

January 4, 2018

**Via Electronic Filing**

Ms. Marlene H. Dortch  
Secretary  
Federal Communications Commission  
445 12th Street, S.W.  
Washington, D.C. 20554

**Re: Supplement to Notice of Pro Forma Transfer of Control of  
TeleQuality Communications, Inc.**

---

Dear Ms. Dortch:

On December 15, 2017, TeleQuality Communications, Inc. ("TeleQuality"), the holder of blanket domestic service authorization under section 214 of the Communications Act, electronically filed a Notice of Pro Forma Transfer of Control<sup>1</sup> notifying the Commission that TeleQuality had consummated a *pro forma* corporate restructuring wherein its assets in the State of California were transferred to a newly formed, commonly owned affiliate, TQCI Holdco II, LLC d/b/a TeleQuality California ("TQCI"), a Delaware limited liability company.<sup>2</sup> By this Supplement, TeleQuality updates that Notice to advise that, upon subsequent advice by the staff of the California Public Utilities Commission (CPUC), TeleQuality modified that corporate restructuring to re-form TQCI as a subsidiary, rather than an affiliate, of TeleQuality, effective December 28, 2017. As with the previously reported restructuring, this reorganization constituted a *pro forma* transfer of TeleQuality's domestic section 214 authorization with respect to California to TQCI, because it involved no change in the ultimate ownership or control of TeleQuality. 47 C.F.R. §§ 63.03(d), 63.24(d).

---

<sup>1</sup> See Notice of Pro Forma Transfer of Control of TeleQuality Communications, Inc., available at [https://ecfsapi.fcc.gov/file/12152308404239/Notice%20of%20Pro%20Forma%20Transfer%20of%20Control%20of%20TeleQuality%20Communications%2C%20Inc.%20\(12-15-17\).pdf](https://ecfsapi.fcc.gov/file/12152308404239/Notice%20of%20Pro%20Forma%20Transfer%20of%20Control%20of%20TeleQuality%20Communications%2C%20Inc.%20(12-15-17).pdf)

<sup>2</sup> This was the first step in a planned multi-step transaction wherein control of TeleQuality and its parent and affiliated entities will be transferred to Education Networks of America, Inc. ("ENA"), pursuant to the Commission's grant of approval in WC Docket No. 17-285 (Public Notice, DA 17-1191 (rel. Dec. 11, 2017)). TQCI will be transferred to ENA upon approval of a pending transfer of control application by the CPUC. This two-tiered transaction was described in the Commission's *Public Notice* in WC Docket No. 17-285 (DA 17-1095, Nov. 8, 2017). As also described therein, the corporate form of TeleQuality is also being converted from a Texas corporation to a Delaware limited liability company.

In compliance with sections 63.03(d)(2) of the Commission's rules, the following information is submitted:

- (a) The name, address, and telephone number of each party:

For both Transferor TeleQuality and Transferee TQCI:

21202 Gathering Oak  
San Antonio, TX, 78260

Phone: (210) 408-0388

- (b) The Government, State, or Territory under the laws of which each corporate or partnership party is organized:

TeleQuality, formerly a Texas corporation, has been redomiciled in Delaware as TeleQuality Communications, LLC, a Delaware limited liability company.<sup>3</sup> TQCI is a Delaware limited liability company.

- (c) The name, title, post office address, and telephone number of the officer and any other contact point, such as legal counsel, to whom correspondence concerning the notification is to be addressed:

Timothy Koxlien, President  
TQCI Holdco II, LLC  
21202 Gathering Oak  
San Antonio, TX, 78260  
Phone: (210) 408-0388

[Tim@telequality.com](mailto:Tim@telequality.com)

with a copy to:

James M. Smith  
Davis Wright Tremaine LLP  
1919 Pennsylvania Avenue, N.W., Suite 800  
Washington, DC 20006  
Phone: (202) 973-4288

[jamesmsmith@dwt.com](mailto:jamesmsmith@dwt.com)

---

<sup>3</sup> See *supra* note 2.

and

Jay Schifferli  
Goodwin Procter LLP  
901 New York Avenue, NW  
Washington, DC 20001  
Phone: (202) 346-4186  
[jschifferli@goodwinlaw.com](mailto:jschifferli@goodwinlaw.com)

- (d) The name, address, citizenship and principal businesses of any person or entity that directly or indirectly owns at least ten percent of the equity of the applicant, and the percentage of equity owned by each of those entities (to the nearest one percent):

Both TeleQuality's and TQCI's ultimate parent is TQCI Holdings, LLC, a holding company, which in turn is wholly owned and controlled by the founder of the company, Timothy Koxlien, a U.S. citizen. The address of Timothy Koxlien is 24715 Fairway Springs, San Antonio, TX, 78260.

A certification that the assignment was pro forma and does not result in a change in the actual controlling party, is attached.

Kindly direct any questions concerning this submission to the undersigned counsel.

Respectfully submitted,

A handwritten signature in black ink, appearing to read "James M. Smith", written in a cursive style.

James M. Smith

*Counsel for TeleQuality and TQCI Holdco  
II, LLC*

**CERTIFICATION**

I, Justin A. Volker, hereby certify that the above-described transfer of control or assignment was pro forma and that, together with all previous pro forma transactions, does not result in a change in the actual controlling party of the section 214 authorization holder.

Executed this 3<sup>rd</sup> day of January, 2018.

A handwritten signature in blue ink, appearing to read 'Justin A. Volker', is written over a horizontal line.

Justin A. Volker, J.D.  
Director of Regulatory Affairs  
TeleQuality Communications