

ORIGINAL

REQUEST TO ESTABLISH DOCKET

(PLEASE TYPE)

Date 7/23/01

Docket No. 010994-TI

1. Division Name/Staff Name Division of Regulatory Oversight/McCoy
2. OPR Division of Regulatory Oversight/McCoy
3. OCR Legal Services

4. Suggested Docket Title Request for Cancellation of ^{IXC} Pay Telephone Certificate No. 4813

RSL COM PrimeCall, Inc., effective 5/10/01.

5. Suggested Docket Mailing List (attach separate sheet if necessary)

- A. Provide NAMES ONLY for regulated companies or ACRONYMS ONLY regulated industries, as shown in Rule 25-22.104, F.A.C.
- B. Provide COMPLETE name and address for all others. (Match representatives to clients.)

1. Parties and their representatives (if any)

_____	_____
_____	_____
_____	_____
_____	_____
_____	_____
_____	_____

2. Interested Persons and their representatives (if any)

<u>David A. O'Conner</u>	_____
<u>Holland and Knight, LLP</u>	_____
<u>2099 Pennsylvania Avenue N.W.</u>	_____
<u>Washington, D.C. 20006-6801</u>	_____
_____	_____
_____	_____

6. Check one:

☒ Documentation is attached.

☐ Documentation will be provided with recommendation.

APP _____
CAF _____
CMP I:\PSC\RAR\WP\ESTDKT.
COM _____
CTR PSC/RAR 10 (Revised 01/96)
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OTH _____

DOCUMENT NUMBER-DATE

08991 JUL 24 01

FPSC-COMMISSION CLERK

COMPANY IDENTIFICATION

Printed on 07/20/2001 at 13:45:32 by TJM

Complete Name: RSL COM PrimeCall, Inc.

Mailing Name: RSL COM PrimeCALL, Inc.

Company Code: TI574

FEID Number: 11-3308712

COMPANY INFORMATION

Address Line 1: % Holland & Knight LLP

Address Line 2: 2099 Pennsylvania Ave., NW, Suite 100

City: Washington

State: DC

Zip Code: 20006-6801

Reg. Date: 03/18/1997

Inactive Date:

Transferred To:

Trans. From:

Certificate 1: 4813

Certificate 2:

Corporate Type: Corporation

Service 1: RES - Reseller

Service 2:

Service 3:

Service 4:

Class (WAW):

Phone Count:

County 1:

County 2:

County 3:

County 4:

Bankruptcy: Yes

COMPANY IDENTIFICATION

Printed on 07/20/2001 at 13:45:29 by TJM

Complete Name: RSL COM PrimeCall, Inc.

Mailing Name: RSL COM PrimeCall, Inc.

Company Code: TI574 FEID Number: 11-3308712

MAILING INFORMATION

Attention: Messrs. E. Fishman & D. O'Connor

Address Line 1: % Holland & Knight LLP

Address Line 2: 2099 Pennsylvania Ave., NW, Suite 100

City: Washington State: DC Zip Code: 20006-6801

E-mail Address: efishman@hklaw.com

Web Address: <http://www.hklaw.com>

Liaison 1: Eric Fishman

Title: Counsel

Phone: (202) 828-1889

E-mail: efishman@hklaw.com

Fax 1: (202) 955-5564

County:

Liaison 2: David A. O'Connor

Title: Counsel

Phone: (202) 828-1889

E-mail: doconnor@hklaw.com

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Law Offices

HOLLAND & KNIGHT LLP

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FACSIMILE

TO:

Ms. Toni McCoy

NAME

Florida PSC

COMPANY/FIRM

Tallahassee

CITY

FL

STATE

850-413-6533

FAX NUMBER

850-413-6532

TELEPHONE NUMBER

FROM:

David A. O'Connor

NAME

202-828-1889

TELEPHONE NUMBER

TOTAL NUMBER OF PAGES (Including Cover Sheet)

MESSAGE:

Toni:

As we discussed, please see the attached Request for Decertification by RSL COM PrimeCall, Inc., filed on April 30, 2001. I am also attaching a copy of the bankruptcy court's order authorizing PrimeCall to terminate service. Please contact me if you need any further information.

Regards,**Dave O'Connor**

FOR THE RECORD:

DATE: **July 18, 2001**URGENCY: ☐ SUPER RUSH ☐ RUSH ☐ REGULAR

FAXED BY:

AMOUNT:

CLIENT #: **076623**MATTER #: **00001**CONFIRMED: ☐ YES ☐ NO

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Law Offices

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April 25, 2001

DAVID A. O'CONNOR
202-828-1889

Internet Address:
doconnor@hklaw.com

VIA CERTIFIED MAIL

Mr. E. Leon Jacobs, Jr., Chairman
Florida Public Service Commission
2540 Shumard Oak Blvd.
Tallahassee, FL 32399

RECEIVED**APR 30 2001**

FLORIDA PUBLIC SERVICE COMMISSION
Chairman Jacobs

Re: RSL COM PrimeCall, Inc.
Docket No. 970587-TI
Request for Decertification

Dear Mr. Jacobs, Jr.:

On January 31, 2001, RSL COM PrimeCall, Inc. ("PrimeCall") and IDT Netherlands B.V.-Puerto Rico ("IDT") executed an Asset Purchase Agreement (the "Agreement") pursuant to which IDT acquired substantially all of the assets owned by PrimeCall, with the exception of PrimeCall's FCC and state public service commission authorizations and the end users of PrimeCall's pre-paid calling cards. Shortly thereafter, on March 16, 2001, PrimeCall filed a voluntary petition for reorganization pursuant to the provisions of Chapter 11 of the U.S. Bankruptcy Code in the Southern District of New York. (Consolidated Case Nos. 01-11457 and 01-11469).¹

Consistent with its contractual obligations under the Agreement, upon closing the Agreement with IDT, PrimeCall ceased the marketing and sale of pre-paid calling cards. Consistent with its regulatory obligations, PrimeCall agreed to honor all pre-paid cards issued and held as of the closing date by end users. PrimeCall projects that these cards will either expire or be used up by May 10, 2001. In the meantime,

¹ For further information, please visit <http://ecf.nysb.uscourts.gov/>. RSL COM U.S.A., Inc. ("RSL USA"), PrimeCall's parent company, has also filed a voluntary petition for reorganization in the same proceeding. However, RSL USA, which is also authorized to provide intrastate interexchange services in the state, does not at this time seek cancellation of its registration.

Florida Public Service Commission
April 25, 2001
Page 2

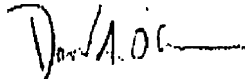
PrimeCall has continued to provide intrastate interexchange telecommunications services to its Florida pre-paid calling card customers. However, under the Agreement PrimeCall will cease providing these services on or around May 10, 2001. In light of the IDT acquisition, and subsequent bankruptcy filing, PrimeCall intends to cease providing telecommunications services in the State of Florida, effective May 10, 2001.

Accordingly, PrimeCall, by its attorneys, hereby requests decertification within the State of Florida. PrimeCall requests that the Commission grant this decertification request effective May 10, 2001, so that PrimeCall may continue to provide services to its remaining pre-paid calling card customers until that date.

An extra copy of the filing is enclosed. Please date-stamp the extra copy and return it to me in the enclosed stamped, self-addressed envelope. Should you have any questions concerning this matter, please contact the undersigned.

Very truly yours,

HOLLAND & KNIGHT LLP



David A. O'Connor
Counsel for RSL COM PrimeCall, Inc.

Enclosure

Florida Public Service Commission
April 25, 2001
Page 3

bc: Rich Nelson, Esq.
Eric Fishman, Esq.

FILE: RSL COM PrimeCall, Inc. (DIP)

076623-00001 (RI) #3

WAS1 #950106 v1

7106 4575 1294 1555 8377

TO:

Mr. E. Leon Jacobs, Jr., Chairman
Florida Public Service Commission
2540 Shumard Oak Blvd.
Tallahassee, FL 32399

SENDER:

David A. O'Connor, Esq.

REFERENCE:

076623.00001

PS Form 3800, June 2000

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	Restricted Delivery	5.10
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3. Service Type CERTIFIED MAIL

4. Restricted Delivery? (Extra Fee) ☐ Yes

1. Article Addressed to:

Mr. E. Leon Jacobs, Jr., Chairman
Florida Public Service Commission
2540 Shumard Oak Blvd.
Tallahassee, FL 32399

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A. Received by (Please Print Clearly)

B. Date of Delivery

C. To Florida Public Service Commission

X 2540 Shumard Oak Boulevard
Tallahassee, Florida 32399-0850

☐ Agent
☐ Addressee

D. Is delivery address different from item 1?
If YES, enter delivery address below:

☐ YES
☐ NO

APR 30 2001

RE:

SENDER: David A. O'Connor

Form 3811, June 2000

Domestic Return Receipt

**UNITED STATES BANKRUPTCY COURT
SOUTHERN DISTRICT OF NEW YORK**

In re:

RSL COM PRIMECALL, INC. and
RSL COM U.S.A., INC.,

Debtors.

x
:
: Chapter 11 Cases Nos.
:
: 01-11457 and
: 01-11469 (ALG)
:
: (Jointly Administered)
:
x

**ORDER AUTHORIZING THE REJECTION AND THE
TERMINATION OF RSL COM PRIMECALL, INC.'S
OBLIGATION TO PROVIDE CALLING CARD SERVICES**

Upon the motion dated May 2, 2001 (the "Motion") of RSL COM PrimeCall, Inc. ("PrimeCall") and RSL COM U.S.A., Inc. ("RSL USA" and collectively with PrimeCall, the "Debtors"), for an order (the "Order") authorizing, on an expedited basis, PrimeCall to reject its obligations under certain calling cards and to terminate calling card services (the "Calling Card Services"), pursuant to section 365 of title 11 of the United States Code (the "Bankruptcy Code"), all as more fully set forth in the Motion; and it appearing that the Court has jurisdiction over this matter; and it appearing that due notice of the Motion has been provided, as set forth in the Order to Show Cause, to the Debtors' twenty largest creditors, the United States Trustee for the Southern District of New York, all parties that have filed a notice of appearance in these cases, counsel for the Official Committee of Unsecured Creditors, counsel for the IDT Netherlands, B.V. ("IDT"), and that a recording was created on the toll-free line that services the calling cards notifying all customers attempting to use the cards that PrimeCall has requested to reject its obligations under the calling cards and to terminate the Calling Card Services as of May 10, 2001, and that no other or further notice need be provided; and no objections to the motion having been filed; and it further appearing that the relief requested in the Motion is in the best

interests of the Debtors and their estates and creditors; and upon all of the proceedings had before the Court; and after due deliberation and sufficient cause appearing therefor, it is

HEREBY FOUND AND DETERMINED THAT

A. As evidenced by the affidavits of service filed with the Court, and based upon the representations of counsel at the hearing on the rejection and termination (the "Hearing"), proper and adequate notice of PrimeCall's rejection of its obligations under certain calling cards and the termination of Calling Card Services has been provided, and no other or further notice is required.

B. A reasonable opportunity to object or be heard with respect to the Motion and the relief requested therein has been afforded to all interested persons and entities, including (i) the twenty largest creditors of the Debtors, (ii) the United States Trustee, (iii) counsel for the Official Committee of Unsecured Creditors, (iv) IDT Corporation, and (iv) all parties who have filed a notice of appearance in these cases. Further, notice of the proposed rejection and termination has been provided to calling card customers by a recording on the Debtors' toll-free number used to service the calling cards.

C. The rejection of PrimeCall's obligations under the calling cards and termination of the Calling Card Services is in the best interests of the Debtors' estates and the Debtors have demonstrated a sound business justification for the rejection of obligations under the calling cards and the termination of the Calling Card Services prior to confirmation of a plan of reorganization.

NOW THEREFORE IT IS HEREBY

ORDERED, that the Motion is hereby approved in its entirety; and it is further

~~**ORDERED**, that all objections to the Motion or the relief requested therein that have not been withdrawn, waived, or settled, and all reservations of rights included therein, are overruled on the merits, and it is further~~

ORDERED, that this Court retains jurisdiction to enforce and implement the terms and provisions of this Order, including, but not limited to, retaining jurisdiction to (a) reject PrimeCall's obligations under certain calling cards and to terminate the provision of Calling Card Services, and (b) interpret, implement and enforce the provisions of this Order; and it is further

ORDERED, that the recording on the toll-free line that services the calling cards notifying the calling card customers that PrimeCall has requested to reject its obligations under the calling cards and to terminate providing the Calling Card Services shall remain on the toll-free line for four weeks following May 10, 2001. This recording will, within 24 hours of the entry of this Order, be modified so as to inform customers of the ultimate termination of services and provide the calling card customers with the phone number of the Debtors' claims agent so that customers may inquire about how to file a proof of claim; and it is further

ORDERED, that this Order shall be effective and enforceable immediately upon entry; and it is further

ORDERED, that the Debtors may take all actions necessary to reject PrimeCall's obligations under certain calling cards and to terminate providing Calling Card Services effective May 10, 2001.

Dated: New York, New York
May 9, 2001

/s/ Allan L. Gropper
UNITED STATES BANKRUPTCY JUDGE

NYC 378174