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November 12, 2020

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RECEIVED

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LA Public Service Commission

Mr. Brandon M. Frey
Executive Secretary
Louisiana Public Service Commission
602 North Fifth Street
Galvez Building - 12th Floor
Baton Rouge, LA 70821-9154

Re: Telepak Networks, Inc. and Harbor Communications, LLC, Section 301.M Notice
Filing Regarding Change of Ownership and Control of Harbor Communications,
LLC.

Dear Secretary Frey:

Telepak Networks, Inc. ("Telepak Networks") and Harbor Communications, LLC ("Harbor Communications"), through counsel, and pursuant to Section 301.M.1 of the Louisiana Public Service Commission's ("LPSC" or "Commission") Regulations for Competition in the Local Telecommunications Market as most recently amended by General Order No. R-31839 dated March 11, 2014 (the "Local Competition Regulations"), hereby respectfully provide notice to the Commission of the transfer of ownership and control of Harbor Communications to Telepak Networks. Harbor Communications and Telepak Networks are collectively referred to herein as the "Parties."

Pursuant to the terms of a Membership Interest and Purchase Agreement (the "Agreement") by and among Telepak Networks (as Buyer), and Boihem Investment Company, LLC, Lester L. Boihem and Diane D. Boihem, individually, and Lester and Diane Boihem Irrevocable Grantor Trust (as Sellers), Telepak Networks will purchase 100% of the membership interests of Harbor Communications, pursuant and subject to the terms and conditions of the Agreement (the "Proposed Transaction"). The Parties anticipate closing the Proposed Transaction during the first week of December, 2020.

After consummation of the Proposed Transaction, Harbor Communications will continue to provide telecommunications services to customers in Louisiana pursuant to its LPSC authorizations, tariffs and contracts.

In support of this notice filing, the Parties provide the following information:

I. THE PARTIES

Telepak Networks, Inc., a Mississippi corporation, with its legal address at 1018 Highland Colony Parkway, Suite 300, Ridgeland, MS 39157, is authorized by the Commission to provide telecommunications services statewide as a competitive local exchange carrier pursuant to LPSC Certificate of Authority No. TSP 00420 (October 4, 2001). Telepak Networks currently

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has approximately 125 business customers in Louisiana and does not provide residential service. Telepak Networks will continue to serve customers in Louisiana post-transaction pursuant to its LPSC authorizations, tariffs and contracts.

Harbor Communications, LLC, an Alabama limited liability company, with its legal address at 1509 Government Street, Suite 300, Mobile, AL 36604, is currently wholly-owned by Boihem Investment Company, LLC and J&L, LLC. Prior to closing of the Proposed Transaction, Boihem Investment Company, LLC will purchase J&L, LLC's ownership interests in Harbor Communications, resulting in Harbor Communications being wholly-owned by Boihem Investment Company, LLC immediately pre-transaction. Boihem Investment Company, LLC is collectively and wholly-owned by Lester L. Boihem and Diane D. Boihem. Harbor Communications is authorized by the Commission to provide telecommunications services statewide as a competitive local exchange and interexchange carrier pursuant to LPSC Certificate of Authority No. TSP 00624-A (January 25, 2010). Harbor Communications currently has approximately 40 customer accounts in Louisiana. Harbor Communications does not provide residential services in Louisiana.

Boihem Investment Company, LLC, a Louisiana limited liability company, with its legal address at 1704 Justin Road, Metairie, LA 70001, is an investment holding company wholly-owned and controlled by Lester L. Boihem and Diane D. Boihem, individuals of the lawful age of majority and residents of Jefferson Parish, Louisiana. Boihem Investment Company, LLC is not regulated by the LPSC and does not directly provide any telecommunications services in Louisiana.

II. DESCRIPTION OF THE TRANSACTION

As noted above, pursuant to the terms of the Agreement, Telepak Networks will purchase 100% of the membership interests of Harbor Communications from Sellers at the closing of the Proposed Transaction. Post-transaction, Harbor Communications will be a wholly-owned subsidiary of Telepak Networks.

The Proposed Transaction will allow the new ownership and management of Harbor Communications to continue to provide high-quality, dependable services to customers in Louisiana. The Proposed Transaction will have no effect on Harbor Communications' status and obligations as a competitive local exchange and interexchange carrier in Louisiana. Post-Transaction, Harbor Communications will continue to serve customers in Louisiana pursuant to its LPSC authorizations, tariffs and customer contracts. The Proposed Transaction will not affect the Commission's jurisdiction over Harbor Communications in Louisiana and will be transparent and seamless for Louisiana consumers. Harbor Communications' legal identity and name will remain intact after the Proposed Transaction.

The Parties anticipate that the customers of Harbor Communications will benefit from the enhanced access to capital and financial strength of its new owner, Telepak Networks. The post-Transaction management of Harbor Communications will also be able to draw upon the substantial experience in the telecommunications industry of the current management team of Telepak Networks.

The Proposed Transaction will have no effect on the LPSC-regulated services provided by Harbor Communications and Telepak Networks. Post-transaction, Harbor Communications and Telepak Networks will continue to provide high-quality, dependable service to their Louisiana customers in accordance with their LPSC authorizations.

III. PUBLIC INTEREST CONSIDERATIONS

The change in ownership and control of Harbor Communications will serve the public interest. The Proposed Transaction will result in the transfer of ownership and control of Harbor Communications to Telepak Networks, a highly-qualified telecommunications service provider with a strong management team and substantial telecommunications experience and expertise. The Parties further submit that the Proposed Transaction will enhance the ability of Harbor Communications and Telepak Networks to compete in the highly-competitive telecommunications marketplace.

Harbor Communications will have access to the telecommunications experience and business acumen of Telepak Networks' management team, and the operational and managerial resources of Telepak Networks. Such support will strengthen Harbor Communications' competitive position and ability to continue to provide high-quality and innovative services to its Louisiana customers. The Proposed Transaction will also expand Telepak Networks' business operations and asset portfolio, thereby establishing a stronger and more diversified competitor in the telecommunications service market.

The Proposed Transaction will improve Harbor Communications' ability to continue to offer competitive and innovative products and services at competitive rates. Post-Transaction, Harbor Communications will continue to offer competitive local exchange and interexchange services to Louisiana customers thereby increasing consumer choice by enabling the continued provision of competitively priced, high-quality and dependable services to customers in Louisiana.

The Proposed Transaction itself will be transparent to Louisiana consumers. No transfer of operating authorities, certificates, or customers will be required, and the identity of the carriers authorized to provide telecommunications services in Louisiana will not change. At the time of the purchase, the customers of Harbor Communications will not experience any change in the rates, terms and conditions of service, or in the name of their service provider.¹ Post-closing, the customers of Harbor Communications and Telepak Networks will continue to be served by their existing carrier pursuant to its current agreements and tariffs. Future changes in rates, terms and conditions of service will be made in accordance with applicable Commission requirements and customer agreements. The Proposed Transaction will not result in any loss, interruption or impairment of service to the customers of Harbor Communications or Telepak Networks.

Ultimately, the Proposed Transaction will benefit Louisiana consumers by enabling Harbor Communications to become a stronger service provider and competitor in its markets, and to expand its offerings. As noted, the Proposed Transaction does not trigger any federal or state anti-slamming or bulk customer transfer rules because the customer-facing service provider (Harbor Communications) will be unchanged. The Proposed Transaction also will not adversely affect competition for the provision of telecommunications services because, after the close of the Proposed Transaction, customers will continue to be served by Harbor Communications.

¹ The contemplated transfer of control and ownership of Harbor Communications does not raise any slamming concerns or necessitate compliance with the FCC or Commission procedures to notify customers prior to a carrier-to-carrier sale or transfer of subscribers as the Proposed Transaction does not involve any change in a customer's existing service provider. Post-closing, Harbor Communications' and Telepak Networks' customers will remain with their respective service provider and will continue to be served under the respective provider's existing authorizations, tariffs and agreements.

The Proposed Transaction will promote the public interest by enhancing the ability of Harbor Communications and Telepak Networks to provide high-quality and dependable services and compete in the competitive markets for telecommunications and broadband services in Louisiana. Therefore, the transfer of ownership and control of Harbor Communications as described herein will serve the public interest.

IV. CONTACT INFORMATION

For purposes of this notice filing, contact information of the Parties is as follows:

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HARBOR COMMUNICATIONS, LLC

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V. CONCLUSION

The Parties respectfully request that the Commission publish notice of the Proposed Transaction in its November 13, 2020 Official Bulletin for a 15-day notice period pursuant to Section 301.M.1 of the Local Competition Regulations, and that the Proposed Transaction described herein be deemed approved pursuant thereto.

Respectfully submitted,

PHELPS DUNBAR LLP



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