



PUBLIC NOTICE

Federal Communications Commission
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DA 18-1186

November 20, 2018

**DOMESTIC SECTION 214 APPLICATION FILED FOR THE TRANSFER OF CONTROL
OF MERIPLEX TELECOM, LLC TO CLAIRVEST GROUP INC.**

STREAMLINED PLEADING CYCLE ESTABLISHED

WC Docket No. 18-333

Comments Due: December 4, 2018

Reply Comments Due: December 11, 2018

By this Public Notice, the Wireline Competition Bureau seeks comment from interested parties on an application filed by Henley Investments, Ltd. (Henley) and Clairvest Group Inc. (Clairvest) (collectively, Applicants), pursuant to section 214 of the Communications Act of 1934, as amended, and sections 63.03-04 of the Commission's rules, requesting consent for the transfer of control of Henley's wholly owned subsidiary, Meriplex Telecom, LLC (Meriplex Telecom), to Clairvest.¹

Meriplex Telecom, a Texas limited liability company, provides telecommunications services to the enterprise customers of Meriplex Communications, Ltd. (MCom), a Delaware corporation. Meriplex is currently controlled by Henley, a Texas limited partnership, its general partner.

MCom provides network solutions and other services to the mid-enterprise market. Clairvest, a Canada corporation, holds approximately 59.9 percent of MCom indirectly through three investment funds: CEP V Co-Investment Limited Partnership (CEP Co-Invest) (holding 18 percent of MCom); Clairvest Equity Partners V Limited Partnership (Clairvest Equity V) (holding approximately 35.2 percent of MCom); and Clairvest Equity Partners V-A Limited Partnership (Clairvest Equity V-A) (holding approximately 6.7 percent of MCom).² Kenneth B. Rotman and

¹ See 47 U.S.C. § 214; 47 CFR §§ 63.03-04. Applicants also filed applications for the transfer of authorizations associated with international services. On November 13, 2018 and November 15, 2018, Applicants filed supplements to their domestic section 214 application. Any action on the domestic section 214 applications is without prejudice to Commission action on other related, pending applications.

² Clairvest General Partner V Limited Partnership (Clairvest GP V) is a general partner of CEP Co-Invest, Clairvest Equity V, and Clairvest Equity V-A. Clairvest GP Manageco Inc. (Clairvest Manageco) also is a general partner of Clairvest Equity V and Clairvest Equity V-A, as well as manager of Clairvest Equity V-A. Clairvest GP (GPLP) Inc. (Clairvest GPLP) is the general partner of Clairvest GP V. Clairvest wholly owns Clairvest GPLP and Clairvest Manageco. Applicants state that each of the preceding Clairvest entities are investment companies formed under the laws of Canada.

Gerald R. Heffernan, both Canadian citizens, hold approximately 50.2 percent and 13.3 percent, respectively, of the ownership interests of Clairvest. David Henley and Dusty Corning, both U.S. citizens, hold approximately 30 percent and 10.1 percent, respectively, of the ownership interests of MCom.³ Applicants state that neither Clairvest or any of its affiliates provide domestic telecommunications services.

Pursuant to the terms of the proposed transaction, Meriplex will become a wholly owned subsidiary of MCom, which in turn is, indirectly, majority-owned and controlled by Clairvest. Applicants asserts the proposed transaction is entitled to presumptive streamlined treatment under section 63.03(b)(1)(ii) of the Commission's rules and that a grant of the application will serve the public interest, convenience, and necessity.⁴

Domestic Section 214 Application Filed for the Transfer of Control of
Meriplex Telecom, LLC to Clairvest Group Inc., WC Docket No. 18-333
(filed November 5, 2018).

GENERAL INFORMATION

The transfer of control identified herein has been found, upon initial review, to be acceptable for filing as a streamlined application. The Commission reserves the right to return any transfer application if, upon further examination, it is determined to be defective and not in conformance with the Commission's rules and policies. Pursuant to section 63.03(a) of the Commission's rules, 47 CFR § 63.03(a), interested parties may file comments **on or before December 4, 2018**, and reply comments **on or before December 11, 2018**. Pursuant to section 63.52 of the Commission's rules, 47 CFR § 63.52, commenters must serve a copy of comments on the Applicants no later than the above comment filing date. Unless otherwise notified by the Commission, the Applicants may transfer control on the 31st day after the date of this notice.

Pursuant to section 63.03 of the Commission's rules, 47 CFR § 63.03, parties to this proceeding should file any documents using the Commission's Electronic Comment Filing System (ECFS): <http://apps.fcc.gov/ecfs/>.

In addition, e-mail one copy of each pleading to each of the following:

- 1) Myrva Charles, Competition Policy Division, Wireline Competition Bureau, myrva.charles@fcc.gov;
- 2) Gregory Kwan, Competition Policy Division, Wireline Competition Bureau, gregory.kwan@fcc.gov;
- 3) David Krech, International Bureau; david.krech@fcc.gov;
- 4) Sumita Mukhoty, International Bureau; sumita.mukhoty@fcc.gov; and
- 5) Jim Bird, Office of General Counsel, jim.bird@fcc.gov.

³ Applicants state that, post-closing, no other entity or individual will hold a 10 percent or greater interest in Meriplex Telecom.

⁴ 47 CFR § 63.03(b)(1)(ii).

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The proceeding in this Notice shall be treated as a “permit-but-disclose” proceeding in accordance with the Commission’s *ex parte* rules. Persons making *ex parte* presentations must file a copy of any written presentation or a memorandum summarizing any oral presentation within two business days after the presentation (unless a different deadline applicable to the Sunshine period applies). Persons making oral *ex parte* presentations are reminded that memoranda summarizing the presentation must (1) list all persons attending or otherwise participating in the meeting at which the *ex parte* presentation was made, and (2) summarize all data presented and arguments made during the presentation. If the presentation consisted in whole or in part of the presentation of data or arguments already reflected in the presenter’s written comments, memoranda or other filings in the proceeding, the presenter may provide citations to such data or arguments in his or her prior comments, memoranda, or other filings (specifying the relevant page and/or paragraph numbers where such data or arguments can be found) in lieu of summarizing them in the memorandum. Documents shown or given to Commission staff during *ex parte* meetings are deemed to be written *ex parte* presentations and must be filed consistent with rule 1.1206(b), 47 CFR § 1.1206(b). Participants in this proceeding should familiarize themselves with the Commission’s *ex parte* rules.

For further information, please contact Myrva Charles at (202) 418-1506 or Gregory Kwan at (202) 418-1191.

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