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UTAH DEPARTMENT OF COMMERCE

Division of Public Utilities

MARGARET W. BUSSE
Executive Director

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Action Request Response

To: Public Service Commission of Utah

From: Utah Division of Public Utilities

Chris Parker, Director
Brenda Salter, Assistant Director
Abdinasir Abdulle, Utility Technical Consultant Supervisor
Ron Slusher, Utility Technical Consultant

Date: June 27, 2023

Re: **Docket No. 23-2569-01**, In the Matter of the Tempo Telecom, LLC's Notice of Transfer of Control to Insight Mobile, Inc.

Recommendation (Acknowledge)

The Division of Public Utilities ("Division") has reviewed the notification of the transfer of control of Tempo Telecom, LLC ("Tempo") and Insight Mobile, Inc. ("Insight") (together the "Applicants"). The public interest will be promoted by the Public Service Commission ("Commission") acknowledging this Transfer of Control. As a result of the transfer, the companies should be in a better position to provide expanded and advanced telecommunications services in the State of Utah.

The Division expects that, based on history that a filing of this type and with the information submitted by the company, there will be no objections or opposition to this recommendation. Therefore, the Division requests that this docket be adjudicated informally in accordance with Utah Admin. Code R746-110-1.

Discussion

On or about June 07, 2023, Tempo and Insight notified the Commission of a transaction, which will result in a transfer of control of Tempo to Insight.

Division of Public Utilities

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Tempo is a Georgia registered corporation, headquartered at 25925 Telegraph Road, Suite 210, Southfield, MI 48033. Tempo received Eligible Telecommunications Carrier status (“ETC”) in the State of Utah by the Commission on April 23, 2014, Docket No.13-2569-01. It is owned by Lingo Management (“Lingo”).

Insight is a Delaware registered corporation, headquartered at 12301 Wilshire Boulevard, Suite 303, Los Angeles, CA 90025.

Lingo entered into an agreement with Insight on or about April 5, 2023, where Insight will acquire 100 percent of the outstanding membership interest in Tempo. Following the transaction Tempo will be a direct wholly-owned subsidiary of Insight.

The Applicants submit that the transaction described herein will serve the public interest. The Applicants expect that the merger will enable the combined entities to better meet the needs of its customers. The transaction will bring together two successful carrier organizations that have proven themselves in a highly competitive marketplace. The transaction will help create a stronger competitor by bringing together each organization’s respective strengths. Operating as an integrated company will allow each of the operating companies to be more competitive and to deliver greater value and variety of services to their customers than they do individually.

The Applicants further submit that the transaction will be conducted in a manner that will be largely transparent to its customers. The transaction will not result in a change of carrier for customers or any assignment of authorizations, and in no event will it result in the discontinuance, reduction, loss, or impairment of service to customers.

Conclusion

The Division has reviewed the notice filed by the Applicants for the transfer of control and concludes that the Applicants are in compliance with Utah Admin. Code R746-349-7, and have provided reasonable documentation of the following:

1. The CLEC shall submit an application which includes but is not limited to:
 - a. Identification that it is not an ILEC,
 - b. Identification that it seeks approval of the application pursuant to this rule,

- c. A reasonably detailed description of the transaction for which approval is sought,
- d. A copy of any filings required by the Federal Communications Commission or any other state utility regulatory agency in connection with the transaction, and,
- e. Copies of any notices, correspondence, or orders from any federal agency or any other state utility regulatory agency reviewing the transaction, which is the subject of the application.

The Division recommends the Commission acknowledge this notice.

cc: Alex Valencia, Chief Compliance Officer, Tempo Telecom, LLC
John J. Heitmann, Counsel for Insight Mobile, Inc.
Office of Consumer Services, State of Utah