



ORIGINAL

NEW APPLICATION



0000178141

April 4, 2017
Via Overnight Delivery

Docket Control Center
Arizona Corporation Commission
1200 West Washington Street
Phoenix, AZ 85007

T-03669A-17-0097

RE: **Notice of Ownership Change of Legacy Long Distance International, Inc. dba Legacy Inmate Communications to Jail Education Solutions, Inc. dba Edovo**

Dear Sir or Madam:

Enclosed for filing please find the original and one (1) copy of the above-referenced filing submitted on behalf of Legacy Long Distance International, Inc. d/b/a Legacy Inmate Communications ("Legacy"). Legacy hereby provides notice of a direct transfer of equity interest transaction between Legacy and Jail Education Solutions, Inc. dba Edovo.

Please acknowledge receipt of this filing by date-stamping the extra copy of this cover letter and returning it to me in the self-addressed, stamped envelope provided for that purpose.

Any questions you may have regarding this filing should be directed to my attention at 407-740-3005 or via email to swarren@tminc.com. Thank you for your assistance in this matter.

Sincerely,

Sharon R. Warren
Consultant to Legacy Long Distance International, Inc.

cc: Curtis Brown (Via Email) – Legacy
Valerie Hedge (Via Email) - Edovo
file: Legacy - Arizona - Other
tms: AZX1702

Enclosures
SW/bd

Arizona Corporation Commission

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**LEGACY LONG DISTANCE INTERNATIONAL, INC.
dba Legacy Inmate Communications**

NOTICE OF OWNERSHIP CHANGE

Legacy Long Distance International, Inc. dba Legacy Inmate Communications (“Legacy”) and Jail Education Solutions Inc. dba Edovo (“Edovo”) (collectively, the “Parties”), through their respective consultant and counsel, hereby notify the Commission of a direct transfer of ownership of Legacy to Edovo. Following the consummation of the Proposed Transaction (as defined below), Legacy will operate as a direct wholly-owned subsidiary of Edovo. A Pre- and Post-Transaction Organization Chart is attached as *Exhibit A*.

The Proposed Transaction will have no effect on the operations of Legacy, which will remain the holder of its Certificate of Authority (as defined below) and will continue to offer the same services under the same rates, terms and conditions as currently offered. Consequently, the Proposed Transaction will have no impact on Arizona customers and no customer notice is required. The Parties provide the following additional notice information:

I. DESCRIPTION OF THE PARTIES

**A. Legacy Long Distance International, Inc. d/b/a Legacy Inmate
Communications**

Legacy Long Distance International, Inc. is incorporated under the laws of the state of California with principal offices located at 10833 Valley View Street, Suite 150, Cypress, CA 90630. Legacy was granted a Certificate of Convenience and Necessity by the Arizona Corporation Commission to provide Alternative Operator Services on June 17, 2003 in Docket No. T-03669A-00-0313. Legacy was also granted a Certificate of Convenience and Necessity to provide competitive resold telecommunications services on April 14, 2000 in Docket No. T-03669A-98-0713.

B. Jail Education Solutions Inc. d/b/a Edovo

Edovo is incorporated under the laws of Delaware, with its principal business office at 500 W. Madison Avenue, Suite 801, Chicago, IL 60661. Edovo provides secure tablet technology to correctional facilities to help to better prepare inmates for re-entry and improve public safety. Their mobile tablet solution provides over 10,000 hours of educational, vocational and treatment programming to the inmate population.

II. CONTACT INFORMATION

For the purposes of this Notice, the contact for the Parties is as follows:

Sharon R. Warren, Consultant
Technologies Management, Inc.
151 Southhall Lane, Suite 450
Maitland, Florida 32751
(407) 740-3005 (voice)
(407) 740-0613 (facsimile)
Email: swarren@tminc.com

III. DESCRIPTION OF THE PROPOSED TRANSACTION

On January 27, 2017, Legacy entered into a Stock Purchase Agreement (“*Agreement*”) between Legacy and Edovo. Edovo will acquire 100% of the voting equity interests of Legacy (“Proposed Transaction”). At the closing of the Proposed Transaction, Legacy will become a wholly-owned subsidiary of Edovo. For the Commission’s reference, a pre- and post-Transaction Organization Chart is provided as *Exhibit A*.

This change in control does not involve a transfer of operating authority, assets or customers in Arizona or elsewhere. Legacy’s corporate identity, name and operations, and the rates, terms and conditions of its service offerings will remain intact after the Proposed Transaction. Accordingly, the Proposed Transaction will be seamless to customers. The parties intend to consummate the Proposed Transaction as promptly as possible after the necessary FCC and other federal and state regulatory approvals have been received.

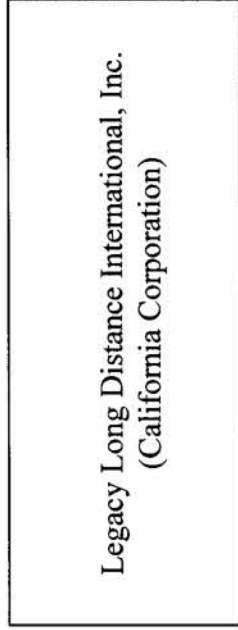
IV. PUBLIC INTEREST ANALYSIS

The Parties respectfully submit that the Proposed Transaction described herein will serve the public interest. As noted previously, the Proposed Transaction will be seamless from the perspective of Legacy’s Arizona customers because there will be no change in the company name, nor any changes to the rates, terms and conditions of service. Moreover, consummation of the Proposed Transaction will enhance Legacy’s capabilities to continue to provide quality, competitive telecommunications services to Arizona consumers.

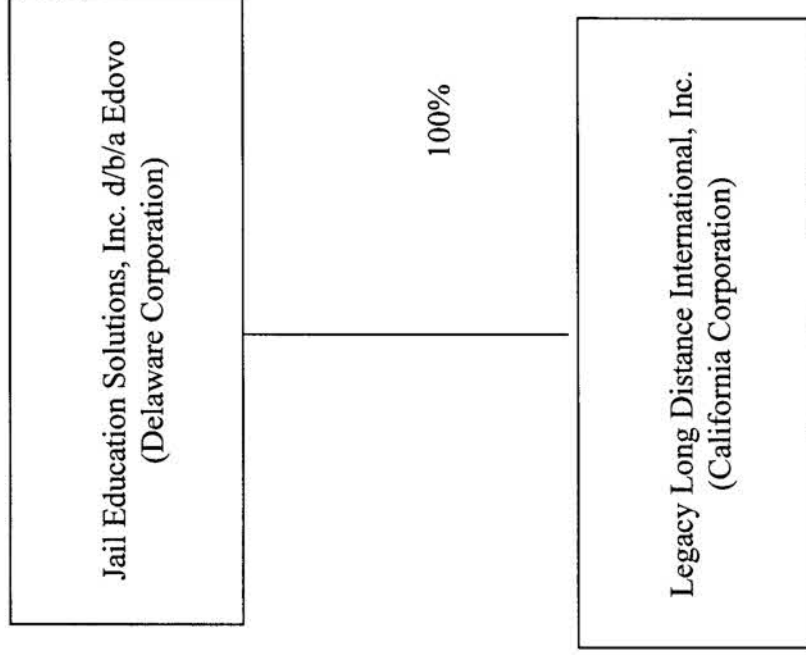
Exhibit A

Pre- and Post-Transaction Organization Chart

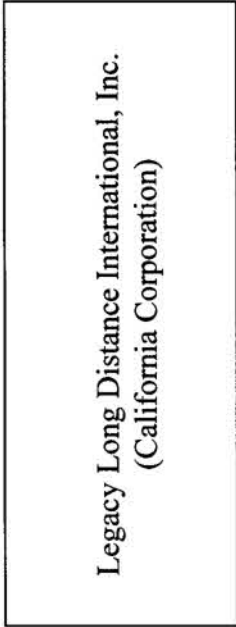
PRE-ORGANIZATION CHART



POST-ORGANIZATION CHART



PRE-ORGANIZATION CHART



POST-ORGANIZATION CHART

