



Judith A. Riley, J.D.

12316 Hidden Forest Blvd.
Oklahoma City, Ok 73142

September 15, 2017

Via UPS Overnight Delivery

Florida Public Service Commission
Office of Commission Clerk
2540 Shumard Oak Blvd.
Tallahassee, Florida 32399-0850
(850) 413-6770

RECEIVED-FPSC
2017 SEP 19 AM 10:19
COMMISSION
CLERK

REDACTED

Re: Application Form for Authority to Provide Competitive Local Exchange Services

Commission Clerk:

Enclosed please find an original and one copy of the Application to Provide Competitive Local Exchange Services within the State of Florida filed on behalf of Magna5 LLC. I have also included the required filing fee of \$500.

Please acknowledge receipt of these documents by file-stamping the duplicate cover letter and returning it in the self-addressed stamped envelope included for this purpose.

If you have any questions or need additional information, please contact me at (405) 755-8177 ext. 103, or by email at mdean@telecompliance.net.

Check received with filing and forwarded to Fiscal for deposit. Fiscal to forward deposit information to Records.

Initials of person who forwarded check:

Respectfully,

Matt W. Dean
Regulatory Agent for Magna5 LLC

COM ___
AFD ___
APA ___
ECO ___
ENG ___
GCL ___
IDM
CLK ___

FLORIDA PUBLIC SERVICE COMMISSION

OFFICE OF TELECOMMUNICATIONS

APPLICATION FORM

FOR

AUTHORITY TO PROVIDE TELECOMMUNICATIONS COMPANY SERVICE WITHIN THE STATE OF FLORIDA

Instructions

- A. This form is used as an application for an original certificate and for approval of transfer of an existing certificate. In the case of a transfer, the information provided shall be for the transferee (See Page 8).
- B. Print or type all responses to each item requested in the application. If an item is not applicable, please explain.
- C. Use a separate sheet for each answer which will not fit the allotted space.
- D. Once completed, submit the original and one copy of this form along with a non-refundable application fee of **\$500.00** to:

**Florida Public Service Commission
Office of Commission Clerk
2540 Shumard Oak Blvd.
Tallahassee, Florida 32399-0850
(850) 413-6770**

- E. A filing fee of **\$500.00** is required for the transfer of an existing certificate to another company.
- F. If you have questions about completing the form, contact:

**Florida Public Service Commission
Office of Telecommunications
2540 Shumard Oak Blvd.
Tallahassee, Florida 32399-0850
(850) 413-6600**

1. This is an application for (check one):

Original certificate (new company).

Approval of transfer of existing certificate: Example, a non-certificated company purchases an existing company and desires to retain the original certificate of authority rather than apply for a new certificate.

2. Name of company: Magna5 LLC

3. Name under which applicant will do business (fictitious name, etc.): Magna5 LLC

4. Official mailing address:

Street/Post Office Box: 5445 Legacy Dr., Suite 180
City: Plano
State: TX
Zip: 75024

5. Florida address:

Street/Post Office Box: No physical location in Florida
City: _____
State: _____
Zip: _____

6. Structure of organization:

- | | |
|--|--|
| <input type="checkbox"/> Individual | <input type="checkbox"/> Corporation |
| <input type="checkbox"/> Foreign Corporation | <input type="checkbox"/> Foreign Partnership |
| <input type="checkbox"/> General Partnership | <input type="checkbox"/> Limited Partnership |
| <input checked="" type="checkbox"/> Other, please specify: Limited Liability Company | |

If individual, provide:

Name: _____
Title: _____
Street/Post Office Box: _____
City: _____
State: _____
Zip: _____
Telephone No.: _____
Fax No.: _____
E-Mail Address: _____
Website Address: _____

7. **If incorporated in Florida**, provide proof of authority to operate in Florida. The Florida Secretary of State corporate registration number is: n/a
8. **If foreign corporation**, provide proof of authority to operate in Florida. The Florida Secretary of State corporate registration number is: M15000004068 (See Exhibit A)
9. **If using fictitious name (d/b/a)**, provide proof of compliance with fictitious name statute (Chapter 865.09, FS) to operate in Florida. The Florida Secretary of State fictitious name registration number is: n/a
10. **If a limited liability partnership**, please proof of registration to operate in Florida. The Florida Secretary of State registration number is: n/a
11. **If a partnership**, provide name, title and address of all partners and a copy of the partnership agreement. n/a

Name: _____
Title: _____
Street/Post Office Box: _____
City: _____
State: _____
Zip: _____
Telephone No.: _____
Fax No.: _____
E-Mail Address: _____
Website Address: _____

12. **If a foreign limited partnership**, provide proof of compliance with the foreign limited partnership statute (Chapter 620.169, FS), if applicable. The Florida registration number is: n/a

13. Provide **F.E.I. Number**: 47-2623227

14. Who will serve as liaison to the Commission in regard to the following?

(a) The application:

Name: Matt Dean
Title: Regulatory Agent
Street Name & Number: _____
Post Office Box: PO Box 720128
City: Oklahoma City
State: OK
Zip: 73172-0128
Telephone No.: 405-755-8177 x103
Fax No.: 405-755-8377
E-Mail Address: mdean@telecompliance.net
Website Address: http://www.telecompliance.net/

(b) Official point of contact for the ongoing operations of the company:

Name: Joseph O'Hara
Title: CFO
Street Name & Number: 5445 Legacy Dr., Suite 180
Post Office Box: _____
City: Plano
State: Texas
Zip: 75024
Telephone No.: 214-932-9293
Fax No.: None
E-Mail Address: regulatory@magna5global.com
Website Address: http://www.magna5global.com/

(c) Where will you officially designate as your place of publicly publishing your schedule (a/k/a tariffs or price lists)?

- Florida Public Service Commission
- Website – *Website address*: <http://www.magna5global.com/>
- Other – *Please provide address*:

15. List the states in which the applicant:

(a) has operated as a telecommunications company.
See Exhibit B.

(b) has applications pending to be certificated as a telecommunications company.
None

(c) is certificated to operate as a telecommunications company.
See Exhibit B.

(d) has been denied authority to operate as a telecommunications company and the circumstances involved.
None

(e) has had regulatory penalties imposed for violations of telecommunications statutes and the circumstances involved.
None

(f) has been involved in civil court proceedings with another telecommunications entity, and the circumstances involved.
None

16. Have any of the officers, directors, or any of the ten largest stockholders previously been:

(a) adjudged bankrupt, mentally incompetent (and not had his or her competency restored), or found guilty of any felony or of any crime, or whether such actions may result from pending proceedings. Yes No

If yes, provide explanation.

(b) granted or denied a certificate in the State of Florida (this includes active and canceled certificates). Yes No

If yes, provide explanation and list the certificate holder and certificate number.

(c) an officer, director, partner or stockholder in any other Florida certificated or registered telephone company. Yes No

If yes, give name of company and relationship. If no longer associated with company, give reason why not. Joseph O'Hara is the CFO of Magna5 LLC and was previously the CFO of ANPI Business, LLC. He's no longer associated with ANPI because ANPI was acquired by Onvoy.

17. Submit the following:

(a) **Managerial capability:** resumes of employees/officers of the company that would indicate sufficient managerial experiences of each. Please explain if a resume represents an individual that is not employed with the company and provide proof that the individual authorizes the use of the resume. See Exhibit C.

(b) **Technical capability:** resumes of employees/officers of the company that would indicate sufficient technical experiences or indicate what company has been contracted to conduct technical maintenance. Please explain if a resume represents an individual that is not employed with the company and provide proof that the individual authorizes the use of the resume. See Exhibit C.

(c) **Financial Capability:** applicant's audited financial statements for the most recent three (3) years. If the applicant does not have audited financial statements, it shall so be stated. Unaudited financial statements should be signed by the applicant's chief executive officer and chief financial officer affirming that the financial statements are true and correct and should include: See Exhibit D.

1. the balance sheet,
2. income statement, and
3. statement of retained earnings.

Note: *It is the applicant's burden to demonstrate that it possesses adequate managerial capability, technical capability, and financial capability. Additional supporting information can be supplied at the discretion of the applicant.*

THIS PAGE MUST BE COMPLETED AND SIGNED

REGULATORY ASSESSMENT FEE: I understand that all telephone companies must pay a regulatory assessment fee. Regardless of the gross operating revenue of a company, a minimum annual assessment fee, as defined by the Commission, is required.

RECEIPT AND UNDERSTANDING OF RULES: I acknowledge receipt and understanding of the Florida Public Service Commission's rules and orders relating to the provisioning of telecommunications company service in Florida.

APPLICANT ACKNOWLEDGEMENT: By my signature below, I, the undersigned officer, attest to the accuracy of the information contained in this application and attached documents and that the applicant has the technical expertise, managerial ability, and financial capability to provide telecommunications company service in the State of Florida. I have read the foregoing and declare that, to the best of my knowledge and belief, the information is true and correct. I attest that I have the authority to sign on behalf of my company and agree to comply, now and in the future, with all applicable Commission rules and orders.

Further, I am aware that, pursuant to Chapter 837.06, Florida Statutes, "**Whoever knowingly makes a false statement in writing with the intent to mislead a public servant in the performance of his official duty shall be guilty of a misdemeanor of the second degree, punishable as provided in s. 775.082 and s. 775.083.**"

I understand that any false statements can result in being denied a certificate of authority in Florida.

COMPANY OWNER OR OFFICER

Print Name: Joseph O'Hara
Title: Chief Financial Officer
Telephone No.: 214-932-9293
E-Mail Address: regulatory@magna5global.com

Signature: _____



Date: _____

9-14-17

Magna5 LLC

LIST OF EXHIBITS

| | |
|--------------------|----------------------------------|
| EXHIBIT A | Secretary of State Authority |
| EXHIBIT B | Jurisdictional Authorities |
| EXHIBIT C | Biographies of Key Personnel |
| EXHIBIT D | Applicant's Financial Statements |
| EXHIBIT D-1 | Public Disclosure Copy |
| EXHIBIT D-2 | Trade Secret Copy (under seal) |

EXHIBIT A

Secretary of State Authority



FLORIDA DEPARTMENT OF STATE
Division of Corporations

September 14, 2016

CORPORATION SERVICE COMPANY - MELISSA

Re: Document Number M15000004068

The Amendment to the Application of a Foreign Limited Liability Company for X5 OPCO LLC which changed its name to MAGNA5 LLC, a Delaware limited liability company authorized to transact business in Florida, was filed on September 13, 2016.

Should you have any questions regarding this matter, please telephone (850) 245-6051, the Registration Section.

Shelia H Young
Regulatory Specialist II
Division of Corporation

Letter Number: 016A00019538

Account number: I20000000195

Amount charged: 25.00

www.sunbiz.org

Division of Corporations - P.O. BOX 6327 -Tallahassee, Florida 32314

COVER LETTER

TO: Registration Section
Division of Corporations

SUBJECT: X5 OpCo LLC
Name of Foreign Limited Liability Company

Dear Sir or Madam:

The enclosed application, certificate and fee(s) are submitted for filing.

Please return all correspondence concerning this matter to the following:

Ivy Shapiro
Name of Person

Blank Rome LLP
Firm/Company

One Logan Square, 130 N 18th St.
Address

Philadelphia, PA 19103
City/State and Zip Code

Shapiro-i@BlankRome.com
E-mail address: (to be used for future annual report notification)

For further information concerning this matter, please call:

Ivy Shapiro at (215) 569-5784
Name of Person Area Code & Daytime Telephone Number

STREET/COURIER ADDRESS:

Registration Section
Division of Corporations
Clifton Building
2661 Executive Center Circle
Tallahassee, Florida 32301

MAILING ADDRESS:

Registration Section
Division of Corporations
P.O. Box 6327
Tallahassee, Florida 32314

Enclosed is a check for the following amount:

- \$25 Filing Fee \$30 Filing Fee & Certificate of Status \$55 Filing Fee & Certified Copy \$60 Filing Fee, Certificate of Status & Certified Copy

CR2E055 (9/15)

16 SEP 13 AM 8:01

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

7. If the amendment changes the jurisdiction of organization, indicate new jurisdiction:

8. If the amendment changes person, title or capacity in accordance with 605.0902 (1)(e), indicate that change:

| <u>Title/Capacity</u> | <u>Name</u> | <u>Address</u> | <u>Type of Action</u> |
|-----------------------|-------------|----------------|-----------------------|
|-----------------------|-------------|----------------|-----------------------|

| | | | |
|--------|---------------------|---|---|
| Member | Magna5 Holdings LLC | 2828 North Harwood Street, Suite 1700, Dallas, TX 75201 | <input checked="" type="checkbox"/> Add |
|--------|---------------------|---|---|

| | | | |
|--|--------------|--|--|
| | Greg Forrest | | <input checked="" type="checkbox"/> Remove |
|--|--------------|--|--|

| | | | |
|--------|---------------------|--|---|
| Member | Magna5 Partners LLC | 555 East Lancaster Avenue, Suite 444, Radnor, PA 19087 | <input checked="" type="checkbox"/> Add |
|--------|---------------------|--|---|

Remove

Add

Remove

Add

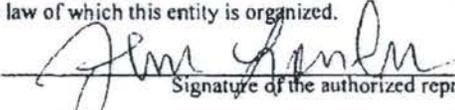
Remove

Add

Remove

16 SEP 13 AM 8:01
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

9. Attached is a certificate, if required: no more than 90 days old, evidencing the aforementioned amendment(s), duly authenticated by the official having custody of records in the jurisdiction under the law of which this entity is organized.


Signature of the authorized representative

John London

Typed or printed name of signee

Filing Fee: \$25.00

Delaware

The First State

Page 1

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 AMENDMENT OF "X5 OPCO LLC", CHANGING ITS NAME FROM "X5 OPCO LLC" TO "MAGNA5 LLC", FILED IN THIS OFFICE ON THE TWELFTH DAY OF SEPTEMBER, A.D. 2016, AT 1:15 O`CLOCK P.M.

16 SEP 13 AM 8:01

SECRETARY OF STATE
JALLMATASSFE, FLORIDA




Jeffrey W. Bullock, Secretary of State

5619562 8100
SR# 20165744932

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

Authentication: 202975466
Date: 09-12-16

STATE OF DELAWARE
CERTIFICATE OF AMENDMENT

1. Name of Limited Liability Company: X5 OpCo LLC
2. The Certificate of Formation of the limited liability company is hereby amended as follows:

Article 1 of the Certificate of Formation is hereby amended and restated in its entirety to read as follows:

"1. The name of the limited liability company is Magna5 LLC."

IN WITNESS WHEREOF, the undersigned have executed this Certificate on the 13th day of September, A.D. 2016.

By: 
Authorized Person(s)

Name: John London
Print or Type

16 SEP 13 AM 8:01

SECRETARY OF STATE
FALL WASSER LONDON

EXHIBIT B

Jurisdictional Authorities

| <u>Operating as a Telecom Company (or as a VoIP provider)</u> | | | |
|--|-------------------------|-------------------------------------|---|
| <u>State</u> | <u>provider)</u> | <u>Type of PUC Authority</u> | <u>Notes</u> |
| AL | Yes | Interexchange | Also provides VoIP which state does not regulate |
| AR | Yes | N/A | VoIP only -Does not regulate VoIP |
| AZ | Yes | Interexchange | |
| CA | Yes | IXC & VoIP | |
| CO | Yes | N/A | Local, LD & VoIP - PUC no longer regulates these services |
| CT | Yes | VoIP | |
| DC | Yes | N/A | IXC & VoIP only -Does not regulate IXC or VoIP |
| DE | Yes | N/A | VoIP only -Does not regulate VoIP |
| FL | Yes | N/A | IXC & VoIP only -Does not regulate IXC or VoIP |
| IA | Yes | Interexchange | |
| ID | Yes | N/A | VoIP only -Does not regulate VoIP |
| IL | Yes | IXC & VoIP | |
| IN | Yes | IXC & VoIP | |
| KS | Yes | Interexchange | Also provides VoIP which state does not regulate |
| KY | Yes | Local & LD & VoIP | |
| LA | Yes | N/A | VoIP only -Does not regulate VoIP |
| MA | Yes | Local & LD | Also provides VoIP which state does not regulate |
| MD | Yes | N/A | IXC & VoIP only -Does not regulate IXC or VoIP |
| ME | Yes | N/A | IXC & VoIP only -Does not regulate IXC or VoIP |
| MI | Yes | IXC & VoIP | |
| MN | Yes | Private Line & LD | |
| MO | Yes | IXC & VoIP | |
| MS | Yes | N/A | VoIP only -Does not regulate VoIP |
| MT | Yes | Local & LD | |
| NC | Yes | Interexchange | Also provides VoIP which state does not regulate |
| ND | Yes | IXC & VoIP | |
| NE | Yes | VoIP | |
| NH | Yes | Local & LD | Also provides VoIP which state does not regulate |
| NJ | Yes | Access, Local & LD | Also provides VoIP which state does not regulate |
| NM | Yes | N/A | VoIP only -Does not regulate VoIP |
| NY | Yes | Local & LD | Also provides VoIP which state does not regulate |
| OH | Yes | Interexchange | Also provides VoIP which state does not regulate |
| OK | Yes | Interexchange | Also provides VoIP which state does not regulate |
| OR | Yes | Local & LD | Also provides VoIP which state does not regulate |
| PA | Yes | Access, Local & LD | Also provides VoIP which state does not regulate |
| SC | Yes | VoIP | |
| SD | Yes | Interexchange | |
| TN | Yes | N/A | VoIP only -Does not regulate VoIP |
| TX | Yes | Interexchange | Also provides VoIP which state does not regulate |
| UT | Yes | CLEC | IXC & VoIP only -Does not regulate IXC or VoIP |
| VA | Yes | N/A | IXC & VoIP only -Does not regulate IXC or VoIP |
| VT | Yes | N/A | VoIP only -Does not regulate VoIP |
| WA | Yes | CLEC | Also provides VoIP which state does not regulate |
| WI | Yes | Interexchange | |
| WV | Yes | N/A | VoIP only -Does not regulate VoIP |

EXHIBIT C

Biographies of Key Personnel

Greg Forrest
Chief Executive Officer

Greg brings global perspective, entrepreneurial drive and proven successes to his role as CEO of Magna5. With a track record of building businesses through enterprise transformations and market consolidation strategies, Greg has extensive experience in leading and operating technology-enabled services businesses; all resulting in significant revenue growth, operating leverage and improved operational efficiencies. His past successes in creating shareholder value through financial performance, in both public and private companies, drove him to lead the initiative to lead the acquisition of three companies and bring them together as Magna5.

An enthusiastic, engaging leader driven to bring together teams of people within varied companies to drive greater successes, Greg is a talented c-level executive skilled in fostering business environments that encourage employees to exceed goals, all while keeping the service levels customer based and responsive to the changing needs of the marketplace. His has extensive expertise in Business Transformations, M&A, Integration, Compliance/Governance and Organizational Change Management.

He previously served as CEO/President of publicly-traded XETA Technologies (NASDAQ: XETA) with annual revenues of \$100M+ and headcount of 450 employees. He implemented growth strategies resulting in a 2X increase in revenue run rate, improved operating leverage while completing a business transformation and ultimately engineered the successful merger agreement with PAETEC Holding Corp. (now Windstream), acquired at \$5.50 per share, a 67% premium over average market closing price for previous six months. Greg also launched a US Geo for a Global Technology Service Provider located in Mumbai, India. The two-year outcome of this initiative resulted in a profitable \$50M U.S. operating entity where growth was achieved through acquisition and organic methods.

In 2011, Greg was recognized for his significant accomplishments by being named a Finalist of the Ernst and Young Entrepreneur of the Year Award. Greg is a graduate of the University of Washington.

Joe O'Hara
Chief Financial Officer

Chief Financial Officer Joe O'Hara brings a wealth of financial acumen specific to the telecommunications industry to Magna5. In his role, he oversees corporate finance and accounting functions for the company, including financial reporting, planning and analysis.

Before joining Magna5 in January 2017, Joe was the CFO of ANPI, LLC where he led various initiatives of corporate development activity, including the launch of a start-up subsidiary and other business expansion initiatives. During his time at ANPI, Joe was in a variety of finance roles, including Director of Finance and Accounting.

While responsible over the finance function, he worked to secure equity capital for the organization through multiple private placement offerings and by establishing commercial debt facilities, providing capital for the organization to successfully pursue its growth initiatives.

Throughout his time at ANPI, Joe worked closely with the Chief Executive Officer and the Board of Directors regarding the strategic focus of mergers and acquisitions activity and led critical activities surrounding due diligence, structuring, negotiations and final documentation.

Joe is a licensed Certified Public Accountant in Texas and Illinois, and is accredited in business valuation. He also holds a Masters of Business Administration degree with a concentration in finance from the University of Illinois at Urbana-Champaign.

Dan Horton
Chief Information Officer

Dan brings 25 years of telecommunications and operations experience to Magna5 and is dedicated to providing strong leadership skills in technology management and product development.

Dan served as the Chief Technology Officer at X5 Solutions, one of the companies brought together to make up Magna5, overseeing the day-to-day operations and operational strategy at one of the largest telecommunications providers in the Pacific Northwest.

Before his tenure at X5 Solutions, he was co-founder and Chief Technology Officer of Who's Calling, where he focused on growing the company from a start-up to \$75 million in annual sales. Throughout his career in the telecommunications industry, Dan held many executive positions, exhibiting his abilities to respond to the changing needs a company, no matter the title he held; from COO to CIO, CTO and VP of Engineering in CLECs, ISPs and IXCs, Dan's varied experience in dealing with all aspects of operational management, engineering and development, product management, network management and vendor management is extensive. He has unique experience bridging technology, business strategy, product development and operations together while transforming these elements from concepts to business success.

EXHIBIT D

Applicant's Financial Statements

- D-1** Applicant Financials
Public Disclosure Copy
- D-2** Applicant Financials
Trade Secret Copy (Filed under seal)

Exhibit D-1

Applicant Financial Statements

Public Disclosure Copy

Magna5 LLC and Subsidiaries
Consolidated Balance Sheet
As of December 31, 2016 and 2015
(in thousands)

| | Unaudited 2016 | Audited 2015 |
|---|--------------------|--------------------|
| Current Assets | | |
| Cash | \$ REDACTED | \$ REDACTED |
| Restricted cash | REDACTED | REDACTED |
| Accounts receivable, net of allowance | REDACTED | REDACTED |
| Prepaid and other current assets | REDACTED | REDACTED |
| Total current assets | REDACTED | REDACTED |
| Property and equipment, net | REDACTED | REDACTED |
| Other Assets | | |
| Intangible assets, net | REDACTED | REDACTED |
| Goodwill | REDACTED | REDACTED |
| Other non-current assets | REDACTED | REDACTED |
| Total other assets | REDACTED | REDACTED |
| Total assets | \$ REDACTED | \$ REDACTED |
| Current Liabilities | | |
| Accounts payable | \$ REDACTED | \$ REDACTED |
| Current portion of long term debt | REDACTED | REDACTED |
| Other accrued liabilities | REDACTED | REDACTED |
| Total current liabilities | REDACTED | REDACTED |
| Long Term Liabilities | | |
| Long term debt | REDACTED | REDACTED |
| Other long term liabilities | REDACTED | REDACTED |
| Total long term liabilities | REDACTED | REDACTED |
| Unitholders' Equity | | |
| Paid in capital | REDACTED | REDACTED |
| Accumulated deficit | REDACTED | REDACTED |
| Total unitholders' equity | REDACTED | REDACTED |
| Tota liabilities and unitholder's equity | \$ REDACTED | \$ REDACTED |

Magna5 LLC and Subsidiaries
Consolidated Statement of Operations
As of December 31, 2016 and 2015
(in thousands)

| | Unaudited 2016 | Audited 2015 |
|---|--------------------|--------------------|
| Revenue | \$ REDACTED | \$ REDACTED |
| Operating Expenses | | |
| Costs of revenue | REDACTED | REDACTED |
| Selling, general and administrative | REDACTED | REDACTED |
| Transaction and related costs for business acquisitions | REDACTED | REDACTED |
| Related party management fees | REDACTED | REDACTED |
| Loss on impairment of assets | REDACTED | REDACTED |
| Depreciation and amortization | REDACTED | REDACTED |
| | <u>REDACTED</u> | <u>REDACTED</u> |
| Operating loss | REDACTED | REDACTED |
| Interest expense, net | REDACTED | REDACTED |
| Net loss | <u>\$ REDACTED</u> | <u>\$ REDACTED</u> |

Magna5 LLC and Subsidiaries

Reconciliation to Earnings before Interest, Taxes, Depreciation, and Amortization (a non-GAAP measure)

As of December 31, 2016 and 2015

(in thousands)

| | Unaudited 2016 | Audited 2015 |
|---|--------------------|--------------------|
| Net loss | \$ REDACTED | \$ REDACTED |
| Interest expense, net | REDACTED | REDACTED |
| Transaction and related costs for business acquisitions | REDACTED | REDACTED |
| Related party management fees | REDACTED | REDACTED |
| Loss on impairment of assets | REDACTED | REDACTED |
| Depreciation and amortization | REDACTED | REDACTED |
| EBITDA | <u>\$ REDACTED</u> | <u>\$ REDACTED</u> |

Exhibit D-2

Applicant Financial Statements

Trade Secret Copy (Filed under seal)

FINANCIAL STATEMENTS ATTESTATION

We hereby swear under penalty of perjury as follows:

Joseph O'Hara, Chief Financial Officer of Magna5 LLC, and Greg Forrest, Chief Executive Officer of Magna5 LLC attest that as part of our duties, we directly oversee the preparation of the company's financial statements.

We are personally familiar with and certify to the accuracy of the financial statements provided to the Florida Public Service Commission in accordance with the Application requirements for Magna5 LLC to receive authority to provide resold local exchange telecommunications throughout the State of Florida.

Said financial statements were prepared under our direct supervision and guidance and they are true and correct and accurately reflect the financial position of the company.

Dated this 14 Day of September, 2017.

Magna5 LLC

Joseph O'Hara, CFO

SUBSCRIBED AND SWORN to before me this 14 day of September, 2017

Suzanne Gornik (SEAL)
Notary Public



My Commission Expires: MARCH 18, 2018

Dated this 14 Day of September, 2017.

Magna5 LLC

Greg Forrest, CEO

SUBSCRIBED AND SWORN to before me this 14 day of September, 2017

Suzanne Gornik (SEAL)
Notary Public



My Commission Expires: MARCH 18, 2018