



151 Southhall Lane, Ste 450
Maitland, FL 32751
P.O. Drawer 200
Winter Park, FL 32790-0200
www.inteserra.com

December 10, 2020
Via E-Filing

Ms. Brinda Westbrook-Sedgwick, Commission Secretary
Public Service Commission of District of Columbia
1325 G ST NW
Suite 800
Washington, DC 20005

**RE: Spectrotel, Inc.
Notice of Corporate Reorganization**

Dear Ms. Westbrook-Sedgwick:

Enclosed for filing please find the original of the Notice of Corporate Reorganization submitted on behalf of Spectrotel, Inc. ("Company"). Spectrotel, Inc. has completed an internal corporate reorganization resulting in the creation of a new affiliate, Spectrotel of the East LLC, which will become the telecommunications service provider for the Company's District of Columbia customers.

Spectrotel, Inc. was issued a Certificate of Public Convenience and Necessity ("CPCN") in Docket No. Docket 892-T-1505. Spectrotel, Inc. respectfully requests that the Commission approve the transaction to the extent required by law and/or Commission rules and transfer or reissue Spectrotel Inc.'s CPCN to Spectrotel of the East LLC, effective as soon as practicable.

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 407-740-3031 or via email to Sthomas@inteserra.com. Thank you for your assistance in this matter.

Sincerely,

/s/Sharon Thomas

Sharon Thomas
Consultant

tms: Via Online

Enclosures
ST/rs

Spectrotel, Inc.
Description of Corporate Reorganization

Spectrotel, Inc. has completed an internal corporate reorganization resulting in the creation of a new affiliate, Spectrotel of the East LLC, which will become the telecommunications service provider for the Company's District of Columbia customers. The effect of this reorganization is pro forma in nature and transparent to District of Columbia customers. Spectrotel, Inc. respectfully requests that the Commission approve the transaction to the extent required by law and/or Commission rules and transfer or reissue Spectrotel Inc.'s Certificate of Public Convenience and Necessity to Spectrotel of the East LLC, effective as soon as practicable.

A description of the transaction is set forth below.

The Companies

Spectrotel, Inc. is a privately held corporation organized under the laws of the State of Delaware. Spectrotel's principal business address is 3535 State Highway 66, Suite 7, Neptune, New Jersey, 07753. Spectrotel, Inc. was authorized to provide facilities-based and resold local exchange and exchange access telecommunications services in District of Columbia on October 12, 2000 in Docket No. 892-T-1505.

Spectrotel of the East LLC is a newly created privately held limited liability company organized under the laws of the State of Delaware, with offices at the same location as Spectrotel, Inc. Attachment 1 includes Spectrotel of the East LLC's Certificate of Formation of Limited Liability Company in Delaware, the certificate of good standing issued by the Delaware Secretary of State and the Certificate of Authority to transact business as a foreign LLC in District of Columbia.

The Transaction

Spectrotel, Inc. has undertaken an internal corporate reorganization, creating Spectrotel of the East LLC to serve its customers in District of Columbia. The corporate reorganization will not impact customers, and service will continue under the current rates, terms, and conditions. The ultimate ownership and control of the Company will not change. Spectrotel of the East LLC is a member managed LLC with Spectrotel Holding Company, LLC, a Delaware LLC, as its sole member. Spectrotel Holding Company, LLC is also a member managed LLC, with Spectrotel, Inc. as its primary member. Spectrotel, Inc., the ultimate parent company of Spectrotel of the East LLC, will continue to be 100% owned by Jack Dayan.

No new parent corporation or other entity will acquire Spectrotel, Inc. and no change of control will occur. No other public service company or stock corporation will acquire Spectrotel, Inc. because of this transaction. An organizational chart depicting the operating entity's corporate ownership and status before and after the restructuring is displayed on Attachment 2.

Upon completion of this reorganization, there will be no change to the management, corporate ownership, employees, rates, services, or other contract rights and obligations of the company. All the current managerial, technical, and financial resources available to Spectrotel, Inc. will remain available to Spectrotel of the East LLC, since the ultimate ownership of the Company will not change. Through this transaction, Spectrotel, Inc. is not seeking to expand or reduce its operating authority, and its services to customers (and service obligations) will not change as a result. Customer bills will continue to reflect the name "Spectrotel" or Touch Base Communications, as applicable. The proposed restructuring is in the public interest because it will allow Spectrotel to achieve administrative efficiencies and potential cost savings, thus financially strengthening the company without altering its operations in any respect.

Because the internal corporate restructuring will be transparent to customers, customer notice was not provided, as it would likely be confusing to customers.

Conclusion

Spectrotel, Inc. respectfully requests that the Commission approve the internal corporate reorganization described herein to the extent required by law or Commission rules, transfer or reissue Spectrotel Inc.'s Certificate of Public Convenience and Necessity to Spectrotel of the East LLC, effective as soon as practicable and grant such other relief as may be required.

Attachment 1

Certificate of Formation of Limited Liability Company in Delaware

Certificate of good standing issued by the Delaware Secretary of State

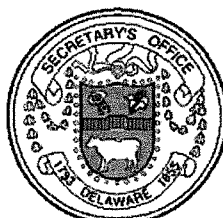
Certificate of Authority to transact business as a foreign LLC in District of Columbia


Delaware

The First State

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*I, JEFFREY W. BULLOCK, SECRETARY OF STATE OF THE STATE OF
DELAWARE, DO HEREBY CERTIFY THE ATTACHED IS A TRUE AND CORRECT
COPY OF THE CERTIFICATE OF FORMATION OF "SPECTROTEL OF THE EAST
LLC", FILED IN THIS OFFICE ON THE FIFTEENTH DAY OF JUNE, A.D.
2020, AT 10:07 O'CLOCK A.M.*




Jeffrey W. Bullock, Secretary of State

3061811 8100
SR# 20205687150

You may verify this certificate online at corp.delaware.gov/authver.shtml

Authentication: 203112142
Date: 06-15-20

State of Delaware
Secretary of State
Division of Corporations
Delivered 10:07 AM 06/15/2020
FILED 10:07 AM 06/15/2020
SR 20205687150 - File Number 3061811

CERTIFICATE OF FORMATION

OF

SPECTROTEL OF THE EAST LLC

The undersigned, an authorized natural person, for the purpose of forming a limited liability company, under the provisions and subject to the requirements of the State of Delaware (particularly Chapter 18, Title 6 of the Delaware Code and the acts amendatory thereof and supplemental thereto, and known, identified, and referred to as the "Delaware Limited Liability Company Act"), hereby certifies that:

FIRST: The name of the limited liability company (hereinafter called the "limited liability company") is:

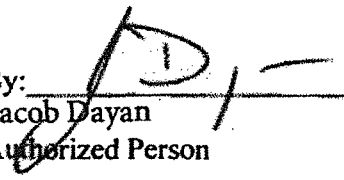
Spectrotel of the East LLC

SECOND: The address of the registered office and the name and the address of the registered agent of the limited liability company required to be maintained by Section 18-104 of the Delaware Limited Liability Company Act are:

Cogency Global Inc.
850 New Burton Road
Suite 201
Dover, Delaware 19904

THIRD: This Certificate of Formation shall be effective upon filing.

Executed on June 4, 2020.

By: 
Jacob Dayan
Authorized Person

Delaware

The First State

Page 1

I, JEFFREY W. BULLOCK, SECRETARY OF STATE OF THE STATE OF DELAWARE, DO HEREBY CERTIFY "SPECTROTEL OF THE EAST LLC" IS DULY FORMED UNDER THE LAWS OF THE STATE OF DELAWARE AND IS IN GOOD STANDING AND HAS A LEGAL EXISTENCE SO FAR AS THE RECORDS OF THIS OFFICE SHOW, AS OF THE SEVENTEENTH DAY OF JULY, A.D. 2020.

AND I DO HEREBY FURTHER CERTIFY THAT THE SAID "SPECTROTEL OF THE EAST LLC" WAS FORMED ON THE FIFTEENTH DAY OF JUNE, A.D. 2020.



3061811 8300

SR# 20206275954

You may verify this certificate online at corp.delaware.gov/authver.shtml

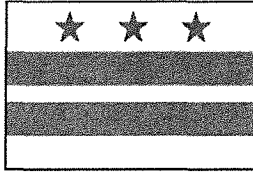
A handwritten signature of Jeffrey W. Bullock in black ink, written over a horizontal line.

Jeffrey W. Bullock, Secretary of State

Authentication: 203304494

Date: 07-17-20

GOVERNMENT OF THE DISTRICT OF COLUMBIA
DEPARTMENT OF CONSUMER AND REGULATORY AFFAIRS
CORPORATIONS DIVISION



C E R T I F I C A T E

THIS IS TO CERTIFY that all applicable provisions of the District of Columbia Business Organizations Code have been complied with and accordingly, this ***CERTIFICATE OF REGISTRATION*** is hereby issued to:

Spectrotel of the East LLC

Effective Date: 9/2/2020

IN WITNESS WHEREOF I have hereunto set my hand and caused the seal of this office to be affixed as of 9/11/2020 5:30 PM

Business and Professional Licensing Administration



Josef G. Gasimov

JOSEF G. GASIMOV
Superintendent of Corporations,
Corporations Division

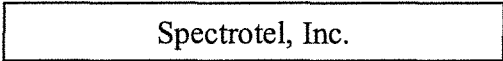
Muriel Bowser
Mayor

Tracking #: OFXGBSkY

Attachment 2

Organizational chart

Pre-Restructuring Organization



Post-Restructuring Organization

