

Tamar E. Finn
Brett P. Ferenchak
tamar.finn@bingham.com
brett.ferenchak@bingham.com

May 11, 2010

Via E Filing

Oregon Public Utility Commission
Attn: Filing Center
550 Capitol Street, N.E.
Suite 215
Salem, OR 97301-2551

**Re: CP 1315, CP 1316 and CP 1317
Notification, Pursuant to OAR 860-032-020(5) & (6), Regarding the
Transfer of Customers from Comtel Telecom Assets LP to Matrix
Telecom, Inc.**

Dear Sir or Madam:

On April 28, 2010, Comtel Telecom Assets LP (“Comtel”) filed a Petition to the Notification Time Periods of OAR 860-032-020(11) (the “Petition”) in connection with the planned transfer of assets and customers from Comtel to Matrix Telecom, Inc. (“Matrix”). This filing is being made to satisfy the notification requirements OAR 860-032-020(5) & (6). Specifically, Comtel provides the following information required by those rules:

(5)(a) Name of Exiting Provider: The exiting provider is Comtel Telecom Assets LP d/b/a Excel Telecommunications, d/b/a VarTec Telecom, d/b/a Clear Choice Communications and d/b/a VarTec Solutions.

(5)(b) Address and telephone number where the public, customers, Commission staff, and affected telecommunications providers may contact the exiting provider for information regarding the abandonment: Comtels’ contact information is as follows:

Comtel Telecom Assets, LP
d/b/a Excel Telecommunications
d/b/a VarTec Telecom
d/b/a Clear Choice Communications
d/b/a VarTec Solutions
433 Las Colinas Blvd. E.
Suite 1300
Irving, TX 75039
Tel: (972) 910-1900

Boston
Hartford
Hong Kong
London
Los Angeles
New York
Orange County
San Francisco
Santa Monica
Silicon Valley
Tokyo
Walnut Creek
Washington

Bingham McCutchen LLP
2020 K Street NW
Washington, DC
20006-1806

T 202.373.6000
F 202.373.6001
bingham.com

A/73373921.3

Comtel's customer service numbers are:

Excel Local: 1-877-668-0808 VarTec Local: 1-800-708-7395
Excel Long Distance: 1-800-875-9235 VarTec Long Distance: 1-800-583-6767
Clear Choice Support: 1-800-668-4872

- (5)(c) **Description of telecommunications services to be abandoned:** As stated in the Petition, Comtel provides local exchange and intrastate, interstate and international long distance services. All of Comtel's Oregon customers receiving these services will be migrated to Matrix pursuant to Asset Purchase Agreement ("Agreement") dated as of March 13, 2010, between Matrix and Comtel. Upon completion of that migration, Comtel will abandon all of its services in Oregon.
- (5)(d) **Identification of geographic areas where the services will be abandoned:** Upon completion of the transaction with Matrix, Comtel will abandon all services throughout the state of Oregon.
- (5)(e) **Date the service(s) will be abandoned:** Comtel and Matrix currently anticipate closing the transaction on or about June 30, 2010. Comtel will abandon all of its service in Oregon upon completing the transaction.
- (5)(f) **If applicable, a statement whether customers of the services(s) to be abandoned will be converted to different service(s) offered by the exiting provider, and if so, what customers must do to be converted to the different service(s):** As stated in the Petition, all of Comtel's customers will be transferred to Matrix with no change in the rates, terms and conditions of services currently provided. Subject to the terms of their services contract, a customer may switch to an alternative carrier by contacting that alternative carrier and arranging for the alternative carrier to begin providing service prior to the customer's migration to Matrix.
- (5)(g) **If applicable, a statement that all customers will be automatically transferred to a specified receiving provider unless they disconnect or obtain service from another provider. The exiting provider must identify the receiving provider to which customers will be transferred:** As stated in the Petition and above, all of Comtel's customers will be automatically transferred to Matrix unless the customer disconnects service or switches to another carrier prior to the customer's transfer to Matrix.
- (5)(h) **If the exiting provider intends to transfer customers to a specified receiving competitive provider and the receiving competitive provider will not accept all customers, a statement that customers may or will lose their service unless they obtain services from a provider of their choice. The exiting provider must provide**

reasonable means for each customer to determine whether he or she will be accepted by the receiving competitive provider.: Under the terms of the Agreement, Matrix will accept all customers of Comtel.

- (5)(i) **If applicable, a statement that service will be abandoned and that customers must obtain the service(s) to be abandoned from another provider:** Not applicable. Comtel will not abandon service to any customer but rather will transfer all of its customers to Matrix.
- (5)(j) **An explanation of how customers may receive a refund of payments or deposits for service they will not receive because of the abandonment:** Any credits and deposits will follow each customer to Matrix unless the customer disconnects service or switches to another carrier prior to being transferred to Matrix. In such a case, Comtel will apply any credits or deposits to any outstanding amounts due and then issue the customer a refund for any remaining credits or deposits.
- (5)(k) **An electronic document containing the notice in a format suitable for posting on the Commission website. The Commission will post such notification within two business days of receipt from the exiting carrier.** Comtel provided Oregon staff an electronic copy of the customer notice by email sent on April 28, 2010.
- (6)(a) **An exiting provider that intends to abandon any service which allows access to the emergency 9-1-1 reporting system shall:**

(A) Mail notification to Oregon Emergency Management, which notification shall include the number of customers affected by the proposed abandonment of service;

A copy of this filing will be sent to Oregon Emergency Management. Comtel has approximately 88 residential customers that receive local exchange services in Oregon.

(B) Provide access to its customer records in the Enhanced 9-1-1 database(s), so that other telecommunications providers can update those customer records; and

Because Comtel provides local exchange services to residential customers via UNE-P (or equivalent) arrangements, direct relationships with the E-911 database administrators are held by Qwest and Verizon. The parties will inform Qwest and Verizon of the transfer.

(C) Send a letter to the appropriate Enhanced 9-1-1 database provider(s), with copies to the incumbent local exchange carrier(s), the Commission and Oregon Emergency Management, authorizing the Enhanced 9-1-1 database provider(s) to allow access by other

telecommunications providers to any remaining Enhanced 9-1-1 database records belonging to the exiting provider, after the exiting provider has abandoned the service.

A letter to Qwest and Verizon regarding the asset transfer and to request that they facilitate the E911 process is provided as Attachment A.

- (6)(b) An exiting provider that intends to abandon service so that it will no longer use a central office code or a thousands block of numbers (i.e., an NXX or an NXX-X) shall notify the North American Numbering Plan Administrator and the national administrator of the Local Exchange Routing Guide.** Comtel does not have any NXX or thousand number blocks in Oregon. Comtel, as a CLEC, assigns its customers the provided telephone numbers from the Incumbent Local Exchange Carrier.

* * * *

This notification has been submitted via eDockets. The original and two (2) copies of this letter are enclosed for filing in the three dockets applicable to this matter. Should you have any questions, please do not hesitate to contact Brett Ferenchak at (202) 373-6697.

Respectfully submitted,



Tamar E. Finn
Brett P. Ferenchak

Counsel for Comtel Telcom Assets LP

Cc: Oregon Emergency Management
P.O. Box 14370
Salem, OR 97309-5062

May 11, 2010

VIA U.S. MAIL

Qwest Communications
Attn: Joshua Nielsen, Service Manager
250 East Bell Plaza, Room 513
Salt Lake City, UT 84111

Verizon Communications
Attn: Jonathan E. Smith, National Manager - Wholesale Markets
600 Hidden Ridge
Irving, Texas 75038

Re: Oregon Notice Regarding Assets Transfer of
Comtel Telecom Assets LP to Matrix Telecom, Inc.

Dear Messrs. Nielsen and Smith:

Pursuant to OAR 860-032-0020(6)(a), Comtel Telecom Assets LP ("Comtel") hereby notifies Qwest and Verizon of the asset sale transaction with and customer base transfer to Matrix Telecom, Inc. ("Matrix"). The notice issued Oregon customers is also attached to comply with the above-noted rule.

Because Comtel provides local exchange services via UNE-P (or equivalent) arrangements, direct relationships with the E-911 database administrators are held by Qwest and Verizon. As a result, these administrators have not been directly included on this correspondence. Furthermore, since Matrix will be stepping into the shoes of Comtel upon consummation of the asset sale, few, if any, changes may be needed for E-911 record purposes, including allowing access to database records by other carriers. In the event that such changes are needed, Comtel requests that Qwest and Verizon assist Comtel by facilitating these changes with the database administrators at the appropriate time. Comtel has designated Rose Swinford, Director, Customer Service Operations, as the internal contact for this purpose. Ms. Swinford's contact information is as follows:

Comtel Telecom Assets LP
433 E. Las Colinas Blvd., Suite 400
Irving, Texas 75039
(972) 910-1870 (telephone)
(972) 910-0938 (facsimile)
rose.swinford@excel.com

Comtel sincerely appreciates your time involved in reviewing this matter. Please contact the undersigned at (972) 910-1411 or via e-mail at leslie.ellis@excel.com with any questions regarding this correspondence.

Respectfully submitted,



Leslie Ellis
Manager, Regulatory Affairs

Enclosure

cc: Oregon Emergency Management
P.O. Box 14370
Salem, Oregon 97309-5062
(U.S. Mail)

April 30, 2010

IMPORTANT INFORMATION ABOUT YOUR SERVICE

Dear Excel Telecommunications, VarTec Telecom or Clear Choice Communications Customer, Excel Telecommunications, VarTec Telecom and Clear Choice Communications (the "Companies") and Matrix Telecom, Inc. ("Matrix") are pleased to advise you that Matrix will acquire certain assets and customers of Companies' telecommunications business in your area. Following completion of the transaction, the service you currently receive from Excel Telecommunications, VarTec Telecom or Clear Choice Communications will continue under their brand names, which were acquired by Matrix. Matrix prides itself on its ability to build long-term relationships with its customers and looks forward to serving you.

Subject to approval by the Federal Communications Commission and state regulators, the transaction is expected to be completed **on or after June 30, 2010**, at which time Matrix will assume ownership of the Excel Telecommunications, VarTec Telecom and Clear Choice Communications brands and will become your service provider as described above. **Please note that you are not required to do anything to continue receiving the high-quality service you have come to expect at the same competitive rates you currently pay, and your telephone number will not change as a result of the transfer.** In addition, Matrix will pay any carrier change charges associated with the transfer of your account to Matrix. If you have arranged a preferred carrier freeze through your local carrier with respect to any services involved in this transfer, this freeze will be removed in order to transition the services to Matrix; following the transfer, you must contact your local carrier or, if Excel Telecommunications or VarTec Telecom is your local carrier, Matrix to reinstate the freeze. Notice of any future changes in rates, terms and conditions of service will be provided to you by mail or in your bill, or as otherwise provided in your service contract, if you have one. In addition, any deposit or prepayment you have paid, if any, will be transferred with your account to Matrix.

Matrix is dedicated to earning and keeping your business. We are confident that this transaction will strengthen the quality of services that you receive from the Companies today. We recognize that you have the right to change providers at any time provided another service provider is available, and subject to the terms of your service contract, if you have one. We hope, however, that you choose to remain a customer with Matrix doing business as Excel Telecommunications, VarTec Telecom and Clear Choice Communications, and thereby continue to enjoy under Matrix the same high-quality communications services you currently receive from the Companies. If you do want to select another provider, you should contact that provider directly. Assuming you do not transfer your service to a different provider by June 30, 2010, Matrix will become your service provider on or after June 30, 2010.

Prior to and after the actual transfer date, Excel Telecommunications, VarTec Telecom or Clear Choice Communications will continue to be responsible for all customer service inquiries, complaints, billing issues and service questions, and you should contact the Companies' customer services representatives at the following numbers:

Excel Local: 1-877-668-0808

VarTec Local: 1-800-708-7395

Excel Long Distance: 1-800-875-9235

VarTec Long Distance: 1-800-583-6767

Clear Choice Support: 1-800-668-4872

Please continue to use these customer service contacts following the transfer.

Excel Telecommunications, VarTec Telecom and Clear Choice Communications thank you for your business and Matrix looks forward to providing you with superior products and services for many years to come.

Sincerely,

Excel Telecommunications
VarTec Telecom
Clear Choice Communications
Matrix Telecom, Inc.