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US BANK/FCC DEC 21 2009

December 18, 2009

Federal Communications Commission
Wireline Competition Bureau
P.O. Box 979091
St. Louis, MO 63197-9000

Re: *Application for Commission Consent to Transfer of Control of Section
214-Authorized Interstate Carrier Lifeconnex Telecom, LLC to Lifeconnex
Acquisition Group, LLC*

To Whom It May Concern:

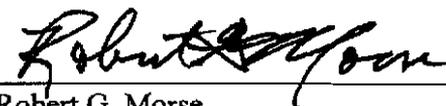
Enclosed please find an original and 5 copies of an application for Commission consent to the transfer of control of Section 214-authorized carrier Lifeconnex Telecom, LLC (FRN 0016488587) to Lifeconnex Acquisition Group, LLC (FRN 0019387182) pursuant to Section 214 of the Communications Act of 1934, as amended, 47 U.S.C. § 214. Enclosed is a completed FCC Form 159 for \$1015.00, with applicable credit card payment information.

Please contact the undersigned if there are questions concerning this application.

Respectfully submitted,

WILKINSON BARKER KNAUER, LLP

By:


Robert G. Morse

Enclosures

READ INSTRUCTIONS CAREFULLY
BEFORE PROCEEDING

US BANK/FCC DEC 21 2009
FEDERAL COMMUNICATIONS COMMISSION
REMITTANCE ADVICE
FORM 159

Approved by OMB
3046-0589
Page No. 1 of 2

(1) LOCKBOX # 979091		SPECIAL USE ONLY	
		FCC USE ONLY	
SECTION A - PAYER INFORMATION			
(2) PAYER NAME (If paying by credit card enter name exactly as it appears on the card) Thomas E. Biddix		(3) TOTAL AMOUNT PAID (U.S. Dollars and cents) 1015.00	
(4) STREET ADDRESS LINE NO. 1 6905 N Wickham Road			
(5) STREET ADDRESS LINE NO. 2 Suite 403			
(6) CITY Melbourne		(7) STATE FL	(8) ZIP CODE 32940
(9) DAYTIME TELEPHONE NUMBER (include area code) (321) 373-1343		(10) COUNTRY CODE (if not in U.S.A.)	
FCC REGISTRATION NUMBER (FRN) REQUIRED			
(11) PAYER (FRN) 0019417799		(12) FCC USE ONLY	
IF MORE THAN ONE APPLICANT, USE CONTINUATION SHEETS (FORM 159-C) COMPLETE SECTION BELOW FOR EACH SERVICE. IF MORE BOXES ARE NEEDED, USE CONTINUATION SHEET			
(13) APPLICANT NAME Lifeconnex Acquisition Group, LLC			
(14) STREET ADDRESS LINE NO. 1 6905 N Wickham Road			
(15) STREET ADDRESS LINE NO. 2 Suite 403			
(16) CITY Melbourne		(17) STATE FL	(18) ZIP CODE 32940
(19) DAYTIME TELEPHONE NUMBER (include area code) (321) 254-4949		(20) COUNTRY CODE (if not in U.S.A.)	
FCC REGISTRATION NUMBER (FRN) REQUIRED			
(21) APPLICANT (FRN) 0019387182		(22) FCC USE ONLY	
COMPLETE SECTION C FOR EACH SERVICE. IF MORE BOXES ARE NEEDED, USE CONTINUATION SHEET			
(23A) CALL SIGN/OTHER ID	(24A) PAYMENT TYPE CODE CUT	(25A) QUANTITY	
(26A) FEE DUE FOR (PTC) \$1015.00	(27A) TOTAL FEE \$1015.00	FCC USE ONLY	
(28A) FCC CODE 1		(29A) FCC CODE 2	
(23B) CALL SIGN/OTHER ID	(24B) PAYMENT TYPE CODE	(25B) QUANTITY	
(26B) FEE DUE FOR (PTC)	(27B) TOTAL FEE	FCC USE ONLY	
(28B) FCC CODE 1		(29B) FCC CODE 2	
SECTION D - CERTIFICATION			
CERTIFICATION STATEMENT			
I, _____, certify under penalty of perjury that the foregoing and supporting information is true and correct to the best of my knowledge, information and belief.			
SIGNATURE _____		DATE _____	

FEDERAL COMMUNICATIONS COMMISSION
REMITTANCE ADVICE (CONTINUATION SHEET)
FORM 159-C

Page No **2** of **2**

SPECIAL USE:
FCC USE ONLY

USE THIS SECTION ONLY FOR EACH ADDITIONAL APPLICANT
SECTION BB - ADDITIONAL APPLICANT INFORMATION

(13) APPLICANT NAME
Lifeconnex Telecom. LLC

(14) STREET ADDRESS LINE NO 1
13700 Perdido Key Drive, Unit B222

(15) STREET ADDRESS LINE NO. 2

(16) CITY
Perdido Key (17) STATE
FL (18) ZIP CODE
32507

(19) DAYTIME TELEPHONE NUMBER (include area code)
(850) 308-1616 (20) COUNTRY CODE (if not in U.S.A.)

FCC REGISTRATION NUMBER (FRN) REQUIRED

(21) APPLICANT (FRN)
0016488587 (22) FCC USE ONLY

COMPLETE SECTION C FOR EACH SERVICE, IF MORE BOXES ARE NEEDED, USE CONTINUATION SHEET

(23A) CALL SIGN/OTHER ID (24A) PAYMENT TYPE CODE (25A) QUANTITY

(26A) FEE DUE FOR (PTC) (27A) TOTAL FEE FCC USE ONLY

(28A) FCC CODE 1 (29A) FCC CODE 2

(23B) CALL SIGN/OTHER ID (24B) PAYMENT TYPE CODE (25B) QUANTITY

(26B) FEE DUE FOR (PTC) (27B) TOTAL FEE FCC USE ONLY

(28B) FCC CODE 1 (29B) FCC CODE 2

(23C) CALL SIGN/OTHER ID (24C) PAYMENT TYPE CODE (25C) QUANTITY

(26C) FEE DUE FOR (PTC) (27C) TOTAL FEE FCC USE ONLY

(28C) FCC CODE 1 (29C) FCC CODE 2

(23D) CALL SIGN/OTHER ID (24D) PAYMENT TYPE CODE (25D) QUANTITY

(26D) FEE DUE FOR (PTC) (27D) TOTAL FEE FCC USE ONLY

(28D) FCC CODE 1 (29D) FCC CODE 2

(23E) CALL SIGN/OTHER ID (24E) PAYMENT TYPE CODE (25E) QUANTITY

(26E) FEE DUE FOR (PTC) (27E) TOTAL FEE FCC USE ONLY

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(23F) CALL SIGN/OTHER ID (24F) PAYMENT TYPE CODE (25F) QUANTITY

(26F) FEE DUE FOR (PTC) (27F) TOTAL FEE FCC USE ONLY

(28F) FCC CODE 1 (29F) FCC CODE 2

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

In the Matter of)
)
Lifeconnex Telecom, LLC, Transferor) WC Docket No. 09-_____
)
and)
)
Lifeconnex Acquisition Group, LLC, Transferee)
)
Application Pursuant to Section 214 of the)
Communications Act of 1934, as amended,)
and Section 63.04 of the Commission's Rules for)
Approval of the Transfer of Control of a)
Domestic Interstate Common Carrier)

APPLICATION FOR APPROVAL OF A TRANSFER OF CONTROL
STREAMLINED PROCESSING REQUESTED

Lifeconnex Telecom, LLC (“Transferor” or “LC Telecom”) (FRN 0016488587) and Lifeconnex Acquisition Group, LLC (“Transferee” or “LC Acquisition Group”) (FRN 0019387182) (collectively “Applicants”), by their undersigned attorney and pursuant to Section 214 of the Communications Act of 1934 (the “Act”), as amended, 47 U.S.C. § 214, and Section 63.04 of the Commission’s Rules, 47 C.F.R. § 63.04, hereby respectfully seek Commission approval to transfer control of LC Telecom to LC Acquisition Group.¹ Streamlined processing of this application is requested pursuant to Section 63.03 of the Rules, 47 C.F.R. § 63.03. Applicants provide below the information required by Section 63.04 of the Commission’s Rules, 47 C.F.R. § 63.04.

¹ Applicants consummated the instant transaction on or about September 1, 2009. Special Temporary Authority for LC Telecom to operate under the current ownership is being requested under separate cover.

I. SECTION 63.04 INFORMATION

In support of this Application, Applicants submit the following information in response to the requirements of Section 63.04(a) of the Rules. Information is provided in the order in which those requirements appear in the Rule.

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

(1) Name, Address and Telephone Number of Transferor and Transferee

Transferor: Lifeconnex Telecom, LLC
13700 Perdido Key Drive, Unit B222
Perdido Key, Florida 32507
Tel: (850) 308-1616
Fax: (850) 492-5085
FRN: 0016488587

Transferee: Lifeconnex Acquisition Group, LLC
6905 North Wickham Road, Suite 403
Melbourne, Florida 32940
Tel: (321) 254-4949
Fax: (321) 258-0787
FRN: 0019387182

(2) State of Organization

Transferor: Lifeconnex Telecom, LLC is a Florida limited liability company.

Transferee: Lifeconnex Acquisition Group, LLC is a Delaware limited liability company.

(3) Point of Contact Information

Correspondence concerning this Application for the Transferor and the Transferee should be sent to:

Lance J.M. Steinhart
Lance J Steinhart, P.C.
1720 Windward Concourse, Suite 115
Alpharetta, Georgia 30005
Tel: (770) 232-9200
Fax: (770) 232-9208
E-Mail: lsteinhart@telecomcounsel.com

(4) Information concerning the ten percent (10%) or greater owners of Transferor

Transferor

Direct ownership in Lifeconnex Telecom, LLC:

Name: Angie Watson
Address: 13700 Perdido Key Drive, Unit B222
Perdido Key, Florida 32507
Citizenship: United States
Principal Business: Telecommunications
Interest: 50%

Name: Leonard Solt
Address: 13700 Perdido Key Drive, Unit B222
Perdido Key, Florida 32507
Citizenship: United States
Principal Business: Telecommunications
Interest: 50%

Neither of these entities currently holds any ownership interest in LC Telecom. No other entity held a direct or indirect interest in Transferor.

Transferee

Direct ownership in Lifeconnex Acquisition Group, LLC:

Name: Associated Telecom Management Services, LLC
Business Address: 6905 North Wickham Road
Melbourne, Florida 32940
Citizenship: United States (Delaware Limited Liability Company)
Principal Business: Telecommunications
Interest: 100%

Indirect ownership in Lifeconnex Acquisition Group, LLC is as follows:

Name: Thomas Biddix
Address: 6905 North Wickham Road
Melbourne, Florida 32940
Citizenship: United States
Principal Business: Telecommunications
Interest: 100%

No other entity currently holds a direct or indirect interest in Transferee

(5) Anti Drug Abuse Act of 1998 Certification

By the attached certification, Applicants certify pursuant to 47 C.F.R. §§ 1.2001-1.2008 of the Rules that no party to the application is subject to a denial of Federal benefits pursuant to section 5301 of the Anti-Drug Abuse Act of 1988.

(6) Description of the Transaction

The Parties. LC Telecom holds blanket domestic Section 214 authority to provide interstate telecommunications services. LC Telecom is a provider of competitive local exchange and interexchange services and began offering service in 2008.² LC Telecom is currently authorized to provide competitive local exchange and/or interexchange services in Alabama, Florida, Kansas, Kentucky, Louisiana, Massachusetts, Montana, New Jersey, New York, South Carolina, Tennessee and Washington. Of these states, LC Telecom is providing such services in Alabama, Florida, Kentucky and North Carolina. LC Acquisition Group was recently formed by its principals to purchase LC Telecom, and to consolidate LC Telecom with other competitive local exchange carriers. LC Acquisition Group itself is not a provider of telecommunications services.

The Transaction. LC Acquisition Group purchased 100% of the equity interests of LC Telecom, which became a wholly owned subsidiary of LC Acquisition Group. For the Commission's convenience, pre- and post-closing organization illustrative charts are provided as Exhibit A. The transfer of control of LC Telecom involved no disruption, impairment, or other changes in the entity providing service to customers, the facilities used to provide such services, or the rates, terms and conditions of such service. All existing tariffs remained in place. In addition, the contact points for customers and Commission inquiries remained the same after the

² LC Telecom formerly operated under the name Swiftel, LLC.

transfer of control. All existing customer service numbers/operations, contracts and procedures of LC Telecom remained in place after the transaction, including procedures relating to billing and repair complaints. Although the transaction resulted in a change in the control of LC Telecom, no assignment of authorizations, assets, or customers occurred as a consequence of the transaction. LC Telecom will continue to provide service to LC Telecom existing customers pursuant to LC Telecom authorizations under the same rates, terms and conditions. Accordingly, this transaction is transparent to the customers of LC Telecom.

(7) Description of Geographic Service Area and Services in Each Area

Transferor. Lifeconnex Telecom, LLC currently provides domestic resold intrastate and interstate telecommunications services on a retail basis in the following states: Alabama, Florida, Kentucky, and North Carolina.

Transferee. Lifeconnex Acquisition Group, LLC does not provide any domestic telecommunications services in the United States in its own right. Applicants' affiliates provide domestic resold intrastate and interstate telecommunications services on a retail basis as small CLECs in the following states: Alabama; Arkansas; Florida; Indiana; Kentucky; Louisiana, North Carolina; South Carolina; Tennessee; and Texas.

(8) Qualification for Streamlining

This Application is eligible for streamlined processing pursuant to Section 63.03(b)(2)(i) of the Commission's Rules, 47 C.F.R. § 63.03(b)(2)(i) for the following reasons: (1) LC Telecom and LC Telecom affiliates, as defined in Section 3(1) of the Communications Act ("Affiliates"), combined hold less than a ten percent (10%) share of the interstate, interexchange market;³ (2) LC Telecom and LC Telecom Affiliates provide competitive local exchange service

³ 47 U.S.C. § 153(1); 47 C.F.R. § 63.03(b)(3).

only in areas served by dominant local exchange carriers (none of which is a party to the proposed transactions), and; (3) neither LC Telecom nor any of LC Telecom Affiliates is dominant with respect to any service.

(9) Other Pending Commission Applications

Applicants have separately requested Special Temporary Authority for LC Telecom to provide interstate common carrier services under its current ownership.

(10): Special Consideration

None.

(11): Waiver Requests (If Any)

None.

(12): Public Interest Statement

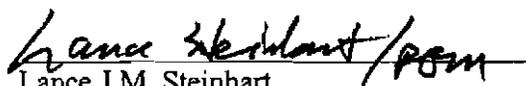
Applicants submit that the transaction will serve the public interest because it brings LC Acquisition Group's experienced management team to enhance LC Telecom's ability to provide quality local exchange services to its customers. The acquisition will enable LC Telecom to obtain access to additional financial and operational resources from its new parent company. The transfer of control will ensure the ongoing provision of high quality telecommunications to the public, the introduction of new services, and will promote competition in the U.S. telecommunications integration service market for the benefit of all consumers. As evidenced by this application's eligibility for streamlined processing, transactions such as these do not raise anticompetitive concerns for the Commission.⁴ Neither Applicant is (or is affiliated with) an ILEC.

⁴ *Implementation of Further Streamlining Measures for Domestic Section 214 Authorizations*, Report and Order, 17 FCC Rcd. 5517, ¶ 30 (2002).

II. CONCLUSION

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

Respectfully submitted,



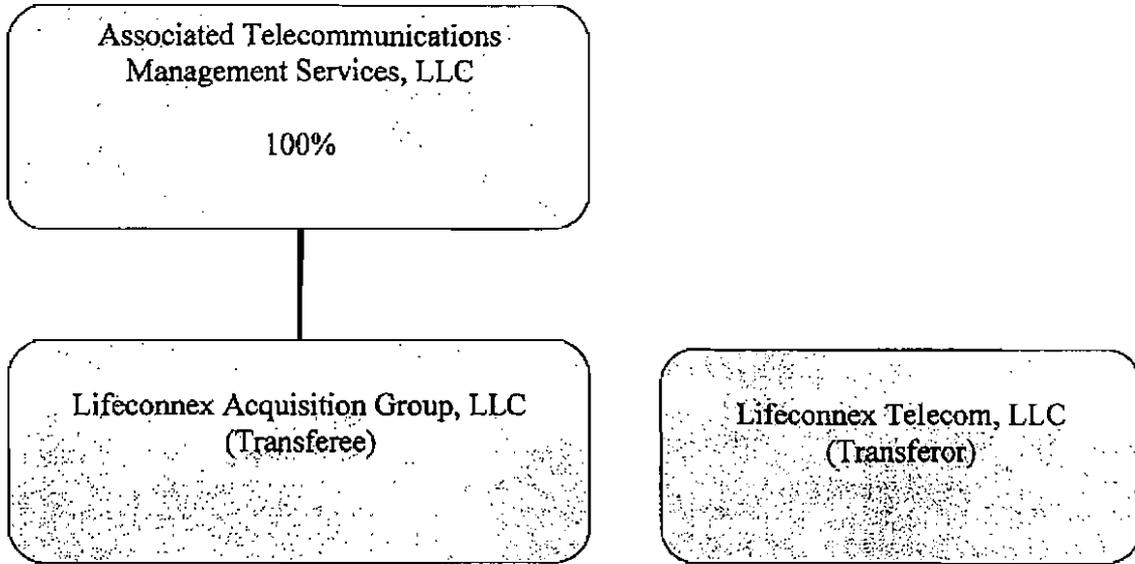
Lance J.M. Steinhart
Lance J Steinhart, P.C.
1720 Windward Concourse, Suite 115
Alpharetta, Georgia 30005
(770) 232-9200 (Tel)
(770) 232-9208 (Fax)
lsteinhart@telecomcounsel.com (E-Mail)

Counsel to
Lifeconnex Telecom, LLC
And Lifeconnex Acquisition Group, LLC

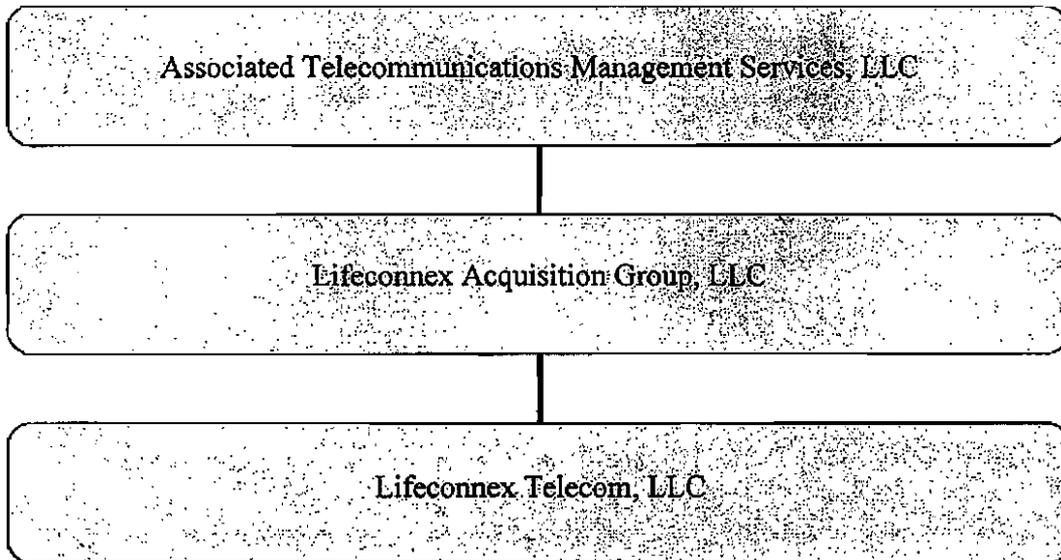
EXHIBIT A

PRE- AND POST-CLOSING ORGANIZATIONAL CHARTS

Pre Closing



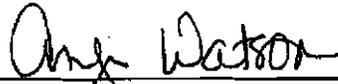
Post Closing



CERTIFICATIONS

CERTIFICATION

I, Angie M. Watson, President of Lifeconnex Telecom, LLC, Inc., hereby certify under penalty of perjury that I am authorized to make this Certification on behalf of Lifeconnex Telecom, LLC, the Transferor in the foregoing application. I further certify that the information in the foregoing application as it pertains to the Transferor is true and accurate to the best of my knowledge, and that the Transferor is not subject to a denial of Federal benefits pursuant to Section 5301 of the Anti-Drug Abuse Act of 1988, 21 U.S.C. § 853(a), as amended.



Angie M. Watson
President
Lifeconnex Telecom, LLC

Date: 12/16/09

CERTIFICATION

I, Thomas E. Biddix, Managing Member of Lifeconnex Acquisition Group, LLC, hereby certify under penalty of perjury that I am authorized to make this Certification on behalf of Lifeconnex Acquisition Group, LLC, the Transferee in the foregoing application. I further certify that the information in the foregoing application as it pertains to the Transferee is true and accurate to the best of my knowledge, and that the Transferee is not subject to a denial of Federal benefits pursuant to Section 5301 of the Anti-Drug Abuse Act of 1988, 21 U.S.C. § 853(a), as amended.



Thomas E. Biddix
Managing Member
Lifeconnex Acquisition Group, LLC

Date: 12/17/09

FCC TOC
