# Morgan Lewis

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September 18, 2017

#### **VIA IBFS**

Marlene Dortch, Secretary
Federal Communications Commission
Office of the Secretary
445 12th Street, S.W.
Room TW-A325
Washington, DC 20554
Attn: International Bureau

Re: Notice of *Pro Forma* Assignment of International Section 214 Authorization

Dear Ms. Dortch:

Fidelity Telecom, LLC ("Fidelity") and Fusion Global Services LLC ("FGS") (together, the "Parties"), pursuant to 47 C.F.R. § 63.24(f), notify the Commission of the *pro forma* assignment, effective on August 31, 2017, of the international Section 214 authorization") of Fidelity, IB File No. ITC-214-20091217-00545, to its affiliate FGS (the "*Pro Forma Assignment*"). At the time of the *Pro Forma Assignment*, Fidelity and FGS were each whollyowned subsidiaries of Fusion Telecommunications International, Inc. ("Fusion"). On September 1, 2017, FGS sold 40% of its membership interests to Xcomip, LLC.

## Information Required by Section 63.24(f)(2)

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

Section 63.18(a): Name, address and telephone number of the Parties:

Fidelity Telecom, LLC Fusion Global Services LLC 420 Lexington Avenue, Suite 1718 New York, NY 10170

Tel: 212-201-2400

FRN 0019409630 FRN 0026290890

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<u>Section 63.18(b):</u> Organization of the Parties:

Fidelity is an Ohio limited liability company.

FGS is a Delaware limited liability company.

<u>Section 63.18(c):</u> Correspondence concerning this filing should be sent to counsel for the Parties:

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1111 Pennsylvania Avenue, N.W.
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<u>Section 63.18(d):</u> The Parties hold the following international Section 214 authorities:

<u>Fidelity</u> currently operates under the international Section 214 authority of its ultimate parent, Fusion.<sup>1</sup>

<u>FGS</u>, as a result of the *Pro Forma Assignment*, holds international Section 214 authority to provide global facilities-based and resale services granted in IB File No. ITC-214-19971001-00592 (Old File No. ITC-97-668) previously held by Fidelity.<sup>2</sup>

<u>Sections 63.18(h):</u> See **Attachment 1** for the ownership of the Parties. See **Attachment 2** for corporate ownership structure of the Parties on August 31, 2017 and currently.

Fidelity and FGS certify that the *Pro Forma Assignment* described herein 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 Parties or Authorization.

\* \* \* \* \*

See Section 63.21(h) Notice of Fidelity Telecom, LLC, (September 18, 2017) (IBFS Confirmation IB2017002606). Fusion holds the international Section 214 authority to provide global facilities-based and resale services granted in IB File No. ITC-214-19971001-00592 (Old File No. ITC-97-668).

Prior to the *Pro Forma Assignment*, FGS operated under the international Section 214 authority of Fusion. *See* Section 63.21(h) Notice of Fusion Global Services LLC (March 6, 2017) (IBFS Confirmation IB2017000593). FGS now operates under the Authorization and Fidelity operates under the international Section 214 authority of Fusion.

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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

Catherine Wang Brett P. Ferenchak

Counsel for Fidelity Telecom, LLC and Fusion Global Services LLC

### **ATTACHMENT 1**

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

The following person and entities currently hold, directly or indirectly, a 10% or greater interest<sup>3</sup> in FGS as calculated pursuant to the Commission ownership attribution rules for international telecommunications carriers:

Name: Fusion Telecommunications International, Inc. ("Fu-

sion")

Citizenship:

Address: 420 Lexington Avenue, Suite 1718

New York, NY 10170

Citizenship: U.S. (Delaware)
Principal Business: Holding Company
% Interest: 60% (directly in FGS)

Name: XComip, LLC Address: 303 W 66th St

18BW

New York, NY 10023 U.S. (Delaware) ess: Communications

Principal Business: Communications % Interest: 40% (directly in FGS)

As a publicly held corporation, the percentage of Fusion's shares held by an entity or individual at any given time may fluctuate. To Fusion's knowledge, only the following entity holds or controls a 10 percent or greater, direct or indirect ownership interest in **Fusion**<sup>4</sup>:

Name: Apptix ASA ("Apptix") Address: Nesoyveien 4, 1396

Billingstad, Norway

Citizenship: Norwegian

Principal Business: Holding Company

% Interest: Approx. 12.0% (directly in Fusion)

<sup>&</sup>lt;sup>3</sup> Unless otherwise indicated, the ownership interests provided herein represent both equity and voting interests.

The following ownership information is based in part on the SEC Schedules 13D and 13D/A filed with respect to Fusion as of September 14, 2017.

To the Parties knowledge, no person or entity owns or controls a 10% or greater interest in Fusion through Apptix, which is a widely held corporation traded on the Oslo Exchange (OSL: APP).<sup>5</sup>

The following individuals and entities hold or control a 10 percent or greater indirect ownership interest in FGS through Xcomip, LLC:

Name: Yehuda "Jay" Adams Address: 80 River Street

Hoboken, NJ 07030

Citizenship: U.S. Principal Business: Individual

% Interest: 18% (indirectly in FGS, as 45% direct owner of Xcomip,

LLC)

Name: RLA-998 Capital Venture I, LLC ("RLA-998")

Address: 333 East Osborn Road, Suite 260

Phoenix, AZ 85012

Citizenship: U.S. (Arizona)
Principal Business: Investment

% Interest: 18% (indirectly in FGS, as 45% direct owner of Xcomip,

LLC)

Name: Richard Anderson

Address: 130 West 67th Street, 14-b

New York, NY 10023

Citizenship: U.S. Principal Business: Individual

% Interest: 18% (indirectly in FGS, as manager and 100% direct

owner of RLA-998)

To the Parties' knowledge, no other person or entities currently owns or controls a 10 percent or greater, direct or indirect ownership interest in Fusion or FGS.

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

The Parties do not have any interlocking directorates with a foreign carrier.

According to S&P Capital IQ and Bloomberg Company Reports for Appitx reviewed by counsel on September 14, 2017, no person or entity owns or control 50% or more of Apptix. Therefore, no person or entity holds a 10% or greater ownership interest in FGS through their ownership of Apptix.

## <u>Answer to Question 13 - Description of Assignment</u>

Effective August 31, 2017, Fidelity assigned its international Section 214 authorization ("Authorization") to FGS.<sup>6</sup> Since at the time of the *Pro Forma* Assignment, Fidelity and FGS were wholly owned subsidiaries of Fusion, the *Pro Forma Assignment* was *pro forma* in nature.

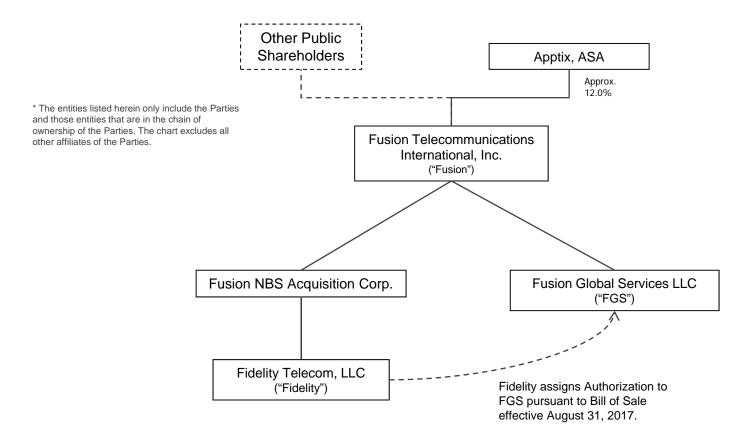
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The Authorization was assigned pursuant to a Bill of Sale executed by Fidelity on August 31, 2017

## **ATTACHMENT 2**

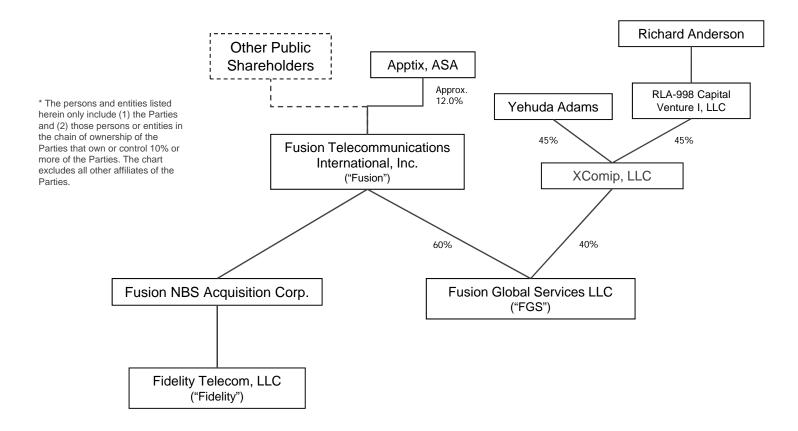
**Corporate Ownership Structures of the Parties** 

## Corporate Ownership Structure of the Parties on August 31, 2017\*



Unless indicated all ownership percentages are 100%.

## **Current Corporate Ownership Structure of the Parties\***



Unless indicated all ownership percentages are 100%.

#### **VERIFICATION**

I, Gordon Hutchins, Jr., am President and Chief Operating Officer of Fusion

Telecommunications International, Inc. and a corporate officer of Fidelity Telecom, LLC and

Fusion Global Services, LLC (collectively, the "Parties"); that I am authorized to make this

Verification on behalf of the Parties; that the foregoing filing was prepared under my direction

and supervision; and that the contents with respect to the Parties 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 18th day of September 2017.

Gordon Hutchins, Jr.

President and Chief Operating Officer

Fusion Telecommunications International, Inc.