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Via Electronic Filing

Patricia Van Gerpen
Executive Director
South Dakota Public Utilities Commission
Capitol Building, 1st Floor
500 East Capitol Avenue
Pierre, SD 57501-5070

Re: Boomerang Wireless, LLC – Notice of Transfer of Control

Dear Ms. Van Gerpen:

Boomerang Wireless, LLC (Boomerang or Company), by its undersigned counsel, respectfully notifies the South Dakota Public Utilities Commission (Commission) that it intends to consummate a transaction that will result in a material change in control of its ownership. In 2017, the Commission designated Boomerang as an Eligible Telecommunications Carrier in South Dakota for the purpose of providing federal Lifeline service.¹ It is Boomerang's understanding that prior Commission approval is not required for the contemplated transaction. Therefore, Boomerang submits this letter solely for the Commission's information.

Boomerang is currently majority-owned (51%) by HH Ventures, LLC (HH Ventures), an Iowa limited liability company, and minority-owned (49%) by ViaOne Acquisition Company, LLC (ViaOne), a Delaware limited liability company. Prior to December 18, 2020, Boomerang was wholly owned by HH Ventures. On December 18, 2020, HH Ventures and ViaOne entered into a Membership Interest Purchase Agreement (Agreement) wherein ViaOne agreed to purchase Boomerang from HH Ventures. Under the Agreement, ViaOne initially acquired 49% of the Membership Interests owned by HH Ventures and it will now acquire the remaining 51% of the Membership Interests, thereby gaining control of Boomerang, upon receiving necessary regulatory approvals. ViaOne is equally owned by three entities: Flagship Equity Partners, LLC; BBBY, Ltd.; and SXCS Investments, LLC. Each of these

¹ *In the Matter of the Application of Boomerang Wireless, LLC DBA EnTouch Wireless for Designation as an Eligible Telecommunications Carrier*, Case No. TC13-035 (Apr. 28, 2017).

entities is organized under the laws of the State of Texas and none has a controlling ownership interest in ViaOne.

Following the proposed change in Boomerang's ownership, the Company's corporate and trade names and identifiers will remain unchanged. Furthermore, Boomerang's contact information on record with the Commission will remain unchanged. The proposed transaction will not result in any loss or impairment of service for any customer, and immediately following consummation of the transaction, customers will continue to receive their existing services at the same or better rates, terms, and conditions than currently in effect.² Thus, the proposed transaction holds no adverse effects for the Company's customers and, indeed, will be transparent to them.

Boomerang further advises the Commission that the proposed transaction will deliver meaningful public interest benefits to consumers in South Dakota. Boomerang focuses on providing Lifeline service to qualifying low-income consumers residing in South Dakota. ViaOne's affiliated company, ViaOne Services, LLC (ViaOne Services),³ has extensive experience in providing operational, marketing and regulatory compliance consulting services to wireless carriers. Following the transaction, Boomerang will be able to leverage fully ViaOne Services' expertise to continue to provide low-income consumers in South Dakota with high-quality voice and broadband Internet services.

Please contact me at (202) 342-8566 or jguyan@kelleydrye.com if there are any questions regarding this submission.

Respectfully submitted,



Joshua T. Guyan

Counsel for Boomerang Wireless, LLC

² Future changes to Boomerang's service offerings and/or the rates, terms and conditions applicable to those offerings will be implemented consistent with applicable regulatory requirements.

³ ViaOne Services is a Texas limited liability company. Over 98 percent of ViaOne Services is owned by the same three entities that own ViaOne with each having a 32.84 percent ownership interest. The remaining less than two percent of ViaOne Services is owned by two individuals. None of the owners has a controlling ownership interest in ViaOne Services.