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June 20, 2012

Via E-Filing

David Danner, Executive Secretary
Washington Utilities and Transportation Commission
1300 S. Evergreen Park Drive
Olympia, WA 98504-7250
records@wutc.wa.gov

Re: Notification of Proposed Transfer of Control of Network Billing Systems, LLC to Fusion Telecommunications International, Inc.

Dear Mr. Danner:

Fusion Telecommunications International, Inc. ("Fusion"), Fusion NBS Acquisition Corp. ("Newco") and Network Billing Systems, LLC ("NBS") (collectively, the "Parties") hereby notify the Commission of the transfer of direct control of NBS to Newco and indirect control of NBS to Fusion (the "Transaction"). It is the Parties' understanding that Commission approval is not required to complete the transaction described herein. Accordingly, the Parties submit this letter for informational purposes only to ensure the continuing accuracy of the Commission's records.

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

Description of the Parties

A. Fusion and Newco

Fusion is a publicly-held Delaware corporation (OTC BB: FSNN) with principal offices located at 420 Lexington Avenue, Suite 1718, New York, NY 10170. Newco is a Delaware corporation and wholly-owned direct subsidiary of Fusion. Although a publicly-held company, Fusion has the following shareholders that hold more than 10% of Fusion's equity: Marvin S. Rosen, the Chairman of Fusion (approximately 15%) and Post-Confirmation Estate of West End Financial Advisors (approximately 12%). In connection with the Transactions, Fusion may issue additional equity diluting the ownership of current shareholders such that upon completion of the Transactions there may be no shareholder that has a 10% or greater ownership interest in Fusion.

Formed in 1997, Fusion is a provider of Internet Protocol ("IP") based digital voice and data communications services to corporations and carriers worldwide. Fusion's services include local, long distance, and international Voice over Internet Protocol ("VoIP") services and other enhanced communications services and features. Currently, Fusion does not hold authorization to provide intrastate telecommunications services in any state,

Beijing
Boston
Frankfurt
Hartford
Hong Kong
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Los Angeles
New York
Orange County
San Francisco
Santa Monica
Silicon Valley
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Washington

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but is authorized by the Federal Communications Commission (“FCC”) to provide interstate and international telecommunications services.

Fusion is managerially, technically, and financially well-qualified to complete the Transaction. As noted above, Fusion has provided voice and data communications services since 1997. For additional detail on the financial and managerial qualifications of Fusion, please see www.fusiontel.com. In addition, the key management of NBS will remain with NBS and continue to manage the day-to-day operations of company with additional support from Fusion’s experienced management team. Following the Transaction, therefore, NBS will continue to have the managerial, technical and financial qualifications to provide high quality telecommunications services to consumers in Washington supported by experienced Fusion management and Fusion’s financial resources.

B. NBS

NBS is a New Jersey limited liability company with principal offices at 155 Willowbrook Boulevard, Wayne, NJ 07470. NBS is owned by its founder and Chief Executive Officer, Jonathan Kaufman (15%), and the LK Trust (85%), which is managed by Mr. Kaufman. NBS provides voice (circuit switched and VoIP) and data telecommunications services to small and medium sized companies.

In Washington, NBS is authorized to provide resold interexchange telecommunications services pursuant to its registration granted in Docket No. UT-981336 on November 17, 1998. NBS is also authorized by the FCC to provide interstate and international telecommunications services.

Contacts

Questions or any correspondence, orders, or other materials pertaining to this filing should be directed to the following:

For Fusion and Newco:

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With copies to:

Gordon Hutchins, Jr.
President and Chief Operating Officer
Fusion Telecommunications International, Inc.
420 Lexington Avenue, Suite 1718
New York, NY 10170
212-201-2424 (tel)
212-972-7884 (fax)
dhutchins@fusiontel.com

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For NBS:

Jonathan Kaufman
Chief Executive Officer
Network Billing Systems, LLC
155 Willowbrook Boulevard
Wayne, NJ 07470
973-638-2121 (tel)
973-638-2199 (fax)
jonk@nbsvoice.com

Description of the Transaction

Pursuant to a Membership Interest Purchase and Sale Agreement by and among Fusion, Newco, NBS, Jonathan Kaufman and Christiana Trust as trustee of LK Trust (the "Agreement"), Newco will acquire all of the outstanding equity interests in NBS. As a result, NBS will become a wholly-owned direct subsidiary of Newco and a wholly-owned indirect subsidiary of Fusion. Diagrams depicting the pre- and post-transaction corporate organization structures are appended hereto as Exhibit A.

Public Interest Considerations

The Parties submit that the Transaction described herein will serve the public interest. The Transaction is expected to enable Fusion and NBS to offer customers a compelling alternative to legacy carriers through a comprehensive suite of IP-based and circuit switched communications services. The Transaction also will serve the public interest in promoting competition among telecommunications carriers by providing Fusion and NBS with access to greater financial resources that will allow them to combine their operations and thereby become more effective competitors to legacy carriers. Fusion expects that the combination of Fusion and NBS will create opportunities for existing and potential customers of both companies to receive a broader base of high quality services. Immediately following consummation of the Transaction, NBS will continue to provide service to customers pursuant to its existing authorizations with no immediate change in their rates or terms and conditions of service. The Transaction, therefore, will be transparent and seamless to NBS's customers in terms of the services they currently receive. The only immediate change resulting from the Transaction will be that NBS will be owned directly by Newco and ultimately Fusion.

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We would appreciate it if you would please acknowledge receipt of this filing. Should you have any questions regarding this filing, please do not hesitate to contact Brett Ferenchak at 202-373-6697.

Respectfully submitted,

A handwritten signature in blue ink that reads "Brett P Ferenchak". The signature is written in a cursive, slightly slanted style.

Andrew D. Lipman
Brett P. Ferenchak

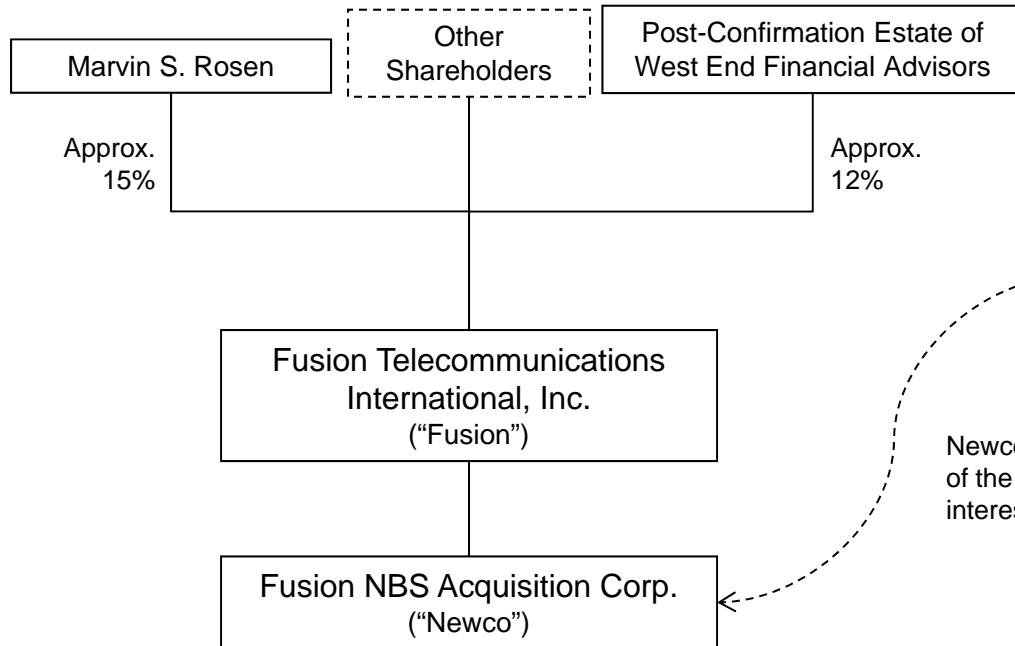
Counsel for Fusion and Newco

EXHIBIT A

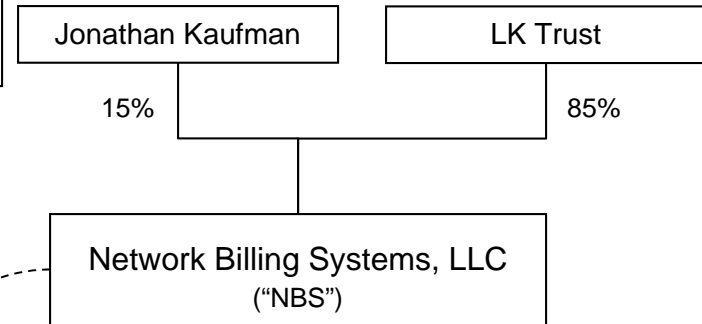
Pre- and Post-Transaction Corporate Organizational Structure

Pre-Transaction Corporate Organization Structures

Ownership Structure of Fusion

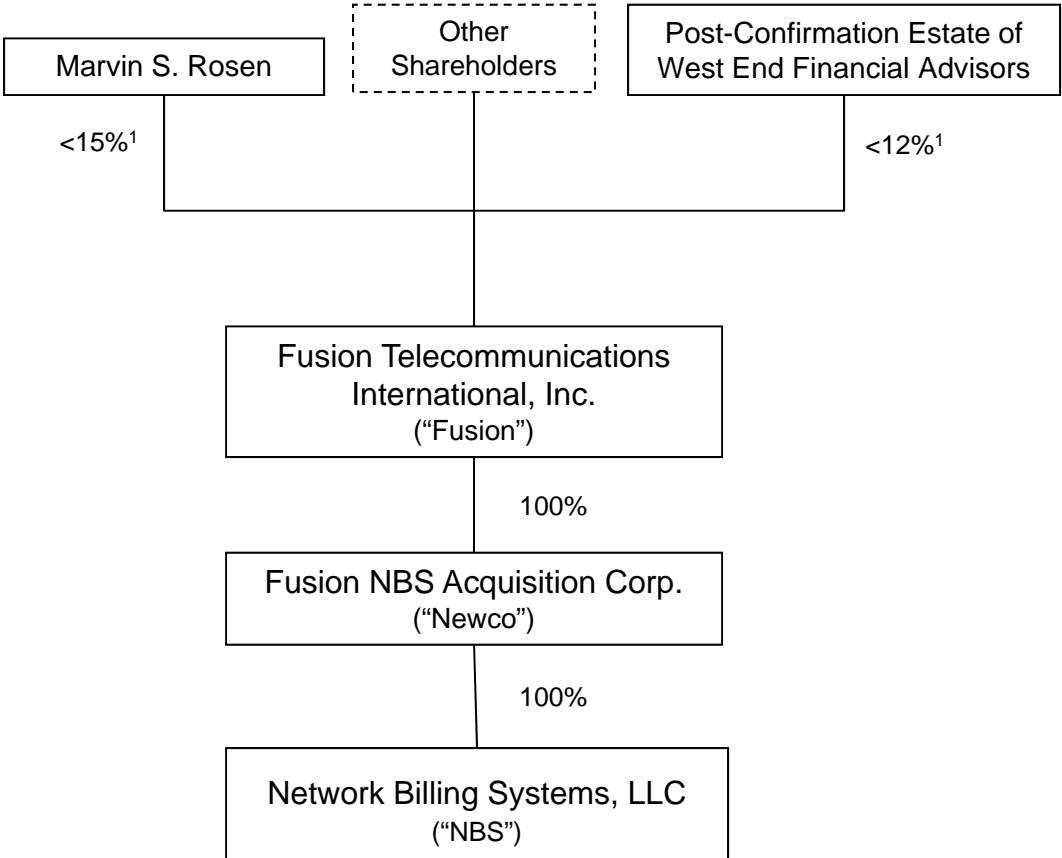


Ownership Structure of NBS



Newco will purchase all of the membership interests of NBS

Post-Transaction Corporate Organization Structure

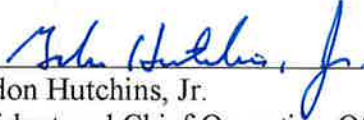


¹ The ownership of Fusion's current stockholders is expected to be diluted (possibly below 10% each) as a result of new equity that may be issued by Fusion.

VERIFICATION

I, Gordon Hutchins, Jr., am President and Chief Operating Officer of Fusion Telecommunications International, Inc. and its subsidiaries (collectively, the "Company"); that I am authorized to make this Verification on behalf of the Company; that the foregoing filing was prepared under my direction and supervision; and that the contents with respect to the Company 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 20th day of June 2012.




Gordon Hutchins, Jr.
President and Chief Operating Officer
Fusion Telecommunications International, Inc.

VERIFICATION

I, Jonathan Kaufman, am Chief Executive Officer of Network Billing Systems, LLC (the "Company"); that I am authorized to make this Verification on behalf of the Company; that the foregoing filing was prepared under my direction and supervision; and that the contents with respect to the Company 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 20th day of June 2012.



Jonathan Kaufman
Chief Executive Officer
Network Billing Systems, LLC