



December 12, 2014
Via Web Filing

Ms. Patricia Van Gerpen, Executive Director
South Dakota Public Utilities Commission
500 East Capitol Avenue
Capitol Building, 1st Floor
Pierre, SD 57501

**RE: Notice of Transfer of Customers of Impact Telecom, Inc.
and Americatel Corporation to Matrix Telecom, Inc.
pursuant to ARSD 20:10:34:02.02**

Dear Mr. Van Gerpen:

Pursuant to ARSD 20:10:34:02.02, enclosed for filing please find the original of the above referenced filing submitted on behalf of Impact Telecom, Inc. ("Impact") and Americatel Corporation d/b/a 1010 123 Americatel d/b/a Startec ("Americatel") and Matrix Telecom, Inc. d/b/a Matrix Business Technologies d/b/a Trinsic Communications d/b/a Excel Telecommunications d/b/a VarTec Telecom d/b/a Clear Choice Communications ("Matrix").

Any questions you may have regarding this filing should be directed to my attention at 407-740-3001 or via email to tforte@tminc.com. Thank you for your assistance in this matter.

Sincerely,

/s/ Thomas M. Forte

Thomas M. Forte
Consultant to Matrix Telecom, Inc.

cc: Alex Valencia - Matrix
file: Matrix - South Dakota - Other
tms: SDx1401

Enclosures

TF/bc

BEFORE THE
SOUTH DAKOTA PUBLIC UTILITIES COMMISSION
PETITION FOR LEAVE TO TRANSFER CUSTOMERS

of

IMPACT TELECOM, INC. AND AMERICATEL CORPORATION

to

MATRIX TELECOM, INC.

Pursuant to ARSD 20:10:34:02.02, Impact Telecom, Inc. ("Impact") and Americatel Corporation d/b/a 1010 123 Americatel d/b/a Startec ("Americatel") and Matrix Telecom, Inc. d/b/a Matrix Business Technologies d/b/a Trinsic Communications d/b/a Excel Telecommunications d/b/a VarTec Telecom d/b/a Clear Choice Communications ("Matrix") hereby seek approval of the planned transfer of customers from Impact and Americatel to Matrix. Following the anticipated January 1, 2015 transfer, Impact and Americatel will no longer operate. Both companies request that the Commission cancel their authority upon approval of this merger filing.

I. THE PARTIES

Impact was incorporated under the laws of the State of Nevada on May 25, 2005. Its principal office is located in Englewood, Colorado. The company was originally authorized to provide resold interexchange service in TC12-015. Impact provides wholesale services only within South Dakota. Impact is also the parent holding company of Matrix and Americatel.

Americatel Corporation was incorporated under the laws of the State of Delaware on April 4, 1992. Its principal offices are also located in Irving, Texas. The company was originally authorized to provide interexchange services in TC-98-013 by order issued 3/28/1998. Americatel currently offers casual calling and presubscribed interexchange services within South Dakota. Americatel is a wholly owned subsidiary of Impact.

Matrix was incorporated under the laws of the State of Texas on June 13, 1990. Its principal offices are also located in Irving, Texas. The company was originally authorized to provide interexchange services in TC91-017 by order issued 7/3/1991. The Company also received Commission approval to provide resold and facilities-based competitive local exchange services on 4/24/2007 in TC07-006. Matrix currently offers presubscribed interexchange and local services in South Dakota. Matrix is also a wholly owned subsidiary of Impact.

II. THE TRANSACTION

The customers of Americatel and Impact will be transferred to Matrix beginning on or about January 1, 2015 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. Americatel and Impact will cease to operate after that point in time and a request to cancel their authority will be filed with the Commission at that time. After the transaction is complete Matrix will still be a wholly owned subsidiary of Impact Telecom, Inc.

Exhibit A contains an overview of the pre and post corporate structure of Impact Telecom once the transfer and merger is completed.

III. CUSTOMER IMPACT

The transition to Matrix will be virtually transparent to most customers. Impact and Americatel's customers will not incur any charges as a result of the change in service provider to Matrix. Additionally Matrix will file with the Commission to add the d/b/a names of Impact Telecom and Americatel to ensure customers that they are still being served under the same service plan.

Written notice of the proposed transfer was provided to Americatel's customers on or about November 20, 2014. The customer notification will advise 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 OR a description of the proposed new 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 Americatel. The notification also includes the toll free numbers which customers may call for more information. A copy of the customer notification, which contains the information required by ARSD 20:10:34:02.02(3)(a) through (g), are attached as Exhibit B. Americatel and Impact therefore certify that they have complied with the advance customer notice requirements outlined in ARSD 20:10:34:02.02(3), as required by ARSD 20:10:34:02.02(1).

IV. CONTACT INFORMATION

Correspondence with regard to this filing should be sent to:

Thomas M. Forte
Consultant to the Impact Companies
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
Senior Director - 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

V. 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. d/b/a Matrix Business Technologies d/b/a Trinsic Communications d/b/a Excel Telecommunications d/b/a VarTec Telecom d/b/a Clear Choice Communications, Americatel Corporation d/b/a 1010 123 Americatel d/b/a Startec and Impact Telecom, Inc. submit that the public interest, convenience and necessity would be furthered by a grant of this Petition and respectfully request approval of the customer base transfer between Matrix, Americatel and Impact as requested herein.

STATE OF TEXAS
COUNTY OF DALLAS

VERIFICATION

I, Doug Funsch, hereby declare, under penalty of perjury, that I am Chief Financial Officer for Matrix Telecom, Inc. d/b/a Trinsic Communications d/b/a Excel Telecommunications d/b/a VarTec Telecom d/b/a Clear Choice Communications, Americatel Corporation d/b/a 1010 123 Americatel d/b/a Ametex d/b/a Amextel d/b/a Startec and Impact Telecom, Inc.; that I am authorized to make this verification on behalf of both 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.

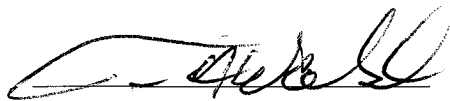


Doug Funsch
Chief Financial Officer
Matrix Telecom, Inc.

Americatel Corporation

Impact Telecom, Inc.

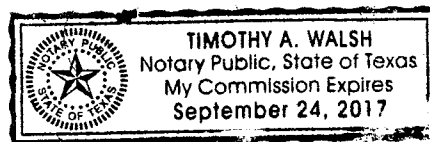
Sworn to and subscribed before me this 10th day of December, 2014



Notary Public

My Commission expires:

9-24-2017



Matrix Telecom, Inc.

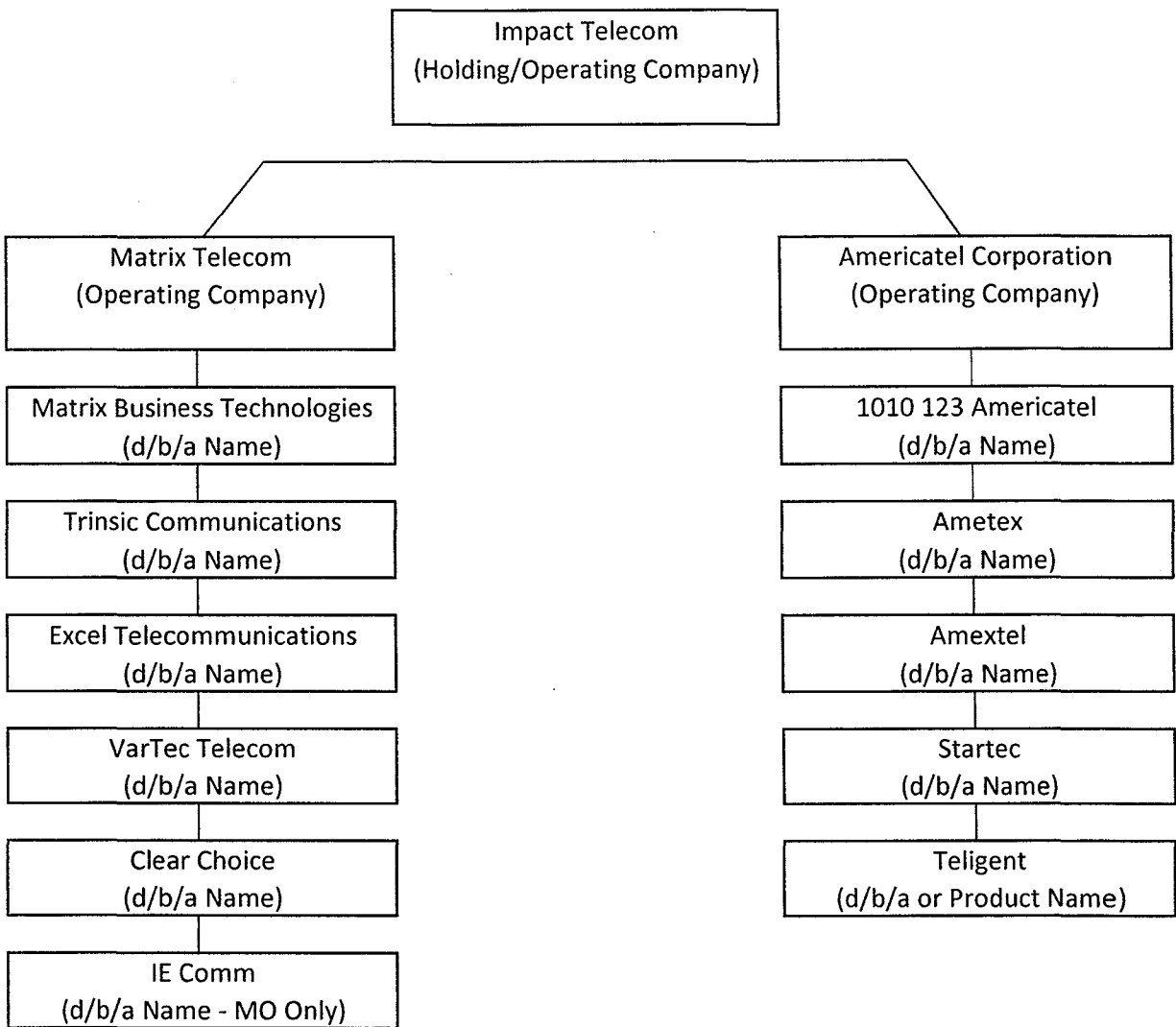
Americatel Corporation

Impact Telecom, Inc.

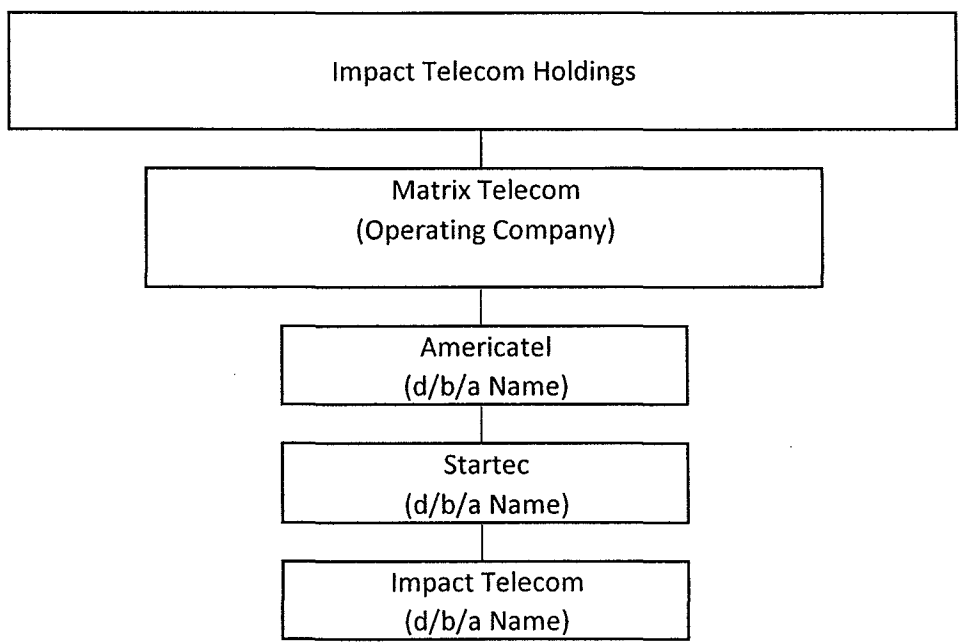
Exhibit A

Corporate Structure

Current Corporate Structure



Proposed Corporate Structure



Matrix Telecom, Inc.

Americatel Corporation

Impact Telecom, Inc.

Exhibit B

Customer Notification



November 20, 2014

Dear Valued Customer,

Matrix Telecom, Inc. (“Matrix”) and Americatel Corporation (“Americatel Corporation”), the current provider of your Startec services, are pleased to announce that Matrix and Americatel will be merging companies. As a result of the merger, Matrix will now provide your long distance services under the same Startec brand name you know and trust. The anticipated date of merger of Americatel into Matrix is expected to be completed on or after January 1, 2015, subject to the necessary regulatory approvals.

Please note that you are not required to do anything to retain your current long distance services. There will be no cost to you because Matrix will be responsible for any carrier change charges resulting from the merger, nor will the merger change your current calling plan or your rates, service features, 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 Startec plan. Additionally, although no change in your service is contemplated, you will be notified of any future changes to the rates, terms and conditions of your service in same manner as you always have – in your bill, by mail, or through lawful means.

If you have placed a preferred carrier freeze on your account, the freeze will continue to remain in place. We have a legal requirement to inform you that you have the right to select a different preferred long distance carrier, if one is available. If you 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 carrier.

Matrix 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 continue to assist you at our customer service toll-free number (800) 827-3374, before, during, and after the merger.

Sincerely,

AMERICATEL CORPORATION
and
MATRIX TELECOM, INC.

www.startec.com