

Lance J.M. Steinhart, P.C.

Attorneys At Law
1725 Windward Concourse
Suite 150
Alpharetta, Georgia 30005

Also Admitted in New York
Email: lsteinhart@telecomcounsel.com

Telephone: (770) 232-9200
Facsimile: (770) 232-9208

March 16, 2021

VIA ELECTRONIC FILING

Marlene H. Dortch, Secretary
Federal Communications Commission
445 12th Street, S.W.
Washington, D.C. 20554

Attn: International Bureau

Re: Application for Approval of a Transfer Control of Alliance Global Networks, LLC

Dear Ms. Dortch,

By the attached Application, Alliance Global Networks, LLC (“Alliance”) and Velocity, A Managed Services Company, Inc. (“Velocity”), hereby respectfully request authority pursuant to section 214 of the Communications Act of 1934, as amended (the Act), 47 U.S.C. § 214 and sections 63.04 and 63.24(e) of the Federal Communications Commission’s rules, 47 CFR §§ 63.04, 63.24(e), to transfer control of Alliance to Velocity.

This filing with the International Bureau and the applicable credit card payment in the amount of \$1,195.00, which satisfies the filing fee required under the Commission’s rules, are being submitted electronically through the MyIBFS.

If you have any questions concerning the enclosed, please do not hesitate to contact me. Thank you.

Respectfully submitted,

s/ Lance Steinhart

Lance J.M. Steinhart, Esq.
Managing Attorney
Lance J.M. Steinhart, P.C.
*Attorneys for Alliance Global Networks, LLC and
Velocity, A Managed Services Company, Inc.*

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

_____)	
In the Matter of)	
)	
Alliance Global Networks, LLC)	WC Docket No. _____
Assignor,)	
)	
and)	File No. _____
)	
Velocity, A Managed Services Company, Inc.)	
Assignee,)	
)	
Joint Application for Consent to Transfer Control)	
of a Company Holding International Section)	
214 Authority and Blanket Domestic Section)	
214 Authority Pursuant to the Communications)	
Act of 1934, as Amended)	
_____)	

JOINT DOMESTIC AND INTERNATIONAL APPLICATION

Pursuant to Section 214 of the Communications Act of 1934, as amended (the “Act”), 47 U.S.C. § 214, and Sections 63.01, 63.03, 63.04, 63.18 and 63.24 of the Commission’s rules, 47 C.F.R. §§ 63.01, 63.03, 63.04 and 63.24, Alliance Global Networks, LLC (“Alliance”) and Velocity, A Managed Services Company, Inc. f/k/a Velocity The Greatest Phone Company Ever, Inc. (“Velocity”) (collectively, the “Applicants”) hereby respectfully request Federal Communication Commission (“Commission”) consent for the transfer of control of Alliance to Velocity (“Joint Application”).

Effective January 1, 2020¹, one hundred percent (100%) of the membership interests of Alliance were sold to Velocity (the “Transaction”) pursuant to a Membership Interest Purchase Agreement dated as of January 1, 2020 by and between Jess DiPasquale (“Seller”), a United States citizen, and Velocity (the “Agreement”). Attached please find a diagram of Alliance’s ownership for both pre-transaction and post-transaction, showing the ten percent (10%) or greater direct or indirect ownership interests.

I. REQUEST FOR STREAMLINED TREATMENT

The Applicants respectfully request streamlined treatment of this Joint Application pursuant to Sections 63.03 and 63.12 of the Commission’s rules, 47 C.F.R. §§ 63.03 and 63.12, respectively. This Joint Application is eligible for streamlined processing for the domestic portion of this Joint Application pursuant to Section 63.03(b)(2) of the Commission’s rules because (i) the Transaction resulted in Applicants (and their Affiliates) having a market share in the interstate, interexchange market of less than 10 percent (10%); (ii) Applicants (and their Affiliates) will provide competitive telephone exchange services or exchange access services (if at all) exclusively

¹ The Applicants are concurrently filing a request for Special Temporary Authority with the Wireline Competition and International Bureaus for authority for Alliance to continue providing services to customers pending approval of this Joint Application.

in geographic areas served by a dominant local exchange carrier that is not a party to the Transaction; and (iii) neither of the Applicants nor any of their affiliates are regulated as dominant with respect to any service. This Joint Application also qualifies for streamlined treatment for the international portion of this Joint Application under Section 63.12 of the Commission's rules because: (1) Applicants are not affiliated with any foreign carrier as a result of the Transaction; (2) as a result of the Transaction, the Applicants are not affiliated with any dominant U.S. carrier whose international switched or private line services Applicants seek authority to resell, nor will the Applicants be so affiliated post-close; and (3) none of the other scenarios outlined in Section 63.12(c) of the Commission's rules apply.

Unfortunately, the Applicants did not seek timely Commission approval of the Transaction. The oversight was inadvertent and unintentional. As soon as this failure came to the Applicants' attention, the Applicants took steps to remedy the noncompliance to the extent possible by seeking Special Temporary Authority ("STA"), attached hereto as Exhibit A, for the continued provision of service to Alliance customers. The Applicants regret this oversight and have taken steps to ensure compliance with all applicable Commission requirements going forward.

The Applicants request expeditious approval of the Transaction and transfer of control, which would serve the public interest by allowing customers to continue to receive competitive services from Alliance under its new ownership without interruption. As a competitive provider of local exchange, interexchange, and VoIP telephone services, Velocity is well qualified to manage the domestic services provided by Alliance to its customers.

II. DESCRIPTION OF THE APPLICANTS

A. Alliance Global Networks, LLC (FRN: 0018250241)

Alliance is a Delaware limited liability company with headquarters located at 1221 Post Road East, Westport, Connecticut 06880. Alliance has blanket authority to provide interstate telecommunication services and has authority to provide international telecommunications services.² Alliance is authorized to provide interexchange telephone services in Alabama, Arkansas, California, Colorado, Connecticut, Delaware, Georgia, Idaho, Illinois, Indiana, Iowa, Kansas, Kentucky, Louisiana, Massachusetts, Michigan, Minnesota, Missouri, Montana, Nebraska, Nevada, New Hampshire (local services), New Mexico, New York, North Carolina, North Dakota, Ohio, Oklahoma, Oregon, Rhode Island, South Carolina, South Dakota, Tennessee, Texas, Vermont, Washington, West Virginia, Wisconsin, and Wyoming.

B. Velocity, A Managed Services Company, Inc. (FRN: 0015545437)

Velocity is a Delaware limited liability company with headquarters located at 7130 Spring Meadows Drive West, Holland, Ohio 43528. Velocity has blanket authority to provide interstate telecommunications services and has authority to provide international telecommunication services³. Velocity is authorized to provide local, interexchange and VoIP services in Alabama, Alaska, Arizona, Arkansas, California, Colorado, Connecticut, District of Columbia, Delaware, Florida, Georgia, Hawaii, Idaho, Illinois, Indiana, Iowa, Kansas, Kentucky, Louisiana, Maine, Maryland, Massachusetts, Michigan, Minnesota, Mississippi, Missouri, Montana, Nebraska, Nevada, New Hampshire, New Jersey, New Mexico, New York, North Carolina, North Dakota, Ohio, Oklahoma, Oregon, Pennsylvania, Puerto Rico (VoIP only), Rhode Island, South Carolina,

² File No. ITC-214-20060928-00446 authority to provide global or limited global facilities-based and resale services granted December 10, 2010.

³ File No. ITC -214-20081204-00524 authority to provide global or limited global resale services granted December 19, 2008.

South Dakota, Tennessee, Texas, Utah, Vermont, Virginia, Washington, West Virginia, Wisconsin, and Wyoming.

III. DESCRIPTION OF THE TRANSACTION

The Transaction was a membership interest purchase agreement under which Velocity acquired 100% of the ownership interests of Alliance which provides wholesale interexchange telecommunications services in Arizona, California, Colorado, Florida, Georgia, Illinois, Indiana, Kentucky, Maryland, Michigan, Minnesota, North Carolina, New Jersey, Nevada, New York, Ohio, South Dakota, Tennessee, Texas, Utah, Virginia, Washington, and Wisconsin. Customers continue to be serviced by Alliance on substantially the same terms and conditions as previously provided by Alliance. The consummation of the Transaction did not result in an interruption, reduction, loss or impairment of services to any customer. All existing customers of Alliance will continue to be served pursuant to Alliance's existing international and domestic section 214 authorizations. Alliance's day to day operations and the company's executive management are operating independently of Velocity this time, and only the underlying ownership of Alliance has changed.

The Transaction did not result in a reduction or impairment of service to Alliance's customers. As more fully described below in the public interest statement, Alliance continues to provide a high level of technical operations and customer service to its customers.

The Transaction raises no competitive issues. Velocity and Alliance continue to compete with other providers of telecommunication services.

No radio licenses were included in the Transaction. No foreign carrier affiliations resulted from this Transaction, and consumers will not be harmed.

IV. PUBLIC INTEREST STATEMENT

Approval of the Transaction will serve the public interest, convenience, and necessity as it will permit the continued, uninterrupted provision of high-quality service to Alliance's customers. Approval will also promote competition in the telecommunications marketplace. The effect of the Transaction and transfer of control of Alliance to Velocity has not resulted in an interruption, reduction, loss or impairment of services to any customer. Further, the Applicants are not aware of any harm to customers or to the market that has occurred as a result of the Transaction. The Transaction is transparent to customers and will not have a negative impact on the public interest, services to customers, or competition. The continued provision of service by Alliance under Velocity ownership will provide customers the positive benefit of access to existing and new product offerings, Velocity's valued personnel, and the full strength of Velocity's telecommunications capabilities and business expertise. The resulting synergy will enable Alliance to achieve measurable growth at the same time as it develops improved operating efficiencies, both necessary components for Alliance to thrive.

V. INFORMATION REQUIRED BY SECTION 63.24(e) OF THE COMMISSION'S RULES

In support of this Joint Application, the Applicants submit the following information pursuant to Section 63.24(e) of the Commission's rules, which include the information requested in Section 63.18:

(a) Name, address, and telephone number of each of the Applicants.

Assignor:

Alliance Global Networks, LLC
Jess DiPasquale, Chief Executive Officer
1221 Post Road East
Westport, CT 06880
Telephone: (203) 221-8700
FRN: 0018250241

Assignee:

Velocity, A Managed Services Company, Inc.

Jim Rothschild, Executive Vice-President & General Counsel
7130 Spring Meadows Drive West
Holland, Ohio 43528
Telephone: (567) 803-0194
FRN: 0015545437

(b) The Government, State, or Territory under the laws of which each corporate or partnership applicant is organized.

Alliance is a limited liability company organized under the laws of the State of Delaware. Velocity is a limited liability company organized under the laws of the State of Delaware.

(c) The name, title, post office address, and telephone number of the officer and any other contact point, such as legal counsel, to whom correspondence concerning the application is to be addressed. (*Answer to IBFS Main Form Question 10.*)

Alliance Global Networks, LLC

Jess DiPasquale, Chief Executive Officer
1221 Post Road East
Westport, CT 06880
Telephone: (203) 221-870
E-Mail: jess@alliancegrp.com

Velocity, A Managed Services Company, Inc.

Jim Rothschild, Executive Vice-President & General Counsel
7130 Spring Meadows Drive West
Holland, Ohio 43528
Telephone: (567) 803-0194
E-mail: jrothschild@velocitymsc.com

Legal Counsel to All Applicants (to whom correspondence should be addressed):

Lance J.M. Steinhart, P.C.
Attorneys At Law
1725 Windward Concourse, Suite 150
Alpharetta, Georgia 30005
Attention: Lance J.M. Steinhart, Esq.
Managing Attorney
Telephone: (770) 232-9200
Email: lsteinhart@telecomcounsel.com

(d) A statement as to whether the applicant has previously received authority under Section 214 of the Act and, if so, a general description of the categories of facilities and services authorized. (Answer to IBFS Main Form Question 10)

Alliance Global Networks, LLC holds blanket interstate Section 214 authority, and Section 214 global and limited global resale authority to provide international services. See File No. ITC-214-20081204-00524. Velocity, A Managed Services Company, Inc. holds blanket interstate Section 214 authority, and Section 214 global and limited global facilities-based and resale authority to provide international services. See File No. ITC-214-20060928-00446.

(e-g) Not applicable.

(h) The name, address, citizenship and principal businesses of any person or entity that directly or indirectly owns at least ten percent of the equity of Velocity, and the percentage of equity owned by each of those entities (to the nearest one percent). (Answer to IBFS Main Form Question 11 and 12)

Platinum Holding Investments, LLC, a Delaware limited liability company, owns 100% of the voting stock of Velocity. Gregory Kiley, a United States Citizen, owns 100% of the voting stock of Platinum Holding Investments LLC, and no other entity nor person owns 10% or more of the equity of Platinum Holding Investments, LLC. Velocity does not have any interlocking directorates with a foreign carrier.

(i) A certification as to whether or not the applicant is, or is affiliated with, a foreign carrier. The certification shall state with specificity each foreign country in which the applicant is, or is affiliated with, a foreign carrier. (Answer to IBFS Main Form Question 14 to 17)

Velocity certifies that (a) it is not a foreign carrier and is not affiliated with a foreign carrier, and (b) it will not become a foreign carrier or become affiliated with a foreign carrier post-close.

(j) A certification as to whether or not the applicant seeks to provide international telecommunications services to any destination country. (*Answer to IBFS Main Form Question 14 to 17*)

Velocity certifies that it does not seek to provide international telecommunications services to any destination country where (i) the Applicants are a foreign carrier; (ii) the Applicants control a foreign carrier; (iii) any entity that owns more than 25 percent of Applicants, or that controls Applicants, controls a foreign carrier; or (iv) two or more foreign carriers (or parties that control foreign carriers) own, in the aggregate, more than 25 percent of Applicants 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) For any country that the applicant has listed in response to paragraph (j) of this section that is not a member of the World Trade Organization, the applicant shall make a demonstration as to whether the foreign carrier has market power, or lacks market power, with reference to the criteria in §63.10(a). (*Answer to IBFS Main Form Question 14 to 17*)

Not applicable

(l) [Reserved]

(m) With respect to regulatory classification under §63.10 of this part, any applicant that is or is affiliated with a foreign carrier in a country listed in response to paragraph (i) of this section and that desires to be regulated as non-dominant for the provision of particular international telecommunications services to that country should provide information in its application to demonstrate that it qualifies for non-dominant classification pursuant to §63.10 of this part. (*Answer to IBFS Main Form Question 14 and 17*)

Not applicable

(n) A certification that the applicant 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. (*Answer to IBFS Main Form Question 21*)

Velocity 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 they will not enter into such agreements in the future.

(o) A certification pursuant to §§1.2001 through 1.2003 of this chapter that no party to the application is subject to a denial of Federal benefits pursuant to Section 5301 of the Anti-Drug Abuse Act of 1988. See 21 U.S.C. 853a. (Answer to IBFS Main Form Question 25)

Velocity certifies that, pursuant to sections 1.2001 through 1.2003 of the Commission's rules, they are not subject to a denial of Federal benefits pursuant to section 5301 of the Anti-Drug Abuse Act of 1988.

(p) If the applicant desires streamlined processing pursuant to §63.12, a statement of how the application qualifies for streamlined processing. (Answer to IBFS Main Form Question 20)

Applicants request streamlined processing of the international portion of this Joint Application pursuant to section 63.12 of the Commission's rules, 47 C.F.R. § 63.12. This Joint Application qualifies for streamlined treatment under section 63.12(c) of the Commission's rules because (i) Applicants are not affiliated with a foreign carrier and will not become affiliated with any foreign carrier as a result of the proposed transaction; (ii) Applicants are not affiliated with any dominant U.S. carrier whose international switched or private line services Applicants seek authority to resell, nor will Applicants be so affiliated post-close; and (iii) none of the other scenarios outlined in section 63.12(c) of the Commission's rules, 47 C.F.R. § 63.12, apply.

VI. ADDITIONAL CERTIFICATIONS BY APPLICANTS

Applicants certify that Applicants: (i) will comply with CALEA and related Commission rules and orders to the extent applicable; (ii) make communications to, from, or within the United States, as well as records thereof, available to U.S. law enforcement officials; (iii) designate a U.S. citizen or permanent U.S. resident as a point of contact for the execution of lawful requests and as an agent for legal service of process; (iv) affirm that all information submitted to the Commission as part of the application process is complete and accurate, and will promptly inform the Commission and the Executive Branch agencies of any (a) substantial and significant changes in such information, while an application is pending, as defined in section 1.65 of the Commission's rules, and (b) applicant or contact information changes after the application is no longer pending promptly and in any event within thirty (30) days; and (v) affirm their understanding that failure to fulfill any of the conditions of the grant of their applications can result in license revocation or termination and criminal and civil penalties.

VII. INFORMATION REGARDING DOMESTIC TRANSFER OF CONTROL

Pursuant to Section 63.04 of the Commission's Rules, 47 C.F.R. § 63.04(b), the Applicants request authority to transfer control of Alliance to Velocity. Applicants provide the following information in support of their request:

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

The Applicants describe the Transaction in Section II of this Joint Application.

(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 Sections I and II of this Joint Application.

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

The Applicants Section 214 assignment application is eligible for streamlined processing pursuant to Section 63.03(b)(2), 47 C.F.R. § 63.03(b)(2), of the Commission's rules because: (i) the Transaction resulted in Velocity, the assignee, having a market share in the interstate interexchange market of less than 10 percent; (ii) Velocity 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 of 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.

In connection with this Joint Application, the Applicants will submit a Request for Special Temporary Authorization regarding the continued provision of service to customers.

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

None.

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

None.

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

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

VIII. CONCLUSION

Based on the foregoing, the Applicants respectfully request that the Commission grant this Joint Application and consent to the transfer of control of Alliance to Velocity to allow the uninterrupted provision of services to Alliance's customers.

Respectfully submitted,

/s/ Lance J.M. Steinhart

Lance J.M. Steinhart, Esq.
Managing Attorney
Lance J.M. Steinhart, P.C.
Attorneys At Law
1725 Windward Concourse, Suite 150
Alpharetta, Georgia 30005
(770) 232-9200 (Phone)
lsteinhart@telecomcounsel.com (E-Mail)

Dated: March 16, 2021

EXHIBIT A

REQUESTS FOR SPECIAL TEMPORARY AUTHORITY

Lance J.M. Steinhart, P.C.

Attorneys At Law
1725 Windward Concourse
Suite 150
Alpharetta, Georgia 30005

Also Admitted in New York
Email: lsteinhart@telecomcounsel.com

Telephone: (770) 232-9200
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March 16, 2021

VIA ECFS

Marlene H. Dortch, Secretary
Federal Communications Commission
Office of the Secretary
45 L Street NE
Washington, DC 20554

Attn: Wireline Competition Bureau

Re: Alliance Global Network, LLC and Velocity, A Managed Services Company, Inc.
Request for Special Temporary Authorization

Dear Secretary Dortch,

Pursuant to Section 214 of the Communications Act of 1934, as amended (the “Act”), 47 U.S.C. § 214, and Sections 63.01, 63.03, 63.04, 63.18 and 63.24 of the Commission’s rules, 47 C.F.R. §§ 63.01, 63.03, 63.04 and 63.24, Alliance Global Networks, LLC (“Alliance”) along with Velocity, A Managed Services Company, Inc. (“Velocity”) (collectively, the “Applicants”), hereby respectfully request Special Temporary Authority (“STA”) so that Alliance may continue to service its existing business pending Federal Communications Commission (“Commission”) approval of their joint section 214 application, filed concurrently herewith, for assignment of domestic and international authorization and for transfer of control of Alliance to Velocity (the “Joint Application”).

Effective January 1, 2020, 100% of the membership interests of Alliance was transferred to Velocity (the “Transaction”) pursuant to a Membership Interest Purchase Agreement dated as of January 1, 2020 by and between Jess DiPasquale (the “Seller”) and Velocity (the “Agreement”). The Transaction resulted in a transfer of control of domestic and international operations, *see* 47 C.F.R. §§ 63.01, 63.03, 63.04, and 63.24.

Unfortunately, the Applicants did not seek timely Commission approval of the Transaction. The oversight was inadvertent and unintentional. As soon as this failure came to the Applicants' attention, the Applicants took steps to remedy the noncompliance and to seek authority, to the extent necessary, for the continued provision of service to customers. The Applicants regret this oversight and have taken steps to ensure compliance with all applicable Commission requirements going forward.

Grant of the STA will serve the public interest by permitting the continued, uninterrupted provision of service to Alliance's customers while the Commission reviews the Joint Application. Grant of the STA also will promote competition in the interexchange telephone services marketplace. Without discounting the regulatory obligation to obtain prior approval, the Applicants note that no harm to customers or to the market occurred as a result of Applicants' oversight.

The Applicants request temporary authority for sixty (60) days while the Joint Application is pending. The Applicants acknowledge that the grant of this STA will not prejudice any action the Commission may take on the Joint Application, and that once granted, the STA may be revoked on the Commission's own notice, without a hearing. The Applicants further acknowledge that grant of the STA will neither preclude nor dictate the scope of any enforcement action related to the Transaction.

This filing with the Wireline Competition Bureau and the applicable credit card payment in the amount of \$675.00, which satisfies the filing fee required under the Commission's rules, are being submitted electronically. All correspondence and inquiries in connection with this filing should be forwarded to the undersigned.

If you have any questions or if I may provide you with any additional information, please do not hesitate to contact me.

Respectfully submitted,

/s/ Lance J.M. Steinhart

Lance J.M. Steinhart
Managing Attorney
Lance J.M. Steinhart, P.C.
*Attorneys for Velocity, A Managed Services Company, Inc.
and Alliance Global Networks, LLC*

Lance J.M. Steinhart, P.C.

Attorneys At Law
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March 16, 2021

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Marlene H. Dortch, Secretary
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Office of the Secretary
45 L Street NE
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Request for Special Temporary Authorization

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Unfortunately, the Applicants did not seek timely Commission approval of the Transaction. The oversight was inadvertent and unintentional. As soon as this failure came to the Applicants' attention, the Applicants took steps to remedy the noncompliance and to seek authority, to the extent necessary, for the continued provision of service to customers. The Applicants regret this oversight and have taken steps to ensure compliance with all applicable Commission requirements going forward.

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If you have any questions or if I may provide you with any additional information, please do not hesitate to contact me.

Respectfully submitted,

/s/ Lance J.M. Steinhart

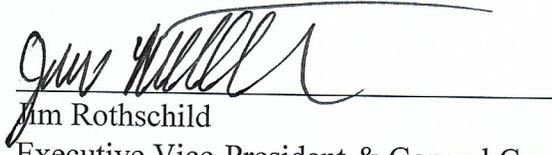
Lance J.M. Steinhart
Managing Attorney
Lance J.M. Steinhart, P.C.
*Attorneys for Velocity, A Managed Services Company, Inc.
and Alliance Global Networks, LLC*

EXHIBIT B
CERTIFICATIONS

CERTIFICATION

I, Jim Rothschild, hereby state under penalty the perjury that I am the Executive Vice-President & General Counsel of Velocity, A Managed Services Company, Inc., that I have reviewed the foregoing Joint Application and know the contents thereof, and that the statements made therein are true and correct to the best of my knowledge and belief.

Dated: 3/16/21



Jim Rothschild
Executive Vice-President & General Counsel
Velocity, A Managed Services Company, Inc.

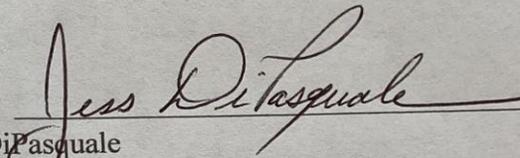
CERTIFICATION

I, Jess DiPasquale, hereby state under penalty the perjury that I am the Chief Executive Officer of Alliance Global Networks, LLC, that I have reviewed the foregoing Joint Application and know the contents thereof, and that the statements made therein are true and correct to the best of my knowledge and belief.

Dated:

3/15/2021

Jess DiPasquale

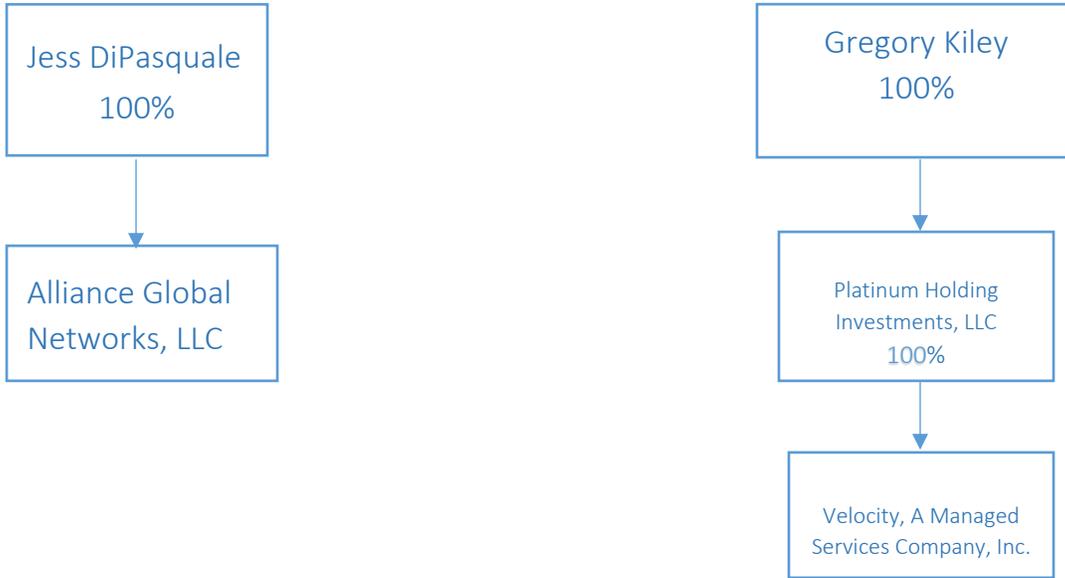


Chief Executive Officer

Alliance Global Networks, LLC

EXHIBIT C
ORGANIZATIONAL CHARTS

Pre-Transaction



Post-Transaction

