

Econodial TJ691
Master Call TJ788



ORIGINAL 0410567

RECEIVED-PPSC

SEP -8 AM 11:02

ECONODIAL MISSION CLERK

September 3, 2004

Ms. Blanco Bayo
Director of Commission Clerks and Administrative Services
Florida Public Service Commission
2540 Shumard Oak Blvd.
Tallahassee, FL 32399

Re: Notification of the Acquisition of the Customer Base and Certain Assets of Econodial, L.L.C. By Master Call Communications, Inc.

Notification is hereby provided to the Florida Public Service Commission that Master Call Communications, Inc. proposes to acquire the long distance residential and commercial customer base and certain assets of Econodial, L.L.C. Both companies have Certificates of Public Convenience and Authority from the PUC.

The transaction and transfer of customers will occur on or after October 1, 2004.

We are requesting waiver of "The Slamming" Rules as defined under Section 25-4.118 of the Florida Administrative Code.

The attached documents provide additional detail on the proposed transaction, the affects on Florida subscribers and a Letter of Notice being sent to Econodial subscribers informing them of the transaction. The Federal Communications Commission has been notified as per 47 C.F.R. 64.1120(e)(3) under CC Docket No. 00-257's procedure for streamlined approval.

No local customers will be affected by this transaction. Both companies are presently acting as resellers of the same carrier so that there will be no change in the Preferred Interexchange Carrier (PIC) required.

DISTRIBUTION CENTER
04 SEP -8 AM 10:35

RECEIVED & FILED

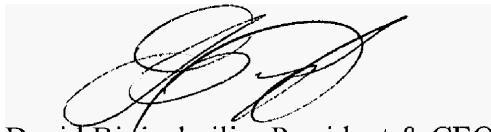
FPSC-BUREAU OF RECORDS

DOCUMENT NUMBER-DATE
09771 SEP -8 3
FPSC-COMMISSION CLERK

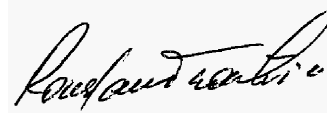
If there are any questions Stanley H. Golove of Master Call Communications may be contacted on 212-324-1221 x 601.

Please time stamp the attached duplicate notice and return in the attached stamped, self-addressed envelope.

Respectfully Submitted,



David Biniachvili – President & CEO
EconoDial, LLC
3611 14th Ave – 5th Floor
Brooklyn, New York 11218



Rouslan Tsoutiev – President & CEO
Master Call Communications, Inc.
50 Broadway – Suite 1109
New York, New York 10004

Attachment: Details of the Transaction

Letter to Econodial Subscribers

Copy of Letter to Federal Communications Commission

Copy of Certificate of Compliance



Details of Transaction

Background

Econodial, L.L.C. is a corporation organized and existing under the laws of the State of New York. Econodial has principal offices at 3611 14th Ave, Brooklyn, New York 11218. The Econodial company code is TJ691 and its Certificate No. is 8204.

Master Call Communications, Inc. is a New Jersey corporation with its principal offices located at 50 Broadway, Suite 1109, New York, New York 10004. The Master Call Communications company code is TJ788.

Contacts

Econodial, LLC – David Biniachvili – President & CEO
3611 14th Ave
Brooklyn, New York 11218

Master Call Communications, Inc. – Rouslan Tsoutiev – President & CEO
50 Broadway – Suite 1109
New York, New York 10004

Transaction Description

Econodial and Master Call propose completion of a transaction in which the long distance residential and commercial customer base and assets of Econodial are transferred to Master Call Communications. These assets include its Excel switch, associated muxs and routers located at its collocation space at 111 8th Avenue, New York City and servers, personal computers, office furniture located at 3611 14th Ave, Brooklyn, New York.

The transaction will take effect on or after October 1, 2004.

Public Interest

Econodial and Master Call Communications believe that approving this proposed transaction will serve the public interest. With the increases in its customer base, along with the acquisition of the switch and other assets Master Call will be able to expand its operations in a cost-efficient manner while enhancing its competitive position and ability to provide interexchange telecommunications services in Florida.



50 Broadway, Suite 1109
New York, NY 10004
TollFree: 1.800.816.7907
www.ChooseMCC.com

VIA FEDEX

August 30, 2004

Marlene H. Dortch, Secretary
Federal Communications Commission
Office of the Secretary
9300 East Hampton Drive
Capitol Heights, MD 20743

**Re: Notification to the Federal Communications Commission in Accordance with
47.C.F.R. SS 64.1120 (e) To Be Filed In CC Docket No. 00-257 Regarding the
Intention to Acquire the Customer Base and Other Assets of Econodial, L.L.C.
by Master Call Communications, Inc.**

In accordance with 47 C.F.R. SS 64.1120 (e) this is a letter notification in CC Docket No. 00-257 that Master Call Communications, Inc. a New Jersey Corporation, located at 50 Broadway – Suite 1109, New York, New York 10004 intends to acquire the customer base and other assets of Econodial, L.L.C., a New York Corporation located at 3611 14th Avenue, Brooklyn, New York 11218.

Master Call Communications, Inc. and Econodial, L.L.C. provide interexchange and international services on a presubscribed and casual dialed basis as a reseller of other interexchange carriers' networks.

The date of transfer of these subscribers is expected on or after October 1, 2004.

Attached is a signed certificate indicating compliance with the requirements of this process.

Please time stamp the attached duplicate notice and forward back to me in the stamped self-addressed envelope.

If there are any questions I may be contacted on 212-324-1221 x 601.

Respectfully Submitted,

A handwritten signature in black ink that reads "Stanley H. Golove".

Stanley H. Golove
Vice-President – Regulatory Affairs

Attachments: Certificate of Compliance
Letter to Subscribers Indicating Change in Carrier

Certificate of Compliance

I, Rouslan Tsoutiev, President of Master Call Communications, Inc., certify that Master Call Communications, Inc. will fully comply with all provisions of 47 C.F.R. Section 64.1120 (e) (3) and with the obligations specified in that notice, and with other statutory and Federal Communications Commission requirements that apply to this streamlined procedure with regard to the purchase and transfer of the subscribers of Econodial, L.L.C. to Master Call Communications, Inc. Specifically, Master Call Communications, Inc. and Econodial, L.L.C. will provide advanced notice to Econodial subscribers as per the attached letter.



(Signed)

August 27, 2004

(Date)

Rouslan Tsoutiev

CEO & President

SWORN TO BEFORE ME THIS

27 DAY OF August 2004
NOTARY PUBLIC



JEFFREY G. CANIZARES
Notary Public, State Of New York
No. 010A-0660593
Qualified In New York County
Commission Expires June 25, 2007



Dear Valued Customer of Econodial,

August 31, 2004

ECONODIAL AND MASTER CALL COMMUNICATIONS JOIN TOGETHER

We are extremely pleased to inform you that Econodial LLC and Master Call Communications, Inc. have agreed to join together in order to provide you with the highest quality and most cost effective long distance telephone services available from any carrier today.

Just like Econodial, Master Call Communications provides long distance and international services. Moreover, Master Call Communications also provides local and high-speed Broadband services for faster connection to the Internet. You will now enjoy the combined strengths of two of America's premier telecommunications carriers combining to make you - our customer - our number one priority. You will also continue to maintain your relationship with Econodial's Customer Service representatives.

To bring these strengths together we will be going forward with all services being provided and billed under the name of Master Call Communications. In order to achieve this, under Federal Communications Commission Rules we are required notify you that your long distance services with Econodial will be transferred onto the united networks under the Master Call Communications name. This transition should take place on or after October 1, 2004 dependent upon receiving the necessary federal and state regulatory approvals.

We are committed to continuing to provide you with the highest quality of services and to work closely with you or with your organization to provide additional products and services. Your current services will continue to be provided under the same rates, terms and conditions that you currently enjoy with Econodial, and your local telephone company **will not bill you** for any carrier change fees.

Further, under Federal Communications Commission Rules we are required to tell you that if for any reason you have placed a "freeze" on your current services to prevent any unauthorized transfer to another carrier, this freeze will be lifted and your services will be transferred to Master Call Communications. At your request we will re-establish freeze protection for your services after this transfer. **HOWEVER, the nature of this transfer and the relationship between Econodial and Master Call Communications will not require any action on your part or the lifting of any existing local freezes.**

In addition, as required by Federal Communications Commission Rules we are also notifying you that you do have the right to switch to another preferred carrier of your choosing, at your own expense.

Master Call Communications will work to resolve any issues or complaints that you may have filed against Econodial that have not been resolved by the time your account is transferred.

Notice of any future changes in rates, terms and conditions of service will be provided to you as required by law; however we emphasize that no such changes are anticipated.

If you have any questions or concerns about the transfer of services or require information on our new products please call Econodial toll-free at 888-653-2800 or Master Call Communications at 800-816-7907. Econodial remains proud to be your preferred carrier and we expect our new exciting relationship with Master Call Communications will be equally worthwhile for you.

David Biniachvili - CEO & President
Econodial LLC

Rouslan Tsoutiev - CEO & President
Master Call Communications, Inc.

Master Call Communications, Inc. 50 Broadway, Suite 1109, New York, NY 10004 www.chooseMCC.com
EconoDial LLC, 3611 14th Ave, 5th FLR, Brooklyn, NY 11218 www.EconoDial.net