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December 9, 2010

**VIA ELECTRONIC FILING**

Patricia Van Gerpen  
Executive Director  
South Dakota Public Utilities Commission  
Capitol Building, 1st floor  
500 E. Capitol Ave.  
Pierre, South Dakota 57501-5070

Re: Notice of Voicecom Telecommunications, LLC Regarding Its Indirect Transfer of Control to Amvensys Telecom Holdings, LLC

Dear Ms. Van Gerpen:

Voicecom Telecommunications, Inc. ("Voicecom"), Voicecom Telecommunications, LLC ("Voicecom Operating") and Amvensys Telecom Holdings, LLC ("Amvensys"), through the undersigned counsel, hereby notify the South Dakota Public Utilities Commission (the "Commission") that Voicecom and Amvensys have recently entered into an Agreement and Plan of Merger ("Agreement"), pursuant to which Voicecom will become a direct, wholly-owned subsidiary of Amvensys.

This notice is being submitted to the Commission because Voicecom Operating, a wholly-owned subsidiary of Voicecom, is authorized to provide resold interexchange services in South Dakota.<sup>1</sup> Voicecom, Voicecom Operating and Amvensys understand that no prior approval is required from the Commission to complete the transfer of control transaction described herein. Accordingly, Voicecom Operating and Amvensys are providing this notice to the Commission in order to ensure the continuing accuracy of the Commission's records.

The transfer of control transaction described herein will result in certain changes in the ownership of Voicecom and, thus, will only indirectly affect Voicecom Operating. The transaction described herein does not involve a transfer of Voicecom Operating's authorization to resell interexchange services in South Dakota, the transfer of any of Voicecom Operating's customers in

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<sup>1</sup> See Order Granting Transfer of Certificate of Authority, *In the Matter of the Filing for Approval of Transfer of Certificate of Authority from Premiere Communications, Inc. to Voicecom Telecommunications, LLC*, TC02-110 (January 3, 2003).

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South Dakota, the issuance of any stock, bonds, notes or other evidence of indebtedness by Voicecom Operating, or any change affecting Voicecom Operating's day-to-day operations.

Voicecom Operating will continue to provide service to its existing customers under its existing name, with no change in the rates or terms and conditions of service as a result of the transaction. Accordingly, the proposed transfer of control will be transparent to Voicecom Operating's customers in terms of the services they receive. Consummation of the transaction is contingent upon receipt of certain regulatory approvals, and satisfaction of customary closing conditions.

**I. Description of Voicecom, Voicecom Operating, and Amvensys**

**Voicecom Telecommunications, Inc. and Voicecom Telecommunications, LLC**  
Voicecom is a Delaware corporation and Voicecom Operating is a Delaware limited liability company. Voicecom and Voicecom Operating are headquartered at 5900 Windward Parkway, Suite 500, Atlanta, Georgia 30005. Through Voicecom Operating, Voicecom provides calling card services, which provide traditional long distance calling along with additional features such as voicemail, facsimile mail, voicemail and facsimile store-and-forward messaging, and "find me" and "follow me" services, as well as conference calling, voice messaging, and interactive voice response and other call answering applications, primarily to business customers throughout the United States.

**Amvensys Telecom Holdings, LLC** Amvensys is a Texas limited liability company headquartered at 1330 Capital Parkway, Carrollton, Texas 75006. Amvensys, by and through its affiliates, is a leading provider of business process outsourcing services, including receivables and document management services, database services, bill payment and payment processing services, and third party verification services, to companies in the energy, cable television and telecommunications industries.

**II. Description of the Transaction**

Amvensys and Voicecom have recently entered into the Agreement, pursuant to which Voicecom will become a direct, wholly-owned subsidiary of Amvensys. Under the terms of the Agreement, which was approved by the boards of directors of both companies, Amvensys will acquire the stock of Voicecom in exchange for a combination of cash and notes payable to Voicecom's shareholders. Amvensys' subsidiary, Amvensys Acquisition Company LLC, will merge with Voicecom, with Voicecom continuing as the surviving corporation. As a result of the merger, Voicecom Operating will become an indirect, wholly-owned subsidiary of Amvensys.

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The proposed transaction does not involve the assignment of any authorizations, nor does it involve the transfer of any customers between Voicecom Operating and any affiliate of Amvensys. Voicecom Operating will continue to provide service to its existing customers under its existing name and pursuant to its existing authorizations, with no change in the rates or terms and conditions of service as a result of the merger. Accordingly, the proposed transfer of control will be transparent to Voicecom Operating's customers in terms of the services they receive.

### **III. Public Interest Statement**

The proposed transaction will serve the public interest. Amvensys and its affiliates have the financial, technical and marketing capabilities to allow Voicecom and Voicecom Operating to maintain and improve their positions as competitors in the marketplace for long distance calling card, voice messaging, and conference calling services, as well as for interactive voice response and other call answering applications.

The complementary product sets of the companies should position Amvensys to realize cost savings and achieve synergies that are expected to increase its ability to enhance its overall service offerings and to allow the provision of communications services to a broader customer base. Specifically, the transaction will provide both companies with new and additional customer relationships and create opportunities for both companies to offer additional products and services to each other's customers. In addition, the merged company will be able to bring new services and products to the marketplace more quickly than either could do separately.

Although Amvensys' acquisition of Voicecom will result in a change in the ultimate ownership and control of Voicecom Operating, no transfer of assets or customers will occur as a result of the transfer of control. Immediately following consummation of the transaction, Voicecom Operating will continue to provide service to its customers pursuant to its existing authorization, with no change in the rates or terms and conditions of service as currently provided. The transfer of control will be transparent to Voicecom Operating's customers in terms of the services they currently receive. The proposed merger will therefore serve the public interest.

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If there are any questions concerning this notice, please contact the undersigned at (770) 399-9500. Thank you for your assistance.

Very Truly Yours,

/s/ Jon C. Martin  
Charles A. Hudak  
Counsel for Voicecom Telecommunications, Inc.,  
Voicecom Telecommunications, LLC and  
Amvensys Telecom Holdings, LLC

JCM/jwh

cc: Daniel E. Mell  
Chief Financial Officer  
Voicecom Telecommunications, Inc.

Z. Ed. Lateef  
Chief Executive Officer  
Amvensys Telecom Holdings, LLC