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March 9, 2018

VIA IBFS

Marlene Dortch, Secretary
Federal Communications Commission
Office of the Secretary
445 12th Street, S.W.
Room TW-A325
Washington, DC 20554
Attn: International Bureau

Re: Notice of Name Change and Notice of *Pro Forma* Transfer of Control of an International Section 214 Authorization Holder

Dear Ms. Dortch:

RGT Utilities, Inc., pursuant to 47 C.F.R. § 63.21(i), requests that the Commission update the name associated with its international section 214 authorization ("Authorization") to reflect the name change to "ConvergeOne Technology Utilities, Inc." (hereinafter referred to as "Licensee").

In addition, Licensee, pursuant to 47 C.F.R. § 63.24(f), notifies the Commission of the *pro forma* indirect ownership change of its Authorization. The *pro forma* indirect ownership change occurred on February 22, 2018 in connection with (1) a merger of C1 Investment Corp. ("C1"), the existing indirect parent of Licensee, with and into FMC Merger Subsidiary Corp. ("Merger Sub I"), a merger subsidiary of Forum Merger Corporation) ("Forum"), with C1 surviving the merger as a direct subsidiary of Forum, and (2) a merger of FMC Merger Subsidiary LLC ("Merger Sub II") with and into C1, with Merger Sub II Surviving the merger as a direct subsidiary of Forum. Following these mergers, Forum changed its name to "ConvergeOne, Inc." and its indirect subsidiary ConvergeOne, Inc. changed its name to "ConvergeOne Corp."

While the *pro forma* change resulted in Forum becoming the new ultimate parent company of Licensee, the *pro forma* change did not result in a change to the direct parent of Licensee, which is and will remain RGTS, Inc. f/k/a Rockefeller Group Technology Solutions, Inc., which changed its name to ConvergeOne Unified Technology Solutions, Inc. The *pro forma* change also did not result in a change to the ultimate control of Licensee, which is and will remain with Clearlake Capital Group, L.P. ("Clearlake").

Description of the Parties

Licensee is a Delaware corporation headquartered at 3344 Highway 149, Eagan, MN 55121. The transfer of control of Licensee to ConvergeOne Corp. f/k/a ConvergeOne, Inc.

Morgan, Lewis & Bockius LLP

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("ConvergeOne") and its indirect owner Clearlake closed on September 15, 2017.¹ As a result, Licensee is a direct subsidiary of ConvergeOne Unified Technology Solutions, Inc. f/k/a RGTS, Inc., a Delaware corporation, which is a subsidiary of ConvergeOne. ConvergeOne is an indirect subsidiary of C1, a Delaware corporation controlled by Clearlake. Clearlake is a private investment firm targeting sectors such as industrials; energy and power; technology, communications, and business services; and consumer products and services.

Forum is a publicly-traded Delaware corporation headquartered at 135 East 57th Street, 8th Floor, New York, NY. Forum formed Merger Sub I and Merger Sub II for the sole purpose of completing the mergers with C1. Upon completion of the mergers, Forum became the indirect parent of Licensee, and Clearlake is the largest owner of Forum owning 40-65% of the shares of Forum and Clearlake controls a majority of the Forum board seats. As a result, Clearlake controls Forum and remains in control of C1, ConvergeOne and Licensee.

<u>Information Required by Section 63.24(f)(2)</u>

As required by Section 63.24(f)(2), RGT provides the following information required by Sections 63.18(a) through (d) and (h):

Section 63.18(a): Name, address and telephone number of the Parties:

<u>Licensee</u>

ConvergeOne Technology Utilities, Inc. f/k/a RGT Utilities, Inc. (FRN 0008651572) c/o General Counsel 3344 Highway 149 Eagan, MN 55121

Tel: 651 393 6237

Transferor/Transferee

ConvergeOne Corp. f/k/a ConvergeOne, Inc. (FRN 0011951522)

3344 Highway 149 Eagan, MN 55121 Tel: 651 393 6237

Section 63.18(b): Organization of the Parties:

Licensee is a Delaware corporation.

ConvergeOne Corp. f/k/a ConvergeOne, Inc. is a Minnesota corporation.

<u>Section 63.18(c):</u> Correspondence concerning this filing should be sent to counsel for the Parties:

Russell M. Blau Danielle Burt

¹ See IB File No. ITC-T/C-20170417-00066.

Morgan, Lewis & Bockius LLP 1111 Pennsylvania Avenue, N.W. Washington, DC 20006-1806 202-739-3000 (Tel) 202-739-3001 (Fax) russell.blau@morganlewis.com danielle.burt@morganlewis.com

Section 63.18(d): Section 214 authorities:

Licensee holds blanket domestic Section 214 authority pursuant to 47 C.F.R. § 63.01. Licensee is authorized to provide international telecommunications services through authority granted in File No. ITC-92-022, which has been converted to ITC-214-19920105-00138; ITC-214-20020829-00434; ITC-214-20030214-00100; ITC-214-20090901-00405.²

ConvergeOne Corp. f/k/a ConvergeOne, Inc. does not hold any Section 214 authorization.

<u>Sections 63.18(h):</u> See **Attachment 1** for a description of the ownership of the Parties. For the Commission's reference, **Attachment 2** contains ownership structure charts showing existing ownership and ownership following the *pro forma* indirect ownership change, including the name changes described herein.

The Parties certify that the transaction described herein was *pro forma* and that, together with all previous *pro forma* transactions, did not result in a change in the actual controlling party of the Licensee or the Authorization.

* * * *

This notification letter is being filed electronically via MyIBFS. Please direct any questions to the undersigned.

Sincerely,

/s/ Russell M. Blau

Russell M. Blau Danielle Burt

Counsel for ConvergeOne Technology Utilities, Inc. f/k/a RGT Utilities, Inc.

cc: Jeff Nachbor

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² On October 6, 2017, Licensee notified the Commission of the *pro forma* assignment of the following international authorizations to it: ITC-214-20020829-00434; ITC-214-20030214-00100; ITC-214-20090901-00405. *See* IB File Nos. ITC-ASG-20171006-00165, ITC-ASG-20171006-00166, and ITC-ASG-20171006-00167.

ATTACHMENT 1

Answer to Question 11 - Section 63.18(h) Ownership Information

The following is the sole owner of a 10 percent or greater direct interest in ConvergeOne Technology Utilities, Inc. f/k/a RGT Utilities, Inc. ("Licensee"):

Delaware

Holding Company

Name and Address Ownership Citizenship **Principal Business**

100%

ConvergeOne Unified Technology Solutions, Inc. f/k/a RGTS, Inc.

3344 Highway 149 Eagan, MN 55121

The following is the sole owner of 10 percent or more of **ConvergeOne Unified** Technology Solutions, Inc. f/k/a RGTS, Inc.:

Name and Address Ownership Citizenship **Principal Business**

ConvergeOne Corp. 100% Minnesota Holding Company

f/k/a ConvergeOne, Inc. 3344 Highway 149 Eagan, MN 55121

The following is the sole owner of 10 percent or more of **ConvergeOne Corp. f/k/a** ConvergeOne, Inc.:

Name and Address Ownership Citizenship **Principal Business**

100% ConvergeOne Holdings Corp. Delaware Holding Company

233 Wilshire Boulevard, Suite 800

Santa Monica, CA 90401

The following is the sole owner of 10 percent or more of **ConvergeOne Holdings Corp.**:

Name and Address Citizenship **Principal Business** <u>Ownership</u>

C1 Intermediate Corp. 100% Delaware Holding Company

233 Wilshire Boulevard, Suite 800

Santa Monica, CA 90401

The following is the sole owner of 10 percent or more of **C1 Intermediate Corp.**:

Name and Address Ownership Citizenship Principal Business

Delaware

Holding Company

100%

FMC Merger Subsidiary LLC 233 Wilshire Boulevard, Suite 800

Santa Monica, CA 90401

The following is the sole owner of 10 percent or more of **FMC Merger Subsidiary LLC**:

Name and Address	<u>Ownership</u>	<u>Citizenship</u>	<u>Principal Business</u>
ConvergeOne Inc. f/k/a Forum Merger Corporation 233 Wilshire Boulevard, Suite 800 Santa Monica, CA 90401	100%	Delaware	Special Purpose Acquisition Company

The following is the sole owner of 10 percent or more of **ConvergeOne Inc. f/k/a Forum Merger Corporation**:

Name and Address	<u>Ownership</u>	<u>Citizenship</u>	<u>Principal Business</u>
Clearlake Capital Partners III (Master), L.P. 233 Wilshire Boulevard, Suite 800 Santa Monica, CA 90401	82%	Delaware	Private Equity Fund

The following are the owners of 10 percent or more of <u>Clearlake Capital Partners III</u> (<u>Master</u>), <u>L.P.</u>:

Name and Address	<u>Ownership</u>	<u>Citizenship</u>	<u>Principal Business</u>
Clearlake Capital Partners III, L.P. 233 Wilshire Boulevard, Suite 800 Santa Monica, CA 90401	Approx. 100%	Delaware	Private Equity Fund
Clearlake Capital Partners III G.P., L.P 233 Wilshire Boulevard, Suite 800 Santa Monica, CA 90401	. General Partner	Delaware	Special Purpose General Partner

Clearlake Capital Partners III G.P., L.P. also is the general partner of Clearlake Capital Partners III, L.P.

No limited partner of Clearlake Capital Partners III (Master), L.P. holds a ten percent or greater interest in that company.

The following is the sole general partner of **Clearlake Capital Partners III G.P., L.P.**:

Name and Address	<u>Ownership</u>	<u>Citizenship</u>	Principal Business
Clearlake Capital Partners, LLC 233 Wilshire Boulevard, Suite 800 Santa Monica, CA 90401	General Partner	Delaware	Special Purpose Investment Vehicle

No limited partner of Clearlake Capital Partners III GP, L.P. holds a ten percent or greater interest in that company.

The following is the managing member of **Clearlake Capital Partners, LLC**:

Name and Address	<u>Ownership</u>	<u>Citizenship</u>	<u>Principal Business</u>
CCG Operations, LLC 233 Wilshire Boulevard, Suite 800 Santa Monica, CA 90401	Managing Member	Delaware	Special Purpose Investment Vehicle

The following are the owners of 10 percent or more of **CCG Operations, LLC**:

Name and Address	<u>Ownership</u>	<u>Citizenship</u>	Principal Business
JK Pacific Group, LLC c/o Clearlake Capital Group, L.P. 233 Wilshire Boulevard, Suite 800 Santa Monica, CA 90401	Approx. 50%	California	Special Purpose Investment Vehicle
Eden Rock Investments, LLC c/o Clearlake Capital Group, L.P. 233 Wilshire Boulevard, Suite 800 Santa Monica, CA 90401	Approx. 50%	California	Investment

The following is the sole owner of 10 percent or more of **JK Pacific Group, LLC**:

Name and Address	<u>Ownership</u>	<u>Citizenship</u>	<u>Principal Business</u>
Jose Feliciano and Kwanza Jones Revocable Trust c/o Clearlake Capital Group, L.P. 233 Wilshire Boulevard, Suite 800 Santa Monica, CA 90401	100%	U.S.	Trust

Jose Feliciano and Kwanza Jones are the joint beneficiaries of the Jose Feliciano and Kwanza Jones Revocable Trust. They are both U.S. citizens and their address is the same as the address for the trust.

The following is the sole owner of 10 percent or more of **Eden Rock Investments**:

Name and Address	<u>Ownership</u>	<u>Citizenship</u>	Principal Business
Behdad Eghbali c/o Clearlake Capital Group, L.P. 233 Wilshire Boulevard, Suite 800 Santa Monica, CA 90401	100%	U.S.	Individual

To the Parties' knowledge, no other person or entities currently owns or controls a 10 percent or greater, direct or indirect ownership interest in RGT.

Answer to Question 12 - Section 63.18(h) Interlocking Directorates

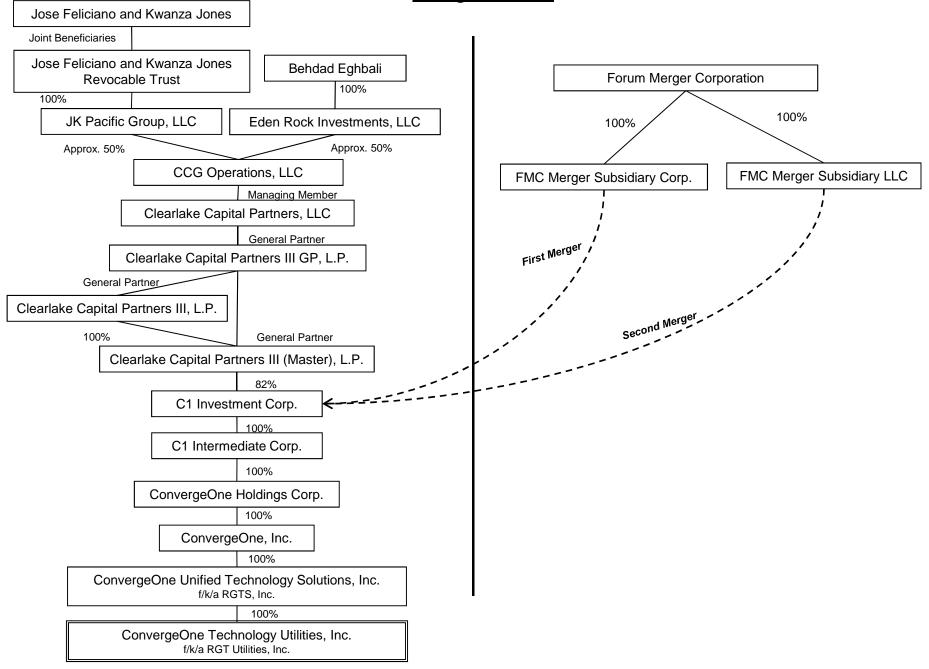
The Parties do not have any interlocking directorates with a foreign carrier.

Answer to Question 13 - Description of Transfer

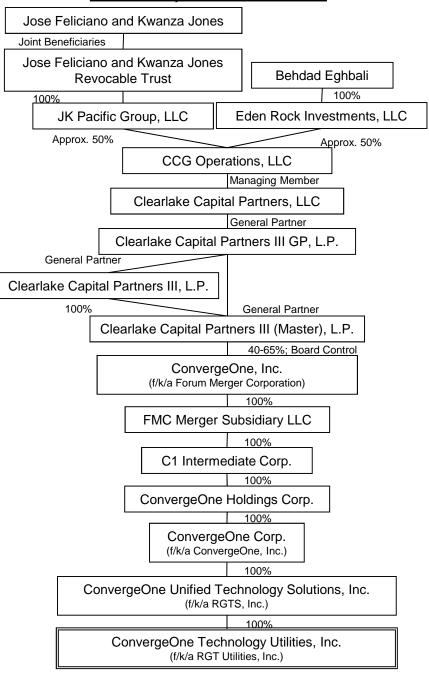
Licensee's *pro forma* indirect ownership change occurred on February 22, 2018. The *pro forma* indirect ownership change occurred in connection with (1) a merger of C1, the existing indirect parent of Licensee, with and into Merger Sub I, with C1 surviving the merger as a direct subsidiary of Forum, and (2) a merger of Merger Sub II with and into CI, with Merger Sub II surviving the merger as a direct subsidiary of Forum. The change of indirect ownership is *pro forma* in nature because ConvergeOne, and ultimately Clearlake, controls Licensee both before and after the merger.

ATTACHMENT 2

Merger Chart



Ownership Structure Chart



VERIFICATION

Verification

I, Jeff Nachbor, state that I am Chief Financial Officer of ConvergeOne Corp. f/k/a ConvergeOne, Inc. and ConvergeOne Technology Utilities, Inc. f/k/a RGT Utilities, Inc. (together, the "Parties"); that I am authorized to make this Verification on behalf of the Parties; that the foregoing filing was prepared under my direction and supervision; and that the contents are true and correct to the best of my knowledge, information and belief.

I declare under penalty of perjury that the foregoing is true and correct. Executed this $\frac{9th}{t}$ day of March 2018.

Jeff Nachbor

Chief Financial Officer

ConvergeOne Corp. f/k/a ConvergeOne, Inc. and ConvergeOne Technology Utilities, Inc. f/k/a RGT Utilities, Inc.