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April 18, 2019

Gwen R. Pinson
Executive Secretary
Kentucky Public Service Commission
P.O. Box 615
211 Sower Boulevard
Frankford, KY 40602-0615

RECEIVED

APR 22 2019

**PUBLIC SERVICE
COMMISSION**

RE: NOTIFICATION OF TRANSACTION

Dear Ms. Pinson:

On behalf of Pulsar360, Inc., a Colorado corporation, (“Old Pulsar360” or the “Seller”) and Pulsar360 Corp., a newly formed Delaware corporation (“New Pulsar360” or the “Buyer” collectively with Seller, the “Parties”), we hereby notify the Commission of the proposed transaction whereby all the assets of Seller, including, without limitation, all of its current customers (“Customers”) will be transferred to Buyer.

Neither of the Parties hold any federal or state regulatory licenses or any designation that would be required as a state public utility or if they were providers of telecommunications services (which they are not). Based on a review of Kentucky law, it is the Parties understanding that no Commission approval is required in connection with this proposed transaction. The Parties nonetheless file this letter as a courtesy to advise the Commission of the proposed transaction and ensure the continuing accuracy of the Commission’s records. An original and three (3) copies of this letter are enclosed. Please date-stamp and return the enclosed extra copy of this letter.

The Parties

Old Pulsar360 was organized on January 7, 2013 and is a registered Voice over Internet Protocol (“VoIP”) provider in many states throughout the United States. With origins dating back to 2001, Old Pulsar360 is one of the oldest VoIP/digital phone service companies in the United States and Canada. Since then, Old Pulsar360 has evolved into a full-service Unified Communications as a Service (“UCaaS”) provider, offering comprehensive voice, data, and cloud-based solutions. All services are provided on platforms that do not require state or federal licenses (which are licenses applicable to providers of telecommunications services). Further information concerning Old Pulsar360 is available on its website: <https://www.pulsar360.com/>

Old Pulsar360's contact information for questions concerning this transaction is:

Philip Macres
Klein Law Group, PLLC
1250 Connecticut Avenue, NW
Suite 700
Washington, DC 20036
Telephone: (202) 289-6956
Email: PMacres@KleinLawPLLC.com

New Pulsar360 is a UCaaS provider that delivers communications and collaboration solutions to small and medium businesses throughout the United States. The product offering includes comprehensive voice (supplied via VoIP), data and cloud-based solutions. New Pulsar360 is incorporated in Delaware and is a wholly owned subsidiary of SW Holdings US, Inc., which serves as a holding company for New Pulsar360. The two principal officers of New Pulsar360 are Peter Cassar (President/Treasurer) and Matthew Cassar (Vice President and Secretary). In addition, New Pulsar360 is seeking authority to transact business in Kentucky and has registered with the relevant taxing authorities. Because New Pulsar360 will not be providing telecommunications services, any state or federal regulatory licenses requirements that apply to providers of telecommunications services do not apply to New Pulsar360.

Following the transaction, New Pulsar360's contact information will be:

Pulsar360 Corp.
2915 Ogletown Road
Newark, DE 19713

New Pulsar360's contact information for questions concerning this transaction is:

Leon Nowalsky
Nowalsky & Gothard, APPLC
1420 Veterans Memorial Blvd.
Metairie, LA 70005
Telephone: (504) 832-1984
Email: lnowalsky@nbglaw.com

The Transaction

The proposed transaction will consist of Old Pulsar360 selling all of its assets to New Pulsar360. Following consummation of the transaction, New Pulsar360 will operate as Old Pulsar360 has in the past, providing services to customers under the same rates, terms, and conditions as before and retaining the same assets used in the provision of those services. Except for the principal owners of Old Pulsar360, New Pulsar360 intends to retain all key personnel, including the senior management and technical personnel. The transaction will be transparent to Customers in terms

of the services that they receive, as well as, their interaction with the provider. In short, the transaction will have no adverse impact on Customers in Kentucky.

Since Old Pulsar360 and New Pulsar360 do not offer telecommunications services, neither entity holds any state or federal licenses that providers of telecommunications services must obtain. As such, it is our understanding that no formal approval of the Commission is required for this transaction. Accordingly, the Parties will proceed on the understanding that the Commission requires no approval or other formal action with respect to the proposed transaction. The Parties respectfully request that the Commission update all relevant records including, but not limited to, any state-maintained databases for VoIP providers or for E911 contact purposes to include the new contact information contained herein.

Respectfully submitted,

/s/ Philip J. Macres

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