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September 30, 2020

**VIA ELECTRONIC FILING**

Barcy F. McNeal, Secretary  
Public Utilities Commission of Ohio  
Attention: Docketing Division  
180 East Broad Street  
Columbus, OH 43215-3793

Re: *Joint Application of Approval of a Direct Transfer of Control*

Dear Secretary McNeal:

Enclosed for filing please find the above-referenced Joint Application of Eric Klein, Adam Goldberg, and Redwood Services Group, LLC.

Please acknowledge receipt and acceptance of this application. If there are any questions, please do not hesitate to contact the undersigned. Thank you for your assistance.

Sincerely,

/s/ Phillip R. Marchesiello

Phillip R. Marchesiello  
WILKINSON BARKER KNAUER, LLP  
1800 M Street, NW, Suite 800N  
Washington, DC 20036  
(202) 783-4141

*Counsel for Redwood Services Group, LLC*

Enclosures

*The Public Utilities Commission of Ohio*  
**TELECOMMUNICATIONS FILING FORM**  
(Effective: 04-01-2020)

Per the Commission's 5/29/2019 "Implementation Order" in Case No. 19-0173-TP-ORD

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

In the Matter of the Application of <u>Eric Klein, Adam Goldberg,</u>	)	TRF Docket No. 90- -TP-TRF
<u>and Redwood Services Group, LLC ("Redwood") to Transfer</u>	)	Case No. - -TP-
<u>Direct Control of Telco Experts, LLC to Redwood</u>	)	NOTE: Unless you have reserved a Case #, leave
	)	the "Case No." field BLANK.

Name of Registrant(s) Telco Experts, LLC

DBA(s) of Registrant(s)

Address of Registrant(s) 169 Ramapo Valley Road, Floor 3, Suite 303, Oakland, NJ 07436

Company Web Address http://telcoexperts.com/

Regulatory Contact Person(s) See Exhibit A.

Phone ( ) - - Fax ( ) - -

Regulatory Person's Email Address

Contact Person for Annual Report See Exhibit A.

Phone ( ) - -

Consumer Contact Information  
above)

Phone ( ) - - Address (if different from

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:**

Sections I and II are pursuant to Ohio Administrative Code (OAC) [4901:1-6](#).

Section III – Part I - Carrier to Carrier is pursuant to OAC [4901:1-7](#) and Pole Attachment to OAC [4901:1-3](#)

Section III – Part II - Wireless is pursuant to OAC [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 identified section of the Ohio Administrative 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 (Procedural filing requirements), 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	<p>The tariff pages subject to the proposed change(s) as they exist before the change(s).</p> <p><b><u>Response:</u> N/A. No tariff changes anticipated.</b></p>

B	<p>The tariff pages subject to the proposed change(s), reflecting the change, with the change(s) marked in the right margin.</p> <p><b><u>Response:</u> See above.</b></p>
C	<p>A short description of the nature of the change(s), the intent of the change(s), and the customers affected.</p> <p><b><u>Response:</u> See Exhibit A (Description of Transaction).</b></p>
D	<p>A copy of the notice provided to customers, along with an affidavit that the notice was provided according to the applicable rule(s).</p> <p><b><u>Response:</u> N/A. Applicants will continue to provide service without immediate change in rates, terms, or conditions.</b></p>

## Section I – Part I - Common Filings:

<b>Carrier Type:</b> <input type="checkbox"/> Other (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(I)(2)</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)
Introduce non-recurring charge, surcharge or fee to BLES	<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)
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(E)</a> (0 day notice )		
Introduce BLES or expand local service area (calling area)	<input type="checkbox"/> ZTA <a href="#">1-6-14(E)</a> (0 day notice)	<input type="checkbox"/> ZTA <a href="#">1-6-14(E)</a> (0 day notice )	<input type="checkbox"/> ZTA <a href="#">1-6-14(E)</a> (0 day notice )
Change BLES Rates	<input type="checkbox"/> TRF <a href="#">1-6-14(E) &amp; (G)</a> (0 day notice)	<input type="checkbox"/> TRF <a href="#">1-6-14(E)</a> (0 day notice)	<input type="checkbox"/> TRF <a href="#">1-6-14(H)</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)		
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 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 notice)
BLES withdrawal	<input type="checkbox"/> WBL <a href="#">4927.10</a> (120 day notice)		<input type="checkbox"/> ZTA <a href="#">1-6-25(B)</a> (0 day notice)
<b>Other</b> (explain):			

\*Other exhibits may be required under the applicable rule, see the 4901:106-14(E) Filing Requirements on the PUCO's webpage for a complete list of exhibits.

## Section I – Part II – Customer Notification Offerings Pursuant to Chapter 4901:1-6-07 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 – Inmate Operator Service Pursuant to Chapter 4901:1-6-22 OAC

<b>Introduce New</b>	<b>Tariff Change</b>	<b>Price Change</b>	<b>Withdraw</b>
<input type="checkbox"/> TRF (0 day notice)	<input type="checkbox"/> ATA (Auto 30 days)	<input type="checkbox"/> TRF (0 day notice)	<input type="checkbox"/> UNC (Non-Auto)

**Section II – Part I – Carrier Certification – Pursuant to Chapter 4901:1-6-08 & 10 OAC and Competitive Eligible Telecommunications Carrier Designation (CETC) – Pursuant to Chapter 4901:1-6-09 OAC**

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

\*Supplemental forms can be found on the PUCO webpage – [Telecommunications application forms](#).

**Section II – Part II – Change in Operation or Ownership**

Change in Operation or Ownership	ILEC	CLEC	Telecommunications Service Provider Not Offering Local Service
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)(1)</a> (Auto 30 days)	<input checked="" type="checkbox"/> ACO <a href="#">1-6-29(E)(1)</a> (Auto 30 days)	<input type="checkbox"/> CIO <a href="#">1-6-29(C)</a> (0-day notice)
Merger *	<input type="checkbox"/> AMT <a href="#">1-6-29(E)(1)</a> (Auto 30 days)	<input type="checkbox"/> AMT <a href="#">1-6-29(E)(1)</a> (Auto 30 days)	<input type="checkbox"/> CIO <a href="#">1-6-29(C)</a> (0-day notice)
Transfer 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"/> 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)
FCC Authorized Change in Ownership or Merger	<input type="checkbox"/> CIO <a href="#">1-6-29 (E)(2)</a> (0-day notice)	<input type="checkbox"/> CIO <a href="#">1-6-29 (E)(2)</a> (0-day notice)	<input type="checkbox"/> CIO <a href="#">1-6-29 (E)(2)</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 webpage for a complete list of exhibits.

**Section III – Part I - Carrier to Carrier (Pursuant to 4901:1-7) & Attachments to Utility Equipment or Rights of Way (Pursuant to 4901:1-3)**

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 days)	<input type="checkbox"/> NAG <a href="#">1-7-07</a> (Auto 90 days)
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 carrier to carrier 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 or 05</a> (Auto 30 days)	
Changes in rates, terms & conditions to pole attachments, 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)	

### Section III – Part II – Facilities-based Wireless Service Providers (Pursuant to 4901:1-6-24)

Registration and Change in Operations*	<input type="checkbox"/> RCC <a href="#">1-6-24(B)</a> (0 day notice)
Interconnection Agreement or amendment to an approved Agreement.	<input type="checkbox"/> NAG <a href="#">1-7-07</a> (0 day notice)

\*Change in Operations filing must be filed in the original RCC case designation code established during the registration process.

### Section IV. – Attestation

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

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#### **AFFIDAVIT**

#### ***Compliance with Commission Rules***

I am an officer/agent of the applicant corporation, \_\_\_\_\_, and am authorized to make this statement on its behalf.  
(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 \_\_\_\_\_ at \_\_\_\_\_

\_\_\_\_\_  
\*Signature and Title

\_\_\_\_\_  
Date

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

**\*\*\* RESPONSE: PLEASE SEE ATTACHED VERIFICATIONS. \*\*\***

**LIST OF EXHIBITS**

Exhibit A	Description of Transaction
Exhibit B	Pre- and Post-Closing Ownership Diagrams
Exhibit C	List of Officers and Directors
Exhibit D	Certificates of Good Standing from Ohio Secretary of State
Exhibit E	Verifications

## **EXHIBIT A**

### **DESCRIPTION OF TRANSACTION**

Eric Klein and Adam Goldberg (“Transferors”) hereby respectfully request the authority of the Public Utilities Commission of Ohio (“Commission”) to consummate a transaction (“Transaction”) that will result in a change in control of Telco Experts, LLC (“Telco Experts”) to Redwood Services Group, LLC (“Redwood ” or “Transferee,” and collectively with Transferors, the “Petitioners”). As a result of the Transaction, Telco Experts will be directly controlled by Redwood, as described in further detail below.

#### **I. DESCRIPTION OF THE PETITIONERS**

##### **A. Telco Experts, LLC**

Telco Experts, LLC. Telco Experts is a Delaware limited liability company headquartered at 169 Ramapo Valley Road, Floor 3, Suite 303, Oakland, NJ 07436. It is wholly owned and controlled by its founders, Eric Klein and Adam Goldberg, both of whom are U.S. citizens. Eric Klein, the Transferor, holds a 55 percent voting and equity interest in Telco Experts, and Adam Goldberg holds a 45 percent interest.

Telco Experts is a non-facilities-based reseller that provides switchless international, long distance, and local exchange telecommunications services, as well as toll-free services, voice over internet protocol (or VoIP), and unified communications and Internet access solutions to both residential and business customers. Telco Experts specializes in developing advanced retail enterprise-level communications services through the strategic combination and management of services that it acquires on a wholesale basis from multiple facilities-based carriers and technology companies. Telco Experts currently holds state public utility commission



authorizations in 21 states<sup>1</sup> and the District of Columbia, and it also provides unregulated communications services in an additional eleven states.<sup>2</sup> On March 16, 2018, Telco Experts was authorized by the Commission in Matter No. 17-02810 to operate as an authorized provider of resold telephone services.

**B. Redwood Services Group, LLC**

Redwood Services Group, LLC. Redwood is a limited liability company investment vehicle ultimately indirectly controlled by Delaware limited partnership Alpine Investors VI, LP, an affiliate of the Alpine Investors private equity firm (“Alpine”). Alpine is ultimately controlled by its founder Graham Weaver, who is a U.S. citizen. Alpine, which has approximately \$3.0 billion under management, generally makes controlling investments in middle-market software and technology services companies. Alpine focuses on purchasing strong and consistent businesses with recurring revenue. It contributes its extensive operational experience in the technology sector to each of its portfolio companies, as well as providing them access to capital needed to advance their business objectives and improve their service offerings. Alpine’s leadership team has worked together for over ten years to make successful and productive investments in the communications and technology sector.

**II. DESCRIPTION OF THE TRANSACTION**

On September 29, 2020, Telco Experts, Eric Klein and Adam Goldberg, and Redwood entered into a Membership Interest Purchase Agreement pursuant to which Redwood will acquire all of the outstanding membership interests in Telco Experts for a cash payment. The

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<sup>1</sup> These states are Arizona, California, Connecticut, Delaware, Florida, Illinois, Kentucky, Louisiana, Maryland, Massachusetts, Minnesota, Missouri, New Hampshire, New York, North Carolina, Ohio, Pennsylvania, Rhode Island, Tennessee, Texas, and Virginia.

<sup>2</sup> These states are Alabama, Arkansas, Colorado, Georgia, Indiana, Montana, Nevada, Oklahoma, Oregon, Wisconsin, and Wyoming.

completion of the Transaction is conditioned on, among other things, obtaining required federal and state regulatory approvals. The parties intend to consummate the Transaction as promptly as practicable after all closing conditions are satisfied or waived. As a result of the Transaction, Telco Experts will become a wholly owned, direct subsidiary of Redwood. Exhibit B includes pre-closing and post-closing organizational diagrams illustrating the current and proposed post-Transaction ownership of Telco Experts.

### **III. PUBLIC INTEREST CONSIDERATIONS**

The proposed Transaction will serve the public interest. The change in Telco Experts' ultimate control will occur at the parent level and does not involve any assignment of operating authority, assets, or customers. The technical team of Telco Experts will continue to manage the day-to-day operations and businesses of the company following completion of the Transaction, and its current managers will remain with Telco Experts for at least 6-12 months. Thus, the company will continue to be operated by highly experienced, well-qualified management and technical personnel. In addition, Telco Experts will be able to draw upon the experience of Alpine's management team following the Transaction, as well as additional Alpine-trained managers who are expected to be added to Telco Expert's current management team. Further, as a result of the Transaction, Telco Experts will have enhanced access to capital and financing enabled through Alpine.

After consummation, Telco Experts will continue to provide competitive and innovative service to existing customers at the same rates, terms, and conditions and in the same geographic areas as currently provided. Any future changes in the rates, terms, or conditions of service will be undertaken pursuant to customer contracts and any applicable federal and state notice and tariff requirements. The Transaction will be fully transparent to Telco Experts' customers, and it will not result in the discontinuance, reduction, loss, or impairment of service to any customer.

#### **IV. DESIGNATED CONTACTS**

The Regulatory Contact Person and Contact Person for Annual Report for the Telecommunications Filing Form is:

Dana Hoyle  
4304 Voncille Street  
Haltom City, TX 76117  
Tel: (817) 724-2125  
hoyleregaffairs@gmail.com

The Consumer Contact Information for the Telecommunications Filing Form is:

Mendy Kupfer  
Vice President of Operations  
169 Ramapo Valley Road, Floor 3, Suite 303  
Oakland, NJ 07436  
Tel: (212) 452-6007  
Mendy@telcoexperts.com

All correspondence and communications with respect to this Petition should be addressed or directed as follows:

**For Transferors and Licensee:**

Attn: Eric Klein, CEO  
169 Ramapo Valley Road  
Floor 3, Suite 303  
Oakland, NJ 07436  
Tel: (212) 452-6000

*with a copy to:*

Dana Hoyle  
4304 Voncille Street  
Haltom City, TX 76117  
Tel: (817) 724-2125  
hoyleregaffairs@gmail.com

**For Transferee:**

Redwood Services Group, LLC  
Attn: Brad Wittwer  
c/o Evergreen Services Group, LLC  
1 California Street, Suite 2900  
San Francisco, CA 94111  
Tel: (415) 591-1318  
bwittwer@evergreengroup.com

*with a copy to:*

Phillip R. Marchesiello  
Wilkinson Barker Knauer, LLP  
1800 M Street, NW, Suite 800N  
Washington, DC 20036  
Tel: (202) 783-4141  
Fax: (202) 783-5851  
pmarchesiello@wbklaw.com

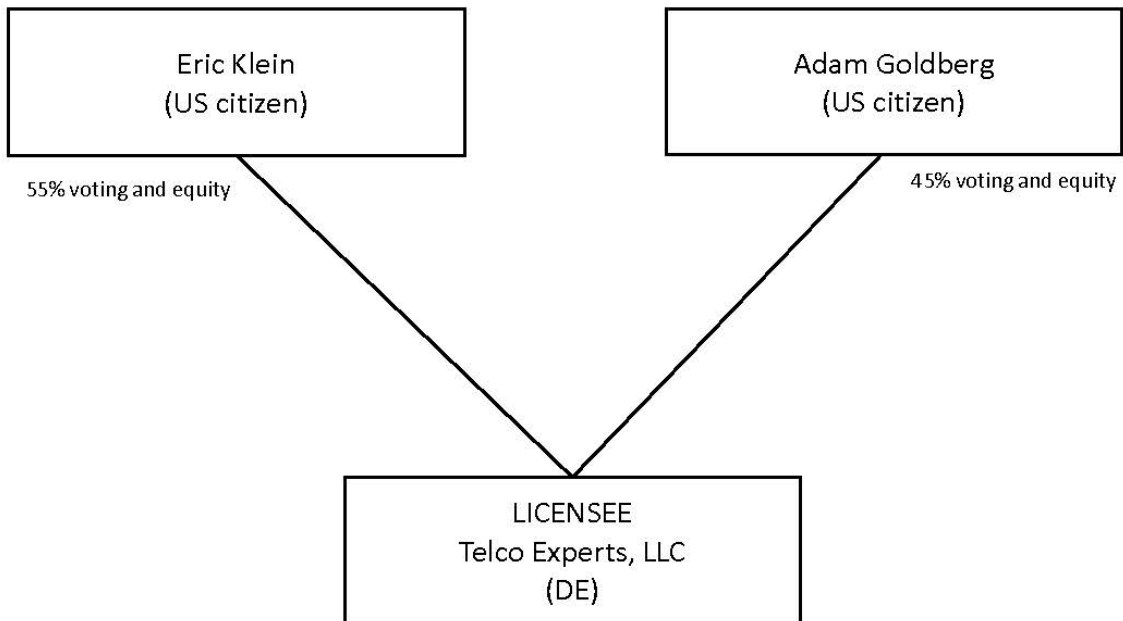
**V. CONCLUSION**

For the reasons stated above, the public interest, convenience, and necessity will be furthered by approval of the proposed Transaction.

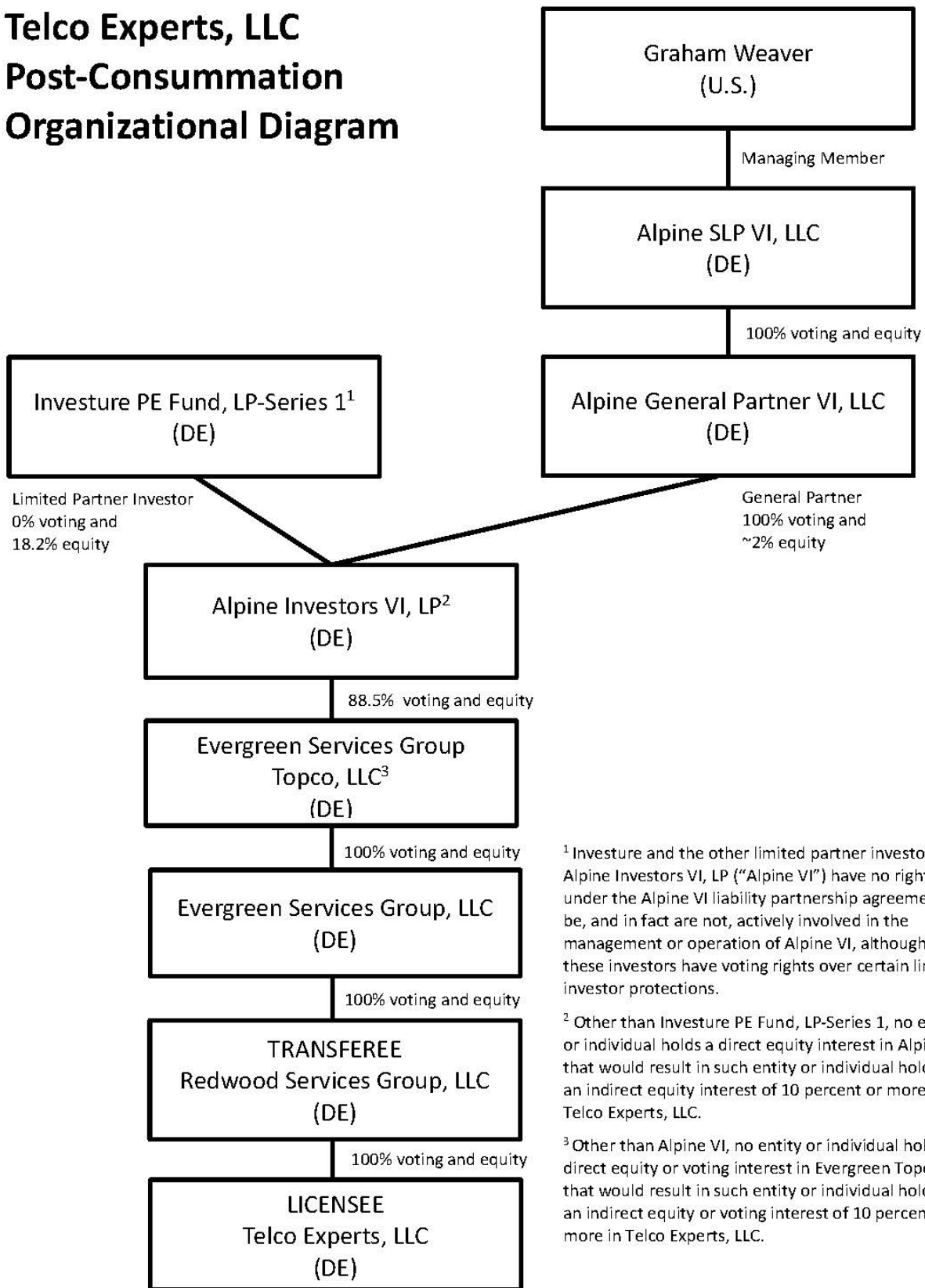
**EXHIBIT B**

**PRE- AND POST-CLOSING OWNERSHIP DIAGRAMS**

**Telco Experts, LLC  
Pre-Consummation Organizational Diagram**



# Telco Experts, LLC Post-Consummation Organizational Diagram



<sup>1</sup> Investure and the other limited partner investors in Alpine Investors VI, LP ("Alpine VI") have no rights under the Alpine VI liability partnership agreement to be, and in fact are not, actively involved in the management or operation of Alpine VI, although these investors have voting rights over certain limited investor protections.

<sup>2</sup> Other than Investure PE Fund, LP-Series 1, no entity or individual holds a direct equity interest in Alpine VI that would result in such entity or individual holding an indirect equity interest of 10 percent or more in Telco Experts, LLC.

<sup>3</sup> Other than Alpine VI, no entity or individual holds a direct equity or voting interest in Evergreen Topco that would result in such entity or individual holding an indirect equity or voting interest of 10 percent or more in Telco Experts, LLC.

## **EXHIBIT C**

### **BIOGRAPHIES OF KEY POST-TRANSACTION MANAGEMENT**

#### **Redwood Services Group, LLC (Transferee)**

Jeffrey Totten (CEO)
Brad Wittwer (President, COO)
Ramsey Sahyoun (Head of M&A)

#### **Telco Experts, LLC (Licensee)**

Eric Klein (CEO)
Adam Goldberg (President)

#### **Redwood Services Group, LLC**

**Jeffrey Totten** is the CEO of Redwood Services Group, LLC and is responsible for driving Redwood's organic and inorganic growth by pairing world-class leadership teams with exceptional companies. Jeffrey splits his time between identifying new Redwood investments, hiring leaders and supporting the growth of Redwood companies. Prior to founding Redwood, Jeffrey was a Vice President at Alpine Investors where he led investments in business services companies and was a board member of Risk Management Strategies, MidAmerica, YouCaring and Constructive Media. Jeffrey graduated Phi Beta Kappa with highest honors from the Haas School of Business at UC Berkeley where he was President of the Berkeley Investment Group.

**Brad Wittwer** is the President and COO of Redwood Services Group, LLC and is responsible for Redwood's organic growth, cultivating world-class talent, and ensuring Redwood is the best home for businesses. Brad spends his time working with company leaders on both strategy and tactics, ensuring they have necessary resources, and building out Redwood's operating infrastructure. Prior to Redwood, Brad was the VP of Corporate Development at Scaleworks, a two-time CEO and a founding associate with Xenon Ventures, and the project coordinator with Goldwind building wind farms in Montana and Panama. Brad graduated Magna Cum Laude from Brown University with an Economics degree.

**Ramsey Sahyoun** is the Head of M&A at Redwood Services Group, LLC and is responsible for executing Redwood's inorganic growth strategy. Ramsey spends his time talking to business owners and leading all of Redwood's new platform and add-on acquisitions. Prior to joining Redwood as its first employee, Ramsey worked at Alpine Investors where he focused on originating and executing investments in business services and software companies. Ramsey graduated from the USC Marshall School of Business where he was a four-year member of the varsity golf team.

**Telco Experts, LLC**

**Eric Klein** is the CEO of Telco Experts, LLC, and a proven leader with a strong executive presence, focused on developing corporate strategy with a background in sales management. Prior to his current role as CEO, Eric Klein was a Sales Manager at a telecom agency and led the organization in sales. Eric received his B.B.A in Finance from Baruch College.

**Adam Goldberg** is the President of Telco Experts, LLC, and an experienced strategic leader with a focus on corporate strategy in the Telecommunications industry. Prior to his current role at Telco Experts, Adam was President of Gemini Communications where he enabled the company to grow into an established and respected entity in telecommunications industry. Adam received his B.S. in Marketing from the University of Maryland.



**EXHIBIT D**

**CERTIFICATE OF GOOD STANDING FROM THE OHIO SECRETARY OF STATE**

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

*I, Frank LaRose, 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 TELCO EXPERTS, LLC, a Delaware For Profit Limited Liability Company, Registration Number 1982521, filed on December 13, 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 28th day of September, A.D. 2020.*

A handwritten signature in blue ink, reading "Frank LaRose".

Ohio Secretary of State

Validation Number: 202027203422

**EXHIBIT E**  
**VERIFICATIONS**

**VERIFICATION**

STATE OF New York )

COUNTY OF Nassau )

I, Eric Klein, hereby declare that:


(19) I am the Chief Executive Officer of Telco Experts, LLC;

(20) I am authorized to make this declaration on behalf of Telco Experts, LLC; and

(21) The statements in the foregoing Application relating to Telco Experts, LLC are true and correct to the best of my knowledge and belief.

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

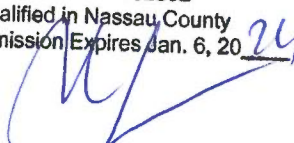
Executed this 29 day of September, 2020.

  
Eric Klein

SWORN TO AND SUBSCRIBED before me on the 29<sup>th</sup> day of September, 2020.

  
Notary Public

My Commission expires: 1/8/24

MARC ELEFANT  
Notary Public - State of New York  
No. 02EL6402502  
Qualified in Nassau County  
My Commission Expires Jan. 6, 2024  


**VERIFICATION**

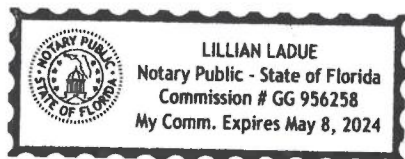
STATE OF FLORIDA )  
COUNTY OF PALM BEACH )

I, Adam Goldberg, hereby declare that:

- (16) I am the Secretary and 45% owner of Telco Experts, LLC;
- (17) I am authorized to make this declaration on behalf of Telco Experts, LLC; and
- (18) The statements in the foregoing Application relating to Telco Experts, LLC are true and correct to the best of my knowledge and belief.

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

Executed this 19 day of September, 2020.



  
Adam Goldberg

SWORN TO AND SUBSCRIBED before me on the 19 day of September, 2020.

  
Notary Public

My Commission expires: May 08, 2024

**VERIFICATION**

STATE OF \_\_\_\_\_ )  
COUNTY OF \_\_\_\_\_ )

I, Jeffrey Totten, hereby declare that:

(16) I am the Chief Executive Officer of Redwood Services Group, LLC;

(17) I am authorized to make this declaration on behalf of Redwood Services Group, LLC; and

(18) The statements in the foregoing Application relating to Redwood Services Group, LLC are true and correct to the best of my knowledge and belief.

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

Executed this \_\_\_\_ day of September, 2020.

  
\_\_\_\_\_  
Jeffrey Totten

SWORN TO AND SUBSCRIBED before me on the \_\_\_\_ day of September, 2020.

\_\_\_\_\_  
Notary Public

My Commission expires: \_\_\_\_\_

**SEE ATTACHED  
NOTARY DOCUMENT**

# CALIFORNIA JURAT

A notary public or other officer completing this certificate verifies only the identity of the individual who signed the document, to which this certificate is attached, and not the truthfulness, accuracy, or validity of that document.

STATE OF CALIFORNIA }

COUNTY OF Contra Costa }

Subscribed and sworn to (or affirmed) before me on this 25th day of September, 2020  
Date Month Year

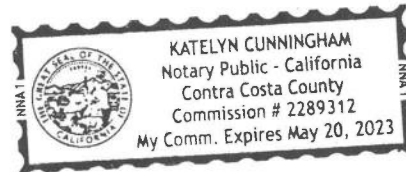
by Jeffrey Totten

Name of Signers

proved to me on the basis of satisfactory evidence to be the person(s) who appeared before me.

Signature: \_\_\_\_\_

*Signature of Notary Public*



*Seal*

*Place Notary Seal Above*

## OPTIONAL

*Though this section is optional, completing this information can deter alteration of the document or fraudulent attachment of this form to an unintended document.*

### Description of Attached Document

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

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**9/30/2020 7:17:06 PM**

**in**

**Case No(s). 20-1565-TP-ACO**

Summary: Application Application of Eric Klein, Adam Goldberg, and Redwood Services Group, LLC to Transfer Direct Control of Telco Experts, LLC to Redwood electronically filed by Mr. James J Park on behalf of Redwood Services Group, LLC and Mr. Eric Klein and Mr. Adam Goldberg and Telco Experts, LLC