

November 14, 2008

GRANTED

Ms. Marlene H. Dortch
Secretary
Federal Communications Commission
445 12th Street, SW
Washington, DC 20554

NOV 19 2008
Julie H. Neach
COMPETITION POLICY DIVISION
WIRELINE COMPETITION BUREAU
for 60 days

Re: *Vanco Direct USA, LLC, Licensee
Vanco plc (in administration), Transferor
Capital Growth Acquisition, Inc., Transferee
Request for Special Temporary Authority*

Dear Ms. Dortch:

Vanco plc (in administration) ("Vanco plc"), Vanco Direct USA, LLC ("Vanco USA" or "Licensee" and, together with Vanco plc, "Transferors"), and Capital Growth Acquisition, Inc. ("Capital Growth" or "Transferee" and together with Transferors, the "Applicants"), through their respective 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 expedited Special Temporary Authority ("STA") for the transfer of control of Vanco USA, a non-dominant carrier holding authority from the Commission to provide telecommunications services, to Capital Growth, a U.S. company that is not a foreign carrier or affiliated with a foreign carrier and does not have any direct or indirect foreign owners holding an ownership interest of more than 10 percent. Applicants respectfully request that the Commission grant this STA request as soon as possible, and not later than November 19, 2008, so that Vanco USA can assure that telecommunications services to its customers will continue uninterrupted.

As detailed in the underlying application filed concurrently herewith and attached hereto (the "Application"), Vanco USA holds international Section 214 authority to provide both facilities-based and resale international communications services (ITC-214-20050331-00136 and ITC-214-19990811-00546) and provides domestic interexchange services pursuant to blanket domestic Section 214 authority under Section 63.01(a) of the Commission's Rules, 47 C.F.R. § 63.01(a).

Vanco USA is a leading U.S.-based virtual network operator that offers carrier- and technology-neutral telecommunications services through strategic relationships with hundreds of carriers and proprietary information resources. Vanco plc, the direct parent of Vanco USA, is now the subject of administration proceedings in the United Kingdom in which an administrator has been appointed to manage the company's affairs, business, and property for the benefit of its creditors (similar to a bankruptcy trustee in the United States). Vanco plc is in default of its credit arrangements and cannot draw any further on its bank credit facility. The administrator of Vanco plc has approved Capital Growth's acquisition of Vanco USA, and in light of the distressed state of the company, the parties

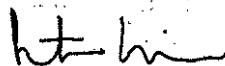
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must now proceed to close the proposed acquisition immediately in order to avoid disruption of services to Vanco USA's customers.

Accordingly, Applicants respectfully request grant of this STA request as soon as possible so that Capital Growth can fund the business and continue providing services to Vanco USA's customers. Applicants acknowledge that grant of this request will not prejudice action by the Commission on the underlying Application and that any authority granted pursuant to this request is subject to cancellation or modification upon notice but without a hearing.

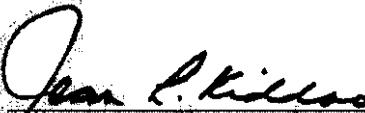
Should you have any questions or require further information, please do not hesitate to contact us.

Respectfully submitted,



John T. Nakahata
Jonathan B. Mirsky
Harris, Wiltshire & Grannis LLP
1200 Eighteenth Street, N.W.
Washington, DC 20036
Tel: (202) 730-1300
Fax: (202) 730-1301

COUNSEL FOR CAPITAL GROWTH
ACQUISITION, INC.



Jean L. Kiddoo, Esq.
Troy F. Tanner, Esq.
Bingham McCutchen LLP
2020 K Street, N.W.
Washington, DC 20006
Tel: (202) 323-6000
Fax: (202) 323-6001

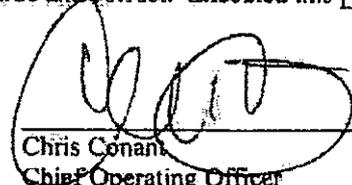
COUNSEL FOR VANCO PLC AND
VANCO DIRECT USA, LLC

VERIFICATION

I, Chris Conant, hereby declare that:

1. I am Chief Operating Officer of Vanco Direct USA, LLC.
2. I am authorized to make this Declaration on behalf of Vanco Direct USA, LLC.
3. The contents of the foregoing Request for Special Temporary Authority are true and correct to the best of my knowledge, information and belief.

I declare under penalty of perjury that the foregoing is true and correct. Executed this 14 day of November 14, 2008.



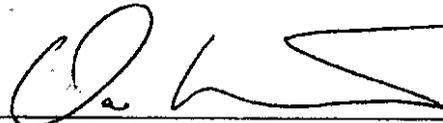
Chris Conant
Chief Operating Officer
Vanco Direct USA, LLC

VERIFICATION

I, Dan Kardatzke, hereby declare that:

1. I am Vice President and Assistant Secretary of Capital Growth Acquisition, Inc.
2. I am authorized to make this Declaration on behalf of Capital Growth Acquisition, Inc.
3. The contents of the foregoing Request for Special Temporary Authority are true and correct to the best of my knowledge, information and belief.

I declare under penalty of perjury that the foregoing is true and correct. Executed this 14 day of November, 2008.



Dan Kardatzke
Vice President and Assistant Secretary
Capital Growth Acquisition, Inc.