Fax)
catherine.wang@bingham.com
brett.ferenchak@bingham.com

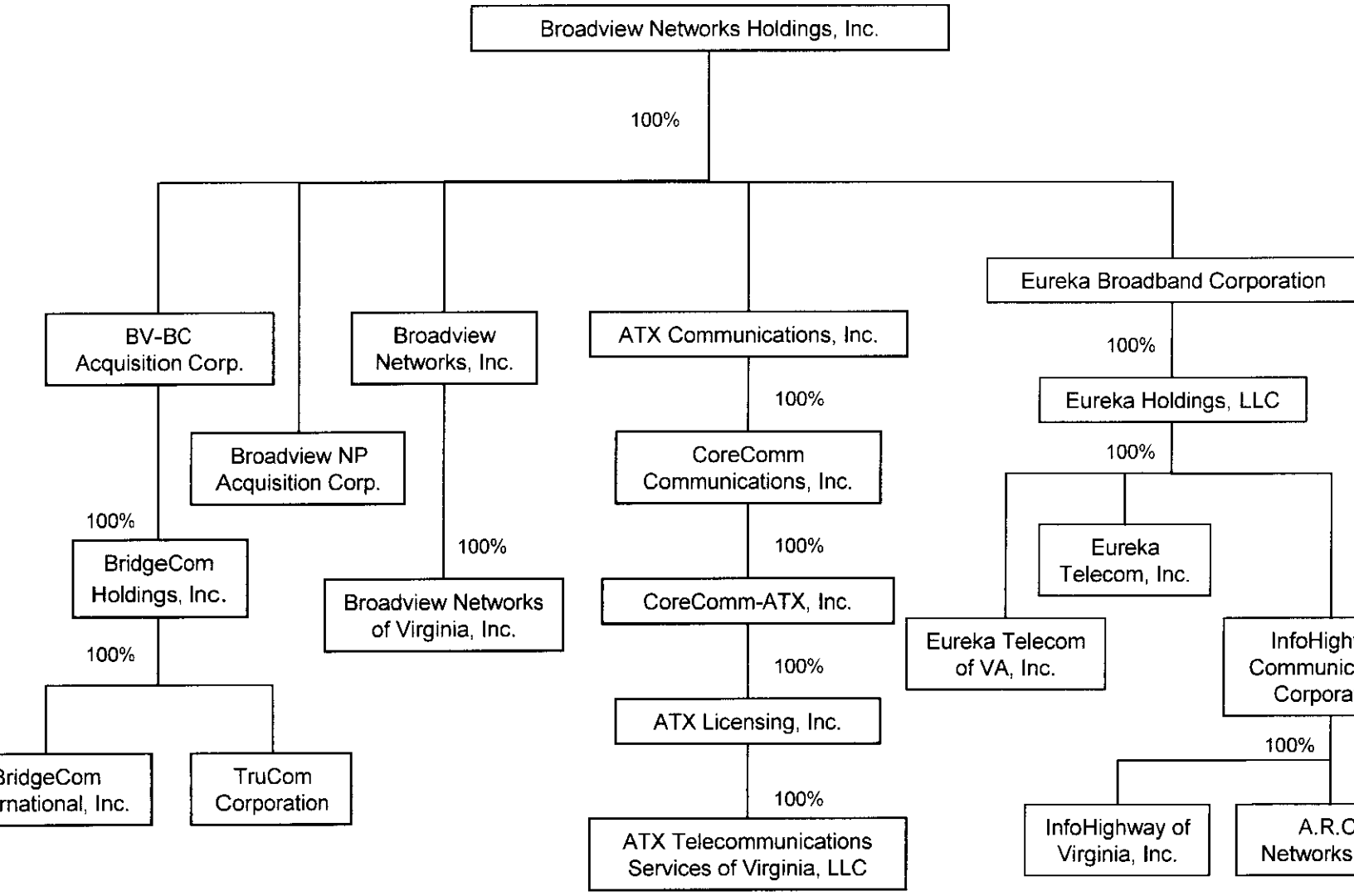
Counsel for the Applicants

Dated: October 1, 2007

EXHIBIT A

Corporate Structure of Broadview Holdings

Corporate Ownership Structure



Verifications

COMMONWEALTH OF VIRGINIA §
§ ss:
COUNTY OF ARLINGTON §

VERIFICATION

I, Samuel G. Rubenstein, state that I am an Executive Vice President and Corporate Secretary of MCG Capital Corporation; that I am authorized to make this Verification on behalf of MCG Capital Corporation; that I have reviewed the foregoing filing; and that with respect to MCG Capital Corporation, the contents of the foregoing filing are true and correct to the best of my knowledge, information, and belief.

Samuel G. Rubenstein
Executive Vice President & Corporate Secretary
MCG Capital Corporation

Sworn and subscribed before me this 18th day of September, 2007.

Notary Public

My Commission Expires January 31, 2008

My commission expires _____

FCC

STATE OF NEW YORK §
§ ss:
COUNTY OF WEST CHESTER §

VERIFICATION

I, Charles Hunter, state that I am Executive Vice President and General Counsel of Broadview Networks Holdings, Inc.; that I am authorized to make this Verification on behalf of Broadview Networks Holdings, Inc., and as the ultimate parent of the following subsidiaries: Broadview Networks, Inc., BridgeCom International, Inc., TruCom Corporation, Broadview NP Acquisition Corp., ATX Licensing, Inc., A.R.C. Networks, Inc., Eureka Telecom, Inc.; that the foregoing filing was prepared under my direction and supervision; and that the contents are true and correct to the best of my knowledge, information, and belief.

Charles Hunter
Executive Vice President and General Counsel
Broadview Networks Holdings, Inc.

Sworn and subscribed before me this 7 day of September, 2007.

Notary Public

My commission expires 9/21/09

COREY RINKER
NOTARY PUBLIC, STATE OF NEW YORK
No. 02RI6013491
QUALIFIED IN WESTCHESTER COUNTY
MY COMMISSION EXPIRES 9/21/2009

A/72198997.1