

**Before the  
FEDERAL COMMUNICATIONS COMMISSION  
Washington, DC 20554**

<b>In the Matter of</b>	)	
	)	
<b>Slappey Telephone, Inc.</b>	)	
<b>Transferor,</b>	)	
	)	
<b>and</b>	)	
	)	
<b>Slappey Communications, LLC</b>	)	WC Docket No. _____
<b>Transferee</b>	)	
	)	IB File No. ITC-T/C-
	)	2019 _____
Joint Application for Consent to Transfer Control of	)	
Domestic and International Authorizations Pursuant to	)	
Section 214 of the Communications Act of 1934, As	)	
Amended	)	

**JOINT APPLICATION FOR CONSENT TO TRANSFER CONTROL OF  
DOMESTIC AND INTERNATIONAL SECTION 214 AUTHORITY  
(STREAMLINED PROCESSING REQUESTED)**

Pursuant to section 214 of the Communications Act of 1934, as amended,<sup>1</sup> and section 63.04 of the Commission’s Rules,<sup>2</sup> Slappey Telephone, Inc., an Alabama corporation ("Slappey Telephone") and Slappey Communications, LLC, a Texas limited liability company ("Slappey Communications"), together with BMP Slappey Holdco, LLC, a Texas limited liability company ("BMP Holdco") and Baymark Partners, LP, a Texas limited partnership ("Baymark Partners"), and, together with Slappey Telephone, Slappey Communications and BMP Holdco (collectively, "Applicants"), respectfully submit this application for the approval of a transaction under which Slappey Telephone

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<sup>1</sup> 47 U.S.C. § 214

<sup>2</sup> 47 C.F.R. § 63.04.

will sell certain of its regulated assets to Slappey Communications, a wholly-owned subsidiary of BMP Holdco, an affiliate of Baymark Partners.

The Applicants request streamlined treatment of this Application pursuant to section 63.03 of the Commission's Rules.<sup>3</sup> This Application is eligible for streamlined processing pursuant to Section 63.03(b)(2) of the Commission's Rules on the basis that: (1) the proposed transaction will not result in the Applicants (including their affiliates, as that term is defined in Section 3(1) of the Act) having a market share in the interstate, interexchange market of greater than ten (10) percent; (2) the Applicants (including their affiliates) 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 the Applicants nor any of their affiliates are regulated as dominant with respect to any service.<sup>4</sup>

In support of their Joint Application, the Applicants hereby state as follows:

## **I. APPLICANTS**

### **A. Slappey Telephone, Inc.**

Slappey Telephone, Inc., an Alabama corporation, is certificated as a competitive local exchange carrier by the Alabama Public Utilities Commission.

Slappey Telephone holds a blanket domestic Section 214 authorization to provide interstate telecommunications service and an international section 214 authorization to

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<sup>3</sup> 47 U.S.C. § 63.03.

<sup>4</sup> *Id* § 63.03(b)(1)-(3).

provide global and limited global facilities-based and resold international telecommunications services. (File No. ITC-214-20040915-00366).

Slappey Telephone offers a range of services to its customers, including voice, data, networking, and Internet services.

Slappey Telephone's principal place of business is located at 4260 Cahaba Heights Court, Birmingham, Alabama 35343. Its telephone number is (205) 970-4209.

The following information is provided for any person or entity that owns a 10% or greater equity interest in Slappey Telephone:

Name	Address	Citizenship	Principal Business	% Equity
William J. Slappey, III	2476 Altadena Rd. Vestavia Hills, AL 35243	U.S.A.	Voice, data and Internet services	82%

B. Slappey Communications, LLC

Slappey Communications is a limited liability company organized under the laws of Texas. Slappey Communications is a wholly-owned subsidiary of BMP Holdco, which is an affiliate of Baymark Partners.

Slappey Communications' principal place of business is located at 4260 Cahaba Heights Court, Suite 100, Birmingham, Alabama 35343. Its telephone number is (205) 970-4209.

The following information is provided for any person or entity that owns a 10% or greater equity interest in Slappey Communications:

Name	Address	Citizenship	Principal Business	% Equity
BMP Slappey Holdco, LLC	Granite Park II 5700 Granite Parkway, Ste. 435 Plano, Texas 75024	U.S.A	Investing/ Lending	100.00%

C. BMP Holdco / Baymark Partners

BMP Holdco is a limited liability company organized under the state laws of Texas. BMP Holdco is owned by certain owners of Slaphey Telephone and investment funds affiliated with Baymark Partners.

Baymark Partners is a Dallas, Texas-based growth-oriented private equity firm that invests in middle market service, distribution, manufacturing and tech-enabled companies. The professionals at Baymark Partners possess over 95 years of successful experience in transitioning middle market companies to a more mature and valuable market position. Among other services and expertise, Baymark Partners provides owners with liquidity and companies with resources to accelerate their growth.

The following information is provided for any person or entity that owns a 10% or greater equity interest in BMP Holdco:

Name	Address	Citizenship	Principal Business	% Equity
BMP Slaphey Investment, LP	Granite Park II 5700 Granite Parkway, Ste. 435 Plano, Texas 75024	U.S.A	Investing/ Lending	51.43%
BMP Slaphey Common, LLC	Granite Park II 5700 Granite Parkway, Ste. 435 Plano, Texas 75024	U.S.A.	Investing/ Lending	15.00%
Novus Method, LLC	3006 Asbury Park Place Vestavia Hills, Alabama 35243	U.S.A.	Investing	13.00%
Argonian, LLC	2920 Lewis Street Vestavia Hills, Alabama 35243	U.S.A.	Investing	12.00%

**II. DESCRIPTION OF THE TRANSACTION**

The transaction involves repayment of various items of indebtedness by Slaphey Telephone and the sale of assets by Slaphey Telephone to Slaphey Communications. William J. Slaphey, III, William J. Slaphey, IV, and Wesley J. Slaphey are the sole record

and beneficial owners of all issued and outstanding equity interests of Slappey Telephone.

Upon closing the transaction, William J. Slappey, IV and Wesley J. Slappey will become employees of Slappey Communications. It is also anticipated that William J. Slappey, III, will become an independent contractor of Slappey Communications on or shortly after closing of the transaction. All other existing employees of Slappey Telephone will be offered employment with Slappey Communications.

Pursuant to the terms of the transaction, Slappey Communications will acquire certain of the assets of Slappey Telephone. The assets will be held by Slappey Communications, which is wholly-owned subsidiary of Baymark Partners.

The transaction is expected to close as soon as possible, subject to regulatory approval.

### **III. PUBLIC INTEREST STATEMENT**

The proposed transaction will serve the public interest. Under new ownership, Slappey Communications will continue to provide high-quality telecommunications services to its U.S. business and enterprise customers while gaining access to the additional financial resources and the operational expertise of Baymark Partners. With the strong financial backing of Baymark Partners, it is anticipated that the transfer of control will bolster Slappey Communications' ability to provide innovative enterprise services and enable the company to become a stronger competitor.

The improved financial environment resulting from the proposed transaction will help ensure a continued high level of service to existing and new customers. Slappey

Communications will continue to be operated by highly experienced, well-qualified management, operating and technical personnel.

In addition, the transaction will not result in a change in services, rates, terms or conditions for customers.. The transaction therefore will be seamless and transparent to customers. Future changes in rates, terms and conditions of service, if any, will be undertaken pursuant to applicable law and contract provisions.

#### **IV. CONTACT INFORMATION**

Correspondence concerning this Application should be sent to:

**If to Slappey Telephone, Inc.:**

Slappey Communications, LLC  
2476 Altadena Road  
Vestavia Hills, AL 35243  
Attn: William J. Slappey, IV  
Email: will.slappey@slappey.com

with a copy to:

Sirote & Permutt, P.C.  
2311 Highland Avenue South  
Birmingham, AL 35205  
Attn: Todd Carlisle  
Email: tcarlisle@sirote.com

**If to BMP Slappey, Baymark Partners  
and/or Slappey Communications:**

Granite Park II  
5700 Granite Parkway, Ste. 435  
Plano, TX 75024  
Attn: David Hook Email:  
dhook@baymarkpartners.com

with a copy to:

Hallett & Perrin, P.C.  
1445 Ross Avenue, Suite 2400  
Dallas, TX 75202  
Attention: Julie Smith Email:  
jsmith@hallettperrin.com

#### **V. ADDITIONAL INFORMATION REQUIRED BY SECTION 63.04**

(a)(5) The Applicants certify that no party to this application is subject to a denial of federal benefits pursuant to section 5301 of the Anti-Drug Abuse Act of 1988.

(a)(9) There are no other Commission applications related to this transaction.

- (a)(10) The Applicants are not requesting special consideration because either party or its subsidiaries and affiliates to the transaction are facing imminent business failure.
- (a)(11) No separately filed waiver requests are being sought in conjunction with this transaction.

#### **IV. 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. Applicants respectfully request that the Commission approve the proposed transaction pursuant to streamlined processing.



Respectfully submitted,

**SLAPPEY TELEPHONE, INC.**

**SLAPPEY COMMUNICATIONS, LLC**

By: 

By: \_\_\_\_\_

Name  
(Printed): Will Slappey

Name  
(Printed): \_\_\_\_\_

Title: COO

Title: \_\_\_\_\_

Date: \_\_\_\_\_

Date: \_\_\_\_\_

Respectfully submitted,

SLAPPEY TELEPHONE, INC.

SLAPPEY COMMUNICATIONS, LLC

By: \_\_\_\_\_

By: \_\_\_\_\_

Name  
(Printed): \_\_\_\_\_

Name  
(Printed): David Hook

Title: \_\_\_\_\_

Title: President

Date: \_\_\_\_\_

Date: \_\_\_\_\_