

# Morgan Lewis

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February 10, 2020

## **VIA IBFS**

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

Re: **CBTS Technology Solutions LLC (f/k/a Cincinnati Bell Any Distance Inc.)  
Notification Regarding (1) a Name Change, (2) a Change in Corporate Form  
Resulting in *Pro Forma* Assignment of the International Section 214  
Authorization and (3) the *Pro Forma* Transfer of Control**

Dear Secretary Dortch:

By this letter and pursuant to 47 C.F.R. § 63.21(i) and 47 C.F.R. § 63.24(f), CBTS Technology Solutions LLC (formerly known as Cincinnati Bell Any Distance Inc.) ("Licensee") notifies the Commission of its change in legal name and corporate form from Cincinnati Bell Any Distance Inc. to CBTS Technology Solutions LLC. Effective August 18, 2017, Cincinnati Bell Any Distance Inc. changed its name to CBTS Technology Solutions Inc. Effective September 12, 2017, CBTS Technology Solutions Inc. converted from a Delaware corporation to a Delaware limited liability company resulting in the *pro forma* assignment of CBTS Technology Solutions Inc.'s ("Assignor") international Section 214 authorization to CBTS Technology Solutions LLC ("Assignee"). The conversion was completed by filing a Certificate of Conversion with the Delaware Secretary of State 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. Licensee requests that the Commission update the name associated with its international Section 214 authorizations granted in File Number ITC-214-19950101-00007,<sup>1</sup> ITC-214-20071024-00434,<sup>2</sup> ITC-214-20010921-00492,<sup>3</sup> and ITC-214-20010921-00493<sup>4</sup> to reflect the Licensee's current name and corporate form, "CBTS Technology Solutions LLC."

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<sup>1</sup> Public Notice, International Authorizations Granted, Report No. TEL-00749, DA No. 04-25 (rel. Jan. 8, 2004).

<sup>2</sup> Public Notice, International Authorizations Granted, Report No. TEL-01208, DA No. 07-4712 (rel. Nov. 23, 2007).

<sup>3</sup> Public Notice, International Authorizations Granted, Report No. TEL-00455, DA No. 01-2483 (rel. Oct. 25, 2001).

<sup>4</sup> *Id.*

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In addition, Licensee notifies the Commission of a series of intracorporate steps taken in December 2017 that resulted in a *pro forma* transfer of control of Licensee ("*Pro Forma* TOC"). Effective December 21, 2017, Licensee's ultimate parent Cincinnati Bell Inc. formed CBTS Holdco LLC as a direct subsidiary of Cincinnati Bell Inc. and the intermediate parent of Licensee between Cincinnati Bell Inc. and Licensee's direct parent Cincinnati Bell Technology Solutions Inc. Effective December 26, 2017, Licensee's direct parent Cincinnati Bell Technology Solutions Inc. converted from a Delaware corporation to a Delaware limited liability company by filing a Certificate of Conversion with the Delaware Secretary of State without a merger or other transaction that extinguished the existence of Licensee's direct parent. Effective December 31, 2017, Licensee's direct parent Cincinnati Bell Technology Solutions LLC (formerly known as Cincinnati Bell Technology Solutions, Inc.) merged with and into Licensee, whereupon the separate existence of Cincinnati Bell Technology Solutions LLC ceased and Licensee was the surviving entity. As a result of this merger, Licensee became a direct subsidiary of CBTS Holdco LLC. Effective January 23, 2018, CBTS Holdco LLC changed its name to CBTS LLC. Since the ultimate control and ownership of Licensee did not change, the *Pro Forma* TOC was *pro forma* in nature. The Licensee certifies that the *Pro Forma* TOC was *pro forma* and did not result in a change in the actual controlling party of the Licensee.

Licensee respectfully requests a waiver of Section 63.21(i) and Section 63.24(f) of the Commission's rules, which require the filing of a notification of a name change and of a *pro forma* assignment and transfer of control no later than thirty days after each of the name change, assignment and transfer is completed. Due to an inadvertent administrative oversight, Licensee did not file notice within the specified timeframe. Licensee appreciates the need for prompt notification of a name change and any *pro forma* assignment and transfer of control and regrets causing any inconvenience by not filing notice within the specified time period. Licensee also submits that grant of the waiver is in the public interest because it will ensure the accuracy of the Commission's records.

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

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

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

CBTS Technology Solutions LLC (Assignee)  
CBTS Technology Solutions Inc. f/k/a Cincinnati Bell Any Distance Inc. (Assignor)  
221 East Fourth Street  
Cincinnati, OH 45202  
513-397-9900

Sections 63.18(b): Organization of the Licensee:

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

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

Catherine Wang  
Danielle Burt  
Morgan, Lewis & Bockius LLP

1111 Pennsylvania Ave, N.W.  
Washington, DC 20004-2541  
202-739-3000 (tel)  
202-739-3001 (fax)  
[catherine.wang@morganlewis.com](mailto:catherine.wang@morganlewis.com)  
[danielle.burt@morganlewis.com](mailto:danielle.burt@morganlewis.com)

Section 63.18(d): The Licensee holds international Section 214 authority to provide global or limited global facilities-based and/or resale services granted in File Number ITC-214-19950101-00007 (Old File No. ITC-95-344), ITC-214-20071024-00434, ITC-214-20010921-00492, and ITC-214-20010921-00493.

Section 63.18(h) Ownership Information: The following entities currently hold, directly or indirectly, a 10% or greater interest in Assignee as calculated pursuant to the Commission ownership attribution rules for international telecommunications carriers:

Name: CBTS LLC  
Address: 221 East Fourth Street Cincinnati, OH 45202  
Citizenship: Delaware  
Interest Held: 100% (directly in Assignee)

Name: Cincinnati Bell Inc.  
Address: 221 East Fourth Street Cincinnati, OH 45202  
Citizenship: Ohio  
Interest Held: 100% (indirectly, as 100% direct owner of CBTS, LLC)

Name: BlackRock, Inc.  
Address: 55 East 52nd Street New York, NY 10055  
Citizenship: Delaware  
Interest Held: 10% (indirectly, as 10% direct owner of Cincinnati Bell Inc.)

A current corporate structure chart is attached as Exhibit A.

Section 63.18(h) Interlocking Directorates: Licensee does not have interlocking directors with foreign carriers. Licensee's ultimate parent, Cincinnati Bell, Inc. has interlocking directors with a foreign carrier through Cincinnati Bell Inc.'s indirect subsidiary, OnX Enterprise Solutions Ltd. ("OnX"). OnX, a company organized under the laws of Ontario, Canada, holds a Reseller Registration and Basic Telecommunications Services ("BTS") License to provide resold long distance service on a non-dominant competitive basis in Canada. Licensee is disclosing the directors and officers of OnX out of an abundance of caution:

**OnX Enterprise Solutions Ltd. Directors**

**Directors:** Leigh R. Fox  
Paul Khawaja

**OnX Enterprise Solutions Ltd. Officers**

**Officers:** Leigh R. Fox Chief Executive Officer

<i>Andrew R. Kaiser</i>	Chief Financial Officer
<i>Christi Cornette</i>	Chief Culture Officer
<i>Christopher J. Wilson</i>	Vice President & General Counsel
<i>Jeffrey A. Lackey</i>	President
<i>David M. Greulich</i>	Chief Financial Officer, CBTS
<i>Paul Khawaja</i>	Senior Vice President, Canada
<i>Joshua T. Duckworth</i>	Vice President of Treasury, Corporate Finance, & Investor Relations
<i>Suzanne E. Maratta</i>	Vice President & Controller
<i>Michael R. Murphy</i>	Senior Director, Tax
<i>Kevin J. Murray</i>	Senior Vice President & Chief Information Officer
<i>John L. Cronin</i>	Vice President & Chief Security Officer
<i>Connie M. Vogt</i>	Corporate Secretary
<i>Richard T. Galloway</i>	Assistant Controller
<i>Theodore W. Heckmann</i>	Assistant Secretary
<i>Angela J. Huber</i>	Assistant Treasurer

Section 63.18(h)(i): By its signature below, Licensee certifies that it is not a foreign carrier but is affiliated with a foreign carrier. As disclosed above, Licensee's ultimate parent, Cincinnati Bell, Inc., has an indirect subsidiary OnX, a company organized under the laws of Ontario, Canada that holds a Reseller Registration and BTS License to provide resold long distance service on a non-dominant competitive basis in Canada.

Please do not hesitate to contact us with any questions concerning this Notice.

Respectfully submitted,

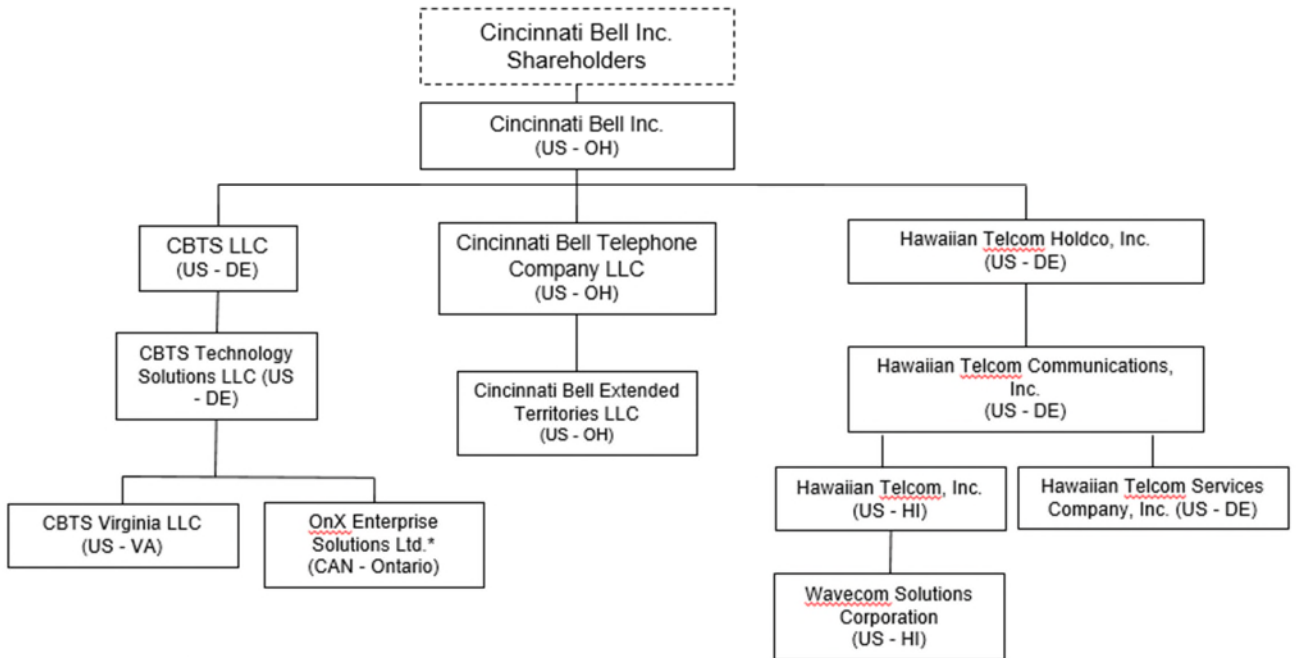
*/s/ Danielle Burt*

Catherine Wang  
Danielle Burt

*Counsel to CBTS Technology Solutions LLC*

## EXHIBIT A

### Current Corporate Structure



The entities listed herein only include those affiliates of Cincinnati Bell that (1) hold authorization to provide intrastate, interstate or international telecommunications services, or (2) are in the chain of ownership of those entities described in (1).

\*Licensed by the Canadian Radio-television and Telecommunications Commission (CRTC) to provide Basic International Telecommunications Services, as Resellers of Telecommunications Services, and as Resellers of High Speed Retail Internet Service.