



**PATRICK D. CROCKER**  
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March 29, 2011

Marlene H. Dortch, Secretary  
Office of the Secretary  
Federal Communications Commission  
445 12<sup>th</sup> Street, S.W.  
Room TW-A325  
Washington, DC 20554

**Attn: Wireline Competition Bureau  
International Bureau**

RE: Notification of the *Pro Forma* Merger of Lambeau Telecom Company, LLC into BCN Telecom Company, Inc.

Dear Ms. Dortch:

BCN Telecom, Inc. ("BCN") and Lambeau Telecom Company, LLC ("LTC") (collectively the "Parties"), by undersigned counsel and pursuant to 47 C.F.R. § 63.03(d)(2), hereby notify the Federal Communications Commission ("FCC" or "Commission") of the intra-corporate *pro forma* merger of LTC into BCN. The Parties emphasize that this intra-corporate *pro forma* transaction does not change the ultimate ownership of the parties. BCN intends to adopt the fictitious name of Lambeau Telecom Company and will do business as BCN Telecom, Inc. d/b/a Lambeau Telecom Company. LTC will cease to exist following the merger with BCN.

The Parties do not intend to transfer the International Section 214 Authorization of LTC. BCN holds its own International 214 authorization. LTC will surrender its International Section 214 Authorization and will no longer provide service or exist as a separate corporate entity.

LTC is a wholly owned subsidiary of BCN. The merger of LTC and BCN will simplify the corporate structure and reduce the reporting and accounting burdens of BCN and provide operational efficiencies.

**Description of the Parties**

**A. BCN Telecom, Inc.**

BCN Telecom, Inc is a corporation organized under the laws of the State of New Jersey and is a wholly owned subsidiary of Telecom Acquisition Company, LLC, (“TACO”) a New Jersey limited liability company and holding company. BCN and TACO’s principal office is located at 550 Hills Drive, 1<sup>st</sup> Floor, Bedminster, NJ 07921. BCN is a privately owned holding company with experience in the telecommunications industry. BCN is authorized under Section 214 of the Communications Act of 1934, as amended, to provide domestic interstate and international telecommunications service.<sup>1</sup> BCN is authorized as a reseller of intrastate interexchange telecommunications services throughout the United States, with the exception of Alaska, and has resold local exchange authority in 26 states as follows: Alabama, California, Colorado, Connecticut, District of Columbia, Delaware, Florida, Georgia, Illinois, Maine, Maryland, Massachusetts, New Hampshire, New Jersey, New Mexico, New York, North Carolina, Ohio, Pennsylvania, Rhode Island, South Carolina, Tennessee, Vermont, Virginia, Washington and West Virginia.

**B. Lambeau Telecom Company, LLC**

Lambeau Telecom Company, LLC is a New Jersey limited liability company. LTC’s principal office is located at 550 Hills Drive, 1<sup>st</sup> Floor, Bedminster, NJ 07921. LTC is a wholly owned subsidiary of BCN. LTC is authorized under Section 214 of the Communications Act of 1934, as amended, to provide domestic interstate and international telecommunications service.<sup>2</sup> LTC is authorized as a reseller of intrastate interexchange telecommunications services in Indiana, Iowa, Minnesota, North Carolina, North Dakota, Texas and Wisconsin and has facilities-based and resold local exchange authority in Wisconsin.

**Description of the Pro Forma Transaction**

As part of its effort to streamline its corporate structure, on May 31, 2011, BCN intends to merge LTC into BCN, with BCN as the surviving entity. BCN intends to adopt the fictitious name of Lambeau Telecom Company and will provide service to LTC customers under that name. Accordingly the transaction will be virtually transparent to the customers of LTC. The merger will not result in a change to any aspect of a customer’s services, including the rates, terms and conditions, the format of their bills, and their customer service contacts including the toll free numbers. Prior to the merger LTC and BCN shared the same officers and directors and used the same sales and customer service teams.

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<sup>1</sup> BCN received its international Section 214 authority in File Nos. ITC-214-19951228-00061 (granted March 11, 1996) and ITC-214-19960529-00214 (granted July 22, 1996). BCN holds blanket authority to provide domestic interstate service pursuant to Section 63.01 of the Commission’s Rules.

<sup>2</sup> LTC received its international Section 214 authority in File No. ITC-214-20090106-00007 (granted January 30, 2009). LTC holds blanket authority to provide domestic interstate service pursuant to Section 63.01 of the Commission’s Rules.

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**Information Required by Section 63.03(d)(2) and Section 63.24(f)(2)**

As required by Sections 63.03(d)(2) and 63.24(f)(2), the Parties provide the following information required by 63.04(a)(1) through (a)(4) and 63.18(a) through (d) and (h):

Sections 63.04(a)(1) and 63.18(a): Name, address and telephone number of the Parties:

BCN Telecom, Inc.	<b>FRN 0016071862</b>
Lambeau Telecom Company, LLC	<b>FRN 0018383000</b>
551 Hills Drive, 1 <sup>st</sup> Floor	
Bedminster, NJ 07921	
(908) 470-4700	

Sections 63.04(a)(2) and 63.18(b): The Parties were organized as follows:

BCN is a New Jersey corporation

LTC is a New Jersey limited liability company

Sections 63.04(a)(3) and 63.18(c): Correspondence concerning this filing should be sent to the Parties' counsel:

Patrick D. Crocker  
Crocker & Crocker, P.C.  
107 W Michigan Ave., 4<sup>th</sup> Floor  
Kalamazoo, MI 49007  
Telephone: (269) 381-8893  
Facsimile: (269) 381-4855  
[patrick@crockerlawfirm.com](mailto:patrick@crockerlawfirm.com)

Section 63.18(d): The Parties hold the following International and Domestic Section 214 Authorizations:

BCN holds International Section 214 Authority in File Nos. ITC-214-19951228-00061 (granted March 11, 1996) and ITC-214-19960529-00214 (granted July 22, 1996).

LTC holds International Section 214 Authority in File No. ITC-214-20090106-00007 (granted January 30, 2009).

The Parties do not intend to transfer the International Section 214 Authorization of LTC to BCN because BCN holds its own International Section 214 Authorization. Instead the Parties intend to surrender LTC's International Section 214 Authorization.

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The Parties are each authorized to provide interstate service by virtue of blanket domestic Section 214 authority under 47 C.F.R. § 64.01 LTC also surrenders its Domestic 214 Authorization.

Section 63.04(a)(4) and 63.18(h): Please see attachment A for the pre-and post-transaction ownership of the Parties.

The Parties certify that the merger and change in control are *pro forma* and will not result in a change in the actual controlling party of either party, except that LTC will cease to exist upon completion of the merger with BCN. A chart depicting the pre-and post-transaction corporate structure of the companies is provided as Attachment B.

An original and four (4) copies of this notification letter are enclosed for filing. Please date-stamp and return the extra copy of this notification letter in the envelope provided. This notification letter is being filed electronically with the International Bureau.

Please direct any questions to the undersigned.

Yours very truly,

Crocker & Crocker, P.C.

Patrick D. Crocker

PDC/pas

## ATTACHMENT A

### Pre-Merger Ownership of the Parties

The following entities hold a 10% or greater direct ownership interest in Lambeau Telecom Company, LLC.

<u>Name/Address</u>	<u>Percent Held</u>	<u>Citizenship</u>	<u>Principal Business</u>
BCN Telecom, Inc. 550 Hills Drive, 1 <sup>st</sup> Floor Bedminster, NJ 07921	100%	US	Telecommunications

No other entity holds a 10% or greater direct ownership interest in LTC

The following entity directly owns ten percent or more of the equity of BCN Telecom, Inc.

<u>Name/Address</u>	<u>Percent Held</u>	<u>Citizenship</u>	<u>Principal Business</u>
Telecom Acquisition Company, LLC 550 Hills Drive, 1 <sup>st</sup> Floor Bedminster, NJ 07921	100%	US	Telecommunications

No other entity holds a 10% or greater direct ownership interest in BCN.

The following individuals currently hold a ten percent (10%) or greater direct or indirect interest in Telecom Acquisition Company, LLC

<u>Name/Address</u>	<u>Percent Held</u>	<u>Citizenship</u>	<u>Principal Business</u>
Richard Boudria 550 Hills Drive, 1 <sup>st</sup> Floor Bedminster, NJ 07921	48.5%	US	Telecommunications
William P. Mulcahy 550 Hills Drive, 1 <sup>st</sup> Floor Bedminster, NJ 07921	11.5%	US	Telecommunications

No other person or entity, either directly or indirectly, owns ten percent (10%) or more of the equity of TACO.

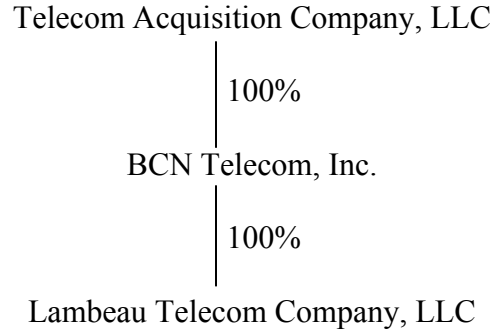
### **Post-Merger Ownership of the Parties**

Lambeau Telecom Company, LLC cease to exist following the completion of the *pro forma* merger with and into BCN.

BCN Telecom, Inc.'s ownership will be unchanged and remain the same as the Pre-Transaction ownership. The company will adopt a fictitious name and do business as BCN Telecom, Inc. d/b/a Lambeau Telecom Company.

**ATTACHMENT B**

**Pre- Merger Corporate Structure**



**Post-Merger Corporate Structure**

