

Morgan Lewis

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January 19, 2016

VIA IBFS

Marlene H. Dortch, Secretary
Federal Communications Commission
445 12th Street, S.W.
Washington, DC 20554
Attn: International Bureau

Re: Notification Regarding Change in Corporate Form Resulting in *Pro Forma* Assignment of the International Section 214 Authorization of Matrix Telecom, Inc.

Dear Ms. Dortch:

Matrix Telecom, LLC (“Assignee”), pursuant to 47 C.F.R. § 63.24(f), notifies the Commission that, effective December 31, 2015, it converted to a Texas limited liability company from a Texas corporation resulting in the assignment of the International Section 214 Authorizations of Matrix Telecom, Inc. (“Assignor” and together with Assignee, the “Company”) to Assignee.¹

Information Required by Section 63.24(f)(2)

As required by Section 63.24(f)(2), the Company provides the following information required by 63.18(a) through (d) and (h):

¹ The Company notes that the conversion was completed by filing a Certificate of Conversion and did not entail a merger or other transaction that extinguished the existence of Assignor. As such, Assignee is the same entity as Assignor, except that it is a limited liability company rather than a corporation.

The Commission was notified of the planned conversion in connection with the transfer of control of Matrix Telecom, Inc. to Garrison TNCI LLC. See IB File No. ITC-T/C-20151105-00253.

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Sections 63.18(a): Name, address and telephone number of the Company:

Matrix Telecom, LLC (Assignee)
Matrix Telecom, Inc. (Assignor)
9000 E. Nichols Avenue, Suite 230
Englewood, Colorado 80112
866-557-8919

Sections 63.18(b): Organization of the Company:

Assignor was a Texas corporation prior to its conversion. As a result of the conversion, Assignee is a Texas limited liability company.

Section 63.18(c): Correspondence concerning this filing should be sent to the Company's counsel:

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Section 63.18(d): The Company holds international Section 214 authority to provide global or limited global facilities-based and/or resale services granted in IB File Nos. ITC-214-19900713-00004 (Old File No. ITC-90-152), ITC-214-19930330-00053 (Old File No. ITC-93-145), ITC-214-19940830-00266 (Old File No. 94-478), ITC-214-19970415-00212 (Old File No. ITC-97-227), ITC-214-19980507-00300 (Old File No. ITC-98-349).

Sections 63.18(h): See Attachment 1 for the ownership of the Company.

The Company certifies that the conversion was *pro forma* and that, together with all previous *pro forma* transactions, did not result in a change in the actual controlling party of the Company.

* * * *

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This notification letter is being filed electronically via MyIBFS. Please direct any questions to the undersigned.

Respectfully submitted,

/s/ Brett P. Ferenchak

Andrew D. Lipman
Brett P. Ferenchak

Counsel for the Company

ATTACHMENT 1

Answer to Question 11 - Section 63.18(h) Ownership Information

The following entities currently hold, directly or indirectly, a 10% or greater interest¹ in Assignee as calculated pursuant to the Commission ownership attribution rules for international telecommunications carriers:

Name: Impact Telecom, LLC ("Impact")
Address: 9000 E. Nichols Avenue, Suite 230
Englewood, CO 80112
Citizenship: U.S. (Nevada)
Principal Business: Telecommunications
% Interest: 100% (directly in Assignee)

Name: Impact Acquisition LLC ("Acquisition")
Address: 9000 E. Nichols Avenue, Suite 230
Englewood, CO 80112
Citizenship: U.S. (Delaware)
Principal Business: Holding Company
% Interest: 100% (indirectly, as 100% direct owner of Impact)

Name: TNCI Impact LLC ("TNCI Impact")
Address: 9000 E. Nichols Avenue, Suite 230
Englewood, CO 80112
Citizenship: U.S. (Delaware)
Principal Business: Holding Company
% Interest: 100% (indirectly, as 100% direct owner of Acquisition)

Name: Impact Telecom Holdings, Inc. ("Newco")
Address: c/o Garrison Investment Group
1290 Avenue of the Americas, Suite 914
New York, NY 10104
Citizenship: U.S. (Delaware)
Principal Business: Holding Company
% Interest: 10% (indirectly, as 10% direct owner of TNCI Impact)

No person or entity that owns Newco is attributed a 10% or greater ownership interest in TNCI Impact through Newco.

¹ Unless otherwise indicated, the ownership interests provided herein represent both equity and voting interests.

Name: Garrison TNCI LLC ("Parent")
Address: c/o Garrison Investment Group
1290 Avenue of the Americas, Suite 914
New York, NY 10104
Citizenship: U.S. (Delaware)
Principal Business: Holding Company
% Interest: 90% (indirectly, as 90% direct owner of TNCI Impact)

Name: Garrison Opportunity Fund III A LLC ("GOF-III-A")
Address: c/o Garrison Investment Group
1290 Avenue of the Americas, Suite 914
New York, NY 10104
Citizenship: U.S.
Principal Business: Investment
% Interest: 64.25% (indirectly, as 64.25% direct owner of Parent)

Name: Garrison Opportunity Fund III A MM LLC
("GOF-III-A-MM")
Address: c/o Garrison Investment Group
1290 Avenue of the Americas, Suite 914
New York, NY 10104
Citizenship: U.S.
Principal Business: Investment
% Interest: 64.25% (indirectly, as managing member of (0%
equity interest in) GOF-III-A)

Name: Garrison Opportunity Fund III A Holdings MM LLC
("GOF-III-A-Holdings")
Address: c/o Garrison Investment Group
1290 Avenue of the Americas, Suite 914
New York, NY 10104
Citizenship: U.S.
Principal Business: Investment
% Interest: 64.25% (indirectly, as managing member of (100%
equity interest in) GOF-III-A-MM)

Name: GOF II A Series A-2 LLC
Address: c/o Garrison Investment Group
1290 Avenue of the Americas, Suite 914
New York, NY 10104
Citizenship: U.S.
Principal Business: Investment
% Interest: 35.75% (indirectly, as 35.75% direct owner of Parent)

Name: Garrison Opportunity Fund II A LLC ("GOF-II-A")
Address: c/o Garrison Investment Group
1290 Avenue of the Americas, Suite 914
New York, NY 10104
Citizenship: U.S.
Principal Business: Investment
% Interest: 35.75% (indirectly, as 100% owner of (100%
voting interest in) GOF II A Series A-2 LLC)

Name: Garrison Opportunity Fund MM II A LLC
("GOF-MM-II-A")
Address: c/o Garrison Investment Group
1350 Avenue of the Americas
Suite 905
New York, NY 10019
Citizenship: U.S.
Principal Business: Investment
% Interest: 35.75% (indirectly, as managing member of (0%
equity interest in) GOF-II-A)

Name: Garrison Opportunity Fund II A Holdings MM LLC
("GOF-II-A-Holdings")
Address: c/o Garrison Investment Group
1350 Avenue of the Americas
Suite 905
New York, NY 10019
Citizenship: U.S.
Principal Business: Investment
% Interest: 35.75% (indirectly, as managing member of (100%
equity interest in) GOF-MM-II-A)

Joseph Tansey and Steven Stuart each hold 25% of the equity and 50% of the voting rights in GOF-III-A-Holdings and GOF-II-A-Holdings. Mr. Tansey and Mr. Stuart are U.S. citizens and can be reached at the same address as the Garrison Investment Group.

To Assignee's knowledge, no other person or entity, directly or indirectly, owns or controls a 10% or greater interest in Assignee through TNCI Impact.

Answer to Question 12 - Section 63.18(h) Interlocking Directorates

As previously disclosed, Assignee has an interlocking directorate with Vancouver Telephone Company Limited ("VTC"), a non-dominant foreign carrier in Canada. *See e.g.*, IB File No. ITC-T/C-20151105-00253.

Answer to Question 13 - Description of Assignment

Effective December 23, 2015, Assignor converted from a Texas corporation to a Texas limited liability company resulting in the assignment of Assignor's International Section 214 Authorization to Assignee. The conversion was completed by filing a Certificate of Conversion and did not entail a merger or other transaction that extinguished the existence of Assignor. As such, Assignee is the same entity as Assignor, except that it is a limited liability company rather than a corporation.

VERIFICATION

I, Robert Beaty, state that I am President of Matrix Telecom, LLC (collectively, the "Company"); that I am authorized to make this Verification on behalf of the Company; that the foregoing filing was prepared under my direction and supervision; and that the contents with respect to the Company are true and correct to the best of my knowledge, information, and belief.

I declare under penalty of perjury that the foregoing is true and correct. Executed this 16 day of January 2016.



Robert Beaty
President
Matrix Telecom, LLC