

ORIGINAL

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June 13, 2002

VIA OVERNIGHT DELIVERY

Blanca S. Bayo, Director
Division of Records & Recording
Florida Public Service Commission
2540 Shumard Oak Blvd.
Tallahassee, Florida 32399-0850

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COMMISSION
CLERK

Re: Docket No. 020474-TI ; WorldxChange Corp. and RSL COM U.S.A., Inc. Form of Customer Notice Letter

Dear Bayo:

On May 24, 2002, WorldxChange Corp. ("WorldxChange") and RSL COM U.S.A., Inc. ("RSL") (together "the Parties") submitted a filing with the Commission seeking approval from the Commission of a transaction whereby WorldxChange will acquire certain assets of RSL.

In that previous filing, the Parties advised the Commission that, in compliance with applicable law, the Parties would provide pre-consummation notice to RSL customers but that the form of such customer notice was not yet available. Accordingly, the Parties now supplement their previous filing in the above referenced docket with the attached form of Customer Notification.

Questions regarding this document may be directed to the undersigned. An original and twelve (12) copies of this letter are enclosed for filing. Kindly date-stamp and return the enclosed extra copy of this notice in the postage-paid envelope provided.

Respectfully submitted,

RECEIVED & FILED

FPSC-BUREAU OF RECORDS

William B. Wilhelm, Jr.

Edward S. Quill, Jr.

Counsel of WorldxChange Corp.

- AUS _____
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FPSC-COMMISSION CLERK

Dear Valued Customer:

Recently, Counsel Springwell Communications LLC, through its subsidiary, WorldxChange Corp. ("WorldxChange"), entered into an agreement to purchase the business of RSL COM U.S.A., Inc. ("RSL"). RSL today provides its customers with various services, including but not limited to long distance services. Under the terms of the agreement between RSL and WorldxChange, WorldxChange will, upon the closing of the purchase transaction, replace RSL as your service provider.

Please rest assured that the transition of your service to WorldxChange will not affect the services you currently receive. As a customer of WorldxChange, you will continue to receive services with the same rates, features, terms and conditions as the service you currently enjoy. With the operations of WorldxChange and RSL integrated and supported by new and improved billing and other systems, you will continue to receive top quality services with performance which meets or exceeds that of the services you currently receive from RSL. As a result, this change in providers will be beneficial and virtually seamless for you. Please also be assured that you will incur no charges related to the transfer of your services to WorldxChange.

WorldxChange has offered premium communications services nationwide for many years. The customer service team at WorldxChange will be equipped to assist you with questions about your new service or on-going monthly billing matters after completion of the purchase. Until that time, the customer service number and procedures that you are accustomed to will remain the same.

You may, of course, choose another carrier for your telephone service, subject to any termination restrictions in your contract. Unless you choose another service provider, you will automatically become a customer of WorldxChange.

We at WorldxChange look forward to serving you and appreciate your continued business. In the meantime, if you have specific questions about this notice, please contact us at 800-834-8735.

Sincerely,

WorldxChange Corp.