

EARLY, LENNON, CROCKER & BARTOSIEWICZ, P.L.C.

ATTORNEYS AT LAW
900 COMERICA BUILDING
KALAMAZOO, MICHIGAN 49007-4752
TELEPHONE (269) 381-8844
FAX (269) 381-8822

GEORGE H. LENNON
DAVID G. CROCKER
MICHAEL D. O'CONNOR
HAROLD E. FISCHER, JR.
LAWRENCE M. BRENTON
GORDON C. MILLER
GARY P. BARTOSIEWICZ
BLAKE D. CROCKER

ROBERT M. TAYLOR
RON W. KIMBREL
PATRICK D. CROCKER
ANDREW J. VORBRICH
TYREN R. CUDNEY
STEVEN M. BROWN
KRISTEN L. GETTING

OF COUNSEL

THOMPSON BENNETT
JOHN T. PETERS, JR.

VINCENT T. EARLY
(1922 - 2001)
JOSEPH J. BURGIE
(1926 - 1992)

RECEIVED

December 3, 2002

DEC 04 2002

PUBLIC SERVICE
COMMISSION

Helen Helton, Executive Director
Kentucky Public Service Commission
211 Sower Blvd
Frankfort, KY 40601

RE: Pro forma Transfer of Control or Ownership of Global Communications Consulting Corp.
to GCC Corporate Holdings, Inc.

Dear Ms. Helton:

Global Communications Consulting Corp. ("GCCC") hereby notifies the Commission of the proposed transfer of control of GCCC from its current shareholders to GCC Corporate Holdings, Inc. ("GCC Holdings"). It is our understanding that under the circumstances set forth below, no formal approval of the Commission is required for this transaction.

GCCC, incorporated on July 23, 2001, in the State of Delaware, is a privately held, full service telecommunications provider. The Commission granted GCCC authority as a reseller of long distance on July 29, 2002, in Docket Number T63-0733.

GCC Holdings is a New Jersey corporation that has been formed solely for the purpose of reorganizing GCCC into a holding company structure (the "Reorganization"). As such, GCC Holdings did not conduct any business and had no significant assets or liabilities prior to consummation of the Reorganization.

The Reorganization became effective at 12:01 a.m. on November 27, 2002, ("Effective Time"). Immediately after the Effective Time, GCC Holdings took ownership of all 100 shares of GCCC Common Stock then outstanding and the stockholders took ownership of all 3,000,000 shares of GCC Holdings stock then outstanding.

GCCC and the stockholders believe that the reorganization of GCCC into a holding company structure will facilitate the growth of GCCC's business and enhance GCCC's ability to offer additional services. Furthermore, the members of the Board of Directors and officers of GCCC and the members of the Board of Directors and officers of GCC Holdings will continue to hold the same offices after the Reorganization as they did prior to the Reorganization.

GCC Holdings will be headquartered at:

25 Kilmer Drive, Suite 217
Morganville, New Jersey 07751-1561

Questions concerning this matter should be directed to:

Patrick D. Crocker
Early, Lennon, Crocker & Bartosiewicz, P.L.C.
900 Comerica Building
Kalamazoo, MI 49007
(269) 381-8844

Finally, please stamp the enclosed duplicate copy of this letter and return it to our firm using the postage-paid envelope provided.

Respectfully submitted,

Early, Lennon, Crocker & Bartosiewicz, P.L.C.



Patrick D. Crocker

PDC/bmr