

**Before the  
FEDERAL COMMUNICATIONS COMMISSION  
Washington, DC 20554**

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In the Matter of	)	
<b>Legacy Long Distance International, Inc</b>	)	
<b>d/b/a Legacy Inmate Communications</b>	)	
Assignor,	)	
	)	<b>WC Docket No. 20 -</b>
and	)	
	)	<b>IB File No. ITC-T/C-2020</b>
<b>Network Communications International Corp.</b>	)	
<b>d/b/a NCIC Inmate Communications</b>	)	
Assignee,	)	
	)	
Joint Application For Consent To Transfer Contracts of	)	
Legacy Long Distance International, Inc. Pursuant to	)	
Section 214 of the Communications Act of 1934, As	)	
Amended	)	

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**JOINT APPLICATION FOR CONSENT TO TRANSFER CONTRACTS**

Pursuant to Section 214 of the Communications Act of 1934, as amended (the “Act”),<sup>1</sup> and Sections 63.04, 63.18, and 63.24 of the Commission’s rules,<sup>2</sup> Legacy Long Distance International, Inc. d/b/a Legacy Inmate Communications (“Legacy” or “Assignor”) and Network Communications International Corp. d/b/a NCIC Inmate Communications (“NCIC” or “Assignee”) ( together, the “Applicants”) hereby respectfully request Commission consent for the transfer of certain contracts from Legacy to NCIC. Legacy holds blanket domestic Section 214 authority and an international Section 214 authorization from the Commission.

As described in further detail below, the Applicants have entered into an agreement whereby certain inmate communications services agreements for facilities in multiple states will be assigned by Legacy to NCIC (the “Transaction”) pursuant to an Asset Sale, and Assignment

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<sup>1</sup> 47 U.S.C. § 214.

<sup>2</sup> 47 C.F.R. §§ 63.01, 63.03, 63.04, 63.18 and 63.24.

Agreement by and between Legacy and NCIC (the “Agreement”).<sup>3</sup> The proposed transaction will serve the public interest by allowing for the continued, uninterrupted provision of high-quality service to inmates and their families in these correctional facilities. There will be no adverse impact to Legacy’s customers. NCIC is a well-known provider of institutional services in the industry and is situated to take over the contracts as well as the ongoing operational responsibility for these locations.

Pursuant to Section 63.04(b), this Joint Application is being filed concurrently with the Wireline Competition Bureau and International Bureau.

## **I. REQUEST FOR STREAMLINED TREATMENT**

The Applicants request streamlined treatment of this Joint Application pursuant to Sections 63.03(b) and 63.12 of the Commission’s rules. This Application is eligible for streamlined processing pursuant to Section 63.03(b)(2) of the Commission’s rules because (i) the Transaction will result in NCIC, the Assignee, having a market share in the interstate, interexchange market of less than 10 percent; (ii) NCIC will provide competitive telephone exchange services or exchange access services (if at all) exclusively in geographic areas served by a dominant local exchange carrier that is not a party to the Transaction; and (iii) neither the Applicants nor any of their affiliates are regulated as dominant with respect to any service.

The Applicants request expeditious approval of the assignments which would serve the public interest by allowing customers to continue to receive competitive services from NCIC without interruption. As a competitive provider of inmate telephone services, NCIC is well qualified to provide these services to the acquired customers.

## **II. DESCRIPTION OF THE APPLICANTS**

### **A. The Assignor**

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<sup>3</sup> The states involved in the transaction include Alabama, Arizona, California, Idaho, Massachusetts, Missouri, Nebraska, New Mexico, Ohio, Oklahoma, Oregon, South Carolina, Texas, Washington, North Carolina, and Nevada.

Legacy Long Distance International, Inc. d/b/a Legacy Inmate Communications (FRN: 0003725322). Legacy is a California corporation, incorporated in 1996, with headquarters located at 10833 Valley View Drive, Suite 150, Cypress, CA 90830. Legacy is a wholly owned subsidiary of Jail Education Solutions, Inc. d/b/a Edovo, a Delaware corporation, with its principal place of business located at 215 W. Superior St., Suite 600, Chicago, IL 60654. Legacy is a full-service provider of inmate communications and investigative technology services at hundreds of correctional institutions nationwide. Legacy's services include operator services, debit, and prepaid calling. Legacy is authorized by the FCC to provide domestic and international telecommunications services.<sup>4</sup>

### **B. The Assignee**

Network Communications International Corp., d/b/a NCIC Inmate Communications (FRN: 0004330023). NCIC is a Texas S Corporation, incorporated in 1996, with its headquarters located at 607 East Whaley St., Longview, TX 75601. NCIC specializes in the provision of inmate communications services to the correctional industry utilizing a combination of various systems to include voice biometrics, call thresholding, and three-way call detection. NCIC's services include operator services, debit, and prepaid calling. NCIC currently provides service to over 750 correctional facilities in 50 states nationwide, including Puerto Rico. NCIC is authorized by the FCC to provide domestic and international telecommunications services.<sup>5</sup>

## **III. DESCRIPTION OF THE TRANSACTION**

On April 22, 2020, Legacy and NCIC entered into an Asset Sale and Assignment Agreement (the "Agreement"). Pursuant to this Agreement, NCIC agreed to acquire specific inmate communications services contracts currently held by Legacy. Accordingly, upon consummation of the transaction contemplated by the Agreement, NCIC will own 100% of the

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<sup>4</sup> File No. ITC-214-19961125-00596 granting authority to provide resale services granted January 8, 1997.

<sup>5</sup> File No. ITC-214-19970711-00394 granting authority to provide resale services granted August 29, 1997.

contracts listed in the Agreement and will become the provider of service to these facilities. The transaction is expected to occur following the satisfaction of customary closing conditions, including the receipt of all required regulatory approvals. Upon closing, customers will continue to be serviced by NCIC on substantially the same terms and conditions as previously provided by Legacy. The consummation of the transaction will not result in an interruption, reduction, loss or impairment of services to any customer.

The Applicants submit that the proposed transaction is in the public interest and will be seamless from the perspective of NCIC's customers. As more fully described below in the public interest statement, NCIC continues to provide a high level of technical operations and customer service to Legacy's customers. The proposed transaction raises no competitive issues and will have no adverse impact on Legacy's customers.

No radio licenses are included in the transaction. No foreign carrier affiliations resulted from this transaction, and consumers will not be harmed. Legacy will continue to provide both domestic and international services to certain customers.

#### **IV. PUBLIC INTEREST STATEMENT**

Approval of the proposed transaction will serve the public interest, convenience, and necessity as it will permit the continued, uninterrupted provision of high-quality service to the correctional facilities, inmates and their families. Approval will promote competition in the inmate telecommunications marketplace, allowing NCIC to become a stronger competitor, which will result in the continued aspiration to provide fair and reasonable rates, low fees and live, friendly customer support to the family and friends of the incarcerated. The effect of the transaction and transfer of customers from Legacy to NCIC will not result in an interruption, reduction, loss or impairment of services to any customer. The financial and managerial support of NCIC will further the development of new and better services for the benefit of the customers. Further, the Applicants are not aware of any harm to customers or to the market that would occur as a result of the

transaction. The continued provision of service by NCIC will provide customers the positive benefit of access to existing and new product offerings. The transaction is transparent to customers and will not have a negative impact on the public interest, services to customers, or competition.

For each of the foregoing reasons, grant of consent to the transfer of Legacy's contracts to NCIC is in the public interest and will have a positive impact on services to customers as well as encourage healthy competition within the marketplace.

**V. INFORMATION REQUIRED BY 47 C.F.R. § 63.18 AND THE IBFS SECTION 214 MAIN FORM**

The Applicants submit the following information pursuant to 47 C.F.R. § 63.18 and the IBFS Section 214 Main Form, in support of their request for consent to assign certain contracts of Legacy, which holds international Section 214 authority, to NCIC:

**Answer to Question 10**

Correspondence concerning this Joint Application should be directed to:

For *Legacy*:

Legacy Long Distance International, Inc.

Attn: Brian Hill, CEO

10833 Valley View Street, Suite 150

Cypress, CA 90630

Telephone: (602) 403-9905

[brian@edovo.com](mailto:brian@edovo.com)

For *NCIC*:

Network Communications International Corp

Attn: William L. Pope, President

607 East Whaley Street

Longview, TX 75601

Telephone: (903) 757-4455

[Bill.pope@ncic.com](mailto:Bill.pope@ncic.com)

With a copy to:

Sharon R. Warren

Consultant to Legacy Long Distance International, Inc.

Inteserra Consulting Group, Inc.

151 Southhall Lane, Suite 450

Maitland, FL 32751

Telephone: (407) 740-3005

[swarren@inteserra.com](mailto:swarren@inteserra.com)

## **Place of Organization**

Legacy is incorporated under the laws of the State of California.

NCIC is incorporated under the laws of the State of Texas.

## **Prior International Section 214 Authorizations**

Legacy holds international Section 214 authority to provide global international resold services between the United States and international points (File No. ITC-214-19961125-00596). NCIC holds international Section 214 authority to provide global international resold services between the United States and international points (File No. ITC-214-19970711-00394).

## **Answer to Question 11**

Pursuant to Section 63.18(h) of the Commission's rules, the entities described below will directly or indirectly hold a ten percent or greater equity interest in NCIC (Assignee) upon consummation of the proposed transaction.

Network Communications International Corp.

Name: **William L. Pope**  
Address: 607 E. Whaley Street  
Longview, TX 75601  
Citizenship: USA  
Principal Business: Owner  
Ownership Interest: 50%

Name: **Jay Walters**  
Address: 607 E. Whaley Street  
Longview, TX 75601  
Citizenship: USA  
Principal Business: Owner  
Ownership Interest: 50%

Legacy Long Distance International, Inc.

Name: **Michael Krasny**  
Address: 30 S. Wacker Drive  
Suite 2500  
Chicago, IL 60606  
Citizenship: USA  
Principal Business: Investor  
Ownership Interest: 11.25% of Jail Education Solutions, Inc. d/b/a Edovo

Name: **Bo Shao**  
Address: 67 Orchard Hills Rd.  
Atherton, CA 94027  
Citizenship: USA  
Principal Business: Investor  
Ownership Interest: 12.4% of Jail Education Solutions, Inc. d/b/a Edovo

Name: **Brian Hill**  
Address: 215 W. Superior Street, Suite 600  
Chicago, IL 60654  
Citizenship: USA  
Principal Business: President and Chief Executive Officer  
Ownership Interest: 14.5% of Jail Education Solutions, Inc. d/b/a Edovo

**Answer to Question 12**

There are no interlocking directorates with a foreign carrier.

**Answer to Question 13**

A description of the proposed transaction and demonstration of how it will serve the public interest are set forth in Sections III and IV above.

**Answer to Question 14**

Assignee certifies that they have no ownership in any foreign carrier, nor are they affiliated with any foreign carrier, nor will they become affiliated with any foreign carrier as a result of this transaction.

**Answer to Question 15**

Assignee certifies that they do not seek to provide international telecommunications services to any destination country where:

- (1) The Assignee is a foreign carrier in that country; or
- (2) The Assignee controls a foreign carrier in that country; or
- (3) Any entity owns more than 25 percent of the Assignee, or that controls the Assignee, controls a foreign carrier in that country; or
- (4) Two or more foreign carriers (or parties that control foreign carriers) own, in the aggregate more than 25 percent of the Assignee and are parties to, or the beneficiaries of,

a contractual relation affecting the provision or marketing of international basic telecommunications services in the United States.

**Answer to Question 20**

Applicants respectfully submit that this application qualifies for streamlined processing pursuant to Section 63.12 of the Commission's Rules. Section 63.12(c)(1) is inapplicable because neither of the Applicants has any foreign carrier affiliates and will have no such affiliates upon closing of the proposed transaction. They therefore qualify for a presumption of non-dominance under Section 63.10 of the Commission's rules on all U.S.-international routes.

**VI. INFORMATION REQUIRED BY SECTION 63.04 OF THE COMMISSION'S RULES IN RELATION TO THE TRANSFER OF CONTRACTS**

Pursuant to Section 63.04 of the Commission's Rules, Applicants submit the following information pursuant to Section 63.04(a)(6) through (a)(12) of the Commission's rules.

**(a) § 63.04(a)(6) Description of the Transaction.**

A description of the proposed transaction is set forth in Section III above.

**(b) § 63.04(a)(7) Geographic Areas Served and Services Provided.**

The Applicants describe the geographic areas in which they offer domestic telecommunications services and the services that are provided in each area in Section II of this Application.

**(c) § 63.04(a)(8) Statement Regarding Streamlined Treatment.**

The Applicants' domestic Section 214 portion of this Joint Application is eligible for streamlined processing pursuant to Section 63.03(b) because: (i) the Transaction will result in NCIC, the Assignee, having a market share in the interstate interexchange market of less than 10 percent; (ii) NCIC will provide competitive telephone exchange services exclusively in geographic areas served by a dominant local exchange carrier that is not a party to the transaction; and (iii) neither the Applicants nor any of their affiliates are regulated as dominant with respect to any service.



**(d) § 63.04(a)(9) Other Related Commission Applications.**

No other FCC applications related to the proposed transaction are being filed.

**(e) § 63.04(a)(10) Statement Regarding Special Consideration.**

The Applicants do not request special consideration of this application because no party to the proposed transaction is facing imminent business failure.

**(f) § 63.04(a)(11) Identification of Waiver Requests.**

The Applicants seek no separately filed waiver requests in conjunction with this Joint Application.

**(g) § 63.04(a)(12) Public Interest Statement.**

The Applicants provide a statement showing how the approval of this application will serve the public interest, convenience, and necessity in Section IV of this Application.

**VII. CONCLUSION**

Based on the foregoing, the Applicants respectfully request that the Commission promptly grant this Joint Application.

Respectfully submitted,

**By: Legacy Long Distance International, Inc.  
d/b/a Legacy Inmate Communications**

/s/ Brian Hill

Brian Hill  
Chief Executive Officer  
10833 Valley View Street, Suite 150  
Cypress, CA 90630  
Telephone: (602) 403-9905  
[brian@edovo.com](mailto:brian@edovo.com)

**By: Network Communications International Corp.  
d/b/a NCIC Inmate Communications**

/s/ William L. Pope

President  
607 East Whaley Street  
Longview, TX 75601  
Telephone: (903) 757-4455  
[bpope@ncic.com](mailto:bpope@ncic.com)

Dated: June 29, 2020