

REQUEST TO ESTABLISH DOCKET
(Please Type)

Date

December 19, 2006

Docket No.

060810-T1

1. Division Name/Staff Name:

Division of Competitive Markets and Enforcement/Toni McCoy

2. OPR:

Toni McCoy, CMP

TM

3. OCR:

GCO

4. Suggested Docket Title:

Acknowledgment of name change on IXC Registration No. TK033, effective December 8, 2006, AmeriVon LLC to V-Global Communications, LLC.

5. Suggested Docket Mailing List (attach separate sheet if necessary)

A. Provide NAMES OR ACRONYMS ONLY if a regulated company.

B. Provide COMPLETE NAME AND ADDRESS for all others. (Match representatives to companies.)

1. Parties and their representatives (if any):

2. Interested persons and their representatives (if any):

6. Check one:

Documentation is attached.

Documentation will be provided with recommendation.

PSC\CCA010-C (Rev 02/02)

DOCUMENT NUMBER-DATE

11555 DEC 19 06

FPSC-COMMISSION CLERK

Toni McCoy

From: Christopher Canter [cac@commlawgroup.com]
Sent: Monday, December 18, 2006 3:26 PM
To: Toni McCoy
Cc: smr@commlawgroup.com; jsm@thglaw.com
Subject: V-Global/ AmeriVon LLC notice of intent to complete a Transfer of Control

Dear Ms. McCoy,

I am an attorney at Helein & Marashlian working on the transfer of control between V-Global Communications and AmeriVon. In response to your inquiry to Jonathan at our office, can you please go ahead and process the name change as soon as possible.

Our client would like to begin selling service under the new name, V-Global Communications, LLC, as soon as possible. Pursuant to the management agreement, the only thing preventing the selling of services is the use of the AmeriVon name. We are in favor of anything we can do to facilitate the new name appearing on Commission records.

Since there are no existing customers, there is no harmful consequences of the Commission effecting the name change prior to official close of the 80% ownership transfer. We will send a post-closing letter once the transfer has been finalized.

Thank you for your help with this matter and please let me know if there are any additional questions you have about this transfer.

Sincerely,

Chris Canter

Christopher A. Canter, Esq.
The Helein Law Group, P.C.
8180 Greensboro Drive, Suite 775
McLean, Virginia 22102
Office Tel: 703-714-1308
Office Fax: 703-714-1330
E-Mail: cac@thglaw.com
Website: www.thglaw.com

CONFIDENTIAL & PRIVILEGED - ATTORNEY-CLIENT COMMUNICATION

Pursuant to Treasury Regulations, any U.S. federal tax advice contained in this communication, unless otherwise stated, is not intended and cannot be used for the purpose of avoiding tax-related penalties.

This message contains confidential information belonging to the sender, which is intended to be legally privileged and confidential and/or a purely private communication between the sender and the recipient(s). The information contained herein, including any attachments, is intended only for the use of the recipient(s). If you are not a named recipient(s), or an employee or agent responsible for delivering it to a named recipient, you are advised and placed on notice that any disclosure, copying, distribution, the taking of any action or refraining from an action in reliance on the contents or information contained in this message and any attachment is strictly prohibited and may be legally actionable. If you have received this message or any portion of it in error, please immediately advise the sender by return email to dls@thglaw.com, with a copy to mail@thglaw.com and delete the message and any attachments and destroy any hardcopies made by you or others. If you have forwarded this message or any portion of it to another or others, you must notify us immediately of their proper email or other addresses and you are to notify them of the privileged and confidential nature of this message and to take action to delete the message and its attachments and to destroy any hardcopies. Thank you.

12/18/2006

The CommLaw Group

HELEIN & MARASHLIAN, LLC
8180 Greensboro Drive
Suite 775
McLean, Virginia 22102

Telephone: (703) 714-1300
Facsimile: (703) 714-1330
E-mail: mail@CommLawGroup.com
Website: www.CommLawGroup.com

ORIGINAL

DISTRIBUTION CENTER

06 DEC -7 AM 9:25
10:18

Division of
COMPETITIVE SERVICES

Writer's Direct Dial Number

(703) 714-1308

Writer's E-mail Address

cac@thlglaw.com

December 6, 2006

VIA OVERNIGHT DELIVERY

Florida Public Service Commission
2540 Shumard Oak Boulevard
Gerald Gunter Building
Tallahassee, Florida 32399-0850

060000

RECEIVED FPSC
06 DEC -8 PM 1:38
COMMISSION
CLERK

Re: *V-Global Communications, Inc. and AmeriVon LLC Notification of Intent to Complete a Transfer of Control*

Ladies and Gentlemen:

AmeriVon LLC ("AmeriVon"), its majority shareholder AmeriVon Holdings, LLC ("AVH") and its minority shareholder, Robert B. Segal, and V-Global Communications, Inc. ("V-Global" and, together with AmeriVon, AVH and Segal, "the Parties" or "Petitioners"), through their undersigned counsel, hereby notify the Florida Public Service Commission ("Commission") of their intent to consummate a transaction through which Robert B. Segal and his wholly owned company, V-Global, will acquire 100% control of AmeriVon and, immediately following this non-pro forma transfer of control, change AmeriVon's name to V-Global Communications, LLC ("the Transaction"). The Parties intend to consummate the proposed Transaction as soon as possible.

CMF _____

COM _____

CTR _____

ECR _____

GCL _____

OPC _____

RCA _____

SCR _____

SGA _____

SEC /

DTH _____

Based on a review of applicable state law, the Parties have determined that Commission approval of the proposed Transaction is not required. Therefore, the Parties provide this notice as a courtesy (and not as a request for Commission actions), to ensure the accuracy of the Commission's records and to advise the Commission of the Parties intent to complete the proposed Transaction as soon as possible.

An original and five (5) copies of this notice are enclosed for filing. Please date-stamp and return the enclosed extra copy of this filing in the enclosed self-addressed stamped envelope.

RECEIVED & FILED

FPSC-BUREAU OF RECORDS

DOCUMENT NUMBER-DATE

11252 DEC-8 06

FPSC-COMMISSION CLERK.

The Parties further state as follows:

I. DESCRIPTION OF THE PARTIES

A. AmeriVon LLC

AmeriVon is a privately held limited liability corporation organized under the laws of the state of Nevada. At present, a majority of AmeriVon stock, 80%, is owned by AmeriVon Holdings, LLC (hereafter "AVH") and the minority share, 20%, is held by AmeriVon's President, Robert B. Segal. AmeriVon's principle place of business is located at 800 Southwood Boulevard, Suite 212 Incline Village, Nevada 89451.

AmeriVon is a switchless resale common carrier which intends to provide intrastate, interstate and international long distance message toll telecommunications services to residential customers on a retail basis. These long distance services will be provided through local exchange and/or other connecting carriers. AmeriVon will purchase excess capacity of its underlying carriers and resell this capacity to its customers on a retail basis. The company is licensed or otherwise authorized to provide long distance service throughout the continental United States; at present, however, it is not providing any regulated telecommunications services to any pre-subscribed customers in this state or any other.

B. V-Global Communications, LLC

V-Global Communications, Inc. (hereafter "V-Global") is a privately held corporation organized under the laws of Delaware. Its principle place of business is located at One Stamford Plaza, 263 Tresser Boulevard, 9th Floor, Stamford, Connecticut 06901. Robert B. Segal is the President and sole owner of V-Global.

V-Global was formed for the specific purpose of becoming the holding company parent of AmeriVon LLC following Mr. Segal's purchase of all of AmeriVon's stock from its current majority shareholder, AVH. Once the transfer of majority ownership of AmeriVon to Mr. Segal and his company, V-Global, is complete, AmeriVon will change its name to V-Global Communications, LLC and become the wholly-owned subsidiary of V-Global. Upon transfer of ownership and name change approval, V-Global Communications, LLC will begin marketing and providing telecommunications services to the public.

II. CONTACT INFORMATION

Questions or inquiries concerning this filing may be directed to counsel for the Parties:

Jonathan S. Marashlian, Esq.
Christopher A. Canter, Esq.
HELEIN & MARASHLIAN, LLC
THE *COMMLAW* GROUP
8180 Greensboro Drive, Suite 775
McLean, Virginia 22102
Phone: (703) 714-1308
Fax: (703) 714-1330
Email: CAC@CommLawGroup.com

With a copy to:

Robert B. Segal, President/CEO
V-Global Communications, LLC
One Stamford Plaza
263 Tresser Boulevard, 9th Floor
Stamford, Connecticut 06901
Phone: (845) 406-3416
Fax: (845) 362-1801
Email: RBSegal@V-Global.net
Web Page: www.V-Global.net

III. DESCRIPTION OF THE TRANSACTION

The Parties propose to complete a transaction ("Transaction") whereby Robert B. Segal, the President and sole owner of V-Global and current President and minority (20%) shareholder of AmeriVon, will acquire all of AmeriVon's outstanding shares, currently held by AVH, the majority (80%) shareholder in AmeriVon. Upon completion of this non-pro forma transfer of control, Robert B. Segal will engage in a pro forma paper transfer of his 100% ownership in AmeriVon to V-Global, which is also 100% owned by Mr. Segal. Mr. Segal will simultaneously change the name of AmeriVon to "V-Global Communications, LLC." All of these actions will be taken prior to selling any telecommunications services to the public. Closing of the Transaction is contingent upon the Parties obtaining all required Government approvals and satisfaction of the standard contract conditions.

An organizational chart illustrating the pre- and post-Transaction corporate structures of the Parties is attached at Exhibit A. Evidence of Secretary of State approval of AmeriVon LLC's name change to V-Global Communications, LLC, is attached at Exhibit B.

Since AmeriVon is not currently serving any presubscribed customers, the proposed change of ownership and name change of the licensed entity, AmeriVon will not adversely affect either the public or consumers. Indeed, the Transaction is entirely without adverse consequences and instead will result in AmeriVon's telecommunications licenses and assets being transferred to management with demonstrated financial resources, managerial abilities, business plan and, most importantly,

desire and willingness to bring AmeriVon's telecommunications services to the market under the new name, V-Global Communications, LLC.

IV. PUBLIC INTEREST CONSIDERATIONS

The Parties respectfully submit that the proposed Transaction serves the public interest. In particular, the Parties submit that: (1) as previously demonstrated in Docket No. 050841-TI, Robert B. Segal and, therefore his wholly-owned company V-Global, hold the financial, managerial and technical qualifications to acquire 100% control of AmeriVon; (2) the Transaction will benefit competition in the telecommunications market by enabling V-Global to finally provide service to the public and develop as an effective competitor in the state; and (3) the Transaction will not result in any disruption of service because AmeriVon has neither marketed nor provided any telecommunications in the state and has no presubscribed customers which might otherwise be affected by either the change in control or name change. Since AmeriVon has no customers and has not marketed, the change in control and name change will have no adverse consequences.

Furthermore, the Transaction involves no change in the rates, terms and conditions set forth in AmeriVon's tariffs, so when V-Global does assume control and provide services to the public, these services will be subject to the rates, terms and conditions already filed with and approved by the Commission. The only change affecting tariffs will be the name change.

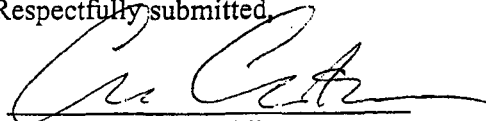
Lastly, the transfer of majority control of AmeriVon from AVH to Robert B. Segal and his wholly-owned subsidiary, V-Global, will not result in any anticompetitive effects, since neither AmeriVon nor V-Global are currently providing service to presubscribed customers.

[REMAINDER OF PAGE INTENTIONALLY LEFT BLANK]

V. CONCLUSION

For the reasons stated above, Parties respectfully submit that the public interest, convenience, and necessity would be furthered through consummation of their proposed Transaction. Accordingly, the Parties notify the Commission of their intent to complete the Transaction as soon as possible.

Respectfully submitted,



Jonathan S. Marashlian
Christopher A. Canter
HELEIN & MARASHLIAN, LLC
The *CommLaw* Group
8180 Greensboro Drive, Suite 775
McLean, Virginia 22102
Phone: (703) 714-1308
Fax: (703) 714-1330
E-mail: CAC@CommLawGroup.com

Counsel for Joint Petitioners

Robert B. Segal, President/CEO
V-Global Communications, LLC
One Stamford Plaza
263 Tresser Boulevard, 9th Floor
Stamford, Connecticut 06901
Phone: (845) 406-3416
Fax: (845) 362-1801

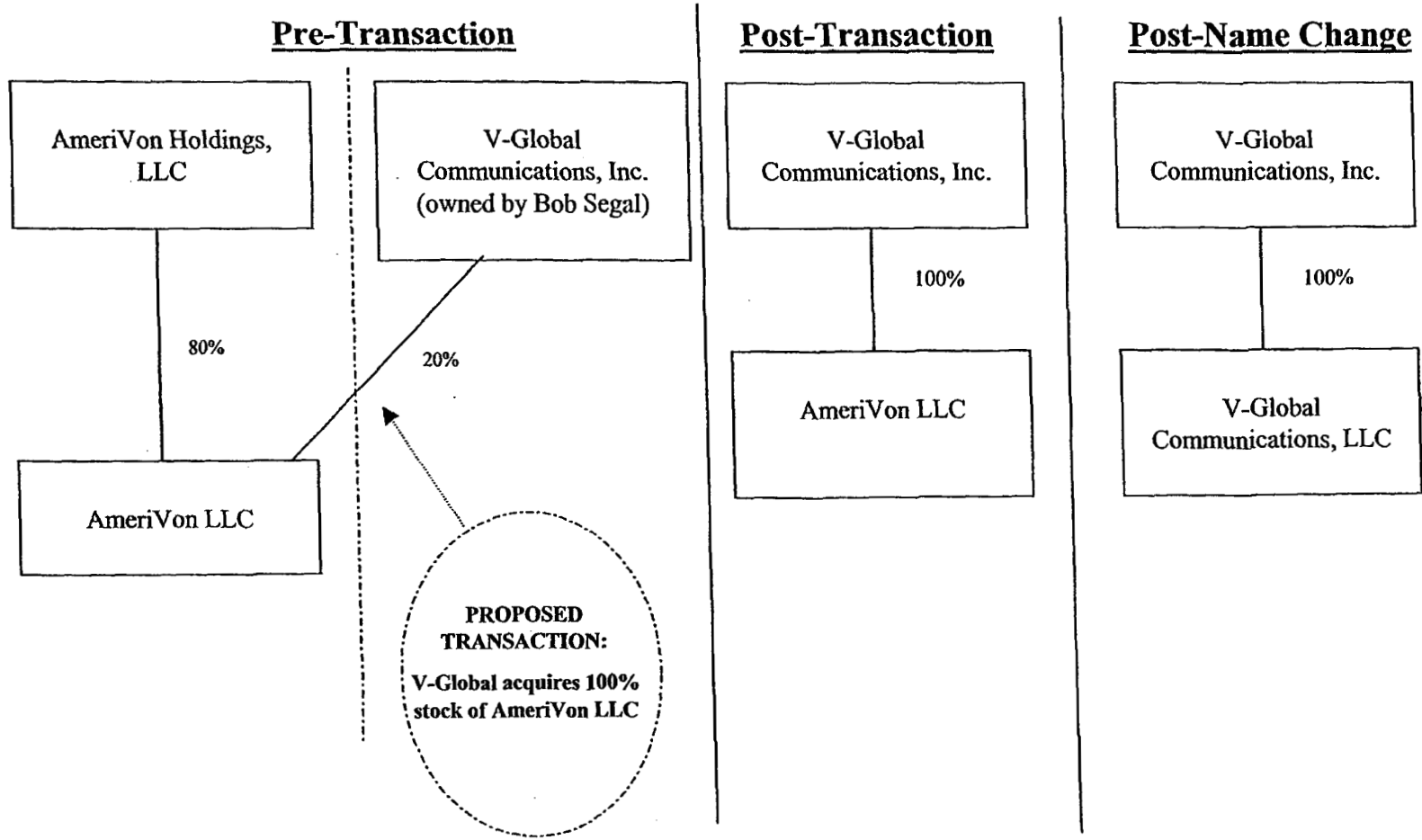
Email: RBSegal@V-Global.net
Web Page: www.V-Global.net

AmeriVon LLC
800 Southwood Boulevard, Suite 212
Incline Village, Nevada 89451.
Phone: (425) 458-5760
Web Page: www.AmeriVon.com

EXHIBIT A

Illustrative Organizational Chart – Pre-and Post-Transaction

AmeriVon LLC – V-Global Communications, Inc. Transfer of Control
Illustrative Pre & Post Transaction Organizational Chart



Upon acquiring control of AmeriVon LLC, V-Global Communications, Inc. will continue to provide the same services offered by AmeriVon LLC under the "V-Global Communications, LLC" name and according to the same rates, terms and conditions of service. The proposed transaction is entirely transparent and does not affect any presubscribed customers.

EXHIBIT B

Secretary Of State Amended Certificate Of Authority



FLORIDA DEPARTMENT OF STATE
Division of Corporations

October 27, 2006

JONATHAN S. MARASHLIAN
THE HELEIN LAW GROUP, P.C.
8180 GREENSBORO DRIVE, SUITE 775
MCLEAN, VA 22102

Re: Document Number M05000005663

The Amendment to the Application of a Foreign Limited Liability Company for AMERIVON LLC which changed its name to V-GLOBAL COMMUNICATIONS, LLC, a Nevada limited liability company authorized to transact business in Florida, was filed on October 26, 2006.

Should you have any questions regarding this matter, please telephone (850) 245-6051, the Registration Section.

Michelle Hodges
Document Specialist
Division of Corporation

Letter Number: 806A00063939

P.O. BOX 6327 -Tallahassee, Florida 32314

COVER LETTER

STAMP & RETURN

TO: Registration Section
Division of Corporations

SUBJECT: AmeriVon LLC
(Name of Foreign Limited Liability Company)

Dear Sir or Madam:

The enclosed application, certificate and fee(s) are submitted for filing.

Please return all correspondence concerning this matter to the following:

Jonathan S. Marashlian
(Name of Person)

The Helein Law Group, P.C.
(Firm/Company)

8180 Greensboro Drive, Suite 775
(Address)

McLean VA 22102
(City/State and Zip Code)

For further information concerning this matter, please call:

Jonathan Marashlian at (703) 714-1300
(Name of Person) (Area Code & Daytime Telephone Number)

STREET/COURIER ADDRESS:
Registration Section
Division of Corporations
Clifton Building
2661 Executive Center Circle
Tallahassee, Florida 32301

MAILING ADDRESS:
Registration Section
Division of Corporations
P.O. Box 6327
Tallahassee, Florida 32314

Enclosed is a check for the following amount:

- \$25 Filing Fee
- \$30 Filing Fee & Certificate of Status
- \$55 Filing Fee & Certified Copy
- \$60 Filing Fee, Certificate of Status & Certified Copy

APPLICATION BY FOREIGN LIMITED LIABILITY COMPANY TO
FILE AMENDMENT TO APPLICATION FOR AUTHORIZATION TO
TRANSACTION BUSINESS IN FLORIDA

SECTION I (1-3 must be completed)

1. Name of limited liability company as it appears on the records of the Florida Department of State: AmeriVen LLC
2. Jurisdiction of its organization: Nevada
3. Date authorized to do business in Florida: October 6, 2005

06 OCT 26 PM 1:22
SECRETARY OF STATE
TALLAHASSEE FLORIDA

FILED

SECTION II (4-7 complete only the applicable changes)

4. If the amendment changes the name of the limited liability company, when was the change effected under the laws of its jurisdiction of organization? September 29, 2006
5. New name of the limited liability company: V-Global Communications, LLC
6. If the amendment changes the period of duration, indicate new period of duration:

7. If the amendment changes the jurisdiction of organization, indicate new jurisdiction:

8. If the amendment corrects any false statement, indicate the statement being corrected and the correction:

9. Attached is an original certificate, no more than 90 days old, evidencing the aforementioned amendment(s), duly authenticated by the official having custody of records in the jurisdiction under the law of which this entity is organized.

RB Segal
Signature of a member or the authorized
representative of a member

Robert B. Segal, Manager
Typed or printed name of signee

Filing Fee: \$25.00

COMPANY IDENTIFICATION

Printed on 12/12/2006 at 09:31:54 by TJM

Complete Name: AmeriVon LLC

Mailing Name: AmeriVon LLC

Company Code: TK033

FEID Number:

MAILING INFORMATION

Attention:

Address Line 1: 800 Southwood Blvd., Suite 212

Address Line 2:

City: Incline Village

State: NV

Zip Code: 89451-7475

E-mail Address: RBSegal@AmeriVon.com

Web Address: <http://www.AmeriVon.com>

Liaison 1: Robert B. Segal

Liaison 2:

Title: President and CEO

Title:

Phone: (845) 406-3416

Phone:

E-mail: RBSegal@AmeriVon.com

E-mail:

Fax 1: (845) 362-1801

Fax 2:

County:

COMPANY IDENTIFICATION

Printed on 12/12/2006 at 09:32:06 by TJM

Complete Name: AmeriVon LLC

Mailing Name: AmeriVon LLC

Company Code: TK033

FEID Number:

COMPANY INFORMATION

Address Line 1: 800 Southwood Blvd., Suite 212

Address Line 2:

City: Incline Village

State: NV

Zip Code: 89451-7475

Reg. Date: 10/26/2005

Inactive Date:

Transferred To:

Trans. From:

Certificate 1:

Certificate 2:

Corporate Type:

Service 1: IXC - Registered Interexchange Services

Service 2:

Service 3:

Service 4:

Class (WAW):

Phone Count:

County 1:

County 2:

County 3:

County 4:

Bankruptcy: No

M05000005663

(Requestor's Name)

(Address)

(Address)

(City/State/Zip/Phone #)

PICK-UP WAIT MAIL

(Business Entity Name)

M05-5663

(Document Number)

Certified Copies _____ Certificates of Status _____

Special Instructions to Filing Officer:

10/26

FOR
name ch

Office Use Only



000081017430

10/26/06--01031--005 **25.00

06 OCT 26 PM 1:22
SECRETARY OF STATE
TALLAHASSEE FLORIDA

FILED

COVER LETTER

TO: Registration Section
Division of Corporations

SUBJECT: AmeriVon LLC
(Name of Foreign Limited Liability Company)

Dear Sir or Madam:

The enclosed application, certificate and fee(s) are submitted for filing.

Please return all correspondence concerning this matter to the following:

Jonathan S. Marshlian
(Name of Person)

The Helein Law Group, P.C.
(Firm/Company)

8180 Greensboro Drive, Suite 775
(Address)

McLean VA 22102
(City/State and Zip Code)

For further information concerning this matter, please call:

Jonathan Marshlian at (703) 714-1300
(Name of Person) (Area Code & Daytime Telephone Number)

STREET/COURIER ADDRESS:

Registration Section
Division of Corporations
Clifton Building
2661 Executive Center Circle
Tallahassee, Florida 32301

MAILING ADDRESS:

Registration Section
Division of Corporations
P.O. Box 6327
Tallahassee, Florida 32314

Enclosed is a check for the following amount:

- \$25 Filing Fee \$30 Filing Fee & Certificate of Status \$55 Filing Fee & Certified Copy \$60 Filing Fee, Certificate of Status & Certified Copy

**APPLICATION BY FOREIGN LIMITED LIABILITY COMPANY TO
FILE AMENDMENT TO APPLICATION FOR AUTHORIZATION TO
TRANSACTION BUSINESS IN FLORIDA**

SECTION I (1-3 must be completed)

1. Name of limited liability company as it appears on the records of the Florida Department of State: AmeriVon LLC
2. Jurisdiction of its organization: Nevada
3. Date authorized to do business in Florida: October 6, 2005

SECTION II (4-7 complete only the applicable changes)

4. If the amendment changes the name of the limited liability company, when was the change effected under the laws of its jurisdiction of organization? September 29, 2006
5. New name of the limited liability company: V-Global Communications, LLC
6. If the amendment changes the period of duration, indicate new period of duration:

7. If the amendment changes the jurisdiction of organization, indicate new jurisdiction:

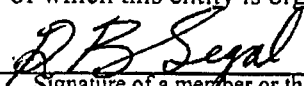
8. If the amendment corrects any false statement, indicate the statement being corrected and the correction:

9. Attached is an original certificate, no more than 90 days old, evidencing the aforementioned amendment(s), duly authenticated by the official having custody of records in the jurisdiction under the law of which this entity is organized.

SECRETARY OF STATE
TALLAHASSEE FLORIDA

06 OCT 26 PM 1:22

FILED



Signature of a member or the authorized representative of a member

Robert B. Segal, Manager

Typed or printed name of signee

Filing Fee: \$25.00

SECRETARY OF STATE



CERTIFICATE OF NAME CHANGE

I, DEAN HELLER, the duly qualified and elected Nevada Secretary of State, do hereby certify that on SEPTEMBER 29, 2006, a Certificate of Amendment to its Articles of Organization changing the name to **V-GLOBAL COMMUNICATIONS,LLC**, was filed in this office by **AMERIVON LLC**. Said change of name has been made in accordance with the laws of the State of Nevada and that said Certificate of Amendment is now on file and of record in this office.

IN WITNESS WHEREOF, I have hereunto set my hand and affixed the Great Seal of State, at my office on October 20, 2006.



Dean Heller

DEAN HELLER
Secretary of State

By

[Signature]
Certification Clerk

Florida Department of State, Division of Corporations

Corporations Online

www.sos.fl.us

Public Inquiry

Foreign Limited Liability

V-GLOBAL COMMUNICATIONS, LLC

PRINCIPAL ADDRESS

800 SOUTHWOOD BOULEVARD, SUITE 212
INCLINE VILLAGE NV 89451

MAILING ADDRESS

800 SOUTHWOOD BOULEVARD, SUITE 212
INCLINE VILLAGE NV 89451

Document Number
M05000005663

FBI Number
770603852

Date Filed
10/06/2005

State
NV

Status
ACTIVE

Effective Date
NONE

Last Event
LC NAME CHANGE

Event Date Filed
10/26/2006

Event Effective Date
NONE

Total Contribution
0.00

Registered Agent

Name & Address

NRAI SERVICES, INC.
2731 EXECUTIVE PARK DRIVE, SUITE 4
WESTON FL 33331

Manager/Member Detail

Name & Address	Title
TURLEY, TOD M 800 SOUTHWOOD BOULEVARD, SUITE 212 INCLINE VILLAGE NV 89451	MGR
TYSON, JOHN E 800 SOUTHWOOD BOULEVARD, SUITE 212 INCLINE VILLAGE NV 89451	MGR
SEGAL, ROBERT B 27 SKYMEADOW ROAD	MGR

[Corporations Help](#)

[Corporations Inquiry](#)

THIS IS NOT OFFICIAL RECORD; SEE DOCUMENTS IF QUESTION OR CONFLICT

10/26/2006 -- LC Name Change
03/10/2006 -- ANNUAL REPORT
10/06/2005 -- Foreign Limited

Listed below are the images available for this filing.

Document Images

[View Name History](#)

[View Events](#)

[Next Filing](#)

[Return to List](#)

[Previous Filing](#)

2006	03/10/2006
Report Year	Filed Date

Annual Reports

SUFFERN NY 10901

Florida Department of State, Division of Corporations

Corporations Online

www.sunbiz.org

Public Inquiry

V-GLOBAL COMMUNICATIONS, LLC

Document Number
M05000005663

Date Filed
10/06/2005

Effective Date
None

Status
Active

EVENT TYPE	FILED DATE	EFFECTIVE DATE	DESCRIPTION
LC NAME CHANGE	10/26/2006		OLD NAME WAS : AMERIVON LLC

THIS IS NOT OFFICIAL RECORD; SEE DOCUMENTS IF QUESTION OR CONFLICT

[Corporations Inquiry](#)

[Corporations Help](#)