



# PUBLIC NOTICE

Federal Communications Commission  
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**DA 06-1134**  
**Released: May 26, 2006**

**DOMESTIC SECTION 214 APPLICATION FILED FOR TRANSFER OF CONTROL  
OF AMERICATEL CORPORATION (AMERICATEL) FROM ALMENDRAL, S.A.  
(ALMENDRAL), EMPRESA NACIONAL DE TELECOMUNICACIONES, S.A.  
(ENTEL CHILE”) AND ENTEL INTERNATIONAL B.V.I. CORPORATION TO  
PLATINUM EQUITY, LLC**

**STREAMLINED PLEADING CYCLE ESTABLISHED**

**WC Docket No. 06-98**

**Comments Due: June 9, 2006**

**Reply Comments Due: June 16, 2006**

On April 21, 2006, Americatel Corporation (“Americatel”) filed an application, pursuant to sections 63.03 and 63.04 of the Commission’s rules,<sup>1</sup> requesting authority to transfer control of Americatel from Almendral, S.A. (“Almendral”), Empresa Nacional de Telecomunicaciones, S.A. (“Entel Chile”), and Entel International B.V.I. Corporation (“Entel BVI” and, together with Almendral and Entel Chile, “Transferors,”) to Platinum Equity, LLC (“Platinum Equity” or “Transferee,” Transferors and Transferee will be referred to as “Applicants”).<sup>2</sup>

Applicants assert that this transaction is entitled to presumptive streamlined treatment under section 63.03(b)(2)(i) of the Commission’s rules because (1) the proposed transaction would result in Platinum Equity and its subsidiaries having a market share in the interstate, interexchange market of less than 10 percent; (2) to the extent that Platinum Equity offers competitive local exchange service, it will offer it exclusively in geographic areas served by a dominant local exchange carrier that is not a party to the transaction, and (3) neither of the Applicants or their affiliates is dominant in the provision of any service.<sup>3</sup>

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<sup>1</sup> 47 C.F.R. §§ 63.03, 63.04; *see* 47 U.S.C. § 214.

<sup>2</sup> Applicants are also filing applications for transfer of control associated with authorization for international services. Any action on this domestic 214 application is without prejudice to Commission action on other related, pending applications.

<sup>3</sup> 47 C.F.R. § 63.03(b)(2)(i).

Americatel, a Delaware corporation, is a reseller of interstate domestic telecommunications services throughout the United States. Almendral, a corporation organized under the laws of Chile, has a 54.76 percent controlling interest in Entel Chile, and is the ultimate parent of Americatel.<sup>4</sup> Entel Chile, a corporation also organized under the laws of Chile, provides long distance service in Chile. Entel Chile holds its interest in Americatel indirectly, through its wholly-owned subsidiary, Entel International B.V.I. Corporation ("Entel BVI"), a British Virgin Islands corporation. Entel BVI, in turn, holds an 80 percent ownership interest in Americatel.<sup>5</sup> Entel BVI is a company with no operations or operating assets and no other material telecommunications interests.<sup>6</sup>

Platinum Equity, a Delaware limited liability company, invests in a broad range of companies, including telecommunications companies. Tom T. Gores, a U.S. citizen, owns 100 percent of the equity and voting interest in Platinum Equity. Platinum Equity indirectly holds a 100 percent equity and voting interest in Matrix Telecom, Inc. ("Matrix"), a Texas corporation, that provides competitive interstate, interexchange, local exchange, and exchange access services throughout the United States.<sup>7</sup> Platinum Equity also indirectly holds a 100 percent equity and voting interest in Operator Service Company, LLC, a Delaware limited liability company, that provides directory assistance, operator services, and telecommunications services throughout the United States. Platinum Equity intends to acquire Americatel through Platinum Equity's wholly-owned holding company subsidiary, EnergyTRACS Acquisition Corp., a Delaware corporation. Platinum Equity does not own any other telecommunications carrier affiliates and does not provide telecommunications services.

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<sup>4</sup> Applicants assert that Almendral is not a party to the instant transaction, nor is any action or approval on the part of Almendral required to effect the contemplated transaction; the decision to sell all of the issued and outstanding shares of Americatel held by Entel BVI was taken entirely at the Entel Chile, Entel BVI, and Americatel levels, and was a decision made within the duly authorized corporate powers of those entities. The consummation of the transaction contemplated in the Stock Purchase Agreement will extinguish any and all direct and indirect interest in Americatel of Almendral, S.A.

<sup>5</sup> The remaining 20 percent of Americatel's equity is currently held by three corporations, one of which is a Florida corporation, and the other two of which are non-United States chartered corporations. None of these corporations holds more than 10 percent of the equity of Americatel. These minority shareholders hold tag along rights to sell all of their Americatel shares to Platinum Equity in connection with this transaction. If the minority shareholders exercise these tag along rights, Platinum Equity will acquire as much as 100 percent of the issued and outstanding shares of Americatel as a result of this transaction. These tag along rights are exercisable solely at the discretion of the minority shareholders.

<sup>6</sup> Americatel is an affiliate of AmericaSky Corporation, a provider of international telecommunications services in which Entel Chile holds an indirect 100 percent ownership interest.

<sup>7</sup> In 2005, Matrix purchased from Global Crossing Telecommunications, Inc. ("Global Crossing") the customer base of Global Crossing's "Small Business Group," consisting of small and medium sized business customers. Matrix provides telecommunications services to these customers throughout the United States through a carrier services agreement with an affiliate of Global Crossing.

The Applicants have entered into a stock purchase agreement under which Platinum Equity will acquire from Entel BVI an 80 percent interest in, and thus control of, Americatel. As explained above, Platinum Equity could potentially acquire as much as 100 percent of the voting shares of Americatel if certain minority tag along rights are exercised. Following the transaction, Americatel will continue to provide services to its existing customers, and Applicants assert that the proposed transaction will be seamless to customers.

Applicants state that the proposed transaction serves the public interest because Platinum Equity has the financial and managerial means to enable Americatel to continue to provide quality service tailored to the needs of the U.S. Hispanic market. In addition, Applicants assert that the proposed transaction will be consummated in a manner that is seamless to customers, and that they anticipate no changes to the rate, terms, and conditions of service currently being offered by Americatel.

### **GENERAL INFORMATION**

The transfer of control identified herein has been found, upon initial review, to be acceptable for filing as a streamlined application. The Commission reserves the right to return any transfer of control application if, upon further examination, it is determined to be defective and not in conformance with the Commission's rules and policies. Pursuant to sections 1.415 and 1.419 of the Commission's rules, 47 CFR §§ 1.415, 1.419, interested parties may file **comments on or before June 9, 2006** and **reply comments on or before June 16, 2006**.<sup>8</sup> Unless otherwise notified by the Commission, Applicants are permitted to transfer the assets and related control on the 31<sup>st</sup> day after the date of this notice.<sup>9</sup> Comments may be filed using: (1) the Commission's Electronic Comment Filing System (ECFS), (2) the Federal Government's eRulemaking Portal, or (3) by filing paper copies. *See Electronic Filing of Documents in Rulemaking Proceedings*, 63 FR 24121 (1998).

- Electronic Filers: Comments may be filed electronically using the Internet by accessing the ECFS: <http://www.fcc.gov/cgb/ecfs/> or the Federal eRulemaking Portal: <http://www.regulations.gov>. Filers should follow the instructions provided on the website for submitting comments.
- For ECFS filers, if multiple docket or rulemaking numbers appear in the caption of this proceeding, filers must transmit one electronic copy of the comments for each docket or rulemaking number referenced in the caption. In completing the transmittal screen, filers should include their full name, U.S. Postal Service mailing address, and the applicable docket or rulemaking number. Parties may also submit an electronic comment by Internet e-mail. To get filing instructions, filers should send an e-mail to [ecfs@fcc.gov](mailto:ecfs@fcc.gov),

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<sup>8</sup> See 47 C.F.R. § 63.03(a).

<sup>9</sup> Such authorization is conditioned upon receipt of any other necessary approvals from the Commission in connection with the proposed transaction.

and include the following words in the body of the message, “get form.” A sample form and directions will be sent in response.

- Paper Filers: Parties who choose to file by paper must file an original and four copies of each filing. If more than one docket or rulemaking number appears in the caption of this proceeding, filers must submit two additional copies for each additional docket or rulemaking number.

Filings can be sent by hand or messenger delivery, by commercial overnight courier, or by first-class or overnight U.S. Postal Service mail (although we continue to experience delays in receiving U.S. Postal Service mail). All filings must be addressed to the Commission’s Secretary, Office of the Secretary, Federal Communications Commission.

The Commission’s contractor will receive hand-delivered or messenger-delivered paper filings for the Commission’s Secretary at 236 Massachusetts Avenue, N.E., Suite 110, Washington, D.C. 20002. The filing hours at this location are 8:00 a.m. to 7:00 p.m. All hand deliveries must be held together with rubber bands or fasteners. Any envelopes must be disposed of before entering the building. Commercial overnight mail (other than U.S. Postal Service Express Mail and Priority Mail) must be sent to 9300 East Hampton Drive, Capitol Heights, MD 20743. U.S. Postal Service first-class, Express, and Priority mail should be addressed to 445 12th Street, S.W., Washington D.C. 20554.

People with Disabilities: To request materials in accessible formats for people with disabilities (braille, large print, electronic files, audio format), send an e-mail to [fcc504@fcc.gov](mailto:fcc504@fcc.gov) or call the Consumer & Governmental Affairs Bureau at 202-418-0530 (voice), 202-418-0432 (tty).

**You may submit comments, identified by the above noted docket number, by any of the following methods:**

- Federal eRulemaking Portal: <http://www.regulations.gov>. Follow the instructions for submitting comments.
- Federal Communications Commission’s Web Site: <http://www.fcc.gov/cgb/ecfs/>. Follow the instructions for submitting comments.
- People with Disabilities: Contact the FCC to request reasonable accommodations (accessible format documents, sign language interpreters, CART, etc.) by e-mail: [FCC504@fcc.gov](mailto:FCC504@fcc.gov) or phone: 202-418-0530 or TTY: 202-418-0432.

**In addition, one copy of each pleading must be sent to each of the following:**

- (1) The Commission’s duplicating contractor, Best Copy and Printing, Inc., 445 12th Street, S.W., Room CY-B402, Washington, D.C. 20554, [www.bcpweb.com](http://www.bcpweb.com); phone: (202) 488-5300 fax: (202) 488-5563;

- (2) Cecilia Seppings, Competition Policy Division, Wireline Competition Bureau, 445 12th Street, S.W., Room 5-C230, Washington, D.C. 20554; email: [cecilia.seppings@fcc.gov](mailto:cecilia.seppings@fcc.gov);
- (3) Jodie May, Competition Policy Division, Wireline Competition Bureau, 445 12th Street, S.W., Room 5-, Washington, D.C. 20554; e-mail: [jodie.may@fcc.gov](mailto:jodie.may@fcc.gov);
- (4) Susan O'Connell, Policy Division, International Bureau, 445 12th Street, S.W., Room 7-B544, Washington, D.C. 20554; email: [susan.o'connell@fcc.gov](mailto:susan.o'connell@fcc.gov); and
- (5) James Bird, Office of General Counsel, 445 12th Street, S.W., Room 8-C824, Washington, D.C. 20554; e-mail: [james.bird@fcc.gov](mailto:james.bird@fcc.gov).

Filings and comments are also available for public inspection and copying during regular business hours at the FCC Reference Information Center, Portals II, 445 12th Street, S.W., Room CY-A257, Washington, D.C. 20554. They may also be purchased from the Commission's duplicating contractor, Best Copy and Printing, Inc., Portals II, 445 12th Street, S.W., Room CY-B402, Washington, D.C. 20554, telephone: (202) 488-5300, fax: (202) 488-5563, or via e-mail [www.bcpweb.com](http://www.bcpweb.com).

For further information, please contact Cecilia Seppings at (202) 418-1588, or Jodie May at (202) 418-0913.

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