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FCC Mail Room

AUGUST 1, 2008

**BY OVERNIGHT MAIL**

Federal Communications Commission  
445 12th Street, S.W.  
Washington, D.C. 20554

Re: Notification of Transfer of Subscribers from GTC Telecom Corp. to Total Holdings, Inc.- CC Docket No. 00-257

To whom it may concern:

Pursuant to Section 64.1120 of the Commission's rules, 47 C.F.R. § 64.1120, Total Holdings, Inc. ("THI") respectfully notifies the Commission that THI intends to acquire all of the customers (approximately 30,000) of GTC Telecom Corp. ("GTC"). THI is complying with the Commission's rules and procedures governing compliance with section 258 of the Communications Act of 1934, as amended, including the provision of advanced written notice to all affected customers. In conformity with Commission rules, THI provides the following information:

**Parties to the Transaction:** The parties involved in the transaction are Total Holdings, Inc. (the assignee) and GTC Telecom Corp. (the assignor).

**Types of Telecommunications Services Provided to the Affected Subscribers:** GTC currently provides long distance (domestic and international) services to the customers being transferred to THI. THI will provide the same services to these subscribers.

**Date of Transfer of the Subscribers to Acquiring Carrier:** GTC intends to transfer its subscribers to THI on or about August 30, 2008, or as soon thereafter as all necessary regulatory approvals have been obtained.

Attached to this letter are (a) THI's certification of compliance with the requirements of the Commission governing transfers of subscribers, and (b) a copy of the notice sent to the affected subscribers, as required under the rules. The customer notices were mailed and/or emailed between July 15, 2008, and August 1, 2008.

Please contact the undersigned if you have any questions concerning this notification please contact Nathaniel Law, Corporate Counsel for Total Holdings, Inc.

Respectfully submitted,

TOTAL HOLDINGS, INC.  
Los Angeles, CA 90017  
(213) 995-9700

Attachments

No. of Copies rec'd 0  
List A PAGE

**ATTACHMENT A**  
**CERTIFICATION OF COMPLIANCE**





## ATTACHMENT B

### IMPORTANT NOTICE REGARDING YOUR TELEPHONE SERVICE

Dear GTC Telecom Corp. Customer:

We are happy to share some exciting news about your long distance telecommunications service provider! We are proud to announce that, beginning on or about August 30, 2008, your telecommunications service, formerly provided by GTC Telecom Corp. ("GTC"), will be provided by Total Holdings, Inc. ("Total Holdings") dba GTC Communications. Total Holdings intends to acquire the long distance customer base of GTC and will become a nationwide long distance telecommunications provider serving customers from coast to coast. Total Holdings would like to assure you that it will continue the same excellent level of service that you expect and have received from GTC.

**No action on your part is required.** You can continue to use the same telephone lines that you currently do, and there will be no fees in connection with the transfer of your service. As a Total Holdings customer, you will continue to receive the same services at the same rates and terms and conditions as your present GTC service. Notice of any future changes in rates, terms and conditions of service will be provided to you as required by law. Current rates, terms and conditions of service, as updated from time to time, can be found at [www.myGTC.com](http://www.myGTC.com).

**Total Holdings anticipates that the date for the transfer will be on or about August 30, 2008, provided that the necessary regulatory approvals have been obtained.** Total Holdings appreciates that it is your choice to change your service provider at any time, but is confident that you will be satisfied with our servicing of your account.

If you have placed a "freeze" on your GTC long distance service to prevent the unauthorized transfer of service to another carrier, it will be automatically lifted to implement the transfer to Total Holdings. You may contact your local service provider to reestablish freeze protection after the transfer.

If you have any questions or concerns with respect to service needs, complaints or billing issues, before or after August 30, 2008, you can call Total Holdings customer service at 1-800-486-4030. We look forward to serving you!

Cordially,

Total Holdings, Inc. dba GTC Communications