

April 6, 2015

Via Federal Express

Washington Utilities and Transportation Commission
1300 S. Evergreen Park Dr. SW
P.O. Box 47250
Olympia, WA 98504-7250

RECEIVED
RECORDS MANAGEMENT
2015 APR -8 AM 9:53
STATE OF WASH.
UTIL. AND TRANSP.
COMMISSION

Re: Notification of Transfer of Control of Grasshopper Group, LLC to Citrix Systems, Inc.

Dear Sir or Madam:

Grasshopper Group, LLC ("Grasshopper" or "Transferor") and Citrix Systems, Inc. ("Citrix" or "Transferee") (collectively the "Parties"), by undersigned counsel, hereby notify the Washington Utilities and Transportation Commission ("Commission"), of the transfer of control of Grasshopper Group, LLC to Citrix Systems, Inc. ("Transaction").

It is the Parties' understanding that Commission approval is not required for the Transaction. Accordingly, the Parties submit this letter for informational purposes only to ensure the continuing accuracy of the Commission's records. In support, the Parties provide the following information:

I. DESCRIPTION OF THE PARTIES

A. Grasshopper

Grasshopper is a limited liability company organized under the laws of the Commonwealth of Massachusetts. Grasshopper offers integrated phone service solutions, voicemail processing and other enhanced services to business end-users. Grasshopper was authorized to provide competitive intrastate interexchange telecommunications services within the State of Washington, in Docket UT-091779.¹ Grasshopper is also authorized to provide interexchange long distance telecommunications services pursuant to registration, commission order or on a deregulated basis in the States of Arizona, Arkansas, California, Colorado, Connecticut, Delaware, Florida, Georgia, Hawaii, Illinois, Indiana, Iowa, Kentucky, Louisiana, Maine, Maryland, Massachusetts, Michigan, Minnesota, Mississippi, Missouri, Montana, Nebraska, Nevada, New Hampshire, New Jersey, New York, North Carolina, Ohio, Pennsylvania, South Carolina, Texas, Utah, and Virginia. Grasshopper's headquarters is located at 197 1st Avenue, Suite 200, Needham, Massachusetts 02494.

¹ See generally Letter to Siamak Taghaddos, CEO of [Grasshopper] from David Danner, Executive Director and Secretary Washington Utilities and Transportation Commission granting a certificate of registration as a competitive telecommunications company (eff. Dec. 12, 2009).

MARASHLIAN & DONAHUE, LLC

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B. Citrix

Citrix is a publicly-traded Delaware corporation with its principal business address at 851 West Cypress Road, Fort Lauderdale, Florida 33309. Citrix is leading the transition to software-defining the workplace, uniting virtualization, mobility management, networking and SaaS solutions to enable new ways for businesses and people to work better. Citrix solutions power business mobility through secure, mobile workspaces that provide people with instant access to apps, desktops, data and communications on any device, over any network and cloud. With annual revenue in 2014 of \$3.14 billion, Citrix solutions are in use at more than 330,000 organizations and by over 100 million users globally. Citrix has two wholly-owned direct subsidiaries, Citrix Communications LLC ("Citrix Communications") and Citrix Online Audio LLC ("Citrix Online Audio"), and one wholly-owned indirect telecommunications subsidiary, Citrix Communications Virginia LLC. Citrix Communications' and Citrix Communications of Virginia, LLC's principal place of business is 10 Exchange Place, Suite 1710, Jersey City, NJ 07302. Citrix Online Audio's principal place of business is 7414 Hollister Avenue, Goleta, CA 93117.

II. DESCRIPTION OF THE TRANSACTION

On March 30, 2015 Citrix and Grasshopper entered into a Membership Interest Purchase Agreement (the "Agreement") wherein Citrix will acquire all of the membership units of Grasshopper. Following closing, Grasshopper will operate as a wholly-owned subsidiary of Citrix. Citrix plans to retain most of Grasshopper's current management responsible for the day-to-day operations of the business. Grasshopper will continue to provide service to customers in the State of Washington through its Certificate of Service Registration granted December 12, 2009.

III. PUBLIC INTEREST STATEMENT

Parties submit that the Transaction described herein serves the public interest. The Transaction promotes competition among telecommunications carriers by providing Grasshopper with the opportunity to strengthen its competitive position through the additional experience, perspectives, and resources of Citrix in order to accelerate the growth of the business. The transaction will help create a stronger competitor by bringing together each organization's respective strengths. Parties anticipate that the Transaction will enable them to deliver greater value and variety of services to their customers.

Following the Transaction, Citrix plans to retain most of Grasshopper's management responsible for the day-to-day operations of the business. The Transaction is transparent to customers and will not result in the discontinuance, reduction, loss, or impairment of service to customers. Rather, as noted, it will enable the Parties to make available a greater variety of high-quality, innovative services to their customers.

IV. CONTACTS

For the purposes of this Notice, contacts for the Parties are as follows:

(a) The name, address and telephone number of the transferor and transferee are:

Transferor

Grasshopper Group, LLC
197 1st Avenue
Suite 200
Needham, Massachusetts 02494
Tel: 800-820-8210 x724
Fax: 866-466-1618

Transferee

Citrix Systems, Inc.
851 West Cypress Creek Road
Fort Lauderdale, FL 33309
Tel: 954-267-3000
Fax: 954-267-3100

Authorization Holder

Grasshopper Group, LLC
197 1st Avenue
Suite 200
Needham, Massachusetts 02494
Tel: 800-820-8210 x724
Fax: 866-466-1618

(b) Correspondence concerning this Notice should be sent to the following:

Transferor/Authorization Holder:

Dominic Schiavone
Chief Operating Officer
Grasshopper Group, LLC
197 1st Avenue
Suite 200
Needham, Massachusetts 02494
Tel: 800-820-8210 x724
Fax: 866-466-1618
Email: dschiavone@grasshopper.com

Transferee:

Peter McElligott
Senior Counsel
Citrix Systems, Inc.
7414 Hollister Avenue
Goleta, California 93117
Tel: 805-690-3470
Fax: 805-879-3721
Email: peter.mcelligott@citrix.com

With a copy to:

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V. CONCLUSION

For the reasons stated above, the Parties respectfully submit that the public interest, convenience, and necessity would be furthered by the proposed Transaction. Accordingly, the Parties respectfully advise the Commission of its participation in the Transaction as described above.

Please date stamp the enclosed extra copy of this filing and return it in the attached self-addressed envelope. If there are any questions regarding this filing, please do not hesitate to the individuals identified above.

Respectfully submitted,



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