



PUBLIC NOTICE

Federal Communications Commission
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DA 08-1229

Released: May 29, 2008

DOMESTIC SECTION 214 APPLICATION FILED FOR THE TRANSFER OF CONTROL OF U.S. SOUTH COMMUNICATIONS, INC. TO FIRST DATA CORPORATION

STREAMLINED PLEADING CYCLE ESTABLISHED

WC Docket No. 08-69

Comments Due: June 12, 2008

Reply Comments Due: June 19, 2008

On May 16, 2008, U.S. South Communications, Inc. d/b/a U.S. South d/b/a INCOMM (U.S. South) and First Data Corporation (First Data) (collectively, Applicants) filed an application pursuant to section 63.03 of the Commission's rules to transfer control of U.S. South to First Data.¹ U.S. South, a Georgia corporation, offers interstate services to business and residential customers nationwide. It is a wholly owned subsidiary of InComm Holdings, Inc., a Georgia corporation. First Data, a Delaware corporation, provides electronic commerce and payment services and does not currently provide telecommunications services. Applicants state that all of the outstanding stock of First Data is held by First Data Holdings Inc., and that more than 95 percent of First Data Holdings Inc. is held by New Omaha Holdings L.P. Applicants state that the following entities own at least 10 percent of the equity of New Omaha Holdings L.P.: KKR 2006 Fund, L.P. (36.7 percent) and New Omaha Holdings Co-Invest L.P. (21.9 percent).² Pursuant to the terms of the proposed transaction, U.S. South will remain a wholly-owned subsidiary of InComm Holdings, which will become a wholly-owned subsidiary of First Data Merchant Services Corporation. First Data Merchant Services Corporation is an indirect wholly owned subsidiary of First Data, which in turn is a wholly owned subsidiary of First Data Holdings, Inc. All the entities in this application are U.S.-based. Applicants assert that the proposed transaction is entitled to presumptive streamlined treatment under section 63.03(b)(1)(ii) of the Commission's rules and that a grant of the application will serve the public interest, convenience, and necessity.³

¹ 47 C.F.R. § 63.03; see 47 U.S.C. § 214. Applicants are also filing an application for transfer of control associated with authorization for international services. Any action on this domestic section 214 application is without prejudice to Commission action on other related, pending applications. Applicants filed a supplement to their domestic section 214 application on May 28, 2008.

² Applicants state that KKR 2006 Fund, L.P. is managed by affiliates of Kohlberg Kravis Roberts & Co, L.P. (KKR), a private equity firm, and that none of the owners of KKR 2006 Fund, L.P. or KKR owns a 10 percent or greater interest in New Omaha Holdings L.P. They further state that New Omaha Holdings Co-Invest L.P. is ultimately managed by the same affiliates of KKR and that none of the owners of New Omaha Holdings Co-Invest L.P. owns a 10 percent or greater interest in New Omaha Holdings, L.P.

³ 47 C.F.R. § 63.03(b)(1)(ii).

GENERAL INFORMATION

The Wireline Competition Bureau finds, upon initial review, that the transfer of control identified herein is acceptable for filing as a streamlined application. The Commission reserves the right to return any transfer of control application if, upon further examination, it is determined to be defective and not in conformance with the Commission's rules and policies. Pursuant to section 63.03(a) of the Commission's rules, 47 C.F.R. § 63.03(a), interested parties may file comments **on or before June 12, 2008**, and reply comments **on or before June 19, 2008**. Unless otherwise notified by the Commission, the Applicants may transfer control on the 31st day after the date of this notice.⁴ Comments must be filed electronically using (1) the Commission's Electronic Comment Filing System (ECFS) or (2) the Federal Government's eRulemaking Portal. See 47 C.F.R. § 63.03(a) ("All comments on streamlined applications shall be filed electronically . . ."); *Electronic Filing of Documents in Rulemaking Proceedings*, 63 FR 24121 (1998).

- Comments may be filed electronically using the Internet by accessing the ECFS, <http://www.fcc.gov/cgb/ecfs/>, or the Federal eRulemaking Portal, <http://www.regulations.gov>. Filers should follow the instructions provided on the website for submitting comments.
- For ECFS filers, if multiple docket or rulemaking numbers appear in the caption of this proceeding, filers must transmit one electronic copy of the comments for each docket or rulemaking number referenced in the caption. In completing the transmittal screen, filers should include their full name, U.S. Postal Service mailing address, and the applicable docket or rulemaking number. Parties may also submit an electronic comment by Internet e-mail. To get filing instructions, filers should send an e-mail to ecfs@fcc.gov, and include the following words in the body of the message, "get form." A sample form and directions will be sent in response.

In addition, email one copy of each pleading to each of the following:

- 1) The Commission's duplicating contractor, Best Copy and Printing, Inc., fcc@bcpiweb.com; phone: 202 / 488-5300; fax: 202 / 488-5563;
- 2) Myrva Charles, Competition Policy Division, Wireline Competition Bureau, myrva.charles@fcc.gov;
- 3) Jodie May, Competition Policy Division, Wireline Competition Bureau, jodie.may@fcc.gov;
- 4) David Krech, International Bureau, Policy Division, International Bureau, david.krech@fcc.gov;
- 5) Jim Bird, Office of General Counsel, jim.bird@fcc.gov.

Filings and comments are available for public inspection and copying during regular business hours at the FCC Reference Information Center, Portals II, 445 12th Street, S.W., Room CY-A257, Washington, D.C. 20554. They may also be purchased from the Commission's duplicating contractor,

⁴ Such authorization is conditioned upon receipt of any other necessary approvals from the Commission in connection with the proposed transaction.

Best Copy and Printing, Inc., Portals II, 445 12th Street, S.W., Room CY-B402, Washington, D.C. 20554; telephone: 202 / 488-5300; fax: 202 / 488-5563; email: fcc@bcpiweb.com; url: www.bcpiweb.com.

People with Disabilities: To request materials in accessible formats for people with disabilities (braille, large print, electronic files, audio format), send an e-mail to fcc504@fcc.gov or call the Consumer & Governmental Affairs Bureau at 202 / 418-0530 (voice), 202 / 418-0432 (tty).

For further information, please contact Myrva Charles at 202 / 418-1506 or Jodie May at 202 / 418-0913.

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