

Diamond Williams

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From: Tamara Davis Brown [tamara.davisbrown@fcclaw.com]
Sent: Wednesday, October 20, 2010 7:37 PM
To: Filings@psc.state.fl.us
Subject: STi Prepaid, LLC and Vivaro Corporation Notice of Transfer of Control
Attachments: STi Prepaid, LLC and Vivaro Corporation Notice.pdf

Ms. Cole,

Attached please find a three (3)-page Notice of a Transfer of Control filed by STi Prepaid, LLC and Vivaro Corporation.

This electronic transmission notifies the Florida Public Service Commission that STi Prepaid, LLC, a Florida certificated telecommunications carrier (Docket No. 070111-T1), and Vivaro Corporation have entered into an agreement to transfer control of STi to Vivaro. No changes are planned in the services provided by STi as a result of the transfer of control and no assignment of STi's certificate, assets or customers are contemplated by this transfer of control.

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DOCUMENT NUMBER DATE

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FPSC-COMMISSION CLERK

10/21/2010

VIVARO CORPORATION

1250 Broadway, 30th Floor
New York, NY 10001
212-931-8773

October 21, 2010

To: Florida Public Service Commission
Ann Cole, Commission Clerk

From: Roberta Kraus
Assistant General Counsel

Re: STi Prepaid, LLC and Vivaro Corporation
Notice of Transfer of Control

The purpose of this correspondence is to provide notice to the Florida Public Service Commission that STi Prepaid, LLC (“STi”), and Vivaro Corporation (“Vivaro”) (together with STi the “Parties”) entered into an agreement and plan of merger whereby STi will merge into Vivaro Acquisition LLC, a wholly-owned subsidiary of Vivaro, with STi remaining as the surviving entity (the “Transaction”). STi is authorized in Florida to provide resold long distance telecommunications services on February 10, 2007 pursuant to Docket No. 070111-TI.

As a result of the Transaction, Vivaro will acquire all membership interests in STi and will pay the existing members of STi certain merger consideration in the form of cash. Following the Transaction, STi will operate under the control of Vivaro and will continue to provide prepaid calling cards services in the State of Florida. No changes are planned in the service provided by STi as the result of the transfer of control to Vivaro, and no assignment of STi’s assets or customers occurred as a result of the Transaction.

Correspondence regarding this Notice and questions regarding the Transaction should be directed to:

For STi:

STi Prepaid, LLC
Attention: James Continenza
1250 Broadway, 26th Floor
New York, NY 10001
Tel: 212-660-2714
Fax: 212-660-2708

For Vivaro:

Vivaro Corporation
Attention: Meryl Ravitz
1250 Broadway, 30th Floor
New York, NY 10001
Tel: 212-931-8755
Fax: 212-931-8693

Respectfully submitted,

James V Continenza

By:

James Continenza
STi Prepaid, LLC
1250 Broadway Street, 26th Floor
New York, NY 10001
(212) 660-2714

By:

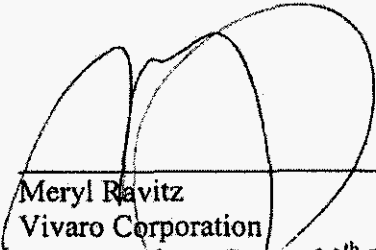
Meryl Ravitz
Vivaro Corporation
1250 Broadway Street, 30th Floor
New York, NY 10001
(212) 931-8773

Respectfully submitted,

By:

James Continenza
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1250 Broadway Street, 26th Floor
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(212) 660-2714

By:



Meryl Ravitz
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