

Docket no. 14-114

CK# 113495/60-7269
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March 18, 2014

BY FEDERAL EXPRESS

Alisa Carrow Bentley, Secretary
Delaware Public Service Commission
861 Silver Lake Boulevard
Cannon Building, Suite 100
Dover, DE 19904

RE: Joint Application of Business Discount Plan, Inc. and Consumer Telcom, Inc. for Approval to Assign Customer Contracts

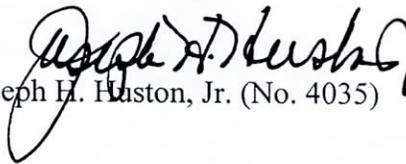
PSC Docket No. _____

Dear Ms. Bentley:

On behalf of Business Discount Plan, Inc. and Consumer Telcom, Inc., enclosed for filing with the Commission are an original plus ten (10) copies of the above-referenced Application. Also enclosed is a check in the amount of \$100.00 for the requisite filing fee.

Please date-stamp the extra copies of these filings and return them to me in the enclosed self-addressed stamped envelope. If you have any questions, please contact me by any of the means listed above. Thank you.

STEVENS & LEE


Joseph H. Huston, Jr. (No. 4035)

Enclosures
cc: Certificate of Service

Philadelphia • Reading • Valley Forge • Lehigh Valley • Harrisburg • Lancaster • Scranton
Wilkes-Barre • Princeton • Cherry Hill • New York • Wilmington

A PROFESSIONAL CORPORATION

BEFORE THE
PUBLIC SERVICE COMMISSION
Of DELAWARE

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Joint Petition of)
)
Business Discount Plan, Inc. Assignee, and)
) PSC Docket No. _____
Consumer Telcom, Inc., Assignor)
)
For Approval for Assignee to Acquire the)
Customers of Assignor)

JOINT APPLICATION

Business Discount Plan, Inc. (“BDP”) and Consumer Telcom, Inc. (“Consumer Telcom”) (jointly “Applicants”), by their undersigned representatives and pursuant to 26 Del. Code § 215 and the rules of the Delaware Public Service Commission (“Commission”), respectfully request Commission approval, to the extent required, for BDP to acquire the Delaware customers of Consumer Telcom, including the customer contracts, through a mutually negotiated customer base acquisition (“Transaction”). As a result of the Transaction, Consumer Telcom’s customers will be transferred to BDP, which will become the interexchange service provider for those customers. As described below, the Transaction will be virtually transparent to customers of Consumer Telcom in terms of the services that those customers receive and the rates and terms of those services currently provided by Consumer Telcom. Consumer Telcom will maintain its current operating authority and continue to assume attendant regulatory obligations in order to redirect its telecommunications market focus in the State. In support of this filing, the Applicants provide the following information:

I. INTRODUCTION AND REQUEST FOR EXPEDITED TREATMENT

On January 30, 2014, BDP and Consumer Telcom entered into a customer base acquisition agreement whereby Consumer Telcom agreed to sell, and BDP agreed to acquire, Consumer Telcom's commercial and residential intraLATA and interLATA interexchange customers located in Delaware and other jurisdictions served by the Applicants. Under the terms of the Transaction, BDP will begin providing current Consumer Telcom customers the same services at the same rates, terms and conditions provided by Consumer Telcom, effective on or about March 3, 2014, following regulatory approvals, where required.

Consumer Telcom has made an affirmative business decision to redirect its market focus and to sell its existing customer base in order to concentrate its efforts on a different segment of the telecommunications market in Delaware and throughout the United States. To that end, Consumer Telcom will maintain its current operating authority and continue to comply with attendant regulatory obligations following the transfer of its customers to BDP.

Consumer Telcom will assign to BDP those customers for which applicable state governmental are required and approvals have been obtained under the terms of the Transaction in order to complete the assignment. Applicants submit that the public interest would be served by the prompt transition of the business to BDP as quickly as possible, and therefore urge that the Commission promptly approve the requested transfer to permit the transfer of the Delaware customers at the earliest possible time.

II. DESCRIPTION OF THE APPLICANTS

A. Business Discount Plan, Inc.

BDP is a privately held corporation organized under the laws of the State of California on August 18, 1992. BDP is a provider of resold non-facilities-based interLATA and intraLATA

interexchange telecommunications services to commercial and residential customers in Delaware and throughout the United States. BDP was granted authority to provide interexchange telecommunications services in Delaware on February 14, 1995 under Commission Order 3946. The company is authorized by the Federal Communications Commission ("FCC") to provide interstate and international telecommunications services. BDP is in current compliance with its applicable regulatory obligations in Delaware and in the other jurisdictions in which it operates.

B. Consumer Telcom, Inc.

Consumer Telcom is a privately-held corporation organized under the laws of the State of California on September 23, 1998. Consumer Telcom is also a provider of resold non-facilities-based interLATA and intraLATA interexchange telecommunications services to commercial and residential customers in Delaware and throughout the United States. Consumer Telcom was granted authority to provide such services by the Commission on January 8, 2008 in PSC Docket No. 07-290, Order No. 7337. The company is authorized by the FCC to provide interstate and international telecommunications services. Consumer Telcom is in current compliance with its applicable regulatory obligations in Delaware and in the other jurisdictions in which it operates.

III. CONTACTS

Questions or any correspondence, orders, or other materials pertaining to this filing should be directed to the following.

Joseph H. Huston, Jr.
STEVENS & LEE P.C.
1105 North Market Street, Suite 700
Wilmington, DE 19801
Telephone: 302.425.3310

and to:

Andrew O. Isar
MILLER ISAR, INC.
4423 Point Fosdick Drive, N.W.
Suite 306
Gig Harbor, WA 98335
Telephone: 253.851.6700

With copies for Business Discount Plan, Inc.:

Craig Konrad
President
Business Discount Plan, Inc.
One World Trade Center
Suite 800
Long Beach, CA 90831
Telephone: 949.798.7040

With copies for Consumer Telcom, Inc.:

Joseph Nicotra
President
Consumer Telcom, Inc.
701 N. Green Valley Parkway, Suite 200
Henderson, Nevada, 89014
Telephone: 800.872.3811

IV. DESCRIPTION OF THE TRANSACTION

Pursuant to an Asset Purchase Agreement, dated February 25, 2014 (the "Agreement"), BDP will acquire Consumer Telcom's customer accounts and contracts, to the extent permitted under applicable law and regulations, certificates, licenses, registrations or other authorizations to provide intrastate, interstate, and international telecommunications services. The Agreement and transfer will become effective on or about March 27, 2014, or upon approval by regulatory agencies in those jurisdictions where the companies operate.

Consumer Telcom will assign to BDP those customers and assets for which applicable governmental approvals have been obtained. In the interest of assuring seamless and

uninterrupted service, all of the assigned customers will continue to receive service from BDP under the same rates, terms and conditions of services as were previously provided by Consumer Telcom. BDP will initially comply with Consumer Telcom's existing tariff. Future changes in the rates, terms and conditions of service to the affected customers will be undertaken pursuant to customer contracts and the applicable federal and state notice and tariff requirements.

V. PUBLIC INTEREST CONSIDERATIONS

The Applicants respectfully submit that the proposed Transaction serves the public interest. The Transaction will result in the assignment of Consumer Telcom customers to an existing long-standing company with established operating history in the State that will continue to provide telecommunications services to transferred customers without interruption. Further, the proposed Transaction is structured to assure an orderly transition of customers from Consumer Telcom to BDP.

In accordance with the terms of their service contracts and the rules and procedures of the FCC and applicable state(s), including this Commission, customers have been properly notified of the proposed transaction and the change in their telecommunications provider from Consumer to BDP. BDP and Consumer Telcom have provided customers with more than 30 days' advance notice of the transfer pursuant to Section 64.112(e) of the FCC's rules, 47 C.F.R. §64.1120(e), a copy of which is attached hereto at **Exhibit A**.

VI. REQUEST FOR WAIVER OF APPLICABLE ANTI-SLAMMING REGULATIONS.

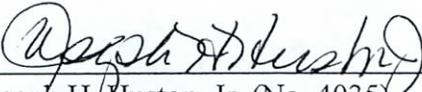
The Applicants have provided appropriate advanced notice of the Transaction as noted in **Exhibit A**. The letter takes into account relevant state and federal notification and consent requirements applicable to this Transaction. In an abundance of caution, Applicants request a waiver of any applicable account transfer or "anti-slammings" regulations that might nevertheless

be violated by the Transaction's being consummated without specific authorization and verification of each customer affected to the extent necessary. Each of Consumer Telcom's customers has received the requisite advance notice and will see no change in service rates, terms, or conditions of service from those currently in effect. The proposed Transaction will be seamless and virtually transparent to Consumer Telcom customers.

VII. CONCLUSION

WHEREFORE, for the reasons set forth above, the Applicants request that the Commission grant all authority necessary for Business Discount Plan, Inc. to acquire the customers of Consumer Telcom Long Distance, Inc. Further, Applicants request that the Commission expeditiously act on the Petition so that Consumer Telcom Long Distance, Inc.'s Delaware's customers may be assigned to Business Discount Plan, Inc. at the earliest possible opportunity.

Respectfully submitted,



Joseph H. Huston, Jr. (No. 4035)
STEVENS & LEE, P.C.
1105 North Market Street, Suite 700
Wilmington, DE 19801
Telephone: 302.425.3310
Email: jhh@stevenslee.com

Dated March 18, 2014

**BEFORE THE
PUBLIC SERVICE COMMISSION
OF DELAWARE**

Joint Petition of)
)
Business Discount Plan, Inc. Assignee, and)
) PSC Docket No. _____
Consumer Telcom, Inc., Assignor)
)
For Approval for Assignee to Acquire the)
Customers of Assignor)

LIST OF EXHIBITS

Exhibit A

Customer Notification

EXHIBIT A
Customer Notification

BUSINESS DISCOUNT PLAN, INC.

One World Trade Center Suite 800 Long Beach CA 90831

<http://www.interstatebdprate.net/>

Notice of Carrier Change

February 25, 2014

Dear Valued Consumer Telcom, Inc. Customer:

Great news for your long distance service! Following a reevaluation of its business focus, your current long distance company, Consumer Telcom, Inc. ("CTI") has entered into an agreement with Business Discount Plan, Inc. ("BDP") to acquire certain business holdings. **As a result, Business Discount Plan, Inc., will automatically become your new long distance telecommunication services provider after March 27, 2014.** (The specific date(s) of the transfer of your interstate and intrastate telephone services may differ depending upon when we receive the applicable federal and state regulatory approvals.)

Please rest assured that the transaction will not affect the services you currently receive. You will continue to receive services with the same rates, features, terms, and conditions as you currently enjoy, with the added convenience of receiving one bill through your local telephone company, where available. In the event that changes are made to your service you will be notified by separate mailing thirty (30) days prior to the changes becoming effective.

You will not be responsible for any charges associated with the transfer of your account. All charges associated with the transfer to BDP will be borne by BDP. Although you have the right to select the carrier of your choice, we value your business and hope that BDP may continue to serve you. If you should choose another telephone provider you will need to contact that carrier directly to arrange for the change prior to the transfer of your services to BDP and also provide BDP with notice per existing service terms. It can take several weeks for a new carrier to make the switch and you may also incur service initiation fees from that provider such as service order, installation and other similar charges associated with establishing a new service account.

If you currently have a preferred carrier freeze on your account you will still be automatically transferred to BDP on the effective date unless you have selected another carrier before the effective date. To arrange a new freeze or confirm an existing freeze, you must contact your local service provider.

BDP will be responsible for responding any customer inquiries prior to and during the transfer of service from CTI to BDP. **BDP's toll free customer service number for BDP is 800-680-1120, which will remain the same after your services are transferred.**

You can trust that you will be provided with the same quality service to which you have grown accustomed with CTI. We welcome you to BDP and look forward to meeting all your long distance communication needs. Please visit the web site <http://www.interstatebdprate.net/> for more information.

Sincerely,

The Product Management Team
Business Discount Plan, Inc.

STATE OF CALIFORNIA

)

COUNTY OF ORANGE

)

)

VERIFICATION

I, Craig Konrad, state that I am President of Business Discount Plan, Inc. ("BDP"); that I am authorized to make this verification on behalf of BDP; that the foregoing filing was prepared under my direction and supervision; and that, with respect to BDP, the same are true and correct to the best of my knowledge, information, and belief.

[Handwritten signature of Craig Konrad]

Craig Konrad
President
Business Discount Plan, Inc.
One World Trade Center
Suite 800
Long Beach, CA 90831
Telephone: 949.798.7040

Subscribed and Sworn to me this 10th day of ~~February~~ ^{March}, 2014

Surbhi Lohia
Notary Public

My Commission Expires: June 14, 2017

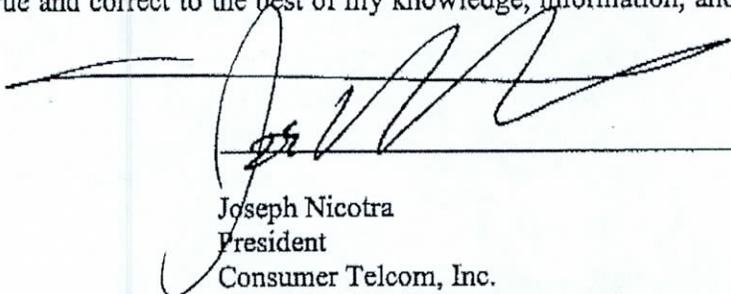
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STATE OF CALIFORNIA)
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COUNTY OF ORANGE)

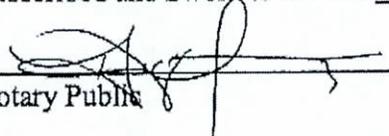
VERIFICATION

I, Joseph Nicotra, state that I am President of Consumer Telcom, Inc. ("Consumer Telcom"); that I am authorized to make this verification on behalf of Consumer Telcom; that the foregoing filing was prepared under my direction and supervision; and that, with respect to Consumer Telcom, the same are true and correct to the best of my knowledge, information, and belief.



Joseph Nicotra
President
Consumer Telcom, Inc.
701 N. Green Valley Parkway, Suite 200
Henderson, Nevada, 89014
Telephone: 800.872.3811

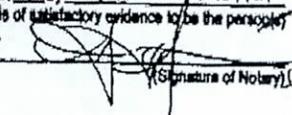
Subscribed and Sworn to me this 10th day of ^{MARCH} ~~February~~, 2014



Notary Public

My Commission Expires: 11/24/15

SEAL

STATE OF CALIFORNIA COUNTY OF ORANGE
Subscribed and sworn to (or affirmed) before me on this
10th day of MARCH, 2014 by JOSEPH NICOTRA
proved to me on the basis of satisfactory evidence to be the person(s)
who appeared before me.

(Signature of Notary)



**BEFORE THE
PUBLIC SERVICE COMMISSION
Of DELAWARE**

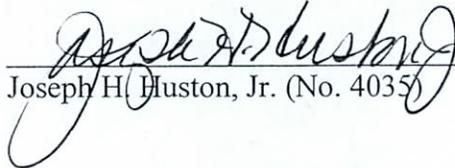
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Business Discount Plan, Inc. Assignee, and)
) PSC Docket No. _____
Consumer Telcom, Inc., Assignor)
)
For Approval for Assignee to Acquire the)
Customers of Assignor)

CERTIFICATE OF SERVICE

I hereby certify that on this 18th day of March, 2104 a copy of the foregoing Application was served by first class mail, postage prepaid, upon the following:

Division of the Public Advocate
820 N. French St., 4th Floor
Wilmington, Delaware 19801

Julie M. Donoghue, Esquire
Deputy Attorney General
Delaware Department of Justice
820 North French Street, 6th Floor
Wilmington, DE 19801



Joseph H. Huston, Jr. (No. 4035)