

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

_____)	
In the Matter of the Application of)	
)	
Marcus McEwen, Transferor)	
and)	File No. ITC-T/C-2015 _____
MNJ Technology Services LLC, Transferee)	
)	
For Authority pursuant to Section)	
Section 214 of the Communications Act of 1934,)	
as amended, to Transfer Control of)	
Equivoice, Inc.)	

JOINT APPLICATION FOR AUTHORIZATION TO TRANSFER

CONTROL OF EQUIVOICE, INC.

I. INTRODUCTION

Pursuant to Section 214 of the Communications Act of 1934, as amended (the "Act") and Sections 63.04 and 63.24 of the Commission's rules, 47 C.F.R. §63.04 and §63.24, Marcus McEwen ("Transferor") together with MNJ Technology Services LLC ("Transferee") (collectively the "Applicants") hereby seek authority to transfer control of Equivoice, Inc., ("Equivoice").¹ Equivoice, Inc. provides domestic and international telecommunications and VoIP services.

The proposed transfer of control will occur through a stock purchase agreement under which the Transferee will purchase all of Marcus McEwen's 100% ownership interest in Equivoice, Inc. Following the transfer, MNJ Technology Services LLC will own and control

¹ Equivoice, Inc. is the 214 Authorization Holder, issued under File No. ITC-214-20140303-00093.

100% of Equivoice, Inc. The name and corporate organization of Equivoice, Inc. will remain unchanged, and Equivoice will retain its existing international 214 license.

Applicants respectfully submit that this Application is eligible for streamlined processing pursuant to Sections 63.03 and 63.12 of the Commission's Rules, 47 C.F.R. §63.03 and 47 C.F.R. §63.12, as demonstrated in Sections V and VI below.

In support of this Application, Applicants provide the following information:

II. DESCRIPTION OF THE APPLICANTS

A. Licensee

The Licensee is Equivoice, Inc., which is authorized pursuant to ITC-214-20140303-00093 to provide International Global or Limited Global Facilities-Based and Resale Service. It is currently owned and controlled by Marcus McEwen, who holds 100% of its shares. Equivoice, Inc. provides domestic and international telecommunications and VoIP services.

B. Transferor

The Transferor is Marcus McEwen, a private U.S. Citizen whose business address is 115 N. Main Street, Algonquin, Illinois. Mr. McEwen holds a 100% ownership and voting interest in Equivoice, Inc.

C. Transferee

The Transferee is MNJ Technology Services LLC, whose business address is 1025 Busch Parkway, Buffalo Grove, IL 60089. The Transferee does not hold any FCC licenses and does not currently provide domestic or international telecommunications or interconnected VoIP services. The Transferee is 100% owned by its parent company MNJ Technologies Direct, Inc., which in turn is 100% owned by Ms. Susan Kozak, a U.S. Citizen.

III. DESCRIPTION OF THE TRANSACTION

Pursuant to a Stock Purchase Agreement between the Applicants, Mr. McEwen will sell his 100% ownership interest in Equivoice, Inc. to MNJ Technology Services LLC in exchange for cash. After the transaction, Mr. McEwen will no longer have an ownership or voting interest in Equivoice, but will remain employed by Equivoice for a period of at least three years. All of the shares of Equivoice will be owned by MNJ Technology Services LLC. Exhibit A to this application depicts the pre and post-transaction organizational structures. The Transaction is expected to close as soon as possible, subject to regulatory approval.

The proposed transfer of control will have no adverse impact on customers. Currently, Equivoice, Inc. operates as a Competitive Local Exchange Carrier ("CLEC") and interexchange carrier ("IXC") in Illinois and provides interconnected VoIP services nationwide. Its Illinois CLEC and IXC customers and nationwide interconnected VoIP customer base will continue to be served by Equivoice, Inc. following the transaction, with no changes to the rates, terms or conditions of their services.

IV. PUBLIC INTEREST STATEMENT

The proposed Transaction described above will serve the public interest. The Transaction will have no negative impact on the customers served by Equivoice, Inc., which will continue to benefit from the competitive telecommunications and VoIP services offered. Mr. McEwen, the current owner and CEO of Equivoice, Inc. will remain employed by Equivoice for at least three years following the transaction to provide for continuity in management. Mr. McEwen has 30 years of telecommunications experience and will continue to focus his efforts on expanding and enhancing the competitive services offered by Equivoice, to the benefit of consumers. The additional resources available from the Transferee will enhance Equivoice's ability to compete effectively to the benefit of consumers.

V. INFORMATION REQUIRED BY SECTION 63.24(e)

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

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

Transferor: Marcus McEwen:

115 N. Main Street
Algonquin, IL 60102
Tel: 847-429-1700

Transferee: MNJ Technology Services LLC:

1025 Busch Parkway
Buffalo Grove, IL 60089
Tel: 847-634-0700

(b) Jurisdiction of Organizations:

Transferor: Marcus McEwen is a U.S. Citizen -

Transferee: MNJ Technology Services LLC is an Illinois Limited Liability Company

214 Authorization Holder: Equivoice, Inc. is an Illinois Corporation

(c) Correspondence concerning this Application should be sent to:

Sharon Thomas
Consultant
Technologies Management, Inc.
2600 Maitland Center Parkway
Suite 300
Maitland, FL 32751
Tel: 407-740-3031
Fax: 407-740-0613
sthomas@tminc.com

(d) Section 214 Authorizations

Equivoice, Inc. holds international Section 214 authority under File No. ITC-214-20140303-00093.

Information for Transferee

(h) The following information is provided for the transferee:

MNJ Technology Services LLC is 100% owned by MNJ Technologies Direct, Inc., which is 100% owned by Susan Kozak, who is a U.S. citizen. Ms. Kozak's principal business is the management of MNJ Technologies Direct, Inc. Ms. Kozak's business address is:

1025 Busch Parkway
Buffalo Grove, IL 60089

The Transferee has no interlocking directorates with a foreign carrier.

(i) Transferee certifies that it has no ownership in any foreign carrier, nor is it affiliated with any foreign carrier, nor will it become affiliated with any foreign carrier as a result of this transaction.

(j) Transferee certifies that it does not seek to provide international telecommunications services to any destination country where:

- (1) The Transferee is a foreign carrier in that country; or
- (2) The Transferee controls a foreign carrier in that country; or
- (3) Any entity that owns more than 25 percent of the Transferee, or that controls the Transferee, 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 Transferee 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.

(k) Not applicable.

(l) Not applicable.

(m) Not applicable.

(n) Transferee certifies that it has not agreed to accept special concessions directly or indirectly from any foreign carrier with respect to any U.S. international route where the foreign

carrier possesses market power on the foreign end of the route and will not enter into such agreements in the future.

(o) Applicants certify that they are not subject to denial of federal benefits pursuant to Section 5301 of the Anti-Drug Abuse Act of 1998. *See* 21 U.S.C. § 853a; *see also* 47 C.F.R. §§ 1.2001-1.2003.

(p) Applicants respectfully submit that this Application is eligible for streamlined processing pursuant to Section 63.12(a)-(b) of the Commission's Rules, 47 C.F.R. §63.12(a)-(b). In particular, Section 63.12(c)(1) is inapplicable because neither of the Applicants is affiliated with any foreign carriers and none of the scenarios outlined in Section 63.12(c) of the Commission's Rules, 47 C.F.R. § 63.12(c), apply.

VI. INFORMATION REQUIRED BY SECTION 63.04

In lieu of an attachment, pursuant to Commission Rule 63.04(b), 47 C.F.R. § 63.04(b,) Applicants submit the following information in support of their request for domestic Section 214 authority in order to address the requirements set forth in Commission Rule 63.04(a)(6)-(12), 47 C.F.R. § 63.04(a)(6)-(12):

(a)(6) A description of the proposed Transaction is set forth in **Section III** above.

(a)(7) Equivoice, Inc. operates as a Competitive Local Exchange Carrier ("CLEC") and interexchange carrier ("IXC") in Illinois and provides interconnected VoIP services nationwide. The Transferee does not offer telecommunications services.

(a)(8) Applicants respectfully submit that this Application is eligible for streamlined processing pursuant to Sections 63.03 of the Commission's Rules, 47 C.F.R. §63.03. In

particular, this Application is eligible for streamlined processing pursuant to Section 63.03(b)(1)(ii) because the Transferee is not a telecommunications provider.

(a)(9) There will be no other applications related to this transaction.

(a)(10) No party is requesting special consideration because it is facing imminent business failure.

(a)(11) Not applicable.

(a)(12) A statement showing how grant of the application will serve the public interest, convenience and necessity is provided in **Section IV** above.

VI. CONCLUSION

For the reasons stated above, Applicants respectfully submit that the public interest, convenience, and necessity would be furthered by a grant of this Application. Applicants respectfully request that the Commission approve the proposed Transaction as soon as possible.

Respectfully submitted,

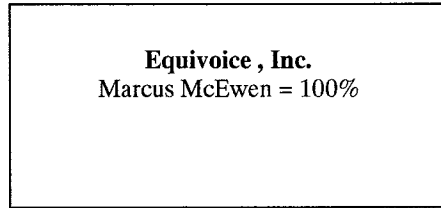


Sharon Thomas
Technologies Management, Inc.
2600 Maitland Center Parkway
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Tel: 407-740-3031
Fax: 407-740-0613
stthomas@tminc.com

Consultant to Transferor and Transferee

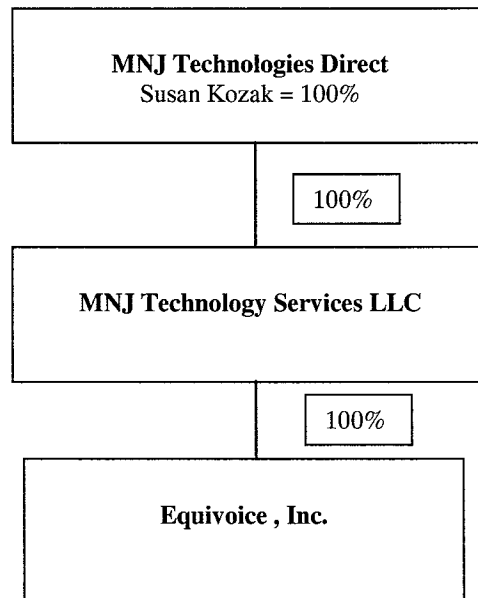
Dated: 11-11-15

PRE-TRANSACTION ORGANIZATION



POST-TRANSACTION ORGANIZATION

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VERIFICATION

STATE OF ILLINOIS
COUNTY OF ~~COOK~~ LAKE

I, Susan Kozak, being first duly sworn, do hereby certify, depose and state that I have read the foregoing Application; and that the facts stated therein are true and correct to the best of my knowledge, information and belief.

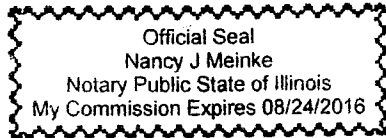
Susan Kozak

Susan Kozak
President, MNJ Technology Services LLC

Subscribed and sworn to before me, a Notary Public, this 4th day of November 2015.

Nancy J. Meinke
Notary Public

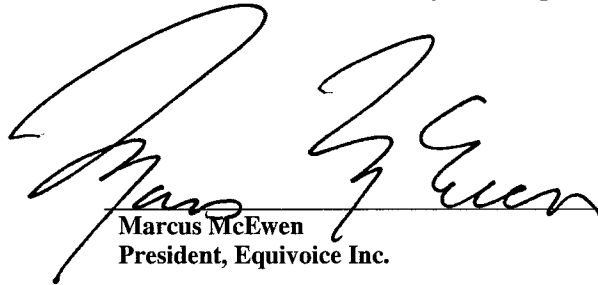
My Commission expires: 08/24/2016



VERIFICATION

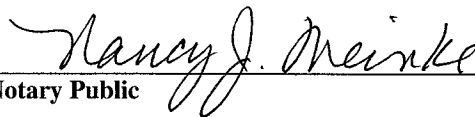
STATE OF ILLINOIS
COUNTY OF ~~MCHENRY~~ Lake

I, Marcus McEwen, being first duly sworn, do hereby certify, depose and state that I have read the foregoing Application; and that the facts stated therein are true and correct to the best of my knowledge, information and belief.



Marcus McEwen
President, Equivoice Inc.

Subscribed and sworn to before me, a Notary Public, this 4th day of November 2015.



Notary Public

My Commission expires: 08/24/2016

