Kelley Drye & Warren LLP
Washington Harbour, Suite 400
3050 K Street, NW
Washington, DC 20007

Tel: (202) 342-8400
Fax: (202) 342-8451

January 4, 2022

Via IBFS

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

Re: Fusion Telecom of Texas Ltd., LLP Notice of *Pro Forma* Transaction; (ITC-214-19971001-00592)

Dear Ms. Dortch:

Fusion Telecom of Texas Ltd., LLP ("Fusion Telecom") hereby notifies the Federal Communications Commission ("Commission"), pursuant to Section 63.24(f) of the Commission's Rules, that on December 1, 2021, Fusion Telecom and Fusion Communications, LLC ("Fusion Communications")[1] completed a *pro forma* transfer of a customer base and related operating assets. **There was no transfer of any international Section 214 authorization.**[2]

In an effort to improve corporate operating efficiencies and to streamline its corporate structure, effective December 1, 2021, Fusion Telecom acquired the Texas customer base and operating assets of its commonly-owned affiliate, Fusion Communications (the "Transaction").[3] Accordingly, the Transaction is *pro forma* as there was no change in the ultimate ownership or control of the customer base or operating assets of Fusion Communications.

A certification, as required pursuant to 47 C.F. R. § 63.24(f)(2)(ii), is appended.

---

[1] Fusion Telecom and Fusion Communications are wholly-owned subsidiaries of Fusion Connect, Inc. ("Fusion Connect").

[2] Fusion Telecom and Fusion Communications both operate pursuant to the international Section 214 authority of their parent, Fusion Connect, granted in IB File No. ITC-214-19971001-00592. Post-close, Fusion Connect continues to hold this authority.

[3] In accordance with Commission rule 47 C.F.R. § 64.1120(e), customers were notified of the Transaction and the requisite filing was made with the Commission on October 29, 2021. *See* Letter to Marlene H. Dortch, Secretary, Federal Communications Commission, from Winafred Brantl, Kelley Drye & Warren LLP, External Counsel to Fusion Telecom and Fusion Communications, CC Dkt. 00-257 (Oct. 29, 2021).

In support of this filing, Fusion Telecom provides the following information required by Commission Rule 63.24(f)(2):

(a) The contact name, address, and telephone number of the assignee:

Fusion Telecom of Texas Ltd., LLP
210 Interstate North Parkway, Suite 200
Atlanta, GA 30339
Tel: (212) 201-2425

(b) Fusion Telecom is a Texas limited liability partnership.

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

Edward A. Yorkgitis, Jr.
Winafred Brantl
Kelley Drye & Warren, LLP
3050 K St., NW, Suite 400
Washington, D.C. 20007
Tel: (202) 342-8400
Fax: (202) 342-8451
Email: cyorkgitis@kelleydrye.com
wbrantl@kelleydrye.com

(d) Fusion Telecom holds blanket domestic Section 214 authority[4] and, consistent with Section 63.21(h) of the Commission's Rules, operates pursuant to the international Section 214 authorization (IB File No. ITC-214-19971001-00592) held by Fusion Connect.

(h) As of the date of this filing, the following individuals and entities hold ten percent (10%) or more of the direct or indirect current ownership interests in Fusion Telecom:

Fusion Telecom, Inc.
210 Interstate North Parkway, Suite 200
Atlanta, GA 30339
Citizenship: U.S.
Principal Business: Telecommunications
Percentage Interest: 99% direct interest (limited partner)

[4] 47 C.F.R. §63.01.

Fusion Cloud Services, LLC
210 Interstate North Parkway, Suite 200
Atlanta, GA 30339
Citizenship: U.S.
Principal Business: Telecommunications
Percentage Interest: 100% indirect interest

Fusion Connect
210 Interstate North Parkway, Suite 200
Atlanta, GA 30339
Citizenship: U.S.
Principal Business: Holding Company
Percentage Interest: 100% indirect interest

Following the December 24, 2021 consummation of a transaction approved by the Commission in IB File ITC-T/C-20200213-00030 and WC Dkt. 20-44,[5] the reportable direct current ownership interests in Fusion Connect (and resulting reportable indirect current ownership interests in Fusion Telecom) are as follows:

Vector Capital Management L.P.
1 Market Street, Steuart Tower, 23rd Floor
San Francisco, CA 94105
Principal Business: Investment
Percentage Interest: 27.87% indirect interest in Fusion Telecom:

Vector Capital Management L.P. manages four entities (collectively, the "Vector Funds") that currently hold a collective 27.87% direct interest in Fusion Connect:

Vector Fusion Holdings (Cayman) LTD	[Cayman]	21.13%
VC4 Debt Investments (U.S.), L.L.C.	[U.S.]	2.46%
VC5 Debt Investments (Cayman), Ltd.	[Cayman]	1.82%
Vector Trading (Cayman), L.P.	[Cayman]	2.46%

Invesco Ltd.
1555 Peachtree Street, N.E.
Atlanta, GA 30309
Principal Business: Investment
Percentage Interest: 11.49% indirect interest in Fusion Telecom:

Invesco Ltd. indirectly controls four funds that currently hold a collective 11.49% direct interest in Fusion Connect:

5 A separate notice of the consummation of this Transaction is being submitted to the Commission.

Invesco Senior Floating Rate Fund	[U.S.]	10.47%
Invesco Senior Floating Rate Fund Plus	[U.S.]	0.06%
Invesco Oppenheimer Master Loan Fund	[U.S.]	0.90%
Invesco Oppenheimer Fundamental Alternatives Fund	[U.S.]	0.06%

Morgan Stanley
1585 Broadway
New York, NY 10036
Principal Business: Investment
Percentage Interest: 12.88% indirect interest in Fusion Telecom:

Morgan Stanley indirectly wholly owns or controls three entities that currently hold a collective 12.88% direct interest in Fusion Connect:

North Haven Credit Partners II L.P.	[U.S.]	8.94%
North Haven Senior Loan Fund L.P.	[U.S.]	1.97%
Morgan Stanley & Co. LLC	[U.S.]	1.97%

CBAM Partners
51 Astor Place, 12th Floor
New York, NY 10003
Principal Business: Investment
Percentage Interest: 12.63% indirect interest in Fusion Telecom

Ten entities managed by CBAM Partners' subsidiary, CBAM CLO Management, LLC, and one entity managed by CBAM Partners currently hold a collective 12.63% direct interest in Fusion Connect:

CBAM 2017-1 Ltd.	[Cayman]	1.50%
CBAM 2017-2 Ltd.	[Cayman]	1.87%
CBAM 2017-3 Ltd.	[Cayman]	1.56%
CBAM 2017-4 Ltd.	[Cayman]	1.20%
CBAM 2018-5 Ltd.	[Cayman]	1.20%
CBAM 2018-6 Ltd.	[Cayman]	1.20%
CBAM 2018-7 Ltd.	[Cayman]	1.64%
CBAM 2018-8 Ltd.	[Cayman]	0.49%
CBAM 2019-9 Ltd.	[Cayman]	0.52%
CBAM 2019-10 Ltd.	[Cayman]	0.82%
Chain Bridge Opportunistic Funding, LLC	[U.S.]	0.59%

For more information regarding the interests held by the foregoing funds and entities, see Attachment 1 to Fusion Connect's July 22, 2020, Restated Application, submitted in IB File ITC-T/C-20200213-00030 and WC Dkt. 20-44. Except as described therein or in this filing, no other entity or individual currently holds a 10% or greater direct or indirect equity or voting interest in Fusion Telecom.

Interlocking Directorates

Fusion Telecom has no interlocking directorates with any foreign carriers.

* * * * *

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

Respectfully submitted,

/s/ Winafred R. Brantl

Edward A. Yorkgitis, Jr.
Winafred Brantl
Kelley Drye & Warren LLP
3050 K Street, NW, Suite 400
Washington, D.C. 20007

Counsel for Fusion Telecom of Texas Ltd., LLP and Fusion Communications, LLC

Certification

The undersigned hereby certifies, on behalf of Fusion Telecom of Texas Ltd., LLP, 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 63.24(d) of the Commission's Rules; and that the transaction, together with all previous *pro forma* transactions, did not result in a change in ultimate control.

By: ______________________________
James P. Prenetta, Jr.
Executive Vice President and General Counsel
Fusion Connect, Inc.

Date: January 4, 2022