

**BEFORE THE PUBLIC SERVICE COMMISSION
OF THE STATE OF MISSOURI**

In the Matter of the Revocation of the
Service Authority of iCore Networks
Inc.

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File No. DD-2017-0293

STAFF'S FIRST AMENDED MOTION FOR CANCELLATION

COMES NOW the Staff of the Missouri Public Service Commission and for its
First Amended Motion for Cancellation, states:

1. On April 27, 2017, Staff filed a *Motion* opening Case No. DD-2017-0293, asking the Commission to revoke the authority of iCore Networks Inc., to provide interconnected voice-over internet protocol ("iVoIP") services in Missouri for failure to file annual reports and annual statements of revenue and to pay its annual assessment. Vonage Holdings Corp responded by letter to Staff's *Motion* stating that it had acquired iCore on August 19, 2015, and citing certain authorities, suggested that the Commission lacked authority to regulate Vonage. The Commission issued an *Order* on July 5, 2017, directing Staff to respond to those authorities Vonage cited in its letter. On July 13, 2017, Vonage submitted an additional letter in this matter stating that it does not object to Staff's *Motion* requesting the revocation of iCore's authority to offer services in Missouri because iCore is a wholly owned subsidiary of Vonage, and no longer exists.

2. Pursuant to 4 CSR 240-28.030(10), notice shall be provided to the Commission to cancel a certification or registration previously granted by the Commission in a written notice or letter filed in EFIS (electronic filing information system), which can be signed by a company official and need not be signed or filed by an attorney. The rule further provides that a company must provide a statement

requesting cancellation citing specific certificates, registrations and/or tariffs to be cancelled.

3. On July 13, 2017, Vonage submitted a letter in EFIS, attached as *Exhibit A*, stating its non-objection to Staff's motion to revoke the authority of iCore to offer services in Missouri.

4. Vonage additionally states in its letter that iCore is now a wholly owned subsidiary of Vonage and no longer offers services in Missouri.

WHEREFORE, Staff respectfully asks that the Commission: find pursuant to 4 CSR 240-28.030(10), all of the necessary elements to cancel iCore Networks, Inc.'s authority to provide Interconnected Voice Over Internet Protocol services in Missouri have been met; cancel the certificate of service authority of iCore Networks, Inc.; and grant such further relief as the Commission finds appropriate.

Respectfully submitted,

/s/ Whitney Payne

Whitney Payne
Legal Counsel
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Attorney for the Staff of the
Missouri Public Service Commission
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CERTIFICATE OF SERVICE

I hereby certify that a true and correct copy of the foregoing was served by electronic mail, or First Class United States Postal Mail, postage prepaid, on this 18th day of July, 2017, to all counsel of record.

/s/ Whitney Payne

July 13, 2017

Via EFIS, E-Mail, and First Class Mail

Whitney Payne
Legal Counsel
Missouri Public Service Commission
Jefferson City, MO 65102
whitney.payne@psc.mo.gov

Re: iCore Networks, Inc., File No. DD-2017-0293
Telesphere Networks Ltd., File No. TD-2017-0282

Dear Ms. Payne,

In connection with the above-captioned cases, Vonage Holdings Corp. (“Vonage”) hereby notifies the Missouri Public Service Commission that it does not object to Staff’s suggestion that the Commission revoke the authority of iCore Networks, Inc. (“iCore”) and Telesphere Networks Ltd. (“Telesphere”) to offer service in Missouri.

As noted in Vonage’s letter of June 12, 2017, both iCore and Telesphere have been acquired by Vonage. Specifically, on December 15, 2014, Vonage completed its acquisition of Telesphere pursuant to the Agreement and Plan of Merger (the “Telesphere Merger Agreement”), dated November 4, 2014. A copy of the Telesphere Merger Agreement was attached to the Form 8-K filed with the SEC on November 5, 2014. Pursuant to the Telesphere Merger Agreement, on December 15, 2014, Telesphere became a wholly owned subsidiary of Vonage. On August 5, 2015, Telesphere changed its name to Vonage Business Ltd. (“VBL”). Effective December 31, 2015, VBL merged with and into Vonage Business Solutions, Inc. (“VBS”), with VBS as the surviving corporation. Effective January 1, 2016, VBS changed its name to Vonage Business, Inc.

On August 19, 2015, Vonage entered into an Agreement and Plan of Merger (the “iCore Merger Agreement”) to acquire iCore. The iCore Merger Agreement provided that iCore would become an indirect, wholly owned subsidiary of Vonage. On August 20, 2015, the Company issued a press release announcing the execution of the Merger Agreement in an 8-K filing with the SEC. The acquisition was completed on August 31, 2015 and detailed in an 8-K filing with the SEC on September 1, 2015. Also on August 31, 2015, iCore’s name was changed to Vonage Business Networks, Inc.

As noted in our letters of May 22, 2017, the Federal Communications Commission (“FCC”) has preempted traditional state telephone company regulation of Vonage’s interconnected VoIP service. *See generally Vonage Holdings Corp.*, Memorandum Opinion and Order, 19 FCC Rcd. 22,404 (2004), *aff’d sub nom. Minn. Pub. Utils. Comm’n v. FCC*, 438 F.3d 570 (8th Cir. 2007). Vonage does comply, and will continue to comply, with its obligations to contribute to the Missouri Universal Service Fund.

Whitney Payne

July 13, 2017

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Because Missouri is without authority to impose the entry and reporting requirements at issue in this proceeding and, in any event, iCore is now Vonage Business Networks and Telesphere has been merged into Vonage Business, Vonage does not object to Staff's suggestion that the Commission revoke the authority of iCore and Telesphere to offer service in Missouri.

Please do not hesitate to contact me at (202) 730-1346 or bstrandberg@hwglaw.com if you have any questions or need additional information.

Sincerely yours,

A handwritten signature in black ink, appearing to read "BDS", with a long horizontal line extending to the right.

Brita D. Strandberg
Harris, Wiltshire & Grannis LLP
1919 M Street NW, 8th Floor
Washington, DC 20036
(202) 730-1346
Counsel to Vonage Holdings Corp.

CERTIFICATE OF SERVICE

I hereby certify that I have, on June 13, 2017, served a copy of the foregoing letter by U.S. Mail postage prepaid to the addresses below:

Missouri Public Service Commission
Staff Counsel Department
200 Madison Street, Suite 800
P.O. Box 360
Jefferson City, MO 65102

Office of the Public Counsel
Hampton Williams
200 Madison Street, Suite 650
P.O. Box 2230
Jefferson City, MO 65102

Missouri Public Service Commission
Whitney Payne
200 Madison Street, Suite 800
P.O. Box 360
Jefferson City, MO 65102

A handwritten signature in black ink, appearing to read 'BD84', with a horizontal line extending to the right.

Brita D. Strandberg