



151 Southhall Lane, Ste 450
Maitland, FL 32751
P.O. Drawer 200
Winter Park, FL 32790-0200
www.inteserra.com

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BOARD OF PUBLIC UTILITIES
TRENTON, NJ

July 30, 2020
Via Overnight Delivery

Ms. Aida Camacho-Welch, Secretary of the Board
New Jersey Board of Public Utilities
44 South Clinton Ave
9th Floor
Trenton, NJ 08625-0350

RE: Notification Regarding Internal Reorganization and Transfer of Customers from Lingo Communications of the Northeast, LLC to Matrix Telecom, LLC

Dear Ms. Camacho-Welch:

Enclosed for filing please find the original and four (4) copies of the above-referenced Notification submitted on behalf of Matrix Telecom, LLC and Lingo Communications of the Northeast, LLC.

Please acknowledge receipt of this filing by date-stamping the extra copy of this cover letter and returning it to me in the self-addressed, stamped envelope provided for that purpose.

Any questions you may have regarding this filing should be directed to my attention at 407-740-3006 or via email to croesel@inteserra.com. Thank you for your assistance in this matter.

Sincerely,

Carey Roesel
Consultant

cc: A. Valencia – Matrix (via E-Mail)
C. Cooper – Matrix (via E-Mail)
tms: NJx2001
Enclosure
CR/sp

**BEFORE THE
NEW JERSEY BOARD OF PUBLIC UTILITIES**

**Notification Regarding Internal Reorganization of
Lingo Communications of the Northeast, LLC**

and

**Matrix Telecom, LLC d/b/a Matrix Business Technologies
d/b/a Trinsic Communications d/b/a VarTec Telecom
d/b/a Excel Telecommunications d/b/a Impact
d/b/a Startec d/b/a Americatel
d/b/a Lingo**

and

Transfer of Customers

Matrix Telecom, LLC d/b/a Matrix Business Technologies d/b/a Trinsic Communications d/b/a VarTec Telecom d/b/a Excel Telecommunications d/b/a Impact d/b/a Startec d/b/a Americatel d/b/a Lingo ("Matrix") and Lingo Communications of the Northeast, LLC ("Lingo Northeast"), collectively the "Parties", hereby notify the New Jersey Board of Public Utilities ("Board") of an internal reorganization that will result in (1) a planned transfer of customers from Lingo Northeast to Matrix and (2) the cancellation of the New Jersey telecommunications authority of Lingo Northeast upon completion of the customer transfer. Following the completion of the customer transfer, Lingo Northeast will no longer operate within New Jersey and a request will be submitted to the Board to cancel the telecommunications authority of Lingo Northeast and any tariffs on file with the Board.

I. The Parties

Lingo Northeast is a Delaware limited liability company formed on March 4, 1997. Its principal office is located at 400 E. Las Colinas Blvd., Suite 500 Irving, TX 75039. The Board granted Lingo Northeast authorization to provide local exchange and interexchange telecommunications services on June 1, 2018 in Docket No. TE17121242. Lingo Northeast is a direct subsidiary of Lingo Management, LLC and a wholly owned indirect subsidiary of Lingo Communications, LLC ("Lingo").

Matrix is a Texas limited liability company originally incorporated on June 13, 1990 as Matrix Telecom, Inc. and converted to a limited liability company on December 28, 2015. Its principal office is located at 400 E. Las Colinas Blvd., Suite 500 Irving, TX 75039. The Board granted Matrix authorization to provide facilities-based competitive local exchange telecommunications services on April 13, 2007 in Docket No. TE06120898. Matrix is a direct subsidiary of Impact Telecom, LLC and a wholly owned indirect subsidiary of Lingo Management, LLC and Lingo.

II. The Transaction

As part of an internal corporate reorganization, the New Jersey customers of Lingo Northeast are, pending any regulatory approvals, tentatively set to transfer to Matrix on or about August 1, 2020. This reorganization is entirely pro forma as the same entities hold the controlling interest in both Matrix and Lingo Northeast. Exhibit A contains an overview of the corporate structure of Lingo and its subsidiaries prior to and upon completion of the merger and transfer of customers.

Following the transfer, Lingo Northeast customers will be served by Matrix and Lingo Northeast will no longer operate in New Jersey. The transition to Matrix will be invisible to the customers of Lingo Northeast as both companies operate under the "Lingo" name. Lingo Northeast customers will not incur any charges or changes in the services that they currently receive and will continue to receive service under the Lingo name. Upon completion of the transfer, Matrix will revise tariffs as necessary to incorporate the applicable transferred services.

A notice of consummation and request to cancel the telecommunications authority and tariffs of Lingo Northeast will be submitted to the Board upon completion of the customer transfer.

III. Request for Waiver

The Parties request a waiver of any applicable state or federal slamming regulations regarding the transfer of customer bases. Following the transfer Lingo Northeast customers will continue to receive service under the same terms, conditions and rates. Additionally, service is currently provided and billed by "Lingo" and will be provided and billed by "Lingo" following the transfer. The reorganization will be invisible to Lingo Northeast customers. Sending notice to customers stating that their service, while not changing, is moving from "Lingo" to "Lingo" could prove confusing to the customer. The FCC has stated that "...a change in corporate structure that is invisible to the affected subscribers does not constitute a sale or transfer for purposes of section 258 ... Indeed, in such cases, requiring notice of a change that is imperceptible to the affected subscribers might cause confusion where there would otherwise be none."¹

¹ First Report and Order in CC Docket No. 00-257 and Fourth Report and Order in CC Docket No. 94-129, 2000 Biennial Review - Review of Policies and Rules Concerning Unauthorized Changes of Consumers Long Distance Carriers, FCC 01-156.

IV. Contact Information

Correspondence with regard to this filing should be sent to:

Carey Roesel
Consultant to Matrix Telecom, LLC and Lingo
Communications of the Northeast, LLC
Inteserra Consulting Group
151 Southhall Lane, Suite 450
Maitland, FL 32751
Telephone: 407-740-3006
Facsimile: 407-740-0613
Email: croesel@inteserra.com

with a copy sent to

Alex Valencia
Vice President - Government Affairs & Compliance
Matrix Telecom, LLC
400 East Las Colinas Blvd.
Suite 500
Irving, TX 75039
Telephone: 972-910-1900
Facsimile: 866-418-9750
Email: Alex.Valencia@lingo.com

V. Public Interest Statement

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

WHEREFORE, for the reasons stated above, Matrix and Lingo Northeast submit that the public interest, convenience and necessity would be furthered by this transaction and respectfully request (1) approval, as necessary, by August 1, 2020, or as soon as possible, of the reorganization and transfer of customers from Lingo Northeast to Matrix and (2) approval of the cancellation of Lingo Northeast's telecommunications authorization upon notification to the Board of completion of the customer transfer.

STATE OF TEXAS
COUNTY OF DALLAS

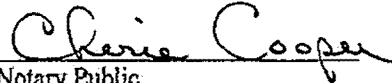
VERIFICATION

I, Charles Griffin, hereby declare, under penalty of perjury, that I am Chief Executive Officer of Lingo Communications, LLC, Lingo Management, LLC and its subsidiaries Matrix Telecom, LLC and Lingo Communications of the Northeast, 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.



Charles Griffin
Chief Executive Officer

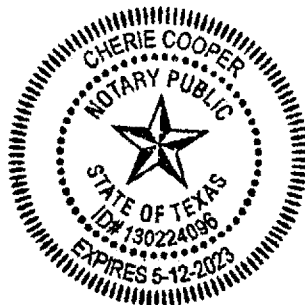
Sworn to and subscribed before me this 27 day of July, 2020



Notary Public.

My Commission expires:

5-12-2023

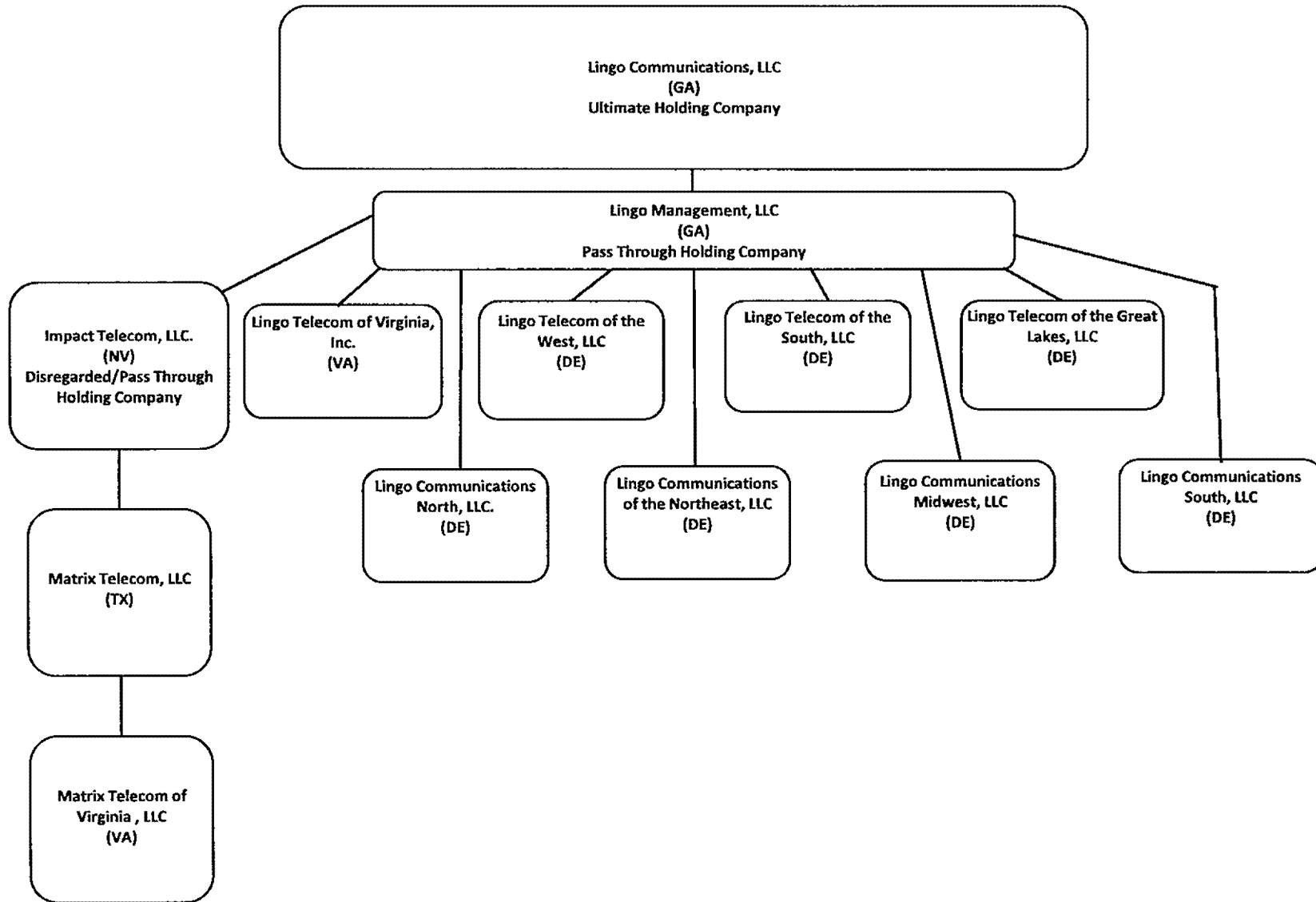


Matrix Telecom, LLC

Lingo Communications of the Northeast, LLC

Exhibit A
Corporate Structure

Lingo Communications Pre-Consolidation Organizational Chart



Lingo Communications Post-Consolidation Organizational Chart

