



PUBLIC NOTICE

Federal Communications Commission
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DA 07-3536

Released: August 7, 2007

DOMESTIC SECTION 214 APPLICATION FILED FOR THE TRANSFER OF CONTROL OF FIRST COMMUNICATIONS, INC., TO GORE FC HOLDINGS, LLC

STREAMLINED PLEADING CYCLE ESTABLISHED

WC Docket No. 07-160

Comments Due: August 21, 2007

Reply Comments Due: August 28, 2007

First Communications, LLC (“FCL”), Xtension Services, Inc. (“Xtension”), and Gores FC Holdings, LLC (“Gores FC”) (collectively, “Applicants”), filed an application pursuant to section 63.03 of the Commission’s rules requesting approval to transfer control of First Communications, Inc. (“FCI”), the parent company of FCL and Xtension to Gores FC.¹ Gores FC, a Delaware limited liability corporation, is ultimately controlled by the Gores Group, LLC (“the “Gores Group”), and its managing member, Alec E. Gores.² The Gores Group currently holds a controlling interest in Global Tel*Link Corporation (GTL), a Delaware corporation, which offers competitive interexchange telecommunications services in 36 states, and specializes in the provision of prepaid and inmate-only services.³ FCL, an Ohio corporation, is a wholly-owned subsidiary of FCI, and is authorized to provide local, private line, and/or

¹ 47 C.F.R § 63.03; *see* 47 U.S.C. § 214. Applicants are also filing an application for the transfer of control associated with authorization for international services. Any action on this domestic section 214 application is without prejudice to Commission action on other related, pending applications. Applicants filed a supplement to their domestic section 214 application on August 6, 2007.

² Three limited partnerships directly own 10 percent or more of Gores FC: Gores Alternative Investment I, L.P. (44.1 percent), Gores Alternative Investments II, L.P. (20.76 percent), and Gores Co-Invest Partnership, L.P. (22.5 percent) (together “the Limited Partnerships”). In addition, Gores Capital Advisors, LLC owns 10 percent of Gores FC and serves as general partner of the three Limited Partnerships. The Gores Group is the managing member of Gores Capital Advisors, LLC. Gores FC currently holds a 9.9 percent voting interest in FCI, the parent of FCL and Xtension. FCI and Gores state that they also notified the FCC on June 28, 2007 that Gores FC would hold a 9.9 percent interest in FCL upon consummation of the transfers of control.

³ GTL provides service in Alabama, Arizona, Arkansas, California, Colorado, Florida, Georgia, Illinois, Indiana, Kentucky, Louisiana, Maine, Maryland, Massachusetts, Michigan, Minnesota, Mississippi, Missouri, Montana, Nebraska, Nevada, New York, North Carolina, North Dakota, Ohio, Oklahoma, Oregon, Pennsylvania, Rhode Island, Tennessee, Texas, Vermont, Washington, West Virginia, Wisconsin, and Wyoming. Other than GTL, the Gores entities are not affiliated with any other entity authorized to provide regulated telecommunications services.

long distance services in 49 states. Xtension, a Delaware corporation, is, in turn, a wholly-owned subsidiary of FCL, and is authorized to provide long distance telecommunications services in 13 states and local exchange services in New Jersey.

The proposed agreement by which Gores FC acquired its interest permits Gores FC to increase its interest to 13.1 percent by converting its non-voting shares of common stock to voting shares upon receipt of the necessary regulatory approvals and to increase its voting interest in FCI up to 35.6 percent through certain warrants, if fully exercised. Applicants assert that the proposed transaction is entitled to presumptive streamlined treatment under section 63.03(b)(2)(i) of the Commission's rules and that, a grant of the application will serve the public interest, convenience, and necessity.⁴

Application Filed for a Transfer of Control of Domestic Section 214 Authorizations from First Communications, LLC, and Xtension Services, Inc., to Gores FC Holdings, LLC, WC Docket No. 07-160 (filed July 24, 2007).

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 section 63.03(a) of the Commission's rules, 47 CFR § 63.03(a), interested parties may file comments **on or before August 21, 2007** and reply comments **on or before August 28, 2007**. Unless otherwise notified by the Commission, Applicants are permitted to transfer control on the 31st day after the date of this notice.⁵ 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, and include the following words in the body of the message, "get form." A sample form and directions will be sent in response.

⁴ 47 C.F.R. § 63.03(b)(2)(i).

⁵ Such authorization is conditioned upon receipt of any other necessary approvals from the Commission in connection with the proposed transaction.

- 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. 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 or call the Consumer & Governmental Affairs Bureau at 202-418-0530 (voice), 202-418-0432 (tty).

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; phone: (202) 488-5300 fax: (202) 488-5563;
- 2) Tracey Wilson-Parker, Competition Policy Division, Wireline Competition Bureau, 445 12th Street, S.W., Room 5-A103, Washington, D.C. 20554; email: Tracey.Wilson-Parker@fcc.gov;
- 3) Alex Johns, Competition Policy Division, Wireline Competition Bureau, 445 12th Street, S.W., Room 5-C317, Washington, D.C. 20554; e-mail: alexis.johns@fcc.gov;
- 4) David Krech, Policy Division, International Bureau, 445 12th Street, S.W., Room 7-A664 Washington, D.C. 20554; email: david.krech@fcc.gov; and
- 5) Jim Bird, Office of General Counsel, 445 12th Street, S.W., Room 8-C824, Washington, D.C. 20554; e-mail: jim.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.

For further information, please contact Tracey Wilson-Parker at (202) 418-1394, or Alex Johns at (202) 418-1167.