

**BEFORE THE
WASHINGTON UTILITIES AND TRANSPORTATION COMMISSION**

Petition Regarding Internal Reorganization of

Lingo Communications North, LLC

and

**Matrix Telecom, LLC d/b/a Matrix Business Technologies
d/b/a Trinsic Communications d/b/a VarTec Telecom
d/b/a Excel Telecommunications d/b/a Impact Telecom
d/b/a Startec d/b/a Americatel
d/b/a Lingo**

and

Approval for Transfer of Customers

Matrix Telecom, LLC d/b/a Matrix Business Technologies d/b/a Trinsic Communications d/b/a VarTec Telecom d/b/a Excel Telecommunications d/b/a Impact Telecom d/b/a Startec d/b/a Americatel d/b/a Lingo ("Matrix") and Lingo Communications North, LLC ("Lingo North"), collectively the "Parties", hereby seek approval, to the extent necessary, from the Washington Utilities and Transportation Commission ("Commission") of an internal reorganization that will result in a planned transfer of customers from Lingo North to Matrix. Following the completion of the customer transfer, Lingo North will no longer operate within Washington and a request to cancel the competitive telecommunications registration of Lingo North will be submitted to the Commission.

I. The Parties

Lingo North is a Delaware limited liability company formed on December 30, 2017. Its principal office is located at 400 E. Las Colinas Blvd., Suite 500 Irving, TX 75039. The company was authorized as a competitive telecommunications provider in Washington in Docket No. UT-101335. Lingo North currently offers local and interexchange services within the State of Washington. Lingo North is a direct subsidiary of Lingo Management, LLC and a wholly owned indirect subsidiary of Lingo Communications, LLC ("Lingo").

Matrix is a Texas limited liability company originally incorporated on June 13, 1990 as Matrix Telecom, Inc. and converted to a limited liability company on December 28, 2015. Its principal office is located at 400 E. Las Colinas Blvd., Suite 500 Irving, TX 75039. The company was authorized as a competitive communications provider in Washington in Docket Nos. UT-91020 and UT-030675. Matrix currently offers presubscribed interexchange and local services in Washington. Matrix is a direct subsidiary of Impact Telecom, LLC and a wholly owned indirect subsidiary of Lingo Management, LLC and Lingo.

II. The Transaction

As part of an internal corporate reorganization, the Washington customers of Lingo North are, pending regulatory approval, tentatively set to transfer to Matrix effective August 1, 2020. This reorganization is entirely pro forma as the same entities hold the controlling interest in both Matrix and Lingo West. Exhibit A contains an overview of the corporate structure of Lingo and its subsidiaries prior to and upon completion of the merger and transfer of customers.

Following the transfer, Lingo North customers will be served by Matrix and Lingo North will no longer operate in Washington. The transition to Matrix will be invisible to the customers of Lingo North as both companies operate under the “Lingo” name. Lingo North customers will not incur any charges or changes in the services that they currently receive and will continue to receive service under the Lingo name.

A notice of consummation and request to cancel the Washington competitive telecommunications provider registration of Lingo North will be submitted to the Commission upon completion of the customer transfer.

III. Request for Waiver

The Parties request a waiver of any applicable state or federal slamming regulations regarding the transfer of customer bases. Following the transfer Lingo North customers will continue to receive service under the same terms, conditions and rates. Additionally, service is currently provided and billed by “Lingo” and will be provided and billed by “Lingo” following the transfer. The reorganization will be invisible to Lingo North customers. Sending notice to customers stating that their service, while not changing, is moving from “Lingo” to “Lingo” could prove confusing to the customer. The FCC has stated that “...a change in corporate structure that is invisible to the affected subscribers does not constitute a sale or transfer for purposes of section 258 ... Indeed, in such cases, requiring notice of a change that is imperceptible to the affected subscribers might cause confusion where there would otherwise be none.”¹

¹ First Report and Order in CC Docket No. 00-257 and Fourth Report and Order in CC Docket No. 94-129, 2000 Biennial Review - Review of Policies and Rules Concerning Unauthorized Changes of Consumers Long Distance Carriers, FCC 01-156.

IV. Contact Information

Correspondence with regard to this filing should be sent to:

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with a copy sent to

Alex Valencia
Vice President - Government Affairs & Compliance
Matrix Telecom, LLC
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V. Public Interest Statement

The proposed customer transfer is an internal corporate reorganization that will reduce costs and provide enhanced operational and economic efficiencies. The resulting savings will provide greater opportunities to improve the services available to Washington customers. Consequently, granting this Petition is consistent with the public interest.

WHEREFORE, for the reasons stated above, Matrix and Lingo North submit that the public interest, convenience and necessity would be furthered by a grant of this Petition and respectfully request approval by August 1, 2020, or as soon as possible, of the reorganization and transfer of customers from Lingo North to Matrix.


STATE OF TEXAS
COUNTY OF DALLAS

VERIFICATION

I, Charles Griffin, hereby declare, under penalty of perjury, that I am Chief Executive Officer of Lingo Communications, LLC, Lingo Management, LLC and its subsidiaries Matrix Telecom, LLC and Lingo Communications North, LLC; that I am authorized to make this verification on behalf of the named companies; that I have read the foregoing Petition; and that the facts stated therein are true and correct to the best of my knowledge, information and belief.


Charles Griffin
Chief Executive Officer

Sworn to and subscribed before me this 1st day of July, 2020


Notary Public

My Commission expires:

5.12.2023

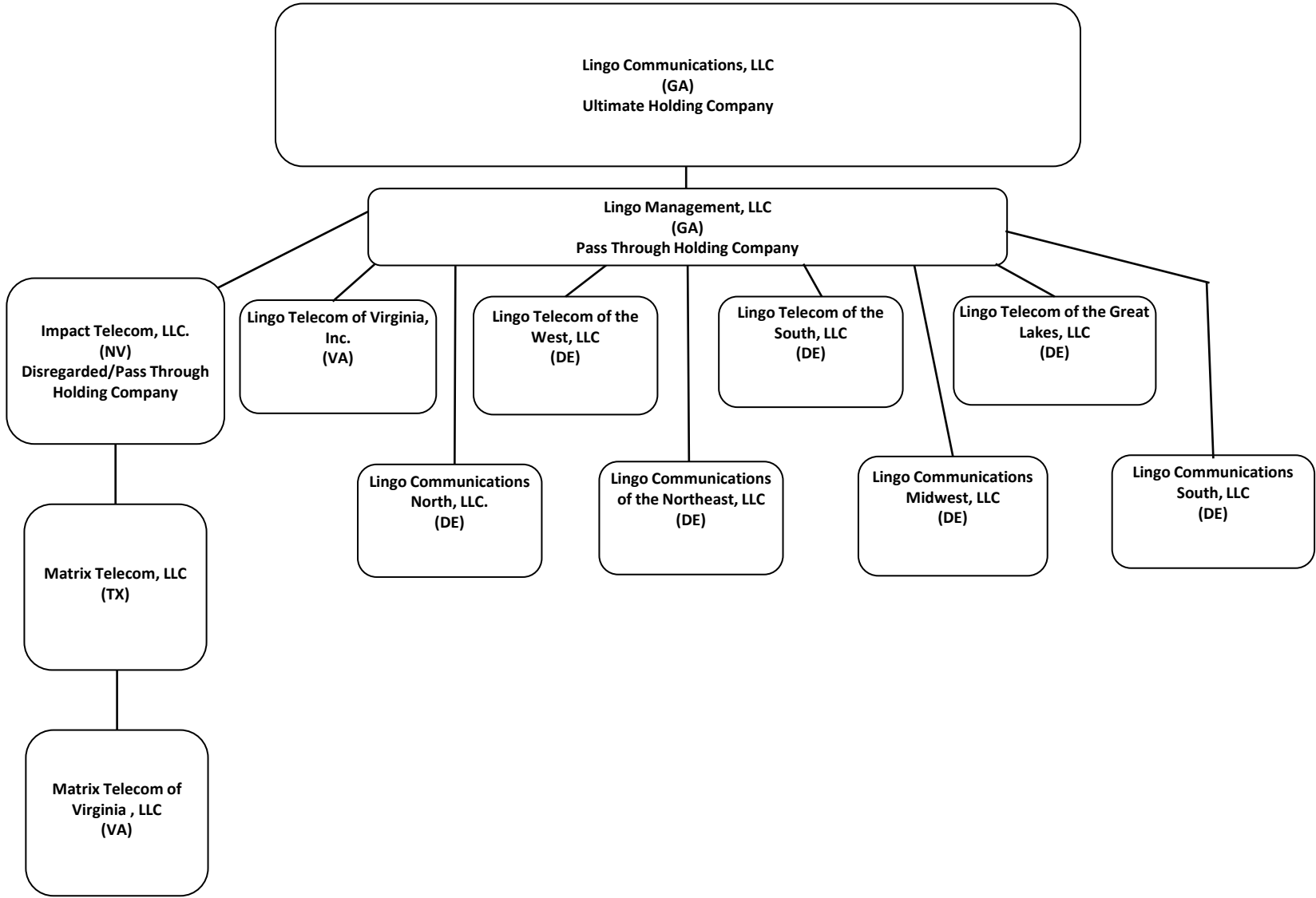


Matrix Telecom, LLC

Lingo Communications North, LLC

Exhibit A
Corporate Structure

Lingo Communications Pre-Consolidation Organizational Chart



Lingo Communications Post-Consolidation Organizational Chart

