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January 16, 2001

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VIA HAND DELIVERY

Blanca S. Bayo
Director, Division of Records & Reporting
Florida Public Service Commission
Capital Circle Office Center
2540 Shumard Oak Boulevard
Tallahassee, Florida 32399-0850

010062-TI

Re: In Re: Petition for approval of indirect change in control of Americatel Corporation d/b/a 10 123 Americatel d/b/a 1010 123 Americatel

Dear Ms. Bayo:

Enclosed for filing are the original and fifteen (15) copies of Americatel Corporation's Petition for Approval of Indirect Change in Control of Americatel Corporation d/b/a 10 123 Americatel d/b/a 1010 123 Americatel.

For our records, please acknowledge your receipt of this filing on the enclosed copy of this letter. Thank you for your consideration.

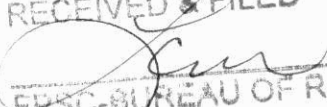
Sincerely,

HOLLAND & KNIGHT LLP



Karen D. Walker

KDW:kjg

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Enclosures

TAL1 #229102 v1

BEFORE THE FLORIDA PUBLIC SERVICE COMMISSION

In re: Petition for Approval of)
Indirect Change in Control of)
Americatel Corporation d/b/a)
10 123 Americatel d/b/a 1010)
123 Americatel)
_____)
/

Docket No. 010062-TI

Filed: January 16, 2001

**PETITION FOR APPROVAL OF INDIRECT
CHANGE IN CONTROL OF AMERICATEL CORPORATION
D/B/A 10 123 AMERICATEL D/B/A 1010 123 AMERICATEL**

Americatel Corporation d/b/a 10 123 Americatel d/b/a 1010 123 Americatel ("Americatel"), by and through undersigned counsel, pursuant to Section 364.33, Florida Statutes, hereby petitions the Florida Public Service Commission (the "Commission") to approve the indirect change in control of Americatel that will occur as the result of the change in majority organizational control of Entel Chile S.A.,¹ which through its wholly-owned subsidiary, Entel International, B.V.I., is the majority owner of Americatel (80%). In support of its Petition, Americatel states:

INTRODUCTION

1. The name and address of the Petitioner is:

Americatel Corporation
4045 N.W. 97th Avenue
Miami, Florida 33178-2300

2. All pleadings and correspondence should be directed to:

D. Bruce May
Karen D. Walker
HOLLAND & KNIGHT LLP
P.O. Drawer 810
Tallahassee, Florida 32302

¹ Entel Chile S.A. is the largest long-distance telecommunications provider in Chile and one of the largest telecommunications providers in South America.

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3. Americatel is a certificated interexchange company subject to Commission regulation pursuant to Chapter 364, Florida Statutes. Section 364.33, Florida Statutes, requires Commission approval when an entity acquires ownership or control of a telecommunications company operating a telecommunications facility in Florida.

4. The Commission's decision in this proceeding will affect Americatel's substantial interests because Section 364.33, Florida Statutes, requires Commission approval of a change in majority organizational control of a certificated company. Americatel is not aware of any disputed issues of material fact.

BACKGROUND

5. The Commission granted Americatel Certificate of Public Convenience and Necessity No. 5313 by notice of proposed agency action issued January 16, 2001, which matured into final agency action. In re: Applications for interexchange telecommunications certificates; Norlight Telecommunications, Inc., Protel Advantage, Inc. d/b/a Long Distance Savings, Vox Populi Telecommunications, Inc., AmericaTel Corporation, Connect America, Inc., Docket Nos. 970634-TI, 970759-TI, 971343-TI, 971387-TI, 971031-TI, Order No. PSC-98-0103-FOF-TI (Jan. 16, 1998). Americatel is currently providing interexchange telecommunications service in Florida pursuant to its tariff on file with the Commission.

6. Entel International, B.V.I. owns 80% of Americatel. Entel International, B.V.I. is a wholly-owned subsidiary of Entel Chile S.A.

7. The current ownership in Entel Chile S.A. is as follows:

Stet International Netherlands N.V.	26.16%
Chilquinta S.A.	15.01%
Chilquinta Telecomunicaciones S.A.	10.62%
Inv. Hidrosur LTDA	13.68%
Minority Shareholders (less than 5% each)	34.53%

THE INDIRECT CHANGE IN CONTROL

8. Stet International Netherlands N.V. plans to acquire the shares in Entel Chile S.A. currently owned by Chilquinta S.A., Chilquinta Telecomunicaciones S.A., and some of the minority shareholders so that the ownership in Entel Chile S.A. will be as follows:

Stet International Netherlands N.V.	54.76%
Inv. Hidrosur LTDA	13.68%
Pension Funds	18.90%
Minority Shareholders (less than 5% each)	12.66%

9. Following this transaction, Entel International, B.V.I. will continue to have majority organizational control of Americatel. However, a majority of Entel International, B.V.I.'s parent company, Entel Chile S.A., will be controlled by Stet International Netherlands N.V.

IMPACT OF THE INDIRECT CHANGE IN CONTROL ON AMERICATEL

10. The transaction will not affect the Commission's regulation of Americatel and the transaction will be transparent to Americatel's customers. After the transaction, Americatel will continue to provide interexchange service in Florida in its own name pursuant to its interexchange certificate and tariff currently on file with the Commission.

11. The acquisition of the majority of shares in Entel Chile S.A. by Stet International Netherlands N.V. is in the public interest. Stet International Netherlands N.V. is the subsidiary of Telecom Italia responsible for acquiring and administering equity interest in international telecommunications companies.

12. Entel Chile S.A. will benefit from Stet International Netherlands N.V.'s technical, managerial and financial capabilities. Accordingly, Americatel and its customers will also benefit from the acquisition of a majority interest in Entel Chile S.A. by Stet International Netherlands N.V.

WHEREFORE, Americatel respectfully requests that the Commission approve the indirect change in control of Americatel that will result from the acquisition of majority organizational control of Entel Chile S.A., parent company of the 80% owner of Americatel, by Stet International Netherlands N.V.

Respectfully submitted this 16th day of January, 2001.



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**Attorneys for Americatel Corporation
d/b/a 10 123 Americatel d/b/a 1010 123
Americatel**