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**FILED**  
**February 20, 2008**  
**Data Center**  
**Missouri Public**  
**Service Commission**

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**BY FEDERAL EXPRESS**

February 19, 2008

Cully Dale  
Missouri Public Service Commission  
200 Madison Street  
Governor Office Building  
Jefferson City, Missouri 65101

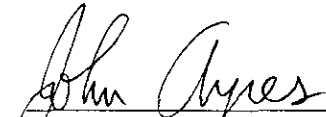
**Re: TM-2008-0146; Second Amendment to Joint Application of Startec Global Operating Company and Americatel Corporation for Approval of *Pro Forma* Restructuring**

Dear Mr. Dale:

Enclosed herein for filing on behalf of Startec Global Operating Company ("Startec") and Americatel Corporation ("Americatel," together with Startec, the "Applicants") please find the original and eight (8) copies of the Second Amendment to the Joint Application seeking the Commission's approval of a *pro forma* corporate restructuring involving the merger of Startec and Americatel, with Americatel surviving. Applicants filed the original application in the above-referenced docket on November 5, 2007 and the first amended application on December 13, 2007.

Please stamp and return to me in the enclosed envelope the copy provided for that purpose. Should you have any questions regarding this filing, please contact my colleague, Stefanie Alfonso-Frank at (202) 637-1020.

Very truly yours,

  
\_\_\_\_\_  
John Ayres, MBN 59401  
Counsel for Applicants

Enclosures

**BEFORE THE  
MISSOURI PUBLIC SERVICE COMMISSION**

In the Matter of the Joint Application	)	
of	)	
	)	
<b>Americatel Corporation,</b>	)	
and	)	TM-2008-0146
<b>Startec Global Operating Company</b>	)	
	)	
for Approval of a <i>Pro Forma</i> Merger	)	

**AMENDMENT TO JOINT APPLICATION**

Startec Global Operating Company (“Startec”) and Americatel Corporation (“Americatel”) (collectively, “Applicants”), by their attorneys and pursuant to MRS § 392.300 and 4 CSR 240-3.525, as well as any other applicable statutes or rules, hereby amend their Joint Application seeking authority to complete a *pro forma* corporate restructuring involving the merger of the Applicants, with Americatel surviving, filed with the Missouri Public Service Commission (“Commission”) on November 5, 2007 and amended on December 13, 2007 in the above referenced docket. Specifically, Applicants state as follows:

1. Applicants hereby withdraw their request for the Commission to cancel Startec’s operating authority and tariff in Missouri upon consummation of the proposed transaction.<sup>1</sup> Instead, Applicants request that the Commission change the name on Startec’s operating authority and tariff to “Americatel Corporation d/b/a Startec.” Following the merger of Applicants, Startec will cease to exist and Americatel will become the operating

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<sup>1</sup> See *Application of Startec Global Operating Company and Americatel Corporation for Approval of Pro Forma Restructuring*, Docket No. TM-2008-0146, Section V at 7 - 8 (filed November 5, 2007) (“*Application*”).

telecommunications service provider in Missouri, serving all Americatel and Startec customers. Americatel will assume the customers and operations of Startec, but will continue to use the Startec brand name for those customers—which it will register as a d/b/a with the Missouri Secretary of State. Americatel will serve Startec’s customers using the same rates, terms, and conditions that currently apply under Startec. Applicants originally requested that following the merger, Americatel serve Startec’s existing customers pursuant to Americatel’s existing operating authority in Missouri. However, based on conversations with Commission staff, Applicants now understand that following the merger, the Commission will require Americatel to serve its customers pursuant to two separate certificates and tariffs reflecting the brand name to which each customer is served. Accordingly, Applicants hereby request that following consummation of the proposed merger, both the Startec tariff and operating authority remain in force and that the Commission change the name on each to “Americatel Corporation d/b/a Startec.”<sup>2</sup>

2. Applicants also hereby withdraw their request that the Commission grant a waiver of the applicable provisions of the Commission’s regulations governing the changes to a customer’s telecommunications provider, 4 CSR 33.150 and 4 CSR 240-3.525(G), to the extent those rules are inconsistent with the Federal Communications Commission’s (“FCC’s”) rules governing the sale of a carrier’s customer base, 47 C.F.R. § 64.1120(e).<sup>3</sup> The Applicants will comply with all applicable Missouri and FCC anti-slamming and notice requirements relating to transfers of carrier customer bases. The Applicants have already submitted their proposed customer notice to the Commission, which meets all Missouri anti-slamming and notice requirements. In addition, as required by Missouri

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<sup>2</sup> The Applicants will file the new tariff that includes the name change upon consummation of the transaction, or as otherwise directed by the Commission.

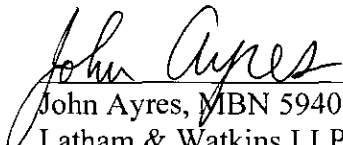
regulation 4 CSR 33.150 (4)(B), Applicants will mail the proposed customer notice at least 30 days' in advance of the proposed merger. Because Applicants intend to meet all Missouri anti-slamming and notice requirements, Applicants withdraw their original request for a limited waiver of 4 CSR 33.150 and 4 CSR 240-3.525(G).

RESPECTFULLY SUBMITTED THIS 19 day of February, 2008.

Respectfully submitted,

AMERICATEL CORPORATION  
STARTEC GLOBAL OPERATING COMPANY

By Their Counsel:

  
\_\_\_\_\_  
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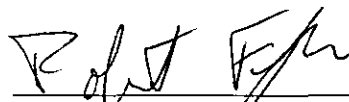
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<sup>2</sup> See Application, Section VI, at 8 – 10.

**VERIFICATION**

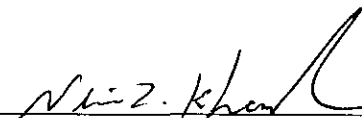
STATE OF MARYLAND           §  
  §  
COUNTY OF MONTGOMERY   §

I, Robert Felgar, state that I am General Counsel of Startec Global Operating Company and Americatel Corporation; that I am authorized to make this Verification on behalf of Startec Global Operating Company and Americatel Corporation; and that the statements in the foregoing document are true and correct to the best of my knowledge, information and belief.

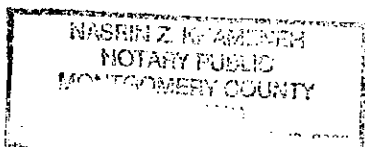


\_\_\_\_\_  
Name: Robert Felgar  
Title: General Counsel  
Startec Global Operating Company  
Americatel Corporation

SWORN TO AND SUBSCRIBED before me on February 14, 2008.



\_\_\_\_\_  
Notary Public



My Commission expires: \_\_\_\_\_