

**Before the
FEDERAL COMMUNICATIONS COMMISSION
Washington, D.C. 20554**

In the Matter of)	
)	
)	
Securus Technologies, Inc. , Transferor, Licensee)	IB File No. ITC-T/C-2020 _____
)	
and)	
)	
Securus Technologies, LLC , Transferee,)	
)	
Notification of <i>Pro Forma</i> Transfer of Control of)	
International Section 214)	
Authorization Pursuant to Section 214 of)	
the Communications Act of 1934, as amended, and)	
Section 63.24 of the Commission’s Rules)	
)	

NOTIFICATION OF PRO FORMA TRANSFER OF CONTROL

Securus Technologies, Inc. (“Securus” or “Transferor” or “Licensee”), and Securus Technologies, LLC, as “Transferee” and as the successor entity to Transferor (collectively, the “Parties”), pursuant to Section 214 of the Communications Act of 1934, as amended (the “Act”), 47 U.S.C. § 214, and Section 63.24(f) of the Commission’s Rules, 47 C.F.R. § 63.24(f), notify the Commission of the *pro forma* transfer of control of the International Section 214 Authorization as a result of the conversion of the Transferor from a Delaware corporation to a Delaware limited liability company (the “Conversion”).

In support of this Notification, Securus provides the following information:

II. DESCRIPTION OF THE PARTIES

A. Transferee and Transferor

Transferee is a Delaware limited liability company and is the result of the Conversion. As part of the Conversion, Transferor converted from a Delaware corporation to a Delaware limited liability company, which was designated as the Transferee for purposes of this Notification. Under Delaware law governing the Conversion, Transferee is the same legal entity with the exception of its new business form and is the same in all material respects as the Transferor.¹ As set forth in Exhibit A, Transferee is directly owned by Aventiv Technologies, LLC (“Aventiv Technologies”), a Delaware limited liability company.²

B. Licensee

The Transferor as Licensee has been providing telecommunications service since the 1990s. It provided intrastate, interstate and international telecommunications services through the inmate calling services and public payphones that it provided to or at correctional facilities throughout the U.S. Transferee continues to provide those services as Licensee without any change as a result of the Conversion. For the pre- and post-Conversion ownership structure charts of the Licensee, please see Exhibit A.

III. DESCRIPTION OF THE CONVERSION

This notification is filed in connection with the conversion of the Transferor from a Delaware corporation to a Delaware limited liability company.

The Conversion was accomplished through the execution and filing of a Certificate of Conversion and a Certificate of Formation with the State of Delaware Secretary of State, which became effective at 11:59 P.M. on December 31, 2019 and did not involve any merger or other

¹ Del. Code Ann. tit. 6, § 18-214(g); see Del. Code Ann. tit. 8, § 266.

² Aventiv formerly was known as Securus Technologies Holdings, LLC. Its name was changed effective September 13, 2019.

action that extinguished the existence of the Licensee. Pre- and post-Conversion ownership structure charts for the Licensee are attached as Exhibit A.

The Conversion was undertaken for tax and other business reasons. Further, the Conversion did not affect the ongoing and safe operations of the facilities and services provided by the Licensee. Following the Conversion, the Licensee has remained and will remain technically, managerially, and financially qualified to provide the relevant services in accordance with its authorizations. The Conversion had no adverse impact on the customers of the Licensee. The Transferee continues to provide services to the same extent, at the same rates, and on the same terms and conditions as were in effect before the Conversion. The Conversion has been wholly transparent to customers. Finally, as Transferee continued to be a wholly-owned subsidiary of Aventiv Technologies, LLC following the Conversion, the Conversion and resulting transfer of control was *pro forma* in nature.³

IV. INFORMATION REQUIRED BY SECTION 63.24(f)

Pursuant to Section 63.24(f)(2) of the Commission's Rules, the Parties submit the following information requested in Section 63.18 (a)-(d) and (h) in support of this Notification:

(a) Name, address and telephone number of each Party:

Transferor:

Securus Technologies, Inc.
4000 International Pkwy.
Carrollton, TX 75007
972-277-0700

FRN: 0006222319

³ Simultaneously with this Notice, Transferee is a party to a second Notice of indirect *pro forma* transfer of control as a result of the removal of Securus Holdings, LLC and Connect Acquisition, LLC from the pre-conversion ownership structure through a consolidation of the holding companies above the Transferee.

Licensee:

Securus Technologies, Inc.
4000 International Pkwy.
Carrollton, TX 75007
972-277-0700

FRN: 0006222319

Transferee:

Securus Technologies, LLC
4000 International Pkwy.
Carrollton, TX 75007
972-277-0700

FRN: 0006222319

(b) Jurisdiction of Organizations:

Transferor: Transferor was a corporation formed under the laws of Delaware.

Licensee: Securus was a corporation formed under the laws of Delaware.

Transferee: Transferee is a limited liability company formed under the laws of Delaware.

(c) (Answer to Question 10) Correspondence concerning this Notification should be

sent to:

For Transferee, Transferor, and Licensee:

Paul C. Besozzi
Matthew G. Baker
SQUIRE PATTON BOGGS (US) LLP
2550 M Street, N.W.
Washington, DC 20037
202-457-6000 (tel)
202-457-6315 (fax)
paul.besozzi@squirepb.com
matthew.baker@squirepb.com

With a copy for Transferee, Transferor, and Licensee to:

Dennis J. Reinhold
Senior Vice President and General Counsel
Securus Technologies, LLC
4000 International Pkwy.
Carrollton, TX 75007
dreinhold@securustechnologies.com

(d) Section 214 Authorizations

Transferor: Securus as a corporation held international Section 214 authority to provide global or limited global facilities-based and resale service, granted in IB File No. ITC 214-19991115-00713.

Licensee: Securus holds international Section 214 authority to provide global or limited global facilities-based and resale service, granted in IB File No. ITC 214-19991115-00713.

Transferee: Securus as a limited liability company holds international Section 214 authority to provide global or limited global facilities-based and resale service, granted in IB File No. ITC 214-19991115-00713.

(h) (Answer to Questions 11 & 12) The following entities hold, directly or indirectly, a ten percent (10%) or greater interest⁴ in Licensee following the Conversion as calculated pursuant to the Commission's ownership attribution rules for wireline and international telecommunications carriers:

Post-Conversion Ownership of the Licensee

Following the Conversion, the following entity continues to own 100 percent (100%) of **Securus**:

Name:	Aventiv Technologies, LLC ("Aventiv")
Address:	4000 International Pkwy. Carrollton, TX 75007
Citizenship:	U.S. (Delaware)
Principal Business:	Holding Company
% Interest:	100% (directly in Securus)

Following the Conversion, the following entity currently owns and will continue to own 100 percent (100%) of **Aventiv**:

Name:	SCRS Acquisition Corporation
Address:	c/o Platinum Equity 360 North Crescent Drive South Building Beverly Hills, California 90210
Citizenship:	U.S. (Delaware)
Principal Business:	Holding Company
% Interest:	100% (directly in Aventiv)

⁴ Unless otherwise indicated, the ownership interests provided herein represent both equity and voting interests.

Post-Conversion Ownership of SCRS Acquisition Corporation

The following entities currently own or control a ten percent (10%) or greater direct or indirect interest in **SCRS Acquisition Corporation**:

Name: SCRS Intermediate Holding II Corporation
("SCRS Int-Holding II")
Address: c/o Platinum Equity
360 North Crescent Drive
South Building
Beverly Hills, California 90210
Citizenship: U.S. (Delaware)
Principal Business: Holding Company
% Interest: 100% (directly, as 100% owner of SCRS Acquisition Corporation)

Name: SCRS Intermediate Holding Corporation
("SCRS Int-Holding")
Address: c/o Platinum Equity
360 North Crescent Drive
South Building
Beverly Hills, California 90210
Citizenship: U.S. (Delaware)
Principal Business: Holding Company
% Interest: 100% (indirectly, as 100% owner of SCRS Int-Holding II)

Name: SCRS Holding Corporation ("SCRS Parent")
Address: c/o Platinum Equity
360 North Crescent Drive
South Building
Beverly Hills, California 90210
Citizenship: U.S. (Delaware)
Principal Business: Holding Company
% Interest: 100% (indirectly, as 100% owner of SCRS Int-Holding)

Name: Platinum Equity Capital Partners IV, L.P. ("Fund IV")
Address: 360 North Crescent Drive
South Building
Beverly Hills, California 90210
Citizenship: U.S. (Delaware)
Principal Business: Investments
% Interest: Up to approx. 93% (indirectly, as up to approximately 93% owner of SCRS Parent)

No limited partner of Fund IV has a 10% or greater interest in SCRS Parent through Fund IV.

Name: Platinum Equity Partners IV, L.P. ("Fund IV GP")

Address: 360 North Crescent Drive
South Building
Beverly Hills, California 90210
Citizenship: U.S. (Delaware)
Principal Business: Investments
% Interest: Up to approx. 93% (indirectly, as the general partner of Fund IV)

No limited partner of Fund IV GP has a 10% or greater interest in SCRS Parent through Fund IV GP except Tom Gores, a U.S. citizen who can be reached through Platinum Equity, 360 North Crescent Drive, South Building, Beverly Hills, California 90210.

Name: Platinum Equity Partners IV, LLC (“PEP IV LLC”)
Address: c/o Platinum Equity
360 North Crescent Drive
South Building
Beverly Hills, California 90210
Citizenship: U.S. (Delaware)
Principal Business: Investments
% Interest: Up to approx. 93% (indirectly, as the general partner of Fund IV GP)

The sole manager of PEP IV LLC is Tom Gores.

Name: Platinum Equity Investment Holdings IV, LLC
 (“PEIH IV”)
Address: c/o Platinum Equity
360 North Crescent Drive
South Building
Beverly Hills, California 90210
Citizenship: U.S. (Delaware)
Principal Business: Investments
% Interest: Up to approx. 93% (indirectly, as the sole member of PEP IV LLC)

The sole manager of PEIH IV is Tom Gores.

Name: Platinum Equity, LLC (“PE LLC”)
Address: c/o Platinum Equity
360 North Crescent Drive
South Building
Beverly Hills, California 90210
Citizenship: U.S. (Delaware)
Principal Business: Investments
% Interest: Up to approx. 93% (indirectly, as the sole member of PEIH IV)

The sole manager of PE LLC is Tom Gores. All the membership interests of PE LLC are held in trust by the Gores Trust dated January 26, 1999, as amended. Tom Gores and Holly Gores, U.S. citizens, are the trustees of the Gores Trust.

To the Transferee's knowledge, no other person or entity, directly or indirectly, owns or controls a ten percent (10%) or greater interest in Transferee.

Transferee does not have any interlocking directorates with a foreign carrier.

Pursuant to Section 63.24(f)(2)(ii) of the Commission's Rules and the certification in Exhibit B, the Parties certify that the Conversion and resulting transfer of control was *pro forma* in nature and that, together with all previous *pro forma* transactions, they did not result in a change in the actual controlling party.

Respectfully submitted,



Paul C. Besozzi
Matthew G. Baker
SQUIRE PATTON BOGGS (US) LLP
2550 M Street, N.W.
Washington, DC 20037
202-457-6000 (tel)
202-457-6315 (fax)
paul.besozzi@squirepb.com
matthew.baker@squirepb.com

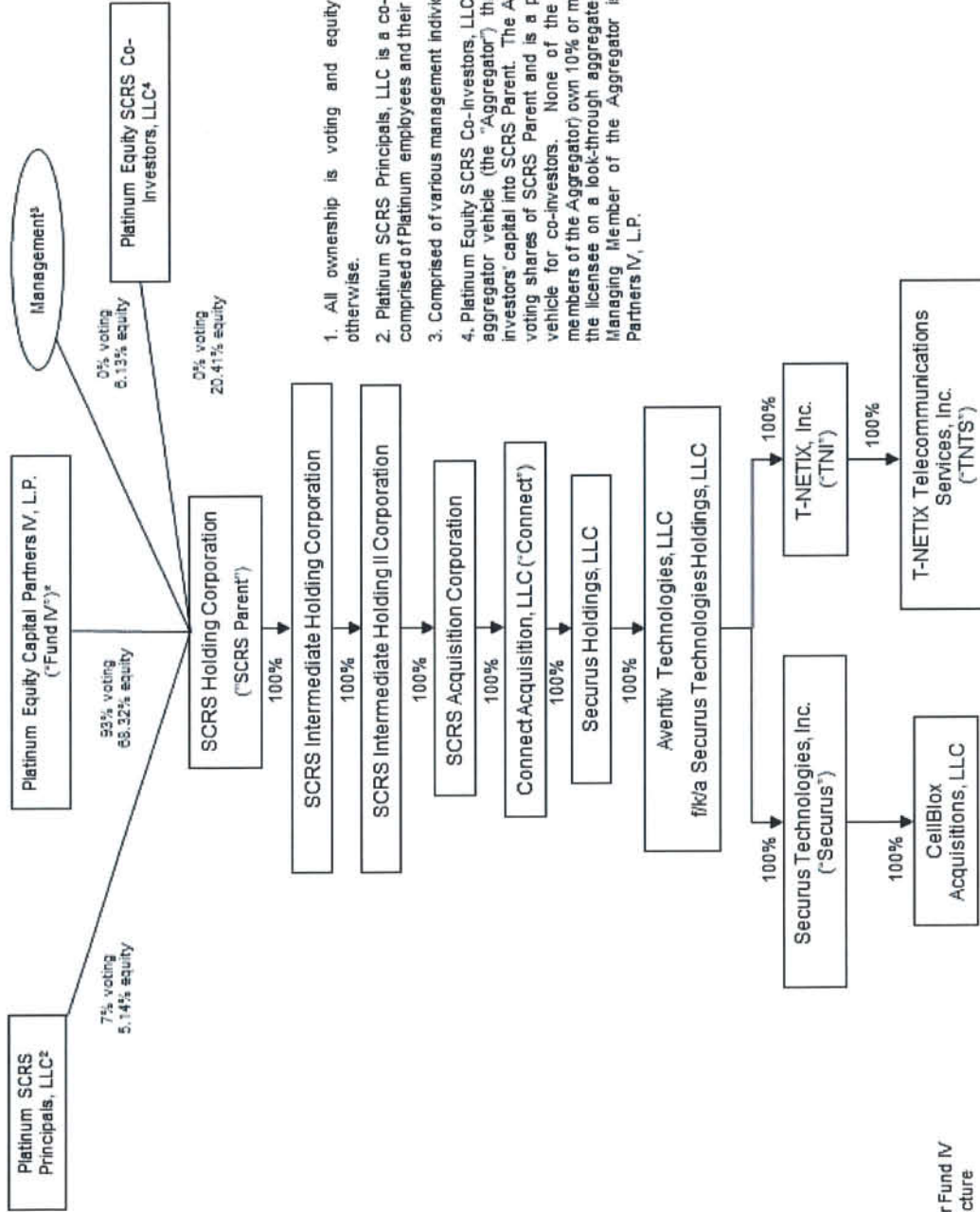
Counsel to Transferor, Transferee, and Licensee

Dated: January 30, 2020

EXHIBIT A

Diagrams of the Pre- and Post-Conversion Ownership Structures

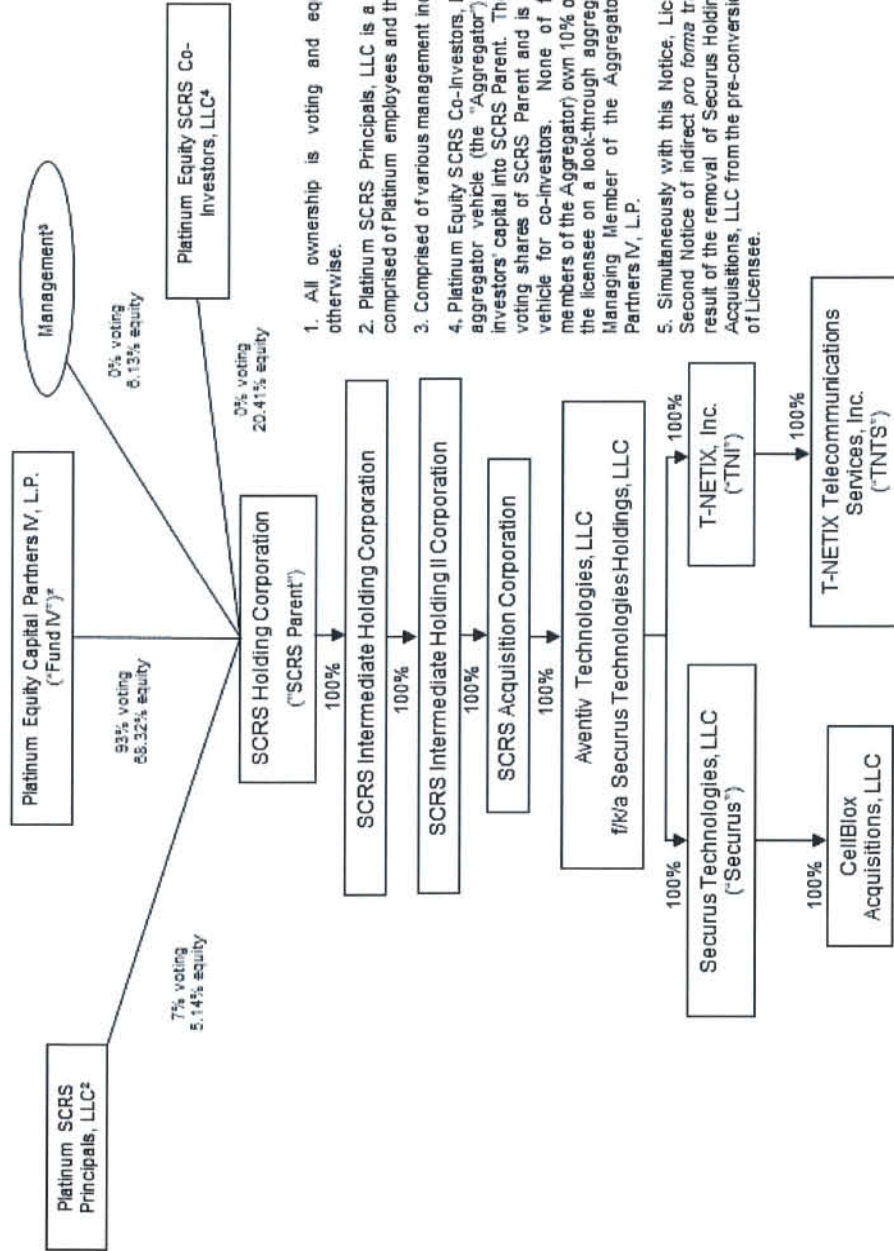
Pre-Conversion Corporate Ownership Structure of Licensee¹



1. All ownership is voting and equity unless indicated otherwise.
2. Platinum SCRS Principals, LLC is a co-investment vehicle comprised of Platinum employees and their friends and family.
3. Comprised of various management individuals of Securus.
4. Platinum Equity SCRS Co-Investors, LLC is a co-investment aggregator vehicle (the "Aggregator") that contributed co-investors' capital into SCRS Parent. The Aggregator holds no voting shares of SCRS Parent and is a passive investment vehicle for co-investors. None of the co-investors (i.e., members of the Aggregator) own 10% or more of the equity of the licensee on a look-through aggregate basis. The Senior Managing Member of the Aggregator is Platinum Equity Partners IV, L.P.

¹ See page 3 for Fund IV Ownership Structure

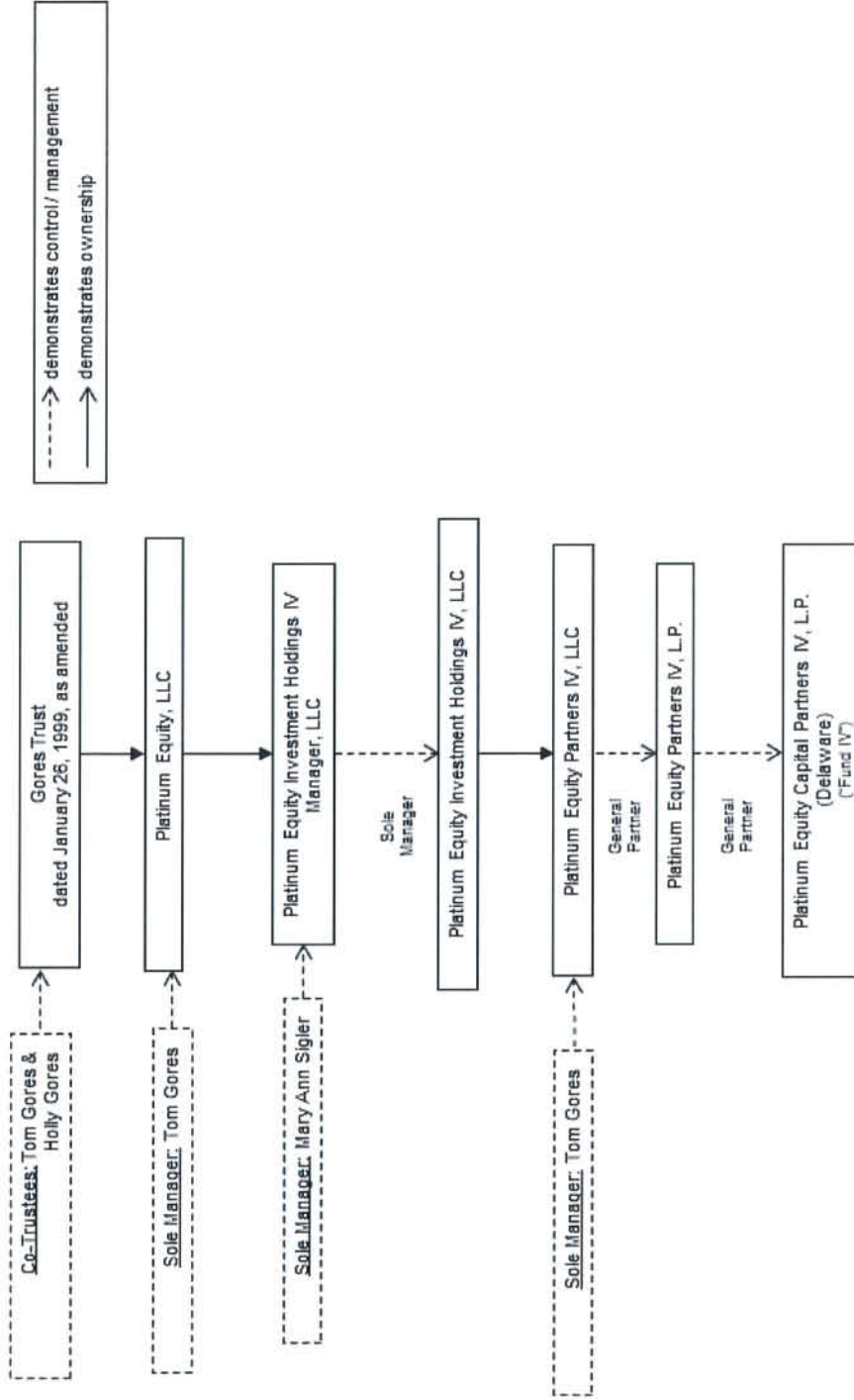
Post-Conversion Corporate Ownership Structure of Licensee¹



1. All ownership is voting and equity unless indicated otherwise.
2. Platinum SCRS Principals, LLC is a co-investment vehicle comprised of Platinum employees and their friends and family.
3. Comprised of various management individuals of Securus.
4. Platinum Equity SCRS Co-Investors, LLC is a co-investment aggregator vehicle (the "Aggregator") that contributed co-investors' capital into SCRS Parent. The Aggregator holds no voting shares of SCRS Parent and is a passive investment vehicle for co-investors. None of the co-investors (i.e., members of the Aggregator) own 10% or more of the equity of the licensee on a look-through aggregate basis. The Senior Managing Member of the Aggregator is Platinum Equity Partners IV, L.P.
5. Simultaneously with this Notice, Licensee is a party to a Second Notice of indirect *pro forma* transfer of control as a result of the removal of Securus Holdings, LLC and Connect Acquisitions, LLC from the pre-conversion ownership structure of Licensee.

¹ See page 3 for Fund IV Ownership Structure

Pre and Post Conversion Ownership Structure of Fund IV



Unless indicated all ownership percentages are 100%.

EXHIBIT B

Certification

Certification

I, Dennis J. Reinhold, am the Senior Vice President and General Counsel of Securus Technologies, LLC (f/k/a Securus Technologies, Inc.) ("Securus") and as such, I am authorized to execute this certification on behalf of Securus. In accordance with 47 C.F.R. § 63.24(f)(ii), I hereby certify that the foregoing notification of *pro forma* transfer of control was prepared under my direction, supervision and control. I further certify that the transfer of control was *pro forma* in nature as defined in 47 C.F.R. § 63.24(d) and, taken together with all previous *pro forma* transactions, did not result in a change in the actual controlling party of the Licensee.

I declare under penalty of perjury that the foregoing is true and correct. Executed this 30th day of January, 2020.



Dennis J. Reinhold
Senior Vice President and General Counsel
Securus Technologies, LLC
4000 International Parkway
Carrollton, TX 75007
dreinhold@securustechnologies.com