



PATRICK D. CROCKER
patrick@crockerlawfirm.com

RECEIVED-FPSC
14 AUG - 6 AM 9:57
COMMISSION
CLERK

August 4, 2014

Carlotta S. Stauffer, Commission Clerk
Florida Public Service Commission
2540 Shumard Oak Blvd.
Tallahassee, FL 32399-0850

RE: Petition for Authority for BCN Telecom, Inc. to Acquire Certain Assets of AMI Communications, Inc.

Dear Ms. Stauffer:

Enclosed herewith for filing with the Commission, please find an original and five (5) copies of the Petition for Authority for BCN Telecom, Inc. to Acquire Certain Assets of AMI Communications, Inc.

Also enclosed is a duplicate copy of this letter. Please stamp the duplicate and return it to me in the postage-paid envelope attached thereto.

Please contact the undersigned should you have any questions or concerns.

Very truly yours,

CROCKER & CROCKER

Patrick D. Crocker

PDC/pas

COM _____
AFD _____
APA _____
ECO _____
ENG _____
GCL a _____
IDM _____
TEL 3 _____
CLK _____

**Before the
Florida Public Service Commission**

| | | |
|-------------------------------------|---|-------------------|
| Petition for Authority for |) | |
| BCN Telecom, Inc. |) | |
| to Acquire Certain Assets of |) | Docket No. |
| AMI Communications, Inc. |) | |

JOINT PETITION FOR APPROVAL TO ACQUIRE ASSETS
AND REQUEST FOR EXPEDITED APPROVAL

NOW COMES BCN Telecom, Inc. ("BCN" or "Buyer") and AMI Communications, Inc. ("AMI" or "Seller" and collectively with BCN, "the Parties"), pursuant to the rules and regulations of the Florida Commission ("Commission"), and hereby request that the Commission approve the acquisition by BCN to acquire the telecommunications assets including, but not limited to the customer base of AMI and to grant such relief on an expedited basis to allow for the consummation of the transaction without undue delay. Expeditious approval of this Application will allow BCN to promptly assume responsibility for the provision of telecommunications services to the Florida customers to be transferred, and thereby more speedily bring to Florida consumers the benefits that will inure from permitting BCN to acquire these accounts. Applicants therefore respectfully request that approval of this Application be granted on an expedited basis.

BCN and AMI provide the following in support of this request:

The Parties

BCN Telecom, Inc.

BCN, a corporation organized under the laws of the State of New Jersey, is a wholly-owned subsidiary of Telecom Acquisition Company, LLC, a New Jersey limited liability company and holding company. As the Commission determined when it granted BCN (formerly known as International Telephone Group, Inc. and NUI Telecom, Inc.) authority to provide interexchange telecommunications service in the State of Florida in Docket No. 961406 on July 9, 1997 and authority to provide local exchange services in Docket 991752 on February 8, 2000, BCN is well-

qualified managerially, technically, and financially to provide telecommunications services in Florida. This information, therefore, is already a matter of public record and the Parties respectfully request that it be incorporated by reference herein. BCN provides recent confidential financial statements as **Exhibit A** filed under seal.

The principal office of BCN is located at:

550 Hills Drive, Suite 110
Bedminster, NJ 07921-0760
Telephone: (908) 470-4700

BCN holds authorization under Section 214 of the Communications Act of 1934, as amended, to provide domestic interstate and international telecommunications service, is authorized as a reseller of intrastate interexchange telecommunications services throughout the United States, with the exception of Alaska, and has resold and/or facilities-based local exchange authority in Alabama, California, Colorado, Connecticut, Delaware, District of Columbia, Florida, Georgia, Idaho, Illinois, Indiana, Iowa, Kentucky, Maine, Maryland, Massachusetts, Michigan, Minnesota, Montana, Nebraska, Nevada, New Hampshire, New Jersey, New Mexico, New York, North Carolina, North Dakota, Ohio, Oregon, Pennsylvania, Rhode Island, South Carolina, South Dakota, Tennessee, Texas, Utah, Vermont, Virginia, Washington, West Virginia, Wisconsin and Wyoming.

AMI Communications, Inc. d/b/a AMI Communications

AMI is a corporation organized under the laws of the State of Illinois. AMI has authority to provide intrastate, interexchange service in California, Florida, Illinois, Indiana, Kentucky and Wisconsin, and authority to provide competitive local exchange services in Illinois and Wisconsin. AMI was authorized to provide interexchange service in Florida on January 5, 1994 in Docket No. 931017.

The principal office of AMI is located at:

AMI Communications, Inc.
300 Cardinal Drive, Suite 280
St. Charles, IL 60175

Please direct any questions concerning the Parties and this application to:

Patrick D. Crocker
Crocker & Crocker, P.C.
The Kalamazoo Building
107 W. Michigan Avenue, 4th Floor
Kalamazoo, MI 49007
Telephone: (269) 381-8893
Facsimile: (269) 381-4855
Email: patrick@crockerlawfirm.com

The Transaction

Pursuant to an Asset Purchase Agreement ("Agreement") executed on or about June 1, 2014, 2014, AMI agrees to convey, transfer, assign and deliver to the Buyer, and BCN agrees to acquire and assume from the Seller, all of the Seller's right, title and interest in and to, and obligations under, all assets related to and comprising the telecommunications services Customer Base of the Seller summarized as follows: (1) the Customer Base; (2) all Customer Base deposits or prepayments; and (3) all supporting documentation and Customer Base account information and files; (4) all agreement and arrangements with the Customer Base and suppliers including customer letter of authorizations and customer service term agreements; (5) all Post Start Date Accounts Receivables; (6) all cash, including cash deposits and cash collateral, marketable securities and other cash equivalents, relating to or arising out of the operation of the Business after the Start Date except for cash attributable to Pre Start Date Accounts Receivable; (7) assumed Contracts of Seller. A copy of the Agreement will be provided to the Commission upon request. After the Closing, BCN will provide telecommunications services to AMI's customers pursuant to its own telecommunications authorizations.

The proposed transfer of customers to BCN will have no adverse impact on customers. AMI customers will continue to receive their existing services at the same rates, terms, and conditions that they have prior to the transfer and any future changes in the rates, terms, and conditions of service will be made consistent with Commission regulations. To avoid customer confusion and ensure a seamless transition, the Parties will provide advance written notice to the affected customers at least thirty (30) days prior to the transfer, explaining the change in service provider in

accordance with applicable Commission and state regulations for changing a customer's presubscribed carrier.

Public Interest Considerations

The transaction contemplated by the Agreement will serve the public interest. BCN is a strong company that will continue to provide high quality services to AMI customers. The purchase of AMI's assets will strengthen BCN, enable it to expand and better ensure that it remains a viable long-term competitor in the telecommunications market.

The proposed transfer does not present any competitive issues. The Parties note that there are a number of other carriers operating in each market, including the incumbent carrier, which controls a substantial market share.

Further, BCN has extensive experience offering telecommunications services. Consequently, the former AMI customers will continue to receive these services from an experienced and qualified carrier. These customers will also be given sufficient notification of the proposed transaction and their rights. As such, the Parties anticipate that customers will experience a seamless transition of service provider.

In sum, grant of the Application will serve the public interest by strengthening the competitive position of BCN without negatively impacting either AMI customers or competition in the markets in which the Parties operate.

WHEREFORE, BCN respectfully requests that the Commission authorize the sale of assets from AMI to BCN. In addition, the Parties respectfully request expedited processing of this Petition so that the transaction may proceed without undue delay.

Respectfully submitted,

BCN Telecom, Inc.

By: _____



Patrick D. Crocker, Attorney
Crocker & Crocker
107 W Michigan Ave, 4th Floor
Kalamazoo, MI 49007
Phone: (269) 381-8893
Fax: (269) 381-4855
Email: patrick@crockerlawfirm.com

**BEFORE THE
FLORIDA PUBLIC SERVICE COMMISSION**

Petition for Authority for)
BCN Telecom, Inc.) **Docket No.**
to Acquire Certain Assets of)
AMI Communications, Inc.)

REQUEST FOR WAIVER

Pursuant to rule 25-4.118(1), Florida Administrative Code, the local, local toll call, or long distance provider of a customer shall not be changed without the customer's authorization. Rule 25-4.118-(2) provides that a local provider or IXC shall submit a change request to the local exchange carrier only if one of the following has occurred: (a) the provider has a letter of agency from the customer requesting the change; (b) the provider has received a customer-initiated call for service; or (c) a third party firm has verified the customer's requested change. The Parties ask the Commission to waive the conditions in 25-4.118-(2) in order to allow the transfer of customers of record. The Parties have made the necessary filing with the Federal Communications Commission in accordance with streamlined procedures currently effective.

WHEREFORE, BCN and AMI respectfully request that the Commission authorize the sale of assets from AMI to BCN. In addition, the Parties respectfully request expedited processing of this Joint Petition so that the transaction may proceed without undue delay, and that the Commission grant such other relief deemed necessary or proper.

Respectfully submitted this 4 day of August 2014.

BCN Telecom, Inc.
AMI Communications, Inc.

By: _____
Patrick D. Crocker
Crocker & Crocker
Its Attorneys

EXHIBIT A

REDACTED

Financial Statements

Confidential – Filed Under Seal

BCN Telecom, Inc. - Year Ending 2013

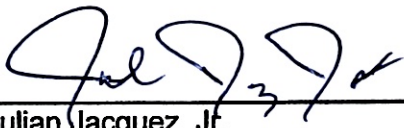
VERIFICATIONS

VERIFICATION

I, Julian Jacquez, Jr., am the Executive Vice President of BCN Telecom, Inc., and am authorized to make this verification on its behalf. I do hereby verify that I have read the foregoing Application and the statements made therein are true, correct, and complete to the best of my knowledge, information, and belief.

Executed on the 15 day of July, 2014.

BCN Telecom, Inc.



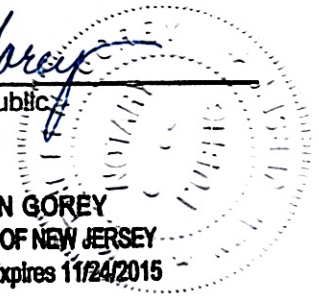
Julian Jacquez, Jr.

Subscribed and sworn before me this 15 day of July, 2014.



Notary Public

KATHLEEN GOREY
NOTARY PUBLIC OF NEW JERSEY
My Commission Expires 11/24/2015



VERIFICATION

I, Robert M. Buchta, am the President and CEO of AMI Communications, Inc., and am authorized to make this verification on its behalf. I do hereby verify that I have read the foregoing Application and the statements made therein are true, correct, and complete to the best of my knowledge, information, and belief.


Executed on the 17 day of July, 2014.

AMI Communications, Inc.



Robert M. Buchta

Subscribed and sworn before me this 17th day of July, 2014.



Notary Public

