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March 24, 2021

VIA records@utc.wa.gov ONLY

Executive Director and Secretary
Washington Utilities and Transportation Commission
1300 S. Evergreen Park Dr., SW
Olympia, WA 98504

Received
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03/24/21 15:52
State Of WASH.
UTIL. AND TRANSP.
COMMISSION

Re: Notification of Transfer of Control of Alliance Global Networks, LLC

To Whom It May Concern,

Alliance Global Networks, LLC (“Alliance”) and Velocity, A Managed Services Company, Inc. (“Velocity”) (collectively, the “Parties”) hereby notify the Washington Utilities and Transportation Commission (the “Commission”), of the transfer of control of Alliance from Jess DiPasquale to Velocity (the “Transaction”). For the Commission’s records, the Parties provide the following information:

I. THE PARTIES

A. Alliance Global Networks, LLC

Alliance is a Delaware limited liability company with headquarters located at 1221 Post Road East, Westport, Connecticut 06880. Alliance is registered to provide interexchange telecommunications services throughout the United States and 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. Alliance was approved by the Commission competitive telecommunications company on November 21, 2008 (Docket No. UT-081910). Alliance also provides interstate telecommunications services as a competitive carrier and international Section 214 authority pursuant to Federal Communications Commission (“FCC”) regulations .

B. Velocity, A Managed Services Company, Inc.¹

Velocity is a Delaware limited liability company with headquarters located at 7130 Spring Meadows Drive West, Holland, Ohio 43528. Velocity provides local, interexchange and VoIP services throughout the United States. Velocity was approved by the Commission as a competitive telecommunications company on July 19, 2009 (Docket No. UT-090938). Velocity also provides interstate telecommunications services as a competitive carrier and international Section 214 authority pursuant to FCC regulations.

II. DESIGNATED CONTACT

Questions, correspondence or other communications concerning this notice should be directed to:

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III. DESCRIPTION OF THE TRANSACTION

Effective January 1, 2020, one hundred percent (100%) of the membership interests of Alliance were sold to Velocity, pursuant to a Membership Interest Purchase Agreement dated as of January 1, 2020, by and between Jess DiPasquale and Velocity.

Alliance 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 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 raises no competitive issues. Velocity and Alliance continue to compete with other providers of telecommunication services. For the Commission's reference, charts depicting the current and post-closing entity ownership structure of the Parties are provided as Exhibit A.

¹ Velocity submitted to the Commission its name change from Velocity The Greatest Phone Company Ever, Inc. to Velocity, A Managed Services Company, Inc. on September 24, 2020.

IV. PUBLIC INTEREST ANALYSIS

The Transaction will serve the public interest, convenience, and necessity as it permits the continued, uninterrupted provision of high-quality service to Alliance's customers. The Transaction also promotes competition in the telecommunications marketplace. The effect of the transfer of control of Alliance to Velocity has not resulted in an interruption, reduction, loss, or impairment of services to any customer. Further, the Parties are not aware of any harm to customers, or to the market, that has occurred as a result of the Transaction. The continued provision of service by Alliance under Velocity ownership will provide customers the positive benefit of access to existing and new product offerings. The Transaction is transparent to customers and will not have a negative impact on the public interest, services to customers, or competition.

V. CONCLUSION

The Parties respectfully request that the Commission note the Transaction for its records. Please contact the undersigned if there are any questions regarding this filing.

Respectfully submitted,

Velocity, A Managed Services Company, Inc.
Alliance Global Networks, LLC

/s/ Lance J.M. Steinhart

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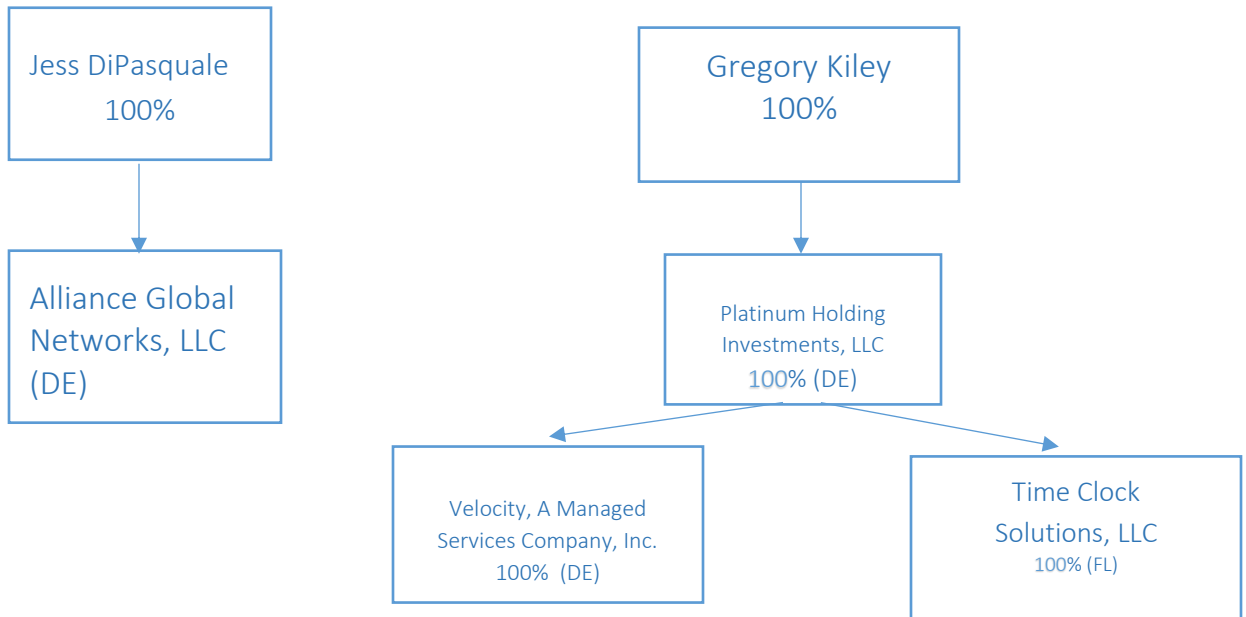
Its Counsel

Enclosures

Exhibit A

Organizational Charts

Pre-Transaction



Post-Transaction

