

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

In the Matter of)	
)	
Connect Acquisition Corporation , Transferor,)	
Securus Technologies, Inc. , Licensee,)	
T-NETIX, Inc. , Licensee,)	
T-NETIX Telecommunications Services, Inc. ,)	
Licensee)	IB File Nos. ITC-T/C-2018 _____
)	ITC-T/C-2018 _____
and)	
)	
Connect Acquisition LLC , Transferee,)	
)	
Notification of <i>Pro Forma</i> Transfer of)	
Indirect Control of International Section 214)	
Authorizations Pursuant to Section 214 of)	
the Communications Act of 1934, as amended, and)	
Section 63.24 of the Commission's Rules)	
)	

NOTIFICATION OF PRO FORMA TRANSFER OF INDIRECT CONTROL

Securus Technologies, Inc. ("Securus"), T-NETIX, Inc. ("TNI"), T-NETIX Telecommunications Services, Inc. ("TNTS," and together with Securus and TNI, "Licensees"), and Connect Acquisition, LLC, as "Transferee" and as the successor entity to Connect Acquisition Corporation ("Transferor") (collectively, the "Parties"), pursuant to Section 214 of the Communications Act of 1934, as amended (the "Act"), 47 U.S.C. § 214, and Section 63.24(f) of the Commission's Rules, 47 C.F.R. § 63.24(f), notify the Commission of the *pro forma* transfer of indirect control of the Licensees from the conversion of certain indirect holding companies of the Licensees, including Transferor, from Delaware corporations to Delaware limited liability companies (the "Conversions").

In support of this Notification, the Parties provide the following information:

II. DESCRIPTION OF THE PARTIES

A. Transferee and Transferor

Transferee is a Delaware limited liability company and is the successor entity to the Transferor. As part of the Conversions, Transferor was converted from a Delaware corporation to a Delaware limited liability company, which was designated as the Transferee for purposes of this Notification. With the exception of its new business form, Transferee is the same in all material respects as the Transferor. As set forth in Exhibit A, Transferee is directly owned by SCRS Acquisition Corporation (“SCRS Acquisition”), a Delaware corporation.

B. Licensees

The Licensees have been providing telecommunications service since the 1990s. Securus currently provides intrastate, interstate and international telecommunications services through the inmate calling services and public payphones that it provides to or at correctional facilities throughout the U.S. TNI previously provided telecommunications services to such facilities in various jurisdictions, but does not do so any longer. TNI’s wholly-owned subsidiary, TNTS currently provides international services pursuant to the international Section 214 authorization held by TNI solely in the State of Florida. For the pre- and post-Conversion ownership structure charts of the Licensees, please see Exhibit A.

The Licensees are wholly-owned, indirect subsidiaries of SCRS Acquisition and its parent companies. The Commission previously approved the transfer of indirect control of the Licensees to SCRS Acquisition and its parent companies on October 30, 2017.¹

III. DESCRIPTION OF THE CONVERSIONS

This notification is filed in connection with the conversion of certain indirect holding companies of the Licensees from corporations to limited liability companies. Specifically, each of the following indirect holding companies of the Licensees (collectively, the “HoldCos”) were converted from Delaware corporations to Delaware limited liability companies:

- 1) Securus Technologies Holdings, Inc., a Delaware corporation, converted to a Delaware limited liability company with the legal name Securus Technologies Holdings, LLC;
- 2) Securus Holdings, Inc., a Delaware corporation, converted to a Delaware limited liability company with the legal name Securus Holdings, LLC; and
- 3) Connect Acquisition Corporation, a Delaware corporation, converted to a Delaware limited liability company with the legal name Connect Acquisition, LLC.

The Conversions were accomplished through the execution and filing of Certificates of Conversion and Certificates of Formation effective December 31, 2017 and did not involve any merger or other action that extinguished the existence of the HoldCos. Pre- and post-Conversion ownership structure charts for the Licensees are attached as Exhibit A.

The Conversions were necessary to maintain agreed upon financing arrangements and provide other benefits to SCRS Acquisition and its subsidiaries. Further, the Conversions did not

¹ See *In the Matter of Joint Application of Securus Investment Holdings, LLC, Securus Technologies, Inc., T-NETIX, Inc., and T-NETIX Telecommunications Services, Inc. and SCRS Acquisition Corporation for Grant of Authority Pursuant to Section 214 of the Communications Act of 1934, as Amended, and Sections 63.04 and 63.24 of the Commission’s Rules to Transfer Indirect Ownership and Control of Licensees*, Memorandum Opinion and Order, WC Docket No. 17-126, FCC 17-141 (rel. Oct. 30, 2017).

affect the ongoing and safe operations of the facilities and services provided by the Licensees. Following the Conversions, the Licensees have remained and will remain technically, managerially, and financially qualified to provide the relevant services in accordance with their authorizations. The Conversions had no adverse impact on the customers of the Licensees. The Licensees continue to provide services to the same extent, at the same rates, and on the same terms and conditions as were in effect before the Conversions. Since the Conversions occurred at the intermediate holding company level, the Conversions have been wholly transparent to customers. Finally, as the Licensees have continued to be indirect, wholly-owned subsidiaries of SCRS Acquisition and its parent companies following the Conversions, the Conversions and resulting transfer of control were *pro forma* in nature.

IV. INFORMATION REQUIRED BY SECTION 63.24(f)

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

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

Transferor:

Connect Acquisition Corporation
4000 International Pkwy.
Carrollton, TX 75007
972-277-0700

FRN: 0020776175

Licensees:

Securus Technologies, Inc.
T-NETIX, Inc.
T-NETIX Telecommunications Services, Inc.
4000 International Pkwy.
Carrollton, TX 75007
972-277-0700

FRN: 0006222319

FRN: 0010421980

FRN: 0005098199

Transferee:

Connect Acquisition, LLC

FRN: 0020776175

4000 International Pkwy.
Carrollton, TX 75007
972-277-0700

(b) Jurisdiction of Organizations:

Transferor: Transferor was a corporation formed under the laws of Delaware.

Licensees: Securus is a corporation formed under the laws of Delaware.

TNI is a corporation formed under the laws of Delaware.

TNTS is a corporation formed under the laws of Texas.

Transferee: Transferee is a limited liability company formed under the laws of Delaware.

(c) (Answer to Question 10) Correspondence concerning this Notification should be

sent to:

For Transferee, Transferor, and Licensees:

Paul C. Besozzi
Peter M. Bean
SQUIRE PATTON BOGGS (US) LLP
2550 M Street, N.W.
Washington, DC 20037
202-457-6000 (tel)
202-457-6315 (fax)
paul.besozzi@squirepb.com
peter.bean@squirepb.com

With a copy for Transferee, Transferor, and Licensees to:

Dennis J. Reinhold
Senior Vice President, General Counsel & Secretary
Securus Technologies, Inc.
4000 International Pkwy.
Carrollton, TX 75007
dreinhold@securustechnologies.com

(d) Section 214 Authorizations

Transferor: Transferor did not hold international Section 214 authority.

Licensees: Securus holds international Section 214 authority to provide global or limited global facilities-based and resale service, granted in IB File No. ITC 214-19991115-00713.

TNI holds international Section 214 authority to provide global resale service, granted in IB File No. ITC-214-19980312-00185 (Old IB File No. ITC-98-225).

TNTS does not hold international Section 214 authority but operates under to the international Section 214 authority of TNI pursuant to 47 C.F.R. § 63.21(h).

Transferee: Transferee does not hold international Section 214 authority.

(h) (*Answer to Questions 11 & 12*) The following entities hold, directly or indirectly, a ten percent (10%) or greater interest² in Licensees following the Conversions as calculated pursuant to the Commission's ownership attribution rules for wireline and international telecommunications carriers:

Post-Conversion Ownership of the Licensees

As a result of the Conversions, the following entity currently owns 100 percent (100%) of **TNTS**:

Name:	T-NETIX, Inc.
Address:	4000 International Pkwy. Carrollton, TX 75007
Citizenship:	U.S. (Delaware)
Principal Business:	Telecommunications
% Interest:	100% (directly in TNTS)

As a result of the Conversions, the following entity currently owns 100 percent (100%) of **Securus** and **TNI**:

Name:	Securus Technologies Holdings, LLC ("STH")
Address:	4000 International Pkwy. Carrollton, TX 75007
Citizenship:	U.S. (Delaware)
Principal Business:	Holding Company
% Interest:	100% (directly in Securus and TNI)

² Unless otherwise indicated, the ownership interests provided herein represent both equity and voting interests.

As a result of the Conversions, the following entities currently own and will continue to own 100 percent (100%) of **STH**:

Name:	Securus Holdings, LLC
Address:	4000 International Pkwy. Carrollton, TX 75007
Citizenship:	U.S. (Delaware)
Principal Business:	Holding Company
% Interest:	100% (directly in STH)
Name:	Connect Acquisition, LLC (“Connect”)
Address:	400 International Pkwy. Carrollton, TX 75007
Citizenship:	U.S. (Delaware)
Principal Business:	Holding Company
% Interest:	100% (indirectly as 100% owner of Securus Holdings, LLC)

Post-Conversion Ownership of Connect

The following entities currently own or control a ten percent (10%) or greater direct or indirect interest in **Connect**:

Name:	SCRS Acquisition Corporation
Address:	c/o Platinum Equity 360 North Crescent Drive South Building Beverly Hills, California 90210
Citizenship:	U.S. (Delaware)
Principal Business:	Holding Company
% Interest:	100% (directly as 100% owner of Connect)
Name:	SCRS Intermediate Holding II Corporation (“SCRS Int-Holding II”)
Address:	c/o Platinum Equity 360 North Crescent Drive South Building Beverly Hills, California 90210
Citizenship:	U.S. (Delaware)
Principal Business:	Holding Company
% Interest:	100% (indirectly, as 100% owner of SCRS Acquisition Corporation)
Name:	SCRS Intermediate Holding Corporation (“SCRS Int-Holding”)
Address:	c/o Platinum Equity 360 North Crescent Drive

South Building
Beverly Hills, California 90210
Citizenship: U.S. (Delaware)
Principal Business: Holding Company
% Interest: 100% (indirectly, as 100% owner of SCRS Int-Holding II)

Name: SCRS Holding Corporation (“SCRS Parent”)
Address: c/o Platinum Equity
360 North Crescent Drive
South Building
Beverly Hills, California 90210
Citizenship: U.S. (Delaware)
Principal Business: Holding Company
% Interest: 100% (indirectly, as 100% owner of SCRS Int-Holding)

Name: Platinum Equity Capital Partners IV, L.P. (“Fund IV”)
Address: 360 North Crescent Drive
South Building
Beverly Hills, California 90210
Citizenship: U.S. (Delaware)
Principal Business: Investments
% Interest: Up to approx. 93% (indirectly, as up to approximately 93% owner of SCRS Parent)

No limited partner of Fund IV has a 10% or greater interest in SCRS Parent through Fund IV.

Name: Platinum Equity Partners IV, L.P. (“Fund IV GP”)
Address: 360 North Crescent Drive
South Building
Beverly Hills, California 90210
Citizenship: U.S. (Delaware)
Principal Business: Investments
% Interest: Up to approx. 93% (indirectly, as the general partner of Fund IV)

No limited partner of Fund IV GP has a 10% or greater interest in SCRS Parent through Fund IV GP except Tom Gores, a U.S. citizen who can be reached through Platinum Equity, 360 North Crescent Drive, South Building, Beverly Hills, California 90210.

Name: Platinum Equity Partners IV, LLC (“PEP IV LLC”)
Address: c/o Platinum Equity
360 North Crescent Drive
South Building
Beverly Hills, California 90210

Citizenship: U.S. (Delaware)
Principal Business: Investments
% Interest: Up to approx. 93% (indirectly, as the general partner of Fund IV GP)

The sole manager of PEP IV LLC is Tom Gores.

Name: Platinum Equity Investment Holdings IV, LLC
("PEIH IV")
Address: c/o Platinum Equity
360 North Crescent Drive
South Building
Beverly Hills, California 90210
Citizenship: U.S. (Delaware)
Principal Business: Investments
% Interest: Up to approx. 93% (indirectly, as the sole member of PEP IV LLC)

The sole manager of PEIH IV is Tom Gores.

Name: Platinum Equity, LLC ("PE LLC")
Address: c/o Platinum Equity
360 North Crescent Drive
South Building
Beverly Hills, California 90210
Citizenship: U.S. (Delaware)
Principal Business: Investments
% Interest: Up to approx. 93% (indirectly, as the sole member of PEIH IV)

The sole manager of PE LLC is Tom Gores. All the membership interests of PE LLC are held in trust by the Gores Trust dated January 26, 1999, as amended. Tom Gores and Holly Gores, U.S. citizens, are the trustees of the Gores Trust.

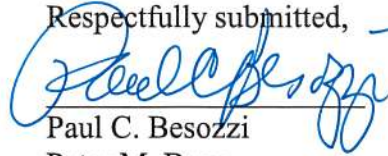
To the Transferee's knowledge, no other person or entity, directly or indirectly, owns or controls a ten percent (10%) or greater interest in Transferee.

Transferee does not have any interlocking directorates with a foreign carrier.

Pursuant to Section 63.24(f)(2)(ii) of the Commission's Rules and the certification in Exhibit B, the Parties certify that the Conversions and resulting transfer of control were *pro*

forma in nature and that, together with all previous *pro forma* transactions, they did not result in a change in the actual controlling party.

Respectfully submitted, _____



Paul C. Besozzi

Peter M. Bean

SQUIRE PATTON BOGGS (US) LLP

2550 M Street, N.W.

Washington, DC 20037

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202-457-6315 (fax)

paul.besozzi@squirepb.com

peter.bean@squirepb.com

Counsel to Transferor, Transferee, and Licensees

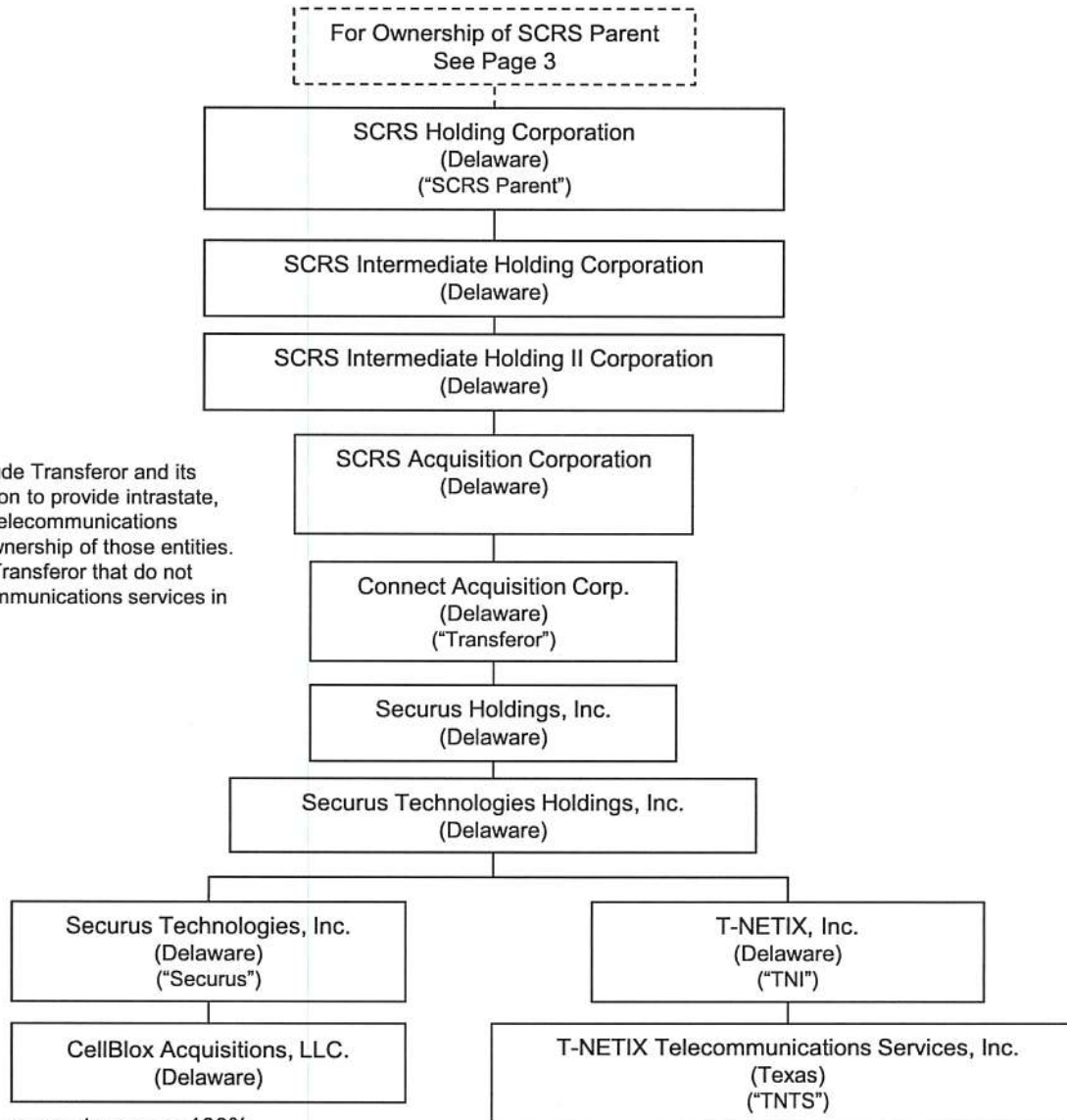
Dated: January 9, 2018

EXHIBIT A

Diagrams of the Pre- and Post-Conversion Ownership Structures



Pre-Conversion Corporate Ownership Structure of Licensees*

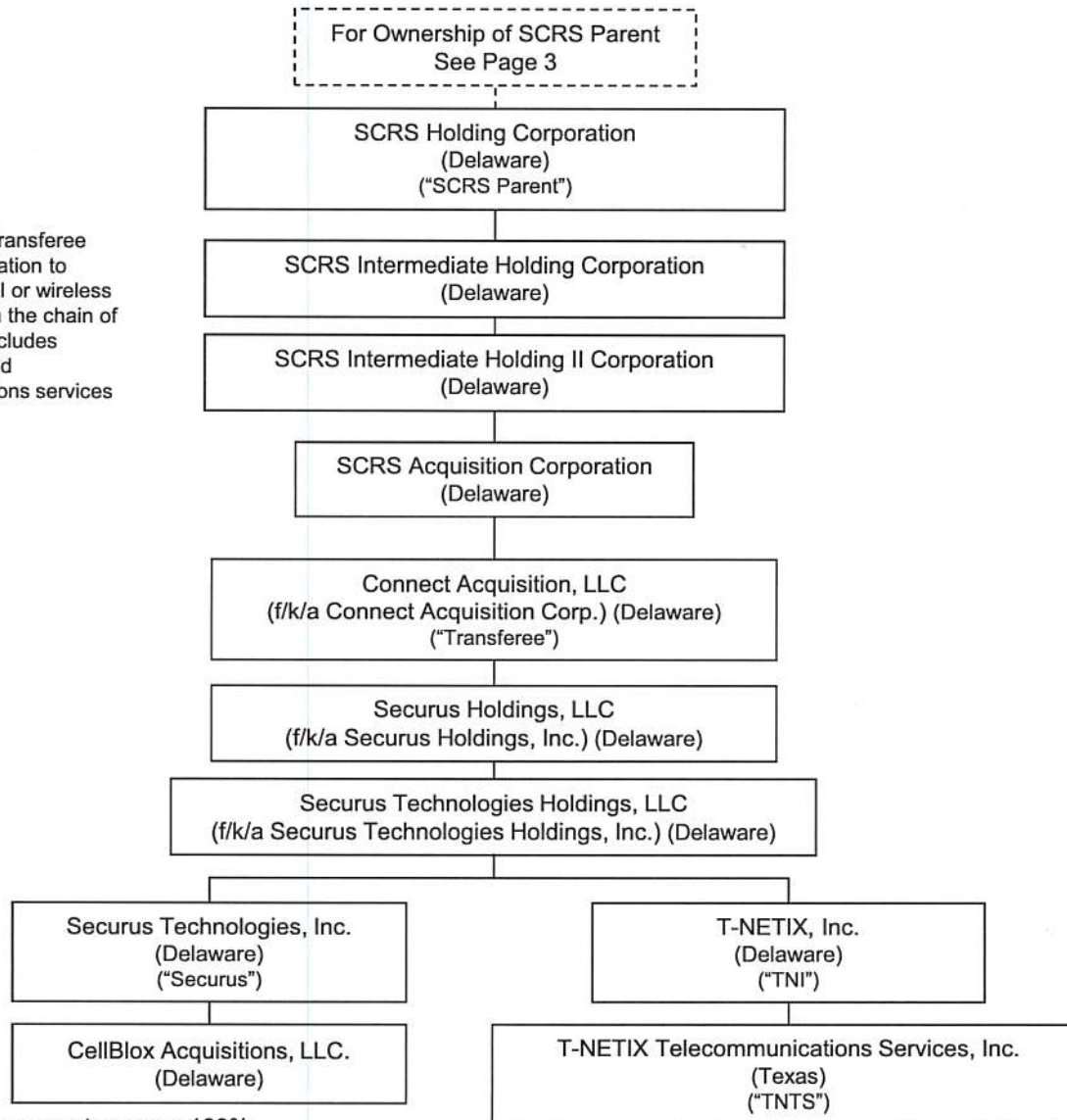


* The entities listed herein only include Transferor and its subsidiaries that (1) hold authorization to provide intrastate, interstate, international or wireless telecommunications services or (2) are in the chain of ownership of those entities. The chart excludes subsidiaries of Transferor that do not hold authorization to provide telecommunications services in the United States.

Unless indicated all ownership percentages are 100%.

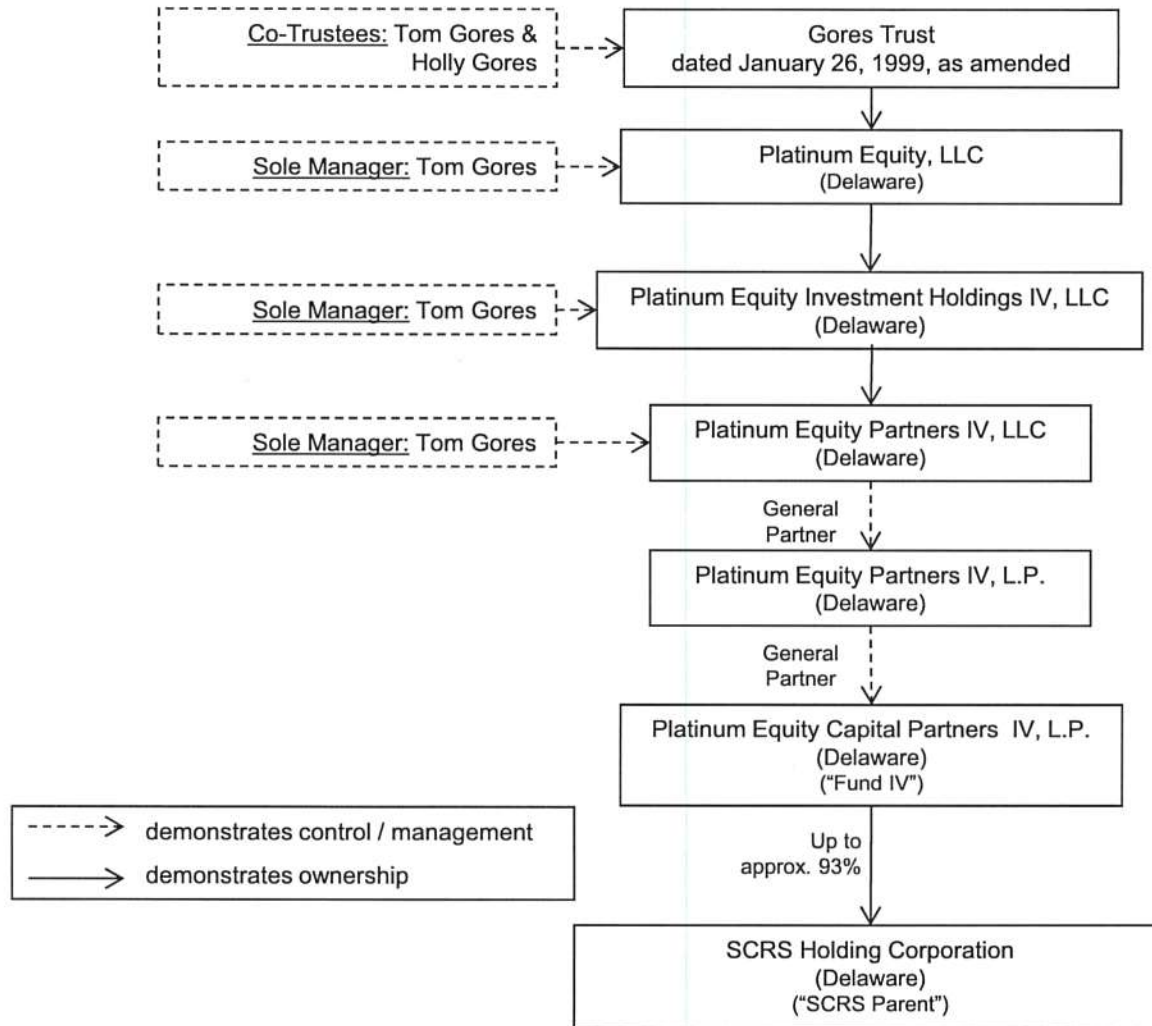
Post-Conversion Corporate Ownership Structure of Licensees*

* The entities listed herein only include Transferee and its subsidiaries that (1) hold authorization to provide intrastate, interstate, international or wireless telecommunications services or (2) are in the chain of ownership of those entities. The chart excludes subsidiaries of Transferee that do not hold authorization to provide telecommunications services in the United States.



Unless indicated all ownership percentages are 100%.

Pre- and Post-Conversion Corporate Ownership Structure of SCRS Parent



Unless indicated all ownership percentages are 100%.

EXHIBIT B

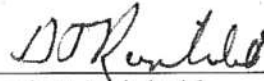
Certification



Certification

I, Dennis J. Reinhold, am the Senior Vice President, General Counsel and Secretary of Connect Acquisition, LLC ("Connect") and as such, I am authorized to execute this certification on behalf of Connect and its direct and indirect subsidiaries, including Securus Holdings LLC, Securus Technologies Holdings LLC and the Licensees, Securus Technologies, Inc., T-NETIX, Inc., and T-NETIX Telecommunications Services, Inc. In accordance with 47 C.F.R. § 63.24(f)(ii), I hereby certify that the foregoing notification of *pro forma* transfer of indirect control was prepared under my direction, supervision and control. I further certify that the transfer of control was *pro forma* in nature as defined in 47 C.F.R. § 63.24(d) and, taken together with all previous *pro forma* transactions, did not result in a change in the actual controlling party of the Licensees.

I declare under penalty of perjury that the foregoing is true and correct. Executed this 9th day of January, 2018.



Dennis J. Reinhold
Senior Vice President, General Counsel
and Secretary
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Carrollton, TX 75007
dreinhold@securustechnologies.com