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infotelecom

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Broadvox-CLEC, LLC
75 Erieview Plaza, Suite 400
Cleveland, Ohio 44114

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APR 15 2013

PUBLIC SERVICE
COMMISSION

April 11, 2013

Via UPS Delivery

Mr. Jeff Derouen, Executive Director
Kentucky Public Service Commission
P.O. Box 615
211 Sower Boulevard
Frankfort, KY 40602-0615

RE: Joint Notification of the Transfer of Assets from Infotelecom, LLC to Broadvox-CLEC, LLC (ID# 5056340)

Dear Mr. Derouen:

Broadvox-CLEC, LLC ("Broadvox-CLEC") and Infotelecom, LLC ("Infotelecom") hereby respectfully file this joint notification with the Kentucky Public Service Commission (the "Commission") of the transaction involving the transfer of Infotelecom's assets to Broadvox-CLEC (the "Transaction").

I. THE PARTIES

A. Infotelecom

Infotelecom is a limited liability company organized and existing under the laws of Delaware with its principal place of business located at 75 Erieview Plaza, Suite 400, Cleveland, Ohio 44114. Infotelecom specializes in Voice over Internet Protocol services ("VoIP"), which allows customers to make and receive voice communications over the Internet. It is a wholesale interconnected VoIP service provider and does not provide any retail VoIP services. Infotelecom filed for Chapter 11 protection under the United States Bankruptcy Code and became a debtor-

in-possession on October 18, 2011 (the "Bankruptcy"). The Bankruptcy will be fully resolved by the consummation of the Transaction as discussed in detail in Section II below.

Infotelecom was authorized to provide basic local exchange services in Kentucky on October 25, 2005, pursuant to authority granted by the Commission in Filing No. TFS2005-01118.

B. Broadvox-CLEC

Broadvox-CLEC specializes in wholesale termination and origination services, value added services, and IP local voice (bundled or unbundled) services. Broadvox-CLEC is a wholly-owned subsidiary of The Broadvox Holding Company, LLC ("Broadvox Holding"). Broadvox-CLEC and other Broadvox Holding subsidiaries also supply SIP trunking services to CLECs, ISPs, Internet telephone service providers, and application service providers that include low cost, carrier-grade VoIP communication solutions with the benefit of unified communication features such as instant messaging, voice to email and conferencing via the SIP protocol.

Broadvox-CLEC was authorized to provide basic local exchange in Kentucky on March 4, 2009 and has operated accordingly under ID# 5056340.

II. DESCRIPTION OF THE TRANSACTION

Infotelecom filed the Bankruptcy on October 18, 2011. The Second Amended Chapter 11 Reorganization Plan proposed by Infotelecom was approved by the United States Bankruptcy Court, Northern District of Ohio, Eastern Division, Case No. 11-18945 on June 6, 2012 (the "Plan"). A main component of the resolution of the case was the execution of an Asset Purchase Agreement dated April 20, 2012, as amended between Infotelecom and Broadvox Holding (the "APA"), whereby Broadvox Holding agreed to purchase Infotelecom's assets and to assume certain of its contracts, including the customer contracts of Infotelecom (the "Acquired Assets"). The APA was subsequently assigned to Broadvox-CLEC pursuant to an Assignment and Assumption Agreement dated July 2, 2012, whereby Broadvox-CLEC assumed all of Broadvox Holding's right, title and interest in the APA. Consequently, Broadvox-CLEC is the ultimate transferee of the Acquired Assets. A chart showing the current corporate structure of Broadvox Holding is provided in **Exhibit A**.

Upon the receipt of all requisite regulatory approvals, Infotelecom's assets will be transferred, including the transfer of Infotelecom's customer base to Broadvox-CLEC, and Infotelecom will be dissolved. Infotelecom's licenses are not being transferred as Broadvox-CLEC holds its own licenses under which it plans to operate the Acquired Assets, including continuation of service to Infotelecom's customer base. The Transaction will not result in any loss or impairment of service for any customers as the management and operation of Broadvox-CLEC is comprised of many of the same individuals as with Infotelecom. The practical result

will be only that Infotelecom's assets will now be owned by an entity that is financially stronger and, therefore, better able to serve Infotelecom's existing customers without interruption and on the same terms and conditions. A copy of a sample customer notification is attached hereto at **Exhibit B**.

III. PUBLIC INTEREST STATEMENT

The proposed transfer of Infotelecom's assets to Broadvox will serve the public interest. It will allow Infotelecom to resolve the Bankruptcy and dissolve its business operations in an orderly fashion and with no interruption to its customers. As Broadvox-CLEC customers, they will continue to receive the same services at the same terms and conditions that they currently receive from Infotelecom. The transfer will be virtually transparent to customers in terms of the services that they currently receive. Given Infotelecom's financial difficulties, the acquisition of its assets and customer contracts by a financially stronger entity will benefit customers by assuring their receipt of continued and uninterrupted service. Consummation of the Transaction assures the complete and final resolution of the Bankruptcy, preventing the further depletion of Infotelecom's assets bringing closure to a lengthy and uncertain process for Infotelecom, Broadvox-CLEC and other constituents.

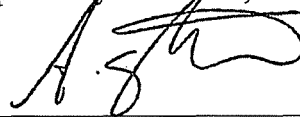
The Transaction will not result in any loss or impairment of service for any customers as the management and operation of Broadvox-CLEC is comprised of many of the same individuals as with Infotelecom. These individuals, who also manage and operate various successful sister companies of Broadvox-CLEC, possess extensive experience successfully managing and operating VoIP companies. Broadvox-CLECs parent company, Broadvox Holding, is also staffed with innovators and veterans of the communications industry whose combined experience and communications knowledge keep the company on the leading edge of technology and quality. Their combined experience implementing innovative networks and services dates back nearly 25 years.

In addition, Broadvox-CLEC will infuse additional capital to Infotelecom's existing assets and customers and will strengthen Infotelecom's current customer base. The practical result will be only that Infotelecom's assets are now owned by an entity that is financially stronger and, therefore, better able to serve Infotelecom's existing customers without interruption and on the same terms and conditions.

Kindly direct any correspondence or questions concerning this notification to the undersigned. Acknowledgement and date of receipt of this filing is requested. Four (4) copies and one (1) duplicate copy of this letter are enclosed. Please date-stamp and return the duplicate copy in the enclosed, self-addressed, postage-prepaid envelope.

Joint Notification of Broadvox-CLEC, LLC and Infotelecom, LLC
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Respectfully submitted,



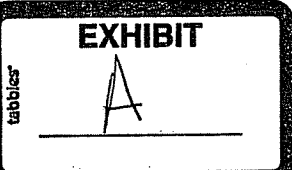
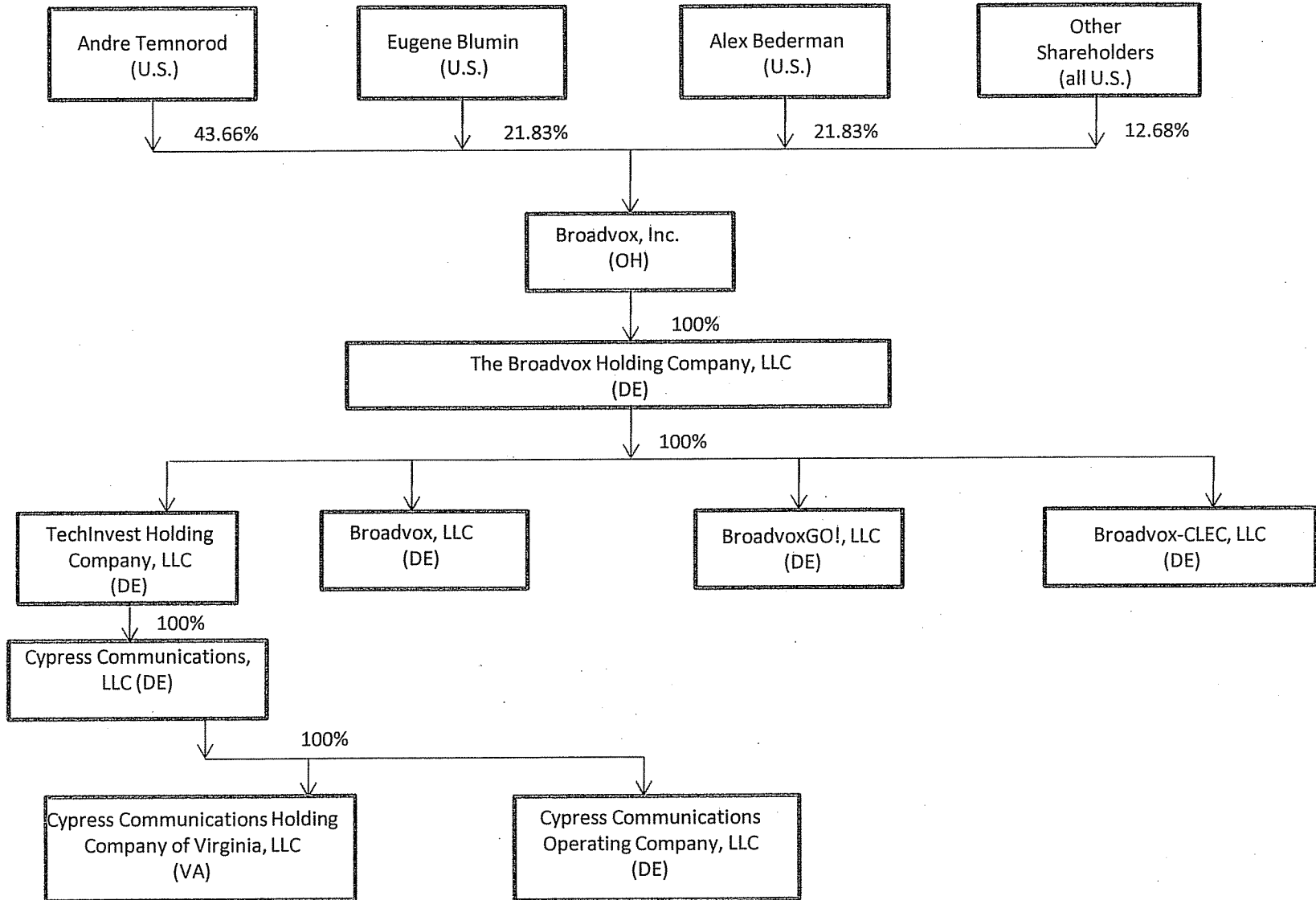
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Enclosures

Corporate Structure of Broadvox





infotelecom

Broadvox-CLEC, LLC
Infotelecom, LLC
75 Erieview Plaza, Suite 400
Cleveland, Ohio 44114

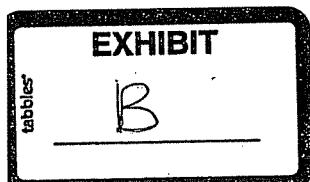
[INSERT DATE]

[Customer Name]
[Account Number]
[Customer Address]

**NOTICE OF TRANSFER OF SERVICES FROM INFOTELECOM, LLC TO
BROADVOX-CLEC, LLC**

Broadvox-CLEC, LLC (“Broadvox”) and Infotelecom, LLC (“Infotelecom”) are pleased to jointly announce that Broadvox is purchasing the telecommunications assets of Infotelecom. The change will finalize on May 15, 2013. If you do not want service from Broadvox, your action is required. You must select a new local telephone provider by May 15, 2013. If you do not select a new local telephone service provider on or before May 15, 2013, Broadvox will automatically become your local telephone service provider. You will not incur any charges for the change to Broadvox, however if you select another provider of your choice you may incur additional charges.

As the transfer proceeds, you will see slight changes to your invoices and customer interface portals on the company website. None of those changes will impact your current services, the rates charged for those services or the continued support you have grown to enjoy as an Infotelecom customer. In fact, we are certain your customer experience will be enhanced by this change in service providers. We anticipate the transaction will provide you, the customer, with a larger, superior backbone network and additional set of qualified and highly professional telecommunications representatives to enhance your customer experience.



[Customer Name]

[Date]

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We recognize that change can sometimes raise issues in customers' minds. If you have any questions or complaints regarding the discontinuance of Infotelecom's service, please do not hesitate to contact us at 888-849-9608 or at customerservice@broadvox.com.

We look forward to continuing and enhancing our long-standing business relationship.

Sincerely,

Grant Williams
VP, Customer Operations