



April 19, 2016  
Via Overnight Delivery

Office of Commission Clerk  
Florida Public Service Commission  
2540 Shumard Oak Boulevard  
Tallahassee, FL 32399-0850

**REDACTED**

**RE: Joint Petition for Waiver by TNCI Operating Company, LLC (Company Code TY078) and Matrix Telecom, LLC (Company Code TX841)**

Dear Commission Clerk:

Enclosed for filing please find the original and one (1) copy of the above-referenced filing submitted on behalf of TNCI Operating Company, LLC ("TNCI OpCo") and Matrix Telecom, LLC ("Matrix"), pursuant to the transfer of customers from TNCI OpCo to Matrix. *A check in the amount of \$500.00 is enclosed to cover the filing fee.*

Please acknowledge receipt of this filing by returning, file-stamped, the extra copy of this cover letter in the self-addressed, stamped envelope enclosed for this purpose.

Any questions you may have regarding this filing should be directed to my attention at 407-740-3001 or via email to [tforte@tminc.com](mailto:tforte@tminc.com). Thank you for your assistance in this matter.

Sincerely,

Thomas M. Forte  
Consultant to Matrix Telecom, LLC

cc: Alex Valencia (Via E-Mail) - Matrix  
file: Matrix - Florida - Other  
tms: FLx1602

Enclosures  
TF/mw

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

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CLERK

**BEFORE THE FLORIDA PUBLIC SERVICE COMMISSION**

In Re: Joint Petition of )  
TNCI Operating Company, LLC )  
and ) Docket No.  
Matrix Telecom, LLC )  
for Waiver of Slamming Rule, Chapter 25-4.118 )

**JOINT PETITION FOR WAIVER**

Pursuant to Rule 25-24.455(4), TNCI Operating Company, LLC ("TNCI OpCo") and Matrix Telecom, LLC ("Matrix") (together, "Petitioners") respectfully request that the Florida Public Service Commission ("Commission") waive Florida Administrative Code rule 25-24.118, in order to facilitate the transfer of customers from TNCI OpCo to Matrix, as part of an internal corporate reorganization whereby TNCI OpCo will be merged into Matrix. Both Matrix and TNCI OpCo are wholly owned subsidiaries of TNCI Impact, LLC.

Following approval of this waiver request, TNCI OpCo will transfer approximately 147 business accounts in Florida to Matrix on or about March 1, 2016. Written notice of the proposed transfer was provided to all TNCI OpCo customers on or about January 28, 2016. The customer notification advised customers of the following:

- (1) the pending change of their local carrier selection to GCLS;
- (2) there will be no interruption of or impact on their service;
- (3) there will be no change to service rates, terms or conditions of service or telephone numbers;
- (4) there will be no charges associated with their change to GCLS as their local retail carrier; and
- (5) they have the option to select a different service provider if they prefer.

The notification also included the toll free number which customers may call for more information. A copy of the customer notification is attached as Exhibit A.

## **I. THE PETITIONERS**

Petitioners respectfully request that the Commission issue an order granting a waiver of Rule 25-24.118 in order to consummate the transfer of customers. In support of this request, Petitioners provide the following information:

TNCI OpCo is a Delaware limited liability company formed on January 9, 2013. Its principal offices are located at 114 E. Haley Street, Suite 1, Santa Barbara, California 93101. The company was authorized to provide local exchange and interexchange services in Docket 130071-TX on June 10, 2013. TNCI OpCo currently offers presubscribed interexchange and local services in Florida. TNCI OpCo is a wholly owned subsidiary of TNCI Impact, LLC.

Matrix is a Texas limited liability company formed on December 28, 2015. Its principal offices are located in 433 East Las Colinas Boulevard, Irving, Texas 75039. The company was originally authorized to provide interexchange services in Docket 940688-TI on October 13, 1994. The Company also received Commission approval to provide resold and facilities-based competitive local exchange services in Docket 050200-TX on May 20, 2005. Matrix currently offers presubscribed interexchange and local services in Florida. Matrix is a wholly owned subsidiary of TNCI Impact, LLC.

## **II. THE TRANSACTION**

TNCI OpCo's customers in all states in which it operates will be transferred to Matrix beginning on or about March 1, 2016, subject to all required regulatory approvals. Following the transfer, these customers will be served by Matrix. Matrix will revise its tariffs to incorporate the applicable transferred services upon completion of the transfer. TNCI OpCo will cease to operate and seeks cancellation of its Certificate of Public Convenience and Necessity and tariff. Upon completion of the transfer, Matrix will still be a wholly owned subsidiary of TNCI Impact, LLC.

Exhibit B contains an overview of the pre and post corporate structure of TNCI Impact, LLC once the transfer and merger is completed.

### **III. REQUEST FOR RULE WAIVER**

Pursuant to Rule 25-24.118(1), Florida Administrative Code, the provider of a customer shall not be changed without the customer's authorization. Rule 25-24.118-(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. Because of the planned merger described above, the Petitioners ask the Commission to waive the conditions in 25-24.118-(2) in order to allow the transfer of customers of record to Matrix.

### **IV. CUSTOMER IMPACT**

The transition to Matrix will be virtually transparent to most customers. There will be no changes to rates, terms or conditions of service and TNCI OpCo's customers will not incur any charges as a result of the change in service provider. If a customer's local exchange carrier assesses a Preferred Interexchange Carrier (PIC) change charge, Matrix will issue a credit no less than the amount of such charge on or before the next billing cycle.

## V. CONTACT INFORMATION

For the purposes of this filing, questions or any correspondence, orders, or other materials should be directed to the following contacts for the Parties:

Thomas M. Forte  
Consultant to the TNCI Impact, LLC, Matrix Telecom,  
LLC and TNCI Operating Company, LLC  
Technologies Management, Inc.  
2600 Maitland Center Parkway, Suite 300  
Maitland, FL 32751  
Telephone: 407-740-3001  
Facsimile: 407-740-0613  
Email: tforte@tminc.com

With a copy sent to:

Alex Valencia  
Vice President - Government Affairs & Compliance  
Impact Telecom  
433 East Las Colinas Blvd.  
Suite 500  
Irving, TX 75039  
Telephone: 972-910-1720  
Facsimile: 972-910-1490  
Email: avalencia@impacttelecom.com

## VI. PUBLIC INTEREST STATEMENT

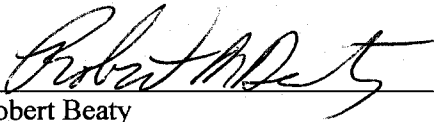
The proposed customer transfer is an internal corporate reorganization that will reduce costs and provide enhanced operational and economic efficiencies for Matrix. The resulting savings will provide greater opportunities to improve the services available to its customers. Consequently, granting this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

**WHEREFORE**, for the reasons stated above, Matrix Telecom, LLC and TNCI Operating Company, LLC submit that the public interest, convenience and necessity would be furthered by a grant of this Petition and respectfully request approval of the customer base transfer between Matrix and TNCI OpCo.

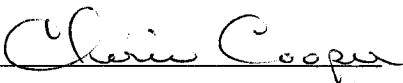
STATE OF TEXAS  
COUNTY OF DALLAS

VERIFICATION

I, Robert Beaty, hereby declare, under penalty of perjury, that I am Chief Executive Officer of TNCI Impact, LLC the parent company of both Matrix Telecom, Inc., Matrix Telecom, LLC and TNCI Operating Company, LLC, that I am authorized to make this verification on behalf of the named companies; that I have read the foregoing Petition; and that the facts stated therein are true and correct to the best of my knowledge, information and belief.

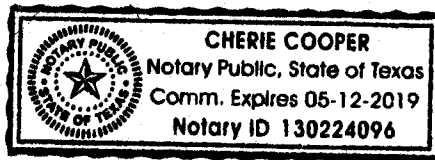
  
Robert Beaty  
Chief Executive Officer  
TNCI Impact, LLC

Sworn to and subscribed before me this 30th day of March, 2016

  
Notary Public

My Commission expires:

5/12/2019



**Matrix Telecom, LLC**

**TNCI Operating Company, LLC**

**Exhibit A**

**Customer Notification**

TECHNOLOGIES MANAGEMENT, INC.

REGIONS BANK

61239

P.O. BOX 200  
WINTER PARK, FL 32790-0200  
(407) 740-9575

4/19/2016

PAY TO THE ORDER OF Florida Public Service Commission

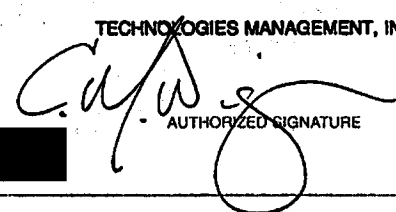
\$ \*\*500.00

Five Hundred and 00/100\*\*\*\*\*

Florida Public Service Commission  
Records & Reporting  
2540 Shumard Oaks Blvd.  
Tallahassee, FL 32302-1500

DOLLARS  
Security features  
included  
Details on back.

TECHNOLOGIES MANAGEMENT, INC.



AUTHORIZED SIGNATURE

MP

MEMO Matrix



TECHNOLOGIES MANAGEMENT, INC.

61239

Florida Public Service Commission  
514.000 · Reimbursable Client Expense Optical Communications, Inc. 2015 RAF

4/19/2016

500.00

Cash Operating Regio Matrix

500.00





January 28, 2016

Dear Valued Customer,

Matrix Telecom, Inc. dba Impact Telecom (“Impact Telecom”) and TNCI Operating Company, LLC (“TNCI”) are pleased to announce that Impact Telecom and TNCI will be merging companies. As a result of the merger, your telecommunications services will now be provided under the brand name Impact Telecom. The anticipated date of merger of TNCI into Impact Telecom is expected to be completed on or after March 1, 2016, subject to the necessary regulatory approvals.

**Please note that you are not required to do anything to retain your current services. There will be no cost to you because Impact Telecom will be responsible for any carrier change charges resulting from the merger, nor will the merger change your current service plan or your rates, service features, telephone number, or terms and conditions. Rest assured that this transition will be seamless. You will simply continue to receive the same services that you enjoy today under your TNCI plan.**

We have a legal requirement to inform you that you have the right to select a different local service provider or preferred long distance carrier, if one is available. If you have placed a preferred carrier freeze on your account, the freeze will continue to remain in place. If you have a local service provider other than TNCI and choose to change to a different preferred long distance carrier, you may first need to lift any freeze you may have placed on your account by calling your local service provider.

Impact Telecom is dedicated to earning and keeping your business. We are confident that this transaction will strengthen the quality of service you receive today. As always, for help with any customer service, billing issue, or complaint, we will assist you at our customer service toll-free number (888) 411-1175, before, during, and after the merger.

Sincerely,

TNCI OPERATING COMPANY, LLC.

and

MATRIX TELECOM, INC. DBA IMPACT TELECOM

**TNCI Impact, LLC**

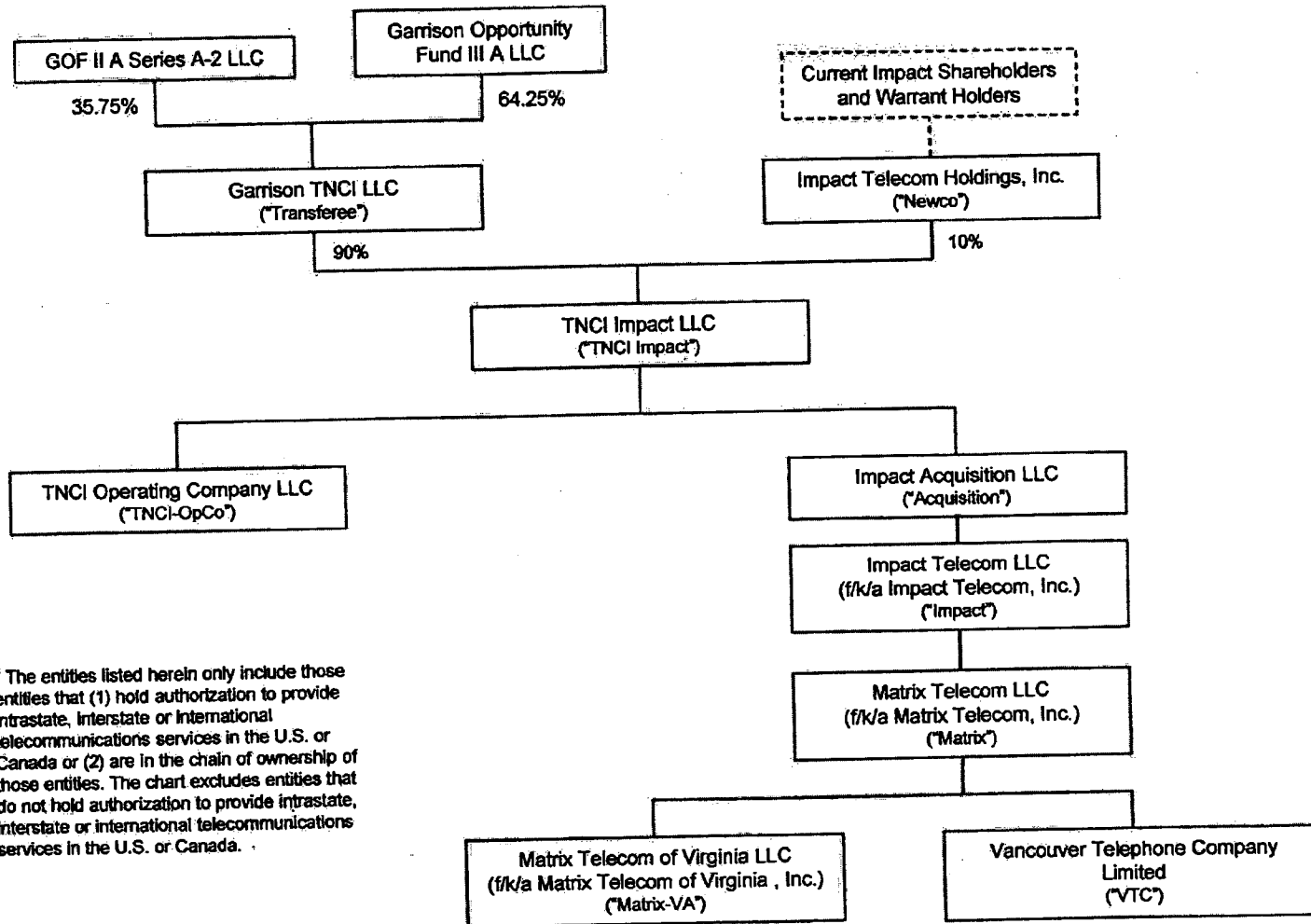
**Matrix Telecom, LLC**

**TNCI Operating Company, LLC**

**Exhibit B**

**TNCI Impact, LLC Corporate Structure**

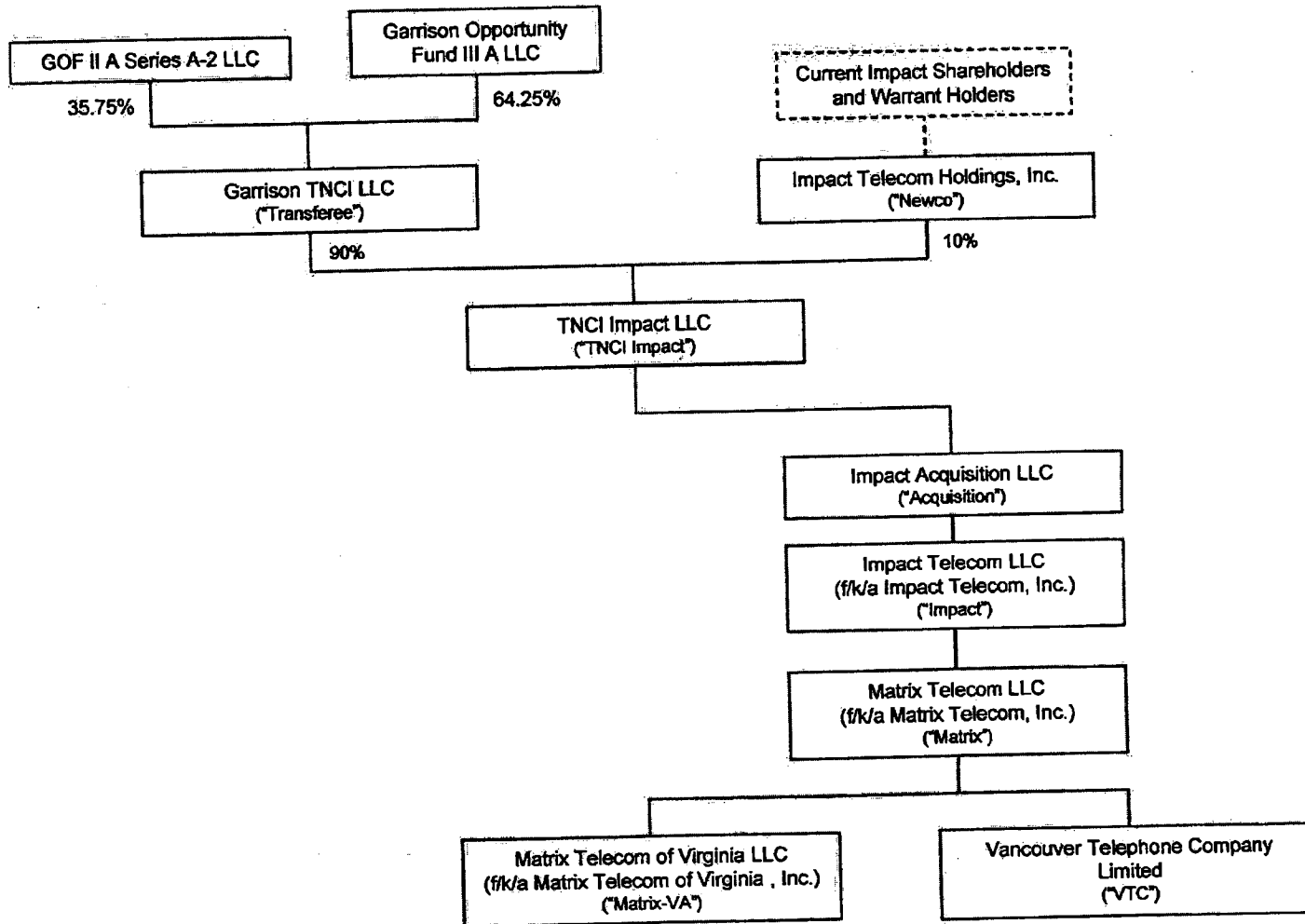
## Organizational Structure of Impact and TNCI OpCo\*



\* The entities listed herein only include those entities that (1) hold authorization to provide intrastate, interstate or international telecommunications services in the U.S. or Canada or (2) are in the chain of ownership of those entities. The chart excludes entities that do not hold authorization to provide intrastate, interstate or international telecommunications services in the U.S. or Canada.

Unless otherwise indicated all ownership percentages are 100%.

## Post-Closing Organizational Structure of Impact and TNCI OpCo



Unless otherwise indicated all ownership percentages are 100%.