

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

In the Matter of)	
)	
SCRS Acquisition Corporation , Transferor,)	
Securus Technologies, LLC , Licensee,)	
T-NETIX, Inc. , Licensee,)	
T-NETIX Telecommunications Services, Inc. ,)	
Licensee)	IB File Nos. ITC-T/C-2020 _____
)	ITC-T/C-2020 _____
and)	
)	
SCRS Acquisition Corporation , 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, LLC (“Securus”)¹, T-NETIX, Inc. (“TNI”), T-NETIX Telecommunications Services, Inc. (“TNTS,” and together with Securus and TNI, “Licensees”), and SCRS Acquisition Corporation, as “Transferee” and “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 that occurred on December 31, 2019 as a result of a corporate consolidation that resulted in the elimination of two

¹ Securus Technologies, Inc. converted to a Delaware limited liability company effective at 11:59 P.M. on December 31, 2019. Securus is simultaneously filing a Notice of *Pro Forma* Transfer Of Control in connection with that conversion.

intermediate holding companies in the chain of ownership directly and indirectly below Transferor.

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

II. DESCRIPTION OF THE PARTIES

A. Transferee and Transferor

Transferee is a Delaware corporation. As part of the corporate consolidation, two intermediate holding companies merged, with the surviving entity then immediately merged into SCRS Acquisition Corporation (“SCRS”). With the exception of the foregoing described combination, Transferee is the same in all material respects as the Transferor. As set forth in Exhibit A, Transferee is directly owned by SCRS Intermediate Holding II Corporation, 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.

The Licensees are wholly-owned, indirect subsidiaries of SCRS and its parent companies. The Commission previously approved the transfer of indirect control of the Licensees to SCRS and its parent companies on October 30, 2017.²

III. DESCRIPTION OF THE COMBINATIONS

This notification is filed in connection with seriatim mergers involving two indirect intermediate holding companies in the ownership chain above the Licensees and below SCRS. Specifically, each of the following holding companies above the Licensees was combined, with SCRS as the surviving entity, as follows:

- 1) Securus Holdings, LLC, a Delaware limited liability company, was merged into Connect Acquisition, LLC, a Delaware limited liability company, and Securus Holdings, LLC ceased to exist; and
- 2) Connect Acquisition, LLC, the surviving entity, was then immediately merged into SCRS, and Connect Acquisition, LLC ceased to exist, with SCRS the surviving entity.

These transactions (hereinafter “Combinations”) were accomplished through the execution and filing of Certificates of Merger with the Secretary of State of Delaware effective at 11:58 P.M. and 11:59 P.M., respectively, on December 31, 2019. Pre- and post-Combination ownership structure charts for the Licensees are attached as Exhibit A.

These Combinations were to further organizational efficiency and streamline the business structure and provide other benefits to SCRS Acquisition and its subsidiaries. Further, the Combinations did not affect the ongoing and safe operations of the facilities and services provided by the Licensees. Following the Combinations, the Licensees have remained and will

² 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).

remain technically, managerially, and financially qualified to provide the relevant services in accordance with their authorizations. The Combinations 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 Combinations. Since the Combinations occurred at the intermediate holding company level, the results have been wholly transparent to Licensees' customers. Finally, as the Licensees have continued to be indirect, wholly-owned subsidiaries of SCRS and its parent companies following the Combinations, the mergers 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:

SCRS Acquisition Corporation c/o Platinum Equity 360 North Crescent Drive South Building Beverly Hills, California 90210	FRN: 0026512905
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Licensees:

Securus Technologies, LLC	FRN: 0006222319
T-NETIX, Inc.	FRN: 0010421980
T-NETIX Telecommunications Services, Inc. 4000 International Pkwy. Carrollton, TX 75007 972-277-0700	FRN: 0005098199

Transferee:

SCRS Acquisition Corporation c/o Platinum Equity 360 North Crescent Drive South Building Beverly Hills, California 90210	FRN: 0026512905
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(b) Jurisdiction of Organizations:

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

Licensees: Securus is a limited liability company 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 corporation 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
Matthew G. Baker
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
matthew.baker@squirepb.com

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

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

(d) Section 214 Authorizations

Transferor: Transferor does 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 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 interest³ in Licensees following the Combinations as calculated pursuant to the Commission's ownership attribution rules for wireline and international telecommunications carriers:

Post-Combination Ownership of the Licensees

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

Name:	Aventiv Technologies, LLC ("Aventiv") ⁴
Address:	4000 International Pkwy. Carrollton, TX 75007
Citizenship:	U.S. (Delaware)
Principal Business:	Holding Company
% Interest:	100% (directly in Securus and TNI)

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

Name:	SCRS Acquisition Corporation
Address:	c/o Platinum Equity 360 North Crescent Drive South Building

³ Unless otherwise indicated, the ownership interests provided herein represent both equity and voting interests.

⁴ Aventiv formerly was known as Securus Technologies Holdings, LLC. Its name was changed effective September 13, 2019.

Citizenship: Beverly Hills, California 90210
U.S. (Delaware)
Principal Business: Holding Company
% Interest: 100% (directly as 100% owner of Aventiv)

Post-Combination Ownership of SCRS Acquisition Corporation

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

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% (directly, 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)

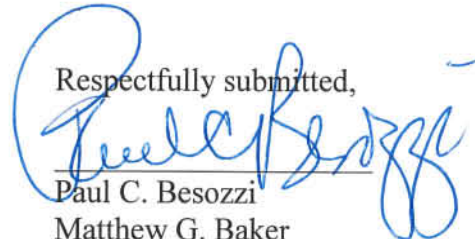
The sole manager of PE LLC is Tom Gores. All the membership interests of PE LLC are held in trust by the Gores Trust dated January 26, 1999, as amended. Tom Gores and Holly Gores, U.S. citizens, are the trustees of the Gores Trust.

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 Combinations 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

Matthew G. Baker

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Washington, DC 20037

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matthew.baker@squirepb.com

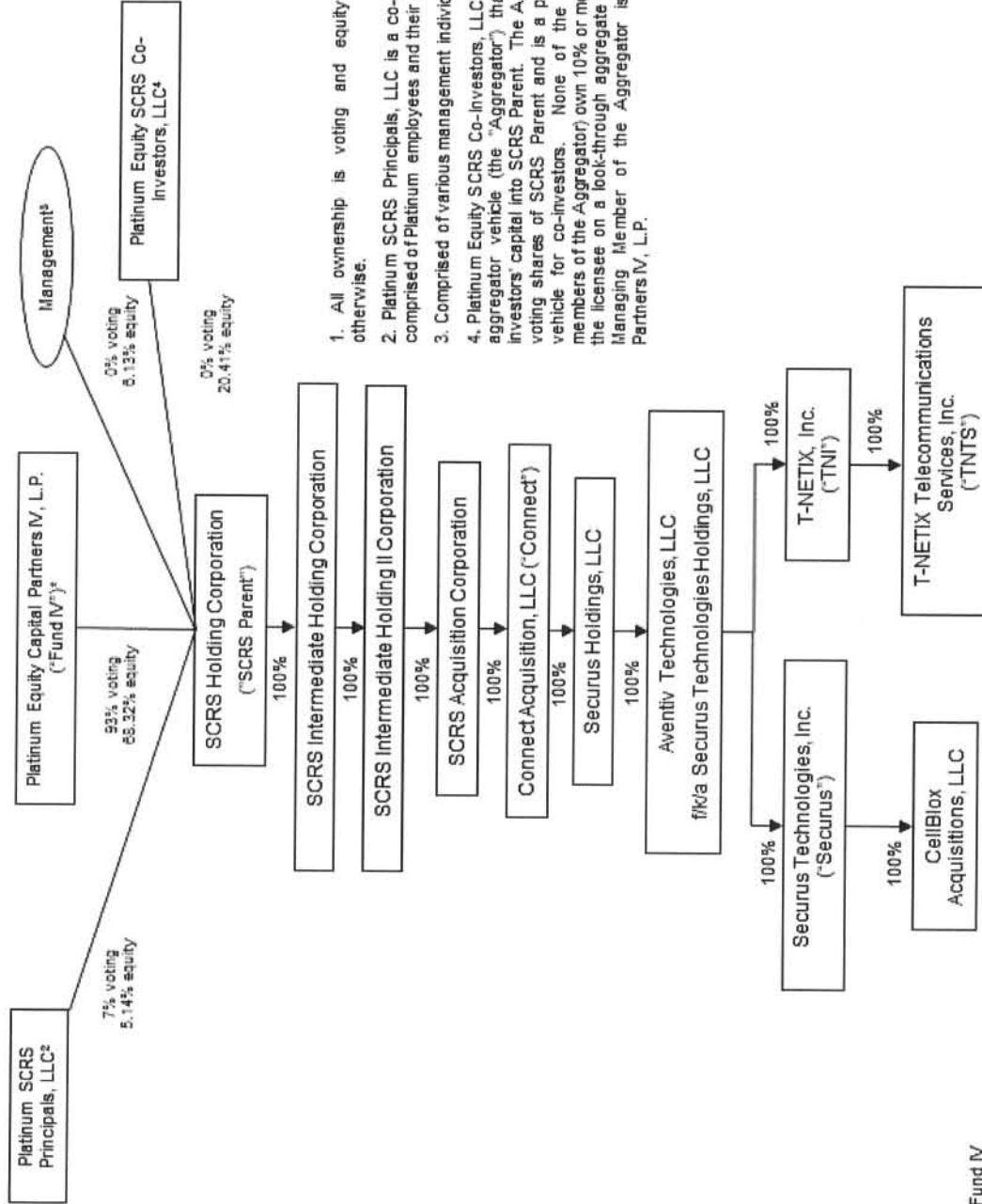
Counsel to Transferor, Transferee, and Licensees

Dated: January 30, 2020

EXHIBIT A

Diagrams of the Pre- and Post-Merger Ownership Structures

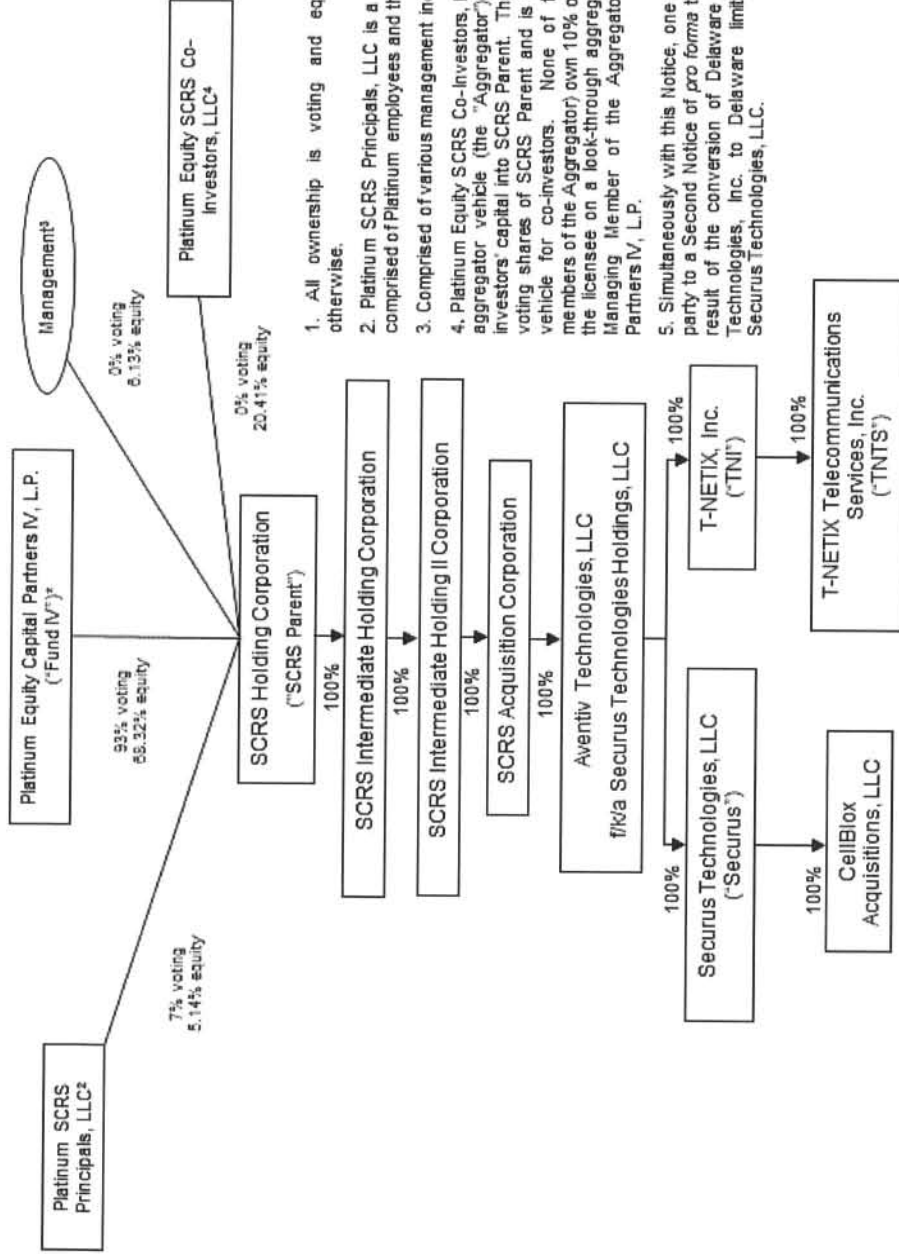
Pre-Merger Corporate Ownership Structure of Licensees¹



1. All ownership is voting and equity unless indicated otherwise.
2. Platinum SCRS Principals, LLC is a co-investment vehicle comprised of Platinum employees and their friends and family.
3. Comprised of various management individuals of Securus.
4. Platinum Equity SCRS Co-Investors, LLC is a co-investment aggregator vehicle (the "Aggregator") that contributed co-investors' capital into SCRS Parent. The Aggregator holds no voting shares of SCRS Parent and is a passive investor vehicle for co-investors. None of the co-investors (i.e., members of the Aggregator) own 10% or more of the equity of the licensee on a look-through aggregate basis. The Senior Managing Member of the Aggregator is Platinum Equity Partners IV, L.P.

² See page 3 for Fund IV Ownership Structure

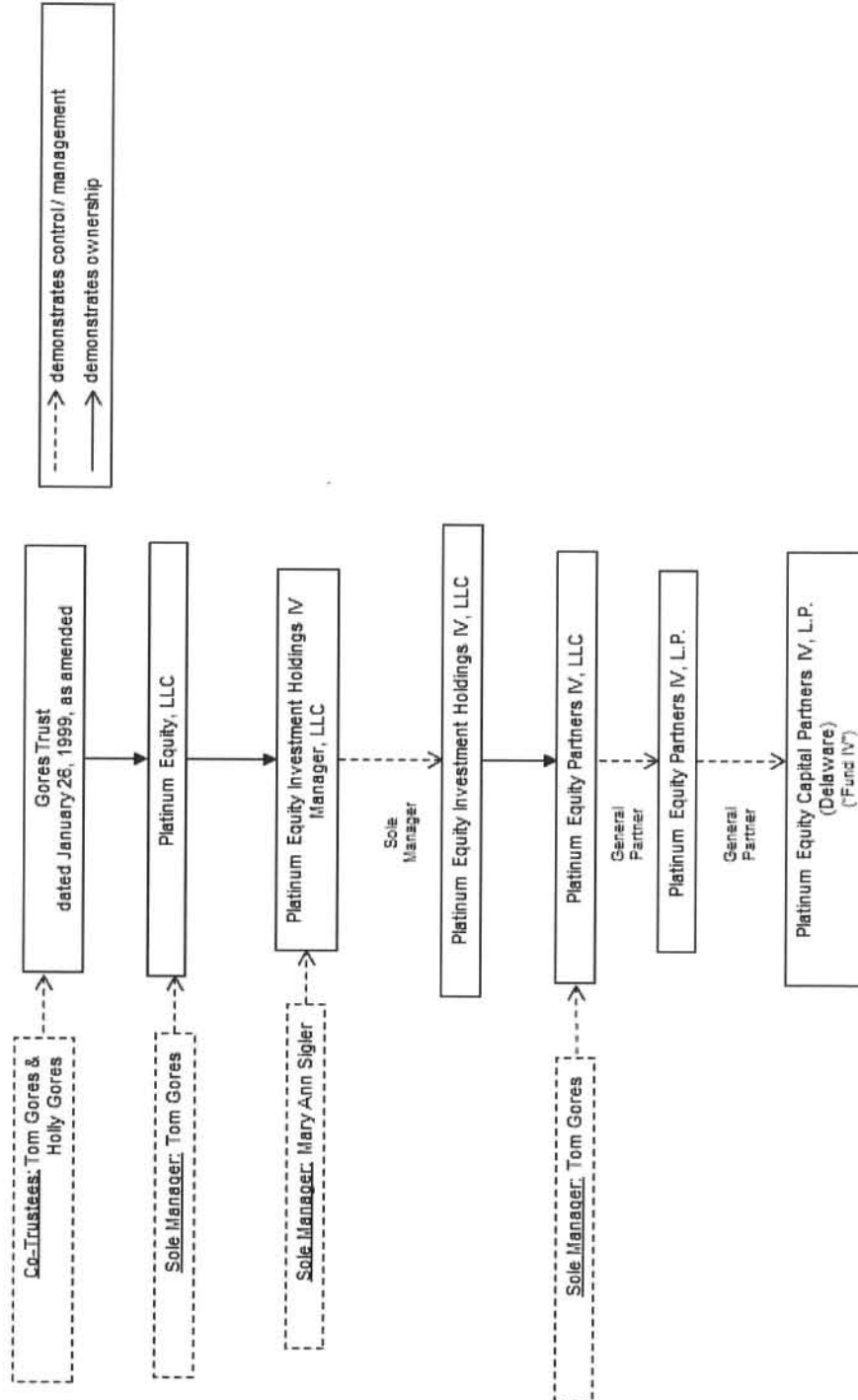
Post-Merger Corporate Ownership Structure of Licensees¹



1. All ownership is voting and equity unless indicated otherwise.
2. Platinum SCRS Principals, LLC is a co-investment vehicle comprised of Platinum employees and their friends and family.
3. Comprised of various management individuals of Securus.
4. Platinum Equity SCRS Co-Investors, LLC is a co-investment aggregator vehicle (the "Aggregator") that contributed co-investors' capital into SCRS Parent. The Aggregator holds no voting shares of SCRS Parent and is a passive investor vehicle for co-investors. None of the co-investors (i.e., members of the Aggregator) own 10% or more of the equity of the licensee on a look-through aggregate basis. The Senior Managing Member of the Aggregator is Platinum Equity Partners IV, L.P.
5. Simultaneously with this Notice, one of the Licensees is a party to a Second Notice of *pro forma* transfer of control as a result of the conversion of Delaware corporation, Securus Technologies, Inc. to Delaware limited liability company Securus Technologies, LLC.

¹ See page 3 for Fund IV Ownership Structure

Pre and Post Merger Ownership Structure of Fund IV



Unless indicated all ownership percentages are 100%.

EXHIBIT B

Certification

Certification

I, Mary Ann Sigler, am the President and Treasurer of SCRS Acquisition Corporation ("SCRS") and as such, I am authorized to execute this certification on behalf of SCRS and its direct and indirect subsidiaries, including the Licensees, Securus Technologies, LLC, 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 30 day of January, 2020.



Mary Ann Sigler
President and Treasurer
SCRS Acquisition Corporation
c/o Platinum Equity Advisors, LLC
360 North Crescent Drive
South Building
Beverly Hills, CA 90210