

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

In the Matter of)

Telecommunications Carriers Eligible to)
Receive Universal Service Support)

Boomerang Wireless, LLC)

Petition for Limited Designation as)
An Eligible Telecommunications)
Carrier in Alabama, Connecticut, Delaware,)
the District of Columbia, Florida, Maine,)
New Hampshire, New York, North Carolina,)
Tennessee, and Virginia)

WC Docket No. 09-197

**AMENDED PETITION OF BOOMERANG WIRELESS, LLC FOR DESIGNATION AS
AN ELIGIBLE TELECOMMUNICATIONS CARRIER IN ALABAMA,
CONNECTICUT, DELAWARE, THE DISTRICT OF COLUMBIA, FLORIDA, MAINE,
NEW HAMPSHIRE, NEW YORK, NORTH CAROLINA, TENNESSEE, AND VIRGINIA**

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Original filing date: December 29, 2010
Latest filing date: May 2, 2014

Summary

Boomerang Wireless, LLC (“Boomerang” or the “Applicant”), pursuant to Section 214(e)(6) of the Communications Act of 1934, as amended (the “Act”)¹ and Sections 54.201-54.207 of the Federal Communications Commission’s (“FCC’s” or “Commission’s”) rules,² submits this Amended Petition for Designation as an Eligible Telecommunications Carrier (“ETC”). Boomerang submits this Amended Petition to expand its proposed Lifeline offering. Specifically, and as described below, Boomerang proposes to provide Lifeline customers with low-cost plan options that include 250 MB of data per month, and Lifeline customers who reside on tribal lands with low-cost plan options that include 500 MB of data per month.

On June 6, 2012, Boomerang amended its pending request for ETC designation³ to extend the scope of its original request to include Tribal portions of Boomerang’s territory within the identified states and to update its request for limited ETC designation consistent with the Commission’s rule changes to the Lifeline program and the obligations imposed on Lifeline-only ETCs.⁴ Also, as stated in Boomerang’s Compliance Plan, originally filed March 1, 2012, last revised on July 26, 2012, and approved by the Wireline Competition Bureau (“Bureau”) on August 8, 2012, Boomerang filed the Amended Petition in order to avail itself of the Commission’s conditional grant of blanket forbearance from the “own facilities” requirement of Section 214(e)(1)

¹ See 47 U.S.C. § 214(e)(6).

² See 47 C.F.R. §§ 54.201-54.207.

³ See Petition of Boomerang Wireless, LLC for Designation as an Eligible Telecommunications Carrier in Alabama, Connecticut, Delaware, The District of Columbia, New Hampshire, New York, North Carolina, Tennessee, and Virginia, WC Docket No. 09-197 (filed Dec. 29, 2010) (“Petition”).

⁴ See *Lifeline and Link Up Reform and Modernization, Lifeline and Link Up, Federal-State Joint Board on Universal Service, Advancing Broadband Availability Through Digital Literacy Training*, WC Docket No. 11-42, WC Docket No. 03-109, CC Docket No. 96-45, WC Docket No. 12-23, Report and Order and Further Notice of Proposed Rulemaking, FCC 12-11 (rel. Feb. 6, 2012) (“*Lifeline Reform Order*”).

of the Act.⁵ Boomerang filed a further Amended Petition on September 18, 2012, to expand the scope of its petition to include the State of Florida, define its proposed service area by providing a list of study areas, revise its proposed Lifeline service offerings, and note that its Compliance Plan had been approved by the Bureau.

On December 18, 2012, Boomerang filed a further Amended Petition stating that it will ask all Lifeline applicants in the states listed herein whether they or anyone in their household are receiving Lifeline service from any other provider, including from one of the other major Lifeline providers in the state. Further, Boomerang clarified that only Boomerang employees will enroll applicants in its Lifeline service at Boomerang events where phones are distributed, and with regard to other enrollments, a Boomerang employee will be responsible for overseeing and finalizing every Lifeline enrollment. On February 1, 2013, Boomerang provided additional information regarding its customer service contacts and included a minor addition to its list of study areas for service. On April 11, 2013, Boomerang amended its Petition to: (1) identify its underlying GSM carriers; (2) include a copy of the letter it filed with the Commission regarding its use of the brand enTouch Wireless; (3) include its Lifeline plans for residents of Tribal lands and describe its outreach efforts to such customers; (4) clarify its options for the purchase of additional minutes; and (5) provide revised Lifeline application/certification forms that will be used in the Federal Jurisdiction States.

On May 2, 2014, Boomerang filed a further Amended Petition to expand the scope of its Petition to include the State of Maine. In addition, Boomerang generally updated its Petition, including its corporate structure, underlying carriers, and pricing for top-ups.

Boomerang offers affordable and reliable telecommunications services to low-income

⁵ See *id.* ¶ 369.

end user customers. Boomerang's prepaid wireless services combined with low-cost handsets provide a reasonable alternative to traditional post-paid services. Boomerang provides low-income customers, who might not otherwise be able to afford traditional services, dependable voice and data services as well as additional features and functionalities including, for example, call waiting, caller ID, and voicemail.

Sections 214(e) and 254 of the Act and the Commission's rules expressly authorize the Commission to designate Boomerang as an ETC. Specifically, Section 214(e)(6) of the Act provides that the Commission may confer ETC status on a common carrier where the carrier's services do not fall subject to the jurisdiction of a state commission.⁶ Boomerang provides herewith affirmative statements conclusively proving that the states in which it seeks ETC designation lack jurisdiction to confer ETC status to Boomerang. Further, Boomerang meets the statutory and regulatory requirements for ETC designation. And, finally, consumers will benefit greatly from such designation in the form of low-cost, high-quality wireless service and access to a host of add-on features.

As such, grant of this application is in the public interest, and Boomerang respectfully requests that the Commission grant this application on an expedited basis.

⁶ See 47 U.S.C. § 214(e)(6).

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CONNECTICUT, DELAWARE, THE DISTRICT OF COLUMBIA, FLORIDA,
MAINE, NEW HAMPSHIRE, NEW YORK, NORTH CAROLINA, TENNESSEE,
AND VIRGINIA**

Boomerang Wireless, LLC (“Boomerang” or the “Applicant”), pursuant to Section 214(e)(6) of the Communications Act of 1934, as amended (the “Act”)⁷ and Sections 54.201–54.207 of the Federal Communications Commission’s (“FCC’s” or the “Commission’s”) rules,⁸ hereby files this Amended Petition seeking designation as an Eligible Telecommunications Carrier (“ETC”). Boomerang requests ETC designation for the limited purpose of offering Lifeline services to low-income customers in the identified states.

⁷ See 47 U.S.C. § 214(e)(6).

⁸ See 47 C.F.R. §§ 52.201-52.207.

I. Changes to the Scope of Boomerang’s ETC Petition

Boomerang originally filed its Petition on December 29, 2010.⁹ On June 6, 2012, Boomerang amended its Petition¹⁰ to include Tribal portions of Boomerang’s territory within the identified states and to bring the request for limited ETC designation into compliance with the FCC’s rule changes to the Lifeline program and the obligations imposed on Lifeline-only ETCs.¹¹ Boomerang also filed its amended Petition in order to avail itself of the Commission’s conditional grant of blanket forbearance from the “own facilities” requirement of Section 214(e)(1) of the Act.¹² On September 18, 2012, Boomerang amended its request to extend the scope of its original request for ETC designation to include the State of Florida, define its proposed service area by providing a list of study areas, revise Boomerang’s proposed Lifeline service offerings, and note the approval of Boomerang’s Compliance Plan. On December 18, 2012, Boomerang amended its Petition to state that it will inquire of all Lifeline applicants in the states listed herein whether they or anyone in their household are receiving Lifeline service from any other provider, including from one of the other major Lifeline providers in the state. Boomerang clarified that only Boomerang employees will enroll applicants in its Lifeline service at Boomerang events where phones are distributed, and with regard to other enrollments, a Boomerang employee will be responsible for overseeing and finalizing every Lifeline

⁹ See *Petition of Boomerang Wireless, LLC for Designation as an Eligible Telecommunications Carrier in Alabama, Connecticut, Delaware, the District of Columbia, New Hampshire, New York, North Carolina, Tennessee, and Virginia*, WC Docket No. 09-197 (filed Dec. 29, 2010) (“Petition”).

¹⁰ See *Amended Petition of Boomerang Wireless, LLC for Designation as an Eligible Telecommunications Carrier in Alabama, Connecticut, Delaware, the District of Columbia, New Hampshire, New York, North Carolina, Tennessee, and Virginia*, WC Docket No. 09-197 (filed June 6, 2012).

¹¹ See *Lifeline and Link Up Reform and Modernization, Lifeline and Link Up, Federal-State Joint Board on Universal Service, Advancing Broadband Availability Through Digital Literacy Training*, WC Docket No. 11-42, WC Docket No. 03-109, CC Docket No. 96-45, WC Docket No. 12- 23, Report and Order and Further Notice of Proposed Rulemaking, FCC 12-11 (rel. Feb. 6, 2012) (“*Lifeline Reform Order*”).

¹² See *Lifeline Reform Order*, ¶ 369.

enrollment.¹³ On February 1, 2013, Boomerang provided additional information regarding its customer service contacts and included a minor addition to its list of study areas for service.

On April 11, 2013, Boomerang amended its Petition to (1) identify its underlying GSM carriers; (2) include a copy of the letter it filed with the Commission regarding its use of the brand enTouch Wireless; (3) include its Lifeline plans for residents of Tribal lands and describe its outreach efforts to such customers; (4) clarify its options for the purchase of additional minutes; and (5) provide revised Lifeline application/certification forms that will be used in the Federal Jurisdiction States.

On May 2, 2014, Boomerang amended its Petition to include the State of Maine and to generally update its Petition.

Boomerang is hereby amending its pending request for ETC designation to update its Petition, including underlying carriers, plan information, and pricing for top-ups.

Boomerang demonstrates in this Amended Petition and its Compliance Plan,¹⁴ incorporated by reference and attached as Exhibit A, that it satisfies the conditions necessary to benefit from the Commission's conditional grant of blanket forbearance as well as all the requirements necessary to be designated a "Lifeline-only" ETC — and that it is in the public interest for the Commission to grant this Amended Petition as Boomerang will be able to provide low-income consumers in these states with reliable and cost-effective wireless services. Boomerang's Compliance Plan was originally filed on March 1, 2012, last revised on July 26, 2012, and approved by the Wireline Competition Bureau ("Bureau") on August 8, 2012.¹⁵

¹³ In addition, Boomerang corrected a typo in the chart showing prices for its top-up minutes in Section II.B.

¹⁴ Boomerang Wireless, LLC Amended Compliance Plan, WC Docket Nos. 09-197, 11-42 (filed July 26, 2012).

¹⁵ It is the July 26, 2012 version approved by the Bureau that is included as Exhibit A.

Accordingly, Boomerang respectfully requests that the Commission grant this application on an expedited basis to designate it as an ETC in 11 “Federal Jurisdiction States” — Alabama, Connecticut, Delaware, the District of Columbia, Florida, Maine, New Hampshire, New York, North Carolina, Tennessee, and Virginia.

II. Background

A. Company Overview

Boomerang is one of two wholly owned subsidiaries of HH Ventures LLC, an Iowa company. enMarket, LLC (“enMarket”), previously the distribution channel and subsidiary of HH Ventures LLC, was folded into Boomerang in 2013. Boomerang’s takeover of the distribution function and re-alignment of the management team have enhanced focus on this business. The other subsidiary of HH Ventures LLC is Ready Wireless, LLC (“Ready Wireless”).¹⁶ HH Ventures LLC (“HH Ventures”) is a profitable, cash-flow-positive wireless telecommunications holding company that employs 120 full-time employees. The company’s core management team includes six senior executives with more than 100 years of combined telecommunications experience.

Boomerang seeks ETC designation in order to provide handsets and domestic voice services to low-income customers under the brand enTouch Wireless, including the low cost data-inclusive plans described below.¹⁷ Boomerang also intends to provide Lifeline-only service to residents of Tribal lands. Boomerang, through its affiliate Ready Wireless, has direct, network carrier contracts with Sprint and Verizon Wireless, as well as indirect contracts with GSM

¹⁶ Boomerang provides its updated corporate organization chart as Exhibit B.

¹⁷ See Letter from Boomerang Wireless, LLC Regarding enTouch Wireless Brand, WC Docket Nos. 09-197, 11-42 (filed Sept. 7, 2012) included as Exhibit C.

carriers. The multi-carrier wireless network platform provides robust wireless service coverage across the entire ETC footprint. Boomerang has direct, in-depth experience with building voice, data, and broadband products directly with carriers.

Boomerang's primary distribution models focus on grassroots marketing processes and establishing connections within the communities Boomerang serves. Full time employees create neighborhood events to build awareness of the Lifeline program and to distribute phone services to eligible consumers. Boomerang's approach develops long term ongoing relationships with community organizations to provide grassroots support of targeted populations. These community grassroots efforts keep the enTouch brand relevant and in the forefront of the communities it serves. Event staff is trained on the program compliance requirements and creates a positive community experience. The company also diligently implements measures to prevent waste, fraud, and abuse.

Ready Wireless offers a Mobile Virtual Network Enabler ("MVNE") wholesale platform for ETCs and other non-ETC white label partners as well as for the companies' own retail non-Lifeline brands Ready Mobile and Ready Broadband. The platform integrates technical, infrastructural, and business operations in a scalable, reliable environment. Mobile Virtual Network Operator ("MVNO") customers can select the features and capabilities that meet their business needs. Key features include:

- multiple underlying facilities-based wireless carrier networks (Sprint, Verizon Wireless, and GSM carriers);
- an integrated operating system that includes provisioning, inventory management, interactive voice response ("IVR") systems, billing, and reporting;
- device certifications, procurement, warehousing, and logistics;
- program management and marketing;

- additional features to enhance the user experience, such as free 411 and competitively priced international long distance; and
- access to thousands of reload locations, ensuring that ETC end user customers will be able to purchase additional services to complement their subsidized services.

Ready Mobile is a national brand distributed in over 30,000 retail locations.¹⁸ The expertise developed to meet the rigorous operational demands of publicly traded, chain accounts (*i.e.* Walgreens, CVS, Meijers) is foundational to delivering superior services to ETCs and other white label partners. Two wireless services are offered under the Ready Mobile brand: ReadyMobilePCS and ReadyBroadband. ReadyMobilePCS offers data access to consumers across the country via smart phone technology using recycled, web-enabled phones with broadband data plans. Under the brand ReadyBroadband, the company also provides data access through devices such as laptops, notebooks, tower computers, and a wide array of other equipment. Both smart phones and access devices are provided with national broadband coverage and distributed through national retail chains as well as sold on the e-commerce site (www.readymobile.com).

Through its affiliate Ready Wireless, Boomerang has direct, network carrier contracts with Sprint and Verizon Wireless as well as indirect contracts with GSM carriers. The multi-carrier wireless network platform provides robust wireless service coverage across the entire ETC footprint. HH Ventures and its subsidiaries have direct, in-depth experience with building voice, data, and broadband products directly with carriers.

¹⁸ The history of the Ready Mobile brand goes back to Ready Mobile LLC. Ready Mobile LLC was formed in 2005 and was focused on retail distribution of prepaid wireless products under the Ready Mobile brand name. In May 2007, Titan Global Holdings purchased certain assets from Ready Mobile LLC that included the Ready Mobile branding. Titan operated several other telecommunications ventures. HH Ventures participated in a transaction by which it purchased certain Titan assets, including the Ready Mobile brand on January 17, 2008. None of the Titan owners are part of the HH Ventures ownership.

Experienced in providing broadband data access to consumers across the country, Boomerang is already poised to play a part in achieving the Commission's goal of expanding broadband access to low-income consumers should the Commission decide to support such service as part of the Lifeline program.

Because the Company already has in place nationwide distribution channels and activation processes, it is ready to offer telecommunications services to low-income consumers. Because of the Company's established multi-channel, multi-partner approach, it has the ability to reach eligible consumers throughout the Federal Jurisdiction States. In addition, Boomerang will advertise the availability and prices of its services through a variety of mediums, including online advertising, direct marketing campaigns, print advertising, event-based distribution, seminars, lectures, pamphlet distribution, and meetings with government agencies.

B. Proposed Lifeline Offering

Boomerang will offer its Lifeline service throughout the coverage area of its underlying carriers (Sprint, Verizon Wireless, and GSM carriers) in all states where it is designated as an ETC. The company will offer eligible customers two new Lifeline plans with three options for acquiring a device. These new plans and options will be offered immediately in the FCC states upon Boomerang's designation as an ETC. In non-FCC states where it has been designated an ETC, Boomerang will maintain its existing Lifeline plans and seek permission to offer these new plans and options.

Plan 1: This plan includes 250 units per month (without rollover) in which 1 minute equals 1 unit and 1 text equals 1 unit, as well as 250 MB of data per month. The plan differs depending on the device: (1) for customers who bring their own device, they will pay a \$5 line fee for 90 days of service; (2) for customers who wish to purchase an entry-level smart phone

from Boomerang, they can pay \$25 for the phone, and the \$5 fee will be waived for the first 90 days; after the first 90 days, the \$5 fee for 90 days will apply; (3) for customers who wish to purchase an iPhone 4 or equivalent, they can pay \$50 for the phone, and the \$5 fee will be waived for the first 90 days; after the first 90 days, the \$5 fee for 90 days of service will apply. Should a customer not wish to renew on the 90-day plan for \$5, the plan will convert to a free plan. The free plan will provide 250 units per month and 10 MB of data per month.¹⁹ The free plan will not, however, be advertised or available for first-time customers in the FCC states.

Plan 2. This plan is for customers that reside on Tribal lands. This new Lifeline Tribal plan will include 1100 units without rollover in which 1 minute equals 1 unit and 1 text equals 1 unit, as well as 500 MB of data. The plan also differs depending on the device: (1) customers can pay \$5 for 90 days of service, and will receive a free entry-level smartphone; or (2) customers can pay a one-time \$50 fee for an iPhone 4 or equivalent, with the \$5 line fee waived for the first 90 days, and a \$5 fee for 90 days after that. Also for this Tribal plan, if a customer chooses not to renew the paid plan, he or she will be converted to a free Tribal plan. The free Tribal plan will provide 1000 units per month and 10 MB of data per month.²⁰ The free Tribal plan will not be advertised or available for first-time customers residing on Tribal lands in the FCC states.

Boomerang has updated the top-up products available to Boomerang customers by focusing on the Airfair top-ups. Boomerang entered into a joint venture with InComm to distribute ubiquitous Lifeline top-ups through major retail chains. Beginning in the second quarter of 2013, consumers were able to find these new “Airfair” top-up cards in approved states. The enTouch

¹⁹ This is the same plan that Boomerang currently offers as its standard Lifeline plan, and that it will continue to offer as its standard Lifeline plan in non-FCC states.

²⁰ This is the same plan that Boomerang currently offers as its standard Tribal Lifeline plan, and that it will continue to offer as its standard Tribal Lifeline plan in non-FCC states.

logo is included on the front and back of the card, making it easier for the consumer to associate this top-up with their Lifeline handset. The bundles reflect consumers' increasing desire to have data on their handsets. The bundles are easy to find and represent an improved value to consumers. Presently, the top-up plans are as follows:

- 1) For \$5.00, the customer has 30 days from activation of the top-up to use 100 MB of data.
- 2) For \$10.00, the customer has 30 days from activation of the top-up to use 500 MB of data.
- 3) For \$20.00, the customer has 30 days from activation of the top-up to use 1,500 anytime voice minutes or texts and 10 MB of data.
- 4) For \$30.00, the customer has 30 days from activation of the top-up to use unlimited anytime voice minutes or texts and 5 MB of data.
- 5) For \$50.00, the customer has 30 days from activation of the top-up to use unlimited anytime voice minutes, texts, and data.²¹

Customers will also have the capability of purchasing additional bundles of minutes under the Ready Wireless brand in the following denominations (continuing from the previous list of options):

Denominations	Days of Use	Minutes	Texts	Data	Units (Mins+Text)
\$20.00	30	500	1,000	20 MB	N/A
\$30.00	30	1,000	1,200	30 MB	N/A

²¹ Boomerang's Acceptable Use Policy for the services regarding unlimited plans is outlined in the Terms of Service available on the website located at <http://www.enTouchwireless.com>. The Acceptable Use Policy for the Airfair Unlimited plans is 3,000 minutes or 3,000 texts maximum per month and 1 GB data for the \$30 and \$50 top-up plans.

III. ETC Designation

A. The Commission Has the Authority to Perform the Requested Designations

While the authority to designate ETCs traditionally falls on state utility commissions, Sections 214(e) and 254 of the Act authorize the FCC to designate Boomerang as an ETC in the Federal Jurisdiction States. Specifically, Section 214(e)(6) of the Act provides that the Commission may confer ETC status on a common carrier where the carrier's services do not fall subject to the jurisdiction of a state commission. In its original ETC Petition, Boomerang supplied affirmative statements from all the states in which it seeks ETC designation that these states lack the authority to perform the requested designations for wireless carriers. Those statements were previously submitted as Exhibit D to the May 2, 2014 Amended Petition.²²

Specifically, Boomerang has submitted affirmative statements from state commissions in the identified states showing that each lacks jurisdiction to confer ETC status. Boomerang has submitted copies of the following orders and correspondence:

The Alabama Public Service Commission issued an order finding that its “jurisdiction to grant Eligible Telecommunications Carrier status for universal service purposes does not extend to providers of cellular services, broadband personal communications services, and commercial radio services,” and that “wireless providers seeking ETC status should pursue their designation request with the FCC.”

The Connecticut Department of Public Utility Control provided a letter confirming that it lacks jurisdiction over wireless ETC petitions.

The Delaware Public Service Commission issued an order clarifying that as a “federal

²² See Amended Petition of Boomerang Wireless, LLC for Designation as an Eligible Telecommunications Carrier in Alabama, Connecticut, Delaware, the District of Columbia, Florida, Maine, New Hampshire, New York, North Carolina, Tennessee, and Virginia, WC Docket No. 09-197 (filed May 2, 2014), Exhibit D.

default state,” it does not administer its own ETC program.

The District of Columbia confirmed by letter that it lacks jurisdiction to designate wireless carriers as ETCs.

The Florida Public Service Commission acknowledged by letter that “the revision to Chapter 364, Florida Statutes, changed the Commission’s jurisdiction regarding telecommunications companies.” The letter confirmed that “the Federal Communications Commission, rather than this Commission is the appropriate agency to consider. . .[bids] for ETC status.”

On June 13, 2013, the Maine PUC issued an order amending Chapter 206 of its rules and stated that the PUC “will no longer certify carriers that apply for ETC designation for the sole purpose of offering Lifeline, Link-Up, or other low-income program benefits. Going forward, such carriers will apply to the [FCC] for ETC designation.”

The General Counsel of the New Hampshire Public Utilities Commission issued a letter confirming that the PUC lacks jurisdiction to consider petitions for ETC status filed by mobile radio communication carriers.

The New York Public Service Commission confirmed by letter that it lacks jurisdiction to entertain Boomerang’s ETC petition.

The North Carolina Utilities Commission released an Order concluding that “the Commission lacks jurisdiction over CMRS services and the appropriate venue for the designation of ETC status for such services is with the FCC.”

The Tennessee Regulatory Authority issued an order finding that its statutory “lack of jurisdiction over CMRS providers” precludes it from processing ETC petitions.

The Virginia State Corporation Commission issued an order stating that it “has not asserted

jurisdiction over CMRS carriers” and that wireless ETC applicants “should apply to the Federal Communications Commission.”

Also, while not specifically stated in the original Petition, Boomerang wishes to clarify that it is seeking designation as an ETC in the Tribal areas throughout its service territory in the identified states.

Accordingly, for each of the above states, Boomerang requests that the Commission exercise its authority under Section 214(e)(6) and determine that it is not subject to a state commission’s ETC jurisdiction.

B. Boomerang Satisfies All Requirements to Be Designated a Lifeline-Only ETC

In order to receive an ETC designation, Section 214(e)(1) of the Act and Section 54.201(d) of the Commission’s rules provide that petitioning carriers must:

1. be common carriers;
2. offer all of the services supported by federal USF support mechanisms;
3. use their own facilities or a combination of their own facilities and the resale of another carrier’s services, except where the Commission has forborne from the “own facilities” requirement;
4. advertise the availability and pricing of their universal service support qualifying services; and
5. comply with all of the relevant regulations applicable to ETCs.

1. Boomerang Qualifies as a Common Carrier

Boomerang is a common carrier because it is a company providing interstate and foreign communications by radio²³ and qualifies as a Commercial Mobile Radio Service

²³ The Act defines a common carrier as “any person engaged as a common carrier for hire, in interstate or foreign communications by wire or radio” 47 U.S.C. § 153(11). The Act further defines a “person” to include “an individual, partnership, association, joint-stock company, trust, or corporation.” 47 U.S.C. § 153(39).

("CMRS") provider.²⁴ In addition, section 332(c)(1)(A) of the Act states that CMRS providers will be regulated as common carriers.²⁵

2. Boomerang Offers the Services and Functionalities Supported by the Federal Low-Income Universal Service Program²⁶

In its original Petition, Boomerang established that it would offer all of the services and functionalities supported by the federal low-income Universal Service program. The Company seeks designation as an ETC to provide Lifeline service in the rural and non-rural study areas provided in Exhibit D.²⁷ Boomerang understands that its service area includes the service areas of several rural carriers; however, the public interest factors discussed below and the Commission's precedent in granting ETC designation in such areas justify this designation as an ETC for purposes only of participation in the Lifeline program.²⁸

As set forth in the original petition, Boomerang will provide voice grade access to the public switched telephone network ("PSTN") through its agreements with underlying carriers (Sprint, Verizon Wireless, and GSM carriers) that have executed interconnection agreements with local exchange carriers. As noted above, Boomerang's proposed Lifeline offering will include varying rate plans with different amounts of local usage.

Boomerang will provide its Lifeline subscribers with 911 and E911 access, regardless of activation status and availability of minutes. It will provide its Lifeline subscribers with E911-

²⁴ See 47 C.F.R. § 20.3.

²⁵ See 47 U.S.C. § 332(c)(1)(A).

²⁶ 47 C.F.R. § 54.201(d).

²⁷ The list was previously updated to include the FL SO. Central Bell study area.

²⁸ See also *Telecommunications Carriers Eligible for Support, Lifeline and Link Up Reform*, WC Docket Nos. 09-197, 11-42, Memorandum Opinion and Order (Apr. 15, 2013) (granting forbearance from the requirement of Section 214(c)(5) of the Act, and Section 54.207(b) that the service area of an ETC conform to the service area of any rural telephone company serving the same area.).

compliant handsets and replace, at no additional charge to its subscribers, noncompliant handsets of Lifeline-eligible subscribers who obtain Lifeline-supported services.

Since Boomerang filed its original ETC Petition, the Commission has changed its definition of “supported services” for purposes of USF reimbursement. ETCs are no longer required to offer toll limitation service to low-income consumers if the Lifeline offering provides a set amount of minutes that does not distinguish between toll and non-toll calls.²⁹ Boomerang’s proposed Lifeline offering meets this requirement and, therefore, Boomerang will not offer toll limitation.

3. Boomerang Will Provide the Supported Services Consistent with the Commission’s Grant of Forbearance from Section 214’s Facilities Requirements

Boomerang provides domestic and international voice and data services to low-income consumers as an MVNO, and provides a complete wholesale, MVNE platform to several ETCs and other white label partners using its underlying carriers’ (Sprint and Verizon Wireless) network infrastructure. It purchases capacity on a wholesale basis from these underlying carriers and resells service packages to customers. Thus, it provides its basic voice and data services on a resale basis. Boomerang is not seeking to demonstrate, for purposes of satisfying Section 214(e)(1)(A) of the Act, that it provides the “supported services” described in Section 54.101(a) of the Commission’s rules in the identified states via a combination of its own facilities and the resold facilities of other carriers. Accordingly, Boomerang wishes to avail itself of the Commission’s conditional grant of blanket forbearance for purposes of providing service as a Lifeline-only carrier in these states. As stated above, Boomerang’s Compliance Plan was granted by the Bureau on August 8, 2012, and therefore, Boomerang is not required to make a facilities demonstration.

²⁹ See *Lifeline Reform Order*, ¶ 229.

In addition, as stated above and in its Compliance Plan, incorporated herein by reference and attached hereto as Exhibit A, Boomerang will provide its Lifeline customers with the same access to emergency calling, which is not assessed against service plans, and 911/E911 capable handsets that it currently provides to its existing customers.

4. Boomerang Will Advertise the Availability and Pricing for its Universal Service Qualifying Offerings

Boomerang will advertise both the availability and pricing of its USF-qualifying offerings broadly in a manner reasonably designed to reach those who qualify for the service.³⁰ Its advertisements will be posted in various retail stores included in its distribution network. In addition, Boomerang will advertise the availability and prices of its services through a variety of mediums, including online advertising, direct marketing campaigns, print advertising, event-based distribution, seminars, lectures, pamphlet distribution, and meetings with government agencies. Boomerang's event marketing and distribution platform will use demographic segmentation information to identify locations of populations with great need. Boomerang will organize positive and informative neighborhood events to create a local presence. Boomerang will also be promoting sign-up through online outreach. Boomerang will include all required information in its Lifeline marketing materials, including web, print, and radio advertising as appropriate to support Boomerang's distribution model.

In addition, Boomerang has developed an action plan for reaching out to Tribal areas and partnering with the Tribes. The typical process may include:

- 1) Developing a background package on the Tribal populations in a given state including zip codes, number of households, Tribal affiliations/names, and Boomerang's network coverage.
- 2) Creating and providing an introductory package for the Tribal leadership including, but

³⁰ See 47 C.F.R. § 54.405(b).

not limited to, a company introduction letter, Lifeline overview, service area map noting the coverage availability for the Tribal lands, and a copy of Boomerang's FCC Compliance Plan, which Boomerang would venture to review and discuss at a face-to-face meeting with the Tribal council and/or leadership.

- 3) Arranging for the Tribal Outreach Manager of Boomerang's event management group to meet with the Tribal leadership to determine if Boomerang can partner with the Tribe to reach their people. This would include hiring Tribal members to be cultural guides and provide outreach support. Doing so will help create jobs in the Tribal areas.
- 4) Translating, as necessary, materials for the Tribe or asking that a translator be available.
- 5) Finalizing the distribution plan and training the local people on Boomerang's processes, requirements, and messaging.

5. Boomerang Will Satisfy its Statutory Obligations as an ETC

Boomerang will comply with the service requirements applicable to the support that it receives and the services it provides.³¹

Boomerang has the ability to remain functional in emergencies.³² Boomerang and its underlying carriers have created back-up systems to ensure full functionality in the event of a loss of power or network functionality. Boomerang's facilities are housed in a carrier-class data center with fully redundant power and HVAC, a controlled temperature and humidity environment, fire-threat detection and suppression, year-round critical monitoring, and secure access with biometric security. The facility features redundant generators and redundant fiber optic connectivity. The data center is a reinforced concrete building located in a secure area and collocated with the area electrical utility headquarters. It is powered from separate paths independent of any one electrical generation plant. All systems within the facility are implemented on redundant servers, each with redundant data network and power.

Boomerang will satisfy the requirement to comply with consumer protection and service

³¹ See 47 C.F.R. § 54.202(a)(1)(i).

³² See Petition at 12; 47 C.F.R. § 54.202(a)(2).

quality standards by complying with the Cellular Telecommunications and Internet Association's Consumer Code for Wireless Service.³³ Boomerang customers can call customer service by dialing 611 from their Boomerang handset, and no minutes will be used or decremented for the call. Customers can also call toll-free (866) 488-8719 from any phone to reach customer service. Live customer service operators can be reached between 8:00 am and 10:00 pm Monday through Friday, between 8:00 am and 8:00 pm on Saturday, and between 10:00 am and 7:00 pm on Sunday (all times are in Central Standard Time).

In addition, Boomerang will provide service to any customer making a reasonable request for service throughout its designated service areas. Each of Boomerang's rate plans is comparable to those offered by ILECs in the service areas for which it seeks ETC designation. In fact, Boomerang's rate plans are superior in many respects to rate plans offered by ILECs in its service areas because they provide greater flexibility, reliable service, additional functionalities and features, and lower cost alternatives to ILEC providers' services.

Boomerang is financially and technically capable of providing the Lifeline service in compliance with all of the Commission's low-income program rules.³⁴ Boomerang's parent company, HH Ventures, is a privately held cash-flow-positive wireless telecommunications holding company. HH Ventures has been providing prepaid wireless telecommunications services to non-Lifeline subscribers since 2008. Its core management team includes six senior executives with significant telecommunications experience, and the company employs 60 full time employees.

When combined with its sister company Ready Wireless, Boomerang currently provides

³³ See Petition at 13; 47 C.F.R. § 54.202(a)(3).

³⁴ See 47 C.F.R. 54.202(a)(4).

prepaid wireless services to more than 240,000 subscribers, including more than 70,000 retail customers. HH Ventures does not rely exclusively on USF disbursements to operate, as it receives revenue from providing other services, including managing the platform of Boomerang's sister company, as described above. For the 2013 calendar year, 28 percent of Boomerang and its sister company's revenues was from direct USF reimbursement for Lifeline support; 29 percent of revenue was generated from wireless resale services provided to ETCs; 34 percent of revenue was generated from wireless retail services; and 9 percent of revenue was generated from other non-regulated communications services. Boomerang currently provides wireless Lifeline services to approximately 110,000 subscribers. Boomerang has not been subject to enforcement actions or ETC revocation proceedings in any state.

The terms of Boomerang's proposed Lifeline offering are detailed above in this Amended Petition.

In its original Petition, Boomerang committed to meeting its annual reporting requirements under Section 54.209, now rendered obsolete by the Commission's *Lifeline Reform Order*. Here, Boomerang commits to complying with the certification and reporting requirements contained in sections 54.416 and 54.422.³⁵

C. Boomerang Will Guard against Waste, Fraud, and Abuse

Boomerang has described in its approved Compliance Plan, incorporated herein by reference and attached hereto as Exhibit A, how it will implement the Commission's new procedures to prevent customers from receiving duplicate service, ensure customer eligibility, and re-certify continued customer eligibility. Boomerang provides as Exhibit E a sample of the Lifeline application/certification forms that will be used in the Federal Jurisdiction States. This form will

³⁵ See 47 C.F.R. §§ 54.416, 54.422.

be essentially the same for all of the Federal Jurisdiction States with the exception of state specific elements.³⁶ In addition, during enrollment, Company personnel will inform each Lifeline applicant that he or she may be receiving Lifeline support under another name, and facilitate the applicant's understanding of what constitutes "Lifeline-supported services" and ability to determine whether he or she is already benefiting from Lifeline support, by inquiring of each customer whether they are receiving Lifeline service from one of the other major Lifeline providers in the state (e.g., SafeLink, Assurance). Boomerang is fully integrated with the National Lifeline Accountability Database ("NLAD") and state databases, where available, to check that duplicate and eligibility requirements are met by each applicant.

Finally, only Boomerang employees will enroll applicants in its Lifeline service at Boomerang events where phones are distributed. With regard to other enrollments, a Boomerang employee will be responsible for overseeing and finalizing every Lifeline enrollment prior to sending a phone to the customer and including that customer on an FCC Form 497 for reimbursement. Boomerang does not currently enroll customers at retail locations; however, if it were to do so in the future, Boomerang would not enroll customers at retail locations where it does not have an agency agreement with the retailer. Boomerang will require an agent retailer to have any employee involved in the enrollment process go through the standard Boomerang training process, same as it would for any other agent. By establishing agency relationships with all of its Company personnel, including retail outlets, Boomerang will meet the "deal directly" requirement adopted in the *TracFone Forbearance Order*.³⁷

³⁶ The format for all states will be the same, but the details of each form will differ depending on whether the state has a tribal plan; if there are state-specific eligibility programs; if it is a 135% or 150% income-based state; or if there is a state-specific commission contact.

³⁷ See *Petition of TracFone Wireless, Inc. for Forbearance from 47 U.S.C. § 214(e)(1)(A) and 47 C.F.R. § 54.201(i)*, CC Docket no. 96-45, Order, FCC 05-165, ¶19 (2005).

The Commission determined in the *Lifeline Reform Order* that ETCs may permit agents or representatives to review documentation of consumer program eligibility for Lifeline because “the Commission has consistently found that “[l]icensees and other Commission regulatees are responsible for the acts and omissions of their employees and independent contractors.”³⁸

Because Boomerang would be responsible for the actions of all of its employees and agents, including those enrolling customers in any Boomerang owned or affiliated retail locations, and a Boomerang employee is currently responsible for overseeing and finalizing every Lifeline enrollment prior to including that customer on an FCC Form 497 for reimbursement, the Company will always “deal directly” with its customers to certify and verify the customer’s Lifeline eligibility.

IV. ETC Designation of Boomerang Will Promote the Public Interest

Section 54.202(b) of the Commission’s rules mandates that ETC designations must serve the public interest. In considering whether any designation is in the public interest, “the Commission shall consider the benefits of increased consumer choice, and the unique advantages and disadvantages of the applicant’s service offering.”³⁹ First, Boomerang’s service offers increased consumer choice and has unique advantages for consumers in the geographical areas served. For example, Boomerang’s service provides a low-cost, reliable alternative to traditional rate plans. It allows customers to rely upon the extensive networks of its underlying carriers, while taking advantage of Boomerang’s additional features and services provided by its secure facilities.

In addition, Boomerang’s service meets the goals of the Act. For example, the Act aimed

³⁸ *Lifeline Reform Order*, ¶ 110.

³⁹ 47 C.F.R. § 54.202(b).

to “secure lower prices and higher quality services for American telecommunications consumers and encourage the rapid deployment of new telecommunications technologies” to all American consumers.⁴⁰ Conferring ETC status upon Boomerang will provide consumers with higher quality services at lower prices in the designated service areas. Boomerang’s plans incorporate features specifically designed for lower income individuals in both rural and urban areas.

Further, Boomerang’s prepaid services offer flexibility, providing customers with custom plans for voice services. Boomerang’s plans allow customers, who might not otherwise have access to expensive post-paid plans, to subscribe to voice services without the hurdle of a credit check or the commitment of a contract. And, the service allows customers to purchase minutes on an “as needed” basis.

Designation of Boomerang as an ETC also meets the Commission’s stated goals for promoting competition and increasing customer choice. The Commission has determined that “designation of competitive ETCs promotes competition and benefits consumers in rural and high- cost areas by increasing customer choice, innovative services, and new technologies.”⁴¹

Boomerang adds competition to the marketplace with the addition of its affordable innovative services. Further, its presence as a competitor to ILECs will incentivize incumbent carriers to improve their services and expand their networks in order to remain competitive.

Finally, because Boomerang will remain compliant with each of its ETC responsibilities, the Commission should designate it as an ETC in the proposed service areas.

⁴⁰ Telecommunications Act of 1996, Pub. L. No. 104-104, 110 Stat. 56.

⁴¹ See *Western Wireless Corporation Petition for Designation as an Eligible Telecommunications Carrier in the State of Wyoming*, Memorandum Opinion and Order, CC Docket No. 96-45, 16 FCC Rcd 48, ¶ 17 (2000).

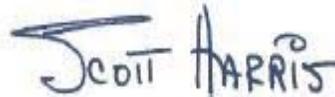
V. Anti-Drug Abuse Certification

No party to this Petition is subject to denial of federal benefits pursuant to Section 5301 of the Anti-Drug Abuse Act of 1998, 21 U.S.C. § 862.

VI. Conclusion

As Boomerang has previously demonstrated, the Commission's grant of this Amended Petition designating Boomerang as a Lifeline-only ETC would promote the public interest. Boomerang requests that the Commission grant this Amended Petition on an expedited basis so that Boomerang may begin providing the benefits of Lifeline service to qualifying low-income consumers.

Respectfully submitted,

A handwritten signature in blue ink that reads "SCOTT HARRIS". The signature is written in a cursive style with a horizontal line underneath it.

Scott Blake Harris
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Susannah Norvell
Harris, Wiltshire & Grannis LLP
1919 M. St. NW, 8th Floor
Washington, D.C., 20036
(202) 730-1300
Counsel for Boomerang Wireless, LLC

August 25, 2015

DECLARATION

I, Kimberley Lehrman, President of Boomerang Wireless, LLC do hereby affirm under penalty of perjury that I have reviewed all of the factual assertions set forth in the foregoing petition for ETC status and that all such statements made therein are true and correct to the best of my knowledge, information and belief.

To the best of my knowledge, no party to this Petition, nor any of their officers, directors, or persons holding five percent or more of the outstanding stock or shares (voting or non-voting) as specified in Section 1.2002(b) of the Commission's rules are subject to denial of federal benefits, including Commission benefits, pursuant to Section 5301 of the Anti-Drug Abuse Act of 1988, 21 U.S.C. § 862.

Executed on August 25, 2015

Kimberley Lehrman
President
Boomerang Wireless, LLC

EXHIBIT A

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July 26, 2012

VIA ECFS

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

Re: Boomerang Wireless, LLC Revised Compliance Plan; WC Docket Nos. 09-197, 11-42

Dear Ms. Dortch:

On March 1, 2012, Boomerang Wireless, LLC (“Boomerang”) submitted its Compliance Plan outlining the measures it will take to implement the conditions imposed by the Commission in its *Lifeline Reform Order*.¹ On April 12, 2012, May 22, 2012, June 13, 2012 and June 29, 2012 Boomerang submitted revised Compliance Plans to provide additional details.

Boomerang has further revised its Compliance Plan (p. 18) at the request of FCC Staff to explain that Boomerang’s customers may de-enroll from Lifeline supported service at any time by simply calling Boomerang’s toll-free customer service line. Boomerang does not require submission of a written request by facsimile or otherwise. In addition, Boomerang is no longer offering a 68 minute Lifeline plan and its Compliance Plan and Lifeline application form have been revised accordingly.

Boomerang hereby re-submits its complete Compliance Plan with the above revisions. Based on the minor nature of these changes, Boomerang reiterates its request for expeditious approval of its Compliance Plan.

¹ See *Lifeline and Link Up Reform and Modernization, Lifeline and Link Up, Federal-State Joint Board on Universal Service, Advancing Broadband Availability Through Digital Literacy Training*, WC Docket No. 11-42, WC Docket No. 03-109, CC Docket No. 96-45, WC Docket No. 12-23, Report And Order and Further Notice Of Proposed Rulemaking, FCC 12-11 (Feb. 6, 2012).

KELLEY DRYE & WARREN LLP

Marlene H. Dortch, Secretary
July 26, 2012
Page Two

This letter and revised Compliance Plan is being filed electronically for inclusion in the public record of the above-referenced proceedings. Please contact the undersigned with any questions.

Respectfully submitted,



John J. Heitmann
Joshua T. Guyan

Counsel to Boomerang Wireless, LLC

cc: Kim Scardino
Divya Shenoy
Garnet Hanly

**Before the
Federal Communications Commission
Washington, D.C. 20554**

In the Matter of)	
)	
Telecommunications Carriers Eligible To Receive Universal Service Support)	WC Docket No. 09-197
)	
Lifeline and Link Up Reform and Modernization)	WC Docket No. 11-42
)	

BOOMERANG WIRELESS, LLC REVISED COMPLIANCE PLAN

Boomerang Wireless, LLC d/b/a Ready Mobile (“Boomerang” or the “Company”) is a prepaid wireless telecommunications carrier seeking designation as an eligible telecommunications carrier (“ETC”) for the limited purpose of offering service supported by the Lifeline program.¹ Boomerang seeks to avail itself of the Federal Communications Commission’s (“Commission”) grant of forbearance from the “own-facilities” requirement contained in Section 214(e)(1)(A),² subject to certain conditions set forth in the Commission’s Order released February 6, 2012.³ Specifically, the Commission provided that a carrier seeking to become a Lifeline-only ETC must comply with certain 911 requirements and file a compliance plan “providing specific information regarding the carrier’s

¹ Boomerang currently has pending a petition for designation as a Lifeline-only ETC in certain states. *See* Amended Petition of Boomerang Wireless, LLC for Designation as an Eligible Telecommunications Carrier in Alabama, Connecticut, Delaware, the District of Columbia, New Hampshire, New York, North Carolina, Tennessee and Virginia, WC Docket No. 09-197 (filed June 6, 2012) (“Petition”). Boomerang seeks authorization to provide Lifeline-only service to residents of Tribal lands as well. Boomerang respectfully requests to incorporate the commitments made herein into the pending Petition.

² 47 U.S.C. § 214(e)(1)(A).

³ *In the Matter of Lifeline and Link Up Reform and Modernization, Lifeline and Link Up, Federal-State Joint Board on Universal Service, Advancing Broadband Availability Through Digital Literacy Training*, WC Docket No. 11-42, WC Docket No. 03-109, CC Docket No. 96-45, WC Docket No. 12-23, Report and Order and Further Notice of Proposed Rulemaking, FCC 12-11 (rel. Feb. 6, 2012) (“Lifeline Reform Order”).

service offerings and outlining the measures the carrier will take to implement the obligations contained in [the] Order.”⁴

Boomerang submits this Revised Compliance Plan (“Compliance Plan”) to detail the policies, procedures and training programs it has developed to guard against waste, fraud and abuse in the Lifeline program. This Revised Compliance Plan is intended to replace Boomerang’s previously filed compliance plan. Boomerang has continued to refine its planned policies and procedures for enrolling eligible Lifeline customers and providing Lifeline services in accordance with the Commission’s Lifeline rules, has formed partnerships and has formulated and adopted internal policies, procedures and training materials in line with the Commission’s Lifeline reform. This Compliance Plan discusses in more detail Boomerang’s plans for qualifying and enrolling eligible customers, includes more specifics about how Boomerang will review eligibility documentation and guard against households receiving duplicate subsidies, and the process for service activation in compliance with the Commission’s new rules.

In this Compliance Plan, Boomerang will describe in more detail the mechanisms and partnerships it already has in place to prevent duplicate benefits to the same household. Above and beyond meeting the Commission’s requirements for guarding against duplicates, Boomerang will go a step further in its outreach by targeting currently unserved/underserved populations. A substantial market segment has not yet been reached by current ETCs. As a result, millions of eligible citizens need Lifeline-supported services but are not currently served by the program. Boomerang has partnerships and established marketing outreach experience and future plans to target this underserved population. This effort, together with Boomerang’s procedures to prevent duplicate subsidies, will serve the important public policy goals of the program to extend critical services to Americans with the greatest needs.

Boomerang’s business model, ethos and objectives support the Lifeline program and its goals. Boomerang’s commitments to comply with the Commission’s Lifeline rules serve the program

⁴ Lifeline Reform Order ¶ 368.

and allow the Company to invest its capital in consumers who meet program eligibility requirements now, but who require reliable, innovative, high quality services for the long haul. Boomerang is continuously refining and improving its practices and procedures for satisfying all of the Commission's Lifeline requirements in order to build a successful Lifeline business that serves customers with the greatest needs.

Background

Boomerang is one of three wholly owned subsidiaries of HH Ventures LLC, an Iowa company.⁵ The other two subsidiaries are enMarket, LLC ("enMarket") and Ready Wireless, LLC ("Ready Wireless"). HH Ventures LLC ("HH Ventures") is a profitable, cash flow positive wireless telecommunications holding company, which employs forty full-time employees. The company's core management team includes six senior executives with more than 100 years of combined telecom experience.

Boomerang seeks ETC designation in order to provide handsets and domestic and international voice services to low-income customers. Boomerang also intends to provide Lifeline-only service to residents of Tribal lands. Boomerang has direct, network carrier contracts with Sprint and Verizon, and is also negotiating a contract with a national GSM provider. The multi-carrier wireless network platform provides robust wireless service coverage across the entire ETC footprint. Boomerang has direct, in-depth experience with building voice, data and broadband products directly with carriers.

HH Ventures formed enMarket in January 2012 to focus on event marketing and distribution for ETCs. Full time employees create neighborhood events to build awareness of the Lifeline program and to distribute phone services to eligible consumers. Event staff is trained on the program compliance requirements, as detailed more fully below, and creates a positive community experience. The company also diligently implements measures to prevent waste, fraud and abuse.

⁵ See Exhibit A for HH Holdings structure, ownership and brands.

In addition, the company has a national partnership to participate in Medicaid managed care organization community events in order to reach a population with significant needs for access to services. This unique partnership with organizations who serve Medicaid recipients is designed to reach in person transient consumers and those who otherwise do not have access to the online, telephone, or paper application process unless supported by another person at an in-person event. Again, as detailed below, employees who engage with potential subscribers at these events receive detailed and extensive training in the Commission's Lifeline eligibility, documentation and other requirements, and how to communicate these requirements clearly to potential subscribers.

Ready Wireless offers an MVNE wholesale platform for ETCs and other non-ETC white label partners as well as for the companies' own retail brands Ready Mobile, Ready Broadband and Trumpet. The platform integrates technical, infrastructure and business operations in a scalable, reliable environment. MVNO customers can select the features and capabilities that meet their business needs. Key features include:

- multiple underlying facilities-based wireless carrier networks (Sprint, Verizon, GSM);
- an integrated operating system, which includes provisioning, inventory management, interactive voice response ("IVR") systems, billing, reporting;
- device certifications, procurement, warehousing, logistics;
- program management and marketing;
- additional features to enhance user experience, such as free 411 and competitively priced international long distance; and
- access to thousands of reload locations, ensuring that ETC end user customers will be able to purchase additional services to complement their subsidized services.

Boomerang has direct control over the databases, systems and processes controlling the customer records, usage records, and reporting. This provides us direct ability to implement current Lifeline guidelines as well as evolve to meet future program policy requirements.

Ready Mobile is a national brand distributed in over 30,000 retail locations.⁶ The expertise developed to meet the rigorous operational demands of publicly traded, chain accounts (*i.e.* Walgreens, CVS, Meijers) is foundational to delivering superior services to ETC and other white label partners. Boomerang offers two wireless services under the Ready Mobile brand: ReadyMobilePCS and ReadyBroadband. ReadyMobilePCS offers data access to consumers across the country via smart phone technology using recycled, web-enabled phones with broadband data plans. Under the brand ReadyBroadband, the company also provides data access through devices such as laptops, notebooks, tower computers, and a wide array of other equipment. Both smart phones and access devices are provided with national broadband coverage and distributed through national retail chains as well as sold on the e-commerce site (www.readymobile.com).

Boomerang has direct, network carrier contracts with Sprint and Verizon and is negotiating a contract with a national GSM provider as well. The multi-carrier wireless network platform provides robust wireless service coverage across the entire ETC footprint. HH Ventures and its subsidiaries have direct, in-depth experience with building voice, data and broadband products directly with carriers.

Boomerang is experienced in providing broadband data access to consumers across the country. Boomerang is poised to play a part in achieving the Commission's goal of expanding broadband access to low-income consumers. Boomerang understands that low income consumers are not early technology adopters. Accessibility and ease of use of Boomerang's products, services and systems allows low-income consumers to take advantage of the power of wireless technology so that we can close the digital divide. Adding data to phone plans is a growing trend in the low-income base of customers, but as the Commission recognizes, lags behind the national norm.

⁶ The history of the Ready Mobile brand goes back to Ready Mobile LLC. Ready Mobile LLC was formed in 2005 and was focused on retail distribution of prepaid wireless products under the Ready Mobile brand name. In May 2007, Titan Global Holdings purchased certain assets from Ready Mobile LLC that included the Ready Mobile branding. Titan operated several other telecommunications ventures. HH Ventures participated in a transaction by which it purchased certain Titan assets, including the Ready Mobile brand on January 17, 2008. None of the Titan owners are part of the HH Ventures ownership.

Boomerang will have data availability turned on in each handset distributed to Lifeline customers that could become the subscriber's daily access to the Internet if they should choose to add data services to their phone.

Because the Company already has in place nationwide distribution channels and activation processes, it is ready to offer broadband access services to low-income consumers. The Company has competitive billing plans for smart phones and other devices, including the ability to bundle data services on smart phones along with voice and text services. Because of the Company's established multi-channel, multi-partner approach, it has the ability to reach eligible consumers throughout the country. In addition, Boomerang will advertise the availability and prices of its services through a variety of mediums, including online advertising, direct marketing campaigns, print advertising, event-based distribution, seminars, lectures, pamphlet distribution, and meetings with government agencies.

Compliance Plan

This Compliance Plan describes the specific measures that Boomerang intends to implement to achieve the objectives of the Commission's Lifeline rules and policies.

I. Policy

Boomerang will comply with all certification and verification requirements for Lifeline eligibility set forth in the Lifeline Reform Order; the Commission's Lifeline rules and policies; the requirements, rules and policies governing the provision of Lifeline service to eligible subscribers residing on reservations or Tribal lands; the provisions of this Compliance Plan; and all laws and regulations governing Boomerang's provision of Lifeline-supported prepaid wireless services to customers throughout the United States.

II. Unrestricted Access to Basic and E911 Services and Certification of Such Access

In the Lifeline Reform Order, the Commission stated that forbearance from the “own-facilities” requirement is conditioned on a carrier seeking limited ETC designation “providing its Lifeline subscribers with 911 and E911 access, regardless of activation status and availability of minutes [and] providing its Lifeline subscribers with E911-compliant handsets and replacing, at no additional charge to the subscriber, noncompliant handsets of Lifeline-eligible subscribers who obtain Lifeline-supported services” starting on the effective date of the order.⁷ Moreover, wireless resellers have an independent obligation to provide access to basic and E911 service, to the extent that the underlying facilities-based licensee has deployed the facilities necessary to deliver E911 information to the appropriate Public Safety Answering Point.⁸ Resellers also have an independent obligation to ensure that all handsets or other devices offered to their customers for voice communication are location capable.⁹

The Commission and consumers are hereby assured that all Boomerang Lifeline customers will have available access to emergency calling services at the time that Lifeline service is initiated and that such 911 and E911 access will be available from Boomerang handsets regardless of the activation status and availability of minutes. Further, Boomerang will ensure that all handsets used in connection with the Company’s Lifeline service offering are E911-compliant. In the event that an existing Boomerang customer does not have an E911-compliant handset, the Company will replace it with a new 911/E911 compliant handset at no charge to the customer. Any new customer who qualifies for and enrolls in the Lifeline program is assured of receiving a 911/E911 compliant handset as well.

⁷ Lifeline Reform Order ¶ 373.

⁸ See 47 C.F.R. § 20.18(m).

⁹ See *id.*

III. Certification and Verification of Lifeline Customers' Eligibility

Boomerang proposes the following Compliance Plan to implement the certification and verification conditions outlined in the Lifeline Reform Order. Boomerang intends to keep these measures in effect until the Commission implements its planned national eligibility database.

A. Policy

Boomerang will comply with all certification and verification requirements for Lifeline eligibility established by states where it is designated as an ETC. In states where there are no state-imposed requirements, no established rules or procedures in place, or in states that do not mandate Lifeline support, Boomerang will obtain certification of eligibility at the outset and will verify consumers' Lifeline eligibility in accordance with the Commission's requirements. Boomerang shares the Commission's concerns about the potential abuse of the Lifeline program and is thus committed to the safeguards stated herein, with the belief that these procedures will prevent Boomerang's customers from engaging in such abuse of the program, inadvertently or intentionally.

B. Certification Procedures

Boomerang will implement certification procedures that enable consumers to demonstrate their eligibility for Lifeline assistance to Boomerang employees or agents by contacting the Company in person or via telephone, facsimile or the Internet. Although the specific process for each means of contact differs slightly, as detailed below, regardless of the means of contact, at the point of sale, consumers will be provided with printed information describing Boomerang's Lifeline program, including eligibility requirements, and with instructions for enrolling. Consumers will be enrolled in person or directed, via company literature, collateral or advertising, to a toll-free number and to the Company's website, which will contain a link to information regarding the Company's Lifeline service plans, including a detailed description of the program and state-specific eligibility criteria. Boomerang's application form will identify that it is a "Lifeline" application. Except in states in which applicants are enrolled through a designated state agency, Boomerang will have direct contact with

all customers applying for Lifeline service, either in person through its employees, agents or representatives, or via the telephone (including facsimile) or mail.

Specifically, at events, Boomerang or enMarket personnel will explain the eligibility requirements for the program, including participation in a qualifying program or earning income below 135% of the Federal Poverty Guidelines and will verify the individual's eligibility. The Boomerang or enMarket employees will also explain the program limitation of one Lifeline service per household. In order to ensure potential customers are fully informed about the Lifeline program and the eligibility process, Boomerang will provide a sufficient number of employees at each event so that, while some individuals are handling the application and eligibility process with applicants, other individuals are available to discuss the requirements with potential customers, answer questions, identify appropriate documents and otherwise assist a customer in preparing for the application/eligibility step. enMarket employees will begin educating potential subscribers as they wait in line at events and explain the application process to prepare them. Employees are instructed that the company has zero tolerance for waste, fraud or abuse, and that they should notify a team lead immediately if they suspect that anyone might be providing false information or attempting to obtain a duplicate Lifeline benefit for themselves or within the same household. At events, when a potential subscriber reaches the front of the line, representatives will again confirm that no member of the individual's household currently receives a Lifeline benefit from another carrier. The representative will mention the name of major ETCs to assist applicants in determining whether they already receive a Lifeline benefit. The representative will reiterate that Lifeline is a government benefit, and that providing false information could subject the applicant to consequences including penalty under perjury. After an applicant has completed the enrollment form, a representative will check the CGM database to determine whether anyone at the same residential address currently receives a Lifeline benefit. If so, the applicant will be asked whether the applicant is a member of a separate household residing at the same address and to complete the form created by USAC to certify that he or she resides in a separate household.

At events, upon completion of the application, representatives will photograph the documentation provided by the customer to prove identity and/or address and program- or income-based eligibility. After this information is reviewed and possibly subject to a compliance audit, described in more detail herein, Boomerang will maintain a record of the type of documentation reviewed to determine eligibility, but will not keep the documentation itself. Finally, representatives will review with the customer instructions in the welcome packet for activating the service or, if the customer explicitly requests, will activate the handset at that time. Boomerang will not seek Lifeline reimbursement until the customer has activated the handset.

Boomerang will also be promoting sign up through online outreach. Boomerang will use search engine optimization and targeted ad placement to reach eligible low-income consumers. To apply for a Boomerang Lifeline service online, a customer will fill out an application, provide the necessary information that all prospective Lifeline customers must provide, and be taken through forms and screens that clearly explain all relevant legal eligibility requirements. If the customer is seeking to qualify for Lifeline service based on their participation in a particular program (or income level), the prospective customer may be able to either upload the forms from scanned documents or print off a Document Submission worksheet and submit the documents to Boomerang where a sales representative will input the prospective customer's information into an eligibility database (if available for the relevant state). However, in most cases, the prospective consumer will fill out the relevant eligibility forms on the computer, and then send copies of the records needed by Boomerang to verify the customer's eligibility to participate in Lifeline.

With the CGM database, all applications will be processed against the only national database compiled with over 2 million current ETC Lifeline subscribers. This real time review will identify two types of duplicate applications: individual duplicate (*i.e.* same SSN, Name, DOB, etc) or duplicate residential addresses. If the entire record is a duplicate, the applicant will receive a message that the application has been rejected. If the residential address is a duplicate, the applicant will receive instructions regarding the definition of household and the opportunity to complete a verification that

the applicant is a member of a unique household at that address that does not currently receive a Lifeline benefit.

For all application processes, Boomerang has an in-house Compliance Officer and compliance metrics to further protect against waste fraud and abuse. This includes real time review of application submissions during events and random sampling of online and paper submissions. Boomerang's internal team will provide another layer of review (*i.e.*, handwriting, submission locations, timing) to identify abuse and carry out disciplinary action.

Once the prospective customer is successfully verified by Boomerang, Boomerang will enroll the customer in the service plan selected by the customer, and then mail the selected handset to the customer. Along with the handset comes a welcome packet with instructions for activating the service. Boomerang will not seek Lifeline reimbursement until the customer has activated the handset by following the instructions detailed herein or by making an outgoing call.

For potential subscribers who avail themselves of the toll-free number to apply for service, the IVR script will emphasize the "one Lifeline benefit per household" restriction through its interaction with the activating customer as well as review the 60 day non-usage rule and Annual Recertification requirements. If a customer wants more information, they will be passed to a live call center operator. Boomerang's sales training materials for call centers will include a discussion of the one benefit per household restriction and the need to ensure that the customer is informed of this restriction.

Boomerang will provide Lifeline-specific training to all personnel, whether employees, agents or representatives, who interact with actual or prospective consumers with respect to obtaining, changing or terminating Lifeline services. The training provides an explanation of the creation and purpose of the Lifeline program, the source of funds to provide access to qualified low-income consumers, program- and income-based eligibility determinations, and a detailed explanation of the one-benefit-per-household limitation. The training emphasizes the importance of clearly explaining the eligibility criteria and limitations to applicants as well as the potential consequences for providing

false information on the application. Trainees learn what documentation is acceptable to verify program- or income-based eligibility and that they must be able to communicate this information clearly to applicants. Trainees are instructed to report to a supervisor if for any reason at all they feel that an individual is trying to abuse the program or falsify eligibility. Trainees must ask an applicant directly if they already have a Lifeline service, and more specifically, mention the names of major Lifeline service providers in the geographic area, such as Safelink, Assurance, or Stand Up Wireless. Trainees are given instruction in checking the available duplicates database to confirm whether anyone else at that residential address is receiving a Lifeline benefit, and if so, to ask the applicant if multiple households reside at the same address. Trainees are also given instruction about when to provide the additional household verification form on which the applicant will certify that his or her household is a separate economic unit and does not already receive a Lifeline benefit. Trainees are instructed on activation procedures and restrictions, including that an account may only be activated by the subscriber or upon the subscriber's express authorization to do so.

Boomerang personnel will take steps to ensure that applicants are eligible to participate in the Lifeline program. All personnel who interact with current or prospective customers will be trained to assist Lifeline applicants in determining whether they are eligible to participate based on state-specific income-based or program-based criteria. These personnel will be trained to answer questions about Lifeline eligibility, and will review required documentation to determine whether it satisfies state-specific eligibility requirements using state-specific checklists. Acceptable documentation of program eligibility includes: (1) the current or prior year's statement of benefits from a qualifying state, federal or Tribal program; (2) a notice letter of participation in a qualifying state, federal or Tribal program; (3) program participation documents (*e.g.*, the consumer's Supplemental Nutrition Assistance Program (SNAP) electronic benefit transfer card or Medicaid participation card (or copy thereof)); or (4) another official document evidencing the consumer's participation in a qualifying state, federal or Tribal program.

Acceptable documentation of income eligibility includes the prior year's state, federal, or Tribal tax return; current income statement from an employer or paycheck stub; a Social Security statement of benefits; a Veterans Administration statement of benefits; a retirement/pension statement of benefits; an Unemployment/Workmen's Compensation statement of benefits; federal or Tribal notice letter of participation in General Assistance; or a divorce decree, child support award, or other official document containing income information for at least three months' time. Boomerang will establish policies and procedures to review such documentation and keep accurate records detailing how the consumer demonstrated his or her eligibility, including collecting information on the enrollment form about what documentation the applicant presented to demonstrate program-based or income-based eligibility. Where Boomerang personnel conclude that proffered documentation is insufficient to establish such eligibility, Boomerang will deny the associated application and inform the applicant of the reason for such rejection. In the event that Boomerang personnel cannot ascertain whether documentation of a specific type is sufficient to establish an applicant's eligibility, the matter will be escalated to supervisory personnel at Boomerang's corporate headquarters.

Consumers who do not complete the application process in person must return the signed application and supporting documentation to the Company by mail, fax, email or other electronic transmission. The Company will accept electronic signatures that meet the requirements of the Electronic Signatures in Global and National Commerce Act, 15 U.S.C. §§ 7001-7006, and any applicable state laws, and may verify consumers' signatures via IVR systems. Processing of consumers' applications, including review of all application forms and relevant documentation, will be performed under the Company's supervision by managers experienced in the administration of the Lifeline program.

The enrollment form will include a place where the applicant must certify by his or her signature under penalty of perjury that the applicant meets the relevant criteria and that the

applicant's representations are true and correct.¹⁰ Applicants will also be required to initial a number of disclosure statements intended to ensure that the applicant understands applicable eligibility requirements—including a statement to the effect that to the best of his or her knowledge, the applicant is not receiving Lifeline-supported service from any other Lifeline provider. Penalties for perjury will be clearly stated on the certification form. The certification will also contain language stating that a violation of the one-per-household requirement constitutes a violation of the Commission's rules and will result in the consumer's de-enrollment from the program, and could result in criminal prosecution by the United States government. Although the exact wording of the disclosure statements described above may vary on a state-by-state basis, depending on state-specific requirements or consultations with relevant state agencies, Boomerang plans for the disclosures to be consistent with the following statements:

____The information contained within this application is true and correct. I acknowledge that providing false or fraudulent documentation in order to receive assistance is punishable by law.

____I understand that Lifeline is only available for one benefit per household, whether landline or wireless. To the best of my knowledge, no one in my household is receiving Lifeline service. I will only receive Lifeline from Boomerang and no other landline or wireless telephone company.

____I am not currently receiving a Lifeline telephone service from any other landline or wireless telephone company.

____I will not transfer my service to any other individual, including another eligible low-income consumer.

____I understand that I may be required to verify my continued eligibility for Boomerang's Lifeline service at any time and that failure to do so will result in termination of Lifeline benefits.

____I will notify Boomerang immediately if I no longer qualify for Lifeline or if I have a question as to whether I would still qualify.

In accordance with the Lifeline Reform Order, Boomerang will not retain copies of eligibility documentation, but rather will maintain accurate records detailing how the customer demonstrated his or her eligibility. Boomerang will check the eligibility of consumers seeking to enroll in Lifeline

¹⁰ A copy of Boomerang's proposed enrollment and certification form is attached at Exhibit B.

either by accessing electronic eligibility databases, where available, or by reviewing documentation from the consumer demonstrating his or her eligibility for Lifeline service. Where the Company is able to access a state or federal database to make determinations about customer eligibility, the Company or its representative will note in its records what specific data was relied upon to confirm the consumer's initial eligibility for Lifeline. In instances where a state agency or third-party administrator is responsible for the initial determination of consumer eligibility, Boomerang will rely on the state identification or database.

Boomerang personnel will assist applicants in determining whether they are ineligible to participate in the Lifeline program because a member of the applicant's household already is benefiting from a Lifeline discount. Boomerang will establish safeguards to prevent individual subscribers and households from receiving more than one benefit. Boomerang personnel will explain in prominent, plain, easily comprehensible language to all new and potential subscribers that no consumer is permitted to receive more than one Lifeline subsidy. Boomerang will emphasize the one-per-household restriction in its contacts with potential customers. Boomerang personnel also will inform each Lifeline applicant that he or she may be receiving Lifeline support under another name, and facilitate the applicant's understanding of what constitutes "Lifeline-supported service," and ability to determine whether he or she is already benefiting from Lifeline support by identifying the leading wireline and wireless Lifeline offerings in the relevant market by brand name.

Boomerang's Lifeline application forms will require each applicant to provide his or her name and primary residential address and a billing address for the service if the consumer's billing address differs from his or her residential address. The application form will clearly state that Lifeline participants must provide their new address to the Company within 30 days of moving. Boomerang will incorporate this information into its customer information database.

Prior to initiating service for a customer, the Company will check the address of each Lifeline applicant against the CGM compiled database to determine whether or not it is associated with a customer that already receives Boomerang Lifeline service, and will then review the application to

ascertain whether the applicant is attempting to receive Lifeline-supported service for more than one service associated with the address. Boomerang Wireless has aligned with CGM, LLC of Roswell, Georgia, a Lifeline service bureau, to participate in the only national effort to match ETC applications against current ETC participants. This recognized compliance software provider is working across the industry to help minimize duplicate service to eligible households. CGM's growing database currently includes more than two million of the 15 million current ETC subscribers. As of this writing, it is, to Boomerang's knowledge, the largest pooled national database.

Boomerang has contracted with CGM to check each name/address combination against its aggregate duplicate database to confirm that the applicant is not already receiving a Lifeline subsidy from Boomerang or any other CGM client. The database dip is done simultaneously with customer sign-up through an API connection between Boomerang's provisioning platform and CGM. This check ensures that each applicant is not receiving a duplicate subsidy, as well as identifying those customers who share an address with current Boomerang customers and, therefore, may warrant further review. If Boomerang determines that an individual at the applicant's residential address is currently receiving Lifeline-supported service, the Company will take an additional step to ensure that the applicant and the current subscriber are part of different households. In order to make this demonstration, Boomerang will require applicants to complete and submit to the Company a written document developed by USAC consistent with the Commission's directions in the Lifeline Reform Order.¹¹ Boomerang will deny the Lifeline application of any such individual residing at the same address as a current Lifeline subscriber who is part of the same household and will advise the applicant of the basis for the denial.

Prior to requesting a subsidy, Boomerang, in conjunction with CGM, will process and validate its subsidy data to prevent duplicate same-month Lifeline subsidies. Any household that is already receiving a Lifeline subsidy will automatically be prevented from receiving a second Lifeline subsidy in that same month. Boomerang will immediately de-enroll any subscriber whom Boomerang knows

¹¹ See Lifeline Reform Order ¶ 84.

is receiving Lifeline-supported service from another ETC or knows is no longer eligible. Additionally, each month, CGM will process and validate the Company's subsidy data to prevent: (1) duplicate same-month Lifeline subsidies (Double Dip): any name/address that is already receiving a Lifeline subsidy from the Company will be automatically prevented from receiving a second Lifeline subsidy in that same month; and (2) inactive lines receiving subsidy. CGM's audits also compare all subsidy requests to Boomerang's underlying carrier invoice to ensure that subsidies are requested only for active lines. This process ensures that Boomerang does not request multiple subsidies from the Universal Service Fund.

In addition, prior to requesting a subsidy, Boomerang will ensure that the customer has activated the service in accordance with the Commission's requirements. Boomerang will provide phone activation instructions in a welcome package provided with the handset and, at events, will review these instructions with the customer. The activation process will allow the end user to proactively establish service and have an opportunity to receive additional training on the device and services available.

C. Procedures for Verification of Ongoing Consumer Eligibility

As required by the Commission's Lifeline Reform Order, Boomerang will require every customer enrolled in the Lifeline program to verify on an annual basis that he or she receives Lifeline-supported service only from Boomerang and, to the best of his or her knowledge, no one else in the subscriber's household is receiving a Lifeline-supported service. Boomerang will submit all required information to the relevant Tribal governments, as applicable, including its aggregated re-certification data and annual re-certification results for subscribers residing on reservations or Tribal lands. This re-certification may be done on a rolling basis throughout the year. Where ongoing eligibility cannot be determined through access to a qualifying database either by the Company or the state, and there is no state administrator verifying the continued eligibility of Lifeline subscribers, the Company will recertify the continued eligibility of all of its subscribers by contacting them— either in person, in writing, by phone, by text message, by email, or otherwise

through the Internet—to confirm their continued eligibility. Such certifications may be obtained through a written format, an IVR system, or a text message, in accordance with the Lifeline Reform Order.¹² In states where a state agency or a third party has implemented a database that carriers may query to recertify the consumer’s continued eligibility, the Company (or state agency or third party, where applicable) will instead query the database and maintain a record of what specific data was used to re-certify eligibility and the date of recertification.

Boomerang will notify each of its Lifeline consumers by mail that he or she must confirm his or her continued eligibility in accordance with the applicable requirements. The notice will explain the actions the customer must take to retain Lifeline benefits, when Lifeline benefits may be terminated, and how to contact Boomerang. Boomerang will provide written notice of impending service termination to subscribers who do not respond to the annual re-certification within 30 days. Any subscriber who does not respond to the impending termination letter within 30 days to demonstrate that his or her Lifeline service should not be terminated will be de-enrolled from the Company’s Lifeline program.

De-Enrollment for Ineligibility. If Boomerang has a reasonable basis to believe that one of its Lifeline subscribers no longer meets the eligibility criteria, Boomerang will notify the subscriber of impending termination in writing and in compliance with any state dispute resolution procedures applicable to Lifeline termination, and give the subscriber 30 days to demonstrate continued eligibility.¹³ A demonstration of eligibility must comply with the annual verification procedures found in new rule section 54.410(f), including the submission of a completed and signed certification form. If a customer contacts the Company and states that he or she is not eligible for Lifeline or wishes to de-enroll for any reason, the Company will de-enroll the customer within five business days. Customers can make this request by calling the Company's customer service number and will not be required to submit any documents.

¹² See Lifeline Reform Order ¶¶ 130, 132.

¹³ See Lifeline Reform Order, ¶ 143; 47 C.F.R. § 54.405(e)(1).

IV. Additional Measures to Prevent Waste, Fraud and Abuse

A. Usage Requirement

Boomerang will implement policies and procedures to ensure that it does not obtain Lifeline support for an inactive subscriber who has failed to use his or her service in the first instance or has discontinued using the service.

Boomerang will not seek universal service support for a qualifying low-income consumer until that individual subscriber uses the supported service to either activate the service or complete an outgoing call. Boomerang will provide phone activation instructions in its event and online or paper product packages. The activation process will allow the end user to proactively activate service and have an opportunity to receive additional training on the device and services available. Specifically, to activate service, customers will be instructed to call the Boomerang IVR, press "2" to activate the phone, and enter a PIN included in the Welcome Instructions the subscriber receives with the phone after the eligibility and enrollment process has been completed as described above. At that point, the IVR will notify the consumer that the Lifeline account is active. The IVR will inform the customer that the customer must use the service in order to keep the account active and provide options through a menu for obtaining additional information about the phone or the service and direct the customer to the Company's website for additional information. At in-person events, Boomerang will assist an individual with account activation upon being expressly authorized by the subscriber to activate the service.

To comply with the Commission's continued usage requirements, Boomerang will implement a non-usage policy whereby it will de-enroll Lifeline customers that have not used the Company's Lifeline service for 60 days. The customer will be given a 30 day cure period before they would be de-enrolled from the Lifeline service. Boomerang will notify its subscribers at service initiation about the non-transferability of the phone service, its usage requirements, and the de-enrollment and deactivation that will result following non-usage in any 60-day period of time. If no usage appears on a Boomerang Lifeline customer's account during any continuous 60-day period, Boomerang will

deactivate Lifeline services for that customer after the 30 day notification & cure period. An account will be considered active if during any 60-day period the authorized subscriber does at least one of the following: makes a monthly payment; purchases minutes from Boomerang to add to an existing pre-paid Lifeline account; completes an outbound call; answers an incoming call from anyone other than Boomerang, its representative, or agent; or affirmatively responds to a direct contact from Boomerang confirming that he or she wants to continue receiving the Lifeline-supported service.

Boomerang will take measures to continue to communicate with the customer to ensure the customer understands the rules and requirements of the benefits. Boomerang has direct control over customer databases and communication tools including: SMS messaging, outbound calling, IVR messaging and direct mail communications. For example, if a customer has 45 days of non-usage, Boomerang can text them to remind them about the non-usage rules.

B. Consumer Education with Respect to Duplicates

As required by the Lifeline Reform Order, Boomerang will establish safeguards to prohibit more than one supported service for each household. In addition to its verification and certification procedures, and to better ensure that customers understand the Lifeline service restrictions with respect to duplicates, Boomerang will implement measures and procedures to prevent duplicate Lifeline benefits being awarded to the same household, including use and development of an appropriate database.

Specifically, Boomerang personnel will emphasize the one-per-household restriction in their direct sales contacts with potential customers. At the point of sale, potential customers will be provided with printed information describing Boomerang's Lifeline program, including eligibility requirements, and instructions for enrolling. As part of these printed materials, Boomerang will also reinforce the one-Lifeline-benefit-per-household limitation. Materials from USAC, that have been or will be developed pursuant to the Lifeline Reform Order, may also be provided at the point of sale as dictated by a customer's responses. Boomerang will likewise reinforce and explain the one-per-household restriction in its marketing materials. The Company will emphasize in plain, easily

comprehensible language that: (1) Lifeline is a federal benefit; (2) Lifeline service is available for only one benefit or subscription per household; (3) a household is defined, for purposes of the Lifeline program, as any individual or group of individuals who live together at the same address and share income and expenses; and (4) a household is not permitted to receive Lifeline benefits from multiple providers. Boomerang will also include in its marketing materials (see Exhibit C) substantially the following language in clear, easily understood language: the offering is a Lifeline-supported service; that Lifeline is a government assistance program; that only eligible consumers may enroll in the program; that documentation is necessary for enrollment; and the program is limited to one benefit per household, consisting of either wireline or wireless service. Finally, Boomerang will disclose the company name under which it does business and the details of its Lifeline service offerings.

C. Internal Audit and Compliance Training for Boomerang Customer Service

In addition to detailed and thorough employee training, Boomerang will impose disciplinary actions on employees who fail to abide by the requirements for determining eligibility for the Lifeline benefit. Beyond the instructions for field and event training, Boomerang will provide its customer service personnel with internal audit and compliance training. For incoming paper applications, Boomerang will have a 100% compliance checklist to check applications for fraud and duplication. The employee must check whether all fields on the certification and enrollment form are complete, whether all necessary eligibility documents are attached, whether the eligibility documents align with the information on the form, whether the handwriting is unique, whether all attestations are initialed, and whether the form is signed.

For in-person and event outreach, in addition to the onsite eligibility determinations, a Boomerang compliance officer will randomly check a representative sample of 3% to 10% of applications as an additional check for errors or omissions or any sign of fraud. If the compliance officer detects potential fraud or abuse in the application process, the affected applications will be denied.

V. Lifeline Offering

Boomerang's marketing efforts will be focused on finding and serving eligible consumers using distribution models designed to reach the target population on a broad geographic basis. Creating a trusted brand and service through community outreach is a primary methodology for educating and soliciting customers. Boomerang will enroll Lifeline customers through several different marketing channels. Boomerang's current business model and plans for providing Lifeline service are based on reaching about 85% of its subscribers in person, through event marketing targeting currently underserved populations. Boomerang anticipates that, while most of its outreach will succeed via direct contact with consumers, potential subscribers will also be able to avail themselves of a toll-free number (inbound telemarketing) or website to obtain enrollment information. Boomerang also has plans to offer its services through retail stores and agents who understand the underserved consumers in communities Boomerang would service as an ETC. National retail chains have expressed interest in partnering with Boomerang to support the Lifeline service and outreach to underserved eligible populations. Boomerang has partnered with retailers to use parking lots as locations for event-based outreach.

enMarket, Boomerang's sister event marketing and distribution company, will use demographic segmentation information to identify locations of populations with great need. The neighborhood marketing program will reach Tier 3 and Tier 4 and smaller communities where the population has not seen an influx of Lifeline service providers. enMarket will organize positive and informative neighborhood events to create a local presence.

The Company has a long history with retail distribution. If Boomerang is granted ETC designation, it is prepared to work with several national companies to explore unique, focused Lifeline program marketing.

Boomerang will offer its Lifeline service in the states where it is designated as an ETC and throughout the coverage area of its underlying carriers. Boomerang has direct underlying agreements with Sprint and Verizon today. Negotiations are underway for the addition of a national

GSM provider. The company will use these network relationships to ensure a good product experience for ETC consumers.

The Company’s Lifeline offering will provide eligible customers with the following two Lifeline plans: (1) 125 units that rollover where 1 minute equals 1 unit and 1 text equals 1 unit, and (2) 250 units without rollover where 1 minute equals 1 unit and 1 text equals 1 unit. Customers will have the capability of purchasing additional bundles of minutes in the following denominations:

Denomination	\$5.00	\$10.00	\$10.00	\$15.00	\$15.00	\$30.00	\$30.00	\$50.00	\$7.00	\$20.00	\$30.00
Days of Use	10	3	7	7	10	14	30	30	10	30	30
Minutes									100	500	1,000
Peak Minutes		Unlmt	30	Unlmt	60	Unlmt	140	Unlmt			
N/W Miniutes		Unlmt	Unlmt	Unlmt	Unlmt	Unlmt	Unlmt	Unlmt			
Texts		Unlmt	.10/text	Unlmt	.10/text	Unlmt	.10/text	Unlmt	200	1,000	1,200
Units (Min+Text)	50										

In addition to free voice services, Boomerang’s Lifeline plans will include a free handset and the following features: caller ID, call waiting and voicemail. Boomerang will turn on the data capability for all of our handsets. This will allow customers to add a data plan to their phone service.

As a provider of Lifeline services to residents of Tribal lands, Boomerang will pass through the full Tribal support amount to qualifying residents of Tribal lands, and under no circumstances will it collect from the Universal Service Fund more than the rate charged to Tribal subscribers.

VI. Demonstration of Financial and Technical Ability to Provide Lifeline Services

Revised Commission Rule 54.202 requires carriers seeking designation as a Lifeline-only ETC to demonstrate their technical and financial capacity to provide the supported service. Among the factors that the Commission will consider are whether the applicant previously offered services to non-Lifeline consumers, how long the applicant has been in business, whether the applicant intends to rely exclusively on USF disbursements to operate, whether the applicant receives or will receive

revenue from other sources, and whether it has been subject to enforcement action or ETC revocation proceedings in any state.

Boomerang's parent company, HH Ventures, is a privately held cash-flow-positive wireless telecommunications holding company. HH Ventures has been providing prepaid wireless telecommunications services to non-Lifeline subscribers since 2008. Its core management team includes six senior executives with significant telecommunications experience, and the company employs 40 full time employees.

Boomerang currently provides prepaid wireless services to more than 350,000 subscribers, including more than 50,000 retail customers. The company currently provides a complete wholesale, MVNE platform to several ETCs and other white label partners.

Boomerang does not intend to rely exclusively on USF disbursements to operate, as it receives revenue from providing other services. For the 2011 calendar year, Boomerang and its sister company received no direct USF reimbursement for Lifeline support; 17% of revenue was generated from wireless resale services provided to ETCs,¹⁴ 52% of revenue was generated from wireless retail services, and 31% of revenue was generated from other non-regulated telecom services. Boomerang has not been subject to enforcement actions or ETC revocation proceedings in any state.

Boomerang certifies that it will comply with all of the requirements of newly amended Commission Rule 54.202. Pursuant to Commission Rule 54.202(a)(1)(i) Boomerang certifies that it will comply with the service requirements applicable to the support it receives. Further, Section 54.202 requires that an ETC demonstrate its "ability to remain functional in emergency situations, including a demonstration that it has a reasonable amount of back-up power to ensure functionality without an external power source, is able to reroute traffic around damaged facilities, and is capable of managing traffic spikes resulting from emergency situations."

¹⁴ In 2011, Boomerang only entered into wholesale MVNE arrangements with designated ETCs. This year, Boomerang has entered into arrangements with other, non-ETC, white label partners.

Boomerang will remain functional in emergencies. Back-up systems are in place to ensure full functionality in the event of a loss of power or network functionality. And, Boomerang's switching facilities are housed in a carrier-class data center with fully redundant power and HVAC, a controlled temperature and humidity environment, fire-threat detection and suppression, year-round critical monitoring and secure access with biometric security. The facility features redundant generators and redundant fiber optic connectivity. The data center is a reinforced concrete building located in a secure area and collocated with the area electrical utility headquarters. It is powered from separate paths independent of any one electrical generation plant. All systems within the facility are implemented on redundant servers, each with redundant data network and power.

Direct carrier access with Sprint and Verizon networks provides additional tools to escalate network or hardware issues encountered on a local or regional basis. Contractual arrangements include direct escalation processes for tiered support depending on outage severity and number of customers affected.

Section 54.202 also requires ETC applicants to demonstrate that they will satisfy applicable consumer protection and service quality standards. Boomerang hereby commits to comply with the Cellular Telecommunications and Internet Association's Consumer Code for Wireless Service.

Conclusion

Boomerang's Compliance Plan meets the conditions set forth in the Lifeline Reform Order and promotes public safety by ensuring that Lifeline customers have access to 911 and E911 service. Boomerang requests that the Commission expeditiously approve the Company's Compliance Plan and grant its pending ETC Petition so that Boomerang may begin providing the benefits of Lifeline service to qualifying low-income consumers.

Respectfully submitted,



James T. Balvanz
Chief Financial Officer
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July 26, 2012

Exhibit A

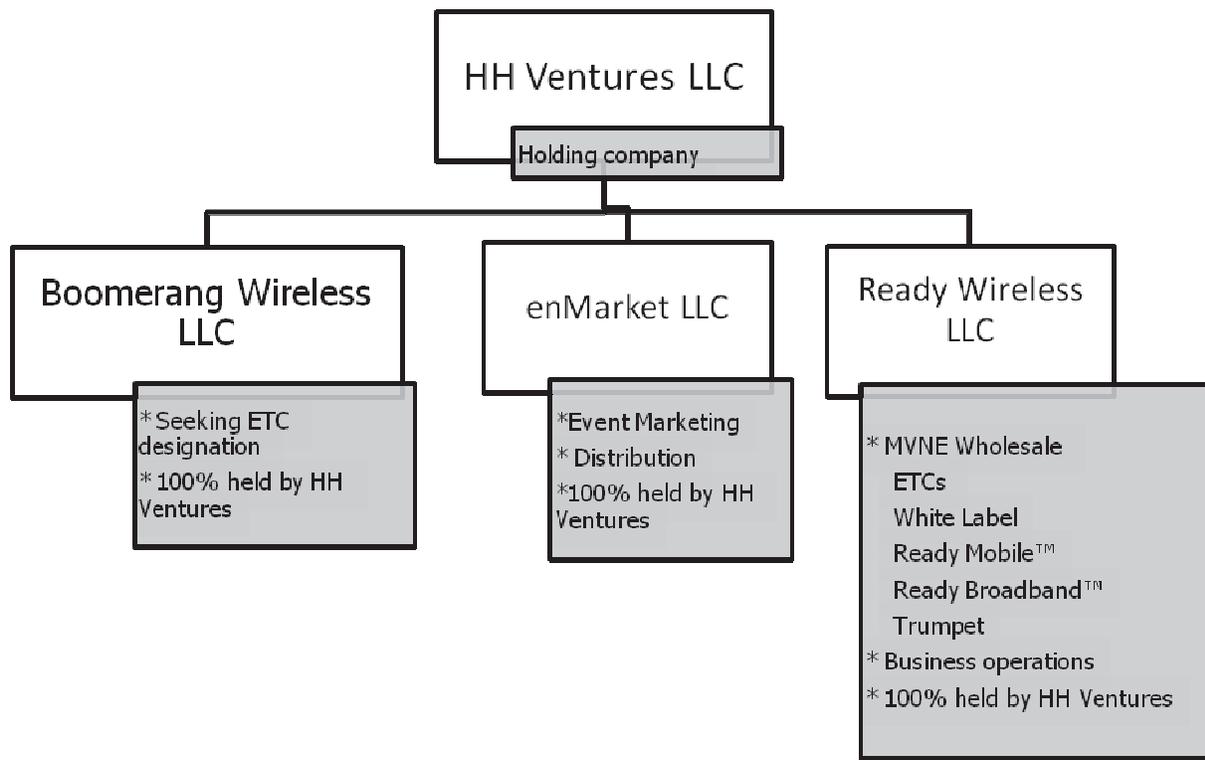


Exhibit B



955 Kacena Road Suite A
 Hiawatha, IA 52233
www.boomerang-wireless.com

Lifeline Program

Office Use Only
 PLACE PHONE ID
 STICKER HERE

Lifeline Self-Certification Form

- To enroll in the Lifeline America program you need to complete this form.
- The information is only used to certify with the Federal Communications Commission (FCC) that you are participating in the program with us.

Lifeline Service Disclosure

Lifeline is a government assistance program and willfully making false statements to obtain the benefit can result in fines, imprisonment, de-enrollment or being barred from the program. Only one lifeline benefit is available per household. A household is defined, for purposes of the Lifeline program, as any individual or group of individuals who live together at the same address and share income and expenses. Violation of the one per household limitation constitutes a violation of the Federal Communications Commission's rules and will result in your de-enrollment from the program, and lifeline is a non-transferable benefit and you may not transfer this benefit to any other person, regardless if they qualify for Lifeline.

STEP 1: Applicant Information

USE BLACK OR BLUE INK ONLY

Full Name:	Phone:
Residential Address: Circle one: Permanent Address Temporary Address <input type="checkbox"/> (No PO Box Residence of Tribal lands must provide descriptive address)	Email:
City:	New/ Conv?
State:	New Phone:
Zipcode:	ESN:
Billing Address: (if different) (if different)	Last 4 SSN or Tribal ID number:
City/ State/ Zipcode:	Your birthdate:

____ (init) I acknowledge and consent to Boomerang Wireless divulging my name, telephone number and address to the Universal Service Administrative Company (the administrator of the program) and/or its agents for the purpose of verifying that the subscriber does not receive more than one Lifeline benefit. In the event that USAC identifies me as receiving more than one Lifeline subsidy per household, I acknowledge and understand that all carriers may be notified so that I may select one service and be de-enrolled from the other.

*Applicants living on Tribal lands who lack a social security number may instead provide an official Tribal government identification card number

STEP 2: Certifications I participate in the following public assistance programs (check one):

Supplemental Nutrition Assistance Program (SNAP)	National School Lunch Program (NSL)
Supplemental Security Income (SSI)	Medicaid
Low-Income Home Energy Assistance program (LIHEAP)	Food Distribution Program on Indian Reservations
Section 8 Federal Public Housing Assistance	Tribally administered TANF
Temporary Assistance for Needy Families (TANF)	Bureau of Indian Affairs General Assistance
	Tribally administered Head Start (meeting the income qualifications of Head Start.)

My household income is at or below 135% of federal guidelines I provided documentation confirming my household income level			
Number of people in your household: _____ (add \$5,346 per additional person above 6 to determine income guidelines)			
# Persons in Household	Income	# Persons in Household	Income
1	\$15,080	4	\$31,118
2	\$20,426	5	\$36,464
3	\$25,772	6	\$41,810

____ (init) I am seeking Tribal lands Lifeline support and certify that I reside on Federally-recognized Tribal lands.

If you do not participate in one of these programs, and someone in your household does:

Relationship to Participant: _____
 Documents Reviewed for Certification: _____
 Name of Person Participating _____

- I certify that person demonstrating program participation is a member of my household.
- I certify that the person name on the participation documentation is not already receiving a Lifeline discount.



STEP 3: Choose Your Plan: Choose one of the following plans. This plan will be reloaded to your phone monthly as long as you are eligible & certified.

FEATURE/ DESCRIPTION	☑ 125 FREE MONTHLY MINUTES	☑ 250 FREE MONTHLY MINUTES
• Local Calls	Y	Y
• National Long Distance	Y	
• Voicemail	Y	Y
• Nationwide Text	Y- 1 text=1 minute	Y- 1 text=1 minute
• Free 411	Y	Y
• Carry Over Minutes Month to Month	Y	N

Step 4: Signature (read, initial & sign):

_____(init) I meet the income-based or program-based eligibility criteria for receiving Lifeline service and have provided documentation of eligibility if required to do so

_____(init) I understand that Lifeline is a federal government benefit program and that willfully making false statements in order to obtain this benefit can be punished by fine or imprisonment or I may be barred from the program

_____(init) My household will receive no more than one Lifeline-supported service. Lifeline service is available for only one subscription per household. A household is defined, for purposes of the Lifeline program, as any individual or group of individuals who live together at the same address and share income and expenses. A household is not permitted to receive Lifeline benefits from multiple providers. I understand that violation of the one-per-household requirement constitutes a violation of the FCC's rules and will result in my de-enrollment from the program, and could result in criminal prosecution by the United States government

_____(init) I understand that I must notify Boomerang Wireless and provide my new address within 30 days of moving

_____(init) If I do not have a permanent address and have supplied instead a temporary address above, I understand that Boomerang Wireless will attempt to verify every 90 days that I continue to rely on that address, and that I must notify Boomerang Wireless within 30 days of my new address after moving. If I do not respond to Boomerang Wireless' address verification attempts within 30 days, I understand that I may be de-enrolled from Boomerang Wireless' Lifeline service

_____(init) I understand that I must notify Boomerang Wireless within 30 days if (1) I cease to participate in a federal or state qualifying program or my annual household income exceeds 135 percent of the federal poverty guidelines; (2) I receive more than one Lifeline-supported service; or (3) Another member of my household is receiving a Lifeline benefit or (4) I for any other reason no longer satisfy the criteria for receiving Lifeline support. I understand that I will be subject to penalties if I fail to follow this notification requirement, including being de-enrolled from the Lifeline program

_____(init) I understand and acknowledge that Lifeline service is a non-transferable benefit and that I may not transfer my service to any other individual, including another low-income consumer

_____(init) I acknowledge that I will be required to re-certify my eligibility for Lifeline benefits annually, and I may be required to re-certify my continued eligibility for Lifeline at any time, and that failure to do so will result in the termination of my Lifeline benefits

_____(init) I attest under penalty of perjury that the information herein is true and correct to the best of my knowledge.

Applicants Signature _____

Date _____

Exhibit C

Eligibility Requirements

Lifeline is a federal benefit. You can receive a discount on your phone service. Documentation of your eligibility for this government assistance program is required.

1) You, or one of your dependents, participates in one of these programs:

Supplemental Nutrition Assistance Program (SNAP)	Temporary Assistance for Needy Families (TANF)
Supplemental Security Income (SSI)	National School Lunch Program (NSL)
Low-Income Heat & Energy Assistance (LIHEAP)	Medicaid
Homestead Act (PUBLIC HOUSING)	Food Distribution Program on Indian Reservations. Bureau of Indian Affairs general assistance. Tribally administered TANF or Head Start (meeting the income-qualifying standards of Head Start)

2) Limit 1 Lifeline benefit per household.

One Lifeline program (wireline or wireless) per household. Household is defined as an individual or group of individuals living together at the same address and share income and expenses. A household is not permitted to receive Lifeline benefits from multiple providers.

3) If I am not in qualifying program, I may participate if income qualified.

# Persons in Household	Income
1	\$15,080
2	\$20,426
3	\$25,772
4	\$31,118

4) Must have valid physical address.

Notify Boomerang Wireless of any change of address by calling 800-516-0414.

5) Cannot choose phone model or phone number

You are not able to choose the free handset, trade free handsets, or choose the phone number on the free handset.

6) Recertify annually that you remain eligible for the Lifeline benefits.

Lifeline is a government assistance program. Once you receive the Lifeline benefit, you must complete the annual recertification process. Learn more in your welcome package.

7) Must be truthful in application process.

WARNING: If you make false statements to gain benefits, you can be punished by fine or imprisonment or you can be barred from the Lifeline program.

8) Complete the application.

Be prepared to complete the application truthfully & accurately. You can print the application, submit online or attend one of our neighborhood events. You will need documentation for application process to include: Proof of identity (i.e. Drivers License); Program eligibility documentation: Current statement of benefits from qualifying program, notice letter of participation, program document (i.e. SSI card), Income eligibility documents (i.e. tax return, paycheck stub, VA benefit statements)

EXHIBIT B

HH | VENTURES

HOLDING COMPANY
FOR WIRELESS
TELECOMMUNICATION
BRANDS

READY WIRELESS, LLC



BOOMERANG WIRELESS, LLC



PRESIDENT
GLEN JASPER

MVNE

MVNO
BRANDS
(READY MOBILE)

SERVICES PROVIDED

- PLATFORM/IT
- HUMAN RESOURCES
- MARKETING SERVICES
- PROJECT MANAGEMENT
- ACCOUNT MANAGEMENT
- CARRIERS
- CUSTOMER SERVICE
- PROCUREMENT
- PROVISIONING/FULFILLMENT

PRESIDENT
KIM LEHRMAN

LIFELINE
ASSETS

MVNO
BRAND
(ENTOUCH)

REGULATORY &
COMPLIANCE

**CEO &
COFOUNDER**
DENNIS HENDERSON

**CSO &
COFOUNDER**
FRED HAUMESSER

CFO

JIM BALVANZ

- STRATEGY
- VISION
- BUSINESS DEVELOPMENT
- BANKING
- TREASURY
- INVESTOR RELATIONS

HH | VENTURES

READY WIRELESS, LLC
readywireless™

PRESIDENT
GLEN JASPER



HH | VENTURES

BOOMERANG WIRELESS, LLC

d/b/a



PRESIDENT
KIM LEHRMAN

REGULATORY &
COMPLIANCE OFFICER
JULIA REDMAN CARTER

DIRECTOR OF
OPERATIONS
JAKE POSHUSTA

DIRECTOR OF
SALES
SAM HAMDEN

SENIOR EVENT
MANAGER
DOUG BRYLLER

TRIBAL OUTREACH
MANAGER
JEREMY DOOLEY

DIRECTOR OF
ACCOUNTING
VALORIE COLLINGWOOD

EXHIBIT C

KELLEY DRYE & WARREN LLP

A LIMITED LIABILITY PARTNERSHIP

WASHINGTON HARBOUR, SUITE 400

3050 K STREET, NW

WASHINGTON, D.C. 20007-5108

(202) 342-8400

FACSIMILE

(202) 342-8451

www.kelleydrye.com

NEW YORK, NY

LOS ANGELES, CA

CHICAGO, IL

STAMFORD, CT

PARSIPPANY, NJ

BRUSSELS, BELGIUM

AFFILIATE OFFICES

MUMBAI, INDIA

DIRECT LINE: (202) 342-8544

EMAIL: jheitmann@kelleydrye.com

September 7, 2012

VIA ECFS

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

Re: Boomerang Wireless, LLC Compliance Plan; WC Docket Nos. 09-197, 11-42

Dear Ms. Dortch:

On August 8, 2012, the Wireline Competition Bureau (“Bureau”) approved the Compliance Plan filed by Boomerang Wireless, LLC (“Boomerang”) on March 1, 2012 and last revised on July 26, 2012.¹ In its Compliance Plan, Boomerang identified a d/b/a of Ready Mobile. However, Boomerang has decided to market its Lifeline services under the brand “enTouch Wireless.” Separately branding Lifeline services is common practice in the market.²

Although the enTouch Wireless brand will be used to market Boomerang’s Lifeline services, the service will be provided by Boomerang Wireless, LLC as the eligible telecommunications carrier (“ETC”) once Boomerang’s ETC applications are granted. In addition, Boomerang will comply with all applicable rules, including Section 54.405(d) requiring that ETCs disclose the name of the ETC on all materials describing the service.³ Therefore, customers will be notified that the enTouch Wireless services are provided by Boomerang Wireless, LLC as the ETC.

¹ See *Wireline Competition Bureau Approves the Compliance Plans of Birch Communications, Boomerang Wireless, IM Telecom, Q Link Wireless and TAG Mobile*, WC Docket Nos. 09-197, 11-42, Public Notice, DA 12-1286 (Aug. 8, 2012).

² For example, the Virgin Mobile Lifeline service is branded as Assurance Wireless and TracFone Wireless, Inc.’s Lifeline service is branded SafeLink Wireless.

³ See 47 C.F.R. § 54.405(d).

KELLEY DRYE & WARREN LLP

Marlene H. Dortch, Secretary
September 7, 2012
Page Two

This letter is being filed electronically for inclusion in the public record of the above-referenced proceedings. Please contact the undersigned with any questions.

Respectfully submitted,



John J. Heitmann
Joshua T. Guyan

Counsel to Boomerang Wireless, LLC

cc: Kimberly Scardino, Wireline Competition Bureau, FCC
Jonathan Lechter, Wireline Competition Bureau, FCC
Divya Shenoy, Wireline Competition Bureau, FCC
Garnet Hanly, Wireline Competition Bureau, FCC
Pam Gallant, Director, Low Income Program, USAC

EXHIBIT D

State	SAC	Study Area Name	Rural or Non-Rural
AL	255181	SO CENTRAL BELL-AL	Non-rural
AL	259788	CENTURYTEL-AL-SOUTH	Non-rural
AL	259789	CENTURYTEL-AL-NORTH	Non-rural
AL	250282	BLOUNTSVILLE TEL CO	Rural
AL	250283	BRINDLEE MOUNTAIN	Rural
AL	250284	BUTLER TEL CO	Rural
AL	250285	CASTLEBERRY TEL CO	Rural
AL	250286	NATIONAL OF ALABAMA	Rural
AL	250290	FARMERS TELECOM COOP	Rural
AL	250295	KNOLOGY TOTAL COMMUNICATIONS	Rural
AL	250298	GULF TEL CO - AL	Rural
AL	250299	HAYNEVILLE TEL CO	Rural
AL	250300	HOPPER TELECOM.CO	Rural
AL	250301	FRONTIER-LAMAR CNTY	Rural
AL	250302	WINDSTREAM AL	Rural
AL	250304	MILLRY TEL CO	Rural
AL	250305	MON-CRE TEL COOP	Rural
AL	250306	FRONTIER COMM.-AL	Rural
AL	250307	MOUNDEVILLE TEL CO	Rural
AL	250308	NEW HOPE TEL COOP	Rural
AL	250311	OAKMAN TEL CO (TDS)	Rural
AL	250312	OTELCO TELEPHONE LLC	Rural
AL	250314	PEOPLES TEL CO	Rural
AL	250315	PINE BELT TEL CO	Rural
AL	250316	RAGLAND TEL CO	Rural
AL	250317	ROANOKE TEL CO	Rural
AL	250318	FRONTIER COMM-SOUTH	Rural
AL	250322	UNION SPRINGS TEL CO	Rural
CT	132454	THE WOODBURY TEL CO	Rural
CT	135200	SOUTHERN NEW ENGLAND	Non-rural
DC	575020	VERIZON WA, DC INC.	Non-rural
DE	565010	VERIZON DELAWARE INC	Non-rural
FL	210328	VERIZON FLORIDA	Non-rural
FL	215191	FL SO. CENTRAL BELL	Non-rural
FL	210291	GTC, INC.	Rural
FL	210318	FRONTIER COMM-SOUTH	Rural
FL	210329	GTC, INC.	Rural
FL	210330	SMART CITY TEL LLC	Rural
FL	210331	ITS TELECOMM. SYS.	Rural
FL	210335	NORTHEAST FLORIDA	Rural
FL	210336	WINDSTREAM FL	Rural
FL	210338	QUINCY TEL CO-FL DIV	Rural
FL	210339	GTC, INC.	Rural
FL	210341	EMBARQ FLORIDA INC. FKA SPRINT	Rural

ME	100002	OXFORD COUNTY TELEPHONE & TELEGRAPH CO.	RURAL
ME	100003	LINCOLNVILLE NETWORKS INC.	RURAL
ME	100003	TIDEWATER TELECOM INC	RURAL
ME	100004	CHINA TELEPHONE CO.	RURAL
ME	100005	COBBOSSECONTEE TELEPHONE COMPANY	RURAL
ME	100007	THE ISLAND TELEPHONE COMPANY	RURAL
ME	100010	HAMPDEN TELEPHONE COMPANY	RURAL
ME	100011	HARTLAND AND ST. ALBANS TELEPHONE COMPANY	RURAL
ME	100015	COMMUNITY SERVICE TELEPHONE CO	RURAL
ME	100019	OXFORD WEST TELEPHONE COMPANY	RURAL
ME	100020	PINE TREE TELEPHONE LLC (WHOLLY OWNED SUB OF OTELCO INC.)	RURAL
ME	100022	SACO RIVER TELEPHONE LLC (WHOLLY OWNED SUB OF OTELCO INC.)	RURAL
ME	100024	SOMERSET TELEPHONE COMPANY	RURAL
ME	100025	FAIRPOINT NEW ENGLAND - MAINE TELEPHONE CO	NONRURAL
ME	100025	STANDISH TELEPHONE COMPANY	RURAL
ME	100027	UNION RIVER TELEPHONE CO.	RURAL
ME	100029	UNITEL INC.	RURAL
ME	100031	WARREN TELEPHONE COMPANY	RURAL
ME	100034	THE WEST PENOBSCOT TELEPHONE AND TELEGRAPH COMPANY	RURAL
ME	103313	NORTHLAND TELEPHONE COMPANY OF MAINE INC.	RURAL
ME	103313	SIDNEY TELEPHONE COMPANY	RURAL
ME	103315	MID-MAINE TELECOM LLC (WHOLLY OWNED SUB OF OTELCO INC)	RURAL
ME	105111	NORTHERN NEW ENGLAND TELEPHONE OPERATIONS LLC	NONRURAL
NC	230479	FRONTIER COMMUNICATIONS OF THE CAROLINAS, INC.	Non-rural
NC	230509	FRONTIER COMMUNICATIONS OF THE CAROLINAS, INC.	Non-rural
NC	230864	VERIZON SOUTH INC. DBA NORTH CAROLINA	Non-rural
NC	235193	SOUTHERN BELL-NC	Non-rural
NC	230468	ATLANTIC MEMBERSHIP	Rural
NC	230469	BARNARDSVILLE TEL CO	Rural
NC	230470	CAROLINA TEL & TEL	Rural
NC	230471	CENTEL OF NC	Rural
NC	230473	CITIZENS TEL CO	Rural
NC	230474	CONCORD TEL CO	Rural
NC	230476	WINDSTREAM NC	Rural
NC	230478	ELLERBE TEL CO	Rural
NC	230483	LEXCOM TELEPHONE CO.	Rural
NC	230485	MEBTEL, INC.	Rural
NC	230491	N.ST. DBA N. ST.COMM	Rural
NC	230494	PINEVILLE TEL CO	Rural
NC	230495	RANDOLPH TEL CO	Rural
NC	230496	RANDOLPH MEMBERSHIP	Rural
NC	230497	PIEDMONT MEMBERSHIP	Rural
NC	230498	SALUDA MOUNTAIN TEL	Rural
NC	230500	SERVICE TEL CO	Rural
NC	230501	SKYLINE MEMBERSHIP	Rural
NC	230502	STAR MEMBERSHIP CORP	Rural

NC	230503	SURRY MEMBERSHIP	Rural
NC	230505	TRI COUNTY TEL MEMBR	Rural
NC	230510	WILKES MEMBERSHIP	Rural
NC	230511	YADKIN VALLEY TEL	Rural
NH	125113	NORTHERN NEW ENGLAND TELEPHONE OPERATIONS LLC	Non-rural
NH	120038	BRETTON WOODS TEL CO	Rural
NH	120039	GRANITE STATE TEL	Rural
NH	120042	DIXVILLE TEL CO	Rural
NH	120043	DUNBARTON TEL CO	Rural
NH	120045	KEARSARGE TEL CO	Rural
NH	120047	MERRIMACK COUNTY TEL	Rural
NH	120049	UNION TEL CO	Rural
NH	120050	WILTON TEL CO - NH	Rural
NH	123321	MCTA, INC.	Rural
NY	150121	FRONTIER-ROCHESTER	Non-rural
NY	155130	VERIZON NEW YORK	Non-rural
NY	150071	ARMSTRONG TEL CO-NY	Rural
NY	150072	FRONTIER-AUSABLE VAL	Rural
NY	150073	BERKSHIRE TEL CORP	Rural
NY	150076	CASSADAGA TEL CORP	Rural
NY	150077	CHAMPLAIN TEL CO	Rural
NY	150078	CHAUTAUQUA & ERIE	Rural
NY	150079	CHAZY & WESTPORT	Rural
NY	150081	CITIZENS HAMMOND NY	Rural
NY	150084	TACONIC TEL CORP	Rural
NY	150085	CROWN POINT TEL CORP	Rural
NY	150088	DELHI TEL CO	Rural
NY	150089	DEPOSIT TEL CO	Rural
NY	150091	DUNKIRK & FREDONIA	Rural
NY	150092	EDWARDS TEL CO	Rural
NY	150093	EMPIRE TEL CORP	Rural
NY	150095	FISHERS ISLAND TEL	Rural
NY	150097	GERMANTOWN TEL CO	Rural
NY	150099	HANCOCK TEL CO	Rural
NY	150100	FRONTIER COMM OF NY	Rural
NY	150104	MARGARETVILLE TEL CO	Rural
NY	150105	MIDDLEBURGH TEL CO	Rural
NY	150106	WINDSTREAM NY-FULTON	Rural
NY	150107	NEWPORT TEL CO	Rural
NY	150108	NICHOLVILLE TEL CO	Rural
NY	150109	WINDSTREAM-JAMESTOWN	Rural
NY	150110	OGDEN TEL DBA FRNTER	Rural
NY	150111	ONEIDA COUNTY RURAL	Rural
NY	150112	ONTARIO TEL CO, INC.	Rural
NY	150113	WINDSTREAM RED JACKT	Rural
NY	150114	ORISKANY FALLS TEL	Rural

NY	150116	PATTERSONVILLE TEL	Rural
NY	150118	PORT BYRON TEL CO	Rural
NY	150121	FRONTIER-ROCHESTER	Rural
NY	150122	FRONTIER-SENECA GORH	Rural
NY	150125	STATE TEL CO	Rural
NY	150128	FRONTIER-SYLVAN LAKE	Rural
NY	150129	TOWNSHIP TEL CO	Rural
NY	150131	TRUMANSBURG TEL CO.	Rural
NY	150133	VERNON TEL CO	Rural
NY	150135	WARWICK VALLEY-NY	Rural
NY	154532	CITIZENS-FRONTIER-NY	Rural
NY	154533	CITIZENS-FRONTIER-NY	Rural
NY	154534	CITIZENS-FRONTIER-NY	Rural
TN	290280	ARDMORE TEL CO	Rural
TN	290552	CENTURYTEL-ADAMSVILL	Rural
TN	290553	BEN LOMAND RURAL	Rural
TN	290554	BLEDSOE TEL COOP	Rural
TN	290557	CENTURY-CLAIBORNE	Rural
TN	290559	CONCORD TEL EXCHANGE	Rural
TN	290561	CROCKETT TEL CO	Rural
TN	295185	SO. CENTRAL BELL -TN	Non-rural
TN	290562	DEKALB TEL COOP	Rural
TN	290565	HIGHLAND TEL COOP-TN	Rural
TN	290566	HUMPHREY'S COUNTY	Rural
TN	290567	UNITED INTER-MT-TN	Rural
TN	290570	LORETTO TEL CO	Rural
TN	290571	MILLINGTON TEL CO	Rural
TN	290573	NORTH CENTRAL COOP	Rural
TN	290574	CENTURYTEL-OOLTEWAH	Rural
TN	290575	TENNESSEE TEL CO	Rural
TN	290576	PEOPLES TEL CO	Rural
TN	290578	TELLICO TEL CO	Rural
TN	290579	TWIN LAKES TEL COOP	Rural
TN	290580	CTZENS-FRNTR-VOL ST	Rural
TN	290581	UTC OF TN	Rural
TN	290583	WEST TENNESSEE TEL	Rural
TN	290584	YORKVILLE TEL COOP	Rural
TN	290598	WEST KENTUCKY RURAL TELEPHONE	Rural
TN	294336	CITIZENS-FRONTIER-TN	Rural
VA	195040	VERIZON VIRGINIA INC	Non-rural
VA	190233	VERIZON S-VA(CONTEL)	Non-rural
VA	190217	AMELIA TEL CORP	Rural
VA	190219	BUGGS ISLAND COOP	Rural
VA	190220	BURKE'S GARDEN TEL	Rural
VA	190225	CITIZENS TEL COOP	Rural
VA	190226	NTELOS, INC.	Rural
VA	190237	HIGHLAND TEL COOP	Rural

VA	190238	MGW TEL. CO. INC.	Rural
VA	190239	NEW HOPE TEL COOP	Rural
VA	190243	PEMBROKE TEL COOP	Rural
VA	190244	PEOPLES MUTUAL TEL	Rural
VA	190248	SCOTT COUNTY COOP	Rural
VA	190249	ROANOKE & BOTETOURT	Rural
VA	190250	SHENANDOAH TEL CO	Rural
VA	190253	VIRGINIA TEL CO	Rural
VA	190254	CENTEL OF VIRGINIA	Rural
VA	190479	VERIZON SOUTH-VA	Rural
VA	190567	UNITED INTER-MT-VA	Rural
VA	193029	NEW CASTLE TEL. CO.	Rural
VA	197251	SHENANDOAH TELEPHONE COMPANY - NR	Rural

EXHIBIT E

ENTOUCH GENERAL APPLICATION - FLORIDA



Lifeline Self-Certification Form

To enroll in the Lifeline America program you need to complete this form. If you need help call 844.891.1800 or visit www.entouchwireless.com. The information is used to certify with the Federal Communications Commission that you are participating in Lifeline with us.

Lifeline Service Disclosure | Lifeline is a government assistance program and willfully making false statements to obtain the benefit can result in fines, imprisonment, de-enrollment or being barred from the program. Only one Lifeline benefit is available per household. A household is defined, for purposes of the Lifeline program, as any individual or group of individuals who live together at the same address and share income and expenses. Violation of the one per household limitation constitutes a violation of the Federal Communications Commission's rules and will result in your de-enrollment from the program. Lifeline is a non-transferable benefit and you may not transfer this benefit to any other person, regardless if they qualify for Lifeline.

START HERE!

COMPLETE THE LIFELINE APPLICATION

DON'T FORGET COPIES OF YOUR ELIGIBILITY DOCUMENTS!



UPON SUCCESSFUL REVIEW, YOU WILL RECEIVE YOUR LIFELINE BENEFIT ON YOUR PHONE OR YOUR LIFELINE BENEFITS WILL SHIP IN 3-5 BUSINESS DAYS. ENTOUCH WIRELESS WILL CONTACT YOU IF WE CANNOT PROCESS YOUR APPLICATION.

NEED HELP FILLING OUT THE APPLICATION?

844.891.1800

SUPPORT@ENTOUCHWIRELESS.COM

Step 1 | Certifications - Assistant Programs

I, or another member in the household including children, participate in the following public assistance programs:

- Circle One:** Supplemental Nutrition Assistance Program (SNAP)
 Low-Income Heat & Energy Assistance (LIHEAP)
 Temporary Assistance for Needy Families (TANF)
 Supplemental Security Income (SSI) | Medicaid (MediPASS)
 National School Lunch Program (NSL) (FREE Program Only)
 Federal Public Housing Assistance (Section 8)
 Bureau of Indian Affairs General Assistance
 General Assistance Tribally administered Head Start (meeting the income qualifications of Head Start)
 Tribally Administered TANF
 Tribally Administered Food Distribution Program



You may qualify through public assistance programs or federal poverty guidelines.

Certifications - Household Income

My household income is at or below 135% of the federal poverty guidelines for 2015. I provided documentation confirming my household income level. **Circle # of People in Household.**
 (add \$5,616 per additional person above 6 to determine income guidelines)

# People in House	Annual Income
1	\$0 - \$15,890
2	- \$21,506
3	- \$27,122
4	- \$32,738
5	- \$38,354
6	- \$43,970

If you do not participate in one of these programs but someone in your household does:

- Relationship to Participant _____ I certify that the person demonstrating program participation is a member of my household.
- Documents Reviewed for Certification _____ I certify that the person's name on the participation documentation is not already receiving a Lifeline discount.
- Name of Person Participating _____



YOU WILL NOT QUALIFY FOR THE LIFELINE PROGRAM IF YOU DO NOT HAVE COPIES OF YOUR GOVERNMENT ID AND ELIGIBILITY DOCUMENTS SENT IN WITH YOUR APPLICATION.

Step 2 | Choose Your Plan.

Choose one of the following plans. This plan will be reloaded to your phone monthly as long as you are eligible, certified and pay your processing fee.

Buy A Smart Phone

Call 844.891.1800

*\$25 Smartphone or \$50 iPhone purchase available. Fee waived for first 3 months with phone purchase.

Choose a plan by checking the box.

FEATURE/ DESCRIPTION

- Local Calls _____
- Data Enabled (website and email) _____
- Phone _____
- Processing Fee _____
- Nationwide Text _____
- Free 411 _____
- National Long Distance _____
- Voicemail _____
- Carry Over Minutes Month to Month _____

250 MONTHLY MINUTES PLAN

- Y _____
- 250mb _____
- Bring Your Smartphone _____
- \$5 Every 3 Months* _____
- Y 1 text = 1 minute _____
- Y _____
- Y _____
- Y _____
- N _____

TRIBAL

1100 MONTHLY MINUTES PLAN

- Y _____
- 500mb _____
- Free Entry Level Phone _____
- \$5 Every 3 Months* _____
- Y 1 text = 1 minute _____
- Y _____
- Y _____
- Y _____
- N _____

Step 3 | Applicant Information

Full Name: _____

Residential Address*: _____

*No PO Boxes for Residential. Check One:
 Permanent
 Temporary Housing

Shipping Address: _____

City: _____ State: _____ Zip: _____

Email: _____ Phone: _____

Birth Date: _____ Last 4 digits of SSN # or Tribal ID**: _____

**Applicants living on Tribal lands who lack a Social Security Number may instead provide an official Tribal government identification card.

(init) I am seeking Tribal lands Lifeline support and certify that I reside on Federally-recognized Tribal lands.

If you self-certify that you live on tribal lands, which tribal lands do you live on? _____

(init) I acknowledge and consent to enTouch Wireless divulging my name, telephone number, address, date of birth, last four digits of SSN or Tribal ID, amount of support being sought, means of qualification for support, and dates of service initiation and termination to the Universal Service Administrative Company (the administrator of the program) and/or its agents for the purpose of verifying that the subscriber does not receive more than one Lifeline benefit. In the event that USAC identifies me as receiving more than one Lifeline subsidy per household, I acknowledge and understand that all carriers may be notified so that I may select one service and be de-enrolled from the other.

(init) I meet the income-based or program-based eligibility criteria for receiving Lifeline service and have provided documentation of eligibility if required to do so.

(init) I understand that Lifeline is a federal government benefit program and that willfully making false statements in order to obtain this benefit can be punished by fine, or imprisonment, or I may be barred from the program.

(init) My household will receive no more than one Lifeline-supported service. Lifeline service is available for only one subscription per household. A household is defined, for purposes of the Lifeline program, as any individual or group of individuals who live together at the same address and share income and expenses. A household is not permitted to receive Lifeline benefits from multiple providers. I understand that violation of the one-per-household requirement constitutes a violation of the FCC's rules and will result in my de-enrollment from the program, and could result in criminal prosecution by the United States government.

(init) I understand that I must notify enTouch Wireless and provide my new address within 30 days of moving.

(init) If I do not have a permanent address and have supplied instead a temporary address above, I understand that enTouch Wireless will attempt to verify every 90 days that I continue to rely on that address, and that I must notify enTouch Wireless within 30 days of my new address after moving. If I do not respond to enTouch Wireless' address verification attempts within 30 days, I understand that I may be de-enrolled from enTouch Wireless' Lifeline service.

(init) I understand that I must notify enTouch Wireless within 30 days if (1) I cease to participate in a federal or state qualifying program or my annual household income exceeds 135 percent of the federal poverty guidelines; (2) I receive more than one Lifeline-supported service; or (3) Another member of my household is receiving a Lifeline benefit or (4) I for any other reason no longer satisfy the criteria for receiving Lifeline support. I understand that I will be subject to penalties if I fail to follow this notification requirement, including being de-enrolled from the Lifeline program.

(init) I understand and acknowledge that Lifeline service is a non-transferable benefit and that I may not transfer my service to any other individual, including another low-income consumer.

(init) I acknowledge that I will be required to re-certify my eligibility for Lifeline benefits annually, and I may be required to re-certify my continued eligibility for Lifeline at any time, and that failure to do so will result in the termination of my Lifeline benefits.

(init) I hereby authorize enTouch Wireless to send text messages to my enTouch Wireless provided wireless number about my Lifeline benefit. Text messages sent by enTouch Wireless will not decrement my available wireless minutes or texts. Standard voice, data and text rates will apply to all messages to and from anyone other than the Company.

(init) I attest under penalty of perjury that the information herein is true and correct to the best of my knowledge.



We may not be able to complete processing your application if you do not fill out this section.

Lifeline is a government program that provides a monthly discount on home or mobile telephone services. Only ONE Lifeline discount is allowed per household. Members of a household are not permitted to receive Lifeline service from multiple telephone companies.

Your household is everyone who lives together at your address as one economic unit (including children and people who are not related to you).

The adults you live with are part of your economic unit if they contribute to and share in the income and expenses of the household. An adult is any person 18 years of age or older, or an emancipated minor (a person under age 18 who is legally considered to be an adult). Household expenses include food, health care expenses (such as medical bills) and the cost of renting or paying a mortgage on your place of residence (a house or apartment, for example) and utilities (including water, heat and electricity). Income includes salary, public assistance benefits, social security payments, pensions, unemployment compensation, veteran's benefits, inheritances, alimony, child support payments, worker's compensation benefits, gifts, and lottery winnings.

Spouses and domestic partners are considered to be part of the same household. Children under the age of 18 living with their parents or guardians are considered to be part of the same household as their parents or guardians. If an adult has no income, or minimal income, and lives with someone who provides financial support to that adult, both people are considered part of the same household.

You have been asked to complete this Worksheet because someone else currently receives a Lifeline-supported service at your address. This other person may or may not be a part of your household. Answer the questions below to determine whether there is more than one household residing at your address.

1. Does your spouse or domestic partner (that is, someone you are married to or in a relationship with) already receive a Lifeline-discounted phone? (check no if you do not have a spouse or partner)
 ___ YES ___ NO

- If you checked YES, you may not sign up for Lifeline because someone in your household already receives Lifeline. Only ONE Lifeline discount is allowed per household.
- If you checked NO, please answer question #2.

2. Other than a spouse or partner, do other adults (people over the age of 18 or emancipated minors) live with you at your address?

- | | | | |
|----|--|---------|--------|
| A. | A parent | ___ YES | ___ NO |
| B. | An adult son or daughter | ___ YES | ___ NO |
| C. | Another adult relative (such as a sibling, aunt, cousin, grandparent., etc.) | ___ YES | ___ NO |
| D. | An adult roommate | ___ YES | ___ NO |
| E. | Other _____ | ___ YES | ___ NO |

- If you checked NO for each statement above, you do not need to answer the remaining questions. Please initial line B, below, and sign and date the worksheet.
- If you checked YES, please answer question #3.

3. Do you share living expenses (bills, food, etc.) and share income (either your income, the other person's income or both incomes together) with at least one of the adults listed above in question #2?
 ___ YES ___ NO

- If you checked NO, then your address includes more than one household. Please initial lines A and B below, and sign and date the worksheet.
- If you checked YES, then your address includes only one household. You may not sign up for Lifeline because someone in your household already receives Lifeline.

Please initial the certifications below and sign and date this worksheet.

A. I certify that I live at an address occupied by multiple households.

B. I understand that violation of the one-per-household requirement is against the Federal Communication Commission's rules and may result in me losing my Lifeline benefits, and potentially, prosecution by the United States government.

Signature

Date

YOU ARE DONE: SIGN AND DATE BELOW TO COMPLETE YOUR FORM. MAKE SURE YOU HAVE SIGNED SECTION 5 ABOVE TO ENSURE THAT WE CAN COMPLETE PROCESSING YOUR LIFELINE APPLICATION.

Applicant's Signature

Date



MAIL US YOUR APPLICATION & SUPPORT DOCUMENTATION:
 enTouch Wireless - 955 Kacena Rd, Ste A | Hiawatha, IA 52233

Email Application & Documents to: confidential@entouchwireless.com

STOP!!!

DON'T FORGET TO INCLUDE COPIES OF YOUR ELIGIBILITY DOCUMENTS!

