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MEMORANDUM

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FROM: Steven M. Olea
Director
Utilities Division

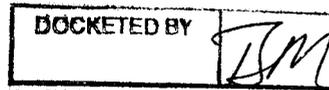
Arizona Corporation Commission

DOCKETED

2013 JUN 20 PM 1 58

JUN 20 2013

DATE: June 20, 2013



RE: ADMINISTRATIVE CLOSURE – IN THE MATTER OF THE JOINT APPLICATION OF GLOBALCOM, INC AND FIRST COMMUNICATIONS, LLC NOTIFICATION OF A PRO FORMA MERGER (DOCKET NOS. T-03854A-13-0122 AND T-20473A-13-0122)

On April 30, 2013, Globalcom, Inc. dba GCI Globalcom, Inc. dba First Communications of Illinois (“Globalcom”)¹ and First Communications, LLC (“FCL”)² (collectively the “Parties”) filed a letter to notify the Commission of the intra-corporate pro forma merger of Globalcom into FCL. Globalcom is a wholly owned subsidiary of First Global Telecom, Inc. which is wholly owned by Summit Data Services, Inc. FCL is a wholly owned subsidiary of Summit Data Service, Inc. The intra-corporate pro forma merger transaction does not change the ultimate ownership of the Parties.

Globalcom and FCL entered into an Agreement and Plan of Merger whereby Globalcom will merger into FCL and FCL will be the surviving entity. The proposed merger will not change any aspect of Globalcom’s customer services, including the rates, terms and conditions, the format of their bills, or their customer contacts, including toll free numbers.

A review of the annual report indicates that Globalcom and FCL each reported less than \$1 million in jurisdictional revenue in 2012. Consequently, the Public Utility Holding Companies and Affiliated Interest rules R14-2-801 to R14-2-806, requiring utilities with greater than \$1 million in jurisdictional revenues to obtain prior approval for a change of control and/or internal reorganization transaction do not apply in this matter.

Since this filing is for information purposes, the Commission has no obligation to rule on this matter. Staff recommends that this docket be administratively closed.

SMO:JFB:red

Originator: John F. Bostwick

¹ Globalcom is authorized to provide intrastate telecommunications services as a reseller in Decision No. 63189 dated November 30, 2000.

² FCL is authorized to provide resold interexchange and resold local exchange telecommunications services respectively in Decision No. 69419 dated April 16, 2007 and Decision No. 70705 dated February 12, 2009.

**SERVICE LIST FOR: GLOBALCOM, INC. D/B/A GCI GLOBALCOM, INC. D/B/A FIRST
COMMUNICATIONS OF ILLINOIS AND FIRST COMMUNICATIONS, LLC.
DOCKET NOS. T-03854A-13-0122 AND T-20473A-13-0122**

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