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Via Electronic Filing
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Filing Center
Oregon Public Utility Commission
201 High Street SE, Suite 100
Salem, OR 97301

Re: Boomerang Wireless, LLC – Notice of Transfer of Control; Docket No. UM 1668

Dear Oregon Public Utility Commission:

Boomerang Wireless, LLC (Boomerang or Company), by its undersigned counsel, respectfully notifies the Oregon Public Utility Commission (Commission) that it intends to consummate a transaction that will result in a material change in control of its ownership. In 2015, the Commission designated Boomerang as an Eligible Telecommunications Carrier in Oregon for the purpose of providing federal Lifeline service.¹ It is Boomerang's understanding that prior Commission approval is not required for the contemplated transaction. Therefore, Boomerang submits this letter solely for the Commission's information.

Boomerang is currently majority-owned (51%) by HH Ventures, LLC (HH Ventures), an Iowa limited liability company, and minority-owned (49%) by ViaOne Acquisition Company, LLC (ViaOne), a Delaware limited liability company. Prior to December 18, 2020, Boomerang was wholly owned by HH Ventures. On December 18, 2020, HH Ventures and ViaOne entered into a Membership Interest Purchase Agreement (Agreement) wherein ViaOne agreed to purchase Boomerang from HH Ventures. Under the Agreement, ViaOne initially acquired 49% of the Membership Interests owned by HH Ventures and it will now acquire the remaining 51% of the Membership Interests, thereby gaining control of Boomerang, upon receiving necessary regulatory approvals. ViaOne is equally owned by three entities: Flagship Equity Partners, LLC; BBBY, Ltd.; and SXCS Investments, LLC. Each of these entities is organized under the laws of the State of Texas and none has a controlling ownership interest in ViaOne.

¹ *In the Matter of the Petition of Boomerang Wireless, LLC dba enTouch Wireless, Application for Limited Designation as an Eligible Telecommunications Carrier and Eligible Telecommunications Provider, Order No. 15-280, (Sept. 16, 2015).*

August 13, 2021

Page 2

Following the proposed change in Boomerang's ownership, the Company's corporate and trade names and identifiers will remain unchanged. Furthermore, Boomerang's contact information on record with the Commission will remain unchanged. The proposed transaction will not result in any loss or impairment of service for any customer, and immediately following consummation of the transaction, customers will continue to receive their existing services at the same or better rates, terms, and conditions than currently in effect.² Thus, the proposed transaction holds no adverse effects for the Company's customers and, indeed, will be transparent to them.

Boomerang further advises the Commission that the proposed transaction will deliver meaningful public interest benefits to consumers in Oregon. Boomerang focuses on providing Lifeline service to qualifying low-income consumers residing in Oregon. ViaOne's affiliated company, ViaOne Services, LLC (ViaOne Services),³ has extensive experience in providing operational, marketing and regulatory compliance consulting services to wireless carriers. Following the transaction, Boomerang will be able to leverage fully ViaOne Services' expertise to continue to provide low-income consumers in Oregon with high-quality voice and broadband Internet services.

Boomerang affirms its continued commitment to meeting the terms of the stipulation adopted in Order 15-280 and to complying with applicable Oregon Administrative Rules governing Lifeline, as set forth in OAR Chapter 860, Division 33.

Please contact me at (202) 342-8566 or jguyan@kelleydrye.com if there are any questions regarding this submission.

Respectfully submitted,



Joshua T. Guyan

Counsel for Boomerang Wireless, LLC

cc: Jon Cray
Bret Farrell
Johanna Riemenschneider

² Future changes to Boomerang's service offerings and/or the rates, terms and conditions applicable to those offerings will be implemented consistent with applicable regulatory requirements.

³ ViaOne Services is a Texas limited liability company. Over 98 percent of ViaOne Services is owned by the same three entities that own ViaOne with each having a 32.84 percent ownership interest. The remaining less than two percent of ViaOne Services is owned by two individuals. None of the owners has a controlling ownership interest in ViaOne Services.