

REQUEST TO ESTABLISH DOCKET
(PLEASE TYPE)

Date: October 19, 1998

Basket No. 981362-TI

- 1. Division Name/Staff Name Communications/T. Williams
- 2. OPR: T. Williams
- 3. OCR: _____

4. Suggested Basket Title: Request for transfer of control of ownership of Intercontinental Communications Group, Inc. d/b/a ICLG (INE Certificate No. 487) to Fusion Telecommunications International, Inc.

5. 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)

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

6. Check one:

Documentation is attached.

Documentation will be provided with the recommendation.

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PSC/RAR 10 (Revised 01/96)

DOCUMENT NUMBER-DATE

~~981362~~ OCT 20 98

FPSC-RECORDS/REPORTING



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Winter Park, FL
32789

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32790-0200

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**October 15, 1998
Overnight**

**Mr. Walter D'Haeceleer, Director
Florida Public Service Commission
Division of Communication
2540 Shumard Oak Boulevard
Gerald L. Gunter Building, Room 270
Tallahassee, FL 32399-0850**

**Re: Notification of the Transfer of Control in Ownership of Intercontinental
Communications Group, Inc. Common Stock by Fusion
Telecommunications International, Inc.**

Dear Mr. D'Haeceleer:

This letter is sent on behalf of Intercontinental Communications Group, Inc. d/b/a ICLD ("Intercontinental" or "Company") as notification to the Florida Public Service Commission that Intercontinental Communications Group, Inc. has entered into an agreement to become a wholly-owned subsidiary of Fusion Telecommunications International, Inc. ("Fusion"). Fusion is not a certificated telecommunications provider in the state of Florida. Closing for this transaction is scheduled for no later than March 31, 1999, subject to the required regulatory agency approvals. No changes are required to the Certificate of Intercontinental as the Company will not merge with Fusion, but will remain a separate entity.

The aforementioned transaction will be accomplished through the creation of a special subsidiary of Fusion, Fusion ICG Acquisition Corp. ("Acquisition"). Upon completion of the transaction, Fusion will own 100% of the outstanding shares of Common Stock in Intercontinental Communications Group, Inc. and Acquisition will merge with and into Intercontinental. Intercontinental Communications Group, Inc., the surviving entity, will thereafter be a wholly-owned subsidiary of Fusion.

This transaction will be transparent to the Customers of Intercontinental as there will be no interruption of service or change in the management or operation of the Company. The transfer of ownership will have no effect on the Company name, address, contact information, services, rates or terms and conditions of service. The Company will continue to market, brand and bill in the same name.

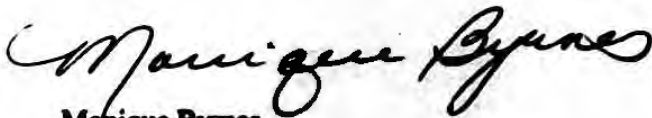
October 15, 1998

Overnight

**Mr. Walter D'Haeseleer, Director
Florida Public Service Commission
Page 2 of 2**

Please acknowledge receipt of this filing by date-stamping the extra copy of this cover letter and returning it to me in the self-addressed, stamped envelope provided for this purpose. Questions regarding this filing may be directed to me at (407) 740-8575.

Yours truly,



**Monique Byrnes
Consultant to
Intercontinental Communications Group, Inc.**

MB/sp

**cc: B. Heitz - Intercontinental
file: Intercontinental - FL
trns: flo9802**