Before the
Federal Communications Commission
Washington, D.C. 20554

In the matter of		
INTERNATIONAL TELECOMMUNICATIONS EUROPE, LTD.	)	
Application for authority, pursuant to Section 214 of the Communications Act of 1934, as amended, to transfer control of an authorized international carrier.	)	File No. ITC-97-568-TC

MEMORANDUM OPINION, ORDER AND AUTHORIZATION

Adopted: November 13, 1997 **Released: November 17, 1997**

By the Chief, Telecommunications Division:

1. International Telecommunications Europe, Ltd. (Intelco Europe), pursuant to Section 214 of the Communications Act of 1934, as amended, submitted the above-captioned application requesting authority to transfer control to its current 50% shareholder, Incom Holdings, Ltd. (Incom). The application was placed on public notice on September 26, 1997. No comments were received.

2. Intelco Europe, a privately-held Delaware corporation, has been granted authority to provide various international communications services between the United States and overseas points.[1] Incom, a United Kingdom corporation, does not hold any Section 214 authorization. However, its subsidiary, Incom (UK), Ltd., is authorized to provide facilities-based and resale services between the United Kingdom and overseas points. Intelco Europe's current shareholders are International Telecommunications Group, Ltd. (ITG) and Incom, each of which owns 50% of the stock. The majority shareholder of ITG is RSL Communications, Ltd. (RSL). Incom (UK), Ltd., a wholly-owned subsidiary of Incom, is a minority shareholder of ITG. After the proposed transaction, Incom will have acquired all of ITG's shares of Intelco Europe, which will become a wholly-owned subsidiary of Incom.

3. Upon consideration of the application and in view of the foregoing, we conclude that consent to transfer control of Intelco Europe to its current 50% shareholder, Incom, will serve the public interest, convenience and necessity.

4. Accordingly, IT IS ORDERED that the application of Intelco Europe, File No. ITC-97-568-TC IS GRANTED, and the transfer of control of Intelco Europe to Incom is authorized.

5. IT IS FURTHER ORDERED that all terms and conditions of any Commission orders granting authority to Intelco Europe to provide common carrier services remain in effect.

[1] See File No. ITC-95-089, 10 FCC Rcd 3800 (1995), File No. ITC-95-083, 10 FCC Rcd 10978 (1995).

6. This Order is issued under Section 0.261 of the Commission's Rules and is effective upon adoption. Petitions for reconsideration under Section 1.106 or applications for review under Section 1.115 of the Commission's Rules may be filed within 30 days of the date of public notice of this Order (see Section 1.4(b)(2)).

FEDERAL COMMUNICATIONS COMMISSION

for Diane J. Cornell
Chief, Telecommunications Division
International Bureau