

*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 Inmate Calling Solutions, LLC d/b/a ) TRF Docket No. 90 -  
ICSolutions and Securus Technologies, Inc. ) Case No. 18 - 0908 - **TP - CIO**  
to Transfer Control of Inmate Calling Solutions, LLC d/b/a ICSolutions to ) **NOTE: Unless you have reserved a Case #, leave the**  
Securus Technologies, Inc. ) **"Case No" fields BLANK.**

Name of Registrant(s) Inmate Calling Solutions, LLC  
DBA(s) of Registrant(s) ICSolutions  
Address of Registrant(s) 2200 Danbury Street, San Antonio, Texas 78217  
Company Web Address www.icsolutions.com  
Regulatory Contact Person(s) Ken Dawson Phone 408-362-4000 Fax 408-362-2798  
Regulatory Contact Person's Email Address kdawson@icsolutions.com  
Contact Person for Annual Report Ken Dawson Phone 408-362-4000  
Address (if different from above) \_\_\_\_\_  
Consumer Contact Information Ken Dawson Phone 408-362-4000  
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](http://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).

Exhibit A - Not applicable. No tariff changes are anticipated.

Exhibit B - Not applicable.

Exhibit C - Please see Exhibit C for a description of the Transaction

Exhibit D - Not applicable. Applicant will continue to provide service without change to rates, terms, or conditions.

## Section I – Part I - Common Filings

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

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

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

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

<b>IOS</b>	<b>Introduce New</b>	<b>Tariff Change</b>	<b>Price Change</b>	<b>Withdraw</b>
<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 <a href="#">1-6-08</a> * (Auto 30- day)	<input type="checkbox"/> ACE <a href="#">1-6-08</a> *(Auto 30 day)	<input type="checkbox"/> ACE <a href="#">1-6-08</a> *(Auto 30 day)	<input type="checkbox"/> ACE <a href="#">1-6-10</a> (Auto 30 day)	<input type="checkbox"/> UNC <a href="#">1-6-09</a> *(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 <a href="#">1-6-26</a> (Auto 30 days)	<input type="checkbox"/> ABN <a href="#">1-6-26</a> (Auto 30 days)
Change of Official Name *	<input type="checkbox"/> ACN <a href="#">1-6-29(B)</a> (Auto 30 days)	<input type="checkbox"/> ACN <a href="#">1-6-29(B)</a> (Auto 30 days)	<input type="checkbox"/> CIO <a href="#">1-6-29(C)</a> (0 day Notice)
Change in Ownership *	<input type="checkbox"/> ACO <a href="#">1-6-29(E)</a> (Auto 30 days)	<input type="checkbox"/> ACO <a href="#">1-6-29(E)</a> (Auto 30 days)	<input checked="" type="checkbox"/> CIO <a href="#">1-6-29(C)</a> (0 day Notice)
Merger *	<input type="checkbox"/> AMT <a href="#">1-6-29(E)</a> (Auto 30 days)	<input type="checkbox"/> AMT <a href="#">1-6-29(E)</a> (Auto 30 days)	<input type="checkbox"/> CIO <a href="#">1-6-29(C)</a> (0 day Notice)
Transfer a Certificate *	<input type="checkbox"/> ATC <a href="#">1-6-29(B)</a> (Auto 30 days)	<input type="checkbox"/> ATC <a href="#">1-6-29(B)</a> (Auto 30 days)	<input type="checkbox"/> CIO <a href="#">1-6-29(C)</a> (0 day Notice)
Transaction for transfer or lease of property, plant or business *	<input type="checkbox"/> ATR <a href="#">1-6-29(B)</a> (Auto 30 days)	<input type="checkbox"/> ATR <a href="#">1-6-29(B)</a> (Auto 30 days)	<input type="checkbox"/> CIO <a href="#">1-6-29(C)</a> (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 <a href="#">1-7-07</a> (Auto 90 day)	<input type="checkbox"/> NAG <a href="#">1-7-07</a> (Auto 90 day)
Request for Arbitration	<input type="checkbox"/> ARB <a href="#">1-7-09</a> (Non-Auto)	<input type="checkbox"/> ARB <a href="#">1-7-09</a> (Non-Auto)
Introduce or change c-t-c service tariffs	<input type="checkbox"/> ATA <a href="#">1-7-14</a> (Auto 30 days)	<input type="checkbox"/> ATA <a href="#">1-7-14</a> (Auto 30 days)
Request rural carrier exemption, rural carrier suspension or modification	<input type="checkbox"/> UNC <a href="#">1-7-04</a> 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 <a href="#">1-3-04</a> (Auto 60 days)	
Wireless Providers See <a href="#">4901:1-6-24</a>	<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, Inmate Calling Solutions, , and am authorized to make this statement on its behalf.

Paige Fronabarger

(Name)

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)

May 23, 2018

at (Location) Washington, DC

\*Signature and  
Title

Paige  
Fronabarger

Digitally signed by Paige Fronabarger  
DN: cn=Paige Fronabarger, o=ou,  
email=pfronabarger@whklaw.com, c=US  
Date: 2018.05.23 12:00:44 -0400

Date May 23, 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.

\*Signature and  
Title

Paige  
Fronabarger

Digitally signed by Paige Fronabarger  
DN: cn=Paige Fronabarger, o=ou,  
email=pfronabarger@whklaw.com, c=US  
Date: 2018.05.23 09:48:09 -0400

Date May 23, 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**

**LIST OF EXHIBITS AND ATTACHMENTS**

Exhibit A	Existing Tariff Title Page – <b>NOT APPLICABLE</b>
Exhibit B	Replacement Tariff Page – <b>NOT APPLICABLE</b>
Exhibit C	Description of Transaction
Exhibit C-1	Diagrams of the Pre- and Post-Transaction Corporate Organization Structures
Exhibit D	Customer Notice and Customer Notice Affidavit – <b>NOT APPLICABLE</b>
Attachment 1	Certificates of Good Standing for ICS and Securus
Attachment 2	List of Officers and Directors

**EXHIBIT C**  
**DESCRIPTION OF TRANSACTION**

TKC Holdings, Inc. (“Transferor” or “TKC”), Inmate Calling Solutions, LLC d/b/a ICSolutions (“ICS”) and Securus Technologies, Inc. (“Transferee” or “Securus”) (collectively, “Applicants”), request approval from the Public Utilities Commission of Ohio (the “Commission”), to the extent required, to transfer control of ICS to Securus.

In support of this application (this “Application”), Applicants provide the following information:

**Description of the Applicants**

**A. Inmate Calling Solutions, LLC d/b/a ICSolutions**

ICS is a California limited liability company with its principal place of business at 2200 Danbury Street, San Antonio, Texas 78217. ICS is a wholly-owned direct subsidiary of Keefe Group, LLC (“Keefe”), a Missouri limited liability company with its principal place of business at 1260 Andes Boulevard, St. Louis, Missouri 63132. Keefe, in turn, is a wholly-owned direct subsidiary of TKC.

ICS is an institutional service provider certificated, registered or otherwise authorized to provide services in all states except Alaska, Delaware, New Jersey, and Vermont, and except the District of Columbia. ICS currently contracts with a number of confinement and correctional facilities to provide service in the State of Ohio and 38 other states. In Ohio, ICS is authorized to provide competitive telecommunications services pursuant to a Certificate of Public Convenience and Necessity No. 90-6164 granted by the Commission on October 29, 2003 in Case No. 03-1995-TP-ACE. ICS is also authorized by the FCC to provide domestic and international telecommunications services.

Additional information concerning ICS's legal, technical, managerial and financial qualifications has been submitted to the Commission with its filings for certification and various transactions and is therefore already a matter of public record.<sup>1</sup> ICS requests that the Commission take official notice of these existing descriptions of ICS's qualifications and incorporate them by reference herein.

**B. TKC Holdings, Inc.**

Transferor, which indirectly holds all of the issued and outstanding membership interests of ICS, is a Delaware corporation and holding company, with its principal business office at 1450 Brickell Ave., 31st Floor, Miami, Florida 33131. TKC is indirectly controlled by an affiliate of H.I.G. Capital, L.L.C., a private equity investment firm headquartered in Miami, Florida.<sup>2</sup>

Through its subsidiaries, TKC's principal business includes the provision of commissary management services, correctional food service management, packaging and distribution of food products, personal care products, electronics, clothing, technology, telecommunications and software solutions to the correctional markets, and serving as a holding company of businesses providing such products and services to the correctional markets, as well as the provision of single serve coffee machines, coffee, and hotel supplies to the hospitality and lodging market.

**Exhibit C-1** includes the current corporate ownership structure of ICS and TKC.

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<sup>1</sup> See e.g., Case Nos. 03-1995-TP-ACE and 16-1688-TP-CIO.

<sup>2</sup> The application seeking approval for the indirect transfer of control of ICS to TKC was permitted by the Commission staff to remain in effect in accordance with a Review and Recommendation dated November 2, 2016 in Case No. 16-1688-TP-CIO.

**C. Securus Technologies, Inc.**

Securus is a Delaware corporation with its principal place of business at 4000 International Parkway, Carrollton, Texas 75007. Securus provides inmate calling services to a number of confinement and correctional facilities in the District of Columbia and approximately 46 other states, including in the State of Ohio. In Ohio, Securus is authorized to provide competitive telecommunications services pursuant to a Certificate of Public Convenience and Necessity No. 90-5787 granted by the Commission in Case No.10-2527-TP-CIO. Securus is also authorized by the FCC to provide domestic and international telecommunications services.

Securus is an indirect wholly-owned subsidiary of SCRS Acquisition Corporation (“SCRS”) and in turn its parent, SCRS Holding Corporation (“SCRS Parent”), both Delaware corporations. The ultimate majority owner of Securus is Platinum Equity Capital Partners IV, L.P., a Delaware limited partnership (“PECP IV”), which is a private equity investment vehicle of Platinum Equity, LLC.<sup>3</sup>

**Contacts**

Questions, correspondence or other communications concerning this Application should be directed to:

**For Transferee:**

Paul C. Besozzi  
Peter M. Bean  
Squire Patton Boggs (US) LLP  
2550 M Street, N.W.  
Washington, DC 20037  
202-457-6000 (tel)  
202-457-6315 (fax)  
paul.besozzi@squirepb.com  
peter.bean@squirepb.com

**With copies for Transferee to**

Dennis J. Reinhold  
Senior Vice President & General Counsel  
Securus Technologies, Inc.  
4000 International Pkwy.  
Carrollton, TX 75007  
972-277-0318 (tel)  
972-277-0681 (fax)  
dreinhold@securustechnologies.com

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<sup>3</sup> The application seeking for the indirect transfer of control of Securus to SCRS Parent and PECP IV was permitted by the Commission staff to remain in effect in accordance with a Review and Recommendation dated November 2, 2016 in Case No. 17-1260-TP-CIO.



For Transferor and ICS:

Howard M. Liberman  
Paige K. Fronabarger  
Wilkinson Barker Knauer, LLP  
1800 M Street, N.W., Suite 800N  
Washington, DC 20036  
202-783-4141 (tel)  
202-783-5851 (fax)  
hliberman@wbklaw.com  
pfronabarger@wbklaw.com

With copies for Transferor and ICS to:

Michael Gallagher  
Principal  
c/o H.I.G. Capital Management, Inc.  
1450 Brickell Avenue, 31st Floor  
Miami, FL 33131  
305-379-2322 (tel)  
305-379-2013 (fax)  
mgallagher@higcapital.com

### **Description of the Transaction**

Pursuant to that certain Unit Purchase Agreement by and among ICS, TKC, Keefe and Securus, dated as of April 22, 2018, Securus will acquire all the issued and outstanding membership interests of ICS from Keefe (the “Transaction”). As a result, ICS will become a wholly-owned, direct subsidiary of Securus and, in turn, an indirect subsidiary of SCRS and SCRS Parent. PECP IV will be the ultimate majority owner of ICS. The Parties intend to consummate the Transaction as promptly as possible after the necessary federal and state regulatory approvals have been received.

For the Commission’s reference, a chart depicting the pre- and post-Transaction ownership structure of ICS is provided as **Exhibit C-1**.

### **Public Interest Considerations**

The Applicants respectfully submit that the proposed Transaction is in the public interest.

The consummation of the Transaction will not result in an interruption, reduction, loss, impairment or disruption of ICS-provided services. The Transaction does not involve a transfer of operating authority, assets or customers in Ohio or elsewhere. As such, no customer notice is required as a result of the Transaction.

While the ownership of ICS will change, the management team will remain substantially the same and ICS's corporate identity, name and operations will remain in place. In other words, post-closing, ICS will remain operational as a separate business. Following the Transaction, ICS will continue to honor its correctional facility customer contracts and in doing so, will continue to provide and support the ICS technologies and services enjoyed by its customers. Any future changes in the rates, terms and conditions of service to ICS's correctional facility and end-user customers will be undertaken in conformance with the applicable federal and state law, including notice and tariff requirements and ICS's contractual obligations.

As a result, the change in ownership will be entirely transparent to ICS's correctional facility customers and the end-users of ICS's services. Moreover, there will be additional services accessible to such customers as a result of the Transaction.

After closing, and where permitted by the governmental entities operating the correctional facilities served by ICS, inmates who use the ICS services now will have access to use of inmate tablets that provide controlled internet access, including, as part of that program, access to education (e.g., the ability to obtain a GED), media content and job opportunities upon release (e.g., through Securus's JobView program).<sup>4</sup> Inmate calling can also be permitted from such tablets, further facilitating the ability of inmates to connect with their friends and family.

Further, ICS correctional facility customers will gain access to Securus-developed advanced technology, including an expanded set of law enforcement-related services and investigative technologies offered by Securus.

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<sup>4</sup> Further information on the JobView program is available at: <https://www.businesswire.com/news/home/20171201005587/en/Securus-Acquires-Jobview-Released-Inmates-Find-Jobs>. Securus has also established the Securus Foundation to help "modernize the reentry process [for inmates] to increase successful community reengagement." *See The Securus Foundation is Launched to Modernize Reentry and Reduce Recidivism*, Business Wire, (Jul. 17, 2017), <https://www.businesswire.com/news/home/20170713005624/en/Securus-Foundation-Launched-Modernize-Reentry-Reduce-Recidivism>.

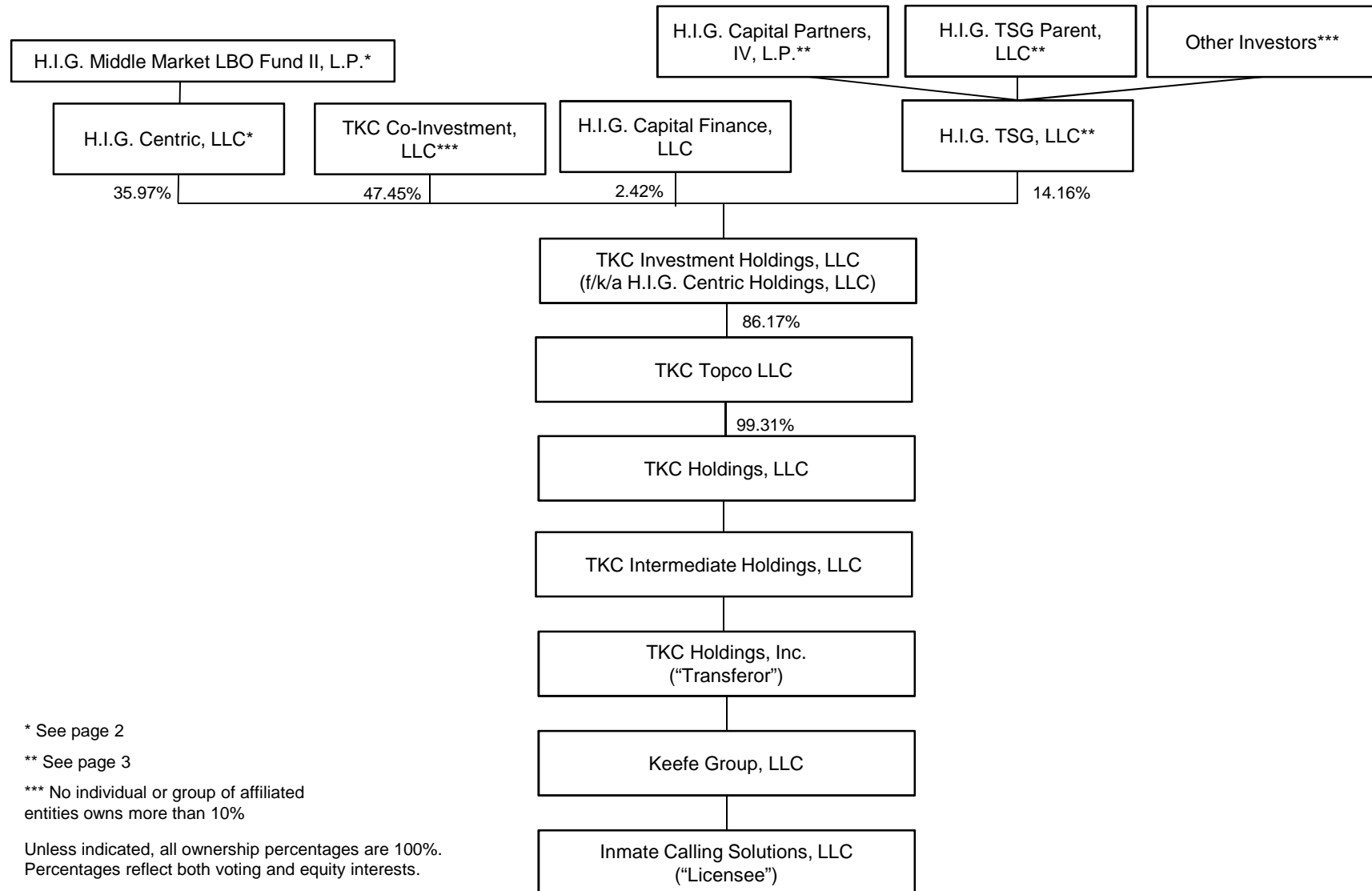
According to Securus's information, there are a number of other competing providers of inmate calling services authorized to operate in various states aside from Securus and ICS, including Global Tel\*Link Corporation, Pay Tel Communications, Inc., Legacy Long Distance International, Inc. d/b/a Legacy Inmate Communications, and Network Communications International Corp d/b/a NCIC Inmate Communications. Thus, approval of the Application will not foreclose the opportunity for continued competitive bidding to provide inmate calling services to facilities in the various states in which the two companies currently operate.

The Transaction will have no material effect on the operations of ICS, which will remain the licensee, and will be virtually seamless to customers. Again, rates, terms, and conditions of service, which are governed in part by contractual relationships between ICS and governmental agencies (as well as tariffs where required), will not change while such contracts remain in force.

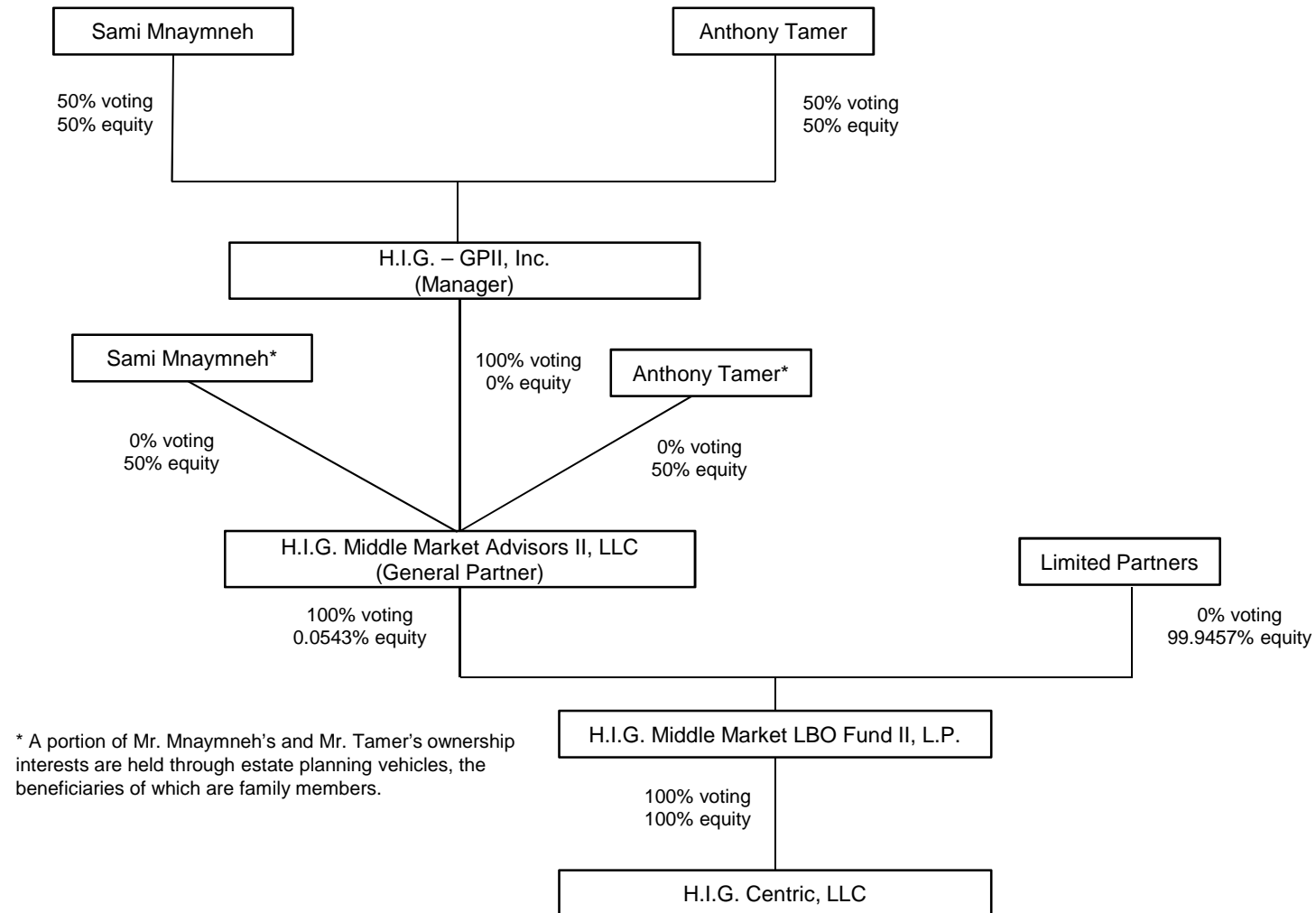
**EXHIBIT C-1**

**Diagrams of the Pre- and Post-Transaction Ownership Structures**

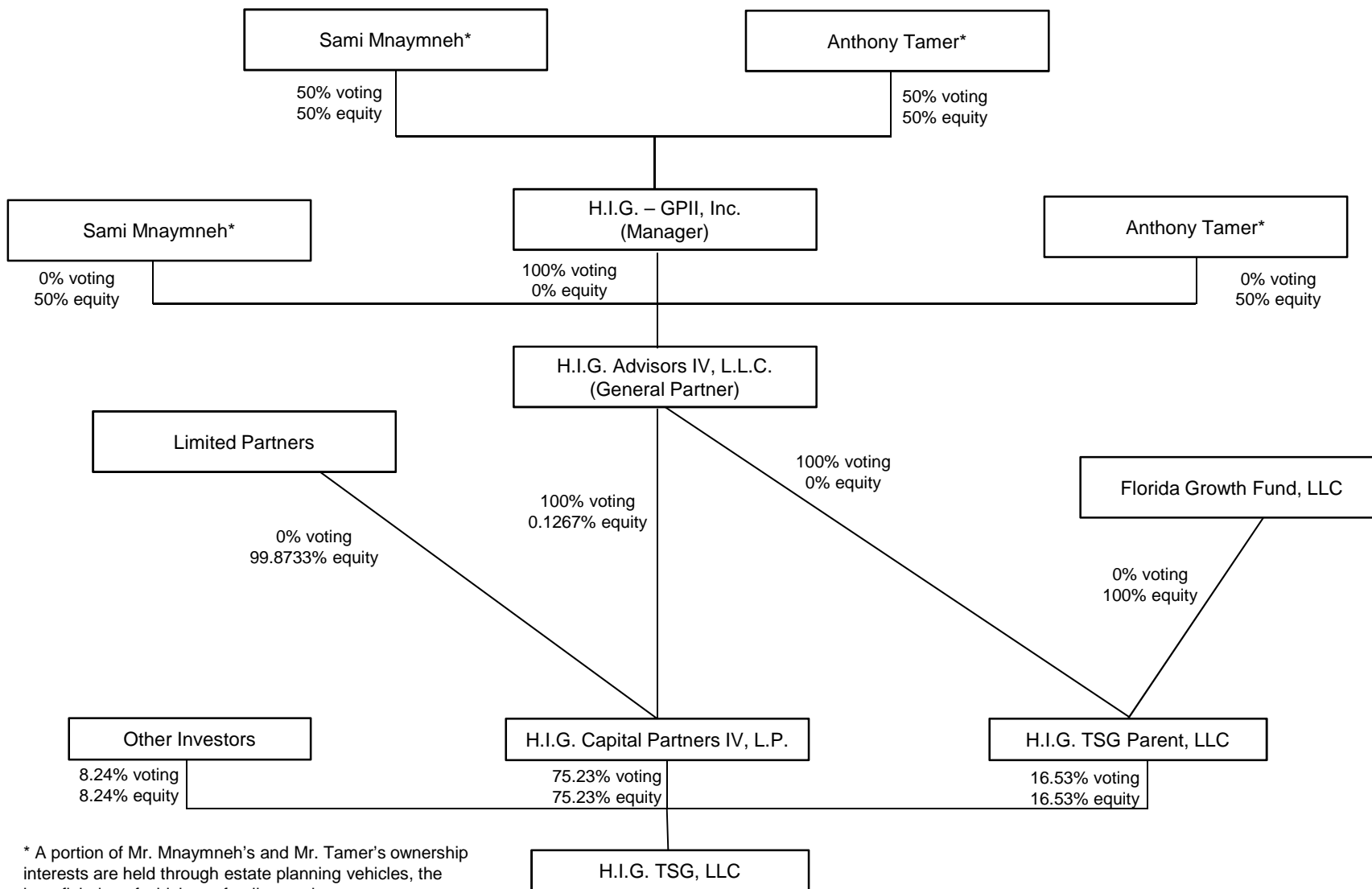
## Pre-Transaction Ownership Structure of ICS



## Pre-Transaction Ownership Structure of ICS (continued)

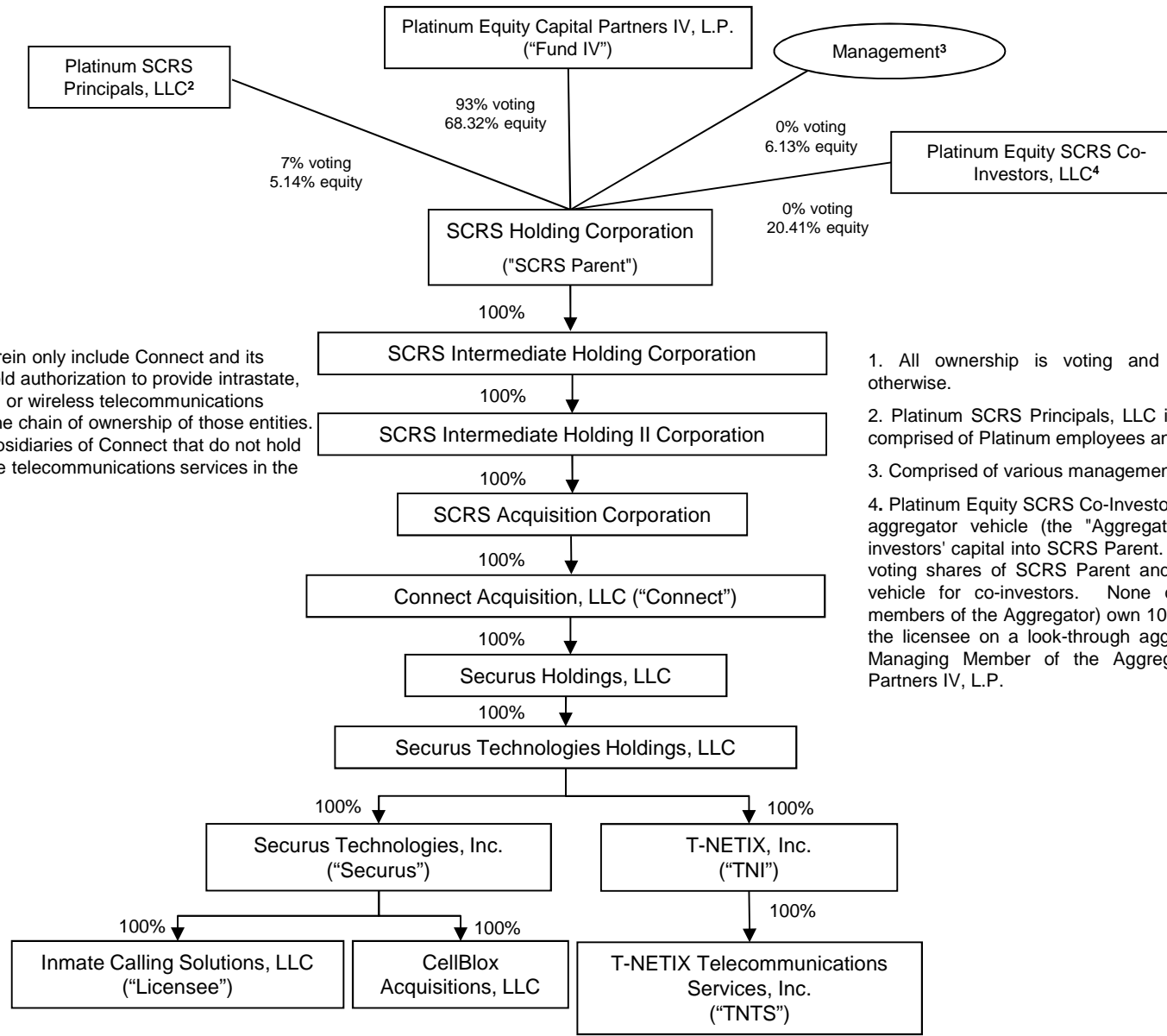


## Pre-Transaction Ownership Structure of ICS (continued)



\* A portion of Mr. Mnaymneh's and Mr. Tamer's ownership interests are held through estate planning vehicles, the beneficiaries of which are family members.

## Post-Transaction Ownership Structure of ICS\*



\* The entities listed herein only include Connect and its subsidiaries that (1) hold authorization to provide intrastate, interstate, international or wireless telecommunications services or (2) are in the chain of ownership of those entities. The chart excludes subsidiaries of Connect that do not hold authorization to provide telecommunications services in the United States.

1. All ownership is voting and equity unless indicated otherwise.

2. Platinum SCRS Principals, LLC is a co-investment vehicle comprised of Platinum employees and their friends and family.

3. Comprised of various management individuals of Securus.

4. Platinum Equity SCRS Co-Investors, LLC is a co-investment aggregator vehicle (the "Aggregator") that contributed co-investors' capital into SCRS Parent. The Aggregator holds no voting shares of SCRS Parent and is a passive investment vehicle for co-investors. None of the co-investors (*i.e.*, members of the Aggregator) own 10% or more of the equity of the licensee on a look-through aggregate basis. The Senior Managing Member of the Aggregator is Platinum Equity Partners IV, L.P.



**ATTACHMENT 1**

**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 SECURUS TECHNOLOGIES, INC., a Delaware corporation, having qualified to do business within the State of Ohio on September 4, 1997 under License No. 990849 is currently in GOOD STANDING upon the records of this office.*



*Witness my hand and the seal of the  
Secretary of State at Columbus, Ohio  
this 15th day of May, A.D. 2018.*

*Jon Husted*

**Ohio Secretary of State**

**Validation Number: 201813501802**

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 INMATE CALLING SOLUTIONS, LLC, a California Limited Liability Company, Registration Number 1381084, filed on April 10, 2003, 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 15th day of May, A.D. 2018.*

*Jon Husted*

**Ohio Secretary of State**

**Validation Number: 201813501804**

## **ATTACHMENT 2**

### **List of Officers, Directors and Manager**

#### **The current officers and manager of ICS are:**

##### Officers:

James M. Theiss - Chief Executive Officer  
Joshua Siano - Chief Financial Officer  
Jason Morris - Executive Vice President and Chief Administrative Officer  
Alexander S.Y. Lee - Corporate Secretary  
Nathan Schulte – Chief Operating Officer and President – Keefe Group  
Tim McAteer- President and General Manager – ICS

##### Manager:

James M. Theiss

#### **The current officers and directors of Securus are:**

##### Officers:

Robert Pickens, President and Chief Executive Officer  
Geoffrey Boyd, Chief Financial Officer  
Dennis J. Reinhold, Vice President and General Counsel  
Eva Monica Kalawski, Vice President and Secretary  
Mary Ann Sigler, Vice President and Secretary  
Stephen Thomas Zollo, Vice President  
Richard A. Smith, Senior Advisor – Board of Directors  
Shahram Haghighi, Assistant Secretary  
Barbara Velasco, Assistant Secretary  
Dawn Marie Walloch, Assistant Treasurer

##### Directors:

Eva Monica Kalawski  
Mary Ann Sigler

## **VERIFICATIONS**

### VERIFICATION

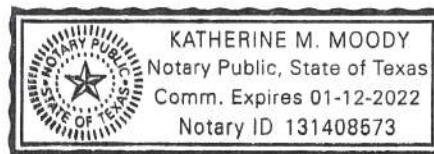
I, Dennis J. Reinhold, am the Senior Vice President and General Counsel of Securus Technologies, Inc. ("Securus"). As such, I am authorized to execute this Verification on behalf of Securus and its subsidiaries. The portions of the foregoing filing relating to Securus and the transactions described therein have been prepared pursuant to my direction and control and I have reviewed the contents thereof. I hereby declare that the factual statements and representations made therein by and concerning Securus and the transactions described therein are true and correct to the best of my knowledge, information and belief.

D.J. Reinhold

Name: Dennis J. Reinhold

Title: Senior Vice President and General Counsel  
Securus Technologies, Inc.

County of Denton)  
State of Texas)



Subscribed and sworn to before me by Dennis J. Reinhold this 15<sup>th</sup> day of May, 2018

Katherine M. Moody  
Notary Public

My Commission Expires: 01-12-2022

## VERIFICATION

I, Alexander S.Y. Lee, am the Corporate Secretary of TKC Holdings, Inc. ("TKC") and Inmate Calling Solutions, LLC d/b/a ICSolutions ("ICS"). As such I am authorized to execute this Verification on behalf of TKC and ICS. The portions of the foregoing filing relating to TKC, ICS and the transactions described therein have been prepared pursuant to my direction and control and I have reviewed the contents thereof. I hereby declare that the factual statements and representations made therein by and concerning TKC, ICS and the transactions described therein are true and correct to the best of my knowledge, information and belief.

Executed this 16<sup>th</sup> day of May, 2018

ASL

Name: Alexander S.Y. Lee

Title: Corporate Secretary of TKC Holdings, Inc. and Inmate Calling Solutions, LLC d/b/a ICSolutions

Subscribed and sworn to before me this 16<sup>th</sup> day of May, 2018

E. Marion Lyons  
Notary Public

My Commission Expires \_\_\_\_\_



E. MARION LYONS  
My Commission Expires  
August 19, 2021  
St. Louis County  
Commission #13451050

**This foregoing document was electronically filed with the Public Utilities**

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**in**

**Case No(s). 18-0908-TP-CIO**

Summary: Application Application of Inmate Calling Solutions, LLC d/b/a ICSolutions and Securus Technologies, Inc. to Transfer Control of Inmate Calling Solutions, LLC d/b/a ICSolutions to Securus Technologies, Inc. electronically filed by Mr. Paul C. Besozzi on behalf of Securus Technologies, Inc. and Inmate Calling Solutions, LLC d/b/a ICSolutions