

State of Florida



Public Service Commission

CAPITAL CIRCLE OFFICE CENTER • 2540 SHUMARD OAK BOULEVARD
TALLAHASSEE, FLORIDA 32399-0850

-M-E-M-O-R-A-N-D-U-M-

DATE: October 4, 2021

TO: Adam Teitzman, Commission Clerk, Office of Commission Clerk

FROM: Sakina Deas, Public Utility Analyst III, Office of Industry Development & Market Analysis ^{SD}

RE: Docket No. 20210000-OT- Notification of transfer of control of Magna5 LLC.

Attached is Magna5 LLC's notification that it's parent company has changed. Please add to the undocketed file. If you have questions please contact me at 413-6504.

September 30, 2021

Adam Teitzman, Commission Clerk
Florida Public Service Commission
Office of Commission Clerk
2540 Shumard Oak Blvd.
Tallahassee, Florida 32399-0850

Re: Magna5 LLC - Transfer of Control Notification

Dear Mr. Teitzman:

Magna5 LLC (“Magna5”) hereby notifies the Florida Public Service Commission of the transfer of control of Magna5 to International Telcom, LLC (“International Telcom”).

Magna5 is currently authorized to provide CLEC services in the state of Florida pursuant to Certificate of Authority No. 8913. On July 8, 2021, Magna5 Holdings LLC¹ (“Magna5 Holdings”), Magna5’s parent company, and International Telcom, LLC entered into a Unit Purchase Agreement (the “Agreement”) whereby International Telcom agreed to purchase the equity interest in Magna5 LLC from Magna5 Holdings. Pursuant to the Agreement, International Telcom will acquire all the ownership units of Magna5. As a result, upon closing control of Magna5 will be held by International Telcom. Please see the attached pre- and post-close organizational charts at Exhibit 1.

The transaction will ensure the continuity of operations for Magna5 to the ultimate benefit of customers who will continue to receive uninterrupted access to telecommunications and information services. The transaction will only alter Magna5’s ownership. Magna5’s customers will continue to receive substantially the same services and at the same rates, terms, and conditions of service. There will be no disruption to any customer-facing operations such as ordering, service installation, customer service, and billing, which will continue to be provided as before. Additionally, the transaction will result in no disruption to any customer-facing operations such as ordering, service installation, customer service, and billing, which will continue to be provided as before.

¹ Magna5 Holdings is a holding company that does not hold any communications licenses or provide communications services in Florida or otherwise.

The transaction will have no adverse effects on the quality of service enjoyed by Magna5's customers. Any future changes will result from the normal course of business operations, as was the case prior to the transaction.

Once the transaction is completed, International Telcom will continue to be technically, managerially, and financially well-qualified to be the ultimate owner of Magna5. Likewise, Magna5 will continue to have the managerial, technical, financial, and customer care qualifications to provide high quality telecommunications services to consumers throughout Florida.

Questions regarding this notification may be directed to:

Name: Robert Farina
Title: Chief Executive Officer, Magna5 Holdings LLC
Address: 3001 Dallas Parkway, Suite 610
Frisco, Texas 75034
Tel. Number: (844) 462-4625
Email Address: Rfarina@magna5global.com

With copies to:

Name: Danielle Frappier
Title: Partner, Davis Wright Tremaine LLP
Address: 1301 K Street NW, Suite 500 East
Washington, DC 20005
Tel. Number: (202) 973-4242
Email Address: daniellefrappier@dwt.com

Name: Christopher W. Savage
Title: Partner, Davis Wright Tremaine LLP
Address: 1301 K Street NW, Suite 500 East
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Tel. Number: (202) 973-4211
Email Address: chrissavage@dwt.com

Name: Kevin Alward
Title: Chief Executive Officer, International Telcom, LLC
Address: 14 Industrial Avenue, Suite 4
Mahwah, New Jersey 07430
Tel. Number: (206) 479-2600
Email Address: kevin.alward@dial800.com

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With a copy to:

Name: Leon Nowalsky
Title: Partner, Nowalsky & Gothard
Address: 1420 Veterans Memorial Blvd
Metairie, LA 70005
Tel. Number: (504) 832-1984
Email Address: lnowalsky@nbglaw.com

Respectfully submitted,

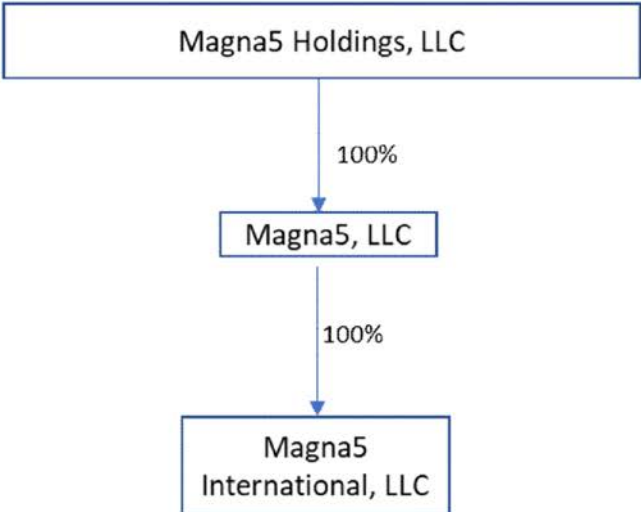


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Attorneys for Magna5 LLC

Exhibit 1 - Pre- and Post-Transaction Organizational Charts

Pre-Closing Ownership of Licensee:



Post-Closing Ownership of Licensee

