



FILED 6/2/2020
DOCUMENT NO. 02893-2020
FPSC - COMMISSION CLERK

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June 2, 2020
Via Email

Adam J. Teitzman, Commission Clerk
Clerk's Office
Florida Public Service Commission
2540 Shumard Oak Boulevard
Tallahassee, FL 32399-0850

RE: Notice of Transfer of Control of CenturyLink Public Communications, Inc. d/b/a CenturyLink from Embarq Corporation to Inmate Calling Solutions, LLC d/b/a ICSolutions

Dear Mr. Teitzman:

Enclosed for filing please find the above-referenced filing submitted on behalf of CenturyLink Public Communications, Inc. d/b/a CenturyLink ("CPCI") and Inmate Calling Solutions, LLC d/b/a ICSolutions ("ICSolutions"). CPCI and ICSolutions hereby notify the Commission of the transfer of control of CenturyLink Public Communications, Inc. from Embarq Corporation to Inmate Calling Solutions, LLC.

Any questions you may have regarding this filing should be directed to my attention at 407-740-3005 or via email to swarren@inteserra.com. Thank you for your assistance in this matter.

Sincerely,

/s/Sharon R. Warren

Sharon R. Warren
Consultant

cc: Ken Dawson (via Email) - ICS
tms: FLx2001

Enclosures
SW/mp

**INMATE CALLING SOLUTIONS, LLC
dba ICSOLUTIONS**

NOTICE OF TRANSFER OF CONTROL

Embarq Corporation (“Embarq”) and Inmate Calling Solutions, LLC dba ICSolutions (“ICSolutions”) (collectively, the “Parties”), through their respective consultant and counsel, hereby notify the Commission of transfer of control of CenturyLink Public Communications, Inc. (“CPCI”) from Embarq to ICSolutions. Following the consummation of the Proposed Transaction (as defined below), CPCI will become a wholly-owned subsidiary of ICSolutions, as described in *Exhibit A*.

The Parties respectfully submit the Proposed Transaction will serve the public interest by enhancing ICSolutions’ ability to continue to serve correctional facilities, inmates and their families. The transaction also will not adversely impact competition or CPCI’s customers. Indeed, the transaction in large part consists of ICSolutions agreeing to take over the contracts and operational responsibility for the vast majority of CPCI’s correctional facility contracts as Embarq withdraws from the business. ICSolutions already operates as a subcontractor for all of those contracts in Florida. As such, customers, inmates, and family members are already familiar and have worked with ICSolutions in these facilities. ICSolutions is therefore well positioned to ensure continuity of service without potential disruptions to service or cost which might occur with a new provider.

I. DESCRIPTION OF THE PARTIES

A. Embarq and CPCI

Embarq is a Delaware corporation with its principal place of business located at 100 CenturyLink Drive, Monroe, Louisiana 71201. Embarq is a wholly-owned direct subsidiary of CenturyLink, Inc., a Louisiana corporation and publicly traded on the New York Stock Exchange, with its principal place of business located at 100 CenturyLink Drive, Monroe, Louisiana 71201. CenturyLink, Inc. is an international facilities-based communications company engaged, through its various subsidiaries and operating companies, primarily in providing a broad array of integrated services to business and residential customers.

CPCI, which is a wholly-owned direct subsidiary of Embarq, is a Florida corporation with its principal place of business located at 100 CenturyLink Drive, Monroe, Louisiana, 71201. CPCI was granted a certificate to provide Payphone Service (“PATS”) in the state of Florida by the Commission in Docket No. 130277-TC and Order No. PSC-13-0659-FOF-TC on December 16, 2013¹.

B. ICSolutions

ICSolutions is a limited liability company formed under the laws of the State of California with principal offices located at 2200 Danbury Street, San Antonio, TX 78217. ICSolutions is qualified to do business in the State of Florida and is in good standing. ICS was granted registration to provide intrastate interexchange telecommunications in the state of Florida by the Commission on August 1, 2003 in Docket No. 030745-TI and a certificate to provide PATS in the state of Florida by the Commission on November 7, 2003 in Docket No. 030863-TC. ICSolutions currently provides telecommunications services to confinement and correctional facilities in 39 states, including inmate calling

¹ The original PATS Certificate was issued to Embarq Payphone Services, Inc.

and video visitation services for inmates and their families.² ICSolutions is a wholly-owned direct subsidiary of Keefe Group, LLC (“Keefe”), a Missouri limited liability company with its principal place of business at 1260 Andes Boulevard, St. Louis, Missouri 63132. Keefe, through its subsidiaries, is a supplier of food and personal care products, electronics, clothing, technology, telecommunications and software solutions to the correctional industry.

Keefe, in turn, is a wholly-owned direct subsidiary of TKC Holdings, Inc. (“TKC Holdings”). TKC Holdings is a Delaware corporation and holding company with its principal business office at 1450 Brickell Ave., 31st Floor, Miami, Florida 33131. TKC Holdings is a holding company of businesses providing products and services to the correctional markets, as well as the provision of single serve coffee machines, coffee, and hotel supplies to the hospitality and lodging market. TKC Holdings is indirectly controlled by an affiliate of H.I.G. Capital, L.L.C. (“H.I.G. Capital”), a private equity investment firm headquartered in Miami, Florida. H.I.G. Capital works with committed management teams and entrepreneurs to help build businesses of significant value. Its team of professionals has substantial operating, consulting, technology, and financial management experience, enabling it to contribute meaningfully to its portfolio companies.

II. CONTACT INFORMATION

For the purposes of this Notice, contacts for the Parties are as follows:

For Embarq and CPCI:

Jeanne Stockman
Associate General Counsel
CenturyLink
14111 Capital Blvd
Wake Forest NC 27587
(984) 237-1330
Jeanne.W.Stockman@centurylink.com

For ICSolutions:

Sharon R. Warren
Consultant
Inteserra Consulting Group, Inc.
151 Southhall Lane, Suite 450
Maitland, FL 32751
407-740-3005 (tel.)
407-740-0613 (fax)
swarren@inteserra.com

With a copy to:

Timothy P. McAteer
President and General Manager
Inmate Calling Solutions, LLC
2200 Danbury Street
San Antonio, TX 78217
tmcateer@keefegroup.com

III. DESCRIPTION OF THE TRANSACTION

On May 14, 2020, ICSolutions, Embarq, and CPCI entered into a Stock Purchase Agreement (the “Agreement”). Pursuant to the Agreement, ICSolutions will acquire from Embarq 100

² The states in which ICSolutions provides telecommunications to correctional facilities are Alabama, Arizona, Arkansas, California, Colorado, Florida, Georgia, Idaho, Illinois, Indiana, Iowa, Kansas, Louisiana, Maryland, Massachusetts, Michigan, Minnesota, Mississippi, Missouri, Montana, Nebraska, Nevada, New Hampshire, New Mexico, New York, North Carolina, Ohio, Oregon, Pennsylvania, South Carolina, South Dakota, Tennessee, Texas, Utah, Virginia, Washington, West Virginia, Wisconsin, and Wyoming.

percent of the stock of CPCI. As a result of the transaction, CPCI will become a wholly-owned direct subsidiary of ICSolutions and be ultimately controlled by H.I.G. Capital.³

Embarq and CPCI will undertake certain internal pre-closing transactions to facilitate the transfer of CPCI to ICSolutions. Specifically, to the extent CPCI owns any remaining payphones or provides payphone service outside correctional facilities, such business will cease or be transferred to another affiliate of Embarq prior to closing.

For the Commission's reference, organizational charts illustrating the current and post-closing corporate structure of CPCI as described herein are provided as *Exhibit A*.

IV. PUBLIC INTEREST STATEMENT

The Parties submit that the Proposed Transaction described herein is in the public interest. As noted previously, the Proposed Transaction will be seamless from the perspective of CPCI's customers and the public. The transaction will not result in any interruption, reduction, loss, impairment, or disruption of services. Post-closing, ICSolutions will continue to honor CPCI's correctional facility customer contracts. For correctional facilities and for inmates and inmate families, CPCI will continue to provide services at the same rates and on the same terms and conditions as are currently in effect.⁴ Because ICSolutions is already a subcontractor to all of CPCI's Florida contracts, its customers are already very familiar and have worked with ICSolutions and vice versa. Thus, other than changing the name of CPCI post-closing (of which customers will be notified), the transaction will not affect CPCI's customers or the services they receive.

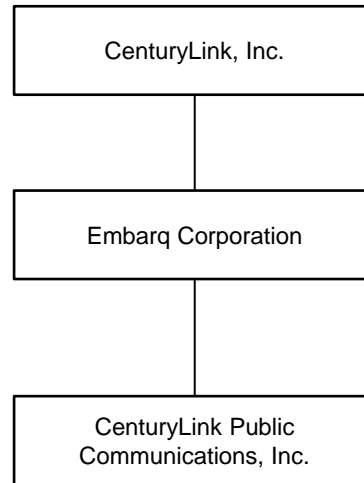
³ As soon as reasonably practicable following the closing, ICSolutions will change the name of CPCI. ICSolutions will update the Commission's records to reflect the new name. CPCI's customers also will be notified of the name change.

⁴ Any future changes in the rates, terms, and conditions of service to CPCI's correctional facility and end user customers will be undertaken in conformance with the applicable federal and state law, including notice and tariff requirements and CPCI's contractual obligations.

EXHIBIT A

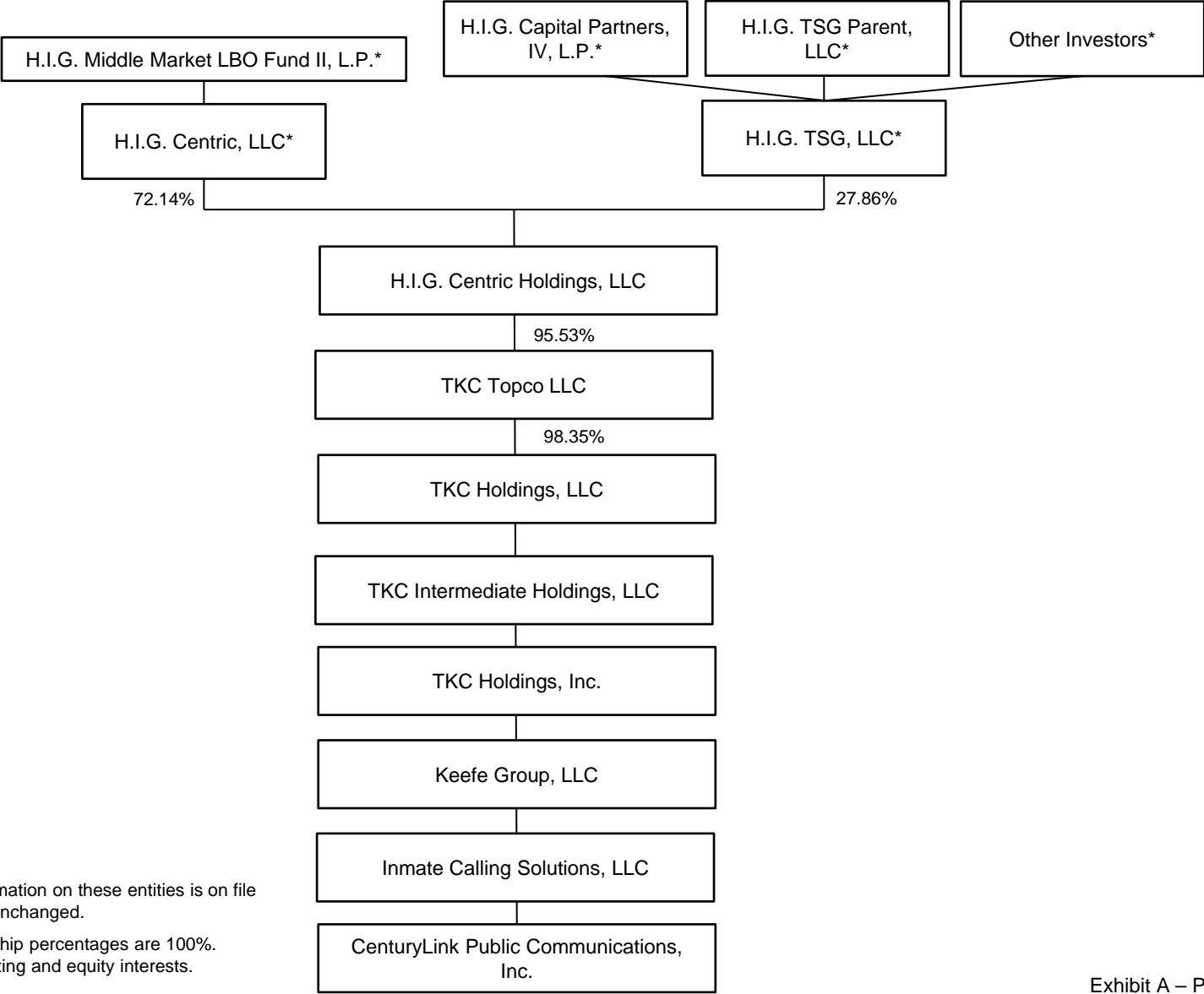
PRE- AND POST-TRANSACTION CHART

Pre-Transaction Corporate Ownership Structure of Licensee



All ownership percentages are 100%.

Post-Transaction Corporate Ownership Structure of Licensee



* Complete ownership information on these entities is on file with the FCC and remains unchanged.

Unless indicated, all ownership percentages are 100%. Percentages reflect both voting and equity interests.