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March 24, 2023

BY US MAIL AND ELECTRONIC MAIL

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

In the Matter of **Mexedia, Inc.,** *Transferee*	)	File No. ITC-214-19970516-00274
Tellza, Inc. *Transferor.*	)	
Phonetime, Inc. *Licensee*	)	
Application for authority pursuant to Section 214 of the Communications Act of 1934 as amended, for authority to operate as a Global Facilities-Based Service		

APPLICATION

I. BACKGROUND

Tellza, Inc. ("Tellza"), Mexedia, Inc. ("Mexedia") and Phonetime, Inc. ("Phonetime") hereby request authority pursuant to Section 214 of the Communications Act of 1934, as amended, 47 U.S.C. § 214 (the "Act"), 47 C.F.R § 63.18, and 47 C.F.R.

§ 63.24(e), to transfer control of Phonetime from Tellza to Mexedia. Pursuant to the terms of the transaction, Tellza has agreed to sell and Mexedia has agreed to purchase 100 percent of its interest in Phonetime to Mexedia, as a result of a cash and stock transaction. Mexedia, formerly known as Airtime Technologies USA, Inc, ("Airtime"), is a Florida based Corporation, per the filing of the Articles of Incorporation on September 9, 2020. On April 14, 2022, Airtime filed a name change amendment, changing its name to Mexedia, Inc. This transaction is depicted in Exhibit A and B.

Mexedia is a technology company that offers innovative solutions and consolidated tools encapsulated in a single integrated technology ecosystem, enabling companies to manage all customer communication activities. Phonetime, is a subsidiary of Tellza, and a supplier of long-distance telecommunication services, Tellza is a publicly traded Canadian company (TSX: TEL). The Applicants provide below the information required by Section 63.24(e)(2) of the Commission's Rules, 47 C.F.R. § 63.24(e)(2).

This transaction does not involve a transfer of operating authority, assets or customers. Immediately following the consummation of this transaction, Phonetime continues to provide service to its existing customers under existing service arrangements. The transaction, therefore, is transparent and seamless to Phonetime's customers.

II. REQUEST FOR STREAMLINED TREATMENT

The Applicants respectfully request streamlined treatment of this Application pursuant to 47 C.F.R Sections 63.18 (p), 63.03, and 63.12 of the Commission's Rules. Indeed, this Application is eligible for streamlined processing for the following reasons: (1) Mexedia is not a telecommunications provider under § 63.03(b)(1)(ii); (2) Mexedia and their respective affiliates will provide competitive telephone exchange services or exchange access services (if at all) exclusively in geographic areas served by a dominant local exchange carrier that is not a party to the transaction; and (3) neither Mexedia nor Phonetime are regulated as dominant with respect to any service.

This application also qualifies for streamlined treatment under Section 63.12 because post-close (1) Mexedia is not affiliated with any dominant U.S. carrier whose services Mexedia (through Phonetime) may resell; (2) Mexedia is not affiliated with a foreign carrier, and as such qualifies for the presumption of non-dominance under Section 63.10(a)(3) of the Commission's Rules, 47 C.F.R. § 63.10(a)(3); and (3) none of the other provisions contained in Section 63.12(c) of the Commission's Rules, 47 C.F.R. § 63.12(c), apply.

III. APPLICANTS

A. ANSWER TO QUESTION 10; AND INFORMATION REQUIRED BY SECTIONS 63.24(E)(2) AND 63.18 OF THE COMMISION'S RULES

In support of this Application, the Applicants submit the following information pursuant to 63.24(e) of the Commission's Rules, including the information requested in 47 C.F.R § 63.18, which is required by 47 C.F.R. § 63.24(e):

(a) **Name, Address and Telephone Number of The Applicants:**[1]

Phonetime, Inc. (licensee)
1680 Michigan Avenue Suite 700,
Miami Beach, FL 33139
Tel: (954) 456-3191

[1] There are two ITC #s under the moniker "PHONETIME INC," (ITC-214-19960126-00041 and ITC-214-19960816-00386) this entity is Phonetime (America) Inc., or Phonetime Technologies, Inc., neither of these entities nor its ITC Nos., are associated in any way with Phonetime, Inc or with this transaction.

Tellza, Inc. (transferor)
1250 Hallandale Beach Blvd PH-4,
Hallandale Beach, FL 33009
Tel: (954) 456-3191

Mexedia, Inc. (transferee)
2600 S. Douglas Road
Suite 1000
Coral Gables, FL 33134
Tel: (305) 206-2993

(b) **State of Organization:**

Mexedia is a corporation organized under the laws of the State of Florida. Phonetime is a corporation organized under the laws of Florida. Tellza is a corporation organized under the laws Florida.

(c) **Correspondence Concerning This Application Should Be Sent To:**

For Phonetime and Tellza:

Mike Vazquez, CEO
Address: 1250 Hallandale Beach Blvd PH#1
Telephone: (954) 456-3191
Facsimile: (954) 456-3191
Email: mike@phonetime.com

With copies to:

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Daniel Contreras, Director
2600 S. Douglas Road
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Coral Gables, Florida 33134
Telephone: (305) 206-2993
Facsmile:(305) 206-2993
Email: dcontreras@mexedia.com

For Mexedia:

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(d) **Statement of Previous Section 214 Authority:**

Phonetime previously received authority under Section 214 of the Act (ITC-214-19970516-00274) to operate as a Global Facilities-Based Service in accordance with the provisions of Section 63.18 (e)(1) of the rules on July 3, 1997.[2]

(e) **Global Facilities-Based Authority:**

Phonetime was granted Section 214 authority in File No. ITC-214-19970516-00274, granted on July 3, 1997, to operate as a facilities-based carrier in accordance with the provisions of Section 63.18 (e)(1) of the rules. Phonetime is requesting Section 214 authority to continue to operate as a facilities-based carrier pursuant to § 63.18(e)(1). The Applicants certify that Phonetime will comply with the terms and conditions contained in 47 C.F.R §§ 63.21 and 63.22.

(f) **N/A**

(g) **N/A**

(h) **Answer to Question 11 - Complete Ownership Structure of Mexedia, Inc.:**

Pursuant to 47 C.F.R § 63.24 (e)(2), "**the information requested in paragraphs (h) through (p) of § 63.18 is required only for the transferee/assignee**."

[2] Phonetime US Inc., a subsidiary of Phonetime Inc., was issued ITC-214-20140224-00042 in 2014. However, this authorization was surrendered on February 28, 2023, and adopted by the FCC on March 1, 2023. Accordingly, Phonetime, Inc., possesses only one active ITC number (ITC-214-19970516-00274).

(emphasis added). Accordingly, the following entities and individuals own 10 percent or more of the equity or voting interest in Mexedia, Inc.:

Name: Mexedia Società Per Azioni SB ("Mexedia SPA")
Address: Via di Affogalasino, 105 Roma, 00148
Citizenship: Italy
Percentage of Equity in Mexedia Inc: 100%
Principal Business: Mexedia Società per azioni SB (hereinafter "Mexedia SPA") provides software solutions. The Company develops platforms that offer companies a set of services, delivered in the cloud and through API, which manage all the phases of interaction with customers, through every channel and device, using automations, artificial intelligence, and specialized personnel in contact centers.

Ownership Structure of Mexedia SPA

The following entities and individuals own 10 percent or more of the equity or voting interest in Mexedia SPA:

Name: Heritage Ventures, Limited
Address: 17 Clanwilliam Square, Grand Canal Quay, Dublin 2 D02 DH98 – Republic of Ireland
Citizenship: Ireland
Percentage of Equity in Mexedia Inc: 89.5%
Business: The business of Heritage Ventures, Limited is to invest in startups and small businesses showing an exceptional growth potential, and also in larger companies that have scaled quickly and are positioned to keep expanding. Heritage Ventures pledges an investment of capital in exchange for equity in the company. These funds may be provided all at once, but most of the time the capital is provided through several rounds. Heritage Ventures keeps an active role in the funded company, advising and monitoring its progress before releasing additional funds.

Other Owners: Additionally, there are unaffiliated investors who own the other 10.5% equity interest in Mexedia SPA. The investors comprising the 10.5% are four individuals and one corporation. These individuals and the corporation are all minority owners with each one holding less than a 10% interest in Mexedia SPA. Accordingly, the disclosure of these investors is not required per the rules.

Ownership Structure of Heritage Ventures, Limited:

Name: Orlando Taddeo
Address: Via di Affogalasino, 105 Roma, 00148.
Citizenship: Italian.
100% Owner

(i) **Applicants Certification that They Are Not Affiliated with a Foreign Carrier:**

As evidenced by the signature to this Application, Phonetime certifies that it is not affiliated with foreign carriers, as that term is defined by Section 63.09 of the Commission's rules. Phonetime itself is a foreign carrier, as it holds a Section 214 Global Facility-Based Service authorization from the Commission. Phonetime is a foreign carrier in all countries, who are members in the World Trade Organization.

(j) **Certification of International Telecommunications Services:**

The foreign carrier affiliates are set forth below:

Destination Country	Foreign Carrier Affiliate
None	None

As evidenced by the signatures to this Application, the Applicants certify that (i) Mexedia is not a foreign carrier; (ii) Mexedia and Phonetime do not control any other foreign carriers; (iii) No entity that holds greater than 25 percent ownership interest in Mexedia controls any foreign carriers; and (iv) Mexedia does not seek to provide any international telecommunications services to any destination for which two or more foreign carriers (or parties that control foreign carriers) own, in the aggregate, more than 25 percent of Mexedia (except as disclosed herein) or are parties to, or the beneficiaries of, a contractual relation affecting the provisions or marketing or international basic telecommunications services in the United States.

(k) **N/A**

(l) **N/A**

(m) **Qualification for Non-Dominant Classification:**

As evidenced by the signature to this Application, Phonetime certifies that it is not affiliated with foreign carriers, as that term is defined by 47 C.F.R Section 63.09 of the Commission's rules. Pursuant to Section 63.10, Phonetime is not a foreign carrier in any particular country, as Phonetime only provides services to other countries. Phonetime is a domestic entity. Phonetime is not a monopoly nor affiliated with any monopoly. Phonetime has a market share of less than 50 percent in the international transport and the local access markets in the markets in which they operate and therefore are presumptively non-dominant and lacking in market power.

(n) **Certification that Applicant Will not and Has not Entered into Any Special Concession Agreement:**

As evidenced by the signatures to this Application, the Applicants certify that they have 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 that they will not enter into such agreements in the future.

(o) **Certification re: Anti-Drug Abuse Act of 1988:**

As evidenced by the signatures to this Application, the Applicants certify, pursuant to Sections 1.2001 through 1.2003 of the Commission's Rules, that they are not subject to a denial of Federal benefits pursuant to Section 5301 of the Anti-Drug Abuse Act of 1988.

(p) **Request for Streamline Processing:**

Applicants request streamlined processing of this Application pursuant to Section 63.12 of the Commission's Rules, 47 C.F.R. § 63.12. This Application qualifies for streamlined treatment under Section 63.12 because, in accordance with Section 63.12(c), (i) Mexedia is not affiliated with any dominant U.S. carrier whose services Mexedia (through Phonetime) may resell; (ii) Phonetime is not a foreign carrier, and it is not otherwise affiliated with any foreign carrier and qualifies for a presumption of non-dominance under Section 63.10(a)(3) of the Commission's **Rules**. Pursuant to 47 C.F.R. § 63.10(a)(3), as Phonetime lacks a 50 percent market share in the international transport and local access markets on the foreign end of that route; 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.

(q) **N/A**

(r) **Certificate of Electronic Filing**

All application materials have been filed through the International Bureau Filing System, as required by the rules.

IV. PUBLIC INTEREST STATEMENT:

The transfer of control described herein will serve the public interest. Indeed, Mexedia and Phonetime will be able to pool their resources and will be able to offer innovative communication solutions to modern technological challenges, involving artificial intelligence, transactional SMS, and immersive reality spaces. This will allow for Phonetime and Mexedia to continue to offer less expensive services, better enabling the businesses to serve both international and domestic customers. With the assistance and expertise of Phonetime, Mexedia will be better able to serve its domestic U.S. customers with their international communications needs at lower costs. Although Phonetime will be strategically and operationally integrated within Mexedia, the day-to-day management of Phonetime will continue seamlessly.

At the same time, the proposed transaction does not present any anti-competitive issues. The transaction will be completely transparent to customers. Phonetime will continue to provide high-quality communications services to its customers without interruption and without change in rates, terms or conditions. Furthermore, the transaction will not have a negative impact on competition. No existing or potential competitors will be eliminated as a result of the proposed transaction. To the contrary, the proposed transaction will strengthen the ability of Phonetime to compete in the U.S. market and will further the Commission's policies favoring increased competition and greater diversity and quality of services. This will enable both Phonetime and Mexedia to be more effective competitors in the markets in which they operate, which will further benefit customers by bringing a diversity of services at competitive prices.

V. CONCLUSION

Based on the foregoing, the Applicants respectfully submit that the public interest, convenience, and necessity would be furthered by grant of this Application.

Respectfully Submitted,

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Counsel to Phonetime, Inc., and Tellza, Inc.

Exhibit A

<u>PRE-TRANSACTION (RELEVANT) OWNERSHIP STRUCTURE</u>

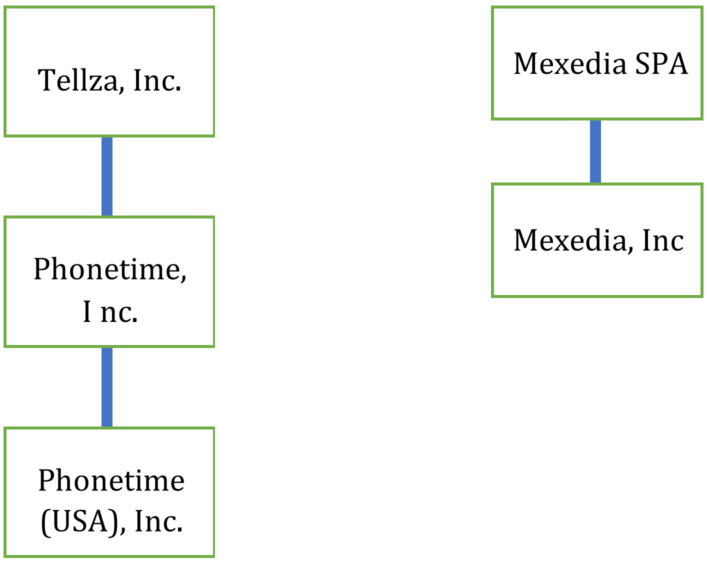

Exhibit B

POST-TRANSACTION OWNERSHIP STRUCTURE

(Mexedia, Inc., Purchase of Phonetime, Inc.)