

ORIGINAL

October 18, 2001

To Whom It May Concern:

The attached applications have been filed with the Federal Communications Commission (FCC) seeking the FCC's consent to the transfer of control of National Telemanagement Corporation from Illuminet Holdings, Inc. to VeriSign, Inc.

National Telemanagement Corporation resells the services of non-affiliated wireless carriers and provides both domestic interstate and international voice services pursuant to authorization previously granted by the FCC.

The transfer of control of National Telemanagement Corporation will occur as the result of the merger of Illuminet Holdings, Inc. with and into a wholly-owned subsidiary of VeriSign, Inc.

Pursuant to Section 1.763 of the FCC's rules (47 C.F.R. 1.763) copies of these applications are to be served upon the Secretary of Defense, the Secretary of State, and the governors and regulatory agencies of the states involved.

Any questions concerning these applications may be referred to counsel for the transferee:

Larry A. Blosser, Esq.
Blumenfeld & Cohen – Technology Law Group
1625 Massachusetts Ave. N.W.
Suite 300
Washington, D.C. 20036
(202) 955-6300

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FEDERAL COMMUNICATIONS COMMISSION CLERK

Before the
FEDERAL COMMUNICATIONS COMMISSION
Washington, D.C. 20554

In the Matter of)
)
NATIONAL TELEMAGEMENT)
CORPORATION) CC File No. _____
Application for authority pursuant) File No. ITC- _____
to Section 214 of the)
Communications Act of 1934,)
as amended, for authority)
to transfer control from ILLUMINET)
HOLDINGS, INC.)
to VERISIGN, INC.)

APPLICATIONS FOR TRANSFER OF CONTROL

Dated: October 18, 2001

Before the
FEDERAL COMMUNICATIONS COMMISSION
Washington, D.C. 20554

In the Matter of)	
)	
NATIONAL TELEMAGEMENT CORPORATION)	
Application for authority pursuant to Section 214 of the Communications Act of 1934, as amended, for authority to transfer control from ILLUMINET HOLDINGS, INC. to VERISIGN, INC.)	File No. ITC-_____

APPLICATION FOR TRANSFER OF CONTROL

National Telemanagement Corporation (“NTC”), Illuminet Holdings, Inc. (“Illuminet Holdings”) and VeriSign, Inc. (“VeriSign”) (collectively, “Applicants”) hereby jointly request authority, pursuant to Section 214 of the Communications Act of 1934, as amended, 47 U.S.C. §214, and Section 63.18 of the Commission's Rules, 47 C.F.R. §63.18, to transfer control of NTC, a holder of international Section 214 authority, from Illuminet Holdings (NTC’s parent) to VeriSign.¹

As discussed below, this application is entitled to streamlined processing pursuant to Section 63.12 of the Commission’s Rules. The Section 214 authorization to be transferred is for resale only, and none of the Applicants is affiliated with any domestic or international carrier whose services NTC seeks authority to resell.

This application is being filed in preparation for the proposed merger of Illuminet Holdings with and into a wholly-owned subsidiary of VeriSign. Upon completion of the merger, NTC (now a wholly-owned subsidiary of Illuminet Holdings) will become an indirect wholly-

owned subsidiary of VeriSign. Authority for the proposed transfer of control is requested so that the international resale authorization can continue to be used to promote the public interest in the provision of wireless roaming services to the public.

Accordingly, this application requests Commission consent to the transfer of control of NTC from Illuminet Holdings to VeriSign.

I. Description of the Parties

A. National Telemanagement Corporation dba American Roaming Network

NTC dba American Roaming Network provides a service that allows certain wireless subscribers, those who are “roaming” in areas where their home carrier has not made arrangements for automatic roaming service, to complete calls to domestic and international destinations. Calls may be billed to a calling card or credit card, or they may be charged to a third party or billed as collect calls.²

B. Illuminet Holdings, Inc.

Illuminet Holdings is a holding company for various lines of business related to the telecommunications industry. Illuminet Holdings is the parent of both NTC and Illuminet, Inc. (“Illuminet”). Illuminet is a third-party provider of advanced nationwide signaling and intelligent network services (utilizing Signaling System 7 or “SS7” technology) to the telecommunications industry. Illuminet specializes in SS7 network services and intelligent network solutions for services such as calling name delivery, calling card validation, wireless roaming, number portability, network usage measurement, Operations Support Systems (“OSS”),

¹ An application requesting Commission authority for the transfer of control of the blanket domestic 214 authorization held by NTC dba American Roaming Network is being filed contemporaneously herewith.

² NTC is also engaged in other lines of business where it does not serve as a telecommunications carrier. For example, it provides prepaid wireless services including real-time account management, to wireless carriers, resellers and agents.

interconnection services, clearinghouse services, toll-free database and other specialized database access functions

C. VeriSign, Inc. ("VeriSign")

VeriSign provides Internet trust services and digital certificate solutions for websites, enterprises and individuals to conduct trusted and secure electronic commerce and communications over Internet-protocol-based networks. VeriSign's domain name registration, digital certificate, global registry and payment services provide the web identity, authentication and transaction infrastructure that online businesses use to establish their web identities and to conduct secure e-commerce and communications. Neither VeriSign itself, nor any of its subsidiaries or affiliates, is a telecommunications carrier.

II. Description of the Proposed Merger.

On September 24, 2001, VeriSign and Illuminet Holdings announced that they had entered into a merger agreement. Upon completion of the merger, which is subject to certain conditions including approval by Illuminet Holdings stockholders and required regulatory approvals, Illuminet Holdings will merge with and into a wholly-owned subsidiary of VeriSign, and will become a wholly-owned subsidiary of VeriSign. Upon consummation of the merger, control of NTC will be transferred as follows: NTC (now a wholly-owned subsidiary of Illuminet Holdings) will become an indirect wholly-owned subsidiary of VeriSign.

III. Public Interest Statement

NTC, as an indirect wholly-owned subsidiary of VeriSign, will continue to provide wireless roaming service permitting "denied roamers" to complete calls to domestic and international destinations. The merger of Illuminet Holdings and VeriSign is expected to enhance NTC's ability to improve and extend its service offerings. Thus, the public interest will be served

by the grant of authority for the transfer of control of NTC from Illuminet Holdings to VeriSign.

The transaction will result in no countervailing competitive harms.

IV. Information Required by Section 63.18 of the Commission's Rules

The following information, required by Section 63.18 of the Commission's Rules, 47 C.F.R.

§63.18, is submitted by the Applicants in support of their application for transfer of control. The information is labeled according to the rule subsection to which it is responsive:

(a) Names, addresses and telephone numbers of the Applicants:

National Telemanagement Corporation dba American Roaming Network
2777 Stemmons Freeway, Suite 700
Dallas, TX 75207
(214) 640-4101

Illuminet Holdings, Inc.
4501 Intelco Loop
Lacey, Washington 98503
(360) 493-6000

VeriSign, Inc.
487 East Middlefield Road
Mountain View, CA 94043
(650) 961-7500

(b) National Telemanagement Corporation is a corporation organized under the laws of the State of Texas. Illuminet Holdings, Inc. is a corporation organized under the laws of the State of Delaware. VeriSign, Inc. is a corporation organized under the laws of the State of Delaware.

(c) Correspondence concerning this application should be sent to:

For the Carrier:

George Lebus
President
National Telemanagement Corporation dba American Roaming Network
2777 Stemmons Freeway, Suite 700
Dallas, TX 75207
Tel: (214) 640-4101
Fax: (214) 640-4142

For the Transferor:

Daniel E. Weiss
Senior Vice President – Finance
Chief Financial Officer
Illuminet Holdings, Inc.
4501 Intelco Loop
Lacey, Washington 98503
Tel: (360) 493-6000
Fax: (360) 923-3440

with a copy to:

Sylvia Lesse, Esq.
Thomas J. Moorman, Esq.
Kraskin, Lesse & Cosson, LLP
2120 L Street, N.W. Suite 520
Washington, D.C. 20037
Tel: (202) 296-8890
Fax: (202) 296-8893

For the Transferee:

James Ulam
Senior Vice President and General Counsel
VeriSign, Inc.
487 East Middlefield Road
Mountain View, CA 94043
Tel: (650) 426-5276
Fax: (650) 426-5113

with copies to:

Jeffrey R. Vetter, Esq.
Fenwick & West LLP
Two Palo Alto Square
Palo Alto, CA 94306
Tel: (650) 494-0600
Fax: (650) 494-1417

and

Jeffrey Blumenfeld, Esq.
Larry A. Blosser, Esq.
Blumenfeld & Cohen

1625 Massachusetts Ave., NW
Suite 300
Washington, DC 20036
Tel: (202) 955-6300
Fax: (202) 955-6460

(d) National Telemanagement Corporation dba 1-800-Call USA was previously granted Section 214 international authorization effective January 28, 2000. *See* File No. ITC-214-20000103-00007. This authority was cancelled effective June 28, 2000. Except for the above authorization and the global resale authorization presently held by NTC dba American Roaming Network which is the subject of this application, neither Illuminet Holdings nor VeriSign, nor any of their respective subsidiaries, has received authority previously under Section 214 of the Communications Act.

(e) This application seeks authority for the transfer of control of the global resale Section 214 authority currently held by NTC dba American Roaming Network pursuant to the terms and conditions of Section 63.18 (e)(2) of the Commission's Rules.

(f) Not applicable.

(g) Not applicable.

(h) The name, address, citizenship and principal business of the sole shareholder that controls ten percent or more of VeriSign, Inc. is as follows:

Massachusetts Financial Services Company
500 Boylston Street
Boston, MA 02116
Principal Business: Investment Adviser

Citizenship: U.S.A.

(i) VeriSign certifies that it is not affiliated with any foreign or U.S. facilities-based carrier.

(j) VeriSign certifies that it does not seek to provide international telecommunications services to any country in which any of the statements in Sections 63.18 (j)(1) through (4) are true.

(k) Not applicable.

(l) Not applicable.

(m) Not applicable.

(n) VeriSign certifies it has not agreed to accept special concessions directly or indirectly from any foreign carrier with respect to any U.S. international route where the foreign carrier

possesses market power on the foreign end of the route and will not enter into such agreements in the future.

(o) VeriSign certifies, pursuant to §§ 1.2001 through 1.2003 of the Commission's Rules that no party to this application is subject to a denial of federal benefits pursuant to Section 5301 of the Anti-Drug Abuse Act of 1988.

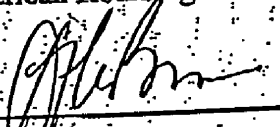
(p) This application is eligible for streamlined processing pursuant to Section 63.12 of the Commission's Rules. None of the factors which would render this application ineligible for streamlined processing are present. VeriSign is not affiliated with any foreign carrier. *See* 47 C.F.R. §63.12(c)(1). VeriSign has no affiliation with a dominant U.S. carrier whose international switched or private line services VeriSign seeks authority to resell. *See* 47 C.F.R. §63.12(c)(2). Finally, VeriSign does not seek authority to provide switched services over private lines to a country for which the Commission has not previously authorized the provision of switched services over private lines. *See* 47 C.F.R. §63.12(c)(3).

V. Conclusion

For the above reasons, NTC, Illuminet Holdings and VeriSign respectfully submit that the public interest, convenience and necessity would be furthered by a grant of this application to transfer control of NTC from Illuminet Holdings to VeriSign.

Respectfully submitted,

National Telemanagement Corporation
dba American Roaming Network

By: 

George Lewis
President
2777 Stemmons Freeway
Suite 700
Dallas, TX 75207
Tel: (214) 640-4101
Fax: (214) 640-4142

Illuminet Holdings, Inc.

By: _____
Daniel E. Weiss
Senior Vice President - Finance
Chief Financial Officer
Illuminet Holdings, Inc.
4501 Intelco Loop
Lacey, Washington 98503
Tel: (360) 493-6000

VeriSign, Inc.

By: _____
James Ulam
Senior Vice President, General Counsel
487 East Middlefield Road
Mountain View, CA 94043
Tel: (650) 426-5276
Fax: (650) 426-5113

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Respectfully submitted,


National Telemanagement Corporation
dba American Roaming Network

VeriSign, Inc.

By: _____
George Lebus
President
2777 Stemmons Freeway
Suite 700
Dallas, TX 75207
Tel: (214) 640-4101
Fax: (214) 640-4142

By: _____
James Ulam
Senior Vice President, General Counsel
487 East Middlefield Road
Mountain View, CA 94043
Tel: (650) 426-5276
Fax: (650) 426-5113

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By: 
Daniel E. Weiss
Senior Vice President - Finance
Chief Financial Officer
Illuminet Holdings, Inc.
4501 Intelco Loop
Lacey, Washington 98503
Tel: (360) 493-6000
Fax: (360) 883-2110

V. Conclusion

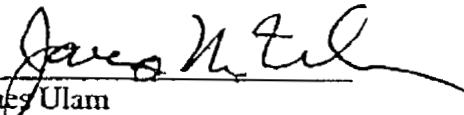
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Respectfully submitted,

National Telemanagement Corporation
dba American Roaming Network

VeriSign, Inc.

By: _____
George Lebus
President
2777 Stemmons Freeway
Suite 700
Dallas, TX 75207
Tel: (214) 640-4101
Fax: (214) 640-4142

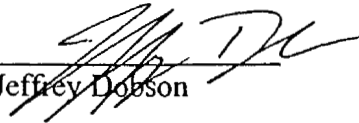
By: 
James Ulam
Senior Vice President, General Counsel
487 East Middlefield Road
Mountain View, CA 94043
Tel: (650) 426-5276
Fax: (650) 426-5113

Illuminet Holdings, Inc.

By: _____
Daniel E. Weiss
Senior Vice President - Finance
Chief Financial Officer
Illuminet Holdings, Inc.
4501 Intelco Loop
Lacey, Washington 98503
Tel: (360) 493-6000
Fax: (360) 493-3440

CERTIFICATE OF SERVICE

I, Jeffrey Dobson hereby certify that on this 18th day of October, 2001, I have served a copy of the foregoing document via hand delivery and U.S. Mail, postage pre-paid, to the following:


Jeffrey Dobson

Secretary of Defense
Attn. Special Assistant for Telecommunications
Pentagon
Washington, DC 20301

Honorable Colin Powell
Secretary of State
2201 C Street, N.W.
Washington, D.C. 20520

Walter Thomas
Alabama Public Service Commission
100 North Union Street, Suite 850
Montgomery, AL 36101

Joyce McGowan
Regulatory Commission of Alaska
701 West 8th Avenue, Suite 300
Anchorage, AK 99501

Christina Rosales
Arizona Corporation Commission
1200 West Washington
Phoenix, AZ 85007

Diana Wilson
Arkansas Public Service Commission
1000 Center Street
Little Rock, AR 72203

Docketing Clerk
California Public Utilities Commission
505 Van Ness Avenue
San Francisco, CA 94102

Michele Gronewold
Colorado Public Utilities Commission
1580 Logan Street, Office Level 2
Denver, CO 80203

Louise Rickard
Connecticut Dept. of Public Utility Control
10 Franklin Square
New Britain, CT 06051

Karen Nickerson
Delaware Public Service Commission
861 Silver Lake Boulevard, #100
Dover, DE 19904

Jesse P. Clay, Jr.
DC Public Service Commission
1333 H Street, NW, 7th Floor
Washington, DC 20005

Blanca S. Bayo
Florida Public Service Commission
2540 Shumard Oak Boulevard
Tallahassee, FL 32399

Reece McAlister.
Georgia Public Service Commission
244 Washington Street, SW
Atlanta, GA 30334

Karen Higashi
Hawaii Public Utilities Commission
465 South King Street, Room 103
Honolulu, HI 96813

Jean Jewell
Idaho Public Utilities Commission
472 W. Washington
Boise, ID 83702

Donna Caton
Illinois Commerce Commission
527 E. Capitol Avenue
Springfield, IL 62701

Joseph Sutherland
Indiana Utility Regulatory Commission
302 W. Washington Street, Rm. E306
Indianapolis, IN 46204

Judi Cooper
Iowa Utilities Board
350 Maple Street
Des Moines, IA 50319

Jeff Wagaman
Kansas Corporation Commission
1500 SW Arrowhead Road
Topeka, KS 66604

Stephanie Bell
Kentucky Public Service Commission
211 Sower Boulevard
Frankfort, KY 40602

Lawrence St.Blanc
Louisiana Public Service Commission
One American Place, Suite 1630
Baton Rouge, LA 70821

Dennis Keschl
Maine Public Utilities Commission
242 State Street, 18 State House Station
Augusta, ME 04333

Felecia Greer
Maryland Public Service Commission
6 St. Paul Street, 16th Floor
Baltimore, MD 21202

Mary Cottrell
Massachusetts Dept. of Telecom & Energy
One South Station
Boston, MA 02110

Dorothy Wideman
Michigan Public Service Commission
6545 Mercantile Way, Suite 7
Lansing, MI 48911

Burl Haar
Minnesota Public Utilities Commission
121 7th Place East, Suite 350
St. Paul, MN 55101

Brian Ray
Mississippi Public Service Commission
501 North West Street, 201-A
Jackson, MS 39201

Dale Hardy Roberts
Missouri Public Service Commission
200 Madison Street
Jefferson City, MO 65101

Rhonda Simmons
Montana Public Service Commission
1701 Prospect Avenue
Helena, MT 59620

Andy Pollack
Nebraska Public Service Commission
1200 N Street, 300 The Atrium
Lincoln, NE 68509

Crystal Jackson
Nevada Public Utilities Commission
1150 E. William Street
Carson City, NV 89701

Thomas Getz
New Hampshire Public Service Commission
8 Old Suncook Road
Concord, NH 03301

Frances Smith
New Jersey Board of Public Utilities
Two Gateway Center
Newark, NJ 07102

Pam Payne
New Mexico Public Regulation Commission
224 East Palace Avenue
Santa Fe, NM 87501

Janet Hand Deixler
New York State Public Service Commission
Three Empire State Plaza
Albany, NY 12223

Geneva Thigpen
North Carolina Utilities Commission
430 North Salisbury Street
Raleigh, NC 27603

Jon Mielke
North Dakota Public Service Commission
600 East Boulevard, Dept. 408
Bismark, ND 58505

Daisy Crockron
Ohio Public Utility Commission
180 E. Broad Street
Columbus, OH 43215

Peggy Mitchell
Oklahoma Corporation Commission
2101 N. Lincoln Boulevard
Oklahoma City, OK 73105

Vickie Bailey-Goggins
Oregon Public Utility Commission
550 Capitol Street, NE, Suite 215
Salem, OR 97301

James J. McNulty
Pennsylvania Public Utility Commission
400 North Street, 2nd Floor
Harrisburg, PA 17120

Luly Massero
Rhode Island Public Utilities Commission
89 Jefferson Boulevard
Warwick, RI 02886

Gary Walsh
South Carolina Public Service Commission
101 Executive Center Drive
Columbia, SC 29210

Debra Elosson
South Dakota Public Utility Commission
500 East Capitol Avenue, 1st Floor
Pierre, SD 57501

David Waddell
Tennessee Regulatory Authority
460 James Robertson Parkway
Nashville, TN 37243

Ann Bowen
Texas Public Utility Commission
1701 N. Congress Avenue
Austin, TX 78711

Julie Orchard
Utah Public Service Commission
160 East 300 South, 4th Floor
Salt Lake City, UT 84111

Sue Hudson
Vermont Public Service Board
112 State Street, Drawer 20
Montpelier, VT 05620

Operations Division
Virginia State Corporation Commission
1300 E. Main Street, 1st Floor
Richmond, VA 23219

Carole Washburn
Washington Utilities & Transportation Commission
1300 S. Evergreen Park Drive, SW
Olympia, WA 98504

Sandra Squire
West Virginia Public Service Commission
201 Brooks Street
Charleston, WV 25301

Lynda Dorr
Wisconsin Public Service Commission
610 North Whitney Way
Madison, WI 53707

Kathy Jenkins
Wyoming Public Service Commission
2515 Warren Avenue, Suite 300
Cheyenne, WY 82002

Alabama Gov. Don Siegelman
Office of the Governor
State Capitol
600 Dexter Avenue
Montgomery, AL 36130-2751

Alaska Gov. Tony Knowles
Office of the Governor
P.O. Box 110001
Juneau, AK 99811-0001

Arizona Gov. Jane Hull
Office of the Governor
State Capitol
1700 West Washington
Phoenix, AZ 85007

Arkansas Gov. Mike Huckabee
Office of the Governor
State Capitol, Room 250
Little Rock, AR 72201

California Gov. Gray Davis
Office of the Governor
State Capitol
Sacramento, CA 95814

Colorado Gov. Bill Owens
Office of the Governor
136 State Capitol
Denver, CO 80203

Connecticut Gov. John Rowland
Office of the Governor
210 Capitol Avenue
Hartford, CT 06106

Mississippi Gov. Ronnie Musgrove
Office of the Governor
P.O. Box 139
Jackson, MS 39205

Florida Gov. Jeb Bush
Office of the Governor
The Capitol
Tallahassee, FL 32399-0001

Georgia Gov. Roy Barnes
Office of the Governor
203 State Capitol
Atlanta, GA 30334

Idaho Gov. Dirk Kempthorne
Office of the Governor
State Capitol
700 West Jefferson, 2nd Floor
Boise, ID 83702

Illinois Gov. George Ryan
Office of the Governor
State Capitol
207 Statehouse
Springfield, IL 62706

Indiana Gov. Frank O'Bannon
Office of the Governor
206 State House
Indianapolis, IN 46204

Iowa Gov. Thomas Vilsack
Office of the Governor
State Capitol
Des Moines, IA 50319-0001

Kansas Gov. Bill Graves
Office of the Governor
State Capitol, Second Floor
Topeka, KS 66612-1590

Kentucky Gov. Paul Patton
Office of the Governor
State Capitol
700 Capitol Avenue
Frankfort, KY 40601

Louisiana Gov. Mike Foster Jr.
Office of the Governor
P.O. Box 94004
Baton Rouge, LA 70804-9004

Maine Gov. Angus King Jr.
Office of the Governor
1 State House Station
Augusta, ME 04333

Maryland Gov. Parris Glendening
Office of the Governor
100 State Circle
Annapolis, MD 21401

Massachusetts Gov. Jane Swift
Office of the Governor
State House, Room 360
Boston, MA 02133

Michigan Gov. John Angler
Office of the Governor
P.O. Box 30013
Lansing, MI 48909

Minnesota Gov. Jesse Ventura
Office of the Governor
130 State Capitol
75 Constitution Avenue
St. Paul, MN 55155

Missouri Gov. Bob Holden
Office of the Governor
Missouri Capitol Building, Room 216
Jefferson City, MO 65101

Montana Gov. Judy Martz
Office of the Governor
P.O. Box 0801
Helena, MT 59620

Nebraska Gov. Mike Johanns
Office of the Governor
P.O. Box 94848
Lincoln, NE 68509-4848

Nevada Gov. Kenny Guinn
Office of the Governor
State Capitol
101 North Carson Street
Carson City, NV 89710

New Hampshire Gov. Jeanne Shaheen
Office of the Governor
State House, Room 208
Concord, NH 03301

New Jersey Gov.
Donald DiFrancesco
Office of the Governor
125 West State Street, P.O. Box 001
Trenton, NJ 08625

New York Gov. George Pataki
Office of the Governor
State Capitol
Albany, NY 12224

North Carolina Gov.
Michael Easley
Office of the Governor
20301 Mail Service Center
Raleigh, NC 27699-0301

North Dakota Gov. John Hoeven
Office of the Governor
State Capitol
600 East Boulevard Avenue, Dept. 101
Bismarck, ND 58505-0001

Ohio Gov. Bob Taft
Office of the Governor
77 South High Street, 30th Floor
Columbus, OH 43266-0601

Oklahoma Gov. Frank Keating
Office of the Governor
State Capitol Building, Suite 212
Oklahoma City, OK 73105

Oregon Gov. John Kitzhaber, M.D.
Office of the Governor
900 Court Street NE
Room 254
Salem, OR 97301-4047

Pennsylvania Gov. Tom Ridge
Office of the Governor
Room 225
Main Capitol Building
Harrisburg, PA 17120

Rhode Island Gov. Lincoln Almond
Office of the Governor
State House
Providence, RI 02903-1196

South Carolina Gov. Jim Hodges
Office of the Governor
P.O. Box 11829
Columbia, SC 29211-1829

South Dakota Gov. William Janklow
Office of the Governor
500 East Capitol Avenue
Pierre, SD 57501

Tennessee Gov. Don Sundquist
Office of the Governor
State Capitol
Nashville, TN 37243-0001

Texas Gov. Rick Perry
Office of the Governor
P.O. Box 12428
Austin, TX 78711

Utah Gov. Michael Leavitt
Office of the Governor
210 State Capitol
Salt Lake City, UT 81114

Vermont Gov. Howard Dean, M.D.
Office of the Governor
109 State Street
Montpelier, VT 05609

Virginia Gov. James Gilmore III
Office of the Governor
State Capitol
Richmond, VA 23219

Washington Gov. Gary Locke
Office of the Governor
P.O. Box 40002
Olympia, WA 98504-0002

West Virginia Gov. Robert Wise Jr.
Office of the Governor
State Capitol Complex
Charleston, WV 25305-0370

Wisconsin Gov. Scott McCallum
Office of the Governor
State Capitol
P.O. Box 7863
Madison, WI 53707

Wyoming Gov. Jim Geringer
Office of the Governor
State Capitol Building, Room 124
Cheyenne, WY 82002

Hawaii Gov. Benjamin Cayetano
Office of the Governor
State Capitol
Executive Chambers
Honolulu, HI 96813

New Mexico Gov. Gary Johnson
Office of the Governor
State Capitol, 4th Floor
Santa Fe, NM 87503

ITS
1231 20th Street, NW
Washington, DC 20036

Qualex International
445 12th St., S.W., Room CW-B402
Washington, D.C. 20554

Before the
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This application is being filed in preparation for the proposed merger of Illuminet Holdings with and into a wholly-owned subsidiary of VeriSign. Upon completion of the merger, NTC (now a wholly-owned subsidiary of Illuminet Holdings), will become an indirect wholly-owned subsidiary of VeriSign. Authority for the proposed transfer of control is requested so that NTC may continue to provide uninterrupted wireless roaming services to the public.

¹ An application requesting Commission authority for the transfer of control of an international resale 214 authorization held by NTC dba American Roaming Network (FCC File No. ITC-214-20000919-534; *see* Public Notice, Report No. TEL-00304 (DA No. 00-2356) released October 19, 2000) is being filed contemporaneously herewith.

Accordingly, this application requests Commission consent to the transfer of control of NTC from Illuminet Holdings to VeriSign.

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A. National Telemanagement Corporation dba American Roaming Network

NTC dba American Roaming Network provides a service that allows certain wireless subscribers, those who are “roaming” in areas where their home carrier has not made arrangements for automatic roaming service, to complete calls to domestic and international destinations. Calls may be billed to a calling card or credit card, or they may be charged to a third party or billed as collect calls. NTC is not a facilities-based carrier, but rather a reseller of the switched services of non-affiliated wireless carriers.²

B. Illuminet Holdings, Inc.

Illuminet Holdings is a holding company for various lines of business related to the telecommunications industry. Illuminet Holdings is the parent of both NTC and Illuminet, Inc. (“Illuminet”). Illuminet is a third-party provider of advanced nationwide signaling and intelligent network services (utilizing Signaling System 7 or “SS7” technology) to the communications industry. Illuminet specializes in SS7 network services and intelligent network solutions for services such as calling name delivery, calling card validation, wireless roaming, number portability, network usage measurement, Operations Support Systems (“OSS”), interconnection services, clearinghouse services, toll-free database and other specialized database access functions.

² Because NTC is a wireless reseller, it is unclear that Section 214 requirements are applicable. *See* Declaratory Ruling and Notice of Proposed Rulemaking, FCC 01-205, rel: July 20, 2001 at para 7, n 15. Nonetheless, out of an abundance of caution, the Applicants submit this application for transfer of control for approval by the Commission. NTC is also engaged in other lines of business where it does not serve as a telecommunications carrier. For example, it provides prepaid wireless services including real-time account management, to wireless carriers, resellers and agents.

C. VeriSign, Inc. ("VeriSign")

VeriSign provides Internet trust services and digital certificate solutions for websites, enterprises and individuals to conduct trusted and secure electronic commerce and communications over Internet-protocol-based networks. VeriSign's domain name registration, digital certificate, global registry and payment services provide the web identity, authentication and transaction infrastructure that online businesses use to establish their web identities and to conduct secure e-commerce and communications. Neither VeriSign itself, nor any of its subsidiaries or affiliates, is a telecommunications carrier.

II. Description of the Proposed Merger.

On September 24, 2001, VeriSign and Illuminet Holdings announced that they had entered into a merger agreement. Upon completion of the merger, which is subject to certain conditions including approval by Illuminet Holdings stockholders and required regulatory approvals, Illuminet Holdings will merge with and into a wholly-owned subsidiary of VeriSign, and will become a wholly-owned subsidiary of VeriSign. Upon consummation of the merger, control of NTC will be transferred as follows: NTC (now a wholly-owned subsidiary of Illuminet Holdings) will become an indirect wholly-owned subsidiary of VeriSign.

III. Public Interest Statement

NTC, as an indirect wholly-owned subsidiary of VeriSign, will continue to provide wireless roaming service permitting "denied roamers" to complete calls to domestic and international destinations. The merger of Illuminet Holdings and VeriSign is expected to enhance NTC's ability to improve and extend its service offerings. Thus, the public interest will be served

by the grant of authority for the transfer of control of NTC from Illuminet Holdings to VeriSign.

The transaction will result in no countervailing competitive harms.

IV. Additional Information Provided Pursuant to the Commission's Rules

The following additional information is submitted by the Applicants in support of their application for transfer of control:

(a) Names, addresses and telephone numbers of the Applicants:

National Telemanagement Corporation dba American Roaming Network
2777 Stemmons Freeway, Suite 700
Dallas, TX 75207
(214) 640-4101

Illuminet Holdings, Inc.
4501 Intelco Loop
Lacey, Washington 98503
(360) 493-6000

VeriSign, Inc.
487 East Middlefield Road
Mountain View, CA 94043
(650) 961-7500

(b) National Telemanagement Corporation is a corporation organized under the laws of the State of Texas. Illuminet Holdings, Inc. is a corporation organized under the laws of the State of Delaware. VeriSign, Inc. is a corporation organized under the laws of the State of Delaware.

(c) Correspondence concerning this application should be sent to:

For the Carrier

George Lebus
President
National Telemanagement Corporation dba American Roaming Network
2777 Stemmons Freeway, Suite 700
Dallas, TX 75207
Tel: (214) 640-4101
Fax: (214) 640-4142

For the Transferor:

Daniel E. Weiss
Senior Vice President – Finance
Chief Financial Officer
Illuminet Holdings, Inc.
4501 Intelco Loop
Lacey, Washington 98503
Tel: (360) 493-6000
Fax: (360) 923-3440

with a copy to:

Sylvia Lesse, Esq.
Thomas J. Moorman, Esq.
Kraskin, Lesse & Cosson, LLP
2120 L Street, N.W. Suite 520
Washington, D.C. 20037
Tel: (202) 296-8890
Fax: (202) 296-8893

For the Transferee:

James Ulam
Senior Vice President and General Counsel
VeriSign, Inc.
487 East Middlefield Road
Mountain View, CA 94043
Tel: (650) 426-5276
Fax: (650) 426-5113

with copies to:

Jeffrey R. Vetter, Esq.
Fenwick & West LLP
Two Palo Alto Square
Palo Alto, CA 94306
Tel: (650) 494-0600
Fax: (650) 494-1417

and

Jeffrey Blumenfeld, Esq.
Larry A. Blosser, Esq.

Blumenfeld & Cohen
1625 Massachusetts Ave., NW
Suite 300
Washington, DC 20036
Tel: (202) 955-6300
Fax: (202) 955-6460

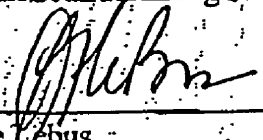
In accordance with the provisions of Sections 1.2001 through 1.2003 of the Commission's Rules (47 C.F.R. §§ 1.2001 through 1.2003) the undersigned certifies that no party to this application is subject to a denial of federal benefits pursuant to Section 5301 of the Anti-Drug Abuse Act of 1988. *See* 21. U.S.C. §853.

V. Conclusion

For the above reasons, NTC, Illuminet Holdings and VeriSign respectfully submit that the public interest, convenience and necessity would be furthered by a grant of this application to transfer control of NTC from Illuminet Holdings to VeriSign.

Respectfully submitted,

National Telemanagement Corporation
dba American Roaming Network

By: 
George Lebus
President
2777 Stemmons Freeway
Suite 700
Dallas, TX 75207
Tel: (214) 640-4101
Fax: (214) 640-4142

Illuminet Holdings, Inc.

By: _____
Daniel E. Weiss
Senior Vice President - Finance
Chief Financial Officer
Illuminet Holdings, Inc.
4501 Intelco Loop
Lacey, Washington 98503
Tel: (360) 493-6000
Fax: (360) 923-3440

VeriSign, Inc.

By: _____
James Ulan
Senior Vice President, General Counsel
487 East Middlefield Road
Mountain View, CA 94043
Tel: (650) 426-5276
Fax: (650) 426-5113

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National Telemanagement Corporation
dba American Roaming Network

VeriSign, Inc.

By: _____
George Lebus
President
2777 Stemmons Freeway
Suite 700
Dallas, TX 75207
Tel: (214) 640-4101
Fax: (214) 640-4142

By: _____
James Ulam
Senior Vice President, General Counsel
487 East Middlefield Road
Mountain View, CA 94043
Tel: (650) 426-5276
Fax: (650) 426-5113

Illuminet Holdings, Inc.

By: 
Daniel E. Weiss
Senior Vice President - Finance
Chief Financial Officer
Illuminet Holdings, Inc.
4501 Intelco Loop
Lacey, Washington 98503
Tel: (360) 493-6000
Fax: (360) 923-3440

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Respectfully submitted,

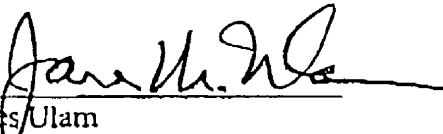
National Telemanagement Corporation
dba American Roaming Network

By: _____
George Lebus
President
2777 Stemmons Freeway
Suite 700
Dallas, TX 75207
Tel: (214) 640-4101
Fax: (214) 640-4142

Illuminet Holdings, Inc.

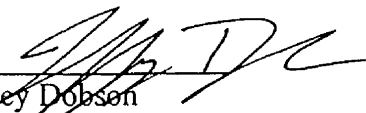
By: _____
Daniel E. Weiss
Senior Vice President – Finance
Chief Financial Officer
Illuminet Holdings, Inc.
4501 Intelco Loop
Lacey, Washington 98503
Tel: (360) 493-6000
Fax: (360) 923-3440

VeriSign, Inc.

By: 
James Ulam
Senior Vice President, General Counsel
487 East Middlefield Road
Mountain View, CA 94043
Tel: (650) 426-5276
Fax: (650) 426-5113

CERTIFICATE OF SERVICE

I, Jeffrey Dobson hereby certify that on this 18th day of October, 2001, I have served a copy of the foregoing document via hand delivery and U.S. Mail, postage pre-paid, to the following:


Jeffrey Dobson

Secretary of Defense
Attn. Special Assistant for Telecommunications
Pentagon
Washington, DC 20301

Honorable Colin Powell
Secretary of State
2201 C Street, N.W.
Washington, D.C. 20520

Walter Thomas
Alabama Public Service Commission
100 North Union Street, Suite 850
Montgomery, AL 36101

Joyce McGowan
Regulatory Commission of Alaska
701 West 8th Avenue, Suite 300
Anchorage, AK 99501

Christina Rosales
Arizona Corporation Commission
1200 West Washington
Phoenix, AZ 85007

Diana Wilson
Arkansas Public Service Commission
1000 Center Street
Little Rock, AR 72203

Docketing Clerk
California Public Utilities Commission
505 Van Ness Avenue
San Francisco, CA 94102

Michele Gronewold
Colorado Public Utilities Commission
1580 Logan Street, Office Level 2
Denver, CO 80203

Louise Rickard
Connecticut Dept. of Public Utility Control
10 Franklin Square
New Britain, CT 06051

Karen Nickerson
Delaware Public Service Commission
861 Silver Lake Boulevard, #100
Dover, DE 19904

Jesse P. Clay, Jr.
DC Public Service Commission
1333 H Street, NW, 7th Floor
Washington, DC 20005

Blanca S. Bayo
Florida Public Service Commission
2540 Shumard Oak Boulevard
Tallahassee, FL 32399

Reece McAlister.
Georgia Public Service Commission
244 Washington Street, SW
Atlanta, GA 30334

Karen Higashi
Hawaii Public Utilities Commission
465 South King Street, Room 103
Honolulu, HI 96813

Jean Jewell
Idaho Public Utilities Commission
472 W. Washington
Boise, ID 83702

Donna Caton
Illinois Commerce Commission
527 E. Capitol Avenue
Springfield, IL 62701

Joseph Sutherland
Indiana Utility Regulatory Commission
302 W. Washington Street, Rm. E306
Indianapolis, IN 46204

Judi Cooper
Iowa Utilities Board
350 Maple Street
Des Moines, IA 50319

Jeff Wagaman
Kansas Corporation Commission
1500 SW Arrowhead Road
Topeka, KS 66604

Stephanie Bell
Kentucky Public Service Commission
211 Sower Boulevard
Frankfort, KY 40602

Lawrence St.Blanc
Louisiana Public Service Commission
One American Place, Suite 1630
Baton Rouge, LA 70821

Dennis Keschl
Maine Public Utilities Commission
242 State Street, 18 State House Station
Augusta, ME 04333

Felecia Greer
Maryland Public Service Commission
6 St. Paul Street, 16th Floor
Baltimore, MD 21202

Mary Cottrell
Massachusetts Dept. of Telecom & Energy
One South Station
Boston, MA 02110

Dorothy Wideman
Michigan Public Service Commission
6545 Mercantile Way, Suite 7
Lansing, MI 48911

Burl Haar
Minnesota Public Utilities Commission
121 7th Place East, Suite 350
St. Paul, MN 55101

Brian Ray
Mississippi Public Service Commission
501 North West Street, 201-A
Jackson, MS 39201

Dale Hardy Roberts
Missouri Public Service Commission
200 Madison Street
Jefferson City, MO 65101

Rhonda Simmons
Montana Public Service Commission
1701 Prospect Avenue
Helena, MT 59620

Andy Pollack
Nebraska Public Service Commission
1200 N Street, 300 The Atrium
Lincoln, NE 68509

Crystal Jackson
Nevada Public Utilities Commission
1150 E. William Street
Carson City, NV 89701

Thomas Getz
New Hampshire Public Service Commission
8 Old Suncook Road
Concord, NH 03301

Frances Smith
New Jersey Board of Public Utilities
Two Gateway Center
Newark, NJ 07102

Pam Payne
New Mexico Public Regulation Commission
224 East Palace Avenue
Santa Fe, NM 87501

Janet Hand Deixler
New York State Public Service Commission
Three Empire State Plaza
Albany, NY 12223

Geneva Thigpen
North Carolina Utilities Commission
430 North Salisbury Street
Raleigh, NC 27603

Jon Mielke
North Dakota Public Service Commission
600 East Boulevard, Dept. 408
Bismark, ND 58505

Daisy Crockron
Ohio Public Utility Commission
180 E. Broad Street
Columbus, OH 43215

Peggy Mitchell
Oklahoma Corporation Commission
2101 N. Lincoln Boulevard
Oklahoma City, OK 73105

Vickie Bailey-Goggins
Oregon Public Utility Commission
550 Capitol Street, NE, Suite 215
Salem, OR 97301

James J. McNulty
Pennsylvania Public Utility Commission
400 North Street, 2nd Floor
Harrisburg, PA 17120

Luly Massero
Rhode Island Public Utilities Commission
89 Jefferson Boulevard
Warwick, RI 02886

Gary Walsh
South Carolina Public Service Commission
101 Executive Center Drive
Columbia, SC 29210

Debra Elosson
South Dakota Public Utility Commission
500 East Capitol Avenue, 1st Floor
Pierre, SD 57501

David Waddell
Tennessee Regulatory Authority
460 James Robertson Parkway
Nashville, TN 37243

Ann Bowen
Texas Public Utility Commission
1701 N. Congress Avenue
Austin, TX 78711

Julie Orchard
Utah Public Service Commission
160 East 300 South, 4th Floor
Salt Lake City, UT 84111

Sue Hudson
Vermont Public Service Board
112 State Street, Drawer 20
Montpelier, VT 05620

Operations Division
Virginia State Corporation Commission
1300 E. Main Street, 1st Floor
Richmond, VA 23219

Carole Washburn
Washington Utilities & Transportation Commission
1300 S. Evergreen Park Drive, SW
Olympia, WA 98504

Sandra Squire
West Virginia Public Service Commission
201 Brooks Street
Charleston, WV 25301

Lynda Dorr
Wisconsin Public Service Commission
610 North Whitney Way
Madison, WI 53707

Kathy Jenkins
Wyoming Public Service Commission
2515 Warren Avenue, Suite 300
Cheyenne, WY 82002

Alabama Gov. Don Siegelman
Office of the Governor
State Capitol
600 Dexter Avenue
Montgomery, AL 36130-2751

Alaska Gov. Tony Knowles
Office of the Governor
P.O. Box 110001
Juneau, AK 99811-0001

Arizona Gov. Jane Hull
Office of the Governor
State Capitol
1700 West Washington
Phoenix, AZ 85007

Arkansas Gov. Mike Huckabee
Office of the Governor
State Capitol, Room 250
Little Rock, AR 72201

California Gov. Gray Davis
Office of the Governor
State Capitol
Sacramento, CA 95814

Colorado Gov. Bill Owens
Office of the Governor
136 State Capitol
Denver, CO 80203

Connecticut Gov. John Rowland
Office of the Governor
210 Capitol Avenue
Hartford, CT 06106

Mississippi Gov. Ronnie Musgrove
Office of the Governor
P.O. Box 139
Jackson, MS 39205

Florida Gov. Jeb Bush
Office of the Governor
The Capitol
Tallahassee, FL 32399-0001

Georgia Gov. Roy Barnes
Office of the Governor
203 State Capitol
Atlanta, GA 30334

Idaho Gov. Dirk Kempthorne
Office of the Governor
State Capitol
700 West Jefferson, 2nd Floor
Boise, ID 83702

Illinois Gov. George Ryan
Office of the Governor
State Capitol
207 Statehouse
Springfield, IL 62706

Indiana Gov. Frank O'Bannon
Office of the Governor
206 State House
Indianapolis, IN 46204

Iowa Gov. Thomas Vilsack
Office of the Governor
State Capitol
Des Moines, IA 50319-0001

Kansas Gov. Bill Graves
Office of the Governor
State Capitol, Second Floor
Topeka, KS 66612-1590

Kentucky Gov. Paul Patton
Office of the Governor
State Capitol
700 Capitol Avenue
Frankfort, KY 40601

Louisiana Gov. Mike Foster Jr.
Office of the Governor
P.O. Box 94004
Baton Rouge, LA 70804-9004

Maine Gov. Angus King Jr.
Office of the Governor
1 State House Station
Augusta, ME 04333

Maryland Gov. Parris Glendening
Office of the Governor
100 State Circle
Annapolis, MD 21401

Massachusetts Gov. Jane Swift
Office of the Governor
State House, Room 360
Boston, MA 02133

Michigan Gov. John Angler
Office of the Governor
P.O. Box 30013
Lansing, MI 48909

Minnesota Gov. Jesse Ventura
Office of the Governor
130 State Capitol
75 Constitution Avenue
St. Paul, MN 55155

Missouri Gov. Bob Holden
Office of the Governor
Missouri Capitol Building, Room 216
Jefferson City, MO 65101

Montana Gov. Judy Martz
Office of the Governor
P.O. Box 0801
Helena, MT 59620

Nebraska Gov. Mike Johanns
Office of the Governor
P.O. Box 94848
Lincoln, NE 68509-4848

Nevada Gov. Kenny Guinn
Office of the Governor
State Capitol
101 North Carson Street
Carson City, NV 89710

New Hampshire Gov. Jeanne Shaheen
Office of the Governor
State House, Room 208
Concord, NH 03301

New Jersey Gov.
Donald DiFrancesco
Office of the Governor
125 West State Street, P.O. Box 001
Trenton, NJ 08625

New York Gov. George Pataki
Office of the Governor
State Capitol
Albany, NY 12224

North Carolina Gov.
Michael Easley
Office of the Governor
20301 Mail Service Center
Raleigh, NC 27699-0301

North Dakota Gov. John Hoeven
Office of the Governor
State Capitol
600 East Boulevard Avenue, Dept. 101
Bismarck, ND 58505-0001

Ohio Gov. Bob Taft
Office of the Governor
77 South High Street, 30th Floor
Columbus, OH 43266-0601

Oklahoma Gov. Frank Keating
Office of the Governor
State Capitol Building, Suite 212
Oklahoma City, OK 73105

Oregon Gov. John Kitzhaber, M.D.
Office of the Governor
900 Court Street NE
Room 254
Salem, OR 97301-4047

Pennsylvania Gov. Tom Ridge
Office of the Governor
Room 225
Main Capitol Building
Harrisburg, PA 17120

Rhode Island Gov. Lincoln Almond
Office of the Governor
State House
Providence, RI 02903-1196

South Carolina Gov. Jim Hodges
Office of the Governor
P.O. Box 11829
Columbia, SC 29211-1829

South Dakota Gov. William Janklow
Office of the Governor
500 East Capitol Avenue
Pierre, SD 57501

Tennessee Gov. Don Sundquist
Office of the Governor
State Capitol
Nashville, TN 37243-0001

Texas Gov. Rick Perry
Office of the Governor
P.O. Box 12428
Austin, TX 78711

Utah Gov. Michael Leavitt
Office of the Governor
210 State Capitol
Salt Lake City, UT 81114

Vermont Gov. Howard Dean, M.D.
Office of the Governor
109 State Street
Montpelier, VT 05609

Virginia Gov. James Gilmore III
Office of the Governor
State Capitol
Richmond, VA 23219

Washington Gov. Gary Locke
Office of the Governor
P.O. Box 40002
Olympia, WA 98504-0002

West Virginia Gov. Robert Wise Jr.
Office of the Governor
State Capitol Complex
Charleston, WV 25305-0370

Wisconsin Gov. Scott McCallum
Office of the Governor
State Capitol
P.O. Box 7863
Madison, WI 53707

Wyoming Gov. Jim Geringer
Office of the Governor
State Capitol Building, Room 124
Cheyenne, WY 82002

Hawaii Gov. Benjamin Cayetano
Office of the Governor
State Capitol
Executive Chambers
Honolulu, HI 96813

New Mexico Gov. Gary Johnson
Office of the Governor
State Capitol, 4th Floor
Santa Fe, NM 87503

ITS
1231 20th Street, NW
Washington, DC 20036

Qualex International
445 12th St., S.W., Room CW-B402
Washington, D.C. 20554