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Suite 200
Lone Tree, Colorado 80124

Carey Gagnon
Associate General Counsel
State Government Affairs - Central

VIA ELECTRONIC FILING

December 8, 2021

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

**Re: TracFone Wireless, Inc. - Notice of Acquisition of TracFone by Verizon
Case Number 10-0614-TP-UNC**

Dear Madam/Sir:

Verizon Communications, Inc. ("Verizon") and TracFone Wireless, Inc. ("TracFone") hereby notify the Public Service Commission of Ohio of the acquisition of TracFone by Verizon from América Móvil, S.A.B. de C.V. ("América Móvil"). The Federal Communications Commission approved the transfer of control on November 22, 2021 ("FCC Order")¹, and the transaction closed shortly thereafter. TracFone, formerly an indirect, wholly-owned subsidiary of América Móvil, is now a direct wholly-owned subsidiary of Verizon.

There is no change in TracFone's contacts or contact information at this time. Because there will not be any immediate change in TracFone's operations, customer notice per Ohio Administrative Code 4901:1-6-29(D) is not necessary at this time. In the event any changes do take place in the future that are "not transparent to [TracFone's] customers and may impact service" customers will be notified in accordance with rule 4901:1-6-07 of the Administrative Code.

There will be no loss or reduction in service for TracFone's customers and TracFone is not amending its existing rates, terms, and conditions of Lifeline offerings at this time. In fact, the transaction will benefit underserved consumers in Ohio and nationwide because it allows Verizon and TracFone to better serve customers in the wireless prepaid segment. Consistent with the FCC Order, Verizon will maintain TracFone's Eligible Telecommunications Carrier ("ETC") status and will continue to offer Lifeline service through TracFone for at least seven years over the same service area. TracFone will also continue to operate consistent with the applicable PUCO Orders in Case No. 10-0614-TP-UNC.

While the majority of TracFone customers are currently on Verizon's network, Verizon will maintain TracFone's existing MVNO agreements if necessary to serve customers outside our network coverage for at least three years. Additionally, over that same period and before any TracFone Lifeline customer is required to transition to Verizon's network, Verizon will offer at no cost a

¹ Memorandum Opinion and Order, *In re Verizon Communs.*, GN Docket No. 21-112, 2021 FCC LEXIS 4411 (F.C.C. November 22, 2021).

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compatible device with comparable functionality and/or SIM replacement to that customer if the customer's existing device is not compatible with the Verizon network. These commitments, and others detailed in the FCC Order, have been put in place to ensure the acquisition is in the public interest.

If you have any questions, please do not hesitate to contact me.

Yours sincerely,

A handwritten signature in blue ink, appearing to read "Carey Gagnon", with a long horizontal flourish extending to the right.

Carey Gagnon
Associate General Counsel
State Government Affairs

Encl: TracFone Certification from Ohio Secretary of State



DATE:	DOCUMENT ID	DESCRIPTION	FILING	EXPED	PENALTY	CERT	COPY
04/24/2008	200811401450	FOREIGN LICENSE/FOR-PROFIT (FLF)	125.00	100.00	.00	.00	.00

Receipt

This is not a bill. Please do not remit payment.

NSI

ATTN: TENA LUMPKINS
145 BAKER STREET
MARION, OH 43302

STATE OF OHIO CERTIFICATE

Ohio Secretary of State, Jennifer Brunner

1775407

It is hereby certified that the Secretary of State of Ohio has custody of the business records for
TRACFONE WIRELESS, INC.

and, that said business records show the filing and recording of:

Document(s)

Document No(s):

FOREIGN LICENSE/FOR-PROFIT**200811401450**

Authorization to transact business in Ohio is hereby given, until surrender, expiration or
cancellation of this license.



United States of America
State of Ohio
Office of the Secretary of State

Witness my hand and the seal of
the Secretary of State at Columbus,
Ohio this 22nd day of April, A.D.
2008.

Ohio Secretary of State



Prescribed by :

The Ohio Secretary of State
 Central Ohio: (614) 466-3910
 Toll Free: 1-877-SOS-FILE (1-877-767-3453)

www.sos.state.oh.us
 e-mail: busserv@sos.state.oh.us

Expedite this Form: (Select One)	
Mail Form to one of the Following:	
<input checked="" type="radio"/> Yes	PO Box 1390 Columbus, OH 43216
*** Requires an additional fee of \$100 ***	
<input type="radio"/> No	PO Box 670 Columbus, OH 43216

**FOREIGN CORPORATION APPLICATION FOR LICENSE
 OR REGISTRATION OF CORPORATION NAME**
 (For Foreign Profit or Nonprofit)

THE UNDERSIGNED HEREBY STATES THE FOLLOWING:

(CHECK ONLY ONE (1) BOX)

(1) Foreign Corporation <input checked="" type="checkbox"/> For-Profit (151-FLF) <input type="checkbox"/> Nonprofit (152-FLN)	(2) Registration of Corporate Name by Unlicensed Foreign Corporation <input type="checkbox"/> Original (158-RCO) <input type="checkbox"/> Renewal (172-RNR (RCR))
ORC 1703	ORC 1703
Filing Fee \$125.00	Filing Fee \$50.00
	(Registration No.)

Complete the general information in this section for the box checked above.

Corporate Name	TracFone Wireless, Inc.		
Under the Laws of the State of	Delaware		
	(Home State)		
Date of Incorporation in Home State	5/9/2007		
	(Date)		
The corporation's principal office is located at			
9700 N.W. 112th Avenue			
(Street) NOTE: P.O. Box Addresses are NOT acceptable.			
Miami	FL	33178	
(City)	(State)	(Zip Code)	
The corporate purpose it proposes to exercise in the state of Ohio are as follows: (Please provide a brief but specific description; a general purpose clause is not sufficient)			
prepaid cell phone service			
The corporation is carrying on or doing business.			
<input type="checkbox"/> Check here if additional provisions are attached			

Complete the information in this section if box (1) is checked.

The corporation hereby appoints the following as its statutory agent upon whom process against the corporation may be served in Ohio

Corporate Creations Network Inc.

(Name)

119 E. Court Street

(Street)

NOTE: P.O. Box Addresses are NOT acceptable.

Cincinnati

(City)

Ohio

(State)

45202

(Zip Code)

The entity above irrevocably consents to service of process on the agent listed above as long as the authority of the agent continues, and to service of process upon the OHIO SECRETARY OF STATE if:

- A. the agent cannot be found or
- B. the above listed fails to designate another agent when required to do so, or
- C. the above stated registration to do business in Ohio expires or is cancelled

Complete the information in this section if profit is checked in box (1).

The application is made to secure a ☒ permanent ☐ temporary license

The corporation's principal office within Ohio is to be located in

☒ Corporation will not have an office in Ohio

(Street)

NOTE: P.O. Box Addresses are NOT acceptable.

(City)

(County)

Ohio

(State)

(Zip Code)

Has the corporation obtained a license to transact business in Ohio at any time in the past?

☐ Yes ☒ No

If yes, prior License No. _____

issued _____

(Date)

The date on which the corporation began transacting business in Ohio

☐ Date _____

OR

☒ Will begin business upon approval of application

Is this application being made to enable the corporation to prosecute or defend a legal action?

☐ Yes ☒ No

Complete the information in this section if non-profit is checked in box (1).

The location of its principal office in the state of Ohio is

(Street)

NOTE: P.O. Box Addresses are NOT acceptable.

(City)

(County)

Ohio

(State)

(Zip Code)

(Pursuant to ORC 1703.27 must have an Ohio address)

SS.

IN WITNESS WHEREOF, the corporation has caused this application to be executed by an authorized

officer on

April 21, 2008
(Date)STATE OF FloridaCOUNTY OF Miami-DadeFrederick J. Pollak

(Name of Officer)


, being first duly sworn, deposes and says that he/she is the

President and CEO

(Title)

of TracFone Wireless, Inc.

the corporation described in the foregoing application, and that the statements contained in said application are true and correct to the best of my knowledge and belief.

Signature: Name: Frederick J. Pollak

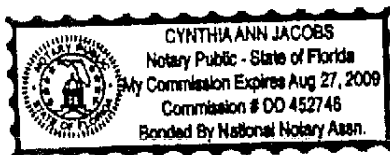
Sworn to before me and subscribed in my presence,

April 21, 2008
(date)
(Notary Public)

NOTARY SEAL

Expiration date of Notary's Commission: Aug 27, 2009

(date)



Delaware

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The First State

I, HARRIET SMITH WINDSOR, SECRETARY OF STATE OF THE STATE OF DELAWARE, DO HEREBY CERTIFY "TRACFONE WIRELESS, INC." IS DULY INCORPORATED UNDER THE LAWS OF THE STATE OF DELAWARE AND IS IN GOOD STANDING AND HAS A LEGAL CORPORATE EXISTENCE SO FAR AS THE RECORDS OF THIS OFFICE SHOW, AS OF THE TWENTY-FIRST DAY OF APRIL, A.D. 2008.

AND I DO HEREBY FURTHER CERTIFY THAT THE SAID "TRACFONE WIRELESS, INC." WAS INCORPORATED ON THE NINTH DAY OF MAY, A.D. 2007.

AND I DO HEREBY FURTHER CERTIFY THAT THE ANNUAL REPORTS HAVE BEEN FILED TO DATE.

AND I DO HEREBY FURTHER CERTIFY THAT THE FRANCHISE TAXES HAVE BEEN PAID TO DATE.



4334531 8300

080452643

You may verify this certificate online
at corp.delaware.gov/authver.shtml

Harriet Smith Windsor

Harriet Smith Windsor, Secretary of State

AUTHENTICATION: 6536146

DATE: 04-21-08

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 TracFone Wireless, Inc. to)	TRF Docket No. 90-	-TP-TRF
Notice a Change in Ownership)	Case No. 10-614-TP-UNC	
)	NOTE: Unless you have reserved a Case #, leave	
)	the "Case No." field BLANK.	

Name of Registrant(s): TracFone Wireless, Inc.

DBA(s) of Registrant(s): SafeLink Wireless, Total Wireless, Straight Talk

Address of Registrant(s): 9700 NW 112th Avenue, Miami, FL 33178

Company Web Address: www.tracfone.com

Regulatory Contact Person(s): Stephen Athanson

Phone (786) 449-6807 Fax () - - -

Regulatory Person's Email Address: sathanson@tracfone.com

Contact Person for Annual Report: Stephen Athanson

Phone (786) 449-6807

Consumer Contact Information: TracFone Customer Service

Phone (800) 323-2366

Address (if different from above): N/A

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 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	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).
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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(J)(2) (Auto 30 days)	<input type="checkbox"/> ATA 1-6-14(J) (Auto 30 days)	<input type="checkbox"/> ATA 1-6-14(J) (Auto 30 days)
Introduce non-recurring charge, surcharge or fee to BLES	<input type="checkbox"/> ATA 1-6-14(J) (Auto 30 days)		<input type="checkbox"/> ATA 1-6-14(J) (Auto 30 days)
Introduce or Increase Late Payment	<input type="checkbox"/> ATA 1-6-14(J) (Auto 30 days)	<input type="checkbox"/> ATA 1-6-14(J) (Auto 30 days)	<input type="checkbox"/> ATA 1-6-14(J) (Auto 30 days)
Revisions to BLES Cap	<input type="checkbox"/> ZTA 1-6-14(E) (0 day notice)		
Introduce BLES or expand local service area (calling area)	<input type="checkbox"/> ZTA 1-6-14(E) (0 day notice)	<input type="checkbox"/> ZTA 1-6-14(E) (0 day notice)	<input type="checkbox"/> ZTA 1-6-14(E) (0 day notice)
Change BLES Rates	<input type="checkbox"/> TRF 1-6-14(E) & (G) (0 day notice)	<input type="checkbox"/> TRF 1-6-14(E) (0 day notice)	<input type="checkbox"/> TRF 1-6-14(H) (0 day notice)
To obtain BLES pricing flexibility	<input type="checkbox"/> BLS 1-6-14(C)(1)(c) (Auto 30 days)		
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 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 notice)
BLES withdrawal	<input type="checkbox"/> WBL 4927.10 (120 day notice)		<input type="checkbox"/> ZTA 1-6-25(B) (0 day notice)
Other (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

Type of Notice	Direct Mail	Bill Insert	Bill Notation	Electronic Mail
<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"/>
Date Notice Sent:				

Section I – Part III – Inmate Operator Service Pursuant to Chapter 4901:1-6-22 OAC

Introduce New	Tariff Change	Price Change	Withdraw
<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 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 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 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)(1) (Auto 30 days)	<input type="checkbox"/> ACO 1-6-29(E)(1) (Auto 30 days)	<input checked="" type="checkbox"/> CIO 1-6-29(C) (0-day notice)
Merger *	<input type="checkbox"/> AMT 1-6-29(E)(1) (Auto 30 days)	<input type="checkbox"/> AMT 1-6-29(E)(1) (Auto 30 days)	<input type="checkbox"/> CIO 1-6-29(C) (0-day notice)
Transfer 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"/> ATC 1-6-29(B) (Auto 30 days)	<input type="checkbox"/> CIO 1-6-29(C) (0-day notice)
FCC Authorized Change in Ownership or Merger	<input type="checkbox"/> CIO 1-6-29 (E)(2) (0-day notice)	<input type="checkbox"/> CIO 1-6-29 (E)(2) (0-day notice)	<input type="checkbox"/> CIO 1-6-29 (E)(2) (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 1-7-07 (Auto 90 days)	<input type="checkbox"/> NAG 1-7-07 (Auto 90 days)
Request for arbitration	<input type="checkbox"/> ARB 1-7-09 (Non-Auto)	<input type="checkbox"/> ARB 1-7-09 (Non-Auto)
Introduce or change carrier to carrier 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 (Auto 30 days)	
Changes in rates, terms & conditions to pole attachments, conduit occupancy and rights of	<input type="checkbox"/> ATA 1-3-04 (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 1-6-24(B) (0 day notice)
Interconnection Agreement or amendment to an approved Agreement.	<input type="checkbox"/> NAG 1-7-07 (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.

AFFIDAVIT***Compliance with Commission Rules***

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

[Click here to enter text.](#)

(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 [Click here to enter text.](#) at [Click here to enter text.](#)

*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.*

VERIFICATION

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

<u>Carey Gagnon</u> <u>Verizon Associate General Counsel</u>	<u>12/8/2021</u>
*Signature and Title	Date

**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 Filing 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

**This foregoing document was electronically filed with the Public Utilities
Commission of Ohio Docketing Information System on**

12/9/2021 2:19:36 PM

in

Case No(s). 10-0614-TP-UNC

Summary: Notice Notice of acquisition of TracFone Wireless, Inc. by Verizon Communications, Inc. electronically filed by Ms. Melissa Burris on behalf of Tracfone Wireless, Inc.