

WC 10-105

# Synergies Law Group, PLLC

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May 5, 2010

VIA OVERNIGHT DELIVERY

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

RE: Liberty-Bell Telecom, LLC  
Domestic Section 214 Application

Dear Sir/Madam:

Enclosed for filing on behalf of Liberty-Bell Telecom, LLC ("Liberty-Bell Telecom") is an application for Domestic Section 214 transfer of control.

As required by the Commission's Rules, a check in the amount of \$1,015 is enclosed to cover the application processing fee associated with this Application. A completed Form 159 is also enclosed with the attached filing.

An original and four (4) copies of this filing are enclosed. Please date stamp and return the enclosed extra copy attached to this letter in the provided self-addressed stamped envelope. Please do not hesitate to contact the undersigned with any questions.

Sincerely,



Edward S. Quill, Jr.  
Brian McDermott

Counsel for Liberty-Bell Telecom, LLC

Enclosure



Applicants have already completed the transaction described herein.<sup>2</sup> Applicants emphasize however that the lack of prior approval was inadvertent,<sup>3</sup> that the transaction was completely transparent to customers, and that the transaction involved solely a change in the ownership of Liberty-Bell Telecom and did not affect the services provided by Liberty-Bell Telecom. Furthermore, the transaction did not result in the discontinuance of service offerings to any of Liberty-Bell Telecom's customers. Illustrative charts depicting the current and proposed ownership structure of Liberty-Bell Telecom are provided in Exhibit A.

**B. Request for Streamlined Processing.**

Applicants respectfully submit that this Application qualifies for presumptive streamlined treatment. Specifically, immediately following the transaction, Applicant and its affiliates (as defined in Section 3(1) of the Communications Act – “Affiliates”): (a) retained a market share in the interstate, interexchange market of substantially less than ten percent (10%); (b) provided competitive telephone exchange access services exclusively in geographic areas served by a dominant local exchange carrier that is not party to the transaction; and (c) were non-dominant with respect to any and all services. 47 C.F.R. § 63.03(b)(2)(i).

**C. Statement of Public Interest.**

Prompt Commission approval of this Application is consistent with the public interest. Specifically, the transaction at issue did not cause any customer confusion and/or result in any customer discontinuance of service. At the same time, grant of the approval requested herein

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<sup>2</sup> Applicants have filed under separate cover a request for Special Temporary Authority for authority to continue to operate pursuant to the corporate structure described herein during the time that this Application is under consideration by the Commission.

<sup>3</sup> In particular, the transaction was consummated on or about September 13, 2006. At that time, Multi Link Telecom was a provider of various non-telecom services and Liberty-Bell Telecom was not majority owned by any entity. In addition, Liberty-Bell Telecom was (and remains) a small, new entrant carrier still operating essentially in start-up mode. As a result, at the time of the transaction, Applicants were not aware of the need to obtain FCC approval to complete the transaction described herein. Upon recently identifying that omission, Applicants promptly sought approval through this Application.

will permit Applicants to ensure on-going compliance with the Commission's regulatory requirements. In sum, grant of the requested authority will ensure that Liberty-Bell Telecom can continue to provide high-quality telecommunications services which should invigorate competition and thereby benefit consumers of those telecommunications services.

**D. Description of the Applicants.**

MLT is a limited liability company organized and existing under the laws of the State of Colorado with principal place of business located at 2460 West 26<sup>th</sup> Avenue, #380-C, Denver, Colorado 80211. In 2008, MLT changed its name to Liberty-Bell, LLC. MLT is the current and ultimate holding company for Liberty-Bell Telecom. MLT currently has no operations and therefore has no employees or customers.

Liberty-Bell Telecom is a competitive local exchange carrier with principal place of business also located at 2460 West 26<sup>th</sup> Avenue, #380-C, Denver, Colorado 80211. Liberty-Bell Telecom operates by purchasing local and long distance services from Qwest Communications International Inc. and other providers and reselling those services to small business and residential customers located primarily in Colorado. Liberty-Bell Telecom also has limited operations in New Mexico and Utah.

**E. Information Required by Section 63.04.**

Pursuant to Section 63.04 of the Commission's Rules, 47 C.F.R. §63.04, Applicants submit the following information in support of this Application:

**(a)(1) Name, address and telephone number of each Applicant:**

MLT:

Liberty-Bell, LLC (FRN # 0019781053)  
2460 West 26<sup>th</sup> Avenue, #380-C  
Denver, Colorado 80211  
Telephone: 303-831-1977

Liberty-Bell Telecom:

Liberty-Bell Telecom, LLC (FRN # 0010436087)  
2460 West 26<sup>th</sup> Avenue, #380-C  
Denver, Colorado 80211  
Telephone: 303-831-1977

**(a)(2) Jurisdiction of Organizations:**

MLT:

MLT is a limited liability company formed under the laws of the State of Colorado.

Liberty-Bell Telecom:

Liberty-Bell Telecom is a limited liability company formed under the laws of the State of Colorado.

**(a)(3) Correspondence concerning this Application should be sent to:**

Please direct all correspondence regarding this Application to:

Edward S. Quill Jr.  
Brian McDermott  
Synergies Law Group, PLLC  
1002 Parker Street  
Falls Church  
Virginia 22046  
Telephone: 571-730-4970  
Facsimile : 571-730-4971  
E-mail : [equill@synergieslawgroup.com](mailto:equill@synergieslawgroup.com)  
[bmcdermott@synergieslawgroup.com](mailto:bmcdermott@synergieslawgroup.com)

With copies to:

Nigel V. Alexander, Manager  
Liberty-Bell Telecom, LLC  
2460 West 26<sup>th</sup> Ave, Suite 380-C  
Denver, CO, 80211  
Telephone: 303-831-1977  
Facsimile: 303-831-1988  
E-mail: [nalexander@libertybelltelecom.com](mailto:nalexander@libertybelltelecom.com)

(a)(4) Ownership information for Liberty-Bell Telecom is provided below.

Prior Ownership Information of Liberty-Bell Telecom

Prior to the transaction described herein, Liberty-Bell Telecom was not majority owned by any entity.

- (1) The following entities formerly owned or controlled ten percent (10%) or more of **Liberty-Bell Telecom, LLC**:

Name: Thomas G. Martino  
2460 West 26th Avenue, #380-C  
Denver, Colorado 80211  
Citizenship: U.S.  
Equity/Voting Interest: 45%  
Principal Business: Individual

Name: Robert S. Unger  
2460 West 26th Avenue, #380-C  
Denver, Colorado 80211  
Citizenship: U.S.  
Equity/Voting Interest: 34%  
Principal Business: Individual

Name: CK Affiliate Sales LLC  
c/o Liberty-Bell Telecom, LLC  
2460 West 26th Avenue, #380-C  
Denver, Colorado 80211  
Citizenship: U.S.  
Equity/Voting Interest: 13%  
Principal Business: Sales

- (2) The following entity owned or controlled fifty (50%) or more of **CK Affiliate Sales LLC**:

Name: Christopher Kane  
c/o Liberty-Bell Telecom, LLC  
2460 West 26th Avenue, #380-C  
Denver, Colorado 80211  
Citizenship: U.S.  
Equity/Voting Interest: 100%  
Principal Business: Individual

Other than the foregoing, no entity owned or controlled a ten percent (10%) or greater direct or indirect interest in Liberty-Bell Telecom.

Post-Closing Ownership Information

- (1) The following entities owned or controlled ten percent (10%) or more of **Liberty-Bell Telecom, LLC**:

Name: Multi-Link Telecom, LLC  
2460 West 26th Avenue, #380-C  
Denver, Colorado 80211  
Citizenship: U.S.  
Equity/Voting Interest: 100%  
Principal Business: Holding Company

- (2) The following entities owned or controlled ten percent (10%) or more of **Multi-Link Telecom, LLC**:

Name: Nigel Alexander  
2460 West 26th Avenue, #380-C  
Denver, Colorado 80211  
Citizenship: United Kingdom<sup>4</sup>  
Equity/Voting Interest: 70%<sup>5</sup>  
Principal Business: Individual

Name: Thomas G. Martino  
2460 West 26th Avenue, #380-C  
Denver, Colorado 80211  
Citizenship: U.S.  
Equity/Voting Interest: 14%  
Principal Business: Individual

Name: Robert S. Unger  
2460 West 26th Avenue, #380-C  
Denver, Colorado 80211  
Citizenship: U.S.  
Equity/Voting Interest: 10%  
Principal Business: Individual

No other entity directly or indirectly owned or controlled 10% or more of Liberty-Bell Telecom.

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<sup>4</sup> Mr. Alexander, a legal resident of the U.S. for the last 19 years, has applied for U.S. citizenship. That application is currently pending before the U.S. Immigration and Naturalization Service and is expected to be routinely approved.

<sup>5</sup> The operating agreement for MLT requires ownership of at least 80% to make material changes to that company. Mr. Alexander never held an interest of that magnitude.

- (a)(5)** Applicants certify that they are not subject to denial of federal benefits pursuant to Section 5301 of the Anti-Drug Abuse Act of 1998, See 21 U.S.C. § 853a. See also 47 C.F.R. §§ 1.2001-1.2003.
- (a)(6)** A description of the proposed ownership structure is set forth above.
- (a)(7)** Liberty-Bell Telecom provides local and long distance services to customers in Colorado, with limited operations in New Mexico and Utah. Applicants are not dominant with respect to any service.
- (a)(8)** Applicants and their affiliates (as defined in Section 3(1) of the Communications Act – “Affiliates”): (a) will retain a market share in the interstate, interexchange market of substantially less than ten percent (10%); (b) will continue to provide competitive telephone exchange access services exclusively in geographic areas served by a dominant local exchange carrier that is not party to the transaction; and (c) will continue to be non-dominant with respect to any and all services. 47 C.F.R. § 63.03(b)(2)(i).
- (a)(9)** Through this Application, Applicants seek authority with respect to domestic Section 214 authority only. Applicants anticipate that a similar filing will be made with the International Bureau under separate filing. Otherwise, no other applications are being filed with the Commission with respect to the matters set forth herein.
- (a)(10)** Applicants respectfully request that the Commission approve this Application expeditiously in order to provide Applicants such authority as may have been required to consummate the transaction described herein.
- (a)(11)** Not applicable.
- (a)(12)** A statement showing how grant of this Application will serve the public interest, convenience and necessity is provided above.

*[Remainder of Page Intentionally Left Blank]*

**G. Conclusion.**

For the reasons stated above, Applicants respectfully asserts that the public interest, convenience and necessity would be furthered by the grant of this Application. Applicants, therefore, respectfully request that the Commission consider and approve this Application under streamlined processes and grant such other relief or authority as may be necessary in connection with the transaction described herein.

Respectfully submitted,



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Edward S. Quill Jr.  
Brian McDermott  
Synergies Law Group, PLLC  
1002 Parker Street  
Falls Church  
Virginia 22046  
Telephone: 571-730-4970  
Facsimile : 571-730-4971  
E-mail : [equill@synergieslawgroup.com](mailto:equill@synergieslawgroup.com)  
[bmcdermott@synergieslawgroup.com](mailto:bmcdermott@synergieslawgroup.com)

Counsel for Applicants

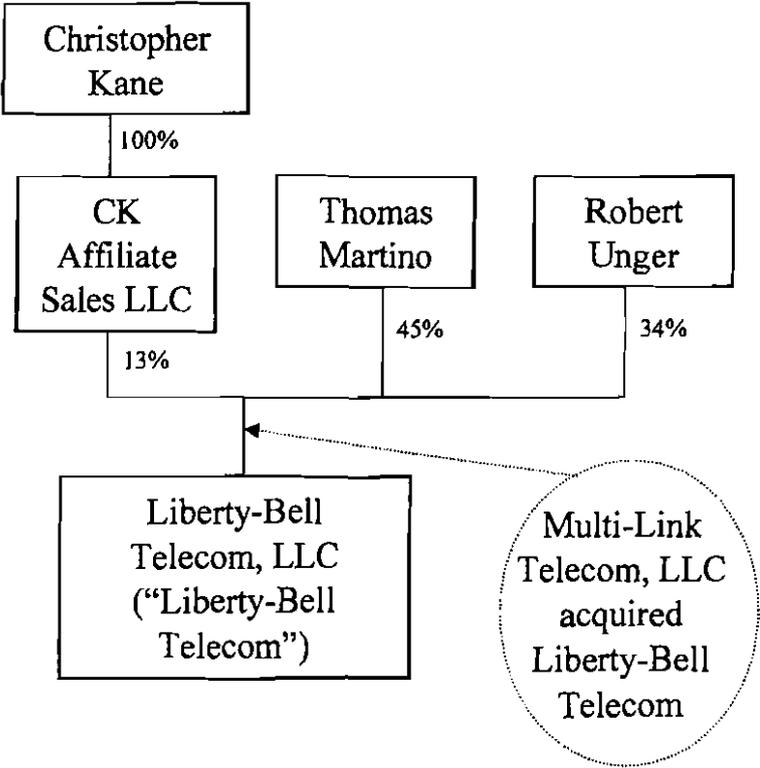
Dated: May 5, 2010

**EXHIBIT A**

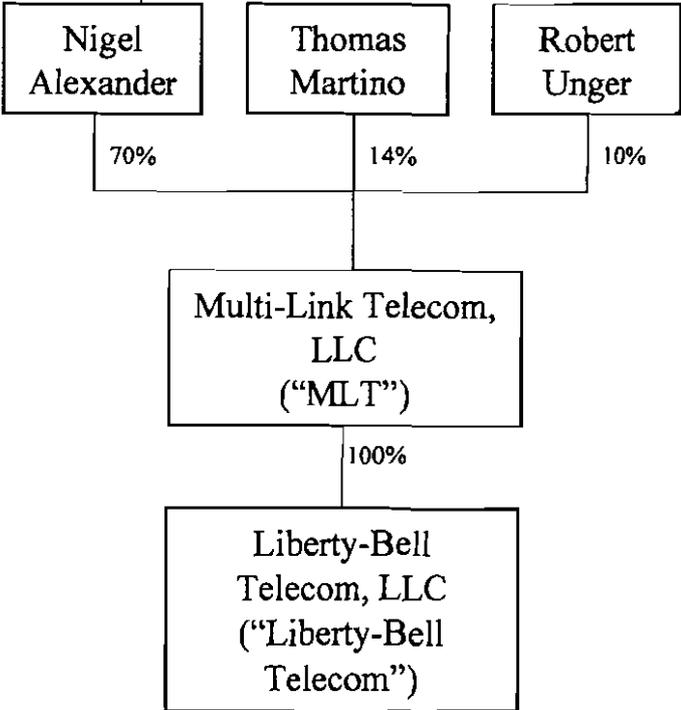
Illustrative Chart

# Illustrative Chart

## Prior to Transaction



## Post Transaction



STATE OF COLORADO )  
 ) ss.  
COUNTY OF DENVER )

**VERIFICATION**

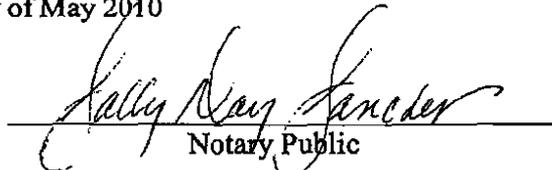
I, Nigel Alexander, state that I am the Manager of Liberty-Bell, LLC; that I am authorized to make this Verification on behalf of Liberty-Bell, LLC (formerly Multi-Link Telecom, LLC) and Liberty-Bell Telecom, LLC; and that the foregoing filing was prepared under my direction and supervision; and that the contents are true and correct to the best of my knowledge, information, and belief.



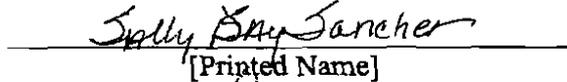
Nigel Alexander  
Manager  
Liberty-Bell, LLC

Sworn and subscribed before me this 5<sup>th</sup> day of May 2010

[Seal or Stamp]



Notary Public



[Printed Name]

My appointment expires December 14, 2013