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July 31, 2020
Via Overnight Delivery & E-Mail

Ms. Darlene K. Standley, Asst. Chief - Telecommunications
Tennessee Public Utility Commission
502 Deaderick Street
4th Floor
Nashville, TN 37243

20-00096

RE: Notification Regarding Internal Reorganization and Transfer of Customers from Lingo Telecom of the South, LLC to Matrix Telecom, LLC

Dear Ms. Standley:

Enclosed for filing please find the original and four (4) copies of the above referenced Notification submitted on behalf of Matrix Telecom, LLC and Lingo Telecom of the South, LLC.

A copy of this filing has been sent via e-mail to: tpuc.docketroom@tn.gov

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 that purpose.

Any questions you may have regarding this filing should be directed to my attention at 407-740-3006 or via email to croesel@inteserra.com. Thank you for your assistance in this matter.

Sincerely,

/s/ Carey Roesel

Carey Roesel
Consultant

cc: A. Valencia – Matrix (via E-Mail)
C. Cooper – Matrix (via E-Mail)
tms: TNx2002

Enclosure
CR/sp

**BEFORE THE
TENNESSEE PUBLIC UTILITY COMMISSION**

Notification Regarding Internal Reorganization of

Lingo Telecom of the South, LLC

and

**Matrix Telecom, LLC d/b/a Matrix Business Technologies
d/b/a Trinsic Communications d/b/a VarTec Telecom
d/b/a Excel Telecommunications
d/b/a Lingo**

and

Transfer of Customers

Matrix Telecom, LLC d/b/a Matrix Business Technologies d/b/a Trinsic Communications d/b/a VarTec Telecom d/b/a Excel Telecommunications d/b/a Lingo ("Matrix") and Lingo Telecom of the South, LLC ("Lingo South"), collectively the "Parties", hereby notify the Tennessee Public Utility Commission ("Commission") of an internal reorganization that will result in (1) a planned transfer of customers from Lingo South to Matrix and (2) the cancellation of the Certificate of Public Convenience and Necessity ("CPCN") of Lingo South upon completion of the customer transfer. Following the completion of the customer transfer, Lingo South will no longer operate within Tennessee and a notification will be submitted to the Commission to proceed with the cancellation of the CPCN of Lingo South and any tariffs on file with the Commission.

I. The Parties

Lingo South is a Delaware limited liability company formed on February 8, 2000. Its principal office is located at 400 E. Las Colinas Blvd., Suite 500, Irving, TX 75039. The company is authorized as a Competing Telecommunications Service Provider pursuant to Docket 00-00341 and filed a Notice of Intent to Operate Pursuant to Market Regulation on June 25, 2018. Lingo South is a direct subsidiary of Lingo Management, LLC and a wholly owned indirect subsidiary of Lingo Communications, LLC ("Lingo").

Matrix is a Texas limited liability company originally incorporated on June 13, 1990 as Matrix Telecom, Inc. and converted to a limited liability company on December 28, 2015. Its principal office is located at 400 E. Las Colinas Blvd., Suite 500, Irving, TX 75039. The company was originally authorized to provide interexchange services in Tennessee in Docket 95-03215 and authorized to provide local exchange services in Docket 05-00083. Matrix is a direct subsidiary of Impact Telecom, LLC and a wholly owned indirect subsidiary of Lingo Management, LLC and Lingo.

II. The Transaction

As part of an internal corporate reorganization, the Tennessee customers of Lingo South are, tentatively set to transfer to Matrix on or about September 1, 2020. This reorganization is entirely pro forma as the same entities hold the controlling interest in both Matrix and Lingo South. Exhibit A contains an overview of the corporate structure of Lingo and its subsidiaries prior to and upon completion of the merger and transfer of customers.

Following the transfer, Lingo South customers will be served by Matrix and Lingo South will no longer operate in Tennessee. The transition to Matrix will be invisible to the customers of Lingo South as both companies operate under the “Lingo” name. Lingo South customers will not incur any charges or changes in the services that they currently receive and will continue to receive service under the Lingo name. Upon completion of the transfer, Matrix will revise tariffs as necessary to incorporate the applicable transferred services.

A notice of consummation and request to proceed with the cancellation of the CPCN and tariffs of Lingo South will be submitted to the Commission upon completion of the customer transfer.

III. Request for Waiver

The Parties request a waiver of any applicable state or federal slamming regulations regarding the transfer of customer bases. Following the transfer Lingo South customers will continue to receive service under the same terms, conditions and rates. Additionally, service is currently provided and billed by “Lingo” and will be provided and billed by “Lingo” following the transfer. The reorganization will be invisible to Lingo South customers. Sending notice to customers stating that their service, while not changing, is moving from “Lingo” to “Lingo” could prove confusing to the customer. The FCC has stated that “...a change in corporate structure that is invisible to the affected subscribers does not constitute a sale or transfer for purposes of section 258 ... Indeed, in such cases, requiring notice of a change that is imperceptible to the affected subscribers might cause confusion where there would otherwise be none.”¹

¹ First Report and Order in CC Docket No. 00-257 and Fourth Report and Order in CC Docket No. 94-129, 2000 Biennial Review - Review of Policies and Rules Concerning Unauthorized Changes of Consumers Long Distance Carriers, FCC 01-156.

IV. Contact Information

Correspondence with regard to this filing should be sent to:

Carey Roesel
Consultant to Matrix Telecom, LLC and Lingo
Telecom of the South, LLC
Inteserra Consulting Group
151 Southhall Lane, Suite 450
Maitland, FL 32751
Telephone: 407-740-3006
Facsimile: 407-740-0613
Email: croesel@inteserra.com

with a copy sent to

Alex Valencia
Vice President - Government Affairs & Compliance
Matrix Telecom, LLC
400 East Las Colinas Blvd.
Suite 500
Irving, TX 75039
Telephone: 972-910-1900
Facsimile: 866-418-9750
Email: Alex.Valencia@lingo.com

V. Public Interest Statement

The proposed customer transfer is an internal corporate reorganization that will reduce costs and provide enhanced operational and economic efficiencies. The resulting savings will provide greater opportunities to improve the services available to Tennessee customers. Consequently, this transaction is consistent with the public interest.

WHEREFORE, for the reasons stated above, Matrix and Lingo South submit that the public interest, convenience and necessity would be furthered by this transaction and respectfully request (1) approval, as necessary, by September 1, 2020, or as soon as possible, of the reorganization and transfer of customers from Lingo South to Matrix and (2) approval of the cancellation of Lingo South's CPCN and tariffs upon notification to the Commission of completion of the customer transfer.

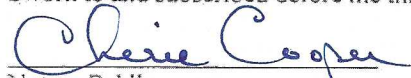
STATE OF TEXAS
COUNTY OF DALLAS

VERIFICATION

I, Charles Griffin, hereby declare, under penalty of perjury, that I am Chief Executive Officer of Lingo Communications, LLC, Lingo Management, LLC and its subsidiaries Matrix Telecom, LLC and Lingo Telecom of the South, LLC; that I am authorized to make this verification on behalf of the named companies; that I have read the foregoing Notification; and that the facts stated therein are true and correct to the best of my knowledge, information and belief.

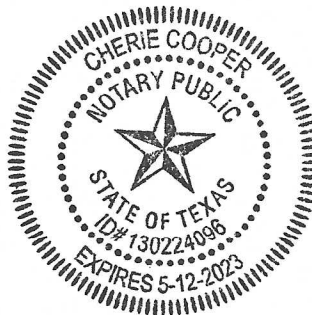

Charles Griffin
Chief Executive Officer

Sworn to and subscribed before me this 27 day of July, 2020


Notary Public

My Commission expires:

5.12.2023

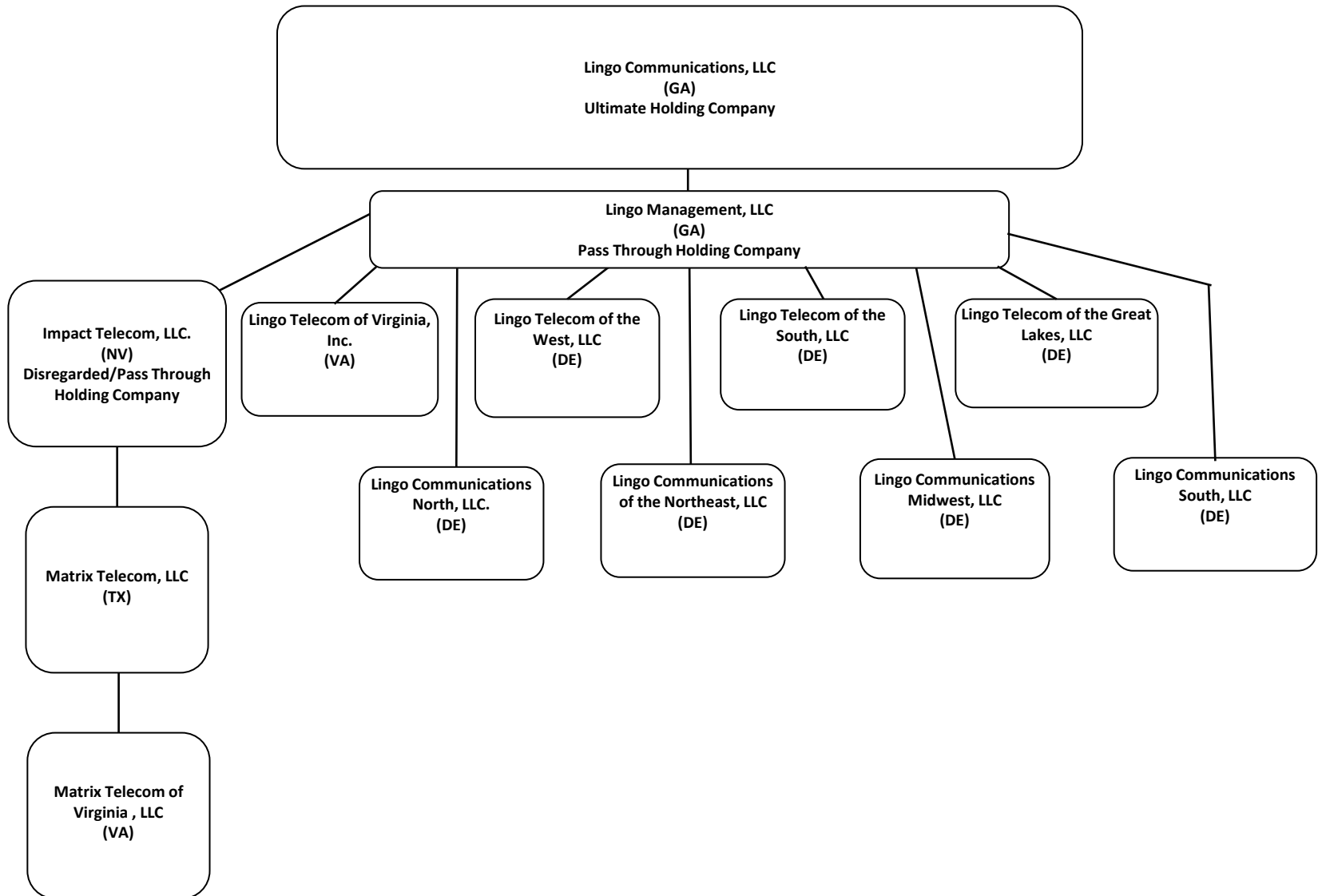


Matrix Telecom, LLC

Lingo Telecom of the South, LLC

Exhibit A
Corporate Structure

Lingo Communications Pre-Consolidation Organizational Chart



Lingo Communications Post-Consolidation Organizational Chart

