



CROCKER & CROCKER
ATTORNEYS AT LAW

PATRICK D. CROCKER
patrick@crockerlawfirm.com

October 7, 2014

Jeff Derouen, Executive Director
Kentucky Public Service Commission
211 Sower Boulevard
Frankfort, KY 40601

RECEIVED

OCT 08 2014

PUBLIC SERVICE
COMMISSION

RE: Notification by BCN Telecom, Inc. and AMI Communications, Inc.
of an Asset Purchase Agreement

Dear Mr. Derouen:

On August 4, 2014, we notified the Commission of the proposed acquisition by BCN Telecom, Inc. ("BCN") of the telecommunications customer base of AMI Communications, Inc. A copy of the received stamped Notification appears as Exhibit A.

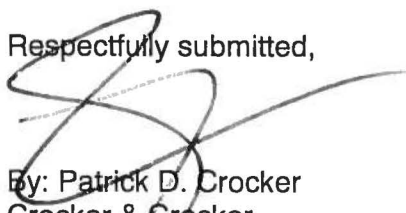
As stated in the Notification dated August 4, 2014, BCN provided advance written notice to each customer affected at least thirty days prior to the transfer, explaining the change in service provider in accordance with applicable Commission rules and regulations for changing a presubscribed carrier ("Customer Notice"). We attach as Exhibit B a copy of the Customer Notice along with a Certification confirming the sending of Customer Notice for your records.

Questions concerning this matter should be directed to Patrick D. Crocker at the following:

Patrick D. Crocker
Crocker & Crocker
107 W Michigan Ave, 4th Floor
Kalamazoo, MI 49007
Telephone: (269) 381-8893
Facsimile: (269) 381-4855
Email: patrick@crockerlawfirm.com

An original and three (3) copies of this letter is enclosed. Please date stamp the extra copy and return it to our firm using the postage-paid envelope provided.

Respectfully submitted,



By: Patrick D. Crocker
Crocker & Crocker
Attorneys for BCN on behalf of Applicants

PDC/pas

EXHIBIT A



PATRICK D. CROCKER
patrick@crockerlawfirm.com

August 4, 2014

Jeff Derouen, Executive Director
Kentucky Public Service Commission
211 Sower Boulevard
Frankfort, KY 40601

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AUG 08 2014
PUBLIC SERVICE
COMMISSION

RE: Notification by BCN Telecom, Inc. and AMI Communications, Inc.
of an Asset Purchase Agreement

Dear Mr. Derouen:

On behalf of BCN Telecom, Inc. ("BCN" or "Buyer") and AMI Communications, Inc. ("AMI" or "Seller" and collectively with BCN, "the Parties"), we hereby notify the Commission of the proposed acquisition by BCN to acquire the telecommunications customer base of AMI. It is our understanding that under the circumstances set forth below, no formal approval of the Commission is required for this transaction. Accordingly, the Parties will proceed on the understanding that the Commission requires no approval or other formal action with respect to the proposed transaction. Absent written notice to the contrary within thirty (30) days of the date of this letter, the Parties will proceed to consummate the transaction in a timely fashion.

BCN Telecom, Inc.

BCN, a corporation organized under the laws of the State of New Jersey, is a wholly-owned subsidiary of Telecom Acquisition Company, LLC, a New Jersey limited liability company and holding company. As the Commission determined when it granted BCN (formerly known as NUI Telecom, Inc. and International Telephone Group, Inc.) authority to provide telecommunications services in the State of Kentucky (Long Distance Carrier – Utility ID 5162000, Competitive Local Exchange Carrier – Utility ID 5053500, Cellular – Utility ID 4108600), BCN is well-qualified managerially, technically, and financially to provide telecommunications services in Wisconsin. This information, therefore, is already a matter of public record and the Parties respectfully request that it be incorporated by reference herein.

Currently, BCN is authorized as a reseller of intrastate interexchange telecommunications services throughout the United States, with the exception of Alaska, and has resold and/or facilities-based local exchange authority in the states of Alabama, California, Colorado, Connecticut, Delaware, District of Columbia, Florida, Georgia, Idaho, Illinois, Indiana, Iowa, Kentucky, Maine, Maryland, Massachusetts, Michigan, Minnesota, Montana, Nebraska, Nevada, New Hampshire, New Jersey, New Mexico, New York, North Carolina, North Dakota, Ohio, Oregon, Pennsylvania, Rhode Island, South Carolina, South Dakota, Tennessee, Texas, Utah, Vermont, Virginia, Washington, West Virginia, Wisconsin and Wyoming.

The principal office of BCN is located at:

550 Hills Drive, Suite 110
Bedminster, NJ 07921-0760
Telephone: (908) 470-4700

AMI Communications, Inc.

AMI is a corporation organized under the laws of the State of Illinois. AMI has authority to provide intrastate, interexchange service in the states of: California, Florida, Illinois, Indiana, Kentucky and Wisconsin, and authority to provide competitive local exchange services in Illinois and Wisconsin. The Kentucky Public Service Commission authorized AMI to provide telecommunications services (Long Distance Carrier – Utility ID 5147200).

The principal office of AMI is located at:

300 Cardinal Drive, Suite 208
St. Charles, IL 60175
Telephone: (630) 389-9000

The Transaction

Pursuant to an Asset Purchase Agreement ("Agreement") executed on or about June 1, 2014, AMI agrees to convey, transfer, assign and deliver to the Buyer, and BCN agrees to acquire and assume from the Seller, all of the Seller's right, title and interest in and to, and obligations under, all assets related to and comprising the telecommunications services Customer Base of the Seller summarized as follows: (1) the Customer Base; (2) all Customer Base deposits or prepayments; and (3) all supporting documentation and Customer Base account information and files; (4) all agreement and arrangements with the Customer Base and suppliers including customer letter of authorizations and customer service term agreements; (5) all Post Start Date Accounts Receivables; (6) all cash, including cash deposits and cash collateral, marketable securities and other cash equivalents, relating to or arising out of the operation of the Business after the Start Date except for cash attributable to Pre Start Date Accounts Receivable; (7) assumed Contracts of Seller. A copy of the Agreement will be provided to the Commission upon request.

After the Closing, BCN will provide telecommunications services to the Customers pursuant to its own telecommunications authorizations. The proposed transfer of customers to BCN will have no adverse impact on customers. AMI customers will continue to receive their existing services at the same rates, terms, and conditions that they have prior to the transfer and any future changes in the rates, terms, and conditions of service will be made consistent with Commission regulations. To avoid customer confusion and ensure a seamless transition, the Parties will provide advance written notice to the affected customers at least thirty (30) days prior to the transfer, explaining the change in service provider in accordance with applicable Commission and state regulations for changing a customer's presubscribed carrier.

Public Interest Considerations

The transaction contemplated by the Agreement will serve the public interest. BCN is a strong company that will continue to provide high quality services to AMI customers. The purchase of AMI's assets will strengthen BCN, enable it to expand and better ensure that it remains a viable long-term competitor in the telecommunications market.

The proposed transfer does not present any competitive issues. The Parties note that there are a number of other carriers operating in each market, including the incumbent carrier, which controls a substantial market share.

Further, BCN has extensive experience offering interexchange telecommunications services. Consequently, the former AMI customers will continue to receive these services from an experienced and qualified carrier. These customers will also be given sufficient notification of the proposed transaction and their rights. As such, the Parties anticipate that customers will experience a seamless transition of service provider.

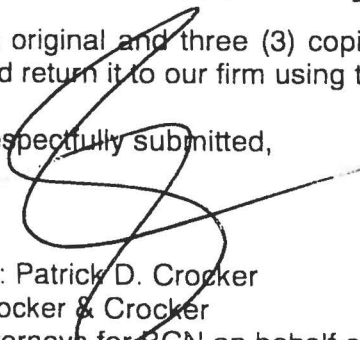
In sum, grant of the Application will serve the public interest by strengthening the competitive position of BCN without negatively impacting either AMI customers or competition in the markets in which the Parties operate.

Questions concerning this matter should be directed to Patrick D. Crocker at the following:

Patrick D. Crocker
Crocker & Crocker
107 W Michigan Ave, 4th Floor
Kalamazoo, MI 49007
Telephone: (269) 381-8893
Facsimile: (269) 381-4855
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An original and three (3) copies of this letter are enclosed. Please date stamp the extra copy and return it to our firm using the postage-paid envelope provided.

Respectfully submitted,



By: Patrick D. Crocker
Crocker & Crocker
Attorneys for BCN on behalf of Applicants

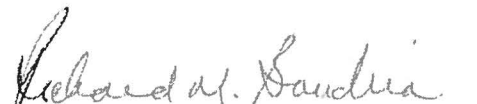
PDC/pas

EXHIBIT B

CERTIFICATION

On behalf of BCN Telecom, Inc. ("BCN") and in accordance with Section 64.1120 of the Federal Communications Commission's rules, 47 C.F.R. §64.1120, I hereby certify under penalty of perjury that I have read the foregoing notification and the statements contained therein are true, complete, and correct to the best of my knowledge. I further certify that, with respect to the transfer of the customers of AMI Communications, Inc. to BCN Telecom, Inc., BCN Telecom, Inc. has complied with the Commission's requirements to provide advanced customer notice in accordance with Section 64.1120(e)(3), with the obligations specified in that notice, and with other statutory and Commission requirements that apply to this streamlined process.

I certify under penalty of perjury that the foregoing is true and correct.



Name: Richard M. Boudria
Title: CEO
Date: September 10, 2014

**BCN TELECOM, INC.
550 Hills Drive, Suite 110
Bedminster, NJ 07921**

August 29, 2014

New Provider of Telecommunications Service

Dear Valued Customer:

I am pleased to inform you that BCN Telecom, Inc. is acquiring the telecommunications business of AMI Communications, Inc. We believe this to be a very positive development for you as our future customer. Through this change, BCN will be positioned to enhance your customer experience, expand the availability of products and services, and bring you the best telecommunications services in the industry. In addition, we have established a strategic alliance with AMI Communications which will allow for your existing AMI account team to continue to service and support your account relationship. The acquisition and the resulting developments will take place on or about October 1, 2014, pending receipt of all required regulatory approvals.

There is no cost to transfer your existing service to BCN Telecom. You will continue to receive the services you currently have with no change in rates, terms or conditions. All necessary steps have been taken to ensure a smooth and orderly service transition. BCN Telecom shall be responsible for handling any complaints filed, or otherwise raised, prior to or during the transfer of service. If you have any questions or concerns, please contact us at: BCN Telecom, Inc., 550 Hills Drive, Suite 110; Bedminster, NJ 07921, or 1-800-768-2852.

Very shortly, we expect to introduce new and innovative products that will bring added value to you. You should know that subject to your existing service term agreement and authorizations with AMI Communications, you have an option to change your telecommunications service provider. Without regard to preferred carrier freezes, unless you select an alternative carrier prior to the transfer date, all telecommunication services shall be transferred to BCN Telecom, Inc. following completion of the state and federal regulatory approval process on or about October 1, 2014. As such, if you intend to select an alternative preferred carrier for telecommunications, you should contact AMI Communications directly prior to October 1, 2014. Existing preferred carrier freezes on services transferred shall be lifted, requiring customers to contact their local service provider to arrange for a new freeze, if desired.

BCN Telecom, Inc. has no plans to change the rates, terms, and conditions of services currently provided to you. In addition, no charges or fees will be imposed upon you as a result of this transfer. BCN Telecom, Inc. will provide at least thirty (30) days prior written notice of any changes to these rates, terms, and conditions up to ninety (90) days from the date of the transfer of customers. Any future changes in rates, terms and conditions of service will be done as prescribed by the Federal Communications Commission (FCC) and your state regulatory commission.

On behalf of the entire BCN Telecom team of employees, we look forward to continuing to serve you. We realize that you have a choice in selecting a telecommunications provider and we appreciate your business.

Sincerely,

Julian Jacquez
Executive Vice President
BCN Telecom, Inc.