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June 4, 2018

Via ECFS

Marlene Dortch, Secretary
Wireline Competition Bureau
Federal Communications Commission
Washington, DC

RE: Application for Domestic 214 Transfer of Control
 Cloud Computing Concepts, LLC, Transferee
 Miami Dade Broadband Coalition, Inc., Transferor
 Miami Dade Broadband Coalition I, LLC, Transferor

STREAMLINED TREATMENT REQUESTED


Dear Secretary Dortch:

Please find attached the Application for Transfer of Control of Domestic 214 Authorization on behalf of Cloud Computing Concepts, LLC, Miami Dade Broadband Coalition, Inc and Miami Dade Broadband Coalition I, LLC.

Should you have any questions, please contact the undersigned.

Sincerely,



Leon Nowalsky, Esq. 
Counsel for Applicants

LLN/rph

Enclosures

**Before the
FEDERAL COMMUNICATIONS COMMISSION
Washington, D.C. 20554**

In the Matter of)	
)	
Cloud Computing Concepts, LLC)	WB Docket No. 18-_____
<i>Transferee</i>)	
)	
<i>And</i>)	
)	
Miami Dade Broadband Coalition, Inc.)	File No. ITC-T/C-_____
<i>Transferor</i>)	
)	
Miami Dade Broadband Coalition I, LLC)	
<i>Transferor</i>)	
)	
)	
)	
Application for Consent to Transfer Control)	
of Company Holding Blanket Domestic)	
Authorization Pursuant to Section 214 of the)	
Communications Act of 1934, as Amended)	

**APPLICATION FOR TRANSFER OF CONTROL OF
DOMESTIC 214 AUTHORIZATION**

Miami Dade Broadband Coalition, Inc. (“Miami Dade Inc.”) and its wholly-owned subsidiary Miami Dade Broadband Coalition I, LLC (“Miami Dade LLC”, collectively “Transferors”) and Cloud Computing Concepts, LLC (“Cloud” or “Transferee”) (collectively referred to as “Applicants”) hereby request authority pursuant to Section 214 of the Communications Act of 1934, as amended, 47 U.S.C. §214 (the “Act”), and Section 63.04 of the Commission’s Rules, 47 C.F.R. §§ 63.04, to transfer control of the telecommunications assets, including the customer accounts of Miami Dade LLC to Cloud. On April 9, 2018, the Applicants entered into an Asset Purchase Agreement (the

“Agreement”), whereby Cloud proposes to acquire the telecommunications assets of Miami Dade LLC.

Miami Dade Inc. is a non-profit corporation. Miami Dade Inc, through its subsidiary, Miami Dade LLC, operates as a telecommunications cooperative in the State of Florida and is licensed as a local exchange services provider in the state. Cloud is a both a managed IT and local and long distance services provider located in the State of Florida. Pursuant to Section 63.04(b) of the Commission’s Rules, 47 C.F.R. § 63.04(b), the Applicants are filing this application for Commission consent to the proposed transfer of control. Section VI. herein provides the additional information requested by Section 63.04(a)(6) through (a)(12) of the Commission’s Rules, 47 C.F.R. § 63.04(a)(6)-(12).

This transaction will not involve a transfer of operating authority. Miami Dade LLC will continue retain its presumptive domestic authority to provide telecommunications services to new customers following the transaction. Cloud will continue to provide service to its existing customers under existing service arrangements.

I. STREAMLINED TREATMENT REQUESTED

The Applicants respectfully request streamlined treatment of this Application pursuant to Sections 63.03 of the Commission’s Rules, 47 C.F.R. §§ 63.03. This Application is eligible for streamlined processing pursuant to Section 63.03(b)(2) of the Commission’s Rules, 47 C.F.R. § 63.03(b)(2), because (1) the proposed transaction will result in Cloud (including its affiliates, as that term is defined in Section 3(1) of the Act) having a market share in the interstate, interexchange market of less than 10 percent; (2) Cloud will provide competitive telephone exchange services or exchange access services exclusively in geographic areas served by a dominant local exchange carrier that is not a

party to the transaction; and (3) neither Cloud nor Miami Dade LLC or any of their respective affiliates are regulated as dominant with respect to any service.

This Application also qualifies for streamlined treatment under Section 63.03 because post-close (1) Cloud is not affiliated with any dominant U.S. carrier whose services Cloud may resell; (2) Cloud is not affiliated with any foreign carriers; and (3) none of the other provisions contained in Section 63.03(c) of the Commission's Rules, 47 C.F.R. § 63.03(c), apply.

II. APPLICANTS

A. Cloud Computing Concepts, LLC (FRN 0023407224)

Cloud Computing Concepts, LLC is a Florida limited liability company formed in 2006. Cloud is located at 110 E. Atlantic Avenue, Suite 420, Delray Beach, FL 33444. Cloud is a provider of resold local and long distance services, internet access and managed IT services in the states of Florida, Texas, New York, New Jersey, Pennsylvania and Massachusetts.

Cloud is authorized by the Commission to provide presumptive domestic telecommunications services pursuant to 47 C.F.R. §63.01 and to provide international telecommunications services on a global or limited global facilities-based and resale basis pursuant to File No. ITC-214-20151104-00250. Cloud will continue to hold its Commission authorizations following the transfer of control.

B. Miami Dade Broadband Coalition, Inc. (FRN 0027576602)

Miami Dade Broadband Coalitions, Inc. ("Miami Dade Inc.") corporate parent of Miami Dade LLC, is a non-profit Florida corporation formed in May 2009. Miami Dade is located at 100 S. Biscayne Blvd, Suite 914, Miami, FL 33131 Miami Dade Inc. does not directly provide any telecommunications services and is neither authorized to provide

telecommunications services in any state nor is it authorized by the Commission under Section 214 of the Act to provide domestic or international telecommunications services.

C. Miami Dade Broadband Coalition I, LLC (FRN 0021730569)

Miami Dade Broadband Coalition I, LLC ("Miami Dade LLC") is a Florida limited liability company formed in May 2011. Miami Dade LLC currently provides data and voice services in the State of Florida. Miami Dade LLC is authorized by the Commission to provide presumptive domestic telecommunications services pursuant to 47 C.F.R. §63.01. Miami Dade LLC is a wholly-owned subsidiary of Miami Dade Inc.

III. DESCRIPTION OF THE TRANSACTION

By this Application, the Applicants request approval for the transfer of control of certain telecommunications assets, including customer accounts from Miami Dade LLC to Cloud.

IV. PUBLIC INTEREST STATEMENT

The proposed transfer of control described herein will serve the public interest. With the acquisition of selected assets and customers of Miami Dade LLC, Cloud will be able to continue to provide high-quality, uninterrupted services to those customers. Cloud will both expand its customer base and expand its geographic reach to be better able to serve its customers with domestic communications needs.

At the same time, the proposed transaction does not present any anti-competitive issues. The transaction will be completely transparent to consumers. Those customers that will be retained by Miami Dade LLC will continue to receive high-quality communications services without interruption and without change in rates, terms or conditions. Furthermore, the proposed transaction will not have a negative impact on competition. No existing or potential competitors will be eliminated as a result of the proposed transaction. To the

contrary, the proposed transaction will provide Cloud with greater operational abilities to continue to provide new and current services to its customers, thereby furthering the Commission's policies favoring increased competition and greater diversity and quality of services. This will enable Cloud to be a more effective competitor in the markets in which it operates, which will further benefit consumers by bringing a diversity of services at competitive prices.

V. INFORMATION REQUIRED BY SECTION 63.04 OF THE COMMISSION'S RULES

In support of this Application, the Applicants submit the following information pursuant to Section 63.04 of the Commission's Rules.

(1) Name, address and telephone number of the Applicants:

Transferors:

Miami Dade Broadband Coalition, Inc. and its wholly-owned subsidiary
Miami Dade Broadband Coalition I, LLC
c/o Don Slesnick, III
100 S. Biscayne Blvd., Suite 915
Miami, Florida 33131
Email: don@sfdigitalalliance.org

Transferee:

Cloud Computing Concepts, LLC
c/o Rick Mancinelli
110 E. Atlantic Avenue, Suite 420
Delray Beach, FL 33444
Email: rmancinelli@c3cloud.com

(2) Jurisdiction of Organizations

Transferors:

Miami Dade Broadband Coalition, Inc. is a Florida non-profit corporation who does not directly hold any FCC licenses. Miami Dade Broadband Coalition I, LLC ("Miami Dade LLC") is a Florida limited liability company that holds presumptive

domestic telecommunications authority pursuant to 47 C.F.R. §63.01. Miami Dade LLC holds a presumptive domestic telecommunications authority pursuant to 47 C.F.R. §63.01.

Transferee:

Cloud Computing Concepts, LLC is a Florida limited liability company who holds a presumptive domestic telecommunications authority pursuant to 47 C.F.R. §63.01 and international telecommunications authority pursuant to ITC-214-21051104-00250

(3) Correspondence concerning this Application should be sent to:

Leon Nowalsky, Esq.
Nowalsky & Gothard, APLLC
1420 Veterans Blvd.
Metairie, LA 70005
Telephone (504) 832-1984
lnowalsky@nbglaw.com

(4) Name, address, citizenship and principal business of any person or entity that directly or indirectly owns at least ten (10) percent of the equity of the applicant, and the percentage of equity owned by each of those entities (to the nearest one percent):

The following individuals own 10% or more of the equity or voting interests in subject entities:

A. Pre-Transaction Ownership of Cloud:

Name:	Richard V. Mancinelli
Address:	3011 Jasmine Terrace Delray Beach, FL 33483
Citizenship:	United States
Principal Business:	Telecommunications
Ownership:	100%

B. Post-Closing Ownership of Cloud:

Same as above

C. Pre-Transaction Ownership of Miami Dade Broadband Coalition, Inc.

Miami Dade Broadband Coalition, Inc. is a non-profit corporation controlled by a Board of Directors

Name: Don Slesnick, III
Address: 100 S. Biscayne Blvd.
Miami, FL 33131
Citizenship: United States
Principal Business: Executive Director
Ownership: None

Name: Jim Osteen
Address: 100 S. Biscayne Blvd.
Miami, FL 33131
Citizenship: United States
Principal Business: Director of Community Relations
Ownership: None

Name: Hugo G. Perez
Address: 100 S. Biscayne Blvd.
Miami, FL 33131
Citizenship: United States
Principal Business: Chair
Ownership: None

Name: Jackie Zelman
Address: 100 S. Biscayne Blvd.
Miami, FL 33131
Citizenship: United States
Principal Business: Vice Chair
Ownership: None

Name: Ivon Rodriguez
Address: 100 S. Biscayne Blvd.
Miami, FL 33131
Citizenship: United States
Principal Business: Treasurer
Ownership: None

D. Post-Transaction Ownership of Miami Dade Broadband Coalition, Inc.

Same as above

E. Pre-Transaction Ownership of Miami Dade Broadband Coalition I, LLC

Name: Miami Dade Broadband Coalition, Inc.
Address: 100 S. Biscayne Blvd.
Miami, FL 33131
Citizenship: United States
Principal Business: Telecommunications Non-Profit
Ownership: 100%

F. Post Transaction Ownership of Miami Dade Broadband Coalition I, LLC

Same as above

No other person or entity holds 10% or more of the equity or voting interests in any of the entities.

(5) Anti-Drug Abuse Act Certification

Applicants certify that no party to the Application is subject to a denial of Federal benefits pursuant to section 5301 of the Anti-Drug Abuse Act of 1988. *See* 21 U.S.C. § 853(a), *see also* 47 C.F.R. §§ 1.2001-1.2003.

(6) Description of the Transaction

A description of the proposed transaction is set forth in Section II above.

(7) Geographic Areas Served

Miami Dade LLC provides one or more of its services in the State of Florida.

Cloud provides one or more of its services in the States of Florida, Texas, New York, New Jersey, Pennsylvania and Massachusetts.

(8) Presumption of Non-Dominance and Qualification for Streamlining

This Application is eligible for streamlined processing pursuant to Section 63.03(b)(2) of the Commission's Rules, 47 C.F.R. § 63.03(b)(2), because (1) the proposed transaction will result in Cloud (including its affiliates, as that term is defined in Section 3(1) of the Act) having a market share in the interstate, interexchange market of less than

10 percent; (2) Cloud will provide competitive telephone exchange services or exchange access services (if at all) exclusively in geographic areas served by a dominant local exchange carrier that is not a party to the transaction; and (3) neither Cloud, Miami Dade Inc. or Miami Dade LLC nor any of their respective affiliates are regulated as dominant with respect to any service.

(9): Other Pending Commission Applications Concerning the Proposed Transaction

None.

(10): Special Consideration Requests Due to Imminent Business Failure

None.

(11): Waiver Requests (If Any)

None.

(12): Public Interest Statement

The proposed transaction is in the public interest for the reasons detailed in Section IV of the Application.

VII. CONCLUSION

Based on the foregoing, the Applicants respectfully submit that the public interest, convenience, and necessity would be furthered by grant of this Application.

Date: 5-30-18

Respectfully submitted,

Cloud Computing Concepts, LLC

**Miami Dade Broadband Coalition, Inc.
Miami Dade Broadband Coalition I, LLC**



Leon Nowalsky, Esq. *126*
Nowalsky & Gothard, APLLC
1420 Veterans Blvd.
Metairie, LA 70005

Counsel to Transferee and Transferors

Date: 5-30-18

STATE OF LOUISIANA
PARISH OF JEFFERSON

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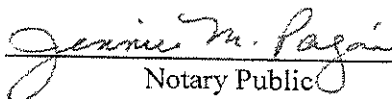
VERIFICATION

I, Richard V. Mancinelli, hereby declare that I am the President of Cloud Computing Concepts, LLC ("Cloud") that I am authorized to make this Verification on behalf of Cloud, that the foregoing filing was prepared under my direction and supervision; and that the contents are true and correct to the best of my knowledge, information, and belief.



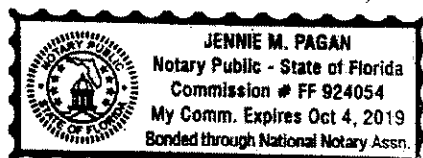
Richard V. Mancinelli
President
Cloud Computing Concepts, LLC
778 NE 33rd Street
Boca Raton, FL 33431

Sworn to and subscribed before me
this 17 day of MAY, 2018.


Notary Public

My commission expires: Oct. 4, 2019

(NOTARIAL SEAL)

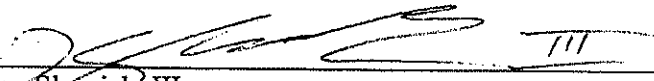


STATE OF LOUISIANA
PARISH OF JEFFERSON

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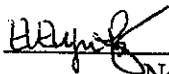
VERIFICATION

I, Don Slesnick, III, hereby declare that I am the Executive Director of Miami Dade Broadband Coalition, Inc and Miami Dade Broadband Coalition I, LLC ("Miami Dade") that I am authorized to make this Verification on behalf of Miami Dade, that the foregoing filing was prepared under my direction and supervision; and that the contents are true and correct to the best of my knowledge, information, and belief.



Don Slesnick, III
Executive Director
Miami Dade Broadband Coalition, Inc.
Miami Dade Broadband Coalition I, LLC
100 S. Biscayne Blvd.
Miami, FL 33131

Sworn to and subscribed before me
this 22nd day of May, 2018.



Notary Public

My commission expires: 1/09/2022

(NOTARIAL SEAL)

