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December 19, 2013

**VIA OVERNIGHT DELIVERY**

130000.0T

Florida Public Service Commission  
Executive Secretary  
2540 Shumard Oak Drive  
Tallahassee, FL 32399

RECEIVED - FPSC  
13 DEC 20 PM 12:06  
COMMISSION  
CLERK

RE: Notification by XYN Communications of Florida, LLC of Transfer of Membership Interests

Dear Sir or Madam:

On behalf of XYN Communications of Florida, LLC ("XYN") and Seminole Communications, LLC ("Seminole") (together referred to as the "Parties"), this letter is to advise the Commission of the pending transfer of XYN's Membership Interests to Seminole.

It is our understanding, based upon review of the applicable statutes and regulations, that this transaction does not require prior Commission approval. Accordingly, absent written notice to the contrary within thirty (30) days of the date of this letter, the parties will proceed to consummate the transaction in a timely fashion.

The Parties propose a transaction whereby Seminole will acquire all of XYN's Membership Interests. This transaction does not involve transfer of operating authority nor any transfer of customers. The transaction will only involve a change of the ultimate control of XYN, by virtue of the transfer of Membership Interests from XYN to Seminole. XYN will continue to provide competitive telecommunications services to its existing customers in this State using the same technical and managerial personnel following consummation of the proposed transaction.

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XYN Communications of Florida, LLC is a Florida Limited Liability Company headquartered at 8275 S. Eastern Avenue., Suite 200, Las Vegas, NV 89123. XYN is authorized to provide long distance and local telecommunications services in this State. Seminole Communications, LLC is a Florida limited liability company with its principal place of business located at 4 Harvard Circle, Suite 100, West Palm Beach, FL 33409 ("Seminole"). Seminole has no certificates of authority. **The Parties are also requesting that the Commission waive the verification requirements of Florida Administrative Code Rule 25-4.118.**

The proposed transaction will accomplish the following:

Seminole will acquire 100% of the Membership Interests in XYN from its members. The proposed transfer will be seamless to XYN's customers. XYN's name, rates and service offerings, as reflected in its tariffs, will not change as a result of the proposed transaction. There will be no interruption of service. The physical assets, property, and personnel of XYN will remain substantially the same after the change in control. The customer service numbers for billing and service problems, liaison with Commission staff and tariffed rates will remain the same.

The proposed transaction will serve the public interest, convenience, and necessity. Consummation of the proposed transaction will result in net benefits to XYN's customers by strengthening the overall financial status of XYN. The transaction will enhance XYN's ability to offer a broader range of innovative products and services to customers.

The Commission's ability and authority to regulate XYN and to ensure that it satisfies all obligations, commitments and regulatory requirements established by the laws of this state and the Commission will remain unchanged. Thus, there are no potential public interest harms raised by the proposed transaction and there will be clear benefits to the public upon the closing of this transaction.

The parties are forwarding this letter to the Commission for informational purposes, to be included in the appropriate files. Absent receipt of written notification to the contrary within thirty (30) days from the date of this letter, we will proceed with the understanding that no approval or other formal action is required by the Commission prior to consummation of the proposed transaction.

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Enclosed are the original and six (6) copies of this letter. Please return one (1) of the copies file-stamped in the envelope provided. If you need any further information or have any questions regarding the matters discussed herein, please do not hesitate to contact the undersigned. Thank you for your assistance in this matter.

Respectfully submitted,



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