



March 22, 2016
Via Overnight Delivery

Received
on

MAR 23 2016

by
State Corporation Commission
of Kansas

Ms. Amy Gilbert, Secretary
Kansas Corporation Commission
1500 SW. Arrowhead Road
Topeka, KS 66604-4027

**RE: Request To Amend Certificate of Matrix Telecom, Inc. to Matrix Telecom, LLC;
and
Transfer of Customers of TNCI Operating Company, LLC to
Matrix Telecom, LLC**

Dear Ms. Amy Gilbert:

Enclosed please find the original and three (3) copies of the above-referenced filing submitted on behalf of TNCI Operating Company, LLC ("TNCI OpCo") and Matrix Telecom, LLC ("Matrix").

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 407-740-3001 or via email to tforte@tmnc.com. Thank you for your assistance in this matter.

Sincerely,

Thomas M. Forte
Consultant to Matrix Telecom, LLC

cc: Alex Valencia (Via E-Mail) - Matrix
file: Matrix - Kansas - Other
tms: KSx1601

Enclosures
TF/mw

**BEFORE THE
KANSAS CORPORATION COMMISSION**

REQUEST TO AMEND CERTIFICATE OF MATRIX TELECOM, INC.

and

**PETITION FOR LEAVE TO TRANSFER CUSTOMERS and
CANCELLATION OF CERTIFICATE
of
TNCI OPERATING COMPANY, LLC
to
MATRIX TELECOM, LLC.
(Formerly known as Matrix Telecom, Inc.)**

Matrix Telecom, Inc. ("Matrix") and TNCI Operating Company, LLC ("TNCI OpCo") hereby notify the Commission of the: (1) conversion of Matrix Telecom, Inc. to Matrix Telecom, LLC; (2) transfer of customers from TNCI OpCo to Matrix; and (3) cancellation of the Certificate of Authority of TNCI Operating Company, LLC concurrently with the approval of this request.

I. THE PARTIES

TNCI OpCo is a Delaware limited liability company formed on January 9, 2013. Its principal offices are located at 114 E. Haley Street, Suite 1, Santa Barbara, California 93101. The company was authorized to provide resold and facilities-based interexchange services by order issued August 1, 2013 in Docket No. 13-TNCT-660-COC. The company also received Commission approval to provide resold and facilities-based local exchange services on August 1, 2013 in Docket No. 13-TNCT-661-COC. TNCI OpCo currently offers local, interexchange and wholesale service within the state of Kansas. TNCI OpCo is a wholly owned subsidiary of TNCI Impact, LLC.

Matrix is a Texas corporation formed on June 13, 1990. Its principal offices are located at 433 East Las Colinas Boulevard, Suite 500, Irving, Texas. The company was originally authorized to provide interexchange services by order issued June 26, 1995 in 191,589-U Docket No. 95-MXTC-189-CCN. The company also received Commission approval to provide resold and facilities-based competitive local exchange services on July 6, 2005 in Docket No. 05-MXTC-867-COC. Matrix currently offers presubscribed interexchange and local services in Kansas. Matrix is a wholly owned subsidiary of TNCI Impact, LLC.

II. THE CONVERSION OF MATRIX TELECOM, INC.

On December 28, 2015 Matrix Telecom, Inc. converted from Matrix Telecom, Inc. to Matrix Telecom, LLC with the Texas Secretary of State as part of its overall organizational transformation. On February 24, 2016 the company received approval from the Kansas Secretary of State for the conversion of authority from Matrix Telecom, Inc. to Matrix Telecom, LLC (see Exhibit A). Accordingly, the Company respectfully requests that the Commission amend and reissue its Certificate of Authority under the name of Matrix Telecom, LLC.

III. THE TRANSACTION

The customers of TNCI OpCo will be transferred to Matrix beginning on or about March 1, 2016, pending all regulatory approvals. Following the transaction, these customers will be served by Matrix. Matrix will revise its tariffs to incorporate the applicable transferred services upon completion of the transfer. TNCI OpCo will cease to operate after that point in time. This filing also requests the cancelation of the TNCI OpCo authority concurrently with the approval of this customer transfer. Upon completion of the transfer, Matrix will continued to be a wholly owned subsidiary of TNCI Impact, LLC.

Exhibit B contains an overview of the pre and post corporate structure of TNCI Impact, LLC once the transfer and merger is completed.

IV. CUSTOMER IMPACT

The transition to Matrix will be virtually transparent to most customers. TNCI OpCo's customers will not incur any charges as a result of the change in service provider to Matrix.

Written notice of the proposed transfer was provided to TNCI OpCo's customers on or about January 28, 2016. The customer notification advised customers of the following: (1) the pending change of their interexchange service carrier selection to Matrix; (2) there will be no interruption of their service; (3) either there will be no change to rates, terms or conditions of service; (4) there will be no charges associated with their change to Matrix as their interexchange carrier; (5) they have the option to select a different service provider if they prefer, with no penalty from TNCI OpCo. The notification also included the toll free numbers which customers may call for more information. A copy of the customer notification is attached as Exhibit C.

V. CONTACT INFORMATION

Correspondence with regard to this filing should be sent to:

Thomas M. Forte
Consultant to the TNCI Impact, LLC, Matrix
Telecom, LLC and TNCI Operating Company, LLC
Technologies Management, Inc.
2600 Maitland Center Parkway, Suite 300
Maitland, FL 32751
Telephone: 407-740-3001
Facsimile: 407-740-0613
Email: tforte@tminc.com

with a copy sent to

Alex Valencia
Vice President - Government Affairs & Compliance
Impact Telecom
433 East Las Colinas Blvd.
Suite 500
Irving, TX 75039
Telephone: 972-910-1720
Facsimile: 972-910-1490
Email: avalencia@impacttelecom.com

VI. PUBLIC INTEREST STATEMENT


The proposed customer transfer is an internal corporate reorganization that will reduce costs and provide enhanced operational and economic efficiencies for Matrix. The resulting savings will provide greater opportunities to improve the services available to its customers. Consequently, granting this Application is consistent with the public interest.

WHEREFORE, for the reasons stated above, Matrix Telecom, Inc. and TNCI Operating Company, LLC submit that the public interest, convenience and necessity would be furthered by a grant of this Petition and respectfully request approval of: (1) the conversion of Matrix Telecom, Inc. to Matrix Telecom, LLC; (2) the transfer of customers from TNCI OpCo to Matrix; and (3) the cancellation of TNCI OpCo's Certificate of Authority concurrently with the approval of this transfer.

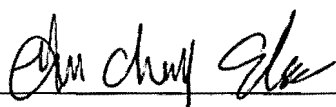
STATE OF COLORADO
COUNTY OF ARAPAHO

VERIFICATION

I, Robert Beaty, hereby declare, under penalty of perjury, that I am Chief Executive Officer of TNCI Impact, LLC the parent company of both Matrix Telecom, Inc., Matrix Telecom, LLC and TNCI Operating Company, LLC, that I am authorized to make this verification on behalf of the named companies; that I have read the foregoing Petition; and that the facts stated therein are true and correct to the best of my knowledge, information and belief.

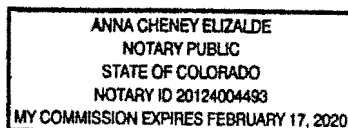

Robert Beaty
Chief Executive Officer
TNCI Impact, LLC

Sworn to and subscribed before me this 15th day of March, 2016


Notary Public

My Commission expires:

2/17/2020



*Kansas Petition - Transfer of Customers
of TNCI Operating Company, LLC
to Matrix Telecom, LLC*

Matrix Telecom, LLC

TNCI Operating Company, LLC

Exhibit A

KANSAS SECRETARY OF STATE

Authorization for

MATRIX TELECOM, LLC

KRIS W. KOBACH
Secretary of State



Memorial Hall, 1st Floor
120 S.W. 10th Avenue
Topeka, KS 66612-1594
(785) 296-4564

STATE OF KANSAS

February 24, 2016

MARY HOPE
MATRIX TELECOM, LLC
433 E. LAS COLINAS BLVD.
SUITE 500
IRVING TX 75039

RE: MATRIX TELECOM, LLC

ID. # 4996047 (USE IN ALL CORRESPONDENCE WITH OUR OFFICE)

Enclosed is certified copy of the foreign limited liability company application for registration in the state of Kansas. Your foreign limited liability company's business entity identification number is at the top of this page. This business entity identification number should be used in all correspondence with our office.

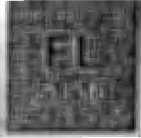
Every foreign limited liability company must file an annual report with our office and pay a filing fee. The annual report and fee are due together on the 15th day of the fourth month following the tax closing month. (For example, if the tax closing month is December, the due date is April 15 of the following year). The annual report may be filed as early as January 1. An annual report is not required if the company has not been incorporated for six months prior to its first tax year end. If the company operates on a tax year end other than the calendar year, you must notify our office in writing prior to December 31.

The annual report may be filed electronically at www.sos.ks.gov or you may obtain a paper form from the Web site.

PLEASE NOTE: For information regarding taxes, contact the Kansas Department of Revenue at (785) 368-8222 or www.ksrevenue.org.

jcb

4996047



KANSAS SECRETARY OF STATE
Foreign Limited Liability
Company Application

Kansas Office of the Secretary of State:

Memorial Hall, 1st Floor (785) 296-4564
 120 S.W. 10th Avenue kssos@sos.ks.gov
 Topeka, KS 66612-1594 www.sos.ks.gov

3318 02
 051 010
 \$165.00

FILED BY KS SOS
 02-24-2016
 10:48:35 AM
 FILE#: 4996047



04360115

Instructions: All information must be completed or this document will not be accepted for filing.

1. Name of limited liability company

Must match the name on record with the home state

Matrix Telecom, LLC

2. State/Country of organization

Texas

3. Date of organization in home state

Month	Day	Year
12	28	2015

4. Began doing business in Kansas

☒ Upon qualification

☐ Date

Month

Day

Year

5. Name of resident agent and address of registered office in Kansas

Must be a Kansas street address. A P.O. Box is unacceptable.

Name

The Corporation Company, Inc.

Street Address

112 S.W. Seventh Street, Suite 3C

City

Topeka,

State

KS

Zip

66603

6. Mailing address

Address will be used to send official mail from the Secretary of State's Office.

Attention Name

Alex Valencia

Address

433 E. Las Colinas Blvd., Suite 500

City

Irving

State

TX

Zip

75039

Country

US

7. Tax closing month

December

TR

8. Full nature and character of the business to be conducted in Kansas

Provider of Telecommunication Services

9. If management vests with members, please provide the name and address of each member.

If management vests with managers, please provide the name and address of each manager

Do not leave blank. If additional space is needed please provide and attachment.

Name 1

Robert Beaty - Manager

Address

9000 E. Nichols Avenue, Ste. 230

City

Englewood

State

CO

Zip

80112

Country

US

Name 2

Address

City

State

Zip

Country

Name 3

Address

City

State

Zip

Country

Name 4

Address

City

State

Zip

Country

10. The limited liability company hereby consents, without power of revocation, that actions may be commenced against it in the proper court of any county in the state of Kansas where there is a proper venue by service of process on the Secretary of State of the state of Kansas; and the limited liability company stipulates and agrees that such service shall be taken and held in all courts to be valid and binding as if due service had been made upon the members of the foreign limited liability company.

11. I declare under penalty of perjury under the laws of the state of Kansas that the foregoing is true and correct, and that the company is in good standing in its home state, and I have remitted the required fee.

Signature of Manager or Member

Robert M. Beaty

Month

01

Day

21

Year

2016



Office of the Secretary of State

Certificate of Fact

The undersigned, as Secretary of State of Texas, does hereby certify that the document, Certificate of Conversion for Matrix Telecom, LLC (file number 802357352), a Domestic Limited Liability Company (LLC), was filed in this office on December 28, 2015.

It is further certified that the entity status in Texas is in existence.

In testimony whereof, I have hereunto signed my name officially and caused to be impressed hereon the Seal of State at my office in Austin, Texas on February 08, 2016.



A handwritten signature in black ink, appearing to read "Cascos", followed by a horizontal line.

Carlos H. Cascos
Secretary of State



I hereby certify this to be a true and
correct copy of the original on file.
Certified on this date: 2-24-2016
KRIS W. KOBACH
Secretary of State A handwritten signature in black ink, appearing to read "Kris W. Kobach".

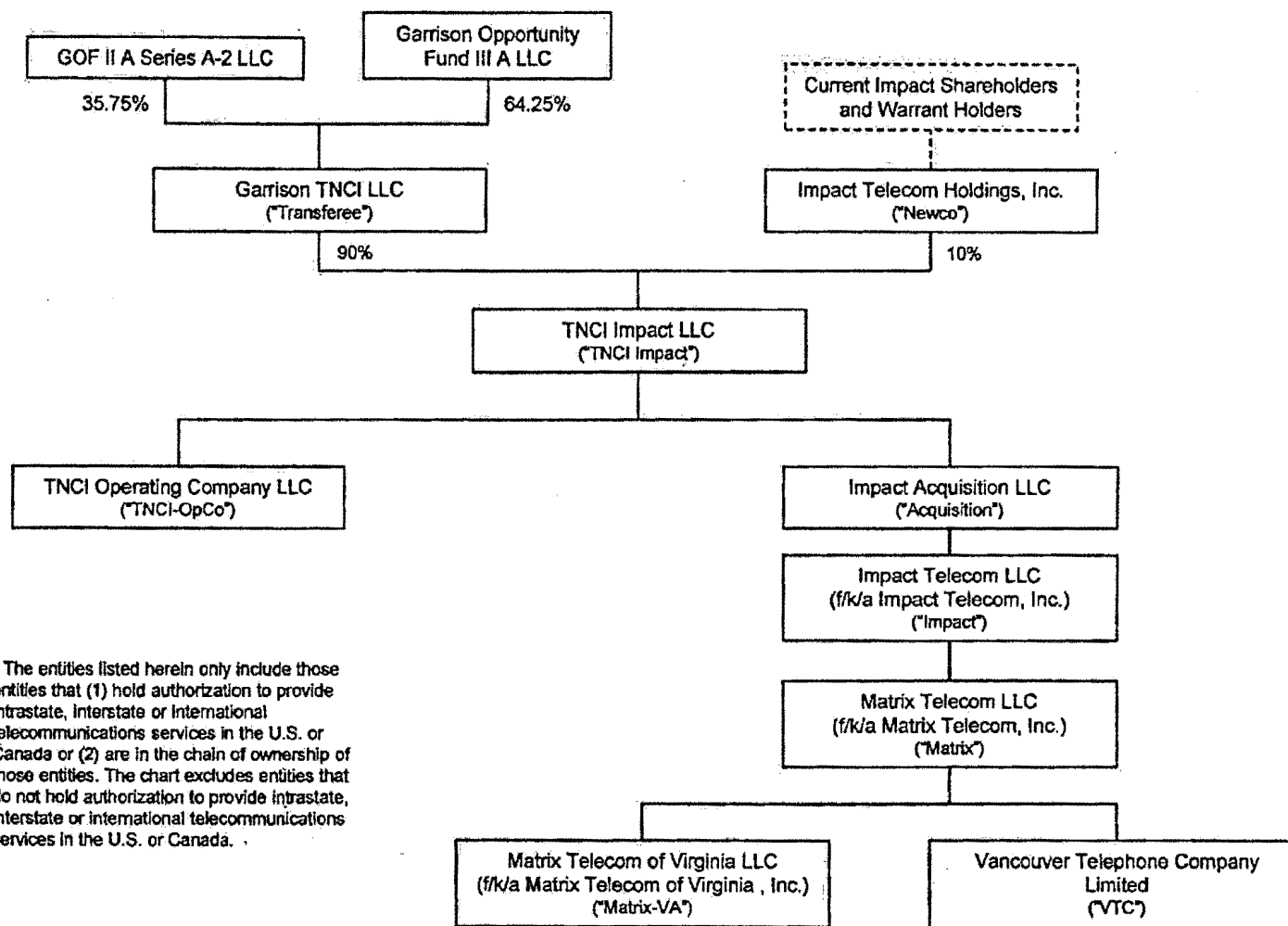
Matrix Telecom, LLC

TNCI Operating Company, LLC

Exhibit B

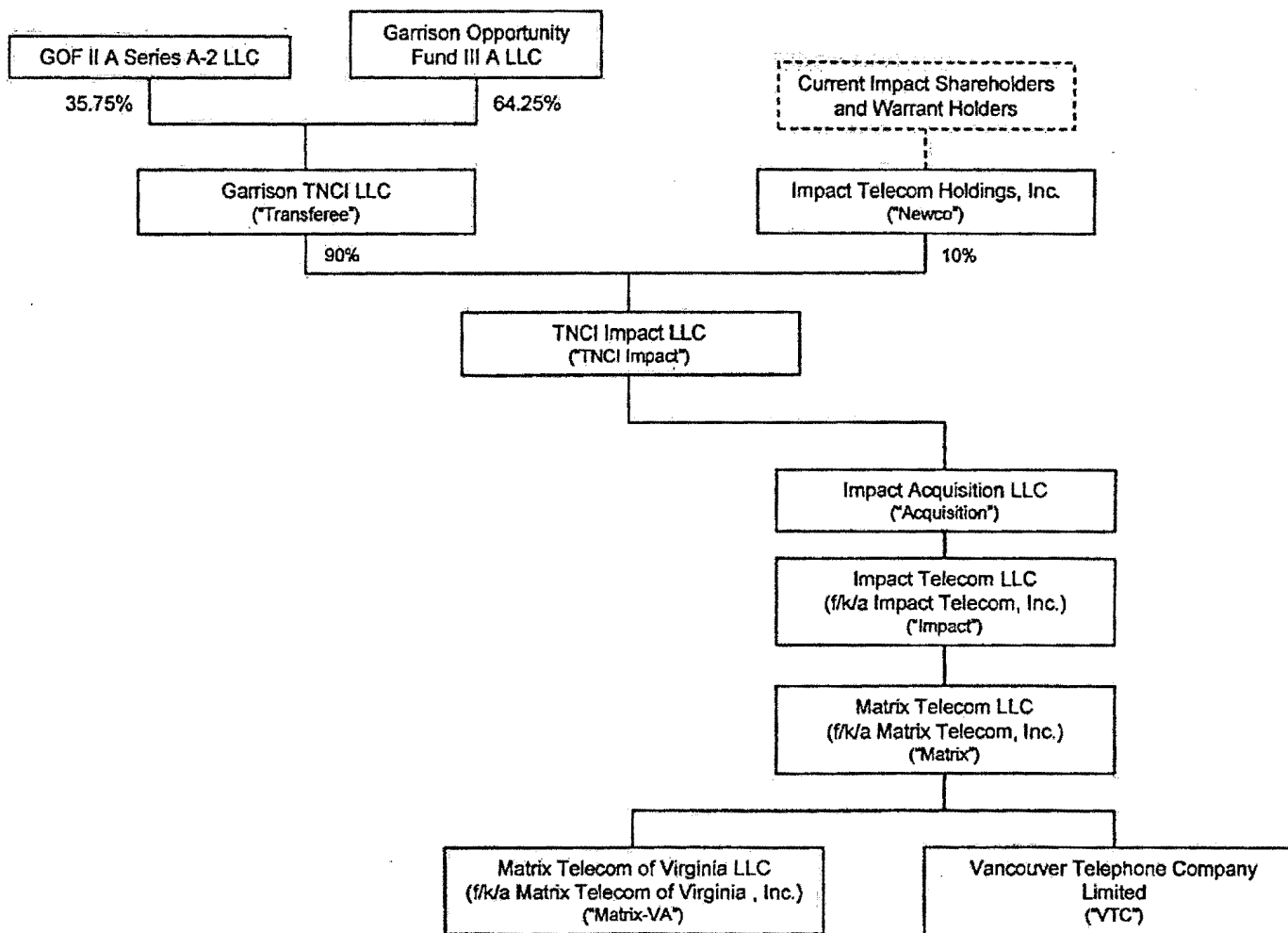
TNCI Impact, LLC Corporate Structure

Organizational Structure of Impact and TNCI OpCo*



Unless otherwise indicated all ownership percentages are 100%.

Post-Closing Organizational Structure of Impact and TNCI OpCo



Unless otherwise indicated all ownership percentages are 100%.

Matrix Telecom, LLC

TNCI Operating Company, LLC

Exhibit C

Customer Notification



January 28, 2016

Dear Valued Customer,

Matrix Telecom, Inc. dba Impact Telecom ("Impact Telecom") and TNCI Operating Company, LLC ("TNCI") are pleased to announce that Impact Telecom and TNCI will be merging companies. As a result of the merger, your telecommunications services will now be provided under the brand name Impact Telecom. The anticipated date of merger of TNCI into Impact Telecom is expected to be completed on or after March 1, 2016, subject to the necessary regulatory approvals.

Please note that you are not required to do anything to retain your current services. There will be no cost to you because Impact Telecom will be responsible for any carrier change charges resulting from the merger, nor will the merger change your current service plan or your rates, service features, telephone number, or terms and conditions. Rest assured that this transition will be seamless. You will simply continue to receive the same services that you enjoy today under your TNCI plan.

We have a legal requirement to inform you that you have the right to select a different local service provider or preferred long distance carrier, if one is available. If you have placed a preferred carrier freeze on your account, the freeze will continue to remain in place. If you have a local service provider other than TNCI and choose to change to a different preferred long distance carrier, you may first need to lift any freeze you may have placed on your account by calling your local service provider.

Impact Telecom is dedicated to earning and keeping your business. We are confident that this transaction will strengthen the quality of service you receive today. As always, for help with any customer service, billing issue, or complaint, we will to assist you at our customer service toll-free number (888) 411-1175, before, during, and after the merger.

Sincerely,

TNCI OPERATING COMPANY, LLC.

and

MATRIX TELECOM, INC. DBA IMPACT TELECOM