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September 17, 2020  
**Via Web Filing**

Mr. Morris Woodruff, Executive Secretary  
Missouri Public Service Commission  
200 Madison Street  
Suite 500  
Jefferson City, MO 65101

RE: Notice of Consummation of Transfer of Control of CenturyLink Public Communications, Inc. from  
Embarq Corporation to Inmate Calling Solutions, LLC d/b/a ICSolutions

Dear Mr. Woodruff:

On behalf of Inmate Calling Solutions, LLC dba ICSolutions ("ICSolutions"), Embarq Corporation ("Embarq") and CenturyLink Public Communications, Inc. ("CPCI"), this filing notifies the Commission that a transfer of control of CPCI from Embarq to ICSolutions as described in the attached notice was completed on August 28, 2020.

Any questions you may have regarding this filing should be directed to my attention at 407-740-3005 or via email to [swarren@inteserra.com](mailto:swarren@inteserra.com). Thank you for your assistance in this matter.

Sincerely,

/s/Sharon R. Warren

Sharon R. Warren  
Consultant

cc: Ken Dawson (via Email) - ICS  
Office of Public Counsel  
tms: MOx2001

Enclosures  
SW/mp

**INMATE CALLING SOLUTIONS, LLC  
dba ICSOLUTIONS**

**NOTICE OF CONSUMMATION OF TRANSFER OF CONTROL**

Embarq Corporation (“Embarq”) and Inmate Calling Solutions, LLC dba ICSolutions (“ICSolutions”) (collectively, the “Parties”), through their respective consultant and counsel, hereby notify the Commission of the consummation of transfer of control of CenturyLink Public Communications, Inc. (“CPCI”) from Embarq to ICSolutions. As of August 28, 2020, as described in the Transaction, CPCI became a wholly-owned subsidiary of ICSolutions, as described in *Exhibit A*.

The Parties respectfully submit the Transaction will serve the public interest by enhancing ICSolutions’ ability to continue to serve correctional facilities, inmates and their families. The transaction also will not adversely impact competition or CPCI’s customers. Indeed, the transaction in large part consists of ICSolutions agreeing to take over the contracts and operational responsibility for the vast majority of CPCI’s correctional facility contracts as Embarq withdraws from the business. ICSolutions already operates as a subcontractor for all of those contracts in Missouri. As such, customers, inmates, and family members are already familiar and have worked with ICSolutions in these facilities. ICSolutions is therefore well positioned to ensure continuity of service without potential disruptions to service or cost which might occur with a new provider.

**I. DESCRIPTION OF THE PARTIES**

**A. Embarq and CPCI**

Embarq is a Delaware corporation with its principal place of business located at 100 CenturyLink Drive, Monroe, Louisiana 71201. Embarq is a wholly-owned direct subsidiary of CenturyLink, Inc., a Louisiana corporation and publicly traded on the New York Stock Exchange, with its principal place of business located at 100 CenturyLink Drive, Monroe, Louisiana 71201. CenturyLink, Inc. is an international facilities-based communications company engaged, through its various subsidiaries and operating companies, primarily in providing a broad array of integrated services to business and residential customers.

CPCI, which is a wholly-owned direct subsidiary of Embarq, is a Florida corporation with its principal place of business located at 100 CenturyLink Drive, Monroe, Louisiana, 71201. CPCI was granted a Certificate of Authority in the state of Missouri to provide Private Payphone service by the Commission in Case No. TA-98-246 on January 5, 1998<sup>1</sup>.

**B. ICSolutions**

ICSolutions is a limited liability company formed under the laws of the State of California with principal offices located at 2200 Danbury Street, San Antonio, TX 78217. ICSolutions is qualified to do business in the State of South Carolina and is in good standing. ICS was granted a Certificate of Authority to provide competitive intrastate interexchange telecommunications services including Operator Services in the state of Missouri by the Commission on May 2, 2004 in Case No. XA-2004-0478 and Tariff No. YX-2004-1127. ICSolutions currently provides telecommunications services to confinement and correctional facilities in 39 states, including inmate calling and video visitation services for inmates

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<sup>1</sup> Certificate was originally issued to Sprint Payphone Services, Inc.

and their families.<sup>2</sup> ICSolutions is a wholly-owned direct subsidiary of Keefe Group, LLC (“Keefe”), a Missouri limited liability company with its principal place of business at 1260 Andes Boulevard, St. Louis, Missouri 63132. Keefe, through its subsidiaries, is a supplier of food and personal care products, electronics, clothing, technology, telecommunications and software solutions to the correctional industry.

Keefe, in turn, is a wholly-owned direct subsidiary of TKC Holdings, Inc. (“TKC Holdings”). TKC Holdings is a Delaware corporation and holding company with its principal business office at 1450 Brickell Ave., 31st Floor, Miami, Florida 33131. TKC Holdings is a holding company of businesses providing products and services to the correctional markets, as well as the provision of single serve coffee machines, coffee, and hotel supplies to the hospitality and lodging market. TKC Holdings is indirectly controlled by an affiliate of H.I.G. Capital, L.L.C. (“H.I.G. Capital”), a private equity investment firm headquartered in Miami, Florida. H.I.G. Capital works with committed management teams and entrepreneurs to help build businesses of significant value. Its team of professionals has substantial operating, consulting, technology, and financial management experience, enabling it to contribute meaningfully to its portfolio companies.

## **II. CONTACT INFORMATION**

For the purposes of this Notice, contacts for the Parties are as follows:

*For Embarq and CPCI:*

Jason Topp  
Assistant General Counsel  
Lumen f/k/a CenturyLink  
200 S 5TH ST.  
Minneapolis MN 55402  
[Jason.Topp@Lumen.com](mailto:Jason.Topp@Lumen.com)  
(651) 312-5364

*For ICSolutions:*

Sharon R. Warren  
Consultant  
Inteserra Consulting Group, Inc.  
151 Southhall Lane, Suite 450  
Maitland, FL 32751  
407-740-3005 (tel.)  
407-740-0613 (fax)  
[swarren@inteserra.com](mailto:swarren@inteserra.com)

With a copy to:

Timothy P. McAteer  
President and General Manager  
Inmate Calling Solutions, LLC  
2200 Danbury Street  
San Antonio, TX 78217  
[tmcateer@keefegroup.com](mailto:tmcateer@keefegroup.com)

## **III. DESCRIPTION OF THE TRANSACTION**

On May 14, 2020, ICSolutions, Embarq, and CPCI entered into a Stock Purchase Agreement (the “Agreement”). Pursuant to the Agreement, ICSolutions will acquire from Embarq 100

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<sup>2</sup> The states in which ICSolutions provides telecommunications to correctional facilities are Alabama, Arizona, Arkansas, California, Colorado, Florida, Georgia, Idaho, Illinois, Indiana, Iowa, Kansas, Louisiana, Maryland, Massachusetts, Michigan, Minnesota, Mississippi, Missouri, Montana, Nebraska, Nevada, New Hampshire, New Mexico, New York, North Carolina, Ohio, Oregon, Pennsylvania, South Carolina, South Dakota, Tennessee, Texas, Utah, Virginia, Washington, West Virginia, Wisconsin, and Wyoming.

percent of the stock of CPCI. As of August 28, 2020, CPCI became a wholly-owned direct subsidiary of ICSolutions and is ultimately controlled by H.I.G. Capital.<sup>3</sup>

Embarq and CPCI will undertake certain internal pre-closing transactions to facilitate the transfer of CPCI to ICSolutions. Specifically, to the extent CPCI owns any remaining payphones or provides payphone service outside correctional facilities, such business will cease or be transferred to another affiliate of Embarq prior to closing.

For the Commission's reference, organizational charts illustrating the pre and post-closing corporate structure of CPCI as described herein are provided as *Exhibit A*.

#### **IV. PUBLIC INTEREST STATEMENT**

The Parties submit that the Transaction described herein is in the public interest. As noted previously, the Transaction will be seamless from the perspective of CPCI's customers and the public. The transaction will not result in any interruption, reduction, loss, impairment, or disruption of services. ICSolutions will continue to honor CPCI's correctional facility customer contracts. For correctional facilities and for inmates and inmate families, CPCI will continue to provide services at the same rates and on the same terms and conditions as are currently in effect.<sup>4</sup> Because ICSolutions is already a subcontractor to all of CPCI's Missouri contracts, its customers are already very familiar and have worked with ICSolutions and vice versa. Thus, other than changing the name of CPCI (of which customers will be notified), the transaction will not affect CPCI's customers or the services they receive.

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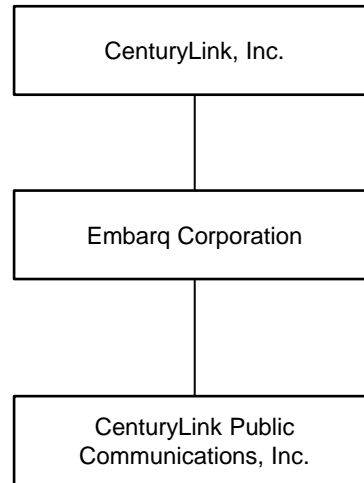
<sup>3</sup> As soon as reasonably practicable, ICSolutions will change the name of CPCI. ICSolutions will update the Commission's records to reflect the new name. CPCI's customers also will be notified of the name change.

<sup>4</sup> Any future changes in the rates, terms, and conditions of service to CPCI's correctional facility and end user customers will be undertaken in conformance with the applicable federal and state law, including notice and tariff requirements and CPCI's contractual obligations.

**EXHIBIT A**

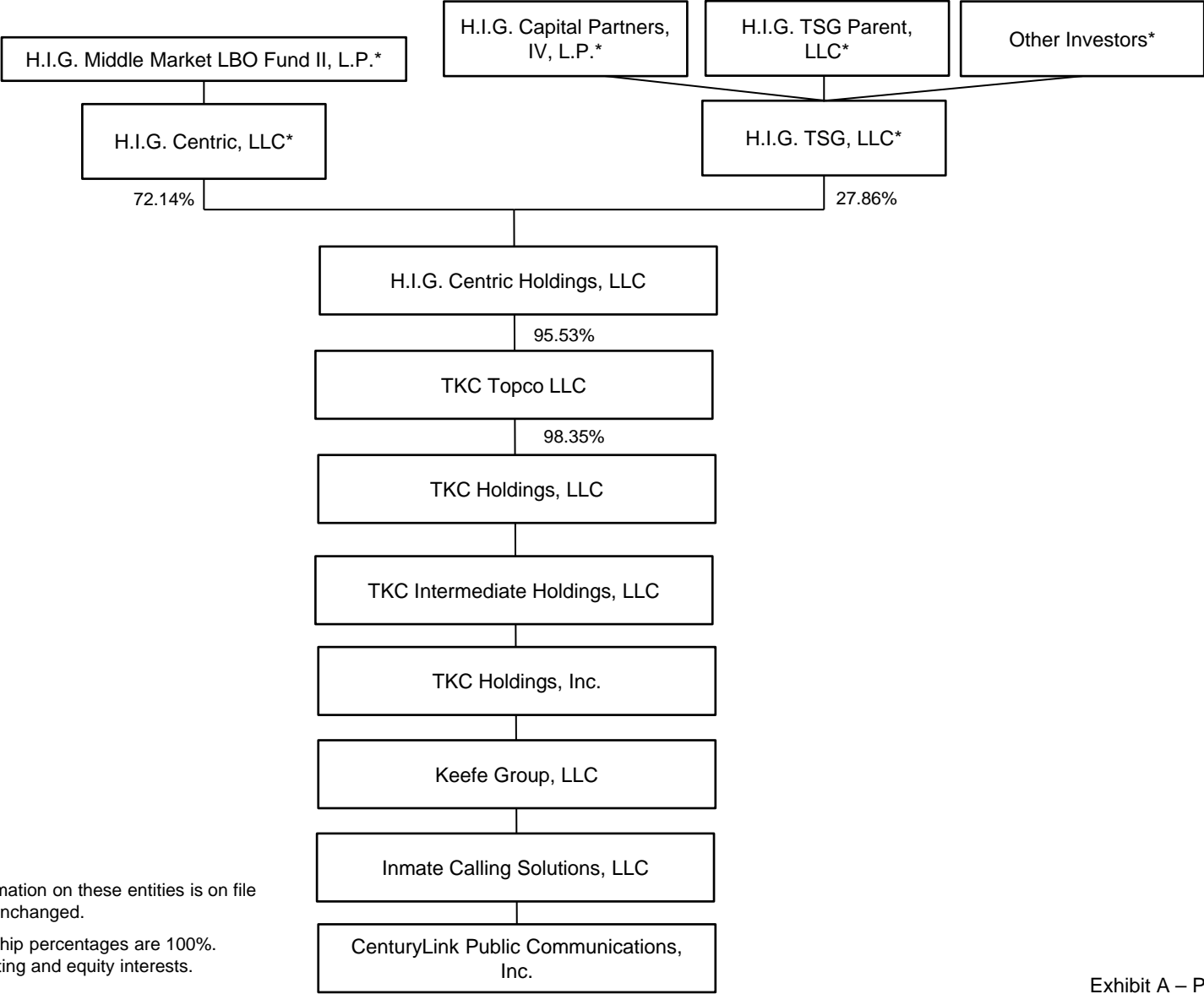
PRE- AND POST-TRANSACTION CHART

## Pre-Transaction Corporate Ownership Structure of Licensee



All ownership percentages are 100%.

# Post-Transaction Corporate Ownership Structure of Licensee



\* Complete ownership information on these entities is on file with the FCC and remains unchanged.

Unless indicated, all ownership percentages are 100%. Percentages reflect both voting and equity interests.