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A LIMITED LIABILITY PARTNERSHIP

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June 7, 2019

Via IBFS and ECFS

Marlene Dortch
Secretary
Federal Communications Commission
445 12th Street SW
Washington, DC 20554

Re: Notice of *Pro Forma* Assignment Resulting from Chapter 11 Petition filing by
Fusion Connect, Inc. and its subsidiaries
(ITC-214-19971001-00592)

Dear Ms. Dortch:

Fusion Connect, Inc. (“Fusion Connect”), and its wholly-owned subsidiaries identified herein, (collectively the “Fusion Companies”), hereby notify the Federal Communications Commission (“Commission”), pursuant to Sections 63.03(d)(2) and 63.24(g) of the Commission’s rules, that on June 3, 2019, the Fusion Companies filed a Petition under Chapter 11 of the Bankruptcy Code in the United States Bankruptcy Court for the Southern District of New York (Case No. 19-11811).¹ The Petition filing converted the Fusion Companies’ legal statuses to debtor-in-possession but did not result in any changes to their service operations or the rates and terms of their service offerings.

The Fusion Companies filed for Chapter 11 protection in order to restructure their capital structure. Following completion of the proposed restructuring, the Fusion Companies expect to emerge as financially stronger companies, well positioned to continue providing their comprehensive and innovative cloud-based services. Importantly, the filing of the Petition does not reflect, or result in, any immediate changes to the Fusion Companies’ current operations. The Fusion Companies will continue to serve their customers on an uninterrupted basis and the Chapter 11 filing does not in any way alter the rates, terms and conditions under which they provide those services to their customers. Exceptional customer service remains a priority as the

¹ Additional information regarding the filing can be found at <https://ir.fusionconnect.com/press-releases/detail/480/fusion-takes-action-to-enhance-capital-structure-and>

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Fusion Companies continue to fulfill their commitments to customers, employees, agents and key vendors.

In support of this filing, the information required by Commission Rules 63.03(d)(2) and 63.24(f)(2) is as follows:

(a) The contact name, address and telephone number of each of the Fusion Companies:

Fusion Connect, Inc.
Fusion Cloud Services, LLC
Fusion Communications, LLC
Fusion Telecom of Kansas, LLC
Fusion Telecom of Missouri, LLC
Fusion Telecom of Oklahoma, LLC
Fusion Telecom of Texas Ltd., L.L.P.
Fusion, LLC

The address and telephone number for each of the Fusion Companies is as follows:

420 Lexington Avenue, Suite 1718
New York, New York 10170
Tel: (212) 201-2425

(b) The States under which the Fusion Companies are organized:

Fusion Connect, Inc. is a Delaware Corporation.
Fusion Cloud Services, LLC is a Georgia limited liability company.
Fusion Communications, LLC is a Delaware limited liability company.
Fusion Telecom of Kansas, LLC is a Kansas limited liability company.
Fusion Telecom of Missouri, LLC is a Delaware limited liability company.
Fusion Telecom of Oklahoma, LLC is a Delaware limited liability company.
Fusion Telecom of Texas Ltd., L.L.P. is a Texas limited liability partnership.
Fusion LLC is a New Jersey limited liability company.

(c) Correspondence concerning this *pro forma* notice should be directed to:

Winafred R. Brantl
Denise N. Smith
Kelley Drye & Warren, LLP
3050 K St., NW, Suite 400
Washington, D.C. 20007

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Tel: (202) 945-6649 (Brantl)
(202) 342-8614 (Smith)
Fax: (202) 342-8451
Email: wbrantl@kelleydrye.com
dsmith@kelleydrye.com

(d) FCC Section 214 Authorizations:

Fusion Connect holds blanket domestic Section 214 authority and was granted international Section 214 authority pursuant to IB File No. ITC-214-19971001-00592. Each of the following Fusion Connect wholly owned subsidiaries holds blanket domestic Section 214 authority and, pursuant to Section 63.21(h) of the Commission's Rules, operates pursuant to Fusion Connect's international Section 214 authorization:²

Fusion Cloud Services, LLC³
Fusion Communications, LLC
Fusion Telecom of Kansas, LLC
Fusion Telecom of Missouri, LLC
Fusion Telecom of Oklahoma, LLC
Fusion Telecom of Texas Ltd., L.L.P.
Fusion LLC

(h) The following individuals and entities hold 10% or more of the direct or indirect interests in the Fusion Companies:

BCHI Holdings, LLC
3060 Peachtree St., NW, Suite 1065
Atlanta, GA 30305
Citizenship: United States
Principal Business: Holding Company
Percentage Interest: 100% (Attribution, through 60% direct interest in Fusion Connect)

² See *Fusion Connect, Inc. - FCC File No. ITC-214-19971001-00592, Letter Pursuant to Section 63.21(h)* (filed May 31, 2018); *Fusion Connect, Inc. - FCC File No. ITC-214-19971001-00592, Letter Pursuant to Section 63.21(h)* (filed June 1, 2018).

³ Fusion Cloud Services also holds five common carrier fixed point to point microwave authorizations (call signs WPSJ472, WPSK348, WPSK349, WPSK350, WPSK351) and one wireless license for operations in the 3650-3700 MHz band (call sign WQLW960). Fusion will be submitting the necessary filings to address these licenses.

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GG Telecom Investors, LLC
3060 Peachtree St., NW, Suite 1065
Atlanta, GA 30305
Citizenship: United States
Principal Business: Holding Company
Percentage Interest: 100% (Attribution, through 69.9% direct interest in BCHI)

Holcombe T. Green, Jr.
3060 Peachtree St., NW, Suite 1065
Atlanta, GA 30305
Citizenship: United States
Principal Business: Entrepreneur
Percentage Interest: 100% (Attribution, through 66.5% direct interest in GG Telecom Investors, LLC)

R. Kirby Godsey
3060 Peachtree St., NW, Suite 1065
Atlanta, GA 30305
Citizenship: United States
Principal Business: Investor
Percentage Interest: 33.5% (Attribution, through 33.5% direct interest in GG Telecom Investors, LLC)

No other entity or individual holds a 10% or greater direct or indirect equity or voting interest in Fusion Connect.

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Interlocking Directorates

Fusion Connect's wholly-owned subsidiary, Primus Management ULC ("Primus"), is a British Columbia unlimited liability company authorized to provide local exchange, long distance, and Internet access services in Canada. The following individuals serve in the identified positions for both Fusion Connect and Primus.

<u>Name</u>	<u>Title</u>
Matthew D. Rosen	Chief Executive Officer
Russell Markman	President and Chief Operating Officer
Keith Soldan	Chief Financial Officer and Principal Accounting Officer
Dan Foster	Chief Revenue Officer
James P. Prenetta, Jr.	Executive Vice President and General Counsel and Assistant Secretary
Philip D. Turits	Corporate Secretary
Jan Sarro	Executive Vice President, Corporate Communications
Brian George	Chief Technology Officer
Kevin Brand	Senior Vice President, Customer Experience
Joe Haines	Senior Vice President, Operations
Tadashi Egami	Senior Vice President, Account Management & Sales Enablement
Kelly Beckner	Vice President, Human Resources and Administration
Derek Heins	Vice President, Finance

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Brian Coyne	Vice President – Corporate Development and Investor Relations
Doug Gillespie	Vice President, Voice Engineering
Rod Brownridge	Vice President, Technical Support
Tim Gallagher	Vice President, Network Engineering & Planning
Katia Goforth	Vice President, Network Engineering & Planning
Shane Smith	Vice President, IT Systems
Wendy Astudillo	Vice President, Service Delivery
Kelli Pruet	Vice President, Tax
Pamela Hintz	Vice President, Regulatory Compliance
Birch Blair	Vice President and Deputy General Counsel
Jon Kaufman	Chief Strategy Officer
Bryan Balog	Vice President of Treasury
Scott Smith	Vice President, Financial Planning & Analysis
Ricardo Zertuche	Vice President, Corporate Controller
Tosha Cornalli	Vice President, Service Delivery

Mr. Soldan and Mr. Prenetta also will serve as Directors for Primus Management ULC.

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Please contact the undersigned counsel should there be any questions regarding this matter.

Respectfully submitted,



Denise N. Smith
Winafred Brantl
Kelley Drye & Warren LLP
3050 K Street, NW
Suite 400
Washington, D.C. 20007

Counsel for Fusion Connect, Inc., Fusion Cloud Services, LLC, Fusion Communications, LLC, Fusion Telecom of Kansas, LLC, Fusion Telecom of Missouri, LLC, Fusion Telecom of Oklahoma, LLC, Fusion Telecom of Texas Ltd., L.L.P., and Fusion LLC

Certification

The undersigned hereby certifies, on behalf of Fusion Connect, Inc. and its wholly owned subsidiaries, and with respect to the foregoing notification of a *pro forma* transaction, that the statements in the notification are true and correct to the best of my belief and are made in good faith; that the transaction was *pro forma* as described in Sections 63.03(d) and 63.24(d) of the Commission's Rules; and that this transaction, together with all previous *pro forma* transactions, did not result in a change in ultimate control.

By:  _____

Birch Blair

Vice President and Deputy General Counsel
Fusion Connect, Inc.

Date: June 5, 2019