



PUBLIC NOTICE

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DA 10-115

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DOMESTIC SECTION 214 APPLICATION FILED FOR THE TRANSFER OF CONTROL OF TRICOM USA, INC. (DIP)

STREAMLINED PLEADING CYCLE ESTABLISHED

WC Docket No. 10-16

Comments Due: February 4, 2010

Reply Comments Due: February 11, 2010

On December 23, 2009, Tricom USA, Inc., in its capacity as debtor-in-possession (Tricom USA DIP) and Tricom USA, Inc. (New Tricom USA) (collectively Applicants) filed an application pursuant to section 63.03 of the Commission's rules to transfer control of Tricom USA DIP to Hispaniola Telecom Holdings, Ltd. (Holding Company).¹ Applicants state this transaction would facilitate New Tricom USA's emergence from bankruptcy and its ability to continue to provide quality telecommunications services to customers.

Tricom USA DIP, a Delaware corporation, provides domestic telecommunications services in New York, New Jersey and Florida. On February 29, 2008, Tricom, S.A. (Old Tricom S.A.), together with its wholly-owned subsidiary Tricom USA, Inc. (Old Tricom USA) (collectively, the Debtors), filed petitions for relief under Chapter 11 of the United States Code with the United States Bankruptcy Court for the Southern District of New York (the Bankruptcy Court). Upon the commencement of the bankruptcy proceedings, Old Tricom S.A. and Old Tricom USA became debtors-in-possession (Tricom S.A. DIP and Tricom USA DIP, respectively). Each of Tricom S.A. DIP and Tricom USA DIP continue to operate their respective businesses and manage their properties as debtors-in-possession. Because the bankruptcy filing did not change the beneficial ownership, control or management of the Authorization, it was transferred to Tricom DIP on a *pro forma* basis.

Pursuant to an order entered on October 21, 2009, the Bankruptcy Court confirmed the Debtors' First Modified Second Amended Prepackaged Joint Chapter 11 Plan of Reorganization for Tricom, S.A. and its Affiliated Debtors (As Modified), dated October 14, 2009 (as amended, modified or supplemented from time to time, the Plan). The Plan provides for the creation of Holding Company which, upon the effective date of the Plan, will own directly at least (97 percent) of the equity interests in reorganized Tricom, S.A. (New Tricom S.A.). Under the Plan, New Tricom USA will continue to remain a wholly

¹ 47 C.F.R § 63.03; *see* 47 U.S.C. § 214. Applicants are also filing an application for the transfer of certain assets 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.

owned subsidiary of New Tricom S.A. Substantially all of the existing common stock of Tricom S.A. DIP will be reduced to a *de minimis* value and interest through dilution.

Holding Company, a Bahamas corporation, will own or directly control at least 97% of the equity interests in reorganized Tricom, S.A. (New Tricom SA). Ellis Portafolio, S.A. (Ellis), a British Virgin Islands citizen will hold 10.7 percent of the ownership interests. MAP Private Trust Company, a Cayman Islands trust, is believed to be a trust established for the benefit of Mr. Pellerano and certain members of his family (all of whom are Dominican Republic citizens), which will indirectly hold through various companies (including Ellis), an approximate 13.4 percent of the ownership interests of Holding Company. AMZAK Capital Management, LLC (AMZAK), a U.S. investment company will directly hold an ownership interest in Holding Company in excess of 18.5 percent. Gerald Joseph Kazma, Michael David Kazma, and Leigh Anne Kazma, The Kazma Family, all Canadian citizens, through various holding companies, collectively, will control 100 percent of the ownership interests of AMZAK.

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.²

Domestic Section 214 Application Filed for the Transfer of Control of Tricom USA, Inc. (DIP), WC Docket No. 10-16 (filed Dec. 23, 2009).

GENERAL INFORMATION

The Wireline Competition Bureau finds, upon initial review, that the transfer of certain assets identified herein is acceptable for filing as a streamlined application. The Commission reserves the right to return any transfer 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 C.F.R. § 63.03(a), interested parties may file comments **on or before February 4, 2010**, and reply comments **on or before February 11, 2010**. Unless otherwise notified by the Commission, the Applicants may transfer control on the 31st day after the date of this notice.³ Comments must be filed electronically using (1) the Commission's Electronic Comment Filing System (ECFS) or (2) the Federal Government's e-Rulemaking Portal. *See* 47 C.F.R. § 63.03(a) ("All comments on streamlined applications shall be filed electronically . . ."); *Electronic Filing of Documents in Rulemaking Proceedings*, 63 FR 24121 (1998).

- Comments may be filed electronically using the Internet by accessing the ECFS, <http://www.fcc.gov/cgb/ecfs/>, or the Federal e-Rulemaking 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.

² 47 C.F.R. § 63.03(b)(2)(i).

³ Such authorization is conditioned upon receipt of any other necessary approvals from the Commission in connection with the proposed transaction.

In addition, e-mail one copy of each pleading to each of the following:

- 1) The Commission's duplicating contractor, Best Copy and Printing, Inc., fcc@bcpiweb.com; phone: (202) 488-5300; fax: (202) 488-5563;
- 2) Tracey Wilson-Parker, Competition Policy Division, Wireline Competition Bureau, tracey.wilson-parker@fcc.gov;
- 3) Dennis Johnson, Competition Policy Division, Wireline Competition Bureau, dennis.johnson@fcc.gov;
- 4) David Krech, Policy Division, International Bureau, david.krech@fcc.gov; and
- 5) Jim Bird, Office of General Counsel, jim.bird@fcc.gov.

For further information, please contact Tracey Wilson-Parker at (202) 418-1394 or Dennis Johnson at (202) 418-0809.

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