

UC 10-33

STAMP AND RETURN

WILKINSON) BARKER) KNAUER) LLP  
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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 Triarch Marketing, Inc. to Triarch Acquisition Group, LLC*

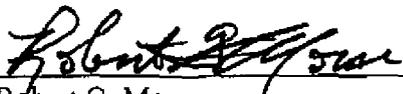
To Whom It May Concern:

Enclosed please find an original and 5 copies of an application for Commission consent to the transfer of control of Section 214-authorized carrier Triarch Marketing, Inc. (FRN 0010241784) to Triarch Acquisition Group, LLC (FRN 0019389451) 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

US BANK/FCC DEC 21 2009

READ INSTRUCTIONS CAREFULLY  
BEFORE PROCEEDING

FEDERAL COMMUNICATIONS COMMISSION  
REMITTANCE ADVICE  
FORM 159

Approved by OMB  
3060-0189  
Page No. 1 of 2

(1) LOCKBOX # 979091		SPECIAL USE ONLY	
		FCC USE ONLY	
<b>SECTION A - PAYER INFORMATION</b>			
(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.)	
<b>FCC REGISTRATION NUMBER (FRN) REQUIRED</b>			
(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 Triarch 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.)	
<b>FCC REGISTRATION NUMBER (FRN) REQUIRED</b>			
(21) APPLICANT (FRN) 0019389451		(22) FCC USE ONLY	
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(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	
<b>SECTION D - CERTIFICATION</b>			
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 <u>2</u> of <u>2</u>		SPECIAL USE
		FCC USE ONLY
USE THIS SECTION ONLY FOR EACH ADDITIONAL APPLICANT SECTION BB - ADDITIONAL APPLICANT INFORMATION		
(13) APPLICANT NAME <b>Triarch Marketing, Inc.</b>		
(14) STREET ADDRESS LINE NO. 1 <b>508 Spencer Street</b>		
(15) STREET ADDRESS LINE NO. 2		
(16) CITY <b>Rayville</b>	(17) STATE <b>LA</b>	(18) ZIP CODE <b>71269</b>
(19) DAYTIME TELEPHONE NUMBER (include area code) <b>(318) 728-0971</b>	(20) COUNTRY CODE (if not in U.S.A.)	
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(28F) FCC CODE 1	(29F) FCC CODE 2	

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

In the Matter of )  
 )  
**Triarch Marketing, Inc., Transferor** ) WC Docket No. 09-\_\_\_\_\_  
 )  
and )  
 )  
**Triarch 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**

Triarch Marketing, Inc. ("Transferor" or "Triarch") (FRN 0010241784) and Triarch Acquisition Group, Inc. ("Transferee" or "TA Acquisition Group") (FRN 0019389451) (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 Triarch to TA Acquisition Group.<sup>1</sup> 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.

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<sup>1</sup> Applicants consummated the instant transaction on or about October 12, 2009. Special Temporary Authority for Triarch 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: Triarch Marketing, Inc.  
508 Spencer Street  
Rayville, Louisiana 71269  
Tel: (318) 728-0971  
Fax: (866) 613-1500  
FRN: 0010241784

Transferee: Triarch Acquisition Group, Inc.  
6905 North Wickham Road, Suite 403  
Melbourne, Florida 32940  
Tel: (321) 254-4949  
Fax: (321) 258-0787  
FRN: 0019389451

**(2) State of Organization**

Transferor: Triarch Marketing, Inc. is a Louisiana corporation.

Transferee: Triarch Acquisition Group, Inc. 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 Triarch Marketing, Inc.:

Name: James Dupont  
Address: 508 Spencer Street  
Rayville, Louisiana 71269  
Citizenship: United States  
Principal Business: Telecommunications  
Interest: 100%

This entity does not currently hold any ownership interest in Triarch. No other entity held a direct or indirect interest in Transferor.

***Transferee***

Direct ownership in Triarch Acquisition Group, Inc.:

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 Triarch Acquisition Group, Inc. 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.* Triarch holds blanket domestic Section 214 authority to provide interstate telecommunications services. Triarch is a provider of competitive local exchange and interexchange services and began offering service in 2003. Triarch is currently authorized to provide, and is providing competitive local exchange and interexchange services in the State of Louisiana. TA Acquisition Group was recently formed by its principals to purchase Triarch, and to consolidate Triarch with other competitive local exchange carriers. TA Acquisition Group itself is not a provider of telecommunications services.

*The Transaction.*

TA Acquisition Group purchased 100% of the equity interests of Triarch, which became a wholly owned subsidiary of TA Acquisition Group. For the Commission's convenience, pre- and post-closing organization illustrative charts are provided as Exhibit A. The transfer of control of Triarch 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 transfer of control. All existing customer service numbers/operations, contracts and procedures of Triarch 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 Triarch, no assignment of

authorizations, assets, or customers occurred as a consequence of the transaction. Triarch will continue to provide service to Triarch existing customers pursuant to Triarch authorizations under the same rates, terms and conditions. Accordingly, this transaction is transparent to the customers of Triarch.

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

*Transferor.* Triarch Marketing, Inc. currently provides domestic resold intrastate and interstate telecommunications services on a retail basis in the following states: Louisiana.

*Transferee.* Triarch Acquisition Group, Inc. 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) Triarch and Triarch 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;<sup>2</sup> (2) Triarch and Triarch Affiliates provide competitive local exchange service only in areas served by dominant local exchange carriers (none of which is a party to the proposed transactions), and; (3) neither Triarch nor any of Triarch Affiliates is dominant with respect to any service.

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<sup>2</sup> 47 U.S.C. § 153(1); 47 C.F.R. § 63.03(b)(3).

**(9) Other Pending Commission Applications**

Applicants have separately requested Special Temporary Authority for Triarch 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 TA Acquisition Group's experienced management team to enhance Triarch's ability to provide quality local exchange services to its customers. The acquisition will enable Triarch 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.<sup>3</sup> Neither Applicant is (or is affiliated with) an ILEC.

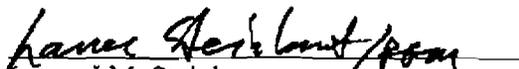
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<sup>3</sup> *Implementation of Further Streamlining Measures for Domestic Section 214 Authorizations*, Report and Order, 17 FCC Rcd. 5517, ¶ 30 (2002).

## 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,

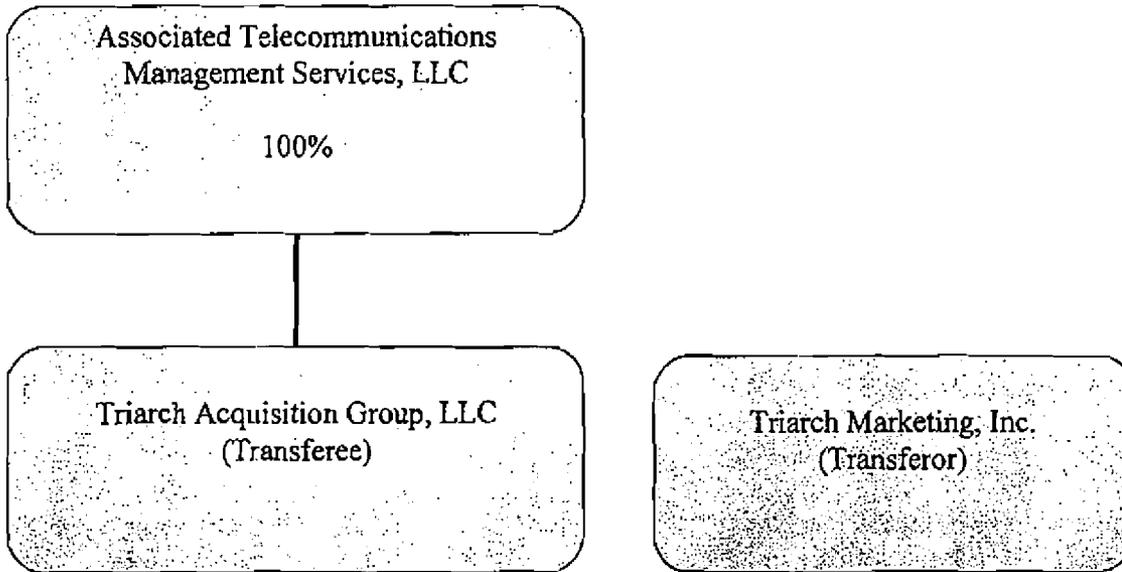
  
Lance J.M. Steinhart  
Lance J Steinhart, P.C.  
1720 Windward Concourse, Suite 115  
Alpharetta, Georgia 30005  
(770) 232-9200 (Tel)  
(770) 232-9208 (Fax)  
[lsteinhart@telecomcounsel.com](mailto:lsteinhart@telecomcounsel.com) (E-Mail)

Counsel to  
Triarch Marketing, Inc.  
And Triarch Acquisition Group, Inc.

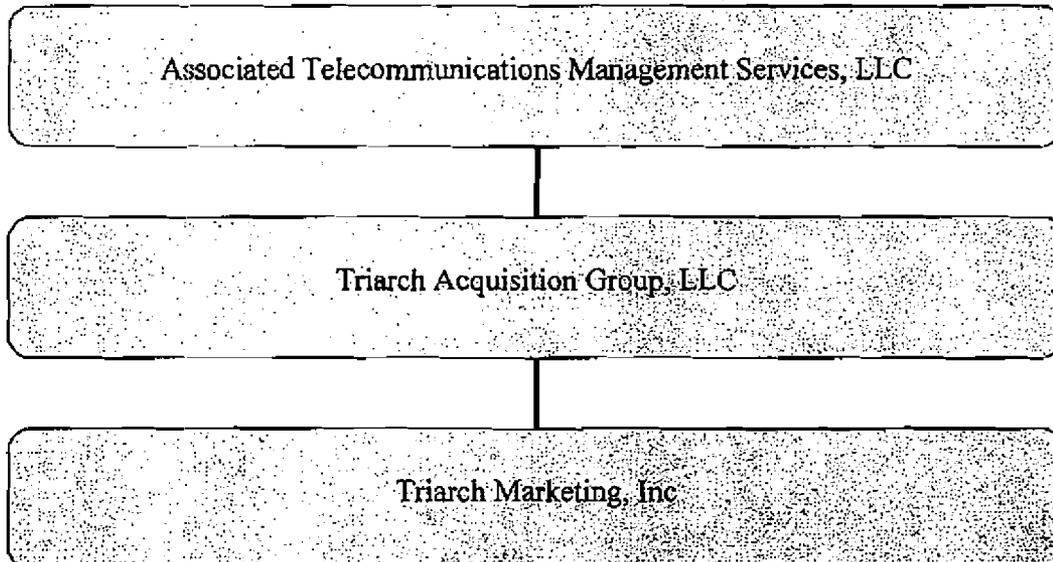
**EXHIBIT A**

**PRE- AND POST-CLOSING ORGANIZATIONAL CHARTS**

**Pre Closing**



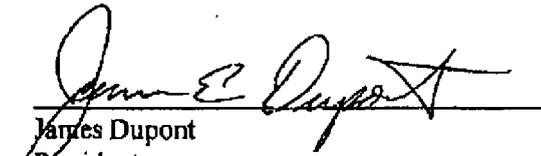
**Post Closing**



## CERTIFICATIONS

## CERTIFICATION

I, James Dupont, President of Triarch Marketing, Inc., hereby certify under penalty of perjury that I am authorized to make this Certification on behalf of Triarch Marketing, Inc., 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.

  
James Dupont  
President  
Triarch Marketing, Inc.

Date: 12/16/2009

**CERTIFICATION**

I, Thomas E. Biddix, Managing Member of Triarch Acquisition Group, LLC, hereby certify under penalty of perjury that I am authorized to make this Certification on behalf of Triarch 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  
Triarch Acquisition Group, LLC

Date: 12/17/09

# STAMP AND RETURN

Before the  
Federal Communications Commission  
Washington, DC 20554

RECEIVED - FCC

DEC 18 2009

Federal Communications Commission  
Bureau / Office

In the Matter of )  
)  
**Triarch Marketing, Inc.** ) WC Docket No. \_\_\_\_\_  
)  
Request for Special Temporary Authority to )  
Provide Nondominant Domestic Interstate )  
Telecommunications Services Under Section )  
214 of the Communications Act, as Amended )

To: Wireline Competition Bureau

## REQUEST FOR SPECIAL TEMPORARY AUTHORITY

Pursuant to Section 214(a) of the Communications Act of 1934, as amended (the "Act"), Triarch Marketing, Inc. ("Triarch"), by counsel, seeks Special Temporary Authority ("STA") to provide domestic interstate telecommunications service on a non-dominant basis. Triarch and its parent company Triarch Acquisition Group, LLC ("Triarch Acquisition"), have requested after-the-fact Commission consent to the transfer of control of Triarch to Triarch Acquisition, for which an application has been submitted. Triarch seeks STA approval for the pendency of the Application for the reasons set forth therein.

Please contact Triarch's regulatory counsel at the number below if there are questions concerning this request or if additional information is required.

Respectfully submitted,

**Triarch Marketing, Inc.**

By:   
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](mailto:lsteinhart@telecomcounsel.com) (E-Mail)

*Its Attorney*

December 17, 2009

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FEDERAL COMMUNICATIONS COMMISSION  
**REMITTANCE ADVICE**  
FORM 159

Approved by OMB  
3060-0589  
Page No. 1 of 2

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SIGNATURE _____		DATE _____	

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

Page No 2 of 2

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

(13) APPLICANT NAME <b>Triarch Marketing, Inc.</b>		
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