

August 1, 2016

VIA ELECTRONIC FILING

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

**Re: CallCatchers Inc. d/b/a FreedomVoice Systems
Application for a Certificate of Authority to Provide Interexchange
Telecommunications Services in the State of South Dakota
(Docket No. TC16-011)
Response to First Data Request**

Dear Ms. Van Gerpen:

CallCatchers Inc. d/b/a FreedomVoice Systems, LLC ("FreedomVoice," or "Applicant"), by its undersigned counsel, hereby responds to the First Data Request of the South Dakota Public Utilities Commission staff, dated July 19, 2016 ("First Data Request") regarding FreedomVoice's Application for a Certificate of Authority to Provide Interexchange Telecommunications Services in the State of South Dakota (Docket No. TC16-011) filed on June 21, 2016 ("Application").

FreedomVoice responds to the First Data Request as follows:

1-1. Refer to page 1 of the application: on what date will be the transfer of control of FreedomVoice to GoDaddy.com LLC?

Response: As stated in the Application, the acquisition of FreedomVoice by GoDaddy Operating Company, LLC ("GoDaddy Operating") will be completed once all required approvals and authorizations by all relevant federal and state regulatory agencies are received. Accordingly, Applicant cannot at this time provide a specific date on which either acquisition will be completed.

The *pro forma* transfer of the vast majority of FreedomVoice's operations and assets to GoDaddy.com LLC will occur upon or after the closing of the transfer of control of FreedomVoice to GoDaddy Operating.

1-2. Refer to page 3: provide more information in the response to fulfill ARSD 20:10:32:03(7).

Response: FreedomVoice is not applying for authority to provide local exchange services. Accordingly, the requirements of ARSD 20:10:32:03(7) do not apply. Please see response to Data Request 1-8 below for further explanation. Pursuant to ARSD 20:24:02(7), additional information about how Applicant will provide its services is provided in response to Question (6) of the Application. That said, FreedomVoice does not have any affiliates, subsidiaries, or parent organizations.

1-3. Refer to page 4: provide the financial statements of FreedomVoice.

Response: Attached hereto as **Attachment A** are FreedomVoice's financial statements. Accordingly, please also see **Attachment B** for Applicant's Petition for Confidential Treatment of **Attachment A**.

1-4. Refer to page 6, response to fulfill ARSD 20:10:32:03(11) and page 8, response ARSD 20:10:32:03(19): in the company's response to (11), the applicant states that "[i]f a customer elects to pay by check rather than by credit or debit card, FreedomVoice may require a deposit equal to the monthly recurring charge." Yet, in the company's response to (19) the applicant states that it "does not collect deposits, advanced payments, or prepayment of recurring fees, nor does Applicant provide prepaid service." Please explain.

Response: FreedomVoice is not applying for authority to provide local exchange services. Accordingly, the requirements of ARSD 20:10:32:03(11) and ARSD 20:10:32:03(19) do not apply. Pursuant to ARSD 20:24:02(11) and ARSD 20:24:02(19), FreedomVoice hereby clarifies that it does collect deposits from customers. However, such deposit requirements may be waived depending on the specific services purchased by a customer.

1-5. Refer to page 6, response to fulfill ARSD 20:10:32:03(12) and page 8, response to fulfill ARSD 20:10:32:03(16): further explain the local reseller channels. Also, does the company engage in multilevel marketing?

Response: FreedomVoice is not applying for authority to provide local exchange services. Accordingly, the requirements of ARSD 20:10:32:03(12) and ARSD 20:10:32:03(16) do not apply. Pursuant to of ARSD 20:10:24:02(12) and of ARSD 20:10:24:02(16), FreedomVoice states that the local reseller channel partners are unaffiliated individuals or business entities that resell Applicant's services and earn commissions. Accordingly, the channel partners function as independent contractors. Although the local reseller channel partners are their customer's first point of contact for service inquiries, FreedomVoice also does provide service support for their customers.

FreedomVoice does not currently engage in multi-level marketing.

1-6. Refer to the company's website regarding the partner program: <https://www.freedomvoice.com/partners/partner-program> In the company's partner program, explain how affiliates have "maximum control on their pricing?"

Response: "Maximum control on their pricing" refers to the ability of FreedomVoice's local reseller channel partners to increase/ decrease pricing of certain services resold to their customers with limited exceptions (*e.g.*, limitations on pricing variance, certain service exemptions).

1-7. Exhibit D does not appear to show the management team listed on the company's website. Please explain.

Response: FreedomVoice provided only the biographies of its Officers and Directors. Accordingly, to the extent required by ARSD 20:10:24:02(20) Applicant hereby incorporates and amends **Exhibit D** of its Application to include the biographies of the remaining members of its management team as provided on its website: <https://www.freedomvoice.com/about/leadership-bios>.

1-8. Why does the company believe that they do not need a certificate of authority for local exchange services if the company is offering interconnected VOIP services to customers?

Response: FreedomVoice believes that it does not need a certificate of authority for local exchange services if the company is offering nomadic Interconnected Voice over Internet Protocol ("I-VoIP") services because nomadic I-VoIP services do not meet the definition of "local exchange services" pursuant to S.D. Codified Laws § 49-31-1(13). Moreover, pursuant to S.D. Codified Laws §§ 10-45-1.17 and 10-46-1.2, I-VoIP services are defined merely as telecommunications services, and not local exchange services pursuant to South Dakota law. Finally, Applicant is not aware of any regulation or decision by the South Dakota Public Utilities Commission explicitly extending the definition of local exchange services to I-VoIP services.

Accordingly, FreedomVoice does not believe it is required to obtain a certificate of authority for local exchange services in order provide nomadic I-VoIP services in the State of South Dakota.

Please contact the undersigned should you have any questions regarding this letter.

Respectfully submitted,



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Enclosures