

# Supplemental Exhibit 3

UT PSC Docket Nos. 15-2431-01, 15-2474-01 and 15-2452-02



# PUBLIC NOTICE

FEDERAL COMMUNICATIONS COMMISSION  
445 12th STREET S.W.  
WASHINGTON D.C. 20554

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News media information 202-418-0500  
Internet: <http://www.fcc.gov> (or <ftp.fcc.gov>)  
TTY (202) 418-2555

**Report No. TEL-01764S**

**Friday December 4, 2015**

## **Streamlined International Applications Accepted For Filing**

### **Section 214 Applications (47 C.F.R. § 63.18); Section 310(b) Requests**

Unless otherwise specified, the following procedures apply to the applications listed below:

The international Section 214 applications listed below have been found, upon initial review, to be acceptable for filing and subject to the streamlined processing procedures set forth in Section 63.12 of the Commission's rules, 47 C.F.R. § 63.12. These applications are for authority under Section 214 of the Communications Act, 47 U.S.C. § 214(a), to transfer control of an authorized carrier or to assign a carrier's existing authorization; and/or (b) to become a facilities-based international common carrier; and/or (c) to become a resale-based international common carrier.

Pursuant to Section 63.12 of the rules, these Section 214 applications will be granted 14 days after the date of this public notice (see 47 C.F.R. § 1.4 regarding computation of time), and the applicant may commence operations on the 15th day, unless the Commission has informed the applicant in writing, within 14 days after the date of this public notice, that the application, on further examination, has been deemed ineligible for streamlined processing.

Communications between outside parties and Commission staff concerning these applications are permitted subject to the Commission's rules for "permit-but-disclose proceedings." See 47 C.F.R. § 1.1206. An application can be removed from streamlined processing only in the sound discretion of Commission staff. The filing of comments or a petition to deny will not necessarily result in an application being deemed ineligible for streamlined processing.

The petitions for declaratory ruling listed below are for authority under Section 310(b) of the Communications Act, 47 U.S.C. § 310(b), to exceed the foreign ownership limits applicable to common carrier radio licensees. The requested rulings will be granted 14 days after the date of this public notice, effective the next day, unless the application is formally opposed or the Commission has informed the applicant in writing, within 14 days of the date of this public notice, that the application, on further examination, has been deemed ineligible for streamlined processing. For this purpose, a formal opposition shall be sufficient only if it is received by the Commission and by the applicant within 14 days of the date of this public notice and its caption and text make it unmistakably clear that it is intended to be a formal opposition.

Copies of all applications listed here are available for public inspection in the FCC Office of Public Affairs Reference and Information Center, located in room CY-A257 at the Portals 2 building, 445 12th Street SW, Washington DC 20554. The center can be contacted at (202) 418-0270. 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](mailto:fcc504@fcc.gov) or call the Consumer & Governmental Affairs Bureau at 202-418-0530 (voice), 1-888-835-5322 (tty). All applications listed are subject to further consideration and review, and may be returned and/or dismissed if not found to be in accordance with the Commission's rules, regulations, and other requirements.

We request that comments on any of these applications refer to the application file number shown below.

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**ITC-214-20151117-00272** E Interactive Intelligence Telecom, Inc.  
International Telecommunications Certificate  
**Service(s):** Other (Section 63.18(e)(6))  
Application for Authority to provide VoIP international calling service to all countries where, to the best of Interactive Intelligence Telecom, Inc's knowledge, services have been approved by the FCC.

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**ITC-214-20151124-00283** E Stanton Telecom, Inc.  
International Telecommunications Certificate  
**Service(s):** Global or Limited Global Resale Service  
Application for Authority to Provide International Resold Services to All International Points

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**ITC-ASG-20151016-00238** E X5 OpCo LLC  
Assignment  
**Current Licensee:** NovaTel Ltd., Inc.  
**FROM:** NovaTel Ltd., Inc.  
**TO:** X5 OpCo LLC  
Application filed for consent to the assignment of international section 214 authorization, ITC-214-20010719-00393, held by Novatel Ltd., Inc. (Novatel), a Texas corporation, to X5 OpCo LLC (X5 OpCo), a Delaware limited liability company. Pursuant to an assets purchase agreement, X5 OpCo will acquire substantially all of the assets of Novatel, including its international section 214 authorization, ITC-214-20010719-00393, and upon closing X5 OpCo will provide telecommunications services to Novatel' customers.

X5 OpCo is wholly-owned by X5 Holdings LLC (X5 Holdings), a Delaware limited liability company that is in turn majority owned by X5 Partners LLC (X5 Partners), a Delaware limited liability company (70.2%). X5 Partners is owned by NewSpring Holdings LLC (NewSpring Holdings), a Delaware limited liability company (68.0%) and NewSpring Holdings Parallel LLC (NewSpring Holdings Parallel), a Delaware limited liability company (32.0%). X5 OpCo is ultimately controlled by NewSpring Holdings Management Company LLC (NewSpring), a Delaware limited liability company. NewSpring is managed by Walter P. Maner and James Ashton, both U.S. citizens. NewSpring is the non-member manager of X5 Partners and the member manager of NewSpring Holdings and NewSpring Holdings Parallel. Ohana Holdings, LLC (Ohana Holdings), a Delaware limited liability company holds 40.3% equity interest in NewSpring Holdings, and is in turn wholly owned by the Pierre M. Omidyar Trust (100%). The trustees of the Pierre M. Omidyar Trust are Pierre M. Omidyar and Michael G. Mohr, both U.S. citizens. The sole beneficiary of the trust is Pierre M. Omidyar. NewSpring Holdings Parallel is owned by Carbon Investments LLC (98%), which is in turn majority owned by the Charles G. Koch 1997 Trust (75%). The sole trustee and beneficiary of the Charles G. Koch 1997 Trust is Charles G. Koch, a U.S. citizen.

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**ITC-T/C-20151105-00252** E Equivoice Holdings, Inc.  
Transfer of Control  
**Current Licensee:** Equivoice Holdings, Inc.  
**FROM:** Richard Pierce  
**TO:** Scott Grau  
Application filed for consent to the transfer of control of international section 214 authorization, ITC-214-20051102-00446, held by Equivoice Holdings, Inc. (Equivoice Holdings), an Illinois corporation, from Richard Pierce, a U.S. citizen, to Scott Grau, a U.S. citizen. Currently, Equivoice Holdings is equally owned and controlled by Scott Grau (50%) and Richard Pierce (50%). Pursuant to a Stock Purchase Agreement, Scott Grau will acquire Richard Pierce's 50 percent ownership interest in Equivoice Holdings and its wholly-owned subsidiary, Equivoice Cruise, LLC (Equivoice Cruise), an Illinois limited liability company. Upon closing, Scott Grau will own and control 100 percent of Equivoice Holdings and Equivoice Cruise.

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ITC-T/C-20151105-00253 E Matrix Telecom, Inc.

Transfer of Control

**Current Licensee:** Matrix Telecom Inc.

**FROM:** Impact Telecom, Inc.

**TO:** Garrison TNCI LLC

Application filed for consent to the transfer of control of international section 214 authorizations, ITC-214-19900713-00004, ITC-214-19930330-00053, ITC-214-19940830-00266, ITC-214-19970415-00212, ITC-214-19980507-00300, and ITC-214-19980915-00644, held by Matrix Telecom, Inc. (Matrix), a Texas corporation that is wholly owned by Impact Telecom, Inc. (Impact), a Nevada corporation, to Garrison TNCI LLC (Garrison), a Delaware limited liability company. Pursuant to a November 3, 2015 Securities Purchase Agreement, Impact Acquisition LLC (Acquisition), a Delaware limited liability company formed by TNCI Impact, LLC (TNCI Impact), a Delaware limited liability company that is wholly owned by Garrison, will acquire all the equity of Impact. Upon closing, Garrison will become the ultimate majority owner (90%) of Acquisition, and the indirect ownership of Matrix and its wholly owned subsidiary Matrix Telecom of Virginia, Inc. (Matrix-VA), will be transferred to Acquisition.

The following U.S. entities, will hold ten percent or greater direct or indirect ownership interest in Garrison upon closing: (1) Garrison Opportunity Fund III A LLC (GOF-III-A) (64.25% direct interest) (Managing member Garrison Opportunity Fund III A MM LLC (GOF-III-A-MM)). Garrison Opportunity Fund III A Holdings MM LLC (GOF-III-A-Holdings) is the managing member of GOF-III-A-MM; (2) GOF II A Series A-2 LLC (35.75% direct interest). Garrison Opportunity Fund II A LLC (GOF-II-A) holds 100 percent equity and voting interest in GOF II A Series A-2 LLC. Garrison Opportunity Fund MM II A LLC (GOF-MM-II-A) is the managing member of GOF-II-A. Garrison Opportunity Fund II A MM LLC (GOF-II-A-Holdings) holds 100 percent equity in and is the managing member of GOF-MM-II-A. Joseph Tansey and Steven Stuart, both U.S. citizens, each hold 25 percent of the equity and 50 percent of the voting rights in GOF-III-A-Holdings and GOF-II-A-Holdings. Applicants state that no other entity or individual, directly or indirectly holds a 10 percent or greater ownership interest in Garrison.

Upon closing, Matrix-VA will continue to provide international services under authority of Matrix's international Section 214 authorizations, pursuant to section 63.21(h) of the Commission's rules. See 47 C.F.R. § 63.21(h).

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ITC-T/C-20151111-00260 E Equivoice, Inc.

Transfer of Control

**Current Licensee:** Equivoice, Inc.

**FROM:** Marcus McEwen

**TO:** MNJ Technology Services LLC

Application filed for consent to the transfer of control of international section 214 authorization, ITC-214-20140303-00093, held by Equivoice, Inc. (Equivoice), an Illinois company, from its sole owner, Marcus McEwen, to MNJ Technology Services LLC (MNJ Technology Services), an Illinois limited liability company. Pursuant to a Stock Purchase Agreement, MNJ Technology Services will acquire all of Marcus McEwen's 100 percent ownership interest in Equivoice. Upon closing, Equivoice will become a wholly owned subsidiary of MNJ Technology Services LLC (MNJ Technology Services), an Illinois limited liability company. MNJ Technology Services is wholly-owned by MNJ Technologies Direct, Inc., which is in turn wholly-owned by Susan Kozak, a U.S. citizen.

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ITC-T/C-20151112-00261 E Logix Communications, LP

Transfer of Control

**Current Licensee:** Logix Communications, LP

**FROM:** Ron Henriksen

**TO:** Logix Acquisition Company, LLC

Application filed for consent to the transfer of control of international section 214 authorization, ITC-214-19970409-00200, held by Logix Communications, LP (Logix), a Texas limited partnership, from Ronald W. Henriksen, a U.S. citizen, to Logix Acquisition Company, LLC (LAC), a Delaware limited liability company. Mr. Henriksen indirectly owns and controls Logix through his ownership and control of LOGIX Holding Company (HoldCo), the indirect parent of Logix. Pursuant to an October 29, 2015 Stock Purchase Agreement, LAC will acquire all of the issued and outstanding stock of HoldCo. Upon closing HoldCo will become a direct subsidiary of LAC and thus Logix will be an indirect subsidiary of LAC.

LAC is a wholly-owned subsidiary of LOGIX Intermediate Holding Corporation (Sub-Parent), which is wholly owned by LOGIX Parent Corporation (Parent). The following hold direct ownership in Parent: (1) Astra-LOGIX Holdings, LLC (Astra Holdings) (6%); (2) LOGIX Co-Invest I, LLC (LOGIX Co-Invest) (35%); and (3) WRA-Astra Logix Investors LLC (WRA-Astra Logix Investors) (sole member WRA-Logix Investors LLC (WRA-Logix Investors), a Delaware limited liability company) (59%).

The following three individuals, all U.S. citizens, hold a ten percent or greater direct interest in Astra Holdings: Mark J. Johnson (50%), Matthew M. Murphy (25%), and Kevin L. Beebe (25%).

The sole member of Logix Co-Invest is Secondary Opportunities Fund III LP (SOF III) (100%), a UK investment fund, located in the Cayman Islands, and Astra-Logix Manager, LLC (Astra Manager) is the manager of Logix Co-Invest. The sole member and manager of Astra Manager is Mr. Johnson. The following entities hold ten percent or greater direct interest in SOF III: (1) Leonardo Secondary Opportunities Fund III (GP) Limited (Leonardo SOF III), a Cayman Islands investment fund (General Partner of SOF III); and (2) Leonardo Secondary Opportunities Fund III (Alternate GP) LP (Leonardo SOF III-Alt-GP) (less than 0.01% as the second General Partner of SOF III), is wholly-owned by Leonardo SOF III. Leonardo SOF III is wholly owned by Intertrust Fund Services Limited (Intertrust Fund), a Cayman Islands Company. The direct parent of Intertrust Fund is Intertrust NV (100%), a Netherlands publicly-traded company. The Blackstone Group L.P. (Blackstone), a U.S.-based publicly-traded multinational investment group, holds 46.4 percent interest in Intertrust NV.

WRA-Logix Investors is wholly owned by WRA-Logix Holdings Ltd. (WRA-Logix Holdings), a Bermuda company that is the sole member of WRA-Logix Investors. WRA-Logix Holdings is wholly owned by its sole shareholder Wafra Real Assets & Infrastructure Fund I L.P. (Wafra Real Assets & Infrastructure Fund I), a Cayman Islands close-ended investment fund. The following entities hold ten percent or greater direct interest in Wafra Real Assets & Infrastructure Fund I: (1) WRAIFI GP L.P. (General Partner of Wafra Real Assets & Infrastructure Fund I), a Cayman Islands company, of which WRAIFI GP Ltd. is the ultimate General Partner; and (2) Public Institution for Social Security, an autonomous agency of the Government of Kuwait, (95.24 % limited partnership interest in Wafra Real Assets & Infrastructure Fund I).

No other entity or individual directly or indirectly holds a ten percent or greater ownership interest in LAC.

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ITC-T/C-20151120-00278 E Allo Communications LLC

Transfer of Control

**Current Licensee:** Allo Communications LLC

**FROM:** Allo Communications LLC

**TO:** Nelnet, Inc.

Application filed for consent to the transfer of control of international section 214 authorization, ITC-214-20081029-00480, held by Allo Communications LLC (Allo), a Nebraska limited liability company, to Nelnet, Inc. (Nelnet), a Nebraska corporation. Pursuant to a November 16, 2015 Membership Unit Purchase Agreement, Nelnet will acquire 92.5 % of the equity and membership units of Allo, which will then become a direct subsidiary of Nelnet. Upon consummation, the following two individuals, both U.S. citizens, will hold 10% or greater direct ownership interests in Nelnet, and indirect interests in Allo: Michael S. Dunlap (25%) and Angela Muhleisen (12%). No other entity or individual will hold 10 percent or greater membership interest in Allo post-closing.

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ITC-T/C-20151126-00285 E International Telcom, Ltd. d/b/a Kallback

Transfer of Control

**Current Licensee:** International Telcom, Ltd. d/b/a Kallback

**FROM:** Yvette Melendez

**TO:** SwiftReach Networks Inc

Application filed for consent to the transfer of control of international section 214 authorization, ITC-214-19961031-00548, held by International Telcom, Ltd. d/b/a Kallback (International Telcom), a Delaware corporation, from its 100 percent owner Yvette Eisenberg Melendez, to SwiftReach Networks, Inc. (SwiftReach Networks). Pursuant to a November 25, 2015 Stock Purchase Agreement, SwiftReach Networks will acquire all of the issued and outstanding stock in International Telcom. After closing, International Telcom will become a wholly owned direct subsidiary of SwiftReach Networks.

SwiftReach Networks is wholly-owned by Afognak Holdings, Inc. (Afognak Holdings), a Delaware corporation. The following individuals, all U.S. citizens, hold ten percent or greater ownership interests in Afognak Holdings: Jeffrey Alward (36.5%), Alward 2015 Children's Trust (36.5%), and Nick Felmlee (24%). The trustee of the Alward 2015 Children's Trust is Belinda Alward, and the beneficiaries are three children of Kevin and Belinda Alward.

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**INFORMATIVE**

**ITC-214-20150918-00222**

Sangoma U.S., Inc.

This application has been removed from Streamlined processing pursuant to Section 63.12(c)(3) of the Commission's rules.

**ITC-214-20151027-00245**

Westcon Group, Inc.

This application has been removed from Streamlined processing pursuant to Section 63.12(c)(3) of the Commission's rules.

**REMINDERS:**

Applicants must certify that neither the applicant nor any party to the application is subject to a denial of federal benefits by federal and/or state courts under authority granted in 21 U.S.C. § 862. See 47 C.F.R. §§ 1.2001-.2003.