

ORIGINAL

LAW OFFICES OF THOMAS K. CROWE, P.C.
2300 M STREET, N.W.
SUITE 800
WASHINGTON, D.C. 20037

TELEPHONE (202) 973-2890
FAX (202) 973-2891
E-MAIL tkcrowe@bellatlantic.net

RECEIVED-FPSC
01 FEB 15 AM 9:24
RECORDS AND REPORTING

February 13, 2001

BY OVERNIGHT DELIVERY (850-413-6600)

Blanca Bayo
Director
Division of Records and Reporting
Florida Public Service Commission
2540 Shumard Oak Boulevard
Tallahassee, FL 32399-0850

010236-TX

Re Request for Approval to Transfer Control of
The Mobile Phone Company, Inc (ALEC Certificate No 5742)
from Interoute Telecommunications, Inc. to Mr Edwin Altamirano

Dear Ms. Bayo:

Interoute Telecommunications, Inc. ("Interoute"), by its attorneys, hereby notifies the Florida Public Service Commission ("Commission") of the transfer of control of a certificated alternative local exchange carrier, The Mobile Phone Company, Inc. ("MPC")(Certificate No. 5742), from Interoute to Mr Edwin Altamirano

Upon review of the applicable laws and regulations of the State of Florida, it is the understanding of Interoute and Mr. Altamirano (collectively, "the Parties") that prior Commission approval is not required for the transaction described herein. However, should the Commission determine, upon review of this letter, that approval of this transaction is in fact required, the Parties alternatively request that the Commission consider this letter as an application for such approval.

I. Background

Interoute is a privately-held Delaware corporation whose principal office is located at 22 Cortlandt Street, New York, NY 10007. Interoute is authorized to provide interstate and international telecommunications services as a non-dominant carrier pursuant to authority of the Federal Communications Commission, and has been authorized by the New York Public Service Commission to provide intrastate resold services in New York

RECEIVED & FILED
Mur
FPSC-BUREAU OF RECORDS

DOCUMENT NUMBER-DATE
02129 FEB 15 01
FPSC-RECORDS/REPORTING

Mr. Altamirano, a certified public accountant, has over 9 years of telecommunications experience and nearly 15 years of extensive financial experience as a corporate executive for such firms as Southern New England Telephone and Interoute. Mr. Altamirano has considerable experience in the operations of both alternative and incumbent local exchange carriers, auditing and financial planning, mergers and acquisitions, investment, joint ventures and divestitures

MPC is a privately-held ALEC certificated by the Commission on November 13, 1998 by Order No. PSC-1422-FOF-TP (Certificate No. 5742) MPC is a wholly-owned subsidiary of Interoute.

II. Brief Description of the Transaction

On December 20, 2000, Interoute and Mr. Altamirano entered into a stock purchase agreement whereby Mr. Altamirano purchased from Interoute 100% of the issued and outstanding capital stock of MPC. In exchange for 100% of the shares of MPC, Interoute received \$400,000. The transaction closed effective December 31, 2000.

Mr. Altamirano expects for the foreseeable future that the certificated entity, MPC, will continue its telecommunications operations under its current name, and will continue to provide high quality, affordable telecommunications services to the public. As such, this transaction will not in any way disrupt service or cause inconvenience or confusion to the customers of MPC. Indeed, the acquisition will be seamless to retail customers in terms of the services they currently receive.

III. Contact Information

The designated contacts for questions concerning this Application are

Susan Cutright
Vice-President and General Counsel
Interoute Telecommunications, Inc.
22 Cortlandt Street
New York, NY 10007
(212) 981-9116 Telephone
(212) 981-9111 Facsimile

and

Edwin Altamirano
The Mobile Phone Company, Inc.
5300 Champion Blvd.
Suite G1D Suite 1212

Blanca Bayo
February 13, 2001
Page 3

Boca Raton, FL 33496
(561) 241-7776 Telephone
(954) 772-4518 Facsimile

with a copy to:

Thomas K. Crowe, Esq.
C Jeffrey Tibbels, Esq.
Law Offices of Thomas K. Crowe, P C.
2300 M Street, N W., Suite 800
Washington, D.C. 20037
(202) 973-2890 Telephone
(202) 973-2891 Facsimile

IV. Anticipated Tariff Changes

No tariff changes as a result of the transaction are anticipated at this time.

V. Public Interest

Interoute has initiated a plan to divest itself of the majority of its intrastate operations and subsidiaries, including MPC. Mr. Altamirano's purchase of MPC will result in MPC's continued existence as an alternative local exchange carrier in Florida serving its current customer base. In addition to continuing service to existing customers, his transaction will enable MPC to continue to act as a vigorous competitor facilitating lower prices and higher quality services to the Florida public. Thus, the sale of MPC by Interoute to Mr Altamirano is in the public interest.

VI. Conclusion

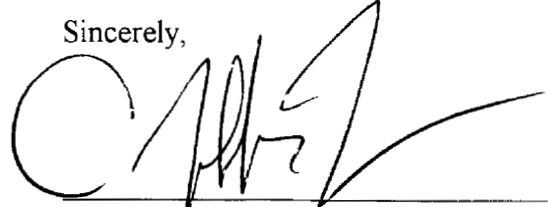
The Parties hereby submit this notification to inform the Commission of the transfer of control and to ensure that all of the rules and regulations of the Commission have been met. This letter is forwarded to the Commission for informational purposes to be included in the appropriate file. Alternatively, should the Commission determine, upon review of this letter, that approval of this transaction is in fact required under the applicable laws and regulations of the State of Florida, the Parties request that the Commission consider this letter as an application for such approval, retroactive to the date of the closing, December 31, 2000.

Please acknowledge receipt of this filing by file-stamping and returning the extra copy of this Application in the self-addressed, stamped envelope provided for this purpose.

Blanca Bayo
February 13, 2001
Page 4

Should you require further information or have any questions, please contact the undersigned.

Sincerely,

A handwritten signature in black ink, appearing to read 'TK Crowe', written over a horizontal line.

Thomas K. Crowe
C Jeffrey Tibbels
Counsel for Interoute
Telecommunications, Inc