

August 29, 2018

VIA ELECTRONIC DELIVERY

Ms. Kristi Collins
Commission Secretary
Public Utility Commission of Oregon
201 High Street SE, Suite 100
Salem, OR 97301-3398

Re: Network Billing Systems, LLC, Birch Communications, LLC,
and Ionex Communications North, LLC: Notice of Intracorporate
Reorganization (Without Change to Controlling Ownership)

Dear Ms. Collins:

Network Billing Systems, LLC (“NBS”), Birch Communications, LLC (“BCL”), and Ionex Communications North, LLC (“Ionex North” and, with NBS and BCL, the “Companies”) respectfully submit this filing to notify the Public Utility Commission of Oregon (“Commission”) of a *pro forma* change to their corporate ownership structure.

NBS is authorized by the Commission to operate as an interexchange provider.¹ BCL and Ionex North are authorized by the Commission to provide competitive local exchange and interexchange services in Oregon.²

On May 4, 2018, Fusion BCHI Acquisition LLC, a wholly-owned subsidiary of Fusion Connect, Inc. (“Fusion Connect”), merged (the “Merger”) with and into Birch Communications Holdings, Inc. (“Birch Holdings”). In connection with, and as a condition to, that Merger transaction, Birch Holdings also completed an internal corporate restructuring pursuant to which some of the Birch Holdings subsidiaries were spun off to a newly formed Georgia limited liability company, Lingo Communications, LLC (“Lingo”). The Commission was notified of the Merger and associated internal corporate restructuring on November 30, 2017.³

Following closing of the Merger, NBS and BCL were indirect wholly-owned subsidiaries of Fusion Connect. Ionex North was an indirect wholly-owned subsidiary of Lingo. The ultimate majority interests in the Companies were held by Holcombe T. Greene, Jr., the controlling shareholder, and R. Kirby Godsey (together the “Primary Shareholders”). At closing, the Primary Shareholders’ interests in the Companies were held indirectly, through two primary holding companies, BCHI Holdings, LLC (“BCHI”) and Lingo, and their respective subsidiaries.

¹ Docket CP 537 (Nov. 16, 1998).

² BCL: Docket CP 1612 (Dec. 13, 2017).
Ionex North: Docket CP 1487 (Sept. 22, 2010).

³ *Joint Notice of BCHI Holdings, LLC, Birch Communications, Inc., Fusion Telecommunications International, Inc. and Network Billing Systems, LLC Regarding a Transaction That Will Result in a Material Change to the Ownership and Control of Network Billing Systems, LLC*, Docket No. CP 537 (Nov. 30, 2017).

A copy of the organizational chart for the Companies, at closing of the Merger on May 4, 2018, is appended here as **Attachment 1**.

Subsequent to the closing of the Merger, the Primary Shareholders made a further change to the Companies' corporate organization, creating a new intermediary company through which to hold their interests in BCHI and Lingo. GG Telecom Investors, LLC ("GGTI") is a Georgia limited liability company with its principal office at 3060 Peachtree Road, NW, Suite 1065, Atlanta, GA 30305. The interests in GGTI are held directly by Holcombe T. Green, Jr. (66.5%) and R. Kirby Godsey (33.5%). GGTI, in turn, now directly holds 69.9% of BCHI. The other 30.1% of BCHI is held by various trusts (for which Mr. Green and Mr. Godsey serve as trustees) and by several family members of Mr. Green and Mr. Godsey. GGTI holds 100% of the interests in Lingo. For the Commission's convenience, an updated corporate organizational chart for the Companies, reflecting the addition of GGTI, is provided as **Attachment 2**.

The addition of GGTI to the ownership chain of NBS, BCL, and Ionex North is an internal corporate change adopted to facilitate the strategic investment interests of the Primary Shareholders. The change to the Companies' corporate structure will have no effect upon either their ongoing management or their operations, and is entirely transparent to the customers of the Companies. The Companies understand that Commission approval is not required for this *pro forma* change to ownership and submit this notice for the Commission's information.

Please contact the below-signed counsel for the Companies with any questions regarding this notice.

Respectfully submitted,

**For: Network Billing Systems, LLC
and Birch Communications, LLC**

/s/ Winafred R. Brantl
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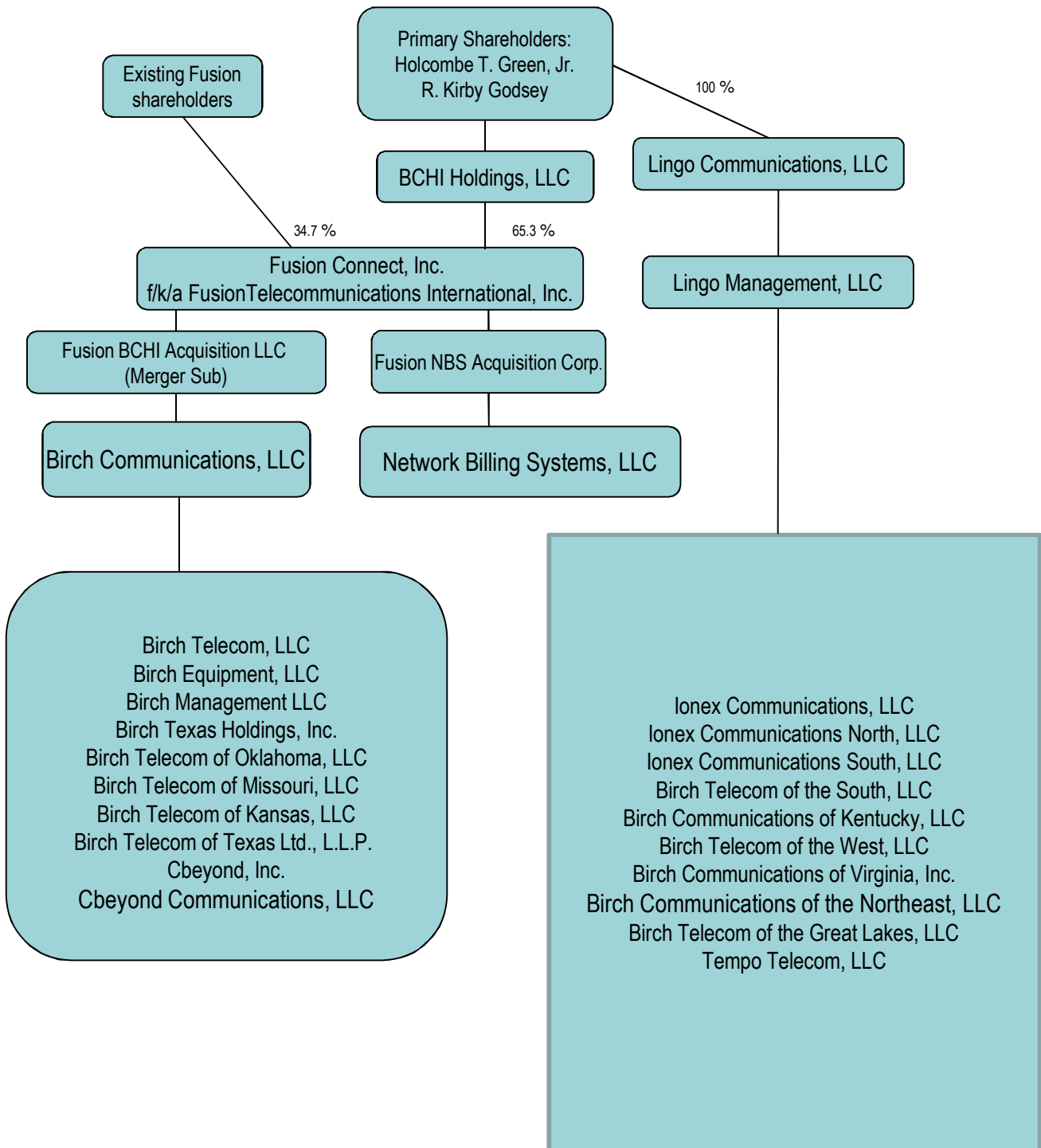
For: Ionex Communications North, LLC

/s/ Angela F. Collins
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Attachments

ATTACHMENT 1

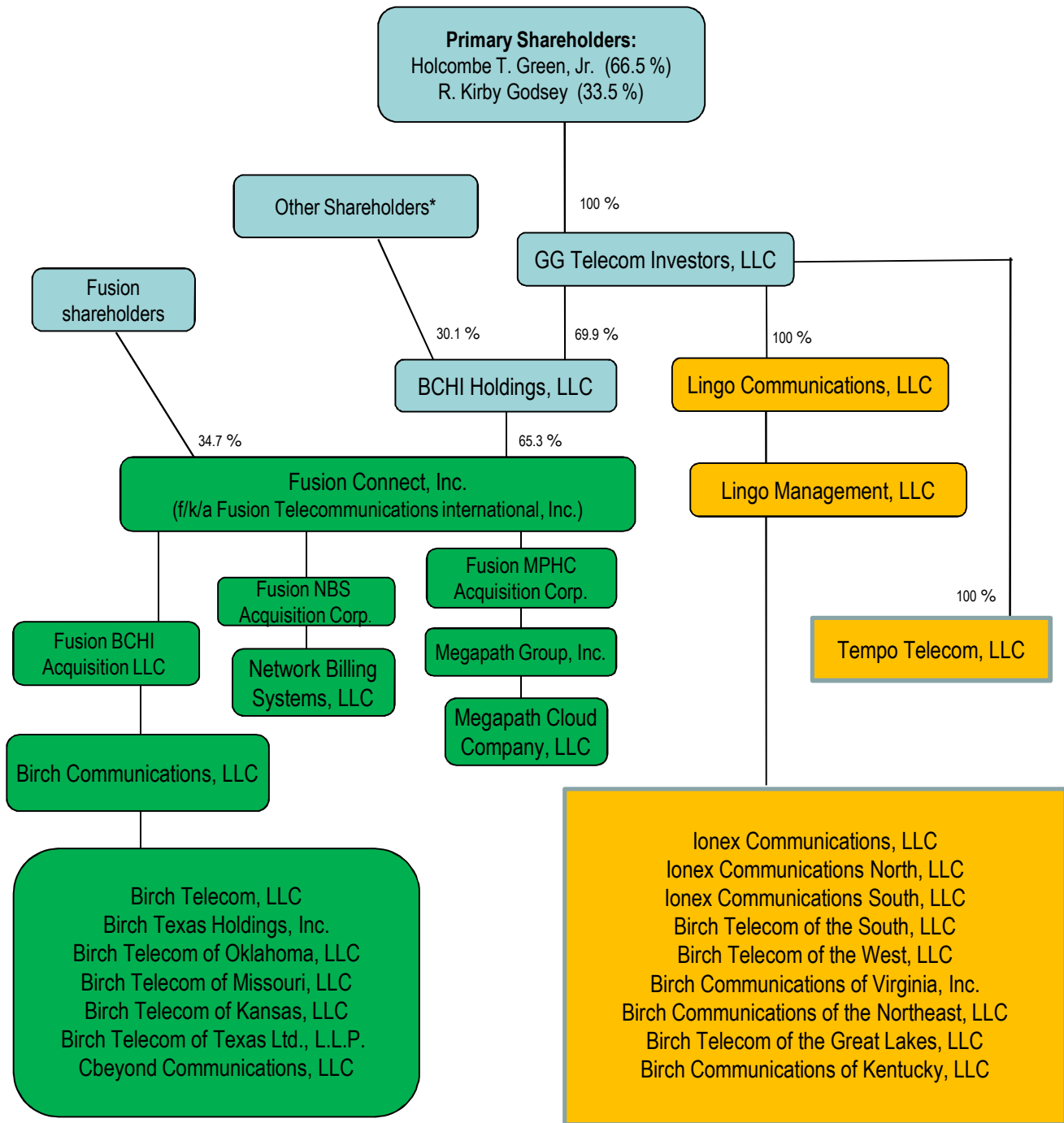
**Organizational Chart for the Fusion and Birch Companies
(May 4, 2018)**



**The chart does not include affiliated non-US entities or all non-regulated entities.
All interests held at 100% except as noted.**

ATTACHMENT 2

**Organizational Chart for the Birch/Fusion and Lingo Companies
(July 2018)**



* 30.1% of BCHI Holdings is held by various trusts (for which Mr. Green and Mr. Godsey serve as trustees) and by several family members of Mr. Green and Mr. Godsey. None of these holdings is individually greater than 10%.

**The chart does not include affiliated non-US entities or all non-regulated entities.
All interests held at 100% except as noted.**