

Before the
FEDERAL COMMUNICATIONS COMMISSION
Washington, D.C. 20554

In the Matter of:

INTELSAT LLC

Application to Modify Authorization to Operate, and to Further Construct, Launch, and Operate C-band and Ku-band Satellites that Form a Global Communications System in Geostationary Orbit

**File Nos. SAT-A/O-20000119-00003;
SAT-MOD-20011221-00141; SAT-AMD-
20021015-00229**

**Application of Intelsat LLC
To Modify Authorization**

Intelsat LLC ("Intelsat") hereby submits the following request for modification of a space station authorization to permit relocation pursuant to a deployment plan change. Specifically, Intelsat requests authority from the Federal Communications Commission ("Commission" or "FCC") to make the following modification to its authorization for the satellite listed below:

1. **INTELSAT 602** (S2389), File Nos. SAT-A/O-20000119-00003; SAT-MOD-20011221-00141; SAT-AMD-20021015-00229. Intelsat requests modification of its license to relocate INTELSAT 602 from 50.5° E.L. to 157.0° E.L. Intelsat plans to start the relocation of INTELSAT 602 in October/November 2004 and have the satellite at the 157.0° E.L. location in March/April 2005. At the new location, INTELSAT 602 will operate in the inclined operation mode.

As explained in the following sections, grant of the instant modification will serve the public interest by enabling Intelsat to implement deployment plan changes to respond to customer demands and ensure continuity of service. The requested modification will not adversely affect any party, and the number of orbital locations

assigned to Intelsat will not increase.

In accordance with the requirements of Section 25.117(d) of the Commission's Rules, 47 C.F.R. § 25.117(d), a completed FCC Form 312 is attached.

I. BACKGROUND

On August 8, 2000, the Commission granted Intelsat authority to operate 17 in-orbit C-band and Ku-band satellites then owned and operated by the International Telecommunications Satellite Organization ("INTELSAT"). The Commission also granted Intelsat authority to construct, launch and operate 10 planned satellites. The authorization also allowed Intelsat to relocate, among 22 orbit locations, certain currently operating satellites upon the launch of the 10 planned satellites.¹

As explained in Intelsat's initial application, in order to accomplish its diverse missions, the Intelsat system is a dynamic system that is quick to respond to business demands and customer needs. To this end, Intelsat regularly relocates its satellites to optimize satellite usage, satisfy customer requirements and maximize the utilization of orbital resources.²

¹ See *Applications of Intelsat LLC; For Authority to Operate and to Further Construct, Launch, and Operate C-Band and Ku-Band Satellites that Form a Global Communications System in Geostationary Orbit*, 15 FCC Rcd 15460 (2000) (Memorandum Opinion Order and Authorization), *recon. denied*, 15 FCC Rcd 25234 (2000) (Order on Reconsideration).

² See, e.g., *Intelsat LLC; Application to Modify Authorizations to Operate, and to Further Construct, Launch, and Operate C-band and Ku-band Satellites that Form a Global Communications System in Geostationary Orbit*, 16 FCC Rcd 16208 (2001) (Order and Authorization).

The instant application for modification of the INTELSAT 602 license is the result of further evaluation and refinement of Intelsat's satellite deployment plan to meet its customers' needs. The requested modification is fully described below.

II. PROPOSED MODIFICATION

INTELSAT 602 is currently authorized to operate at the 50.5° E.L. location.³ Intelsat requests modification of its license to relocate INTELSAT 602 from its current location to 157.0° E.L. Intelsat plans to start the relocation of INTELSAT 602 in October/November 2004 and have it at the new location in March/April 2005. At its new location, INTELSAT 602 will operate in the inclined orbit mode.

III. PUBLIC INTEREST SHOWING

The proposed modification will serve the public interest. Not only will the modification promote efficient use of the orbital arc, it will also provide Intelsat with the flexibility needed to manage its system and meet the needs of its customers.

The Commission has traditionally provided licensees with the flexibility to adjust to changed circumstances and best serve their customers' needs. In particular, licensees are routinely permitted to re-locate satellites in order to maximize their efficient use of orbital resources. For example, in approving AMSC's 1998 request to relocate one of its satellites, the Commission stated that licensees are "in a better position" to determine how to tailor their systems "to meet the particular needs of [their] customers."⁴ As a result, the

³ See Public Notice, *Policy Branch Information, Actions Taken*, Rept. No. SAT-00178 (Nov. 18, 2003) (File No. SAT-AMD-20030822-00160; grant of authority to allow Intelsat 602 to operate at the 50.5° E.L. location with conditions).

⁴ See *AMSC Subsidiary Corp.*, 13 FCC Rcd 12316, 12318 (1998) (Order and Authorization).

Commission further explained, "the Commission will generally grant a licensee's request to modify its system, provided there are no compelling countervailing public interest considerations."⁵

The instant modification application is fully consistent with this policy. Intelsat simply proposes to respond to customer needs by relocating a satellite to a different location. Importantly, the modification contemplated herein does not change the number or identity of the orbital locations previously authorized for use by Intelsat or available for assignment to other applicants. In addition, Intelsat will operate INTELSAT 602 at the new location in accordance with coordination agreements with nearby operators. Therefore, the proposed modification will not give rise to any coordination concerns.

Most importantly, the proposed modification will ensure continuity of service to Intelsat's customers, as well as provide service to new customers that desire such service. Some of these customers are in small and developing countries for which the Intelsat system continues to be the primary or sole source of international connectivity. Prompt grant of the instant application will ensure that there is no disruption in service on these and other routes currently served by Intelsat.

⁵ *Id.*

IV. CONCLUSION

For the reasons explained in the previous sections, Intelsat requests modification of its authorization for INTELSAT 602 to permit implementation of the change in the deployment plan described herein.

Respectfully submitted,

Intelsat LLC

By: /s/ Patrick J. Cerra

Bert W. Rein
Jennifer D. Hindin
WILEY REIN & FIELDING LLP
1776 K Street, N.W.
Washington, D.C. 20006
202.719.7000

Patrick J. Cerra
Vice President
INTELSAT LLC

August 19, 2004

INTELSAT 602 MODIFICATION

Exhibit 1

Technical Description and Other Information Required Under Section 25.114(c)

The Applicant, Intelsat LLC, hereby applies for authority to relocate INTELSAT 602 from 50.5° E.L. to 157.0° E.L. and to continue to operate in the C-band and Ku-band at that orbital location.

Specific technical information for the INTELSAT 602 satellite, as required by Section 25.114 (c) of the Commission's rules, is presented below.

NAME AND ADDRESS OF APPLICANT

The Applicant is:

Intelsat LLC
3400 International Drive, N.W.
Washington, D.C. 20008-3098
(202) 944-6800

NAME AND ADDRESS OF CONTACT PERSONS

The contact person for the Applicant is:

Dr. Milenko Stojkovic
Intelsat Global Services Corporation
3400 International Drive, N.W.
Washington, D.C. 20008-3098
(202) 944-7225

The Applicant's Counsel is:

Bert W. Rein
Carl R. Frank
Jennifer D. Hindin
WILEY REIN & FIELDING LLP
1776 K Street, N.W.
Washington, D.C. 20006
(202) 719-7000

Correspondence and communications concerning this application should be addressed to the aforementioned contact person with copies to the above Counsel.

TYPE OF AUTHORIZATION REQUESTED

This application requests FCC authority to relocate and continue to operate a satellite in the Fixed Satellite Service operating in the C-band and Ku-band. Intelsat LLC seeks authority for INTELSAT 602 to operate on both a common carrier and non-common carrier basis.

TECHNICAL INFORMATION

A. Satellite Coverage

Information regarding the coverage of the INTELSAT 602 satellite is attached.

WAIVERS REQUESTED

It is requested that the waivers granted to the INTELSAT 602 spacecraft at the 50.5° E. L. location continue to apply at the 157.0° E.L. location.

PUBLIC INTEREST CONSIDERATIONS

A detailed statement regarding the public interest considerations supporting the grant of this application is attached.

ENGINEERING CERTIFICATE

The Engineering Certificate supporting the technical information contained in this application is attached.

ENGINEERING CERTIFICATE

I hereby certify that I am the technically qualified person responsible for the preparation of the engineering information contained in the technical portions of the foregoing application, that I am familiar with Part 25 of the Commission's rules and that the technical information is complete and accurate to the best of my knowledge and belief.

/s/ Milenko P. Stojkovic

Milenko P. Stojkovic, Ph.D.
Intelsat Global Services Corporation

August 19, 2004

Following are the officers of Intelsat LLC:

Ramu Potarazu, President
Patrick J. Cerra, Vice President
Richard Nash, Secretary
Elizabeth Scheid, Treasurer

The address of all Intelsat LLC officers is:

3400 International Drive, N.W.
Washington, D.C. 20008

Intelsat LLC is wholly owned by Intelsat Holdings LLC, which is wholly owned by Intelsat (Bermuda), Ltd. Intelsat (Bermuda), Ltd. is, in turn, wholly owned by Intelsat, Ltd.

Following are the officers and directors of Intelsat, Ltd.:

Officers

Conny Kullman, CEO
William Atkins, Executive Vice President/CFO
Ramu Potarazu, Chief Operating Officer
Wayne Morgan, Secretary
James Macdonald, Assistant Secretary
Richard Nash, Assistant Secretary

Directors

Carlos Adamo
Fabiola Arredondo
Dr. Brian Dailey
Didier Delepine
Herbert Fiuza
Dr. Hans Fjøsne
Gary Howard
Boon Hwee Koh
Conny Kullman
Cheikh-Tidiane Mbaye
Ken Miller
Paul Pizzani
Philippe-Olivier Rousseau
John Sponyoe
Robin Turner
Chris Vonwiller

The address of all Intelsat, Ltd. officers and directors is:

North Tower, 2nd Floor
90 Pitts Bay Road
Pembroke HM 08
Bermuda

The only Intelsat, Ltd. shareholder with a 10 percent or more interest is COMSAT Corporation, which has a 22.8 percent interest. The address of COMSAT Corporation is:

COMSAT Corporation
Rock Spring One, Fourth Floor
6560 Rock Spring Drive
Bethesda, MD 20817

Register of Members

Class: ordinary shares

Currency: U.S. DOLLARS

Par Value: 3.0000

Member	Number	No. Shares	Transfer Details	% Paid	Date of Entry as Member
Government of the Democratic and Popular Republic of Algeria Telecommunications Alger 4 Bd. Krim Belkacem Alger 16027 Algeria	1	513,695.0000	1:3 share consolidation	100.00	04 Jun 2002
Empresa de Telecomunicacoes de Angola, ANGOLA TELECOM, E.P. Rua 1 Congresso, 26, 1 Andar P.O. Box 625 Luanda Angola	2	380,514.0000	1:3 share consolidation	100.00	04 Jun 2002
Secretaria de Comunicaciones Peru 103 Piso 15 C1067ACC - Capital Federal Buenos Aires Argentina	3	83,167.0000	1:3 share consolidation	100.00	04 Jun 2002
Advance Telecomunicaciones S.A. L.N. Alem 628 piso 9 Capital Federal Buenos Aires C1001AAO Argentina	4	148,939.0000	1:3 share consolidation	100.00	04 Jun 2002
GTECH Foreign Holdings Corporation 55 Technology Way West Greenwich RI 02817 USA	6	20,225.0000	1:3 share consolidation	100.00	04 Jun 2002
Pramer S.C.A. Bonpland 1745 1-piso Capital Federal Buenos Aires, 1414 Argentina	7	14,684.0000	1:3 share consolidation	100.00	04 Jun 2002
Servicio Para el Transporte de Informacion S.A. (SPTI) Aristobulo del Valle 1257 Piso 2 Capital Federal 1295 Buenos Aires Argentina	8	21,130.0000	1:3 share consolidation	100.00	04 Jun 2002

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Member	Number	No. Shares	Transfer Details	% Paid	Date of Entry as Member
Servicios Satelitales S.A. Avenda Jujuy 1956 Capital Federal (ABU 1247)-Ciudad Autonoma de Buenos Aires Argentina	9	790.0000	1:3 share consolidation	100.00	04 Jun 2002
Tecoar S.A. Av Rivadavia 1367 P16"A" 1033 Capital Federal Buenos Aires Argentina	10	256,135.0000	1:3 share consolidation	100.00	04 Jun 2002
Telefonica de Argentina Calle Peron 1286 Piso 5 Capital Federal (1038) Buenos Aires Argentina	12	203,059.0000	1:3 share consolidation	100.00	04 Jun 2002
Ministry of Telecommunications of the Republic of Armenia 28 Nalbandyan Str. Yerevan 375010 Armenia	14	83,334.0000	1:3 share consolidation	100.00	04 Jun 2002
Optus Networks Pty. Limited 101 Miller Street North Sydney NSW 2060 Australia	15	1,551,372.0000	Address Change	100.00	04 Jun 2002
Telstra Corporation Limited 242 Exhibition Street Level 5 Melbourne Victoria 3000 Australia	16	2,842,777.0000	1:3 share consolidation	100.00	04 Jun 2002
Telekom Austria Aktiengesellschaft Lassallestrasse 9 A-1020 Vienna Austria	17	321,462.0000	Address Change	100.00	04 Jun 2002
Ministry of Communication of Azerbaijan Republic Azerbaijan Avenue 33 P.O. Box 370139 Baku Azerbaijan	18	83,334.0000	1:3 share consolidation	100.00	04 Jun 2002
The Bahamas Telecommunication Corporation (BATELCO) P.O. Box N-3048 John F. Kennedy Drive Nassau N.P. Bahamas	19	192,202.0000	1:3 share consolidation	100.00	04 Jun 2002

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Member	Number	No. Shares	Transfer Details	% Paid	Date of Entry as Member
Bahrain Telecommunications Company (BATELCO) P.O. Box 14 Manama Arabian Gulf Bahrain	20	558,082.0000	1:3 share consolidation	100.00	04 Jun 2002
Telegraph & Telephone Board of Bangladesh Telejogajog Bhaban 37/E, Eskaton Garden Dhaka 1000 Bangladesh	21	355,197.0000	1:3 share consolidation	100.00	04 Jun 2002
Cable & Wireless (Barbados) Limited Widey St. Michael Barbados	22	148,407.0000	1:3 share consolidation	100.00	04 Jun 2002
BELGACOM BELGACOM Towers U-Tower, 28th Floor Koning Albert II Iaan 27 B-1030 Brussels Belgium	23	397,267.0000	1:3 share consolidation	100.00	04 Jun 2002
Office des Postes et Telecommunications de la Republique du Benin 01 B.P. 5959 Cotonou Benin	24	95,454.0000	1:3 share consolidation	100.00	04 Jun 2002
Empresa Nacional de Telecomunicaciones (ENTEL) Calle Federico Zuazo No. 1771 8vo. Piso La Paz Bolivia	25	313,347.0000	1:3 share consolidation	100.00	04 Jun 2002
Bulgarian Telecommunications Company Ltd. 8 Totleben Blvd 1606 Sofia Bulgaria	30	83,334.0000	1:3 share consolidation	100.00	04 Jun 2002
Office National des Telecommunications (ONATEL) du Burkina Faso Avenue Nelson Mandela 01 B.P. 10000 Ouagadougou 01 Burkina Faso	31	96,857.0000	1:3 share consolidation	100.00	04 Jun 2002
Cameroon Telecommunications (CAMTEL) P.O. Box 1571 Yaounde CAMEROON	32	310,170.0000	1:3 share consolidation	100.00	04 Jun 2002

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Member	Number	No. Shares	Transfer Details	% Paid	Date of Entry as Member
CABO VERDE TELECOM, SARL B.P. 220 Praia Cape Verde	34	83,334.0000	1:3 share consolidation	100.00	04 Jun 2002
Societe Centrafricaine des Telecommunications (SOCATEL) P.O. Box 939 Bangui Central African Republic	35	23,221.0000	1:3 share consolidation	100.00	04 Jun 2002
AT&T Chile Long Distance S.A. Vitacura 2939 Piso 8 Santiago Chile	36	12,934.0000	1:3 share consolidation	100.00	04 Jun 2002
Compania de telefonos de Chile Transmisiones Regionales S.A. c/o Telefonica Mundo 188 Nueva de Lyon No. 72, piso 11 P.O. Box 16370 Providencia Chile	37	96,022.0000	1:3 share consolidation	100.00	04 Jun 2002
CHINA TELECOM 31 Jinrong Street Xicheng District Beijing 100032 China	38	2,769,292.0000	Address Change	100.00	04 Jun 2002
PCCW-HKT Limited 35th Floor Cheung Kong Center 2 Queen's Road Central Hong Kong People's Republic of China	39	1,055,732.0000	1:3 share consolidation	100.00	04 Jun 2002
Office Congolais des Postes et Telecommunications (OCPT) Immeube INSS, 1er niveau, 95 Boulevard du 30 juin Kinshasa/Gombe P.O.Box 7070, Kinshasa 1 Democratic Republic of Congo	40	151,403.0000	1:3 share con	100.00	04 Jun 2002
Instituto Costarricense de Electricidad Edificio ICE Sabana Norte Boulevard Las Americas y Calle Luisa Piso 12, Puerta 26 Apartado postal 10032-1000 San Jose, Costa Rica	41	316,027.0000	1:3 share consolidation Address Change	100.00	04 Jun 2002

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Member	Number	No. Shares	Transfer Details	% Paid	Date of Entry as Member
L'Agence des Telecommunications de Cote d'Ivoire (ATCI) 18 B.P. 2203 Abidjan 18 Cote D'ivoire	42	329,692.0000	1:3 share consolidation	100.00	04 Jun 2002
Empresa de Telecomunicaciones de Cuba, S.A. (ETECSA) Calle 18 #3303 e/33 y 41 Miramar Plaga Ciudad De La Habana, CP1 Cuba	45	83,334.0000	1:3 share consolidation	100.00	04 Jun 2002
Ceske Radiokomunikace a.s. U nakladoveho nadrazi 3114 130 00 Praha 3 Czech Republic	46	102,954.0000	1:3 share consolidation	100.00	04 Jun 2002
TDC Tele Danmark A/S Norregade 21 DK-0900 Copenhagen C Denmark	47	313,192.0000	1:3 share consolidation	100.00	04 Jun 2002
TELE Greenland A/S P.O. Box 1002 Skolevej 8 DK-3900 Nuuk Greenland	48	496,634.0000	1:3 share consolidation	100.00	04 Jun 2002
Pacifictel S.A. Rocafuerte 732 y Roca Edificio Pacifictel Guayaquil Ecuador	50	129,682.0000	1:3 share consolidation	100.00	04 Jun 2002
Telecom Egypt International Communications 26 Ramsis Street P.O. Box 2271 Cairo, 11511 Egypt	51	769,449.0000	1:3 share consolidation	100.00	04 Jun 2002
Compania de Telecomunicaciones de El Salvador, S.A. de C.V. 63 Avenida Sur y Alameda Roosevelta, Centro Financiero Gigante, Torre A, Nivel 11 San Salvador El Salvador	52	98,305.0000	1:3 share consolidation	100.00	04 Jun 2002
Ministry of Transportation and Communications of the Republic of Equatorial Guinea Calle Presidente Nasar S/N A.P. 490 Malabo Equatorial Guinea	53	83,334.0000	1:3 share consolidation	100.00	04 Jun 2002

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Member	Number	No. Shares	Transfer Details	% Paid	Date of Entry as Member
Fiji International Telecommunications Limited (FINTEL) 158 Victoria Parade P.O. Box 59 Suva Fiji	54	114,919.0000	1:3 share consolidation	100.00	04 Jun 2002
Sonera Carrier Networks Ltd. P.O. Box 800 FIN-00051 Sonera Finland	55	83,334.0000	1:3 share consolidation	100.00	04 Jun 2002
FRANCE TELECOM FTLD/DFI 246 rue de Bercy Paris 75012 France	56	7,049,234.0000	1:3 share consolidation	100.00	04 Jun 2002
MULTICOMS 6 allée Latecoere BP 280 78147 Velizy Cedex France	57	2.0000	1:3 share consolidation	100.00	04 Jun 2002
Office des Postes et Telecommunications de Polynesie Francaise 8, Rue De La Reine Pomare IV 98713 Papeete Tahiti French Polynesia	58	259,987.0000	1:3 share consolidation	100.00	04 Jun 2002
SakSat Georgia, Ltd. 182 Leetes Island Road Guilford CT 06437 United States	60	83,334.0000	1:3 share consolidation Address Change	100.00	04 Jun 2002
Deutsche Telekom AG ZB NI/N135 Schofferstr. 10 64307 Darmstadt Germany	61	5,718,954.0000	1:3 share consolidation	100.00	04 Jun 2002
Ghana Telecommunications Company Limited Accra North Post Office Nsawan Road Accra-North Ghana	62	347,544.0000	1:3 share consolidation	100.00	04 Jun 2002
Empresa Guatemalteca de Telecomunicaciones Calzado Aguilar Batres 35-37 Zona 12 Ciudad De Guatemala Guatemala	63	427,460.0000	1:3 share consolidation	100.00	04 Jun 2002

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Member	Number	No. Shares	Transfer Details	% Paid	Date of Entry as Member
Empresa Hondurena de Telecomunicaciones (HONDUTEL) Blv. Centroamerica P.O. Box 1794 Tegucigalpa, M.D.C. Honduras	64	83,334.0000	1:3 share consolidation	100.00	04 Jun 2002
Iceland Telecom Limited v/Austurvoll IS-150 Reykjavik Iceland	66	214,605.0000	1:3 share consolidation	100.00	04 Jun 2002
Videsh Sanchar Nigam Limited Videsh Sanchar Bhavan Mahatma Gandhi Road Mumbai 400 001 India	67	9,015,314.0000	1:3 share consolidation	100.00	04 Jun 2002
Telecommunication Company of Iran TCI Building #2 Dr. Shariati Avenue P.O. Box 16315-159 Tehran Iran	69	2,434,474.0000	1:3 share consolidation	100.00	04 Jun 2002
RTE Commercial Enterprises Ltd. Mount Errol Donnybrook Dublin 4 Ireland	70	142,579.0000	1:3 share consolidation	100.00	04 Jun 2002
"BEZEQ" The Israel Telecommunication Corporation Limited P.O. Box 1088 Jerusalem 91010 Israel	71	1,234,100.0000	1:3 share consolidation	100.00	04 Jun 2002
Cable & Wireless Jamaica Limited 47 Half Way Tree Road Post Office Box 21 Kingston 5 Jamaica	72	368,444.0000	1:3 share consolidation	100.00	04 Jun 2002
KDDI Corporation KDDI Bldg 3-2, Nishishinjuku 2-Chome Shinjuku Tokyo 163-8003 Japan	73	1,892,884.0000	1:3 share consolidation	100.00	04 Jun 2002

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Member	Number	No. Shares	Transfer Details	% Paid	Date of Entry as Member
Jordan Telecommunications Company Prince Mohammad Street Third Circle Tower Building P.O. Box 1689 Amman 11118 Jordan	74	332,445.0000	1:3 share consolidation	100.00	04 Jun 2002
Telkom Kenya Limited Kenyatta Ave. P.O. Box 30301 Nairobi Kenya	75	539,669.0000	1:3 share consolidation	100.00	04 Jun 2002
Ministry of Posts and Telecommunications of the Democratic People's Republic of Korea, c/o DPR of Korea Permanent Mission to the United Nations 820 2nd Av. New York NY 10017 USA	76	83,334.0000	1:3 share consolidation	100.00	04 Jun 2002
Ministry of Communications, The State of Kuwait International Services Sector P.O. Box 318 11111 Safat Kuwait	78	1,069,179.0000	1:3 share consolidation	100.00	04 Jun 2002
Ministry of Transport and Communications of the Kyrgyz Republic Isanov Street 42 720017 Bishkek Kyrgyz Republic	79	83,334.0000	1:3 share consolidation	100.00	04 Jun 2002
Government of Lebanon P.O. Box 11-86 Beirut Lebanon	80	281,102.0000	1:3 share consolidation	100.00	04 Jun 2002
Government of the Great Socialist People's Libyan Arab Jamahiriya P.O. Box 886 Zawia Street Tripoli Libya	81	484,754.0000	1:3 share consolidation	100.00	04 Jun 2002
Government of the Principality of Liechtenstein Ministry of PTT Liechtenstein Office for Foreign Affairs Hilgkreuz 14 9490 Vaduz Liechtenstein	82	83,334.0000	1:3 share consolidation	100.00	04 Jun 2002

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Member	Number	No. Shares	Transfer Details	% Paid	Date of Entry as Member
TELECOM MALAGASY S.A. D.R.T. B.P. 763 Alarobia Antananarivo 101 Madagascar	83	181,700.0000	1:3 share consolidation	100.00	04 Jun 2002
Malawi Telecommunications Limited Glyn Jones Road P.O. Box 537 Blantyre Malawi	84	95,955.0000	1:3 share consolidation	100.00	04 Jun 2002
TELEKOM MALAYSIA BERHAD (128740-P) Level 51, North Wing Menara Telekom Off Jalan Pantai Baharu 50672 Kuala Lumpur Malaysia	85	833,704.0000	Address Change	100.00	04 Jun 2002
Societe des Telecommunications du Mali (SOTELMA) B.P. 740 Bamako Mali	86	166,232.0000	1:3 share consolidation	100.00	04 Jun 2002
MALTACOM p.l.c. Spencer Hill Marsa Malta	87	104,354.0000	1:3 share consolidation	100.00	04 Jun 2002
Mauritius Telecom Limited Cassis Satellite Earth Station Menagerie Road Cassis Mauritius	88	316,027.0000	1:3 share consolidation	100.00	04 Jun 2002
TELECOMUNICACIONES DE MEXICO (TELECOMM) Eje Central Lazaro Cardenas No. 567, Torre Central de Telecomunicaciones, Piso 11 Ala Norte Col. Narvarte, C.P. 03020, Mexico	89	563,357.0000	1:3 share consolidation	100.00	04 Jun 2002
Federated States of Micronesia Telecommunications Corporation P.O. Box 1210 Kolonia Pohnpei 96941 Federated State of Micronesia	90	83,334.0000	1:3 share consolidation	100.00	04 Jun 2002
MONACO TELECOM S.A.M. 7 Rue du Gabian 98000 Monaco	91	174,002.0000	1:3 share consolidation	100.00	04 Jun 2002

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Member	Number	No. Shares	Transfer Details	% Paid	Date of Entry as Member
Mongolia Telecom Sq. Sukhbaatar-9 P.O.B. 1166 Ulaanbaatar 210611 Mongolia	92	83,334.0000	1:3 share consolidation	100.00	04 Jun 2002
Itissalat Al Maghrib S.A. Avenue Ennakhil-Hay Riad Rabat Morocco	93	271,200.0000	1:3 share consolidation	100.00	04 Jun 2002
Empresa Nacional de Telecomunicacoes de Mocambique, E.P.-TDM Rue Da Se, No.2 P.O. Box 25 Maputo Mozambique	94	255,024.0000	1:3 share consolidation	100.00	04 Jun 2002
Telecom Namibia Limited P.O. Box 297 Windhoek Namibia	95	83,334.0000	1:3 share consolidation	100.00	04 Jun 2002
Nepal Telecommunications Corporation Central Office Sanchar Bhavan Bhradrakali Plaza Kathmandu P.O.Box 5406 Nepal	96	133,139.0000	1:3 share consolidation	100.00	04 Jun 2002
Telecom Corporation of New Zealand Limited Telecom Networks House 68-86 Jervols Quay P.O. Box 1092 Wellington 6015 New Zealand	97	820,597.0000	1:3 share consolidation	100.00	04 Jun 2002
Television New Zealand Ltd. Television Centre 100 Victoria St West P.O. Box 3819 Auckland New Zealand	98	3,409.0000	1:3 share consolidation	100.00	04 Jun 2002
Instituto Nicaraguense de Telecomunicaciones y Correos (TELCOR) Edificio Del Seguro Social VI piso Apartado Postal No. 2664 Managua Nicaragua	99	89,450.0000	1:3 share consolidation	100.00	04 Jun 2002

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Member	Number	No. Shares	Transfer Details	% Paid	Date of Entry as Member
Societe Nigerienne des Telecommunications (SONITEL) B.P. 208 Niamey Niger	100	112,259.0000	1:3 share consolidation	100.00	04 Jun 2002
Nigerian Telecommunications Limited (NITEL) Block 4, Mambolo Street Wuse, Zone 2 P.O. Box 2890 Garki Abuja Nigeria	101	997,467.0000	1:3 share consolidation	100.00	04 Jun 2002
Oman Telecommunications Company (S.A.O.C.)- Omantel P.O. Box 789 Omantel, Ruwi Postal code 112 Muscat Oman	103	280,187.0000	1:3 share consolidation	100.00	04 Jun 2002
Cable & Wireless Panama S.A. Edificio Plaza Internacional Torre C Via Espana Ciudad De Panama 9A Panama	104	487,559.0000	1:3 share consolidation	100.00	04 Jun 2002
Telikom PNG Limited P.O. Box 84 Kumul Avenue Waigani NUD Papua New Guinea	105	111,336.0000	1:3 share consolidation	100.00	04 Jun 2002
Comision Nacional de Telecomunicaciones (CONATEL) Dpto. De Relaciones Internacionales Yegros 437 Y 25 De Mayo Edificio San Rafael Piso 2 Asuncion Paraguay	106	251,407.0000	1:3 share consolidation	100.00	04 Jun 2002
Philippine Communications Satellite Corporation (PHILCOMSAT) 11/F Telecoms Plaza Bldg. 316 Sen. Gil Puyat Ave. Makati City 1200 Philippines	107	394,805.0000	1:3 share consolidation	100.00	04 Jun 2002

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Member	Number	No. Shares	Transfer Details	% Paid	Date of Entry as Member
The Polish Telecommunication Company "Tp Sat" Centrum Usług Satelitarnych W Psarach K. Kielce Skr. Pocz. 745 25-324 Kielce 25 Poland	108	404,209.0000	1:3 share consolidation	100.00	04 Jun 2002
Qatar Public Telecommunications Corporation (Q-Tel) New Headquarters Tower P.O.Box 217, West Bay Doha Qatar	110	281,672.0000	1:3 share consolidation	100.00	04 Jun 2002
SOCIETATEA NATIONALA DE RADIOCOMUNICATII S.A. Bd. Libertatii nr. 14 70060 Bucharest Sector 5 Romania	111	255,077.0000	1:3 share consolidation	100.00	04 Jun 2002
Central Bank of Russian Federation (Bank of Russia) 12, Neglinnaya Street 103016 Moscow Russia	112	848,115.0000	1:3 share consolidation	100.00	04 Jun 2002
Rwandatel S.A. B.P.1332 Kigali Rwanda	113	83,334.0000	1:3 share consolidation	100.00	04 Jun 2002
Saudi Telecom Company (STC) International Affairs P.O.Box 87912 Riyadh 11652 Saudi Arabia	114	1,506,892.0000	1:3 share consolidation	100.00	04 Jun 2002
Societe Nationale des Telecommunications (SONATEL) 6 Rue Wagane Diouf Dakar B.P. 69 Dakar Senegal	115	380,349.0000	1:3 share consolidation	100.00	04 Jun 2002
Singapore Telecommunications Limited 31 Exeter Road #08-00 COMCENTRE 239732 Singapore	116	1,581,372.0000	1:3 share consolidation	100.00	04 Jun 2002
ST Teleport PTE Ltd. 2B/2C Ayer Rajah Crescent 139937 Singapore	117	1,044.0000	1:3 share consolidation	100.00	04 Jun 2002

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Member	Number	No. Shares	Transfer Details	% Paid	Date of Entry as Member
Telefonica de Espana, S.A. Jefe de Gestion Del Segmento Espacial Plaza De Espana 5, 4a Planta Madrid 28008 Spain	119	1,224,877.0000	1:3 share consolidation	100.00	04 Jun 2002
Electroteks Limited 429, D Galle Road Ratmalana Sri Lanka	120	389.0000	1:3 share consolidation	100.00	04 Jun 2002
Sri Lanka Telecom P.O. Box 235 OTS Building Lotus Road Colombo 01 Sri Lanka	121	394,944.0000	1:3 share consolidation	100.00	04 Jun 2002
Government of the Republic of the Sudan P&T Main Building Gama A (University) Street P.O. Box 1130 Khartoum 11111 Sudan	122	138,849.0000	1:3 share consolidation	100.00	04 Jun 2002
Posts and Telecommunications Corporation (Public) P.O. Box 125 Mbabane H100 Swaziland	123	83,334.0000	1:3 share consolidation	100.00	04 Jun 2002
Tele2 Sverige AB Carrier Services Borgarfjordsgatan P.O. Box 62 S-164 94 Kista Sweden	125	2.0000	1:3 share consolidation	100.00	04 Jun 2002
Swisscom AG C/O Swisscom Ltd. Headquarters Alte Teifenaustr. 6 3050 Bern Switzerland	126	1,263,054.0000	1:3 share consolidation	100.00	04 Jun 2002
Government of the Syrian Arab Republic C/O Syrian Telecommunications Establishment Al-Naser Street Damascus Syria	127	162,145.0000	1:3 share consolidation	100.00	04 Jun 2002

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Member	Number	No. Shares	Transfer Details	% Paid	Date of Entry as Member
Tanzania Telecommunications Company Limited Samora Avenue 11th Floor P.O. Box 9070 Dar Es Salaam Tanzania	128	232,860.0000	1:3 share consolidation	100.00	04 Jun 2002
Societe des Telcommunications du Togo (TOGO TELECOM) Avenue Nicolas Grunitzky B.P.333 Lome Togo	130	46,804.0000	1:3 share consolidation	100.00	04 Jun 2002
Telecommunications Services of Trinidad and Tobago Limited TSTT House 1 Edward Street Port of Spain Trinidad West Indies	131	112,369.0000	1:3 share consolidation	100.00	04 Jun 2002
Turk Telekomunikasyon A.S. Uydu Haberlesme Dairesi Bsk. 06103 Ankara Turkey	132	2,502,134.0000	1:3 share consolidation	100.00	04 Jun 2002
Uganda Telecom Limited P.O.Box 7171 Kampala Uganda	133	83,334.0000	1:3 share consolidation	100.00	04 Jun 2002
Ministry of Communications of the Government of the United Arab Emirates P.O. Box 900 Abu-Dhabi United Arab Emirates	134	1,363,459.0000	1:3 share consolidation	100.00	04 Jun 2002
British Telecommunications plc The Angel Centre PP3C.69 403, St Johns Street London EC1V 4PL UK	135	6,388,702.0000	1:3 share consolidation	100.00	04 Jun 2002
Beednet Group 4005 25th Street North Arlington, VA 22207-3901 United States	136	1,385.0000	1:3 share consolidation	100.00	04 Jun 2002
Cable and Wireless plc 26 Red Lion Square London WC1R 4HQ United Kingdom	137	3,410,112.0000	1:3 share consolidation	100.00	04 Jun 2002

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Member	Number	No. Shares	Transfer Details	% Paid	Date of Entry as Member
Cable and Wireless (West Indies) Ltd. 26 Red Lion Square London WC1R 4HQ United Kingdom	138	216,220.0000	1:3 share consolidation	100.00	04 Jun 2002
Caprock UK Ltd. Caprock Building Denmore Rd Denmore Rd Industrial Est Aberdeen AB21 8JW United Kingdom	139	2.0000	1:3 share consolidation	100.00	04 Jun 2002
Comsat General Corporation 6560 Rock Spring Drive Bethesda Maryland 20817 United States	140	1,983,149.0000	1:3 share consolidation	100.00	04 Jun 2002
Comsat International Ventures 6560 Rock Spring Drive Bethesda Maryland 20817 United States	141	2.0000	1:3 share consolidation	100.00	04 Jun 2002
Data Marine Systems Ltd. 7265 Old Galveston Highway Highway 3 Houston Texas 77034 United States	142	8,155.0000	1:3 share consolidation	100.00	04 Jun 2002
Datasat Communications Limited Ashbourne, Black Lane Chalfont St. Giles Bucks. HP8 4NY United Kingdom	143	127,519.0000	1:3 share consolidation	100.00	04 Jun 2002
DeTeSat Deutsche Telekom Purchase Department Hochstadenring 50 D-53119 Bonn Germany	144	9,074.0000	1:3 share consolidation	100.00	04 Jun 2002
Flow-Line Communications Ltd. Ariel House, Mill Lane Alton, Hampshire, GU342QJ United Kingdom	145	2.0000	1:3 share consolidation	100.00	04 Jun 2002
Multipoint Communications Ltd. Satellite House Eastways Industrial Park Witham, Essex, CM8 3YQ United Kingdom	148	2.0000	1:3 share consolidation	100.00	04 Jun 2002

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Member	Number	No. Shares	Transfer Details	% Paid	Date of Entry as Member
National Transcommunications Ltd. (NTL) Crawley Court Winchester Hampshire United Kingdom	149	2.0000	1:3 share consolidation	100.00	04 Jun 2002
RTE Commercial Enterprises Ltd. Mount Errol Donnybrook Dublin 4 Ireland	150	2.0000	1:3 share consolidation	100.00	04 Jun 2002
Redwing Satellite Solutions Ltd. Transmission Station Great North Road Brookmans Park Hatfield, Hertfordshire AL9 6NE United Kingdom	151	95,062.0000	Address Change	100.00	04 Jun 2002
Teleglobe International (UK) Ltd. 1000 Rue de la Gauchetiere Quest Montreal Quebec H3B 4X5 Canada	155	2.0000	1:3 share consolidation	100.00	04 Jun 2002
COMSAT Corporation Rock Spring One, Fourth Floor 6560 Rock Spring Drive Bethesda Maryland 20817 United States	156	36,319,340.0000	1:3 share consolidation	100.00	04 Jun 2002
Administracion Nacional de Telecomunicaciones Casilla De Correo 1477 Av. Fernandez Crespo 1534 Piso 4 Montevideo 11200 Uruguay	157	87,597.0000	1:3 share consolidation	100.00	04 Jun 2002
Post and Telecommunications Agency of the Republic of Uzbekistan Amir Temur Street, 24 700000 Tashkent Uzbekistan	158	83,334.0000	1:3 share consolidation	100.00	04 Jun 2002
Government of the Vatican City State Vatican City State 00120 Rome Italy Vatican City	159	83,334.0000	1:3 share consolidation	100.00	04 Jun 2002

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Member	Number	No. Shares	Transfer Details	% Paid	Date of Entry as Member
Venezuelan Telephone Company (Compania Anonima Nacional Telefonos de Venezuela) Avenida Libertador Cetro Nacional De Telecomunicaciones Piso 20 Apartado Postal Caracas 1010, Venezuela	160	1,865,544.0000	1:3 share consolidation	100.00	04 Jun 2002
Vietnam Posts and Telecommunications Corporation 18 Nguyen Du Street Hanoi Socialist Republic of Vietnam	161	414,215.0000	1:3 share consolidation	100.00	04 Jun 2002
Government of the Republic of Yemen Airport Road Al-Jirap P.O. Box 25237 Sana'a Republic of Yemen	162	143,144.0000	1:3 share consolidation	100.00	04 Jun 2002
Community of the Yugoslav Posts, Telegraphs and Telephones Palmoticeva 2 11000 Belgrade Yugoslavia	163	95,955.0000	1:3 share consolidation	100.00	04 Jun 2002
Zambia Telecommunications Company Limited Provident House Corner of Moffat Road and Broadway P.O. Box 71660 Ndola Zambia	164	138,957.0000	1:3 share consolidation	100.00	04 Jun 2002
Government of Zimbabwe 107 Union Avenue P.O. Box CY 331 Causeway Harare Zimbabwe	165	30,237.0000	1:3 share consolidation	100.00	04 Jun 2002
Tryco International Inc. 6736 Old McLean Villiage Drive McLean VA 22101 USA	167	83,334.0000	1:3 share consolidation	100.00	04 Jun 2002
Codan Trust Co Ltd as Trustee under Collateral Trust Agmt among it, Intelsat, Ltd. and Telikom PNG Limited Richmond House, Par-la-Ville Road, Hamilton Bermuda	170	1,034.0000	1:3 share consolidation	100.00	04 Jun 2002

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Member	Number	No. Shares	Transfer Details	% Paid	Date of Entry as Member
Societe des Telecommunications du Togo (TOGO TELECOM) Avenue Nicolas Grunitzky B.P.333 Lome Togo	171	117,366.0000	1:3 share consolidation	100.00	04 Jun 2002
Codan Trust Co Ltd as Trustee under Collateral Trust Agmt among it, Intelsat Ltd., and Societe Centrafricaine des Telecommunications (SOCATEL) Richmond Hse, Par-la-Ville Rd Hamilton, Bermuda	172	72,734.0000	1:3 share consolidation	100.00	04 Jun 2002
Codan Trust Co Ltd as Trustee under Collateral Trust Agmt among it, Intelsat, Ltd., and Government of Zimbabwe Richmond House, Par-la-Ville Road, Hamilton Bermuda	173	53,097.0000	1:3 share consolidation	100.00	04 Jun 2002
Codan Trust Co Ltd as Trustee under Collateral Trust Agmt among it, Intelsat, Ltd., and Office Congolais des Postes et Telecommunications (OCPT) Richmond Hse, Par-la-Ville Rd Hamilton, Bermuda	174	100,851.0000	1:3 share con	100.00	04 Jun 2002
Orbital Holdings, Ltd. Codan Trust Company (Cayman) Limited Century Yard, Cricket Square Hutchins Drive, PO Box 2681GT George Town, Grand Cayman British West Indies	175	712,243.0000	1:3 share consolidation Address Change	100.00	04 Jun 2002
Societe Nigerienne des Telecommunications (SONITEL) B.P. 208 Niamey Niger	176	10,698.0000	1:3 share consolidation	100.00	04 Jun 2002
Entreprise des Postes et Telecommunications 8a, avenue Monterey L-2020 Luxembourg	177	83,334.0000	1:3 share consolidation	100.00	04 Jun 2002

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Member	Number	No. Shares	Transfer Details	% Paid	Date of Entry as Member
Andinatel S.A. Calle Veintimilla 1149 Y Av. Amazonas Edificio De Andinatel Piso 2 Quito Ecuador	178	253,074.0000	1:3 share consolidation	100.00	04 Jun 2002
Western Telesystems (Ghana) Ltd. Kyem Place No 1 Dr, Isert Rd 7th Avenue Ext. North Ridge Accra Ghana	179	22,019.0000	1:3 share consolidation	100.00	04 Jun 2002
SOTELGUI B.P. 2066 Conakry Guinea	180	16,947.0000	1:3 share consolidation	100.00	04 Jun 2002
Ethiopian Telecommunications Corporation P.O. Box 1047 Addis Ababa Ethiopia	182	220,424.0000	1:3 share consolidation	100.00	04 Jun 2002
Gibraltar Telecommunications International Limited Mount Pleasant 25 South Barrack Road Gibraltar	187	47,204.0000	1:3 share consolidation	100.00	04 Jun 2002
Orbital Holdings, Ltd. Codan Trust Company (Cayman) Limited Century Yard, Cricket Square Hutchins Drive, PO Box 2681GT George Town, Grand Cayman British West Indies	188	1,580,927.0000	1:3 share consolidation Address Change	100.00	04 Jun 2002
Ministry of Communications of the Republic of Tajikistan of 57 Rudaki Ave 734000 Dushanbe Republic of Tajikistan	190	83,334.0000	1:3 share consolidation	100.00	04 Jun 2002
Rudolf Schillinger Lueholzstrasse 1 8634 Hombrechtikon Switzerland	192	156,692.0000	1:3 share consolidation	100.00	04 Jun 2002
Frederic Putod 31 rue L Lotissement Avenir Casablanca Morocco	193	8,230.0000	1:3 share consolidation	100.00	04 Jun 2002

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Member	Number	No. Shares	Transfer Details	% Paid	Date of Entry as Member
Z & Z S.A. 19, rue Roux de Brignoles F 13006 Marseille France	194	8,230.0000	1:3 share consolidation	100.00	04 Jun 2002
Michel Ducros Le Village CH 1195-Bursinel Switzerland	196	19,751.0000	1:3 share consolidation	100.00	04 Jun 2002
Bruno Garcin 97 Ifield Road London SW10-9AS United Kingdom	197	4,938.0000	1:3 share consolidation	100.00	04 Jun 2002
KPN Satcom B.V. Maaplein 5 TP1, 3rd Floor 2516 CK The Hague The Netherlands	200	2,024,029.0000	1:3 share consolidation	100.00	04 Jun 2002
Telecom Argentina STET - France Telecom S.A. Alicia Moreau de Justo 50 Piso 40 Buenos Aires C1107AAB Argentina	202	60,000.0000	Trans from #11	100.00	17 Jun 2002
Telecom Argentina STET - France Telecom S.A. Alicia Moreau de Justo 50 Piso 40 Buenos Aires C1107AAB Argentina	203	200,432.0000	Trans from #11	100.00	17 Jun 2002
Telefonica del Peru S.A.A. Av. Benavidides 661, Piso 12 Lima-18 Peru	204	619,230.0000	Name Change Trans from #186	100.00	19 Jun 2002
Telekom Austria Aktiengesellschaft Lassallestrasse 9 A-1020 Vienna Austria	205	1,259.0000	Trans from #168	100.00	19 Jun 2002
Empresa Nacional de Telecomunicaciones S.A. (ENTEL) Ave. Andres Bello 2687 Piso 14 Santiago de Chile Chile	206	1,075,104.0000	Trans from #191	100.00	20 Jun 2002
Gambia Telecommunications Company Ltd. 3A Nelson Mandela Street P.O. Box 387 Banjul Gambia	207	83,334.0000	Trans from #191	100.00	20 Jun 2002

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Member	Number	No. Shares	Transfer Details	% Paid	Date of Entry as Member
Mediterranean Network S.A.M. Centre Gildo Pastor 7 rue du Gabian MC 98000 Monaco	209	45,555.0000	Trans from #154	100.00	25 Jun 2002
Mediterranean Network S.A.M. Centre Gildo Pastor 7 rue du Gabian MC 98000 Monaco	210	2,694.0000	Trans from #184	100.00	25 Jun 2002
Telefonica del Peru S.A.A. Av. Benavidides 661, Piso 12 Lima-18 Peru	211	928,845.0000	Name Change Trans from #185	100.00	27 Jun 2002
Mirror International GmbH Rathenau Platz 2-8 60313 Frankfurt Am Main Germany	213	4,605,244.0000	Name Change Trans from #181	100.00	30 Jul 2002
Telecommunications d'Haiti S.A.M. of 98, Angle Ave. Martin Luther King & Fernand (Pont-Mortin) Casier Postal 814 Port-au-Prince Haiti	214	115,079.0000	Trans from #208	100.00	07 Aug 2002
Hare & Co. as nominee for the Bank of New York, Trustee for the Beneficiaries of Trust Agmt. II dated July 18, 2001 Global Finance Unit, 101 Barclay St, Fl 21, West New York, NY 10286	215	350,942.0000	Trans from #208	100.00	07 Aug 2002
Government of the Hashemite Kingdom of Jordan of P.O.Box 9903 Amman 11191 JORDAN	218	83,165.0000	trans from #216	100.00	27 Sep 2002
Comsat Corporation 6560 Rock Spring Bethesda Maryland 20817 USA	222	1,782,201.0000	trans from #220 trans from #221	100.00	11 Oct 2002
PEACOCK International Holdings, Ltd. Arawak Chambers Road Town Tortola British Virgin Islands	223	24,689.0000	trans from #195	100.00	25 Oct 2002

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Member	Number	No. Shares	Transfer Details	% Paid	Date of Entry as Member
Public Enterprise BH Telecom Sarajevo Obala Kulina bana 8 71000 Sarajevo Bosnia and Herzegov	224	97,680.0000	trans from #26	100.00	06 Dec 2002
Cyprus Telecommunications Authority of Telecommunications Street P.O. Box 24929 CY-1396 Nicosia Cyprus	225	95,955.0000	trans from #219	100.00	06 Dec 2002
KT Corporation 206 Jungja-dong Pundang-gu Songnam-city Kyonggi-do Zip 463-711 Republic of Korea	230	1,217,695.0000	Trans from #77	100.00	10 Jan 2003
Teleglobe Inc. 1000 de La Gauchetiere Street West Montreal Quebec H3B 4X5 Canada	231	5,224.0000	trans from #29 Address Change	100.00	21 Mar 2003
PT Comunicacoes, S.A. Rua Andrade Corvo, 6 1050-009 Lisboa Portugal	232	1,047,867.0000	Trans from #109 Re amalgamation	100.00	21 May 2003
Hare & Co. as nominee for the Bank of New York, Trustee for the Beneficiaries of Trust Agmt. II dated July 18, 2001 Global Finance Unit, 101 Barclay St, Fl 21, West New York, NY 10286	234	1,919,703.0000	Trans from #226	100.00	26 Jun 2003
HUNSAT Magyar Urtavkozlesi Reszvenytarsasag 12-14 Varosmajor Street 1122 Budapest Hungary	235	171,509.0000	Trans from #212	100.00	01 Jul 2003
GEM FUND HOLDINGS A, LTD. Ugland House South Church Street Grand Cayman Cayman Islands	236	1,279,687.0000	Trans from #229	100.00	18 Jul 2003
GSEF HOLDINGS A, LTD. Ugland House South Church Street Grand Cayman Cayman Islands	237	515,021.0000	Trans from #227	100.00	18 Jul 2003

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Member	Number	No. Shares	Transfer Details	% Paid	Date of Entry as Member
GEM PARALLEL HOLDINGS A, LTD.					
Ugland House South Church Street Grand Cayman Cayman Islands	238	135,407.0000	Trans from #228	100.00	18 Jul 2003
GSEF HOLDINGS A, LTD.					
Ugland House South Church Street Grand Cayman Cayman Islands	239	712,055.0000	trans from #27	100.00	25 Jul 2003
BSSF PARALLEL HOLDINGS A, LTD.					
Ugland House South Church Street George Town Grand Cayman Cayman Islands	240	467,114.0000	Trans from #27	100.00	25 Jul 2003
BVF HOLDINGS A, LTD.					
Ugland House South Church Street George Town Grand Cayman Cayman Islands	241	566,038.0000	Trans from #27	100.00	25 Jul 2003
GEM FUND HOLDINGS A, LTD.					
Ugland House South Church Street Grand Cayman Cayman Islands	242	546,000.0000	Trans from #27	100.00	25 Jul 2003
GEM PARALLEL HOLDINGS A, LTD.					
Ugland House South Church Street Grand Cayman Cayman Islands	243	57,774.0000	Trans from #27	100.00	25 Jul 2003
BSSF HOLDINGS A, LTD.					
Ugland House South Church Street George Town Grand Cayman Cayman Islands	244	1,561,188.0000	Trans from #27	100.00	25 Jul 2003
John H. Mattingly 6320 Karmich Street Fairfax Station VA 22039-1621 USA	246	4,115.0000	Trans from #245	100.00	04 Aug 2003

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Member	Number	No. Shares	Transfer Details	% Paid	Date of Entry as Member
CAT Telecom Public Company Limited 99 Moo 3, Chaeng Watthana Road Thung Song Hong Lak Si Bangkok 10002 Thailand	247	793,015.0000	Trans from #129	100.00	05 Nov 2003
FHF Holding, L.L.C. P.O. Box 736 Flint Hill Virginia, 22627 USA	248	129,562.0000	Trans from #153 Address Change	100.00	31 Dec 2003
Spacelink International LLC 45975 Nokes Boulevard Suite 145 Dulles Virginia 20166 UNITED STATES	249	227,850.0000	Trans from #153	100.00	31 Dec 2003
GlobeCast UK Ltd 200 Gray's Inn Road London WC1X 8XZ United Kingdom	250	59,855.0000	Trans from #146 and #199 Name Change	100.00	22 Jan 2004
J. Armand Musey 128 E 84th St Apt 3C New York NY 10028 USA	251	6,500.0000	trans from #152	100.00	02 Feb 2004
Hoyt Davidson 945 West Road New Canaan CT 06840 USA	252	8,000.0000	trans from #152	100.00	02 Feb 2004
John H. Mattingly 6320 Karmich Street Fairfax Station VA 22039-1621 USA	253	5,347.0000	trans from #152	100.00	02 Feb 2004
Robert S. Twining 1411 Kurtz Rd McLean VA 22101 USA	254	4,000.0000	trans from #152	100.00	02 Feb 2004
Lancaster Invest Holding S.A. 2 Boulevard Konrad Adenauer 1115 Luxembourg	255	204,402.0000	trans from #233	100.00	16 Mar 2004

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Member	Number	No. Shares	Transfer Details	% Paid	Date of Entry as Member
Pakistan Telecommunication Company Limited Room No. 504, Block-E PTCL Headquarters, G-8/4 Islamabad Pakistan	256	16,512.0000	trans from #169	100.00	17 Mar 2004
VERIZON DOMINICANA, C. POR A. Ave. Abraham Lincoln, No. 1101 Santo Domingo Republica Dominicana	257	355,642.0000	Trans from #201	100.00	19 Mar 2004
Pakistan Telecommunication Company Limited Room No. 504, Block-E PTCL Headquarters, G-8/4 Islamabad Pakistan	258	1,106,707.0000	Trans from #166	100.00	23 Mar 2004
VISOR Investment Solutions Ltd. 240G Furmanov Street Almaty 480099 Kazakhstan	261	209,855.0000	Trans from #198 Address Change	100.00	07 Apr 2004
Darley Investment Services Inc. c/o Brun PO Box 5251 Piazza Dante 8 6901 Lugano Switzerland	263	209,855.0000	Combine #259 and #262 Address Change	100.00	07 Apr 2004
France Telecom S.A. 6, place d'Alleray 75 015 Paris France	264	184,002.0000	Trans from #43	100.00	13 Apr 2004
TeliaSonera AB Sturegatan 1 S-106 63 Stockholm Sweden	265	522,064.0000	trans from #124 Name Change Address Change	100.00	15 Apr 2004
GE Capital Equity Holdings B.V. Strawinskylaan 3105 7th Floor 1077 ZX Amsterdam The Netherlands	266	215,054.0000	Trans from #189	100.00	15 Apr 2004
Telepuerto Internacional Buenos Aires, S.A. Olga Cosential 731 Piso 4 Puerto Madero Este C1107BVA, Puerto Madero Buenos Aires Argentina	267	50,897.0000	Trans from #189	100.00	15 Apr 2004

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Member	Number	No. Shares	Transfer Details	% Paid	Date of Entry as Member
Kingston Communications (HULL) PLC 37 Carr Lane Hull East Yorkshire HU1 3RE England	268	96,307.0000	Trans from #147 Address Change	100.00	16 Apr 2004
Empresa Nacional de Telecomunicaciones - Telecom en Liquidacion Carrera 10 No 24-55, Piso 7 Bogota Colombia	269	2,500,390.0000	Trans from #183 Address Change	100.00	22 Apr 2004
PT Indosat Tbk Jalan Medan Merdeka Barat 21 P.O. Box 2905 Jakarta 10110 Indonesia	271	562,090.0000	Name Change	100.00	14 May 2004
Intelsat (Bermuda), Ltd. North Tower 2nd Floor 90 Pitts Bay Road Pembroke HM08 Bermuda	272	6,284,635.0000	Trans from #270	100.00	07 Jun 2004
Telenor Broadcast Holding AS Snaroyveien 30 1331 Fornebu Norway	273	6,855,530.0000	Trans from #102	100.00	17 Jun 2004
Gabon Telecom S.A. Boite Postale 20000 Libreville Gabon	274	142,467.0000	Trans from #59 Name Change	100.00	05 Jul 2004
Ministry of Sea, Tourism, Transport and Development Prisavlje 14 HR 10 000 Zagreb Croatia (Hrvatska)	275	95,955.0000	Trans from #44 Name Change	100.00	09 Jul 2004
Total Shares:		166,666,755.0000			