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10-214

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October 14, 2010

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Federal Communications Commission
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St. Louis, MO 63101

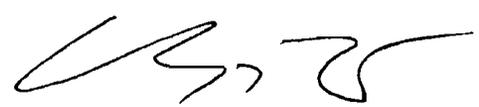
Re: Zone USA, Inc.; Joint International and Domestic Application for the
Consent to Transfer of Control of 214 Authorized Carrier

Dear Sir or Madam:

Pursuant to Section 214 of the Communications Act of 1934, as amended and Section 63.04 of the Commission's Rules, please find enclosed for filing an original and four (4) copies of Zone USA, Inc.'s Joint International and Domestic Application for the Consent to Transfer of Control of 214 Authorized Carrier. Also enclosed is a completed FCC Form 159 with credit card information to authorize the filing fee payment to the FCC in the amount of \$1,015.00.

Please acknowledge receipt of this filing by file-stamping and returning the extra copy of this submission in the envelope provided for this purpose. Please direct any questions regarding this submission to the undersigned.

Sincerely,



Cheng-yi Liu,
Counsel for Zone USA, Inc.

Enclosures

cc: Alexis Johns (alexis.johns@fcc.gov)

FEDERAL COMMUNICATIONS COMMISSION
REMITTANCE ADVICE
FORM 159

(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) Law Offices of Thomas K. Crowe, P.C.		(3) TOTAL AMOUNT PAID (U.S. Dollars and cents) \$1,015.00	
(4) STREET ADDRESS LINE NO. 1 1250 24th Street, NW, Suite 300			
(5) STREET ADDRESS LINE NO. 2			
(6) CITY Washington		(7) STATE DC	(8) ZIP CODE 20037
(9) DAYTIME TELEPHONE NUMBER (include area code) 202-263-3640		(10) COUNTRY CODE (if not in U.S.A.)	
FCC REGISTRATION NUMBER (FRN) REQUIRED			
(11) PAYER (FRN) 0003716172		(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 Zone USA, Inc.			
(14) STREET ADDRESS LINE NO. 1 3 Executive Campus, Ste. 520			
(15) STREET ADDRESS LINE NO. 2			
(16) CITY Cherry Hill		(17) STATE NJ	(18) ZIP CODE 08002
(19) DAYTIME TELEPHONE NUMBER (include area code) (856) 667-2550		(20) COUNTRY CODE (if not in U.S.A.)	
FCC REGISTRATION NUMBER (FRN) REQUIRED			
(21) APPLICANT (FRN) 0012808887		(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 1	
(26A) FEE DUE FOR (PTC) \$1,015.00	(27A) TOTAL FEE \$1,015.00	FCC USE ONLY	
(28A) FCC CODE 1		(29A) FCC CODE 2	
(23B) CALL SIGN/OTHER ID	(24B) PAYMENT TYPE CODE	(25B) QUANTITY	
(26B) FEE DUE FOR (PTC)	(27B) TOTAL FEE	FCC USE ONLY	
(28B) FCC CODE 1		(29B) FCC CODE 2	
SECTION D - CERTIFICATION			
CERTIFICATION STATEMENT I, <u>Cheng-yi Liu</u> , certify under penalty of perjury that the foregoing and supporting information is true and correct to the best of my knowledge, information and belief.			
SIGNATURE <u>[Signature]</u>		DATE <u>10/14/10</u>	
SECTION E - CREDIT CARD PAYMENT INFORMATION			
MASTERCARD _____ VISA _____ AMEX <input checked="" type="checkbox"/> DISCOVER _____			
ACCOUNT NUMBER <u>[Redacted]</u>		EXPIRATION DATE <u>[Redacted]</u>	
I hereby authorize the FCC to charge my credit card for the service(s)/authorization herein described.			
SIGNATURE <u>[Signature]</u>		DATE <u>10/14/10</u>	

Approved by OMB
3060-0686

INTERNATIONAL SECTION 214 AUTHORIZATIONS FOR ASSIGNMENT OR TRANSFER OF CONTROL FCC FORM 214TC FOR OFFICIAL USE ONLY	
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APPLICANT INFORMATION

Enter a description of this application to identify it on the main menu:

Joint International and Domestic Application for the Consent to Transfer of Control of 214 Authorization of Associated Network Partners, Inc.

1. Legal Name of Applicant			
Name:	Zone USA, Inc. d/b/a Zone Telecom, Inc.	Phone Number:	856-667-2550
DBA Name:		Fax Number:	856-667-2551
Street:	3 Executive Campus, Ste. 520	E-Mail:	
City:	Cherry Hill	State:	NJ
Country:	USA	Zipcode:	08002 -
Attention:			

2. Name of Contact Representative

Name:	Thomas K. Crowe	Phone Number:	202-263-3640
Company:	Law Offices of Thomas K. Crowe	Fax Number:	202-263-3641
Street:	1250 24th Street, NW Suite 300	E-Mail:	firm@tkcrowe.com
City:	Washington	State:	DC
Country:	USA	Zipcode:	20037-
Attention:	Cheng-yi Liu	Relationship:	Legal Counsel

CLASSIFICATION OF FILING

3. Choose the button next to the classification that best describes this filing. Choose only one.

a. Assignment of Section 214 Authority

An Assignment of an authorization is a transaction in which the authorization, or a portion of it, is assigned from one entity to another. Following an assignment, the authorization will usually be held by an entity other than the one to which it was originally granted. (See Section 63.24(b).)

b. Transfer of Control of Section 214 Authority

A Transfer of Control is a transaction in which the authorization remains held by the same entity, but there is a change in the entity or entities that control the authorization holder. (See Section 63.24(c).)

c. Notification of Pro Forma Assignment of Section 214 Authority (No fee required)

d. Notification of Pro Forma Transfer of Control of Section 214 Authority (No fee required)

Date of Consummation: Must be completed if you select c or d.

4. File Number(s) of Section 214 Authority(ies) for Which You Seek Consent to Assign or Transfer Control.

Note: If the Section 214 Authorization Holder whose authority is being assigned or transferred does not have an "ITC" File No. under which it is operating, contact the Help Desk for assistance before proceeding further with this application. You cannot enter an "ITC-ASG" or "ITC-T/C" File No. in response to this question. Your response must specify one or more "ITC" File Nos. Relevant "ITC-ASG" or "ITC-T/C" File Nos. should be listed only in Attachment 1 in response to Question 10.

File Number: IT C214199602090 0017	File Number:						
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5. Name of Section 214 Authorization Holder

Name: Associated Network Partners, Inc. **Phone Number:** 217-698-2860
DBA Name: **Fax Number:** 217-698-3485
Street: 3130 Pleasant Run **E-Mail:**
City: Springfield **State:** IL
Country: USA **Zipcode:** 62711
Attention:

6. Name of Assignor / Transferor

Name:	Associated Network Partners, Inc.	Phone Number:	217-698-2860
DBA Name:		Fax Number:	217-698-3485
Street:	3130 Pleasant Run	E-Mail:	
City:	Springfield	State:	IL
Country:	USA	Zipcode:	62711
Attention:			

7. Name of Assignee / Transferee

Name:	Zone USA, Inc. d/b/a Zone Telecom, Inc.	Phone Number:	856-667-2550
DBA Name:		Fax Number:	856-667-2551
Street:	3 Executive Campus, Ste. 520	E-Mail:	
City:	Cherry Hill	State:	NJ
Country:	USA	Zipcode:	08002
Attention:			

8a. Is a fee submitted with this application?

- If Yes, complete and attach FCC Form 159. If No, indicate reason for fee exemption (see 47 C.F.R. Section 1.1114).
 Governmental Entity Noncommercial educational licensee Notification of Pro Forma (No fee required.)
 Other (please explain):

8b. You must file a separate application for each legal entity that holds one or more Section 214 authorizations to be assigned or transferred.

Fee Classification CUT – Section 214 Authority

9. Description (Summarize the nature of the application.)

(If the complete description does not appear in this box, please go to the end of the form to view it in its entirety.)

Joint International and Domestic Application for the Consent to
Transfer of Control of 214 Authorized Carrier

10. In Attachment 1, please respond to paragraphs (c) and (d) of Section 63.18 with respect to the assignor/transferor and the assignee/transferee. Label your response "Answer to Question 10".

11. Does any entity, directly or indirectly, own at least ten (10) percent of the equity of the assignee/transferee as determined by successive multiplication in the manner specified in the note to Section 63.18(h) of the rules?

Yes No

If you answered "Yes" to this question, provide in Attachment 1, the name, address, citizenship, and principal businesses of each person or entity that directly or indirectly owns at least ten (10) percent of the equity of the assignee/transferee, and the percentage of equity owned by each of those persons or entities (to the nearest one percent). Label your response "Answer to Question 11."

12. Does the assignee/transferee have any interlocking directorates with a foreign carrier?

Yes No

If you answered "Yes" to this question, identify each interlocking officer/director in Attachment 1. (See Section 63.09(g).) Provide the name and position/title of the individual or entity, the name of the foreign carrier, and the country in which the foreign carrier is authorized to operate. Label your response: "Answer to Question 12."

13. Provide in Attachment 1 a narrative of the means by which the proposed assignment or transfer of control will take place. In circumstances of a substantial assignment or transfer of control pursuant to Section 63.24(e), where the assignor seeks authority to assign only a portion of its U.S. international assets and/or customer base, please specify whether the assignor requests authority to continue to operate under any or all of its international Section 214 File Nos. after consummation; and, if so, please specify in Attachment 1 each File No. it seeks to retain in its own name. Label your response "Answer to Question 13."

Note: The assignor may retain any or all of its international Section 214 File Nos. In that case, the assignor will continue to hold the international section 214 authorizations that it specifies in response to this question. The ITC-ASG File No. that the Commission assigns to this application will, when granted, constitute Commission authorization of the proposed assignment of assets and /or customers from the assignor to the assignee. Unless Commission grant of the assignment application specifies otherwise, the assignee may provide the same services on the same routes as permitted under the assignor's Section 214 authorization(s), and the assignee may provide such service to any customers it may obtain in the ordinary course of business.

If this filing is not a notification of a pro forma assignment or pro forma transfer of control, please respond to Questions 14-20 below. (See Section 63.24(d).) Otherwise, you may proceed to Question 21 below.

14. Check "Yes" below if the assignee is a foreign carrier or if, upon consummation of the proposed assignment or transfer of control, the Section 214 holder would be affiliated with a foreign carrier. (See Section 63.18 (i).) The terms "foreign carrier" and "affiliated" are defined in Section 63.09 (d) & (e) of the rules respectively.

Yes No

If you answered "Yes" to this question, please specify in Attachment 1 each foreign country in which the assignee is a foreign carrier or in which the Section 214 holder, upon consummation, would be affiliated with a foreign carrier. Label your response, "Answer to Question 14."

15. If this application is granted and the proposed assignment or transfer is consummated, would the Section 214 holder be authorized to provide service to any destination country for which any of the following statements is true?

Yes No

- (1) The Section 214 holder is a foreign carrier in that country; or
- (2) The Section 214 holder controls a foreign carrier in that country; or
- (3) Any entity that owns more than 25 percent of the Section 214 holder, or that controls the Section 214 holder, controls a foreign carrier in that country.
- (4) Two or more foreign carriers (or parties that control foreign carriers) own, in the aggregate, more than 25 percent of the Section 214 holder and are parties to, or the beneficiaries of, a contractual relation (e.g., a joint venture or market alliance) affecting the provision or marketing of international basic telecommunications services in the United States.

If you answered "Yes" to this question, please specify in Attachment 1 each foreign carrier and country for which any of the above statements would be true. Label your response, "Answer to Question 15."

16. If you answered "Yes" to question 14, do you request classification of the Section 214 holder as a "non-dominant" carrier, upon consummation of the proposed transaction, between the United States and any or all countries listed in response to Question 14? See Section 63.10 of the rules.

Yes No

If you answered "Yes" to this question, you must provide information in Attachment 1 to demonstrate that the Section 214 holder would qualify for non-dominant classification under Section 63.10 of the rules on each U.S.-destination country route where it would be a foreign carrier, or would be affiliated with a foreign carrier and for which you request non-dominant classification. Label your response, "Answer to Question 16."

17. If you answered "Yes" to question 14 and you have not provided information in response to Question 16 to demonstrate that the Section 214 holder would qualify for non-dominant classification under Section 63.10 of the rules on each U.S.-destination route where it would be a foreign carrier, or be affiliated with a foreign carrier, check "Yes" below to certify that the assignee/transferee agrees to comply with the dominant carrier safeguards in Section 63.10 (c) & (e) of the rules in the provision of international service between the United States and any foreign country(ies) for which you have not provided the required information.

Yes, I certify that I agree to comply with the dominant carrier safeguards in Section 63.10 (c) & (e) of the rules in my provision of international service between the United States and the following foreign country(ies):

No, Does not apply.

18. If you answered "Yes" to question 15, and if you have not provided information in response to question 16 to demonstrate that the Section 214 holder would qualify for non-dominant classification under Section 63.10 of the rules in its provision of service to each of the countries identified in response to question 15, the Section 214 holder may not be eligible to provide international telecommunications service between the U.S. and each such country following consummation of the assignment or transfer. In order to determine whether the public interest would be served by authorizing service on these U.S.-destination country routes, the assignee/transferee must provide information, in Attachment 1, to satisfy one of the showings specified in Section 63.18(k) of the rules. Label your response, "Answer to Question 18."

19. If the assignee, or the Section 214 holder that is the subject of this transfer of control application, is a provider of Commercial Mobile Radio Services, you need not answer this question.

If any of the Section 214 authorization(s) that would be assigned or transferred, authorize the Section 214 holder to resell the international switched services of an unaffiliated U.S. carrier for the purpose of providing international telecommunications services to a country listed in response to question 14, and unless you have provided information in response to question 16 to demonstrate that the Section 214 holder would qualify for non-dominant classification under Section 63.10(a)(3) of the rules for each country, check "Yes" below to certify that the assignee/transferee will file the quarterly traffic reports required by Section 43.61(c) of the rules; and/or state in Attachment 1 that the foreign carrier(s) for which the applicant has not made a showing under Section 63.10(c)(3) do(es) not collect settlement payments from U.S. international carriers. (See Section 63.18(l).)

Yes, I certify that I agree to comply with the quarterly traffic reporting requirements set forth in section 43.61(c) of the rules.

20. If the applicant desires streamlined processing pursuant to Section 63.12 of the rules, provide in Attachment 1 a statement of how the application qualifies for streamlined processing. (See Section 63.18(p).) Note that, if the application is being filed in connection with a sale of assets or reorganization of a carrier or its parent pursuant to the U.S. bankruptcy laws, the application may not be eligible for streamlined processing until final bankruptcy court approval of the proposed sale or reorganization.

Applicant certifies that its responses to questions 21 through 25 are true:

21. The assignee/transferee certifies that it has not agreed to accept special concessions directly or indirectly from a 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 any such agreements in the future. Yes No

22. By signing this application, the undersigned certify either (1) that the authorization(s) will not be assigned or that control of the authorization(s) will not be transferred until the consent of the Federal Communications Commission has been given, or (2) that prior Commission consent is not required because the transaction is subject to the notification procedures for pro forma transactions under Section 63.24 of the rules. The assignee/transferee also acknowledges that the Commission must be notified by letter within 30 days of a consummation or of a decision not to consummate. (See Section 63.24(e)(4).) Yes No

23. If this filing is a notification of a pro forma assignment or transfer of control, the undersigned certify that the assignment or transfer of control was pro forma and that, together with all previous pro forma transactions, does not result in a change in the actual controlling party. Yes No
 Not a Pro Forma

<p>24. The undersigned certify that all statements made in this application and in the exhibits, attachments, or documents incorporated by reference are material, are part of this application, and are true, complete, correct, and made in good faith.</p>	<p><input checked="" type="radio"/> Yes <input type="radio"/> No</p>
<p>25. The assignee/transferee certifies that neither it nor any other party to the application is subject to a denial of Federal benefits pursuant to Section 5301 of the Anti-Drug Abuse Act of 1988, 21 U.S.C. § 862, because of a conviction for possession or distribution of a controlled substance. See Section 1.2002(b) of the rules, 47 CFR § 1.2002(b), for the definition of "party to the application" as used in this certification.</p>	<p><input checked="" type="radio"/> Yes <input type="radio"/> No</p>

CERTIFICATION

<p>26. Printed Name of Assignor / Transferor Joseph O'Hara</p>	<p>29. Printed Name of Assignee / Transferee Zone USA, Inc.</p>
<p>27. Title (Office Held by Person Signing) Chief Financial Officer</p>	<p>30. Title (Office Held by Person Signing) Director</p>
<p>28. Signature (Enter the name of the person who will sign the paper version of this form for retention in their files) Joseph O'Hara</p>	<p>31. Signature (Enter the name of the person who will sign the paper version of this form for retention in their files) Eamon Egan</p>
<p style="text-align: center;">WILLFUL FALSE STATEMENTS MADE ON THIS FORM ARE PUNISHABLE BY FINE AND / OR IMPRISONMENT (U.S. Code, Title 18, Section 1001), AND/OR REVOCATION OF ANY STATION AUTHORIZATION (U.S. Code, Title 47, Section 312(a)(1)), AND/OR FORFEITURE (U.S. Code, Title 47, Section 503).</p>	

FCC NOTICE REQUIRED BY THE PAPERWORK REDUCTION ACT

The public reporting for this collection of information is estimated to average 8 hours per response, including the time for reviewing instructions, searching existing data sources, gathering and maintaining the required data, and completing and reviewing the collection of information. If you have any comments on this burden estimate, or how we can improve the collection and reduce the burden it causes you, please write to the Federal Communications Commission, AMD-PERM, Paperwork Reduction Project (3060-0686), Washington, DC 20554. We will also accept your comments regarding the Paperwork Reduction Act aspects of this collection via the Internet if you send them to PRA@fcc.gov. PLEASE DO NOT SEND COMPLETED FORMS TO THIS ADDRESS.

Remember – You are not required to respond to a collection of information sponsored by the Federal government, and the government may not conduct or sponsor this collection, unless it displays a currently valid OMB control number or if we fail to provide you with this notice. This collection has been assigned an OMB control number of 3060-0686.

THE FOREGOING NOTICE IS REQUIRED BY THE PAPERWORK REDUCTION ACT OF 1995, PUBLIC LAW 104-13, OCTOBER 1, 1995, 44 U.S.C. SECTION 3507.

Zone USA, Inc.
October 14, 2010
Joint International and Domestic Application for the
Consent to Transfer of Control of 214 Authorized Carrier
Attachment 1 (page 1 of 13)

The instant application seeks Commission approval to transfer control of Associated Network Partners, Inc. ("ANPI") to a holding company jointly owned (50/50) by Zone USA, Inc. ("Zone USA") and ANPI's shareholders. A separate assignment and transfer of control application has been concurrently filed to seek Commission approval for the assignment and transfer control of Zone USA's international 214 authorization to Zone Telecom, Inc. ("Zone Telecom") in connection with the proposed transfer of control transaction involving ANPI. Both of these applications should be reviewed as part of the same overall transaction.

ANSWER TO QUESTION 10:

In response to 47 C.F.R. § 63.18(c):

Please direct all correspondence concerning this application for Zone USA and Zone Telecom to the following:

Eamon Egan
Chief Financial Officer
3 Executive Campus, Suite 520
Cherry Hill, NJ 08002
Phone: (856) 414-6904

Thomas K. Crowe
Cheng-yi Liu
Law Offices of Thomas K. Crowe, P.C.
1250 24th St., NW, Suite 300
Washington, D.C. 20037
Phone: (202) 263-3640

Please direct all correspondence concerning this application for ANPI to the following:

Joseph O'Hara
Chief Financial Officer
3130 Pleasant Run
Springfield, IL 62711
Phone: (217) 698-2860

Associated Network Partners, c/o Joseph D Murphy
Meyer Capel, PC
306 W. Church St.
Champaign, IL 61826-6750
Phone: (217) 352-0030

In response to 47 C.F.R. § 63.18(d):

ANPI previously received authority under Section 214 of the Act to provide international switched services on a resale basis under File No. ITC-96-123.

Zone USA previously received authority under Section 214 of the Act to provide international switched services on a facilities-based (Section 63.18(e)(1)) and resale basis (Section 63.18(e)(2)) under File No. ITC-214-20000717-00403. Zone USA also holds a separate global resale authorization under File No. ITC-214-19970311-00142, which was obtained by the company in a prior transaction whereby Zone USA acquired the assets of another 214 authorized carrier. Zone Telecom is currently a wholly owned subsidiary of Zone USA, and operates under the international 214 authorization of its parent company, File No. ITC-214-20000717-00403.

ANSWER TO QUESTION 11:

Current Ownership for Zone USA, Inc. and Zone Telecom, Inc.

The following persons or entities currently hold, directly or indirectly, at least ten (10) percent of the equity in Zone Telecom as determined by successive multiplications in the manner specified in the note to Section 63.18(h) of the Commission's rules:

Name/Address	% of Shares	State of Incorporation	Principal Occupation/ Business
Zone USA, Inc. 3 Executive Campus, Suite 520 Cherry Hill, NJ 08002	100% direct ownership of Zone Telecom, Inc.	Delaware	Holding Company

The following individuals or entities hold a ten percent (10%) or greater *direct* ownership interest in Zone USA:

Name/Address	% of Shares	Country of Incorporation	Principal Occupation/ Business
ZONE Global Limited c/o 3705 Gloucester Tower The Landmark 11 Pedder Street Central, Hong Kong	100% direct ownership of Zone USA, Inc.	British Virgin Islands	Holding Company

The following individuals or entities hold a ten percent (10%) or greater *direct* ownership interest in ZONE Global Limited:

Zone USA, Inc.
 October 14, 2010
 Joint International and Domestic Application for the
 Consent to Transfer of Control of 214 Authorized Carrier
 Attachment 1 (page 3 of 13)

Name/Address	% of Shares	Country of Incorporation	Principal Occupation/ Business
Cyberman Limited c/o 3705 Gloucester Tower The Landmark 11 Pedder Street Central, Hong Kong	100% direct ownership of ZONE Global Limited	British Virgin Islands	Holding Company

The following individuals or entities hold a ten percent (10%) or greater *direct* ownership interest in Cyberman Limited:

Name/Address	% of Shares	Country of Incorporation	Principal Occupation/ Business
e-Kong Pillars Holdings Limited c/o 3705 Gloucester Tower The Landmark 11 Pedder Street Central, Hong Kong	100% direct ownership of Cyberman Limited	British Virgin Islands	Holding Company

The following individuals or entities hold a ten percent (10%) or greater *direct* ownership interest in e-Kong Pillars Holdings Limited:

Name/Address	% of Shares	Country of Incorporation	Principal Occupation/ Business
e-Kong Group Limited c/o 3705 Gloucester Tower The Landmark 11 Pedder Street Central, Hong Kong	100% direct ownership of e-Kong Pillars Holdings Limited	Bermuda	Holding Company

The following individuals or entities hold a ten percent (10%) or greater *direct* ownership interest in e-Kong Group Limited:

Name/Address	% of Shares	Country of Incorporation	Principal Occupation/ Business
Goldstone Trading Limited c/o Unit C, 26/F CNT Tower 338 Hennessy Road Wanchai, Hong Kong	19.1% direct ownership of e-Kong Group Limited	British Virgin Islands	Investment Holding
Great Wall Holdings Limited c/o Room 402 Hung Kei Mansion 5-8 Queen Victoria Street Central, Hong Kong	13% direct ownership of e-Kong Group Limited	Niue	Investment Holding

Zone USA, Inc.
 October 14, 2010
 Joint International and Domestic Application for the
 Consent to Transfer of Control of 214 Authorized Carrier
 Attachment 1 (page 4 of 13)

Future (Holdings) Limited c/o Unit C, 26/F. CNT Tower 338 Hennessy Road Wanchai, Hong Kong	14.3% direct ownership of e-Kong Group Limited	St. Lucia	Investment Holding
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The following individuals or entities hold a ten percent (10%) or greater *direct* ownership interest in Future (Holdings) Limited:

Name/Address	% of Shares	Country of Incorporation	Principal Occupation/ Business
Ganado Investments Corporation Limited c/o 46 Micoud Street Castries, St. Lucia	100% direct ownership of Future (Holdings) Limited	St. Lucia	Investment Holding

In addition, the following individuals currently hold a ten percent (10%) or greater attributable ownership interest in Zone USA and Zone Telecom through an attributable ownership interest (direct and/or indirect) in e-Kong Group Limited:

Name/Address	% of Shares	Country of Citizenship	Principal Occupation/ Business
Richard John Siemens 3705 Gloucester Tower The Landmark 11 Pedder Street Central, Hong Kong	22.8% ¹	Canada	Company Director
William Bruce Hicks House No. 2 Henderson Road Jardine's Lookout Hong Kong	13.8% ²	Canada	Company Director
Jennifer Wes Saran Blk 47, 18/F, Baguio Villa 550 Victoria Road Pokfulam Hong Kong	14.4% ³	St. Kitts & Nevis	Shareholder

¹ 22.8% ownership interest attributed as follows: 19.1% indirect ownership interest through controlling interest in Goldstone Trading Limited; 3.7% indirect ownership interest through controlling interest in Siemens Enterprises Limited, a Hong Kong investment holding company with an address of Unit C, 26/F., CNT Tower, 338 Hennessy Road, Wanchai, Hong Kong. Siemens Enterprises Limited holds a 3.7% direct ownership interest in e-Kong Group Limited.

² 13.8% ownership interest attributed as follows: 13% indirect ownership interest through controlling interest in Great Wall Holdings Limited; 0.8% indirect ownership interest through shares held personally in e-Kong Group Limited.

No other entities or individuals hold a ten percent (10%) or greater attributable ownership interest in Zone USA or Zone Telecom. A current ownership chart for Zone USA and Zone Telecom has been provided in **Diagram 1**, further below.

Current Ownership for Associated Network Partners, Inc.

No persons or entities currently hold, directly or indirectly, at least ten (10) percent of the equity in ANPI as determined by successive multiplications in the manner specified in the note to Section 63.18(h) of the Commission's rules. A current ownership chart for ANPI has been provided in **Diagram 2**, further below.

ANSWER TO QUESTION 13:

By the instant application, Zone USA requests Commission approval to acquire 50% indirect ownership in ANPI through a yet to be created holding company jointly owned (50/50) by Zone USA and ANPI's shareholders pursuant to a Contribution Agreement ("Agreement") executed on September 28, 2010. Through a separate application, Zone Telecom requests Commission approval to have Zone USA assign its international 214 authorization (File No. ITC-214-20000717-00403) to Zone Telecom in connection with the transfer of control of Zone Telecom to the holding company jointly owned by Zone USA and ANPI, whereby ANPI's shareholders would acquire 50% indirect ownership in Zone Telecom. Under the Agreement, Commission approval must occur prior to the consummation of the transactions. Since the jointly owned holding company will not be created until necessary approvals for the transactions have been obtained, the instant application is being filed in the name of Zone USA.

As explained in greater detail below, each of the two currently authorized providers, ANPI and Zone Telecom, will be changing corporate form. Following the changes, each will be contributing its ownership to a newly created holding company, ANZ Communications LLC ("ANZ LLC")⁴ which will then be the direct corporate parent of both ANPI and Zone Telecom. ANZ LLC will be jointly owned by Zone USA and a (yet to formed) holding company owned by the current shareholders of ANPI. Zone Telecom and ANPI will both continue to exist and operate under ANZ LLC as separate entities with their own respective 214 authorizations.

ANPI, now an Illinois corporation, will convert through a pro forma merger transaction into ANPI, LLC, a Delaware limited liability company. ANPI, LLC is a newly organized limited

³ 14.4% ownership interest attributed as follows: 14.3% indirect ownership interest through controlling interest in Ganado Investments Corporation Limited; *de minimis* (*i.e.*, less than .1%) indirect ownership interest through shares held personally in e-Kong Group Limited.

⁴ ANZ, LLC is a tentative name for the jointly owned holding company, which has yet to be formed. The entity will not be created until the necessary regulatory approvals for the transaction have been obtained. The actual name and corporate form of ANZ, LLC may change at that time.

liability company, created for the sole purpose of merging with ANPI, in effect, to convert ANPI from an Illinois corporation to a Delaware limited liability company.

The membership interests in ANPI, LLC will be held initially by a holding company, ANPI Holding, Inc. (“ANPI Holding”), an Illinois corporation which, as a result of the merger transaction, will have the exact same shareholders as ANPI did before the transaction. ANPI, LLC will also have the same management as ANPI. Thus, ANPI, LLC will replace ANPI as the operating company with a holding company interposed between the operating company and the shareholders. This transaction will have no operational effect on ANPI’s customers, which are each sophisticated telecommunications carriers and which will each continue to obtain service from and be billed by the same entity with the same contact information as before. ANPI, LLC will continue to provide services to its wholesale customers under ANPI’s existing authorizations.

Zone Telecom, a Delaware corporation, will be converted into Zone Telecom, LLC, a Delaware limited liability company (“Zone LLC”). This pro forma conversion will be accomplished under Delaware law, and will not result in any other change to the entity. As a result, 100% of the membership interests in Zone LLC will continue to be held initially by Zone USA. Zone LLC will also have the same management as Zone Telecom. This transaction will have no operational effect on Zone Telecom’s customers, which will each continue to obtain service from, and be billed by, the same entity with the same contact information as before.

Once the pro forma conversions to ANPI, LLC and Zone LLC are completed, their respective holding companies (Zone USA and ANPI Holding) intend to contribute the ownership interest in each operating company to a single holding company, which will be called ANZ LLC, a Delaware limited liability company. In exchange for ownership of the operating companies, each holding company (Zone USA and ANPI Holding) will receive in return 50% of the ownership interest in ANZ LLC, and ANZ LLC will then be the parent holding company of each of ANPI, LLC and Zone LLC, the operating companies. Each of ANPI, LLC and Zone LLC will continue to operate under its current management, subject to the oversight of an ANZ LLC management team made up of the combined management of both entities.

The instant application seeks Commission approval for the transfer of control of ANPI, LLC f/k/a Associated Network Partners, Inc. to ANZ LLC (which will ultimately result in a 50% change in ownership of ANPI, LLC), which will be jointly owned by Zone USA and ANPI Holding. A separate application has been concurrently filed to seek Commission approval to assign Zone USA’s international 214 authorization (File No. ITC-214-20000717-00403) to Zone LLC f/k/a Zone Telecom, Inc. which, under the proposed transaction, will also undergo a transfer of control to ANZ LLC (which will ultimately result in a 50% change in ownership of Zone LLC). Zone USA will retain its separate international 214 authorization under File No. ITC-214-19970311-00142.

An illustration of the proposed final ownership structure is provided in **Diagram 3**, further below.

ANSWER TO QUESTION 14:

Zone Telecom and Zone USA are currently affiliated, through the companies' ultimate parent e-Kong Group Limited ("e-Kong"), with foreign carriers in Hong Kong and Singapore. Upon consummation of the proposed transaction, Zone Telecom and Zone USA will continue to be affiliated with the same foreign carriers, and ANPI will also become affiliated with the same foreign carriers in Hong Kong and Singapore.

ANSWER TO QUESTION 15:

As indicated above, Zone Telecom and Zone USA are currently affiliated with foreign carriers in Hong Kong and Singapore. This affiliation will not change after consummation of the proposed transaction. Upon consummation of the proposed transaction, ANPI will also become affiliated with the same foreign carriers in Hong Kong and Singapore. The two affiliated foreign carriers operate in destination countries to which Zone Telecom (under the authorization of its immediate parent company, Zone USA) and ANPI are authorized to provide service. The foreign carriers, which are under the control of e-Kong, and the destination countries in which they operate are:

ZONE Limited (Hong Kong)
ZONE Telecom Pte Ltd. (Singapore)

ANSWER TO QUESTION 16:

Zone Telecom, Zone USA and ANPI (the "Parties") request classification as "non-dominant" between the U.S. and Hong Kong and between the U.S. and Singapore. The Parties are not affiliated with a monopoly provider of communications services in any of the markets identified in response to Questions 14 and 15 (or any other market). Neither ZONE Limited nor ZONE Telecom Pte Ltd. control 50 percent market share in the international transport and the local access markets on the foreign end of the applicable U.S.-international route.⁵ ZONE Telecom Pte Ltd. holds a "Service-Based" license to provide service in Singapore (as opposed to a "Facilities-Based" license) while ZONE Limited holds a Public Non-Exclusive Telecommunications Service License to provide service in Hong Kong. In addition, the Parties believe it to be further illustrative that Pacific Century CyberWorks HKT (Hong Kong) and Singapore Telecom (Singapore), carriers unaffiliated with the Parties, are currently presumed by the Commission to possess market power in their respective foreign markets.⁶ Finally, the Parties provide international service to Hong Kong and Singapore solely through the resale of

⁵ See 47 C.F.R. § 63.10(a)(3).

⁶ See *The International Bureau Revises and Reissues the Commission's List of Foreign Telecommunications Carriers that Are Presumed to Possess Market Power in Foreign Telecommunications Markets*, Public Notice, DA 07-233, January 26, 2007.

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unaffiliated U.S. facilities-based carriers' international switched services, which the Commission's rules classify as presumptively non-dominant.⁷

ANSWER TO QUESTION 20:

The Parties request streamlined processing of the application. The application qualifies for streamlined processing as the Parties qualify for a presumption of non-dominance under Section 63.10(a)(3) of the Commission's rules as detailed in the ANSWER TO QUESTION 16, *supra*.⁸ In addition, the application qualifies for streamlined processing as both Hong Kong and Singapore are WTO Member countries and the Parties qualify for a presumption of non-dominance under Section 63.10(a)(4) of the Commission's rules as detailed in the ANSWER TO QUESTION 16, *supra*.⁹

⁷ See 47 C.F.R. § 63.10(a)(4).

⁸ See 47 C.F.R. §§ 63.12(c)(1)(ii).

⁹ See 47 C.F.R. § 63.12(c)(1)(iv).

DOMESTIC APPLICATION SUPPLEMENT

Pursuant to 47 C.F.R. § 63.04 (b), the following information corresponding to 47 C.F.R. §§ 63.04(a)(6) – (a)(12) is supplied in connection with the Joint International and Domestic Application for the Consent to Transfer of Control of 214 Authorized Carrier and is intended to fulfill the requirements for the transfer of control of a domestic carrier.

Section 63.04(a)(6) - Description of the transaction:

See ANSWER TO QUESTION 13, supra.

Section 63.04(a)(7) - A description of the geographic areas in which the transferor and transferee (and their affiliates) offer domestic telecommunications services, and what services are provided in each area:

Zone USA itself does not directly provide any telecommunications services. Zone USA, through its wholly owned operating company, Zone Telecom, provides wholesale and retail interexchange service throughout the U.S., and provides resold competitive local exchange service in a limited number of states. ANPI provides wholesale interexchange service throughout the U.S.

Section 63.04(a)(8) - A statement as to how the application fits into one or more of the presumptive streamlined categories in section 63.03 or why it is otherwise appropriate for streamlined treatment:

The proposed transaction would result in the transferee, Zone USA (and ultimately, ANZ LLC) having less than a 10 percent market share in the interstate, interexchange market. The parties to the transaction will all continue to operate exclusively in geographic areas served by a dominant local exchange carrier that is not a party to this transaction. Zone Telecom and ANPI are not dominant with respect to any service. Accordingly, this application is appropriate for streamlined treatment pursuant to 47 C.F.R. § 63.03 (b)(2).

Section 63.04(a)(9) - Identification of all other Commission applications related to the same transaction:

A concurrent joint international and domestic application has been submitted with respect to the transaction as it relates to the assignment and transfer of control of Zone USA and Zone Telecom. Since the applications are submitted concurrently, docket and/or file numbers for the respective applications will be provided to the Commission after they have been assigned.

Section 63.04(a)(10) - A statement of whether the applicants are requesting special consideration because either party to the transaction is facing imminent business failure:

Not applicable.

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Section 63.04(a)(11) - Identification of any separately filed waiver requests being sought in conjunction with the transaction:

Not applicable.

Section 63.04(a)(12) - A statement showing how grant of the application will serve the public interest, convenience and necessity, including any additional information that may be necessary to show the effect of the proposed transaction on competition in domestic markets:

Consummation of the proposed transaction will serve the public interest in promoting competition in the international and domestic telecommunications market by providing Zone Telecom and ANPI the opportunity to strengthen competitive positions by combining the resources, services, products and expertise of both companies. The combined operations will more readily increase in size and profitability due to enhanced economies of scale. Accordingly, the proposed acquisition will benefit consumers through improved services and lower rates, thereby promoting competition in the international and domestic telecommunications market. Given the Commission's desire to foster competition in the international and domestic telecommunications services market, grant of the proposed transaction is in the public interest.

DIAGRAM 1
Zone Telecom, Inc. and Zone USA, Inc. Current Ownership Structure

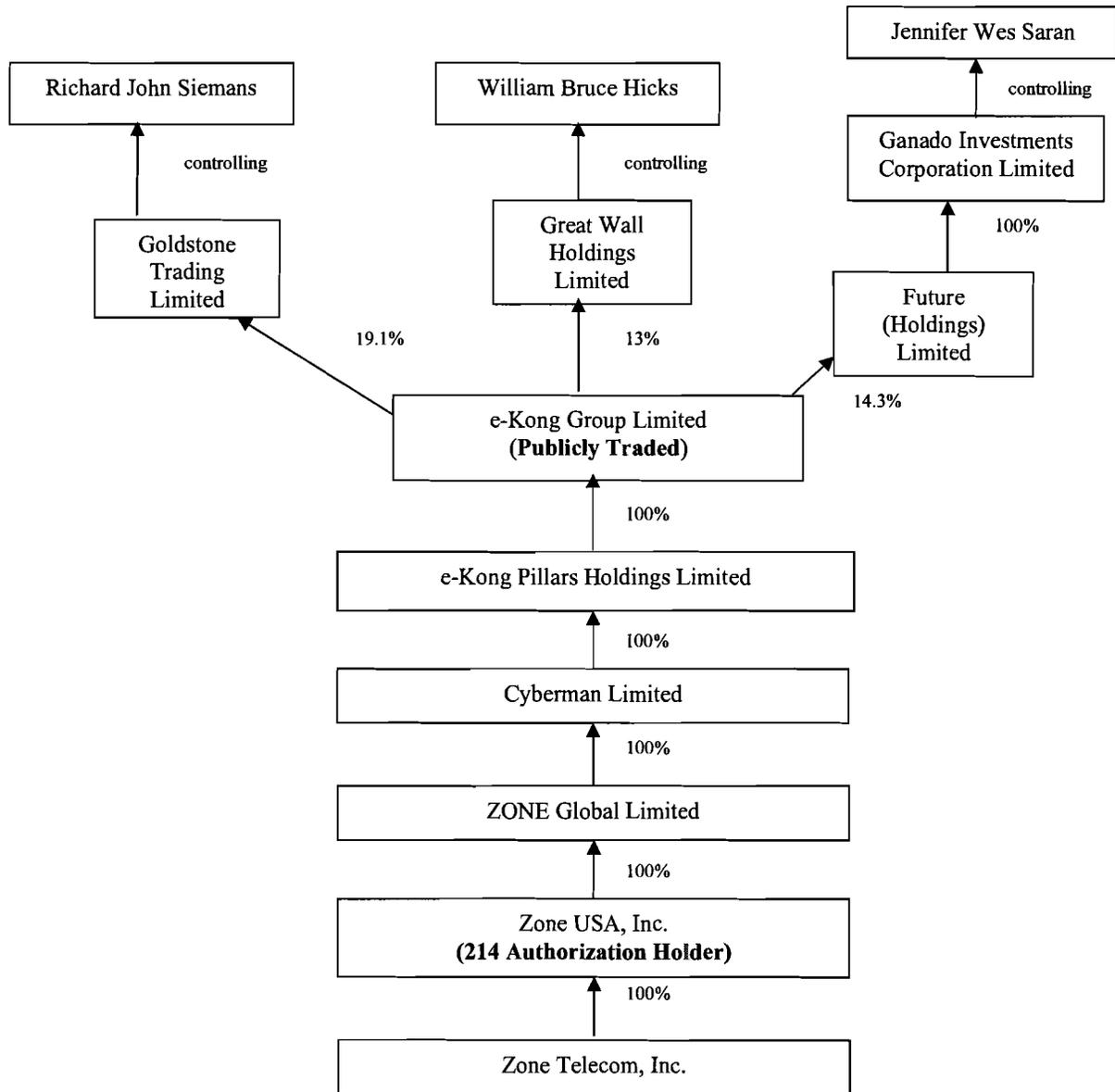


DIAGRAM 2
Associated Network Partners, Inc. Current Ownership Structure

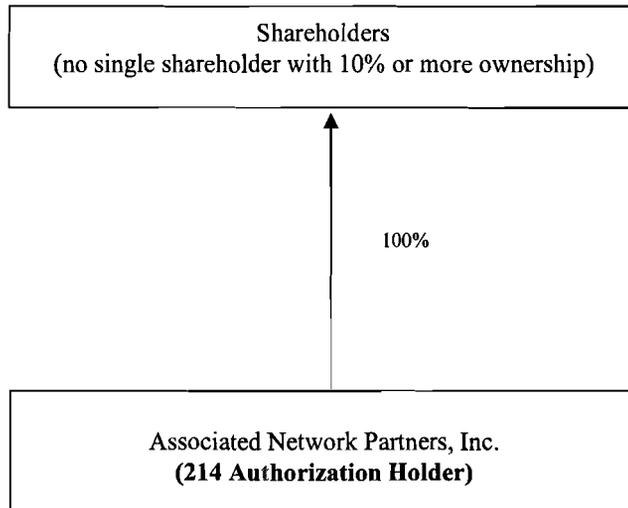


DIAGRAM 3
Proposed Transaction Final Ownership Structure

