

May 18, 2021

Marlene Dortch, Secretary
Federal Communications Commission
45 L Street NE
Washington, DC 20554

via ECFS, IBFS

Re: *TAG Mobile, LLC, Licensee, TAG Mobile Bankruptcy Sale Entity, LLC, Transferor, and Vector Holdings Group LLC, Transferee, Application for Consent to Transfer Control of a Company Holding International Section 214 Authority and Blanket Domestic Section 214 Authority Pursuant to the Communications Act of 1934, as Amended, WC Docket No. 20-140, IB File No. ITC-ASG-20200513-00069; (related WC Docket Nos. 17-287, 11-42, 09-197 and 10-90), WC Docket No. 20-445: **Status Update***

Dear Ms. Dortch:

As set forth in the above-referenced application, the original sale agreement between the Chapter 11 Bankruptcy Trustee of TAG Mobile, LLC and Vector Holdings Group LLC provided that the transaction should receive all necessary regulatory approvals and be consummated within one year of execution, which was May 8, 2021.

In view of the fact that only the approvals of the Federal Communications Commission (the “Commission”) and the California Public Utilities Commission (“CPUC”) remain pending,¹ the Parties to the transaction have negotiated an extension to the agreement pursuant to which the Commission’s and the CPUC’s approvals must be received by July 8, 2021. A copy of the bankruptcy court filing documenting this extension is attached hereto. The Applicants hereby notify the Commission of this extension of time, and respectfully request that the Commission act to approve the Application by no later than July 1, 2021 to allow for consummation of the transaction by the extended deadline.

Sincerely,

/s/ Tony S. Lee

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Mobile Bankruptcy Sale Entity, LLC*

/s/ John J. Heitmann

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Attachment

¹ The West Virginia Public Service Commission has approved the transaction conditioned upon the Parties’ receipt of FCC approval.

Marlene Dortch, Secretary
Federal Communications Commission
May 18, 2021

cc: Jodie May
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COUNSEL FOR THE CHAPTER 11 TRUSTEE

**IN THE UNITED STATES BANKRUPTCY COURT
FOR THE NORTHERN DISTRICT OF TEXAS
DALLAS DIVISION**

_____))
IN RE:)) CHAPTER 11 CASE
))
TAG MOBILE, LLC)) CASE NO. 17-33791-sgj11
))
Debtor.))
_____)

**CHAPTER 11 TRUSTEE’S NOTICE OF EXTENSION OF OUTSIDE DATE FOR
CLOSING OF THE SALE TO VECTOR HOLDINGS, LLC**

Robert Yaquinto, Jr., the Chapter 11 Trustee (“Trustee”), files this *Chapter 11 Trustee’s Notice of Extension of Outside Date for Closing of the Sale to Vector Holdings, LLC* (the “Notice”).

1. On May 8, 2020, the Court entered the *Order Granting the Chapter 11 Trustee’s Motion to (A) Approve Transfer of Assets from Debtor to Debtor’s Subsidiary Free and Clear of Liens, Claims, Encumbrances, and Other Interests; and (B) to Approve Sale of Debtor’s Membership Interest in the Debtor’s Subsidiary and Certain Other Assets to Buyer Free and Clear of all Liens, Claims, Encumbrances, and Other Interests* (the “Sale Order”). See, Docket No. 359

2. Exhibits A and B to the Sale Order are the Trustee’s Membership Interest Purchase Agreement (the “MIPA”) and Asset Purchase Agreement (the “APA”) with Vector Holdings, LLC (“Vector”). Section 5.1(b) of the MIPA and section 3.1(c) the APA say:

[I]f the Closing shall not have occurred on or before one (1) year from the entry of the Sale Approval Order (the “Outside Date”), either the Seller or the Buyer may terminate this Agreement or may extend the Outside Date by written agreement (and the Trustee will file a notice of such termination of the Agreement or extension of the Outside Date on the docket in the Bankruptcy Case);...

3. The Outside Date in the MIPA and APA approved by the Sale Order is May 8, 2021.

4. As a condition to closing, section 4.3 of the MIPA requires certain Governmental Entities to approve the transaction, including the California PUC and the FCC. Despite diligent work toward obtaining those approvals during the last year, the parties have not yet received them. During the last year, the Trustee and his counsel have met regularly with Vector and its counsel. The parties have worked together to obtain CPUC and FCC approvals. The parties have no reason to believe the approvals will not be given in the near future. Accordingly, the Trustee and Vector have agreed to extend the Outside Date in the MIPA and APA to ***July 8, 2021***.

5. The Trustee believes this agreed extension is in the best interests of this bankruptcy estate and its creditors and gives the greatest chance of maximizing value of the Debtor’s assets. The Trustee gives this Notice to creditors and parties-in-interest to inform them of the extension as required by section 5.1(b) of the MIPA and section 3.1(c) of the APA.

Dated: May 7, 2021.

Respectfully submitted,

/s/ Laurie Dahl Rea
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COUNSEL FOR THE CHAPTER 11 TRUSTEE

CERTIFICATE OF SERVICE

I hereby certify that on May 7, 2021 a true and correct copy of the foregoing document was electronically filed in the above captioned case with the Clerk of the United States Bankruptcy Court by using the CM/ECF system. The Notice was also served via email to the following:

Meredyth Kippes Office of the United States Trustee Meredyth.A.Kippes@usdoj.gov	Robert Nicoud Counsel for the Unsecured Creditors Committee rmnicoud@dallas-law.com
Mark Foster Counsel for Henry Do mfooster@fosterdanowsky.com	Chuck Baum Counsel for SSB Trading cbaum@qslwm.com
E. Paul Kieffer Counsel for Amigo Mobile, LLC pkeiffer@romclaw.com	William Siegel Counsel for Safe Call Mobile, LLC bsiegel@cowlesthompson.com
Mark Albright Counsel for Vector Holdings, LLC malbright@pbyalaw.com	

/s/ Laurie Dahl Rea
 Laurie Dahl Rea