

April 30, 2020

Mr. Morris Woodruff
Secretary and Chief Regulatory Law Judge
Missouri Public Service Commission
200 Madison Street
Jefferson City, Missouri 65102-0306

Re: Fusion Connect, Inc.; Birch Telecom of Missouri, LLC d/b/a Birch
Communications, LLC and Fusion Cloud Services, LLC: Notice of Asset Transfer

Dear Mr. Woodruff:

Fusion Connect, Inc. (“Fusion Connect”)¹ and its operating subsidiaries, Birch Telecom of Missouri, LLC d/b/a Birch Communications, LLC (“Birch Communications”) and Fusion Cloud Services, LLC (“Fusion Cloud”), collectively, the “Parties” submit this notice to advise the Missouri Public Service Commission (the “Commission”) that they intend to consummate an intra-corporate reorganization (“Transaction”), pursuant to which the operating assets and customer base of Birch Communications will be transferred to Fusion Cloud. Following the Transaction, Fusion Cloud will provide service to current Birch Communications customers and to certain newly acquired customers.² Existing Birch Communications customers will continue to be served by Fusion Cloud and will experience no disruption or diminishment of service whatsoever.³ As explained below, the Transaction is intended to improve corporate and operating efficiencies within the Fusion Companies. The Parties propose to consummate the Transaction on June 1, 2020, or as soon thereafter as practicable.

The Missouri Operating Companies

Birch Communications is a Delaware limited liability company, headquartered at 210 Interstate North Parkway, Suite 300, Atlanta, GA 30339. Birch Communications is currently registered with the Missouri Secretary of State as a foreign limited liability company and has been authorized by the Commission to provide local exchange and interexchange telecommunications services in Missouri. Birch Communications operates solely in Missouri and currently has approximately 700 customers for regulated services. Following consummation of the Transaction, Birch Communications will cease to operate as a telecommunications service provider.

Fusion Cloud is a Georgia limited liability company, also headquartered at 210 Interstate North Parkway, Suite 300, Atlanta, GA 30339. Fusion Cloud is registered with the Missouri Secretary of State to operate as a foreign limited liability company. Fusion Cloud is an

¹ Fusion Connect, together with its U.S. operating subsidiaries, the “Fusion Companies.”

² Fusion Cloud is submitting a separate filing to adopt the tariffs of Birch Communications, effective June 1, 2020.

³ Notice of the Transaction was sent to Birch Communications’ Missouri customers on April 28, 2020. A sample of the notice is appended as **Attachment 1**.

experienced telecommunications carrier, operating as a competitive provider of intrastate and interstate wireline services to customers in forty states, including Missouri, where the Commission authorized it to provide telecommunications services and interconnected Voice-over-Internet-Protocol (“VoIP”) on February 17, 2020.⁴

The Transaction

Birch Communications and Fusion Cloud are each wholly-owned operating subsidiaries of Fusion Connect, a privately-held Delaware corporation, headquartered at 210 Interstate North Parkway, Suite 300, Atlanta, GA 30339. Fusion Connect is authorized by the Federal Communications Commission (“FCC”) to provide interstate and international telecommunications services. Through its subsidiaries, Fusion Connect provides a wide range of communications services, including unified communications, digital voice and data services, hosted VoIP and Session Initiated Protocol trunking, broadband Internet access service, data networks, cloud-based services, and other enhanced communications services and features, as well as traditional voice solutions, to business customers throughout the United States. Birch Communications is one of several Fusion Connect subsidiaries that operate in a single jurisdiction, while Fusion Cloud currently operates in forty states. For this reason, the Fusion Companies are undertaking a series of consolidations to streamline their operations.

Public Interest Considerations

The Transaction is beneficial to the public interest. The affected customers currently receive wireline local exchange and interexchange services from Birch Communications. Following the transfer, these customers will continue to receive the same services according to their existing service plans at the existing rates and charges from Fusion Cloud. Moreover, Birch Communications and Fusion Cloud are both managed by the same team of seasoned industry veterans. But for the change of carrier name, the Transaction will be imperceptible to these customers. At the same time, the Transaction will enable the Fusion Companies to streamline their operations, which ultimately will inure to the benefit of Missouri consumers.

Consistent with FCC and Commission rules, current Birch Communications customers are receiving written notice in advance of the proposed transfer to Fusion Cloud and may choose either to remain with Fusion Cloud or switch their service provider. In either case, Birch Communications and Fusion Cloud will work together to ensure that the affected customers experience a smooth, virtually seamless, transition.

⁴ File Nos. LA-2020-0226, DA-2020-0225.

Mr. Morris Woodruff
April 30, 2020
Page Three

Respectfully submitted,

By: /s/Carl J. Lumley

Carl Lumley MBE 32869
Curtis, Heinz, Garrett & O'Keefe, P.C.
130 S. Bemiston, Suite 200
Clayton, MO 63105
Tel: (314) 725-8788
Fax: (314) 725-8789
clumley@chgolaw.com
Counsel for Birch Telecom of Missouri, LLC d/b/a Birch Communications
and Fusion Cloud Services, LLC



IMPORTANT NOTICE REGARDING YOUR TELEPHONE SERVICE

Dear Birch Communications Customer:

We're very pleased to let you know that, in a continuing effort to improve the quality of your local and long distance experience, the Fusion Companies are reorganizing their operations. As part of this reorganization, we are transferring certain of our Missouri telephone operations, including your telephone services, which are currently provided by Birch Telecom of Missouri, LLC d/b/a Birch Communications, LLC ("Birch Communications"), to Fusion Cloud Services, LLC ("Fusion Cloud"). Fusion Cloud is owned and managed by the same team of professionals that currently provide your telephone service and you will continue to receive the same high-quality service from Fusion Cloud after the consolidation.

The consolidation will have no adverse effect upon the quality of the services you have been receiving from us. The only change will be that a different Fusion company will be your service provider of record. Because of this, however, the Federal Communications Commission ("FCC") and the Missouri Public Service Commission require that we notify you of the change and of your rights in this regard.

- **No action on your part is required.** You always have the right to choose another carrier for your telephone service, but we hope that you'll continue as a Fusion Cloud customer and we look forward to the opportunity to continue providing you with quality telephone services.
- **You will not incur any fees in connection with this transfer of your service;** however, if you choose a telephone service provider other than Fusion Cloud and you have a term contract with Birch Communications, you will still be responsible for any applicable early termination charges.
- **Your telephone services will not be affected.** You'll continue to use the same telephone number(s). As a Fusion Cloud customer, you'll continue to receive the same services at the same rates, terms and conditions as you currently receive. As always, notice of any future changes in rates, terms and conditions of service will be provided to you as required by law.
- **The effective date of the transfer will be on or shortly after June 1, 2020.** At that time, unless you have made alternative arrangements, Fusion Cloud will become your service provider of record for your telephone services.¹

Our customer service operations will continue to provide the same level of quality support for your telephone service needs following the transfer to Fusion Cloud. If you have any questions or concerns with respect to service needs, complaints or billing issues, either before or after the transfer, you may contact us at (877) 772-4724.

Very truly yours,

Rod Brownridge
Vice President, Customer Operations

¹ **NOTE:** If you have placed a "freeze" on your current Birch Communications telephone services to prevent their unauthorized transfer to another carrier, it will not hinder this transfer and the freeze protection will remain in force after the transfer to Fusion Cloud. If you choose to move your telephone service to a new local service provider, you will need to contact your new provider in order to re-establish freeze protection for your services after the transfer.