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READ INSTRUCTIONS CAREFULLY
BEFORE PROCEEDING

FEDERAL COMMUNICATIONS COMMISSION
REMITTANCE ADVICE
FORM 159

Approved by OMB
3060-0589
Page No 1 of 2

(1) LOCKBOX # 979091		SPECIAL USE ONLY	
		FCC USE ONLY	
SECTION A - PAYER INFORMATION			
(2) PAYER NAME (if paying by credit card enter name exactly as it appears on the card) Daniel Fisch		(3) TOTAL AMOUNT PAID (U.S. Dollars and cents) \$965.00	
(4) STREET ADDRESS LINE NO. 1 Cahill Gordon & Reindel LLP			
(5) STREET ADDRESS LINE NO. 2 1990 K Street, NW Suite 950			
(6) CITY Washington		(7) STATE DC	(8) ZIP CODE 20006
(9) DAYTIME TELEPHONE NUMBER (include area code) 202-862-8930		(10) COUNTRY CODE (if not in U.S.A.)	
FCC REGISTRATION NUMBER (FRN) REQUIRED			
(11) PAYER (FRN) 00139057565 0013905765		(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 STi Prepaid, LLC			
(14) STREET ADDRESS LINE NO. 1 30-50 Whitestone Expressway, 4th Floor			
(15) STREET ADDRESS LINE NO. 2			
(16) CITY Flushing		(17) STATE NY	(18) ZIP CODE 11354
(19) DAYTIME TELEPHONE NUMBER (include area code) 718-358-5390		(20) COUNTRY CODE (if not in U.S.A.)	
FCC REGISTRATION NUMBER (FRN) REQUIRED			
(21) APPLICANT (FRN) 0016004731		(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	
(26A) FEE DUE FOR (PTC) \$965.00	(27A) TOTAL FEE \$965.00	FCC USE ONLY	
(28A) FCC CODE 1		(29A) FCC CODE 2	

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CHÉRIE R. KISER | 202-862-8950 | ckiser@cgrdc.com

September 17, 2008

Via Federal Express

Marlene H. Dortch
Federal Communications Commission
Wireline Competition Bureau Applications
P.O. Box 979091
St. Louis, MO 63197-9000

**Re: Application of CVT Prepaid Solutions, Inc. and STi Prepaid, LLC for
Consent to Transfer Control of Assets pursuant to Section 214 of the
Communications Act of 1934, Amended**

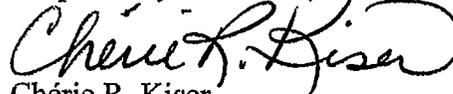
Dear Secretary Dortch:

Enclosed, on behalf of STi Prepaid, LLC and CVT Prepaid Solutions, Inc. ("Applicants"), is an original and six (6) copies of the above-referenced application. Also enclosed is a completed Fee Remittance Form 159 with a credit card payment in the amount of \$965.00 for the filing fees.

Pursuant to Section 63.04(b) of the rules and regulations of the Federal Communications Commission, Applicants submit this filing as a combined international Section 214 assignment application and domestic Section 214 transfer of control application ("Combined Application"). The Combined Application has been filed concurrently with the International Bureau through its International Bureau Filing System.

Enclosed is an extra copy of the Combined Application. Please date-stamp the extra copy and return it to us in the enclosed Federal Express envelope. If you have any questions concerning this matter, please contact the undersigned.

Respectfully submitted,



Chérie R. Kiser

Counsel for STi Prepaid, LLC

Enclosures



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

In the Matter of)	
)	
CVT PREPAID SOLUTIONS, INC., CVTEL)	
LICENSE CORPORATION)	WC Docket No. ____
)	
and)	
)	
STi PREPAID, LLC)	File No. ITC-ASG-_____
)	
Application for Consent to Assign Assets and/or)	
Transfer Control of Assets pursuant to Section 214)	
of the Communications Act of 1934, as Amended)	
)	

JOINT APPLICATION

CVT Prepaid Solutions, Inc. and CVTel License Corporation (collectively "CVT") and STi Prepaid, LLC ("STi Prepaid") (collectively, the "Applicants"), by their attorneys, hereby request authority from the Federal Communications Commission ("Commission") pursuant to Section 214 of the Communications Act of 1934, as amended (the "Act"), 47 U.S.C. § 214, and Sections 1.763, 63.03, 63.04, 63.18, and 63.24(e) of the Commission's rules, 47 C.F.R. §§ 1.763, 63.03, 63.04, 63.18, and 63.24(e), to assign and/or transfer control of certain CVT assets to STi Prepaid.¹

I. REQUEST FOR STREAMLINED TREATMENT OF APPLICATION

Under Section 63.04(b) of the Commission's rules, the Applicants are filing a combined domestic and international application for the assignment and/or transfer of control of certain

¹ *Amendment of Parts 1 and 63 of the Commission's Rules*, 22 FCC Rcd 11398, ¶ 38 (2007) (indicating that asset acquisitions should be treated as assignments under the Commission's international Section 214 rules); *Implementation of Further Streamlining Measures for Domestic Section 214 Authorizations*, 17 FCC Rcd 5517, ¶ 59 (2002) (finding that asset acquisitions should be treated as transfers of control under the Commission's domestic Section 214 rules).

CVT assets to STi Prepaid. The Applicants respectfully request streamlined treatment of this Application pursuant to Sections 63.03 and 63.12 of the Commission's rules.

This Application is eligible for streamlined processing pursuant to Section 63.03(b)(2) of the Commission's rules because: (1) STi Prepaid's market share in the interstate, interexchange market will be less than 10 percent; (2) STi Prepaid will provide competitive telephone exchange service exclusively in geographic areas served by a dominant local exchange carrier that is not a party to the transaction; and (3) neither the Applicants nor any of their affiliates are regulated as dominant with respect to any service.

This Application also qualifies for streamlined treatment under Section 63.12 of the Commission's rules because: (1) neither STi Prepaid nor CVT is affiliated with a dominant foreign carrier and (2) STi Prepaid has demonstrated that its affiliation with foreign carriers meets the requirements of Section 63.12(c)(1). Specifically, STi Prepaid satisfies the criteria under Section 63.12(c)(1)(i) for streamlined processing because STi Prepaid qualifies for the presumption of non-dominance under Section 63.10(a)(3). STi Prepaid's foreign carrier affiliates in St. Lucia and Barbados lack market power in their destination markets. The dominant carriers in Barbados and St. Lucia are Barbados External Communications Ltd. and Cable & Wireless (St. Lucia), respectively, both of which are affiliates of Cable & Wireless plc. Each of STi Prepaid's foreign carrier affiliates lacks fifty percent (50%) market share in either the international transport and the local access markets in either Barbados or St. Lucia. Moreover, none of STi Prepaid's foreign carrier affiliates appear on the Commission's list of foreign telecommunications carriers presumed to possess market power in foreign telecommunications markets. STi Prepaid therefore qualifies for a presumption of non-dominance pursuant to Section 63.10(a)(3) of the Commission's rules. In addition, STi Prepaid

satisfies the criteria under Section 63.12(c)(1)(iv) for streamlined processing because the affiliated destination markets are WTO Member countries (St. Lucia and Barbados) and STi Prepaid qualifies for the presumption of non-dominance under Section 63.10(a)(3) as discussed above.

II. APPLICANTS

A. CVT Prepaid Solutions, Inc. (FRN: 0017156449); CVTel License Corporation (FRN: 0013067996)

CVT Prepaid Solutions, Inc. and CVTel License Corporation are Delaware corporations whose principal place of business is located at 40 Cuttermill Road, Suite 500, Great Neck, NY 11021. CVT currently provides interstate and international telecommunications services throughout the United States. The following entity holds a ten percent (10%) or greater interest in CVT Prepaid Solutions, Inc.:

Park Financial Corporation
1800 Moler Road
Columbus, Ohio 43207
(614) 221-9200 (telephone)
(614) 443-0972 (facsimile)
State of incorporation: Delaware
Percentage ownership: 12%
Principal business: investments
Park Financial is not affiliated with any foreign carriers.

Park Financial is owned, in turn, by several Subchapter S trusts. Two of these trusts hold over ten (10) percent interests in Park Financial. These trusts are:

Jay L. Schottenstein 1983 Subchapter S Trust
1800 Moler Road
Columbus, OH 43207
Attention: Jeff Swanson
(614) 221-9200 (telephone)
(614) 443-0972 (facsimile)
Domestic (U.S.) trust
Principal business: trust

Percentage ownership in Park Financial: 11%

Saul Schottenstein 2002 Subchapter S Trust No. 1
1800 Moler Road
Columbus, OH 43207
Attention: Jeff Swanson
(614) 221-9200 (telephone)
(614) 443-0972 (facsimile)
Domestic (U.S.) trust
Principal business: trust
Percentage ownership in Park Financial: 13%

Mr. Jay L. Schottenstein serves as a trustee for the two trusts identified above, and for twelve (12) other trusts that hold ownership interests in Park Financial. Jay Schottenstein serves as the trustee for trusts constituting, in the aggregate, an approximate 77% ownership interest in Park Financial. Mr. Schottenstein is a United States citizen.

B. STi Prepaid, LLC (FRN: 0016004731)

STi Prepaid is a Delaware limited liability company with headquarters at 1250 Broadway, 26th Floor, New York, New York 10001. STi Prepaid has authority to provide interstate and international telecommunications services from the Commission. STi Prepaid currently provides interstate and international telecommunications services throughout the United States.

III. DESCRIPTION OF THE TRANSACTION

On August 18, 2008, CVT and certain of its affiliates (collectively, "Sellers") entered into an Asset Purchase Agreement ("Agreement") with STi Prepaid pursuant to which Sellers agreed to transfer certain assets to STi Prepaid (the "Transaction"). Specifically, Sellers agreed to transfer all of their assets related to the provision of prepaid calling card services, including tangible prepaid card inventory, customer agreements and contracts, vendor agreements and contracts, prepaid card point-of-sale and promotional materials, and the rights to host personal

identification numbers (“PINs”) used to make prepaid calling card calls (“Assets”).

Consummation of the Transaction is contingent on, among other things, receipt of all necessary regulatory approvals.

IV. PUBLIC INTEREST STATEMENT

The proposed Transaction furthers the public interest, convenience, and necessity. STi Prepaid is a major prepaid card provider offering state-of-the-art services to its customers. Thus, consumers currently utilizing CVT prepaid cards will be able to enjoy the high quality and array of features that STi Prepaid’s own customers now enjoy. Further, as an affiliate of Leucadia National Corporation, a publicly traded company, STi Prepaid will have access to the public capital markets that can provide support for the expansion of the prepaid calling card services currently offered by CVT.

In addition, the Transaction will not impact consumers currently utilizing CVT’s prepaid calling cards. Any consumers holding prepaid calling cards previously issued will continue to receive high-quality telecommunications services without interruption and without change in rates, terms, or conditions. Customer notice is not required in this case because CVT does not have a dedicated customer base. CVT’s prepaid calling card services can be used by any person at any time after purchasing the calling card from a retailer. CVT has no knowledge of the identity of the persons that utilize its services, and has no direct relationship with the person utilizing the prepaid calling card. Accordingly, customer notification of this Transaction is unnecessary and would be almost impossible.²

² *Comments Invited on Application of Transcommunications Incorporated to Discontinue Domestic Telecommunications Services*, WC Docket No. 05-161, Public Notice, DA 05-999 (rel. Apr. 4, 2005) (granting discontinuance of prepaid calling card services without comment based on statements that the calling card provider could not provide customer notice because it did not know the identity and address of the consumers of its calling cards and thus it would be effectively impossible to provide written notice of the discontinuance of service to each affected cardholder); *Notice of Domestic Section 214 Authorization Granted*, Public Notice, DA 07-1082 (Mar. 8, 2007) (approving transfer of prepaid calling card assets without comment based on statements that calling card

The Applicants will seek to ensure the Transaction maintains a high level of customer service for users of a CVT-branded card currently in the market. Once the Transaction has been consummated, when a user of a CVT-branded card calls customer service, STi Prepaid's customer service representatives will explain to cardholders that the prepaid calling card service is now being provided by STi Prepaid rather than CVT.

The proposed Transaction does not present any anti-competitive issues. STi Prepaid's total market share after consummation of the Transaction will be less than ten percent (10%). Furthermore, there are a number of other interexchange carriers and prepaid calling card service providers operating on a nationwide basis.

V. INFORMATION REQUIRED BY SECTION 63.24(e) OF THE COMMISSION'S RULES FOR ASSIGNMENT OF ASSETS

In support of this Application, the Applicants submit the following information pursuant to Section 63.24(e) of the Commission's rules, which is the information requested in paragraphs (a)-(d) and (o)-(p) of Section 63.18 for both Applicants and the information requested in paragraphs (h)-(n) of Section 63.18 for STi Prepaid.

(a) Name, address, and telephone number of Applicants:

CVT Prepaid Solutions, Inc. and CVTel License Corporation
40 Cuttermill Road, Suite 500
Great Neck, NY 11021
516-773-0200 (telephone)
FRN: 0017156449
FRN: 0013067996

STi Prepaid, LLC
1250 Broadway, 26th Floor
New York, NY 10001
212-660-2714 (telephone)

provider could not provide customer notice because it did not know the identity and address of the consumers using its calling card services).

FRN: 0016004731

(b) The CVT corporations are organized and existing under the laws of the State of Delaware. STi Prepaid is a limited liability company organized under the laws of Delaware.

(c) Correspondence concerning this Application should be sent to:

For CVT:	For STi Prepaid:
Michelle W. Cohen Thompson Hine LLP 1920 N Street, NW Washington, D.C. 20036 (202) 263-4151 (telephone) (202) 331-8330 (facsimile) michelle.cohen@thompsonhine.com	Chérie R. Kiser Attorney for STi Prepaid, LLC Cahill Gordon & Reindel LLP 1990 K Street, NW Suite 950 Washington, D.C. 20006 202-862-8950 (telephone) 202-862-8958 (facsimile) ckiser@cgrdc.com
Leonard Carone Chief Financial Officer 40 Cuttermill Road, Suite 500 Great Neck, NY 11021 516-773-0200 (telephone)	Richard Rebetti Chief Operating Officer STi Prepaid, LLC 1250 Broadway, 26th Floor New York, NY 10001 212-660-7714 (telephone) 212-660-2709 (facsimile)

(d) CVT holds blanket domestic Section 214 authority and global Section 214 authority to provide international facilities-based and resale services.³ STi Prepaid holds blanket domestic Section 214 authority and global Section 214 authority to provide international facilities-based and resale services.⁴

(h) The following entities and individuals hold a ten percent (10%) or greater interest in STi Prepaid:

³ CVTtel License Corporation, IB File No. ITC-214-20050315-00105 E, Public Notice, DA No. 05-1028 (April 7, 2005).

⁴ IB File Nos. ITC-214-20010220-00085, ITC-20020531-0093, ITC-ASG-20070208-00064, ITC-ASG-20070124-00033.

BEI Prepaid, LLC. BEI Prepaid, LLC ("BEI Prepaid"), a Delaware limited liability company owns a seventy-five percent (75%) interest in STi Prepaid. BEI Prepaid's principal business is telecommunications holdings. David Larsen, a United States citizen, holds a ten percent (10%) non-voting membership interest in BEI Prepaid. BEI Prepaid Holdings, LLC, a Delaware limited liability company whose principal business is telecommunications holdings, owns a ninety percent (90%) membership interest and a one hundred percent (100%) voting interest in BEI Prepaid. BEI Prepaid Holdings, LLC is a wholly-owned subsidiary of Baldwin Enterprises Inc. ("Baldwin"), a Colorado corporation whose principal business is investment. Baldwin is a wholly-owned subsidiary of Phlcorp, Inc., a Pennsylvania corporation whose principal business is investment holdings. Phlcorp, Inc. is a wholly-owned subsidiary of Leucadia National Corporation ("Leucadia"), a publicly-traded New York corporation whose principal business is investment. Ian Cumming and Joseph Steinberg, both of which are United States citizens, each hold a thirteen percent (13%) interest in Leucadia. The business address for David Larsen and Ian Cumming is 529 East South Temple, Salt Lake City, UT 84102. The address for Joseph Steinberg, BEI Prepaid, BEI Prepaid Holdings, LLC, Baldwin, Phlcorp, Inc., and Leucadia is 315 Park Avenue South, New York, NY 10010.

ST Finance, LLC. ST Finance, LLC ("ST Finance"), a Delaware limited liability company whose principal business is securities holdings, owns a twenty-five percent (25%) interest in STi Prepaid. Samer Tawfik, a United States citizen, indirectly owns a one hundred percent (100%) membership interest in ST Finance through ten holding companies. Seven of the holding companies are Delaware entities: Telco Group, Inc., STi Phonecard Inc., Dialaround Enterprises Inc., STi Mobile Inc., Phonecard Enterprises Inc., VOIP Enterprises Inc., and STi PCS, LLC. The other three holding companies are Luxembourg entities: Tawfik & Partners

SNC (a Luxembourg general partnership), TGI S.A.R.L. (a Luxembourg limited liability company), and TGI S.A.R.L. Schaffhausen (a Luxembourg Swiss branch). Samer Tawfik, a United States citizen, owns 100% of each of the ten holding companies. Thus, Samer Tawfik holds a twenty-five percent (25%) indirect interest in STi Prepaid. The address for ST Finance, Samer Tawfik, Telco Group, Inc., STi Phonocard Inc., Dialaround Enterprises Inc., STi Mobile Inc., Phonocard Enterprises Inc., VOIP Enterprises Inc., and STi PCS, LLC is 23 Shorewood Drive, Port Washington, NY 11050.

Other than as stated in this Application, no other person or entity owns a ten percent (10%) or greater direct or indirect ownership interest in STi Prepaid.

Other than interests held in STi Prepaid, the following ten percent (10%) or greater direct or indirect owners of STi Prepaid do not own any interests in telecommunications-related entities: BEI Prepaid, LLC; BEI Prepaid Holdings, LLC, David Larsen, and ST Finance, LLC.

Baldwin Enterprises Inc., Phlcorp, Inc., Leucadia National Corporation, Ian Cumming, and Joseph Steinberg hold an approximately forty percent (40%) indirect interest (through various holding companies) in: (1) Antilles Crossing, LP, which owns the subsea portions of a private fiber-optic cable system in Barbados territorial waters and the Barbados cable station and (2) Antilles Crossing (St. Lucia) Limited, which owns the subsea portions of a private fiber-optic cable system in St. Lucia and the St. Lucia cable station. Baldwin Enterprises Inc., Phlcorp, Inc., Leucadia National Corporation, Ian Cumming, and Joseph Steinberg hold a one hundred percent (100%) indirect interest in Tele (Barbados) Inc., which is a telecommunications carrier offering services in Barbados.

Samer Tawfik also owns a one hundred percent (100%) interest in Dialaround Enterprises Inc. ("DEI"), which currently provides interstate, international, and intrastate interexchange telecommunications services.⁵

Following consummation of the Transaction, no officer or director of STi Prepaid will also be an officer or director of any foreign carrier as defined by 47 C.F.R. § 63.09(d).

(i) STi Prepaid certifies that it is not a foreign carrier. STi Prepaid is affiliated with the following non-dominant foreign carrier entities: (1) Tele (Barbados) Inc., which is a telecommunications carrier offering services in Barbados; (2) Antilles Crossing, LP, which owns the subsea portions of a private fiber-optic cable system in Barbados territorial waters and the Barbados cable station; and (3) Antilles Crossing (St. Lucia) Limited, which owns the subsea portions of a private fiber-optic cable system in St. Lucia and the St. Lucia cable station. STi Prepaid also is affiliated with other entities organized under the laws of the Dominican Republic, none of which qualify as foreign carriers under the Commission's rules.

(j) As evidenced by the signatures to this Application, STi Prepaid certifies that post-closing it will not provide international telecommunications services to any destination country in which: (1) STi Prepaid is a foreign carrier in the destination market; (2) STi Prepaid controls a foreign carrier in the destination market; and (3) two or more foreign carriers (or parties that control foreign carriers) own, in the aggregate, more than twenty-five percent (25%) of STi Prepaid and are not parties to, or the beneficiaries of, a contractual relationship affecting the provision or marketing of international basic telecommunications services in the United States. As discussed above, entities that have a controlling interest in STi Prepaid also have a controlling

⁵ DEI's assignment of assets to STi Prepaid was approved by the Commission in March 2007, but has not been consummated to date. Once consummated, DEI will no longer provide any type of telecommunications service.

interest in three (3) non-dominant foreign carriers: (1) Tele (Barbados) Inc., which is a telecommunications carrier offering services in Barbados; (2) Antilles Crossing, LP, which owns the subsea portions of a private fiber-optic cable system in Barbados territorial waters and the Barbados cable station; and (3) Antilles Crossing (St. Lucia) Limited, which owns the subsea portions of a private fiber-optic cable system in St. Lucia and the St. Lucia cable station.

(k) Not applicable.

(l) STi Prepaid may resell the international switched services of an unaffiliated U.S. carrier for the purpose of providing international telecommunications services to Barbados or St. Lucia, which are the countries in which STi Prepaid is affiliated with a non-dominant foreign carrier. STi Prepaid, however, qualifies for the presumption of non-dominance under Section 63.10(a)(3) of the Commission's rules as discussed above.

(m) STi Prepaid is affiliated non-dominant foreign carriers in Barbados and St. Lucia and may provide services on those routes. STi Prepaid, however, qualifies for the presumption of non-dominance under Section 63.10(a)(3) of the Commission's rules as discussed above.

(n) As evidenced by the signatures to this Application, STi Prepaid 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 sufficient market power on the foreign end of the route to affect competition adversely in the U.S. market and will not enter into such agreements in the future.

(o) As evidenced by the signatures to this Application, the Applicants certify, pursuant to Sections 1.2001 through 1.2003 of the Commission's rules that they are not subject to a denial of federal benefits pursuant to Section 5301 of the Anti-Drug Abuse Act of 1988.

(p) Applicants request streamlined processing of this Application pursuant to Section 63.12 of the Commission's rules. As discussed in Section I of the Application, this Application qualifies for streamlined treatment under Section 63.12.

VI. INFORMATION REQUIRED BY SECTION 63.04(b) OF THE COMMISSION'S RULES FOR TRANSFER OF CONTROL OF ASSETS

In accordance with the requirements of Section 63.04(b) of the Commission's rules, the additional information required by Section 63.04(b) of the Commission's rules for transfer of control of assets is provided in Exhibit A.

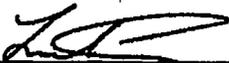
VII. CONCLUSION

Based on the foregoing, Applicants respectfully submit that the public interest, convenience, and necessity would be furthered by grant of this Application.

Respectfully submitted,

CVT PREPAID SOLUTIONS, INC.

STi PREPAID, LLC



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Chief Financial Officer
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Dated: September 16, 2008

VII. CONCLUSION

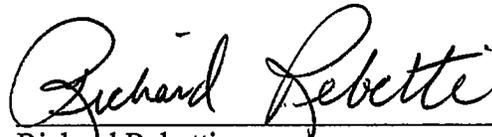
Based on the foregoing, Applicants respectfully submit that the public interest, convenience, and necessity would be furthered by grant of this Application.

Respectfully submitted,

CVT PREPAID SOLUTIONS, INC.

STi PREPAID, LLC

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Dated: September ___, 2008

Exhibit A

INFORMATION FOR TRANSFER OF CONTROL OF ASSETS

In accordance with the requirements of Section 63.04(b) of the Commission's rules, the Applicants provide the following information in support of their request for authority to transfer control of certain CVT Assets to STi Prepaid:

63.04(a)(6): Description of the Transaction

The Transaction is described in Section III of the Application.

63.04(a)(7): Description of Geographic Service Area and Services in Each Area

A description of the geographic service areas and services provided in each area is described in Section II of the Application.

63.04(a)(8): Presumption of Non-Dominance and Qualification for Streamlining

This Application is eligible for streamlined processing pursuant to Section 63.03(b)(2) of the Commission's rules because: (1) the proposed transaction will result in STi Prepaid having a market share in the interstate interexchange market of less than ten percent (10%); (2) STi Prepaid will provide competitive telephone exchange services or exchange access services exclusively in geographic areas served by a dominant local exchange carrier that is not a party to the transaction; and (3) neither the Applicants nor any of their affiliates are regulated as dominant with respect to any service.

63.04(a)(9): Other Pending Commission Applications Concerning the Proposed Transaction

None.

63.04(a)(10): Special Considerations

None.

63.04(a)(11): Waiver Requests (If Any)

None.

63.04(a)(12): Public Interest Statement

The Transaction is in the public interest for the reasons detailed in Section IV of the Application.