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August 29, 2008

Via ECFS

Marlene H. Dortch
Secretary
Federal Communications Commission
445 12th Street, S.W.
Washington, D.C. 20554

**Re: WC Docket 08-92
Application of True LD, LLC and STi Prepaid, LLC for Consent to Transfer
Control of Assets pursuant to Section 214 of the Communications Act of
1934, as Amended**

Dear Secretary Dortch:

STi Prepaid, LLC (“STi Prepaid”), by its attorneys, respectfully submits this letter in response to the August 27, 2008 letter from APCC Services, Inc. (“APCC”). APCC has requested that the Wireline Competition Bureau (“Bureau”) of the Federal Communications Commission (“Commission”) defer action on the above pending application between STi Prepaid and True LD, LLC (“True LD”) (“Joint Application”). APCC’s request should be denied.

As STi Prepaid explained in its previous filings, the claims made by APCC this docket are nearly identical to those made by APCC in the *UCN/TelAmerica* matter. In that proceeding, the Bureau approved the transfer application and rejected APCC’s attempt to hold an unrelated regulatory matter hostage for unrelated claims by APCC. Specifically, the Bureau found that a transaction “has no bearing” on a complaint proceeding and therefore APCC’s claims were “not sufficient” to persuade the Bureau to deny or condition the application.¹

The Asset Purchase Agreement between STi Prepaid and True LD will have no effect on the continued existence of True LD as an ongoing business entity. Thus, just as the Bureau

¹ *UCN, Inc., Transferee, Transtel Communications, Inc., Tel America of Salt Lake City, Inc., Extelcom, Inc., Transferors*, 20 FCC Rcd 16711, ¶ 9 (2005) (“*UCN/Tel America*”).

determined in *UCN/TelAmerica*, approval of the instant Joint Application will not change the ability of the Commission or Bureau to reach True LD for any alleged violations.² APCC has provided no reasonable justification for delaying approval of the transaction and its request should be denied.

APCC's filings have "no bearing" on whether the Joint Application serves the public interest, convenience, and necessity.³ APCC should not be permitted to use the transaction approval process to address pending complaints or issues that have not yet been adjudicated.⁴ Indeed, APCC has raised no issue with STi Prepaid, and STi Prepaid should not be penalized and subject to unnecessary delays for matters that have no relationship to the pending transaction.

Accordingly, STi Prepaid urges the Bureau to expeditiously grant the pending Joint Application and address any issues APCC may have with True LD in the appropriate forum separate from this proceeding.

Please contact the undersigned if you have any questions concerning this filing.

Respectfully submitted,

/s/ Chérie R. Kiser

Chérie R. Kiser

Counsel for STi Prepaid, LLC

cc: Jodie May, Wireline Competition Bureau (via electronic mail)
Dennis Johnson, Wireline Competition Bureau (via electronic mail)

² *UCN/TelAmerica* ¶ 9. The Communications Act of 1934, as amended ("Act"), expressly grants the Commission jurisdiction to address complaints for alleged violations of the Act by common carriers, and allows carriers to recover their lawful charges within two years from the time the cause of action accrues. *See* 47 U.S.C. §§ 206-208, 415.

³ *SBC Communications Inc. v. FCC*, 56 F.3d 1484, 1492-93 (D.C. Cir. 1995) (finding that the Commission acted reasonably in refusing to make the interests of telecommunications carriers dominant in its public interest analysis in determining whether to approve a transfer).

⁴ *See, e.g., Application of General Electric Co.*, 3 FCC Rcd 2803 (1988) ("It would be premature for us to deny the proposed transfer of control or impose conditions merely on the basis of pleadings raising issues that have not yet been adjudicated."); *Bell Atlantic Mobile Systems, Inc. and NYNEX Mobile Communications Company Application for Transfer of Control of Eighty-two Cellular Radio Licenses to Cellco Partnership*, 10 FCC Rcd 13368 (1995) ("the proper forum for specific complaints against common carriers is a Section 208 complaint proceeding, not a license assignment/transfer of control proceeding"), *aff'd* 12 FCC Rcd 22280 (1997).