

The Public Utilities Commission of Ohio
TELECOMMUNICATIONS FILING FORM

(Effective: 10-11-2017)

This form is intended to be used with most types of required filings. It provides check boxes with rule references for the most common types of filings. It does not replace or supersede Commission rules in any way.

In the Matter of the Application of Fidelity Telecom, LLC and and Fidelity) TRF Docket No. 90 -
Connect, LLC for approval to merge with and) Case No. 18 - 0289 - **TP - AMT**
into Network Billing Systems, LLC)
) **NOTE: Unless you have reserved a Case #, leave the**
) **"Case No" fields BLANK.**

Name of Registrant(s) Fidelity Telecom, LLC, Fidelity Connect, LLC and Network Billing Systems, LLC
DBA(s) of Registrant(s) _____
Address of Registrant(s) 420 Lexington Avenue, Suite 1718 New York, NY 10170
Company Web Address www.fusionconnect.com
Regulatory Contact Person(s) James P. Prenetta, Jr. Phone 212-201-2425 Fax _____
Regulatory Contact Person's Email Address jprenetta@fusionconnect.com
Contact Person for Annual Report James P. Prenetta, Jr. Phone 212-201-2425
Address (if different from above) _____
Consumer Contact Information James P. Prenetta, Jr. Phone 212-201-2425
Address (if different from above) _____

Motion for protective order included with filing? ☐ Yes ☒ No

Motion for waiver(s) filed affecting this case? ☐ Yes ☒ No [Note: Waivers may toll any automatic timeframe.]

Notes:

Section I and II are Pursuant to Ohio Administrative Code [4901:1-6](#).

Section III – Carrier to Carrier is Pursuant to Ohio Adm.Code [4901:1-7](#), and Wireless is Pursuant to Ohio Adm.Code [4901:1-6-24](#).

Section IV – Attestation.

(1) Indicate the Carrier Type and the reason for submitting this form by checking the boxes below.

(2) For requirements for various applications, see the identified section of Ohio Adm.Code Chapter 4901 and/or the supplemental application form noted.

(3) Information regarding the number of copies required by the PUCO may be obtained from the PUCO's website at www.PUCO.ohio.gov under the docketing information system section, by calling the docketing division at 614-466-4095, or by visiting the docketing division at the offices of the PUCO.

(4) An Incumbent Local Exchange Carrier (ILEC) offering basic local exchange service (BLES) outside its traditional service area should choose CLEC designation when proposing to offer BLES outside its traditional service area or when proposing to make changes to that service.

All filings that result in a change to one or more tariff pages require, at a minimum, the following exhibits:

Exhibit	Description:
A	The tariff pages subject to the proposed change(s) as they exist before the change(s).
B	The tariff pages subject to the proposed change(s), reflecting the change, with the change(s) marked in the right margin.
C	A short description of the nature of the change(s), the intent of the change(s), and the customers affected.
D	A copy of the notice provided to customers, along with an affidavit that the notice was provided according to the applicable rule(s).

Section I – Part I - Common Filings

Carrier Type <input type="checkbox"/> Other (explain below)	For Profit ILEC	Not For Profit ILEC	CLEC
Change terms & conditions of existing BLES	<input type="checkbox"/> ATA 1-6-14(H) (Auto 30 days)	<input type="checkbox"/> ATA 1-6-14(H) (Auto 30 days)	<input type="checkbox"/> ATA 1-6-14(H) (Auto 30 days)
Introduce non-recurring charge, surcharge, or fee to BLES			<input type="checkbox"/> ATA 1-6-14(H) (Auto 30 days)
Introduce or Increase Late Payment	<input type="checkbox"/> ATA 1-6-14(I) (Auto 30 days)	<input type="checkbox"/> ATA 1-6-14(I) (Auto 30 days)	<input type="checkbox"/> ATA 1-6-14(I) (Auto 30 days)
Revisions to BLES Cap	<input type="checkbox"/> ZTA 1-6-14(F) (0 day Notice)		
Introduce BLES or expand local service area (calling area)	<input type="checkbox"/> ZTA 1-6-14(H) (0 day Notice)	<input type="checkbox"/> ZTA 1-6-14(H) (0 day Notice)	<input type="checkbox"/> ZTA 1-6-14(H) (0 day Notice)
Notice of no obligation to construct facilities and provide BLES	<input type="checkbox"/> ZTA 1-6-27(C) (0 day Notice)	<input type="checkbox"/> ZTA 1-6-27(C) (0 day Notice)	
Change BLES Rates	<input type="checkbox"/> TRF 1-6-14(F) (0 day Notice)	<input type="checkbox"/> TRF 1-6-14(F)(4) (0 day Notice)	<input type="checkbox"/> TRF 1-6-14(G) (0 day Notice)
To obtain BLES pricing flexibility	<input type="checkbox"/> BLS 1-6-14(C)(1)(c) (Auto 30 days)		
Change in boundary	<input type="checkbox"/> ACB 1-6-32 (Auto 14 days)	<input type="checkbox"/> ACB 1-6-32 (Auto 14 days)	
Expand service operation area			<input type="checkbox"/> TRF 1-6-08(G) (0 day)
BLES withdrawal			<input type="checkbox"/> ZTA 1-6-25(B) (0 day Notice)
Other* (explain)			

Section I – Part II – Customer Notification Offerings Pursuant to Chapter 4901:1-6-7 OAC

Type of Notice	Direct Mail	Bill Insert	Bill Notation	Electronic Mail
<input type="checkbox"/> 15-day Notice	<input checked="" type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>	<input checked="" type="checkbox"/>
<input type="checkbox"/> 30-day Notice	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
Date Notice Sent: February 14, 2018				

Section I – Part III –IOS Offerings Pursuant to Chapter 4901:1-6-22 OAC

IOS	Introduce New	Tariff Change	Price Change	Withdraw
<input type="checkbox"/> IOS	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>

Section II – Part I – Carrier Certification - Pursuant to Chapter 4901:1-6-08, 09 & 10 OAC

Certification	ILEC (Out of territory)	CLEC	Telecommunications Service Provider Not Offering Local	CESTC	CETC
* See Supplemental form	<input type="checkbox"/> ACE 1-6-08 * (Auto 30- day)	<input type="checkbox"/> ACE 1-6-08 *(Auto 30 day)	<input type="checkbox"/> ACE 1-6-08 *(Auto 30 day)	<input type="checkbox"/> ACE 1-6-10 (Auto 30 day)	<input type="checkbox"/> UNC 1-6-09 *(Non-Auto)

*Supplemental Certification forms can be found on the PUCO webpage.

Section II – Part II – Certificate Status & Procedural

Certificate Status	ILEC	CLEC	Telecommunications Service Provider Not Offering Local
Abandon all Services		<input type="checkbox"/> ABN 1-6-26 (Auto 30 days)	<input type="checkbox"/> ABN 1-6-26 (Auto 30 days)
Change of Official Name *	<input type="checkbox"/> ACN 1-6-29(B) (Auto 30 days)	<input type="checkbox"/> ACN 1-6-29(B) (Auto 30 days)	<input type="checkbox"/> CIO 1-6-29(C) (0 day Notice)
Change in Ownership *	<input type="checkbox"/> ACO 1-6-29(E) (Auto 30 days)	<input type="checkbox"/> ACO 1-6-29(E) (Auto 30 days)	<input type="checkbox"/> CIO 1-6-29(C) (0 day Notice)
Merger *	<input type="checkbox"/> AMT 1-6-29(E) (Auto 30 days)	<input checked="" type="checkbox"/> AMT 1-6-29(E) (Auto 30 days)	<input checked="" type="checkbox"/> CIO 1-6-29(C) (0 day Notice)
Transfer a Certificate *	<input type="checkbox"/> ATC 1-6-29(B) (Auto 30 days)	<input type="checkbox"/> ATC 1-6-29(B) (Auto 30 days)	<input type="checkbox"/> CIO 1-6-29(C) (0 day Notice)
Transaction for transfer or lease of property, plant or business *	<input type="checkbox"/> ATR 1-6-29(B) (Auto 30 days)	<input type="checkbox"/> ATR 1-6-29(B) (Auto 30 days)	<input type="checkbox"/> CIO 1-6-29(C) (0 day Notice)

* Other exhibits may be required under the applicable rule(s). ACN, ACO, AMT, ATC, ATR and CIO applications see [the 4901:1-6-29 Filing Requirements on the PUCO's webpage](#) for a complete list of exhibits.

Section III – Carrier to Carrier (Pursuant to 4901:1-7), and Wireless (Pursuant to 4901:1-6-24)

Carrier to Carrier	ILEC	CLEC
Interconnection agreement, or amendment to an approved agreement	<input type="checkbox"/> NAG 1-7-07 (Auto 90 day)	<input type="checkbox"/> NAG 1-7-07 (Auto 90 day)
Request for Arbitration	<input type="checkbox"/> ARB 1-7-09 (Non-Auto)	<input type="checkbox"/> ARB 1-7-09 (Non-Auto)
Introduce or change c-t-c service tariffs	<input type="checkbox"/> ATA 1-7-14 (Auto 30 days)	<input type="checkbox"/> ATA 1-7-14 (Auto 30 days)
Request rural carrier exemption, rural carrier suspension or modification	<input type="checkbox"/> UNC 1-7-04 or 05 (Non-Auto)	
Changes in rates, terms & conditions to Pole Attachment, Conduit Occupancy and Rights- of-Way. (13-579-AU-ORD 11/30/16 Entry)	<input type="checkbox"/> ATA 1-3-04 (Auto 60 days)	
Wireless Providers See 4901:1-6-24	<input type="checkbox"/> RCC [Registration & Change in Operations] (0 day)	<input type="checkbox"/> NAG [Interconnection Agreement or Amendment] (Auto 90 days)

Section IV. – Attestation

Registrant hereby attests to its compliance with pertinent entries and orders issued by the Commission.

AFFIDAVIT

Compliance with Commission Rules

I am an officer/agent of the applicant corporation, Network Billing Systems, LLC
Winafred R. Brantl Fidelity Telecom, LLC, and am authorized to make this statement on its behalf.
(Name) Fidelity Telecom, LLC

Please check ALL that apply:

☐ I attest that these tariffs comply with all applicable rules for the State of Ohio. I understand that tariff notification filings do not imply Commission approval and that the Commission's rules, as modified and clarified from time to time, supersede any contradictory provisions in our tariff. We will fully comply with the rules of the State of Ohio and understand that noncompliance can result in various penalties, including the suspension of our certificate to operate within the State of Ohio.

☒ I attest that customer notices accompanying this filing form were sent to affected customers, as specified in Section II, in accordance with Ohio Adm.Code 4901:1-6-7.

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

Executed on
(Date) February 14, 2018 at (Location) Washington, DC

*Signature and
Title /s/ Winafred R. Brantl Date February 14, 2018

**This affidavit is required for every tariff-affecting filing. It may be signed by counsel or an officer of the applicant, or an authorized agent of the applicant.*

VERIFICATION

I, , verify that I have utilized the Telecommunications Filing Form for most proceedings provided by the Commission and that all of the information submitted here, and all additional information submitted in connection with this case, is true and correct to the best of my knowledge.

See Attached Verifications

*Signature and
Title /s/ Winafred R. Brantl, Counsel Date February 14, 2018

**Verification is required for every filing. It may be signed by counsel or an officer of the applicant, or an authorized agent of the applicant.*

File document electronically as directed in case number 06-900-AU-WVR

or

Send your completed Application Form, including all required attachments as well as the required number of copies, to:

**Public Utilities Commission of Ohio
Attention: Docketing Division
180 East Broad Street, Columbus, OH 43215-3793**

VERIFICATION

STATE OF NEW YORK §
 §
COUNTY OF NEW YORK §

I, James P. Prenetta, Jr., state that I am the Executive Vice President and General Counsel of Fusion Telecommunications International, Inc. ("Fusion"); that I am authorized to make this Verification on behalf of Fusion and its wholly-owned subsidiaries, Network Billing Systems, LLC, Fidelity Connect, LLC and Fidelity Telecom, LLC; that I have read the foregoing document; and that the statements in the foregoing document with respect to Fusion and its subsidiaries named herein, except as otherwise specifically attributed, are true and correct to the best of my knowledge, information and belief.



Subscribed and sworn to before me this 14th day of February, 2018.

Notary Public: Laura V. Nadal Uceda



My Commission expires: 02/27/2020

LAURA V NADAL UCEDA
NOTARY PUBLIC-STATE OF NEW YORK
No. 01NA6256571
My Commission Expires 02/27/2020

LIST OF EXHIBITS AND ATTACHMENTS

Exhibit A	Existing Tariff Pages (See discussion in Exhibit)
Exhibit B	Revised Tariff Pages (See discussion in Exhibit)
Exhibit C	Description of Transaction (including pre- and post-close organizational charts)
Exhibit D-1	Sample Customer Notice
Exhibit D-2	Affidavit Regarding Issuance of Customer Notice
Attachment A	Certificates of Good Standing
Attachment B	List of Officers and Directors

Verifications

Exhibit A
Existing Tariff Pages

Fidelity Connect, LLC and Fidelity Telecom, LLC each have a tariff filed with the Commission. Attached are the current title and initial pages of each tariff. Effective with the consummation of the merger discussed herein, Network Billing Systems proposes to adopt these tariffs in order to provide continuing service to former Fidelity customers acquired as a result of the merger.

REGULATIONS AND SCHEDULE OF INTRASTATE CHARGES

APPLYING TO CARRIER-TO-CARRIER SERVICES

FURNISHED BY

FIDELITY CONNECT LLC

THROUGHOUT THE STATE OF OHIO

This tariff contains the descriptions, regulations, and rates applicable to the provision of access services provided by Fidelity Connect LLC ("Company" or "the Company"), for services furnished within the State of Ohio.

This tariff is on file with the Public Utilities Commission of Ohio, and copies may be inspected, during normal business hours, at the Company's principal place of business at 23250 Chagrin Blvd, Suite 250, Beachwood, OH 44122.

Issued: October 14, 2010

Effective: November 14, 2010

Issued under authority of the Public Utilities Commission of Ohio
In Case No. 10-2349-TP-ACE

Issued by: Robert Marks, President
Fidelity Connect LLC
23250 Chagrin Blvd, Suite 250
Beachwood, OH 44122

CHECK SHEET

Pages of this tariff, as indicated below, are effective as of the date shown at the bottom of the respective pages. Original and revised pages, as named below, comprise all changes from the original tariff and are currently in effect as of the date on the bottom of this page.

PAGE	REVISION	PAGE	REVISION	PAGE	REVISION
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8	Original	33	Original	57	Original
9	Original	34	Original	58	Original
10	Original	35	Original	59	Original
11	Original	36	Original	60	Original
12	Original	37	Original	61	Original
13	Original	38	Original	62	Original
14	Original	39	Original	63	Original
15	Original	40	Original	64	Original
16	Original	41	Original	65	Original
17	Original	42	Original		
18	Original	43	Original		
19	Original	44	Original		
20	Original	45	Original		
21	Original	46	Original		
22	Original	47	Original		
23	Original	48	Original		
24	Original	49	Original		
25	Original	49.1	Original		

* - indicates those pages included with this filing

Issued: October 14, 2010

Effective: November 14, 2010

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Beachwood, OH 44122

EXPLANATION OF SYMBOLS

The following symbols shall be used in this tariff for the purpose indicated below:

- (C) - To signify changed regulation.
- (D) - To signify discontinued rate or regulation.
- (I) - To signify increased rate.
- (M) - To signify a move in the location of text.
- (N) - To signify new rate or regulation.
- (R) - To signify reduced rate.
- (S) - To signify reissued matter.
- (T) - To signify a change in text but no change in rate or regulation.

TARIFF FORMAT

- A. Page Numbering - Page numbers appear in the upper right corner of the page. Each page is numbered sequentially. However, a new page is occasionally added to the Tariff. When a new page is added between those already in effect, a decimal is added. For example, a new page added between page 15 and page 16 would be page 15.1.
- B. Page Revision Numbers - Revision numbers also appear in the upper right corner of each page. These numbers are used to determine the most current page version on file with the Public Utilities Commission. For example, the 4th Revised Page 15 cancels the 3rd Revised Page 15.
- C. Paragraph Numbering Sequence - Each level of paragraph numbering herein is subservient to its next higher level as shown:

2
2.1
2.1.1
2.1.1.A
2.1.1.A.(1)
2.1.1.A.(1)(a)

Issued: October 14, 2010

Effective: November 14, 2010

Issued under authority of the Public Utilities Commission of Ohio
In Case No. 10-2349-TP-ACE

Issued by: Robert Marks, President
Fidelity Connect LLC
23250 Chagrin Blvd, Suite 250
Beachwood, OH 44122

LOCAL EXCHANGE SERVICES

*This tariff Ohio Tariff No. 3 cancels and replaces in its entirety the
Ohio Tariff No. 2 for Local Exchange Services and
Ohio Tariff No. 1 for Interexchange Services
on file with the Commission*

REGULATIONS AND SCHEDULE OF INTRASTATE CHARGES

APPLYING TO LOCAL EXCHANGE SERVICE FURNISHED BY

FIDELITY TELECOM, LLC

THROUGHOUT THE STATE OF OHIO

This tariff describes the terms, conditions, services and rates applicable to the provision of local exchange telecommunications services regulated and tariffed in accordance with the Competitive Retail Telephone Rules (Case No. 10-1010-TP-ORD).

The Company provides certain Detariffed/Nonregulated services which are found in the Company's Pricing Guide, available for viewing at the Company's principal place of business at 23250 Chargin Blvd, Suite 250, Beachwood, OH 44122 or toll free at (888) 756-9706.

ISSUED: September 16, 2011

EFFECTIVE: September 16, 2011

Issued under authority of the Public Utilities Commission of Ohio,

Dated _____, in Case No. 09-0718-TP-ACE

Issued by: Ron Kohn, Managing Member
FIDELITY TELECOM, LLC
23250 Chargin Blvd, Suite 250
Beachwood, OH 44122

LOCAL EXCHANGE SERVICES

CHECK SHEET

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Issued by: Ron Kohn, Managing Member
FIDELITY TELECOM, LLC
23250 Chargin Blvd, Suite 250
Beachwood, OH 44122

LOCAL EXCHANGE SERVICES

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Issued by: Ron Kohn, Managing Member
FIDELITY TELECOM, LLC
23250 Chagrin Blvd, Suite 250
Beachwood, OH 44122

LOCAL EXCHANGE SERVICES

**EXPLANATION OF SYMBOLS, REFERENCE MARKS,
AND ABBREVIATIONS OF TECHNICAL TERMS
USED IN THIS TARIFF**

The following symbols shall be used in this tariff for the purpose indicated below:

- C - To signify changed regulation.
- D - To signify decreased rate.
- I - To signify increased rate.
- T - Textural Change.
- N - New rate or regulation.

ISSUED: September 16, 2011

EFFECTIVE: September 16, 2011

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Issued by: Ron Kohn, Managing Member
FIDELITY TELECOM, LLC
23250 Chargin Blvd, Suite 250
Beachwood, OH 44122

Exhibit B

Revised Tariff Pages

As noted in the previous exhibit, Fidelity Connect, LLC and Fidelity Telecom, LLC each have a tariff filed with the Commission. Effective with the consummation of the merger discussed herein, Network Billing Systems proposes to adopt these tariffs in order to provide continuing service to former Fidelity customers acquired as a result of the merger. Attached are the title and initial pages of each tariff, revised to reflect the Network Billing Systems, LLC name. NBS will coordinate with Staff regarding submission of complete clean copies of these tariffs.

REGULATIONS AND SCHEDULE OF INTRASTATE CHARGES
APPLYING TO CARRIER-TO-CARRIER SERVICES
FURNISHED BY
NETWORK BILLING SYSTEMS, LLC
THROUGHOUT THE STATE OF OHIO

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ISSUED:

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Issued by: James P. Prenetta, Jr.
Network Billing Systems, LLC
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LOCAL EXCHANGE SERVICES

REGULATIONS AND SCHEDULE OF INTRASTATE CHARGES
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23	Original		
24	Original		
25	Original		

ISSUED:

EFFECTIVE:

Issued under authority of the Public Utilities Commission of Ohio,
Dated _____, in Case No.

Issued by: James P. Prenetta, Jr.
Network Billing Systems, LLC
420 Lexington Avenue, Suite 1718
New York, NY 10170

LOCAL EXCHANGE SERVICES

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EFFECTIVE:

LOCAL EXCHANGE SERVICES

**EXPLANATION OF SYMBOLS, REFERENCE MARKS,
AND ABBREVIATIONS OF TECHNICAL TERMS
USED IN THIS TARIFF**

The following symbols shall be used in this tariff for the purpose indicated below:

- C - To signify changed regulation.
- D - To signify decreased rate.
- I - To signify increased rate.
- T - Textural Change.
- N - New rate or regulation.

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New York, NY 10170

EFFECTIVE:

Exhibit C

Description of the Transaction

Network Billing Systems, LLC (“NBS”),¹ Fidelity Connect, LLC (“Fidelity Connect”) and Fidelity Telecom, LLC (“Fidelity Telecom,” and, together with NBS and Fidelity Connect, the “Applicants”), respectfully request Commission approval, insofar as required, for a *pro forma* intra-corporate transaction that will merge Fidelity Connect and Fidelity Telecom into NBS and, in so doing, transfer all of the assets and customers of Fidelity Connect and Fidelity Telecom to NBS (the “Reorganization”). Following consummation of the Reorganization, Fidelity Connect and Fidelity Telecom will cease to exist as legal entities. As discussed in greater detail below, the Reorganization is part of a larger intra-corporate merger of NBS and several lateral affiliates, all of which are wholly-owned subsidiaries of Fusion Telecommunications International, Inc. (“Fusion”).² The Merger will simplify the corporate structure of the Fusion Companies’ communications operations, with resulting benefits for current and future Fusion Companies customers.

The Applicants

The Fusion Companies provide digital voice and data communications services, including hosted Voice over Internet Protocol (“VoIP”) and Session Initiated Protocol (“SIP”) trunking, and other enhanced communications services and features to businesses primarily in the United States. The Fusion Companies also provide VoIP services to carriers worldwide.

Fusion is a publicly traded Delaware corporation (NASDAQ: FSNM), with its headquarters located at 420 Lexington Avenue, Suite 1718, New York, New York 10170. Fusion holds Section 214 authority from the Federal Communications Commission (“FCC”) to provide interstate and international telecommunications services. Fusion does not hold authority to provide intrastate telecommunications services within any state.

Fusion’s wholly-owned indirect subsidiary, NBS, is a New Jersey limited liability company with corporate headquarters located at 695 U.S. Route 46 West, Fairfield, New Jersey 07004. NBS provides Unified Communications and hosted voice and data services, broadband Internet access service, interconnected VoIP, data networks, and traditional voice solutions primarily to business customers throughout the United States. In Ohio, the Commission has authorized NBS to operate as an interexchange telecommunications service provider in Case No. 90-6129-TP-TRF pursuant to Certificate No. 90-6129; and as a local exchange provider in Case No. 11-1160-TP-ACE on April 25, 2011 pursuant to Certificate No. 90-9386. Additionally, NBS holds authority to offer intrastate telecommunications services in 46 other states. NBS also holds Section 214 authority from the FCC to provide interstate and international telecommunications services.

Fidelity Connect is an Ohio limited liability company, with principal offices located at 420 Lexington Avenue, Suite 1718, New York, New York 10170. Following its acquisition by a

¹ NBS provides service in certain locations using the brand names “Fusion” or “Solex.”

² Fusion, together with NBS, Fidelity Connect, Fidelity Telecom and its other operating subsidiaries, the “Fusion Companies.”

Fusion subsidiary holding company in 2015,³ Fidelity Connect is an indirect wholly-owned subsidiary of Fusion. Fidelity Connect has been authorized by the Commission to provide competitive local exchange and competitive telecommunications services in Ohio pursuant to Certificate No. 90-9383 granted in Case No. 10-2349-TP-ACE. Fidelity Connect provides voice and data services, but does not currently provide basic local exchange services in Ohio.

Fidelity Telecom is an Ohio limited liability company, with principal offices located at 420 Lexington Avenue, Suite 1718, New York, New York 10170. Following its acquisition by a Fusion subsidiary holding company in 2016,⁴ Fidelity Telecom is an indirect wholly-owned subsidiary of Fusion. Fidelity Telecom has been authorized by the Commission to provide competitive local exchange and competitive telecommunications services in Ohio pursuant to Certificate No. 90-9373 granted in Case No. 09-0718-TP-ACE. Fidelity Telecom provides voice and data services, including basic local exchange services, in Ohio.

Designated Contacts

For Fusion, NBS, Fidelity Connect and Fidelity Telecom With copies to:

Fidelity Telecom

Edward A. Yorkgitis, Jr.

Winafred Brantl

Kelley Drye & Warren LLP

3050 K St., NW, Suite 400

Washington, DC 20007

Tel: (202) 945-6649

Fax: (202) 342-8451

Email: cyorkgitis@kelleydrye.com

wbrantl@kelleydrye.com

James P. Prenetta, Jr.

Executive Vice President and General Counsel

Fusion Telecommunications International, Inc.

420 Lexington Avenue, Suite 1718

New York, NY 10170

Email: jprenetta@fusionconnect.com

The Merger

In order to simplify its corporate structure, Fusion is undertaking a number of *pro forma* intra-corporate transactions that will consolidate the operations of eight current wholly owned subsidiaries into NBS. NBS will be the surviving entity and Fidelity Connect, Fidelity Telecom and the other merging companies will cease to exist as separate corporate entities. Upon completion of the Reorganization, all of the Fusion intrastate business and cloud telecommunications services in Ohio will be provided through NBS. Diagrams illustrating the corporate organization of the Fusion Companies pre- and post-consolidation are appended.

The proposed Reorganization will have no adverse effect upon customers of Fidelity Connect and Fidelity Telecom. Each customer currently served by Fidelity Connect and Fidelity Telecom pre-close will continue to receive the same services, albeit from NBS, post-close without any change to the associated rates, terms and conditions of service. Towards this end, NBS proposes to adopt the current tariffs of Fidelity Connect and Fidelity Telecom. The same senior management directing NBS as has been overseeing the Fidelity Connect and Fidelity Telecom

³ Case No. 15-2000-TP-CIO.

⁴ Case No. 15-2124-TP-ACO.

operations, ensuring a seamless transition and continuity of strategic vision. Moreover, notice of the proposed Reorganization will be sent to all customers for Fidelity Connect's and Fidelity Telecom's regulated services at least fifteen (15) days prior to the consolidation, via U.S. mail or email (by consent). A sample of the notice is appended as **Exhibit D-1**.

Upon consummation of the Reorganization, Fidelity Connect and Fidelity Telecom will cease to provide services in Ohio and will cease to exist as separate legal entities. Applicants will submit prompt notice of consummation and request that, following receipt of this notice, the Commission cancel Fidelity Connect's and Fidelity Telecom's Ohio telecommunication authorities.

Public Interest Considerations

Applicants submit that the proposed Reorganization is consistent with and beneficial to the public interest. The streamlining of the Fusion Companies' corporate structure will enhance operating efficiencies and result in measurable cost savings, which, in turn, will enable the Fusion Companies to compete more effectively in Ohio and throughout the United States, to the ultimate benefit of consumers.

At the same time, the Reorganization holds no risks for consumers. The consolidation of operations will not result in any change to services or rates and the same management team that has so effectively steered the Fusion Companies in the past will continue to do so going forward.

Fusion Companies (Pre-Close)

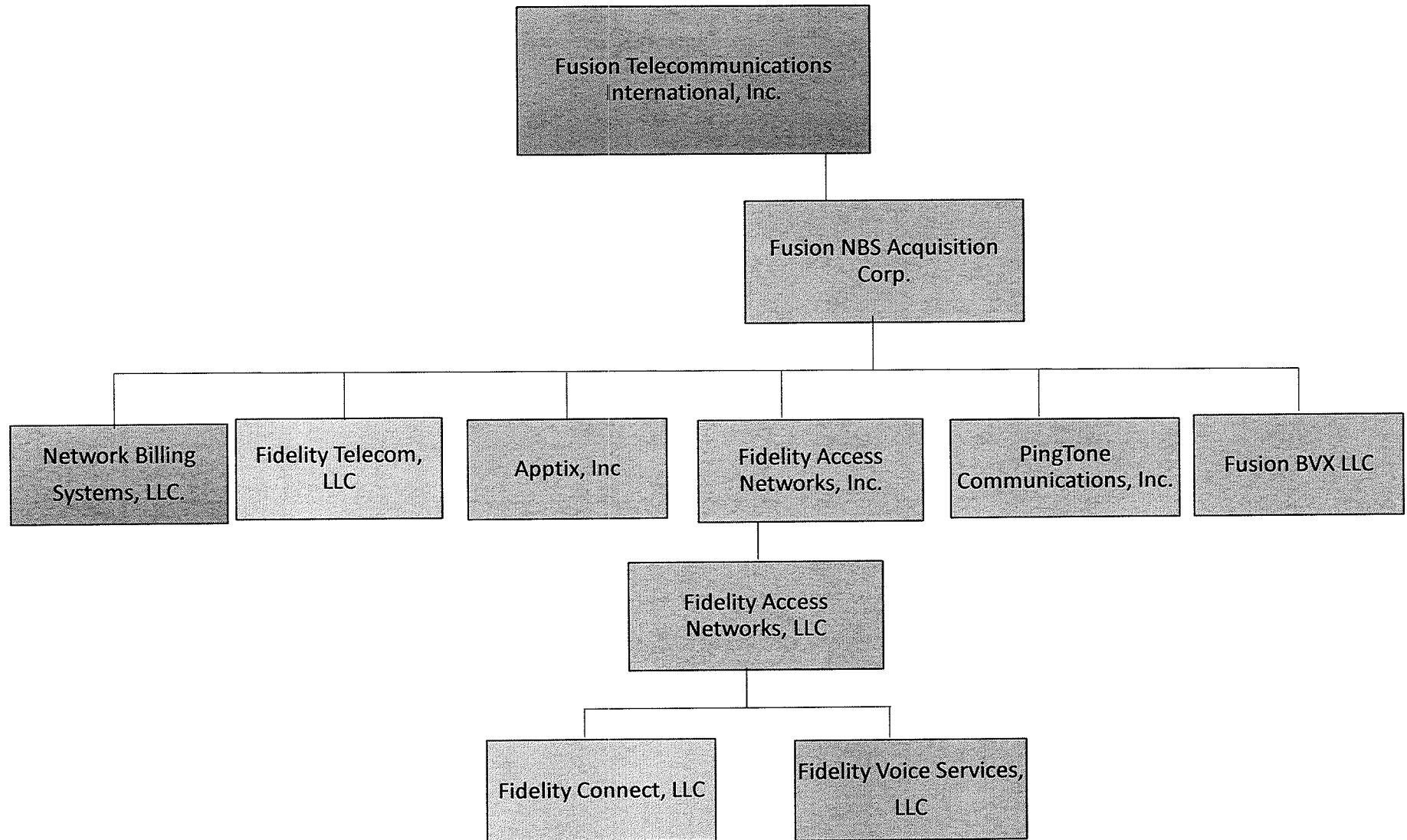


Chart does not include an additional subsidiary of Fusion Telecommunications International, Inc. that is not involved in the consolidation.

Fusion Companies (Post-Close)

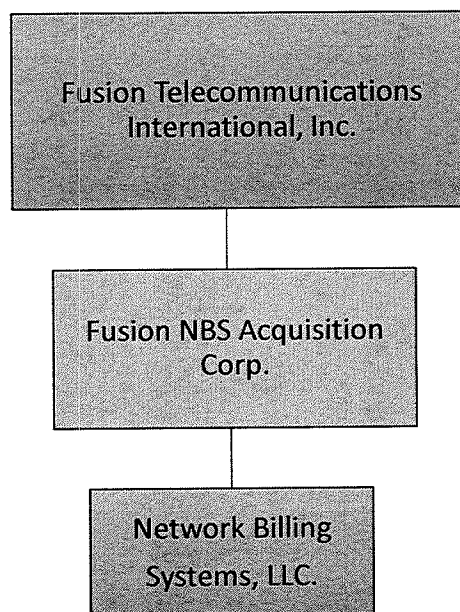


Chart does not include an additional subsidiary of Fusion Telecommunications International, Inc. that is not involved in the consolidation.

Exhibit D-1
Sample Customer Notice
and
Exhibit D-2
Affidavit Regarding Customer Notice



IMPORTANT NOTICE REGARDING YOUR REGULATED TELEPHONE SERVICE

Dear Fidelity 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, Fidelity d/b/a Fusion ("Fidelity")¹ and the other existing subsidiaries of Fusion Telecommunications International, Inc. (collectively, the "Fusion Companies") are reorganizing their corporate structure. As part of this effort, we will be consolidating all of our regulated telephone operations under a single Fusion Company: Network Billing Systems, LLC d/b/a Fusion Telecom ("Fusion"). There is no other change, and Fusion continues to be owned and managed by the same team of professionals that currently provide your regulated telephone service. You will continue to receive the same high-quality service from Fusion.

This change will have no adverse effect upon the quality of the services you have been receiving from us. The only change will be that your service will be provided under a different Fusion Company name. Because of this, however, the Federal Communications Commission ("FCC") and the Ohio Public Utilities Commission require that we notify you of this 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 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 and you have a term contract with Fidelity, you will still be responsible for any applicable early contract termination charges.
- **Your telephone services will not be affected.** You'll continue to use the same telephone number(s). As a Fusion 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 March 16, 2018.** At that time, unless you have made alternative arrangements, Fusion will become your service provider for telephone services.²

Our customer service operations will continue to provide the same level of quality support for your telephone service needs following the transfer to Fusion. If you have any questions or concerns with respect to service needs, complaints or billing issues, either before or after the transfer to Fusion, you may contact us at 888-301-1721.

We thank you for selecting Fusion as your service provider of choice.

Very truly yours,

Gordon Hutchins, Jr.
President and Chief Operating Officer

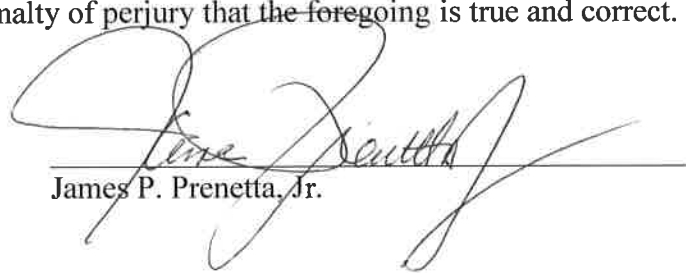
¹ Fidelity local and long distance telephone services are provided through Fidelity Connect, LLC and Fidelity Telecom, LLC.

² **NOTE:** If you have placed a "freeze" on your Fidelity 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. If you choose to move your telephone service to a new local service provider, you will need to contact your new provider to re-establish freeze protection for you after the transfer.

AFFIDAVIT

I, James P. Prenetta, Jr., am Executive Vice President and general Counsel of Fusion Telecommunications International, Inc. and am an authorized representative of its wholly-owned subsidiaries, including the Applicants, Network Billing Systems, LLC, Fidelity Connect, LLC and Fidelity Telecom, LLC; and hereby attest that I am authorized to make this statement on their behalf. I affirm that the customer notice accompanying this affidavit is being sent to customers of Fidelity Connect, LLC and Fidelity Telecom, LLC, via U.S. mail or email (by consent), at least 15 days prior to any transfer, pursuant to Rule 4901:1-6-07, Ohio Administrative Code. I declare under penalty of perjury that the foregoing is true and correct.

2/14/18
Date


James P. Prenetta, Jr.

Attachment A
Certificates of Good Standing

UNITED STATES OF AMERICA
STATE OF OHIO
OFFICE OF THE SECRETARY OF STATE

I, Jon Husted, do hereby certify that I am the duly elected, qualified and present acting Secretary of State for the State of Ohio, and as such have custody of the records of Ohio and Foreign business entities; that said records show NETWORK BILLING SYSTEMS, L.L.C., a New Jersey Limited Liability Company, Registration Number 1028507, filed on August 10, 1998, is currently in FULL FORCE AND EFFECT upon the records of this office.



*Witness my hand and the seal of the
Secretary of State at Columbus, Ohio
this 13th day of February, A.D. 2018.*

Jon Husted

Ohio Secretary of State

Validation Number: 201804403646

UNITED STATES OF AMERICA
STATE OF OHIO
OFFICE OF THE SECRETARY OF STATE

I, Jon Husted, do hereby certify that I am the duly elected, qualified and present acting Secretary of State for the State of Ohio, and as such have custody of the records of Ohio and Foreign business entities; that said records show FIDELITY CONNECT LLC, an Ohio For Profit Limited Liability Company, Registration Number 1943232, was organized within the State of Ohio on June 11, 2010, is currently in FULL FORCE AND EFFECT upon the records of this office.



*Witness my hand and the seal of the
Secretary of State at Columbus, Ohio
this 13th day of February, A.D. 2018.*

Jon Husted

Ohio Secretary of State

Validation Number: 201804403648

UNITED STATES OF AMERICA
STATE OF OHIO
OFFICE OF THE SECRETARY OF STATE

I, Jon Husted, do hereby certify that I am the duly elected, qualified and present acting Secretary of State for the State of Ohio, and as such have custody of the records of Ohio and Foreign business entities; that said records show FIDELITY CONNECT LLC, an Ohio For Profit Limited Liability Company, Registration Number 1943232, was organized within the State of Ohio on June 11, 2010, is currently in FULL FORCE AND EFFECT upon the records of this office.



*Witness my hand and the seal of the
Secretary of State at Columbus, Ohio
this 13th day of February, A.D. 2018.*

Jon Husted

Ohio Secretary of State

Validation Number: 201804403648

Attachment B

List of Officers and Directors

The officers and directors of NBS are:

Jon Kaufman	Chief Executive Officer and Manager
Gordon Hutchins, Jr.	Executive Vice President

The officers and directors of Fidelity Connect and Fidelity Telecom are:

Matthew Rosen	Chief Executive Officer
Gordon Hutchins, Jr.	President, Chief Operating Officer and Manager
Philip Turits	Secretary and Treasurer

All of these officers and directors can be reached c/o

James P. Prenetta, Jr. at
420 Lexington Avenue, Suite 1718
New York, New York 10170
(212) 201-2425

This foregoing document was electronically filed with the Public Utilities

Commission of Ohio Docketing Information System on

2/14/2018 5:13:44 PM

in

Case No(s). 18-0289-TP-AMT

Summary: Application requesting consent for Fidelity Connect, LLC and Fidelity Telecom, LLC to merge with and into Network Billing Systems, LLC in a pro forma reorganization electronically filed by Ms. Winifred R Brantl on behalf of Network Billing Systems, LLC and Fidelity Connect, LLC and Fidelity Telecom, LLC