

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

In the Matter of the Joint Application of	)	
	)	
<b>Legacy Long Distance International, Inc.</b>	)	WC Docket No. 20-_____
<b>d/b/a Legacy Inmate Communications,</b>	)	
Assignor	)	IB File No. ITC-ASG-
	)	2020-_____
	)	
and	)	
	)	
<b>Global Tel*Link Corporation,</b>	)	
Assignee	)	
	)	
Application for Consent to Assign Assets and/or	)	
Transfer Control of Certain Assets pursuant to Section 214	)	
of the Communications Act of 1934, as Amended	)	
	)	

**JOINT APPLICATION**

Legacy Long Distance International, Inc. d/b/a Legacy Inmate Communications (“Legacy” or “Assignor”) and Global Tel\*Link Corporation (“GTL” or “Assignee”) (Assignor and Assignee collectively, the “Applicants”), pursuant to Section 214 of the Communications Act of 1934, as amended (the “Act”), 47 U.S.C. § 214, and Sections 63.04 and 63.24 of the Commission’s Rules, 47 C.F.R. §§ 63.04, 63.24, request Federal Communications Commission (“Commission” or “FCC”) approval to assign and/or transfer control of certain Legacy assets to GTL, excluding the Commission authorizations held by Legacy.<sup>1</sup>

In support of this Application, Applicants provide the following information:

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<sup>1</sup> *Amendment of Parts 1 and 63 of the Commission’s Rules*, 22 FCC Rcd 11398, ¶ 38 (2007) (indicating that asset acquisitions should be treated as assignments under the Commission’s international Section 214 rules); *Implementation of Further Streamlining Measures for Domestic Section 214 Authorizations*, 17 FCC Rcd 5517, ¶ 59 (2002) (finding that asset acquisitions should be treated as transfers of control under the Commission’s domestic Section 214 rules).

## **I. DESCRIPTION OF THE APPLICANTS**

### **A. Legacy Long Distance International, Inc. d/b/a Legacy Inmate Communications (FRN: 0003725322)**

Legacy is a California corporation with headquarters located at 10833 Valley View Drive, Suite 150, Cypress, CA 90830. Legacy is a wholly owned subsidiary of Jail Education Solutions, Inc. d/b/a Edovo (“Edovo”), a Delaware corporation, with its principal place of business located at 215 W. Superior Street, Suite 600, Chicago, IL 60654. Legacy is a full-service provider of inmate communications and investigative technology services at hundreds of correctional institutions nationwide. Legacy is authorized by the FCC to provide domestic and international telecommunications services.<sup>2</sup>

### **B. Global Tel\*Link Corporation (FRN: 0003734985)**

GTL is an Idaho corporation with headquarters located at 3120 Fairview Park Drive, Suite 300, Falls Church, VA 22042. GTL has authority to provide interstate and international telecommunications services.<sup>3</sup> The following wholly owned subsidiaries of GTL also hold authority to provide interstate and international telecommunications services and/or interconnected Voice over Internet Protocol (“VoIP”) services: (1) DSI-ITI, Inc.;<sup>4</sup> (2) Public Communications Services, Inc.;<sup>5</sup> (3) Value-Added Communications, Inc.;<sup>6</sup> and (4) Telmate LLC.<sup>7</sup> GTL and its wholly owned subsidiaries either offer service or are certificated to offer telecommunications services, interexchange services, payphone services, operator services, or inmate calling services (“ICS”) in Puerto Rico, the District of Columbia, and all fifty (50) states

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<sup>2</sup> FCC Filer ID 817998; IB File No. ITC-214-19961125-00596.

<sup>3</sup> FCC Filer ID 809240; IB File No. ITC-214-19970128-00044.

<sup>4</sup> FCC Filer ID 828195; IB File No. ITC-214-20100407-00149.

<sup>5</sup> FCC Filer ID 823820; IB File No. ITC-214-19980903-00628.

<sup>6</sup> FCC Filer ID 817348; IB File No. ITC-214-19920915-00084.

<sup>7</sup> FCC Filer ID 828639.

with the exception of Alaska. GTL specializes in the provision of managed inmate communications services, including ICS, and manufactures equipment used in correctional facilities.

## **II. REQUEST FOR STREAMLINED TREATMENT OF APPLICATION**

Under Section 63.04(b) of the Commission's Rules, Applicants are filing a combined domestic and international Application. Applicants respectfully request streamlined treatment of this Application pursuant to Sections 63.03, 63.10, and 63.12 of the Commission's Rules.

This Application is eligible for streamlined processing pursuant to Section 63.03(b)(2) of the Commission's Rules because immediately following the Transaction: (1) Assignee will have a market share in the interstate interexchange market of less than ten percent (10%); (2) Assignee will provide competitive telephone exchange services exclusively in geographic areas served by a dominant local exchange carrier that is not a party to the Transaction; and (3) no Applicant nor any of their respective affiliates or subsidiaries are regulated as dominant with respect to any service.

This Application also qualifies for streamlined treatment under Section 63.12 of the Commission's rules because: (1) Applicants are not affiliated with a dominant foreign carrier; (2) as a result of the transaction, Applicants will not be affiliated with any foreign carrier as defined in the Commission's rules; and (3) none of the other scenarios outlined in Section 63.12(c) of the Commission's rules apply.

## **III. DESCRIPTION OF THE TRANSACTION**

On July 2, 2020, GTL, Legacy, and Edovo entered into a Master Transaction Agreement ("Agreement") pursuant to which GTL will purchase certain assets and customers of Legacy, including certain customer accounts and receivables, certain customer agreements and contracts, certain vendor agreements and contracts, and certain equipment (the "Transaction"). The assets

to be purchased do not include the Commission authorizations held by Legacy. Consummation of the Transaction is contingent on, among other things, receipt of all necessary regulatory approvals.

Pursuant to the Transaction, Legacy will assign the following correctional facility contracts to GTL: (1) Cook County, Illinois; (2) Fresno County, California; (3) Maine Department of Corrections; (4) Bay County, Florida; (5) Sonoma County, California; (6) Kane County, Illinois; (7) City of Santa Ana, California; (8) Jackson County, Oregon; (9) Mendocino County, California; (10) Carroll County, Maryland; (11) Yolo County, California; (12) Dunn County, Wisconsin; and (13) Santa Clara County, California (collectively, the “Correctional Facility Customers”). As a result of the Transaction, GTL will provide ICS to the Correctional Facility Customers pursuant to the terms of the above-referenced contracts.

The Correctional Facility Customers will receive notice of the Transaction as required under the terms of Legacy’s existing contracts with the Correctional Facility Customers. Inmates and their friends and family also will be notified that GTL is now the provider of ICS in the correctional facility via web-posting, internal posting, recorded messages on the interactive voice response (“IVR”) system, and customer service representatives. Current Legacy customers will receive service from GTL pursuant to the same or similar rates, terms, and conditions without any immediate changes. GTL will continue to provide a high level of technical operations and customer service to Legacy’s customers after consummation of the Transaction.

#### **IV. PUBLIC INTEREST STATEMENT**

Applicants submit the Transaction is in the public interest, convenience, and necessity as it will permit the continued, uninterrupted provision of high-quality service to the Correctional

Facility Customers, inmates, and their friends and families. The proposed Transaction will have no adverse impact on customers and will not alter the manner of service delivery to Legacy's current customers. Following consummation of the Transaction, GTL will continue to provide high-quality communications services to Legacy's customers without interruption and without immediate change in rates, terms, or conditions.

Customers will benefit from the extensive telecommunications experience and expertise of GTL, which has significant experience in the ICS market. Following the Transaction, the affected customers will continue to receive services consistent with the quality of services currently provided by Legacy that will be supported by GTL's experienced and well-qualified management team.

Further, the proposed Transaction will not adversely affect competition because, after consummation of the Transaction, the total share of the interstate interexchange market of GTL will be less than ten percent (10%), and there are many other interexchange and international carriers operating on a nationwide basis, including other ICS providers. The Transaction will not provide Applicants with any competitive advantage as the result of concentration of fiber assets and will not harm consumers or negatively impact the market for facilities-based service. The proposed Transaction will not have a negative impact on the public interest, services to customers, or competition.

**V. INFORMATION REQUIRED BY SECTION 63.24(e)**

Pursuant to Section 63.24(e)(2) of the Commission's Rules, the Applicants submit the following information requested in Section 63.18(a)-(d) and (h)-(p) in support of this Application:

(a) **Name, address and telephone number of each Applicant:**

Assignor:

Legacy Long Distance International, Inc.  
d/b/a Legacy Inmate Communications  
10833 Valley View Drive  
Suite 150  
Cypress, CA 90830  
877-553-4440 (telephone)

**FRN: 0003725322**

Assignee:

Global Tel\*Link Corporation  
3120 Fairview Park Drive  
Suite 300  
Falls Church, VA 22042  
703-955-3915 (telephone)

**FRN: 0003734985**

(b) **Jurisdiction of Applicants:**

Assignor: Legacy is a California corporation

Assignee: GTL is an Idaho corporation

(c) **(Answer to Question 10)** Correspondence concerning this Application should be

sent to:

For Assignor:

Brian Hill  
Chief Executive Officer  
10833 Valley View Street, Suite 150  
Cypress, CA 90630  
Telephone: 877-553-4440  
brian@edovo.com

For Assignee:

Chérie R. Kiser  
Angela F. Collins  
Cahill Gordon & Reindel LLP  
1990 K Street, N.W. Suite 950  
Washington, DC 20006  
Telephone: 202-862-8900

Fax: 866-255-0185  
ckiser@cahill.com  
acollins@cahill.com

**(d) Section 214 Authorizations**

Assignor: Legacy is authorized by the FCC to provide domestic and international telecommunications services.<sup>8</sup>

Assignee: GTL is authorized by the FCC to provide interstate and international telecommunications services.<sup>9</sup>

**(h) (Answer to Questions 11 & 12)** After consummation of the Transaction, the following entities will hold a 10% or greater direct or indirect interest in GTL:

GTEL Holdings, Inc. – GTL is a wholly owned subsidiary of GTEL Holdings, Inc., a Delaware corporation whose principal business is telecommunications holdings. The address for GTEL Holdings, Inc. is 2609 Cameron Street, Mobile, Alabama 36607.

GTEL Acquisition Corp. – GTEL Holdings, Inc. is a wholly owned subsidiary of GTEL Acquisition Corp., a Delaware corporation whose principal business is telecommunications holdings. The address for GTEL Acquisition Corp. is 2609 Cameron Street, Mobile, Alabama 36607.

ASP GTEL Holdco, LLC – GTEL Acquisition Corp. is a wholly owned subsidiary of ASP GTEL Holdco, LLC (“ASP GTEL”), a Delaware limited liability company that is a holding company with no operations. The address for ASP GTEL is c/o American Securities LLC, 299 Park Avenue, 34th Floor, New York, NY 10171.

ASP GTEL Investco, LP – ASP GTEL Investco, LP (“ASP Investco”), a Delaware limited liability company located at c/o American Securities LLC, 299 Park Avenue, 34th Floor,

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<sup>8</sup> FCC Filer ID 817998; IB File No. ITC-214-19961125-00596.

<sup>9</sup> FCC Filer ID 809240; IB File No. ITC-214-19970128-00044.

New York, NY 10171, owns approximately 96% of the outstanding common equity of ASP GTEL. ASP Investco is a holding company whose sole investment is the interests in ASP GTEL.

American Securities Partners VI, LP (“ASP VI”) – ASP VI, a Delaware limited partnership located at c/o American Securities LLC, 299 Park Avenue, 34th Floor, New York, NY 10171, owns approximately 98% of ASP Investco. No limited partner in ASP VI owns a 10% or greater interest in ASP VI. ASP VI is a private equity fund managed by American Securities LLC, an investment advisor registered with the Securities and Exchange Commission.

To Assignee’s knowledge and other than as set forth in this Application, no other person or entity, directly or indirectly, will own or control a 10% or greater interest in GTL after consummation of the Transaction. Neither GTL nor any of its ten percent (10%) or greater direct or indirect owners set forth above hold any interests in any other telecommunications-related entities or are affiliated<sup>10</sup> with any other telecommunications-related entities other than as set forth in this Application.

Applicants do not have any interlocking directorates with a foreign carrier,<sup>11</sup> nor will GTL have any such directorates after consummation of the Transaction.

(i) **(Answer to Question 14)** Assignee certifies that it is not a foreign carrier and currently is not affiliated with a foreign carrier.

(j) **(Answer to Question 15)** Assignee certifies that upon consummation of the Transaction it will not provide international telecommunications services to any destination country in which: (1) GTL is a foreign carrier in the destination market; (2) GTL controls a foreign carrier in the destination market; (3) any entity that owns more than twenty-five (25%) of

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<sup>10</sup> As defined in Section 3 of the Communications Act of 1934, 47 U.S.C. § 153(2).

<sup>11</sup> As defined by 47 C.F.R. § 63.09(d).

GTL or that controls GTL controls a foreign carrier in the destination market; and (4) two or more foreign carriers (or parties that control foreign carriers) own, in the aggregate, more than twenty-five percent (25%) of GTL and are parties to, or the beneficiaries of, a contractual relationship affecting the provision or marketing of international basic telecommunications services in the United States.

(k) Not applicable.

(l) Assignee will not resell the international switched services of an unaffiliated U.S. carrier for the purpose of providing international telecommunications services to a country where it is a foreign carrier or is affiliated with a foreign carrier.

(m) Not applicable.

(n) Assignee certifies that it has not agreed to accept special concessions directly or indirectly from any foreign carrier with respect to any U.S. international route where the foreign carrier possesses market power on the foreign end of the route and will not enter into such agreements in the future.

(o) Applicants certify that they are not subject to denial of federal benefits pursuant to Section 5301 of the Anti-Drug Abuse Act of 1998. *See* 21 U.S.C. § 853a; *see also* 47 C.F.R. §§ 1.2001-1.2003.

(p) Applicants respectfully submit that this Application is eligible for streamlined processing for the reasons set forth in Section II above.

## **VI. INFORMATION REQUIRED BY SECTION 63.04**

Pursuant to Commission Rule 63.04(b), 47 C.F.R. § 63.04(b), Applicants submit the following information in support of their request for domestic Section 214 authority to transfer

control of certain Legacy assets to GTL in order to address the requirements set forth in Commission Rule 63.04(a)(6)-(12):

**(a)(6)** A description of the proposed Transaction is set forth in Section III above.

**(a)(7)** GTL and its wholly owned subsidiaries either offer service or are certificated to offer telecommunications services, interexchange services, payphone services, operator services, or ICS in Puerto Rico, the District of Columbia, and all fifty (50) states with the exception of Alaska. Legacy is in the process of discontinuing or cancelling its authorization to provide telecommunications service in the states.

**(a)(8)** Applicants respectfully submit that this Application is eligible for streamlined processing for the reasons set forth in Section II of the Application.

**(a)(9)** Other than the interstate and international Section 214 authorizations described in this Application, Assignee does not hold any other authorizations or licenses from the Commission. Therefore, no other applications are being filed with the Commission with respect to this Transaction.

**(a)(10)** No party is requesting special consideration because it is facing imminent business failure.

**(a)(11)** Not applicable.

**(a)(12)** The Transaction is in the public interest for the reasons set forth in Section IV of the Application.

**VII. CONCLUSION**

For the reasons stated above, Applicants respectfully submit that the public interest, convenience, and necessity would be furthered by a grant of this Application.

Respectfully submitted,

**LEGACY LONG DISTANCE  
INTERNATIONAL, INC. d/b/a  
LEGACY INMATE COMMUNICATIONS**

**GLOBAL TEL\*LINK CORPORATION**

*/s/ Brian Hill*

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Brian Hill  
Chief Executive Officer  
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Cypress, CA 90630  
Tel: 877-553-4440  
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*/s/ John C. Pitsenberger*

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John C. Pitsenberger  
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ckiser@cahill.com  
acollins@cahill.com

Dated: July 8, 2020

## VERIFICATION

I, Brian Hill, state under penalty of perjury that I am the Chief Executive Officer of Legacy Long Distance International, Inc. d/b/a Legacy Inmate Communications (the “Company”); that I am authorized to make this Verification on behalf of the Company; that I have read the foregoing document; and that any statements in the foregoing document with respect to the Company, except as otherwise specifically attributed, are true and correct to the best of my knowledge, information, and belief.

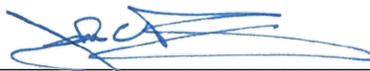
Executed on: July 7, 2020

  
\_\_\_\_\_  
Name: Brian Hill  
Title: Chief Executive Officer

## VERIFICATION

I, John C. Pitsenberger, state under penalty of perjury that I am the Chief Financial Officer of Global Tel\*Link Corporation (the “Company”); that I am authorized to make this Verification on behalf of the Company; that I have read the foregoing document; and that any statements in the foregoing document with respect to the Company, except as otherwise specifically attributed, are true and correct to the best of my knowledge, information, and belief.

Executed on: July 7, 2020



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Name: John C. Pitsenberger  
Title: Chief Financial Officer