



PUBLIC NOTICE

Federal Communications Commission
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DA 14-683
May 20, 2014

**DOMESTIC SECTION 214 APPLICATION FILED FOR THE ACQUISITION OF
CERTAIN ASSETS OF CYPRESS COMMUNICATIONS OPERATING COMPANY,
LLC BY NETWORK BILLING SYSTEMS, LLC**

STREAMLINED PLEADING CYCLE ESTABLISHED

WC Docket No. 14-73

Comments Due: June 3, 2014

Reply Comments Due: June 10, 2014

On May 5, 2014, Network Billing System, LLC (NBS) and Cypress Communications Operating Company, LLC (Cypress) (together, Applicants) filed an application, pursuant to section 63.03 of the Commission's rules,¹ to transfer certain telecommunications services and customers of Cypress to NBS.

Cypress, a Delaware limited liability company, is authorized to provide local exchange and/or interexchange telecommunications services in Alabama, Arizona, California, Colorado, Connecticut, Delaware, District of Columbia, Florida, Georgia, Illinois, Indiana, Louisiana, Maryland, Massachusetts, Michigan, Minnesota, Mississippi, Nevada, New Jersey, New York, North Carolina, North Dakota, Ohio, Oklahoma, Oregon, Pennsylvania, South Carolina, Tennessee, Texas, Utah, Virginia (Cypress's affiliate Cypress Communications Holding Company of Virginia, LLC), Washington, and Wisconsin. Cypress is a wholly owned indirect subsidiary of Broadvox, Inc. (Broadvox), an Ohio corporation. Cypress provides voice and data services as well as unregulated information services to small- and medium-sized business customers. The regulated services being acquired by NBS are retail business circuits that Cypress provides via resale arrangements with other carriers in order to supplement other unregulated services purchase by those customers.²

¹ 47 C.F.R. § 63.03; *see* 47 U.S.C. § 214. Applicants are also filing applications for transfer of control associated with authorization for international services. Any action on this domestic section 214 application is without prejudice to Commission action on other related, pending applications.

² The regulated services and customers of Cypress that will be assigned to NBS are located in the following jurisdictions: Arizona, California, Colorado, Connecticut, Delaware, the District of Columbia, Florida, Georgia, Illinois, Indiana, Louisiana, Maryland, Massachusetts, Minnesota, New Jersey, New York, North Carolina, Pennsylvania, South Carolina, Tennessee, Texas, Virginia and Washington.

NBS, a New Jersey limited liability company, is authorized to provide local exchange and intrastate interexchange telecommunications services in California, Connecticut, Florida, Georgia, Maryland, Massachusetts, New Jersey, New York, Ohio, Pennsylvania, Texas and Virginia and intrastate interexchange telecommunications services in all other states except Alaska and Hawaii.³ NBS is a direct, wholly owned subsidiary of Fusion NBS Acquisition Corp. (FNAC), a Delaware corporation. FNAC is a direct, wholly owned subsidiary of Fusion Telecommunications International, Inc. (FTI) (Fusion, together with its subsidiaries, the Fusion Entities).⁴ The Fusion Entities provide digital voice and data communications services to businesses and carriers worldwide.

Pursuant to an Asset Purchase and Sale Agreement between Fusion, Fusion BVX LLC (FBVX), a direct subsidiary of FNAC, Broadvox Go!, LLC, an affiliate of Cypress and wholly owned subsidiary of Broadvox, and Cypress Communications, LLC, the direct parent company of Cypress, NBS will acquire the regulated retail business services, customer accounts and contracts of Cypress that are associated with the unregulated business that FBVX is acquiring from the transferors. The telecommunications services received by the affected customers from Cypress are only a small portion of the services provided to such customers by and/or their affiliates or subsidiaries. Applicants assert that the proposed transaction is entitled to presumptive streamlined treatment under section 63.03(b)(2)(i) of the Commission's rules and that a grant of the application will serve the public interest, convenience, and necessity by assuring seamless and uninterrupted services, to all of the assigned customers and will continue to receive telecommunications service from NBS under the same rates, terms and conditions of services as were previously provided by Cypress and the proposed transaction will be seamless to customers.⁵

Domestic Section 214 Application Filed for the Acquisition of Certain Assets of Cypress Communications Operating Company, LLC by Network Billing Systems, LLC, WC Docket No. 14-73 (filed May. 5, 2014).

GENERAL INFORMATION

The transfer of assets identified herein has been found, upon initial review, to be acceptable for filing as a streamlined application. The Commission reserves the right to return any transfer application if, upon further examination, it is determined to be defective and not in conformance with the Commission's rules and policies. Pursuant to section 63.03(a) of the Commission's rules, 47 CFR § 63.03(a), interested parties may file comments **on or before June 3, 2014**, and reply comments **on or before June 10, 2014**. Pursuant to section 63.52 of the Commission's rules, 47 C.F.R. § 63.52, commenters must serve a copy of comments on the Applicants no later than the above comment filing date. Unless otherwise notified by the Commission, the Applicants may transfer control on the 31st day after the date of this notice.

³ NBS provides telecommunications services in every state where it holds authorization to provide intrastate telecommunications services except for Mississippi.

⁴ The percentage of Fusion's shares held by an entity or individual at any given time may fluctuate. The Applicant's state that the following U.S. individuals and entities hold a ten percent or greater direct or indirect ownership interest in FTI: Marvin S. Rosen 15.3% (directly in Fusion); Diker GP, LLC 11.27% (indirectly in jFusion as the general partner of two funds, Unterberg Koller Capital Fund LP and Diker Micro Cap Fund LP (the Diker Funds) that have direct ownership interest in Fusion); Diker Management, LLC 11.27% (indirectly in Fusion as the investment manager of the Diker Funds); Mark N. Diker 11.27% (indirectly in Fusion as one of two managing managers and one of two members of Diker GP, LLC and Diker Management, LLC) and Charles M. Diker 11.27% (indirectly in Fusion as one of two managing managers and one of two members of Diker GP, LLC and Diker Management, LLC).

⁵ 47 C.F.R. § 63.03(b)(2)(i).

Pursuant to section 63.03 of the Commission's rules, 47 CFR § 63.03, parties to this proceeding should file any documents in this proceeding using the Commission's Electronic Comment Filing System (ECFS): <http://fjallfoss.fcc.gov/ecfs2/>.

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

- 1) Tracey Wilson, Competition Policy Division, Wireline Competition Bureau, tracey.wilson@fcc.gov;
- 2) Dennis Johnson, Competition Policy Division, Wireline Competition Bureau, dennis.johnson@fcc.gov;
- 3) David Krech, Policy Division, International Bureau, david.krech@fcc.gov; and
- 4) Jim Bird, Office of General Counsel, jim.bird@fcc.gov.

People with Disabilities: To request materials in accessible formats for people with disabilities (braille, large print, electronic files, audio format), send an e-mail to fcc504@fcc.gov or call the Consumer & Governmental Affairs Bureau at (202) 418-0530 (voice), (202) 418-0432 (tty).

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

For further information, please contact Tracey Wilson at (202) 418-1394 or Dennis Johnson at (202) 418-0809.