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March 25, 2022

VIA ELECTRONIC FILING AND USPS

Luly E. Massaro
Commission Clerk
Rhode Island Public Utilities Commission
89 Jefferson Boulevard
Warwick, RI 02888

RE: AirVoice Wireless, LLC, d/b/a AirTalk Wireless

Dear Ms. Massaro:

Enclosed please find an original and three (3) copies of AirVoice Wireless, LLC, d/b/a AirTalk Wireless' Application for Designation as an Eligible Telecommunications Carrier in the State of Rhode Island. I have also enclosed a check in the amount of Three Hundred Dollars and 00/100 (\$300.00) payable to the "State of Rhode Island" for the filing fee.

If you should have any questions or if I may provide you with additional information, please do not hesitate to contact the office at (401) 477-0023. Kindly acknowledge receipt of this filing by returning the duplicate copy of this letter in the enclosed self-addressed and stamped envelope. Thank you.

Sincerely,


Marisa A. Desautel (md)

/md
Enclosures

**BEFORE THE
STATE OF RHODE ISLAND AND PROVIDENCE PLANTATIONS
PUBLIC UTILITIES COMMISSION**

AirVoice Wireless, LLC
d/b/a AirTalk Wireless
Application for Designation as an Eligible
Telecommunications Carrier

))))
Docket No. _____

APPLICATION

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March 25, 2022

TABLE OF CONTENTS

I. INTRODUCTION4

II. COMPANY OVERVIEW3

III. THE COMMISSION HAS JURISDICTION OVER DESIGNATION OF WIRELESS ETCs9

IV. AIRVOICE SATISFIES THE REQUIREMENTS FOR DESIGNATION AS AN ETC UNDER 47 C.F.R. § 54.20110

V. AIRVOICE SATISFIES THE ADDITIONAL REQUIREMENTS FOR ETC DESIGNATION UNDER 47 C.F.R. § 54.202(a).....17

VI. DESIGNATION OF AIRVOICE AS AN ETC WOULD PROMOTE THE PUBLIC INTEREST20

VII. CONCLUSION.....24

TABLE OF EXHIBITS

	<u>Exhibit</u>
Certification	1
FCC-Approved Compliance Plan.....	2
Coverage Area	3
Key Management Bios.....	4
Proposed Lifeline Offering	5
Sample Advertisements	6

**BEFORE THE
STATE OF RHODE ISLAND AND PROVIDENCE PLANTATIONS
PUBLIC UTILITIES COMMISSION**

AirVoice Wireless, LLC)
d/b/a AirTalk Wireless)
Application for Designation as an Eligible) Docket No. ____
Telecommunications Carrier)

I. INTRODUCTION

AirVoice Wireless, LLC d/b/a AirTalk Wireless (“AirVoice” or the “Company”), by its undersigned counsel, and pursuant to Section 214(e)(2) of the Communications Act of 1934, as amended (the “Act”),¹ Sections 54.101 through 54.207 of the Rules of the Federal Communications Commission (“FCC”),² and the rules and regulations of the State of Rhode Island and Providence Plantations Public Utilities Commission (“Commission”), hereby submits this Application for Designation as an Eligible Telecommunications Carrier (“ETC”) in the State of Rhode Island (this “Application”).

AirVoice seeks ETC designation solely to provide Lifeline service to qualifying Rhode Island consumers; it will not (and is not eligible to) seek access to funds from the federal Universal Service Fund (“USF”) for the purpose of participating in the Link-Up program or providing service to high-cost areas.³

¹ 47 U.S.C. § 214(e)(2)

² 47 C.F.R. §§ 54.101-54.207.

³ Given that the Company only seeks Lifeline support from the low-income program and does not seek any high-cost support, ETC certification requirements for the high-cost program are not applicable to the Company.

As demonstrated herein, and as certified in Exhibit 1 attached hereto, AirVoice meets all the statutory and regulatory requirements for designation as an ETC in the State of Rhode Island, including the requirements outlined in the FCC’s *Lifeline and Link Up Reform Order*,⁴ *Lifeline Modernization Order*,⁵ and *Fifth Report and Order*.⁶ Furthermore, AirVoice is positioned to reach unserved and underserved Lifeline-eligible consumers. Rapid grant of AirVoice’s request, therefore, would advance the public interest because it would enable the Company to commence much needed Lifeline services to a wide array of low-income Rhode Island residents as soon as possible. Accordingly, the Company respectfully requests that the Commission expeditiously approve this Application.

All correspondence, communications, pleadings, notices, orders and decisions relating to this Application should be addressed to:

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⁴ *In the Matter of Lifeline and Link Up Reform and Modernization, Lifeline and Link Up, Federal-State Joint Board on Universal Service, Advancing Broadband Availability Through Digital Literacy Training*, WC Docket No. 11-42, WC Docket No. 03-109, CC Docket No. 96-45, WC Docket No. 12-23, Report and Order and Further Notice of Proposed Rulemaking, FCC 12-11 (rel. Feb. 6, 2012) (“*Lifeline and Link Up Reform Order*”).

⁵ *In the Matter of Lifeline and Link Up Reform and Modernization, Telecommunications Carriers Eligible for Universal Service Support, Connect America Fund*, WC Docket No. 11-42, WC Docket No. 09-197, WC Docket No. 10-90, Third Report and Order, Further Report and Order, and Order on Reconsideration, FCC 16-38 (rel. Apr. 27, 2016) (hereinafter, “*Third Report and Order*” or “*Lifeline Modernization Order*”).

⁶ *In the Matter of Bridging the Digital Divide for Low-Income Consumers, Lifeline and Link Up Reform and Modernization, Telecommunications Carriers Eligible for Universal Service Support*, WC Docket No. 17-287, WC Docket No. 11-42, WC Docket No. 09-197, Fifth Report and Order, Memorandum Opinion and Order and Order on Reconsideration, and Further Notice of Proposed Rulemaking, FCC 19-111 (rel. Nov. 14, 2019) (hereinafter, “*Fifth Report and Order*”).

And

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II. COMPANY OVERVIEW

AirVoice is a Michigan limited liability company,⁷ with its principal office located at 9920 Brooklet Drive, Houston, Texas 77099. AirVoice is a provider of commercial mobile radio service (“CMRS”) and provides prepaid wireless telecommunications services to consumers by using the underlying wireless networks of AT&T Mobility LLC and T-Mobile USA, Inc. (its “Underlying Carriers”) on a wholesale basis. AirVoice obtains the network infrastructure and wireless transmission facilities from its Underlying Carriers to allow the Company to operate as a Mobile Virtual Network Operator (“MVNO”).

AirVoice is currently designated as an ETC and providing Lifeline services in the following jurisdictions: California, Kentucky, Michigan, Mississippi, New York, Ohio, Oklahoma, Pennsylvania, South Carolina and Wisconsin. AirVoice also provides non-Lifeline mobile phone services and is an approved provider of broadband services under the FCC’s Affordable Connectivity Program (“ACP”). AirVoice is a wholly owned subsidiary of VTel Holdings, LLC, a Texas limited liability company (“VTel”). Henry Hung Do, a United States citizen and a resident of the State of Texas, owns one hundred percent (100%) of: (a) VTel, which was formed to acquire 100% ownership interest in AirVoice; (b) Cintex Wireless, LLC d/b/a SFone Wireless, a Delaware limited liability company (“Cintex”), that provides Lifeline-only wireless

⁷ AirVoice was formed in the State of Michigan on May 7, 1999.

services as an ETC in Arkansas, Maine, Maryland, Rhode Island, and West Virginia and non-Lifeline wireless services throughout the United States, and is approved to provide ACP services in over 45 jurisdictions; (c) NewPhone Wireless, LLC, a Louisiana limited liability company (“NewPhone”), that is authorized to provide non-Lifeline wireless service throughout the United States and ACP services in over 45 jurisdictions, and provides Lifeline-only wireless services as an ETC in Louisiana; (d) HTH Communications, LLC, a Texas limited liability company, a global and one of the largest mobile device distributors in the United States, which has been in business for more than thirteen (13) years; (e) SofTel Technologies, LLC, a Texas limited liability company, that provides distribution services to wireless providers; and (f) Softel Holdings, LLC, a Texas limited liability company which was formed to acquire 100% ownership interest in TAG Mobile, LLC (“TAG Mobile”)⁸, a limited liability company organized under the laws of the State of Texas. TAG Mobile provides wireless Lifeline services to customers in the following nineteen (19) states in which it has been designated an ETC: Arizona, Arkansas, California, Colorado, Iowa, Kentucky, Louisiana, Maine, Maryland, Michigan, Minnesota, Missouri, Nevada, Oklahoma, Pennsylvania, South Carolina, Texas, West Virginia and Wisconsin.⁹

⁸ In connection with the proposed transaction with Softel Holdings, LLC (the “Transaction”), TAG Mobile formed TAG Mobile Bankruptcy Sale Entity, LLC (“New TAG Mobile”) as a wholly owned subsidiary. New TAG Mobile is a Texas limited liability company created to receive the regulated assets of TAG Mobile at the closing of the Transaction. New TAG Mobile currently owns no assets and has no debts. Upon consummation of the Transaction, New TAG Mobile will acquire all of the regulated assets of TAG Mobile, including its Lifeline customers, wireless authorizations and its designations as an ETC. Thereafter, New TAG Mobile will operate pursuant to those wireless authorizations and designations to provide Lifeline services to eligible consumers in its designated service areas.

⁹ TAG Mobile holds Section 214 authority from the FCC. Filings for necessary approvals of the Transaction in connection with this authority are pending with the FCC.

Under current ownership, neither AirVoice nor its affiliates have been subject to enforcement sanctions related to the Low-Income Fund or ETC revocation proceedings in any state except as noted below.¹⁰

AirVoice will provide affordable prepaid mobile phone service and high-quality customer service. AirVoice's service offering will include: (1) local and long-distance calling; (2) access to the following custom calling features at no charge: (a) Caller ID; (b) Call Waiting; (c) Call Forwarding; (d) 3-Way Calling; and (e) Voicemail; (3) text messaging; (4) broadband access; and (5) the option for a consumer to "bring their own device". AirVoice may offer user-friendly handsets or hotspot devices. AirVoice's products and plans will be specially geared toward serving lower income communities, especially in rural areas that are predominantly unserved by other ETCs designated in the state, and its service models and pricing plans will reflect this mission. The Company will not require service contracts from its customers, and it will always ensure competitively low pricing for its services and products. AirVoice will manage all aspects of the customer experience, including setting service pricing, handset selection, marketing materials, and live customer service. The Company's prepaid, budget-friendly pricing will give many low-income consumers the option of having mobile phone service and broadband access without the

¹⁰ Pursuant to a Membership Interest Purchase Agreement dated February 6, 2019, Henry Hung Do purchased 100% of the equity of Cintex. Pursuant to an Order and Consent Decree adopted on December 22, 2017, Cintex settled a Notice of Apparent Liability with the FCC (*See* File No. EB-IHD-13-00010671), which all occurred under prior ownership and management. By Order adopted December 16, 2021 (*See* File No. EB-IHD-20-00031449), NewPhone entered into a Consent Decree with the Enforcement Bureau of the FCC for the purpose of terminating the Bureau's investigation on whether NewPhone, as an ETC, claimed support from the Lifeline program of the Universal Service Fund (USF or Fund) for duplicate or otherwise ineligible subscribers. On September 23, 2020, the Bureau issued NewPhone an LOI to obtain information about the claims in question. NewPhone filed its response to the LOI on November 23, 2021. Within weeks after USAC notified NewPhone of the apparently improper use of beneficiary data, the Company terminated its relationship with the Marketing Agents involved in the enrollments. USAC worked with NewPhone from early August through October 2020 to address the issues raised by the claims. On October 30, 2020, NewPhone submitted revised claims which USAC agreed addressed the full amount at issue in its investigation. Because USAC determined NewPhone had promptly submitted revised claims in the full amount USAC sought, there was no need to issue a recovery letter. To resolve the matter, NewPhone agreed to implement a compliance plan and make a \$100,000 settlement payment.

burden of hidden costs, varying monthly charges, or contractual commitments. Customers will be able to customize their AirVoice service to suit their needs with AirVoice's available bundles of minutes, broadband data, and text packages to supplement their monthly plan.

AirVoice's Lifeline customers will be low-income consumer households, and the majority are unlikely to have had phone service or broadband access of any kind prior to enrollment. AirVoice's customers will depend on, and benefit greatly from, AirVoice's inexpensive and flexible pricing plans. AirVoice will not impose credit checks, nor will it require any deposits or contractual commitments. AirVoice's Customers may turn to AirVoice because they cannot afford the postpaid services provided by traditional wireless carriers. AirVoice will affirmatively reach out to the low-income sector of the consumer base to offer attractive and affordable communications options. As such, AirVoice will contribute to the expansion of mobile wireless and broadband services for low-income consumers in Rhode Island.

III. THE COMMISSION HAS JURISDICTION OVER DESIGNATION OF WIRELESS ETCs

Section 214(e)(2) of the Act provides state public utility commissions with the "primary responsibility" for the designation of ETCs.¹¹ Although Section 332(c)(3)(A) of the Act prohibits states from regulating the entry of or the rates charged by any provider of commercial mobile service or any private mobile service, this prohibition does not allow states to deny wireless carriers ETC status.¹² Under the Act, a state public utility commission with jurisdictional authority over ETC designations must designate a common carrier as an ETC if the carrier satisfies the requirements of Section 214(e)(1).

¹¹ 47 U.S.C. § 214(e)(2).

¹² *USF Order*, at 8858–59, ¶ 145.

AirVoice recognizes that Section 214(e)(1)(A) of the Act states that ETCs shall offer services, at least in part, over their own facilities and that Section 54.201(i) of the FCC's Rules (47 C.F.R. § 54.201(i)) prohibits state commissions from designating as an ETC a telecommunications carrier that offers services exclusively through the resale of another carrier's services. However, the FCC has granted forbearance from enforcement of this facilities requirement to carriers seeking Lifeline-only ETC designation.¹³ Section 10(e) of the Act (47 U.S.C. § 160(e)) provides: “[a] State commission may not continue to apply or enforce any provision of this chapter that the [Federal Communications] Commission has determined to forbear from applying under subsection (a) of this section.” As such, the Commission is required by Section 10(e) to act in accordance with the FCC's grant of forbearance, and therefore, may not apply the facilities-based requirement to AirVoice. Therefore, the Commission has the authority under Section 214(e)(2) of the Act to grant AirVoice's request for designation as an ETC throughout the State of Rhode Island.

IV. AIRVOICE SATISFIES THE REQUIREMENTS FOR DESIGNATION AS AN ETC UNDER 47 C.F.R. § 54.201

Section 254(e) of the Act provides that, “only an eligible telecommunications carrier designated under section 214(e) shall be eligible to receive specific federal universal service support.” Section 214(e)(2) of the Act authorizes state commissions, such as the Commission, to designate ETC status for federal universal service purposes and authorizes the Commission to designate wireless ETCs.¹⁴ Section 214(e)(1) of the Act and Section 54.201(d) of the FCC's rules provide that applicants for ETC designation must be common carriers that shall, throughout the designated service area, offer all of the services supported by universal service, either using their

¹³ See *Lifeline and Link Up Reform Order* at ¶ 368.

¹⁴ See *Federal-State Joint Board on Universal Service, First Report and Order*, 12 FCC Rcd 8776, 8858-59, ¶ 145 (1997) (“*USF Order*”).

own facilities or a combination of their own facilities and the resale of another carrier's services, except where the FCC has forbore from the "own facilities" requirement. Applicants also must commit to advertise the availability and rates of such services.¹⁵ As detailed below, AirVoice satisfies each of the above-listed requirements.

A. AirVoice Will Provide Service Consistent with the FCC's Grant of Forbearance from Section 214's Facilities Requirements

Although Section 214 requires ETCs to provide services using their facilities, at least in part, the FCC has forbore from that requirement with respect to carriers such as AirVoice. In the *Lifeline and Link Up Reform Order*, the FCC granted forbearance from the "own-facilities" requirement contained in Section 214(e)(1)(A) for carriers that are, or seek to become, Lifeline-only ETCs, subject to the following conditions:¹⁶

(1) the carrier must comply with certain 911 requirements [(a) providing its Lifeline subscribers with 911 and E911 access, regardless of activation status and availability of minutes; (b) providing its Lifeline subscribers with E911-compliant handsets and replacing, at no additional charge to the subscriber, noncompliant handsets of Lifeline-eligible subscribers who obtain Lifeline-supported services; and (c) complying with conditions (a) and (b) starting on the effective date of this Order]; and

(2) the carrier must file, and the Bureau must approve, a compliance plan providing specific information regarding the carrier's service offerings and outlining the measures the carrier will take to implement the obligations contained in this Order as well as further safeguards against waste, fraud and abuse the Bureau may deem necessary.

¹⁵ See 47 U.S.C. § 214(e)(1) and 47 C.F.R. § 54.201(d)(2).

¹⁶ See *Lifeline and Link Up Reform Order* at ¶¶ 368, 373, and 379.

In accordance with the *Lifeline and Link Up Reform Order*, AirVoice filed a Compliance Plan with the FCC, which the FCC approved on December 26, 2012.¹⁷ The FCC approved AirVoice's Revised Compliance Plan on December 23, 2021¹⁸ as the final condition to the Company's transfer of control to VTel. A copy of the Company's current FCC-Approved Compliance Plan is attached hereto as Exhibit 2. AirVoice commits to providing Lifeline service in Rhode Island in accordance with its FCC-approved Compliance Plan and in compliance with applicable state and federal regulations, to the extent amendments thereto may supersede commitments made in the Compliance Plan.

B. AirVoice Is a Common Carrier

CMRS providers like AirVoice are treated as common carriers.¹⁹

C. AirVoice Will Provide All Supported Services

Through its Underlying Carriers, AirVoice is able to provide all of the supported services required by Section 54.101(a) of the FCC's Rules (47 C.F.R. § 54.101(a)) as follows:

1. Voice Telephony Service

As set forth in 47 C.F.R. § 54.101(a)(1), eligible Voice Telephony Services must provide the following:

¹⁷ See FCC Public Notice DA 12-2063, <https://www.fcc.gov/document/wcb-approves-nine-lifeline-compliance-plans>.

¹⁸ See Public Notice DA 21-1641, <https://www.fcc.gov/document/wcb-approves-revised-compliance-plan-airvoice-wireless-llc>.

¹⁹ *Implementation of Sections 3(n) and 332 of the Communications Act, Regulatory Treatment of Mobile Services*, GN Docket No. 93-252, Second Report and Order, 9 FCC Rcd 1411, 1425 ¶ 37, 1454-55 ¶ 102 (1994) (wireless resellers are included in the statutory "mobile services" category, and providers of cellular service are common carriers and CMRS providers); 47 U.S.C. § 332(c)(1)(A) ("mobile services" providers are common carriers); see also *PCIA Petition for Forbearance for Broadband PCS*, WT Docket No. 98-100, (Memorandum Opinion and Order and Notice of Proposed Rulemaking, 13 FCC Rcd 16857, 16911 ¶ 111 (1998) ("We concluded [in the *Second Report and Order*] that CMRS also includes the following common carrier services: cellular service, ... all mobile telephone services and resellers of such services.") (emphasis added).

Voice Grade Access to the Public Switched Telephone Network. AirVoice provides voice grade access to the public switched telephone network (“PSTN”) through the purchase of wholesale CMRS services from its Underlying Carriers.

Local Usage At No Additional Charge. AirVoice offers rate plans that provide its customers with minutes of use for local service at no additional charge.

Access to Emergency Services. AirVoice provides 911 and E911 access for all of its customers to the extent the local government in its service area has implemented 911 or E911 systems. As noted, calls to 911 emergency services will always be free and will be available regardless of service activation status or availability of minutes. AirVoice also complies with the FCC’s regulations governing the deployment and availability of E911 compatible handsets.

Toll Limitation. In its *Lifeline and Link Up Reform Order*, the FCC provided that toll limitation would no longer be deemed a supported service.²⁰ “ETCs are not required to offer toll limitation service to low-income consumers if the Lifeline offering provides a set amount of minutes that do not distinguish between toll and non-toll calls.”²¹ Nonetheless, AirVoice’s offerings inherently allow Lifeline subscribers to control their usage, as its wireless service is offered on a prepaid, or pay-as-you-go, basis. AirVoice’s service, moreover, is not offered on a distance-sensitive basis and local and domestic long-distance minutes are treated the same.

²⁰ See *Lifeline and Link Up Reform Order* at ¶ 367.

²¹ See *id.* at ¶ 49.

2. Broadband Internet Access Services

While no longer a supported service under 47 C.F.R. § 54.101(a), AirVoice provides Broadband Internet access service (“BIAS”) in accordance with the FCC’s minimum service standards to ensure Lifeline customers receive full support. The FCC has stated that BIAS consists of the ability for a user to receive “the capability to transmit data to and receive data from all or substantially all Internet endpoints, including any capabilities that are incidental to and enable the operation of the communications service, but excluding dial-up Internet access service.”²² AirVoice provides BIAS to low-income consumers via resale of AT&T and T-Mobile services.

D. AirVoice Requests Designation Throughout Its Service Area

AirVoice is not a rural telephone company as defined in Section 153(37) of the Act (47 U.S.C. § 153(37)). Accordingly, AirVoice is required to describe the geographic area(s) within which it requests designation as an ETC. AirVoice requests ETC designation that is statewide in scope to allow the Company to provide Lifeline service wherever its Underlying Carriers have wireless coverage. The Company’s coverage area identified by zip codes is attached hereto as Exhibit 3. AirVoice understands that its service area overlaps with rural carriers in Rhode Island but maintains that the public interest factors described below justify its designation in these carriers’ service areas, especially because it seeks ETC designation solely to utilize USF funding to provide Lifeline service to qualified low-income consumers. AirVoice is not eligible for and does not seek Link-Up or high-cost support.

Therefore, designation of AirVoice as an ETC will cause no growth in the high-cost portions of the USF and will not erode high-cost support from any rural telephone company. In fact, the FCC has determined that “[d]esignation of competitive ETCs promotes competition and

²² See 47 C.F.R. § 8.2(a).

benefits consumers in rural and high-cost areas by increasing customer choice, innovative services, and new technologies.”²³ While federal rules (47 U.S.C. §§ 160, 214(e)(5) and 47 C.F.R. § 54.207(b)) require that the service area of an ETC conform to the service area of any rural telephone company serving the same area (the “service area conformance” requirement), the FCC’s *Lifeline and Link Up Reform Memorandum Opinion and Order* (FCC 13-44 released April 15, 2013) authorized forbearance from the service area conformance requirements with respect to carriers seeking to provide Lifeline-only service.²⁴ In light of this forbearance, the Commission has the authority to designate ETCs such as AirVoice in rural areas without concern for the service area conformance requirement.²⁵

E. AirVoice Will Advertise the Availability of Supported Services

AirVoice will advertise the availability and rates for the services described above using media of general distribution as required by 47 C.F.R. § 54.201(d)(2). AirVoice will comply with the FCC’s rules regarding information to be included in marketing materials, including FCC rule section 54.405(c). Specifically, AirVoice’s marketing materials will state, in easily understood language, that: (i) the service is a Lifeline service; (ii) Lifeline is a government assistance program; (iii) the service may not be transferred to someone else; (iv) consumers must meet certain eligibility requirements before enrolling in the Lifeline program; (v) the Lifeline program permits only one Lifeline discount per household; (vi) documentation is necessary for enrollment; and (vii) AirVoice is the provider of the services. Moreover, the Lifeline application/certification form will

²³ See *Western Wireless Corporation Petition for Designation as an Eligible Telecommunications Carrier in the State of Wyoming, Memorandum Opinion and Order*, 16 FCC Rcd 48, 55 (2000).

²⁴ See *In the Matter of Telecommunications Carriers Eligible for Support, Lifeline and Link Up Reform*, WC Docket No. 09-197, WC Docket No. 11-42, Memorandum Opinion and Order, FCC 13-44 (rel. April 15, 2013).

²⁵ See 47 C.F.R. § 54.207(c).

state that Lifeline is a federal benefit and that consumers who willfully make a false statement in order to obtain the Lifeline benefit can be punished by fine or imprisonment or can be barred from the program. Additionally, AirVoice will disclose the company name under which it does business and the details of its Lifeline service offerings in any Lifeline-related marketing and advertising.

AirVoice will engage in advertising campaigns specifically targeted to reach those likely to qualify for Lifeline service, promoting the availability of cost-effective wireless services to this neglected consumer segment. AirVoice may also promote the availability of its Lifeline offering by distributing brochures at various state and local social service agencies and may partner with nonprofit assistance organizations in order to inform customers of the availability of its Lifeline service. In addition, AirVoice intends to utilize its network of retail partners (once established) to help promote the availability of its Lifeline plans, especially retail outlets that are frequented by low-income consumers. AirVoice will provide retail vendors with signage to be displayed where Company products are sold, and with printed materials describing the Company's Lifeline program. AirVoice will also do on-line marketing which may include social media and other on-line channels.

V. AIRVOICE SATISFIES THE ADDITIONAL REQUIREMENTS FOR ETC DESIGNATION UNDER 47 C.F.R. § 54.202(a)

AirVoice hereby provides the additional information and certifications required for carriers seeking ETC designation as set forth in 47 C.F.R. § 54.202(a).

A. Service Commitment Throughout the Proposed Designated Service Area

AirVoice will provide service in Rhode Island by reselling service which it obtains from its Underlying Carriers, whose networks are operational and largely built out. Thus, AirVoice will be able to commence offering its Lifeline service to all locations served by its Underlying Carriers very soon after receiving approval from the Commission.

In accordance with 47 C.F.R. § 54.202(a)(1)(i), and by the certification attached in Exhibit 1, AirVoice commits to comply with the service requirements applicable to the low-income support that it receives. Pursuant to 47 C.F.R. § 54.202(a)(1)(ii), a common carrier seeking designation as a Lifeline-only ETC is not required to submit a five-year network improvement plan as part of its application for designation as an ETC.

B. Ability to Remain Functional in Emergency Situations

In accordance with 47 C.F.R. § 54.202(a)(2), AirVoice has the ability to remain functional in emergency situations. As discussed, AirVoice will utilize the extensive and well-established network facilities of Tier 1 wireless carriers to provide its Lifeline services. The Company understands that its Underlying Carriers' networks have access to a reasonable amount of back-up power to ensure functionality without an external power source, are able to reroute traffic around damaged facilities, and are capable of managing traffic spikes resulting from emergency situations. Indeed, its Underlying Carriers have repeatedly certified to the FCC that its network functions in emergency situations.²⁶ The Underlying Carriers provide this functionality to AirVoice and its customers.

C. Commitment to Consumer Protection and Service Quality

In accordance with 47 C.F.R. § 54.202(a)(3), an ETC applicant must demonstrate that it will satisfy applicable consumer protection and service quality standards, and wireless applicants may satisfy this requirement with a commitment to comply with the Cellular Telecommunications and Internet Association's ("CTIA") Consumer Code for Wireless Service. AirVoice hereby commits to comply with the CTIA Consumer Code for Wireless Service.

D. AirVoice is Financially and Technically Capable

In accordance with 47 C.F.R. § 54.202(a)(4), AirVoice is financially and technically capable of providing Lifeline-supported services and is currently offering Lifeline service in ten (10) jurisdictions. In addition, AirVoice has been providing non-Lifeline wireless service throughout the United States since 1999. AirVoice receives revenue from a number of sources which are

²⁶ See, e.g., *In the Matter of Telecommunications Carriers Eligible for Universal Service Support, Petition of AT&T USA, Inc. for Designation as a Low-Income Eligible Telecommunications Carrier, et al.*, WC Docket No. 09-197, at 20 (released Aug. 16, 2012).

completely independent from the revenue it will receive in the form of Lifeline support. AirVoice does not and will not rely exclusively on USF disbursements to operate. In addition, AirVoice's financial and technical capabilities to provide service are demonstrated by its performance over twenty-two (22) years in the wireless telephone industry, with consistently strong service, organic growth, and robust protections to ensure its Lifeline customers meet eligibility requirements. AirVoice's new ownership and affiliates will also provide additional financial, technical and managerial support as needed.

Furthermore, the senior management of AirVoice has great depth in the telecommunications industry and offers extensive telecommunications business technical and managerial expertise to AirVoice.²⁷ AirVoice will be providing resold wireless service, and therefore will also rely upon the managerial and technical expertise of its Underlying Carriers.

E. Terms and Conditions of Proposed Lifeline Offering

AirVoice has the ability to provide all services supported by the universal service program, as detailed in 47 C.F.R. § 54.101(a), throughout Rhode Island. AirVoice intends to be a leader in the prepaid marketplace by offering consumers exceptional value and competitive amounts of voice and broadband usage. AirVoice commits that its Lifeline-supported voice services will meet or exceed the minimum service standards set forth in 47 C.F.R. § 54.408, including as such standards are updated going forward. AirVoice's Lifeline-supported broadband services will also meet the minimum service standards set forth in 47 C.F.R. § 54.408 for mobile broadband internet access services, including for service speed and data usage allowance, as such standards are updated going forward. To the extent AirVoice provides devices for use with Lifeline-supported broadband service, such devices will meet the equipment requirements set forth in 47 C.F.R. §

²⁷ See attached Exhibit 4 for key management bios.

54.408(f), and AirVoice will not impose an additional or separate tethering charge for mobile data usage below the minimum standard.

Attached hereto as Exhibit 5 is a summary table of the Company's proposed Lifeline service offerings, showing that non-tribal Lifeline customers will receive 1000 voice minutes, unlimited text messages, and 4.5 gigabytes (GB) of data per month with full access to its Underlying Carriers' networks at a net cost of \$0.00 after application of Lifeline support.²⁸ Lifeline customers that also elect to receive ACP benefits from AirVoice will receive unlimited talk and text with 15 GB data (unlimited data for tribal customers) after application of Lifeline and ACP support. Customers will be able to purchase additional minutes or data as needed. All plans will include nationwide domestic long-distance at no extra per-minute charge, and AirVoice will not assess any usage for access to its free customer services (611). Emergency (911) calls will be free, regardless of service activation or availability of minutes, and will not count against the customer's airtime. The Company's Lifeline offering will provide feature-rich mobile connectivity for qualifying subscribers without the burden of credit checks or service contracts. AirVoice's prepaid offering will be an attractive alternative for consumers who need the mobility, security, and convenience of a wireless phone, but who are concerned about usage charges or long-term contracts.

F. AirVoice Will Comply with the Lifeline Certification and Verification Requirements

Customers interested in obtaining information on the Lifeline program will be directed to a toll-free telephone number and to the Company's website, www.airtalkwireless.com, which will contain information regarding the Company's Lifeline service plans, including a description of the Lifeline program and eligibility criteria. Customers must then apply directly through the National

²⁸ The current rate plan is based upon the December 2021 FCC minimum service standards ("MSS") and will change based on the future MSS.

Lifeline Eligibility Verifier (“National Verifier”), which they may do online or by submitting all required documentation to the National Verifier by mail. Customers may download a copy of the application form from the Internet (either from the National Verifier’s or Company’s website) or request that a copy be mailed to them. AirVoice utilizes the standard Lifeline application forms as required by FCC rules, and thus complies with the disclosure and information collection requirements in 47 C.F.R. § 54.410(d).²⁹ AirVoice will certify and verify initial and continued consumer eligibility in accordance with 47 C.F.R. § 54.410 and will notify the applicant that the prepaid service must be personally activated by the subscriber and the subscriber must use their service every thirty (30) days. AirVoice further confirms that it will not provide a consumer with an activated device and will not activate a Lifeline service unless or until it has confirmed that the consumer is a qualifying low-income household pursuant to 47 C.F.R. § 54.409 and completed the required eligibility determination and certification requirements of 47 C.F.R. §§ 54.410, 54.404-54.405. Processing of consumers’ applications and determination of eligibility will be performed by the National Verifier.

G. Prevention of Waste, Fraud and Abuse

AirVoice recognizes the importance of safeguarding the USF and has implemented measures and procedures to prevent duplicate Lifeline benefits being awarded to the same household. AirVoice complies with the requirements of the National Lifeline Accountability Database (“NLAD”) and section 54.404 of the FCC’s rules. In Rhode Island, the National Verifier queries the NLAD for every enrollment to determine whether a prospective subscriber is currently

²⁹ *FCC Wireline Competition Bureau Provides Guidance on Universal Forms for the Lifeline Program*, WC Docket No. 11-42, Public Notice, “Wireline Competition Bureau Provides Guidance on Universal Forms for the Lifeline Program,” DA 18-161 (rel. Feb. 20, 2018). The standard application/certification forms are available on USAC’s website (See USAC, Lifeline Forms, <http://www.usac.org/li/tools/forms/default.aspx>).

receiving a Lifeline service from AirVoice or any other ETC, and whether anyone else living at the prospective subscriber's residential address is currently receiving Lifeline service. In addition, Company personnel emphasize the "one Lifeline service per household" restriction in their direct sales contacts with potential customers. Furthermore, the FCC has taken steps to curb abuse in the Lifeline program by establishing the National Verifier, which transfers the responsibility of eligibility determination away from Lifeline providers. AirVoice will rely on the National Verifier to determine initial and ongoing eligibility of Rhode Island Lifeline subscribers.

Consistent with federal regulations, the Company will not seek USF reimbursement for new subscribers until they have personally activated the service, either by initiation and/or actual use of the service and will de-enroll any subscriber that has not used the Company's Lifeline service as set forth in 47 C.F.R. § 54.407(c)(2). An account will be considered active if the authorized subscriber establishes usage, as "usage" is defined by 47 C.F.R. § 54.407(c)(2), during the specified timeframe, currently a period of thirty (30) days, or during the notice period set forth in 47 C.F.R. § 54.405(e)(3), currently a period of fifteen (15) days. In accordance with 47 C.F.R. § 54.405(e)(3), AirVoice will provide the subscriber advanced notice, using clear, easily understood language, that the subscriber's failure to use the Lifeline service within the notice period will result in service termination for non-usage. Customers that have been deactivated may participate in the Company's Lifeline service in the future by reapplying and re-establishing eligibility.

To further protect the integrity of the USF, AirVoice contracts with a third-party Lifeline service bureau, currently CGM, LLC, to edit all subsidy request data. CGM will process and validate the Company's subsidy data to prevent: (1) Duplicate Same-Month Lifeline Subsidies (Double Dip): any name/address that is already receiving a lifeline subsidy from the Company will

be automatically prevented from receiving a second lifeline subsidy in that same month; and (2) Inactive lines receiving subsidy: CGM's systems compare all subsidy requests to underlying network status to ensure that subsidies are requested only for active lines. Moreover, AirVoice has implemented an internal auditing process to review NLAD and CGM findings as a final layer of fraud prevention. Through the processes described above, AirVoice ensures that it does not over-request from support funds.

H. AirVoice Will Comply with Certification and Verification Requirements

As mentioned above, AirVoice will rely on the National Verifier for initial and annual verification of Lifeline eligibility in accordance with Section 54.410 of the FCC's Rules.

I. AirVoice Will Comply With Reporting Requirements

AirVoice will provide the Commission a copy of its annual certifications and Lifeline recertification results pursuant to 47 C.F.R. § 54.416 (i.e., FCC Form 555), as well as a copy of its annual report filed pursuant to 47 C.F.R. § 54.422 (i.e., FCC Form 481), and will comply with applicable Commission reporting requirements for Lifeline ETCs.

J. AirVoice Will Comply With Regulations Imposed By The Commission

By this Application, AirVoice hereby asserts its willingness and ability to comply with the rules and regulations that the Commission may lawfully impose upon the Company's provision of service contemplated by this Application. Upon Commission request, AirVoice is prepared to answer questions or present additional testimony or other evidence about its services within the state. AirVoice commits that 100% of federal universal service funds will flow through directly to Lifeline customers.

VI. DESIGNATION OF AIRVOICE AS AN ETC WOULD PROMOTE THE PUBLIC INTEREST

One of the principal goals of the Act, as amended by the Telecommunications Act of 1996, is “to secure lower prices and higher quality services for American telecommunications consumers and encourage the rapid deployment of new telecommunications technologies” to all citizens, regardless of geographic location or income.³⁰ Designation of AirVoice as an ETC in Rhode Island will further that public interest. Whether because of financial constraints, poor credit history, or intermittent employment, many low-income consumers often lack the countless choices available to most consumers and thus have yet to reap the full benefits of the intensely competitive wireless market.

The instant request for ETC designation must be examined in light of the Act’s goal of providing low-income consumers with access to telecommunications services. The primary purpose of universal service is to ensure that consumers—particularly low-income consumers—receive affordable and comparable telecommunications services. The FCC has in recent years expanded the Lifeline program to cover broadband services, noting that “Only half of all households in the lowest income tier subscribe to a broadband service and 43 percent say the biggest reason for not subscribing is the cost of the service,” and “Of the low income consumers who have subscribed to mobile broadband, over 40 percent have to cancel or suspend their service due to financial constraints.”³¹ Given this context, designating AirVoice as an ETC would significantly benefit low-income consumers eligible for Lifeline services in Rhode Island—the intended beneficiaries of universal service.

³⁰ *Telecommunications Act of 1996*, Pub. L. No. 104-104, 110 Stat. 56.

³¹ See *Lifeline Modernization Order* ¶ 2.

A. Advantages of AirVoice's Service Offering

AirVoice offers a unique, easy to use, competitive, and highly affordable wireless telecommunications service, which benefits qualified consumers who either have no other service alternatives or who choose a wireless prepaid solution in lieu of more traditional service. The public interest benefits of AirVoice's wireless service include larger calling areas (as compared to traditional wireline carriers), the convenience and security afforded by mobile service, and voice and broadband access included without cost (after application of the Lifeline support), as well as either a free SIM card or handset, and free access to caller ID, call waiting, and Voicemail features, and access to 911 services regardless of the number of voice minutes remaining on the Lifeline consumer's plan. These no cost to consumer services and low-cost minutes are an invaluable resource for cash-strapped consumers, and the prepaid nature of the service also provides an alternative for "unbanked" consumers.

AirVoice's Lifeline offerings compare favorably with those of other competitive ETCs, and provide Lifeline customers with voice minutes, text messages, and a data allotment (meeting the voice and broadband minimum service standards), at no net cost to the customer after application of Lifeline support. AirVoice's Lifeline offering will be provided over its Underlying Carriers' networks. AirVoice's prepaid wireless service is likely to be an especially attractive option for low-income consumers because it alleviates customer concerns regarding hidden costs, varying monthly charges and long-term contract issues.

In today's market, consumers, including qualified Lifeline customers, view the portability and convenience of wireless service not as a luxury, but as a necessity. Mobile service allows children to reach their parents wherever they may be, allows a person seeking employment greater ability to be contacted by potential employers, and provides end users with the ability to contact

emergency service providers regardless of location. Mobile service often also serves as a key bridge in closing the homework gap for students who live in rural areas with limited access to broadband.

With the comprehensive strength and experience of AirVoice’s management team, the Company’s technology-based business model, and AirVoice’s solid history as a Lifeline provider, AirVoice is uniquely positioned to meet the needs of Lifeline customers, utilizing the Company’s innovative outreach and high integrity enrollment process, and AirVoice remains committed to careful stewardship of the Lifeline program. Without question, prepaid wireless services have become essential for low-income customers, providing them with value for their money, access to emergency services on wireless devices, and a reliable means of contact for prospective employers, social service agencies or dependents. Providing AirVoice with the authority necessary to offer discounted Lifeline service to those without wireless service—or most in danger of losing service altogether—undoubtedly promotes the public interest.

B. The Benefits of Competitive Choice

The FCC has acknowledged the benefits to consumers of being able to choose from among a variety of telecommunications service providers for more than three decades.³² Increasing customer choice promotes competition and innovation, thus spurring other carriers to target low-income consumers with service offerings tailored to their needs, ultimately resulting in improved services to consumers. Designation of AirVoice as an ETC will help ensure that quality services are available at “just, reasonable, and affordable rates” as envisioned in the Act.³³ Introducing AirVoice into the market as an additional wireless ETC provider will afford low-income Rhode Island residents a wider choice of providers and available services while creating a competitive marketplace as ETCs compete for a finite number of Lifeline-eligible customers. Increasing the competitive marketplace of providers has the potential to effectively increase the penetration rate and reduce the number of individuals not connected to the PSTN.

C. Impact on the Universal Service Fund

With Lifeline, ETCs only receive support for customers they obtain. The amount of support available to an eligible subscriber is exactly the same whether the support is given through a company such as AirVoice or the Incumbent LEC operating in the same service area. The number of persons eligible for Lifeline support is the same regardless of the number of ETCs; thus, AirVoice will only increase the amount of USF Lifeline funding in situations where it obtains Lifeline customers not already enrolled in another ETC’s Lifeline program. By implementing the safeguards set forth in the *Lifeline and Link Up Reform Order* and utilizing the NLAD and National Verifier, the likelihood that AirVoice’s customers are not eligible or are receiving duplicative

³² See, e.g., *Specialized Common Carrier Services*, 29 FCC Rcd 870 (1971).

³³ See 47 U.S.C. § 254(b)(1).

support either individually or within their household is greatly minimized. AirVoice's ability to increase the Lifeline participation rate of qualified low-income individuals will further the goal of Congress to provide all individuals with affordable access to telecommunications service, and thus any incremental increases in Lifeline expenditures are far outweighed by the significant public interest benefits of expanding the availability of affordable wireless services to low-income consumers.

VII. CONCLUSION

Based on the foregoing, designation of AirVoice as an ETC in the State of Rhode Island complies with the requirements of Section 214(e)(2) of the Act and is clearly in the public interest.

WHEREFORE, AirVoice hereby respectfully requests that the Commission promptly designate AirVoice as an ETC in the State of Rhode Island for the purpose of participating in the Lifeline program.

Respectfully submitted,

/s/ Lance J.M. Steinhart

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*Attorneys for AirVoice Wireless, LLC
d/b/a AirTalk Wireless*

March 25, 2022

EXHIBIT 1

Certification

STATE OF TEXAS)
)
COUNTY OF HARRIS)

I, Henry Do, Chief Executive Officer of AirVoice Wireless, LLC d/b/a AirTalk Wireless (the "Company"), hereby state upon oath and affirmation of belief and personal knowledge that the matters, facts and statements set forth in the foregoing Petition are true to the best of my knowledge and belief.

I certify that the Company will comply with the service requirements applicable to the low-income support it receives.



Henry Do, Chief Executive Officer
AirVoice Wireless, LLC
d/b/a AirTalk Wireless

EXHIBIT 2

FCC-Approved Compliance Plan

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May 17, 2021

VIA ECFS

Marlene H. Dortch, Secretary
Federal Communications Commission
45 L Street NE
Washington, DC 20554

Re: AirVoice Wireless, LLC Revised Compliance Plan, WC Docket Nos. 09-197
and 11-42

Dear Ms. Dortch:

On December 7, 2012, AirVoice Wireless, LLC (“AirVoice” or the “Company”) submitted its Compliance Plan for wireless Lifeline services, outlining the measures it would take to implement the conditions imposed by the Federal Communications Commission (“FCC” or the “Commission”) in its 2012 Lifeline Reform Order.¹ The Wireline Competition Bureau (Bureau) approved AirVoice’s Compliance Plan on December 26, 2012.²

¹ See *Lifeline and Link Up Reform and Modernization, Lifeline and Link Up, Federal-State Joint Board on Universal Service, Advancing Broadband Availability Through Digital Literacy Training, WC Docket Nos. 11-42 and 03-109, CC Docket No. 96-45, and WC Docket No. 12-23, Report and Order and Further Notice Of Proposed Rulemaking, FCC 12-11 (rel. Feb. 6, 2012).*

² *Wireline Competition Bureau Approves the Compliance Plans of AirVoice Wireless, LLC (AirVoice); AmeriMex Communications Corp. (AmeriMex); Blue Jay Wireless, LLC (Blue Jay); Millennium 2000, Inc. (Millennium 2000); Nexus Communications, Inc. (Nexus); PlatinumTel Communications, LLC (PlatinumTel); Sage Telecom, Inc. (Sage); Telrite Corporation (Telrite); and Telscape Communications, Inc. d/b/a Telscape Wireless (Telscape), WC Dckt. Nos. 09-197 and 11-42, Public Notice, DA 12-2063 (rel. December 26, 2012).*

AirVoice now seeks expedited approval of the enclosed Revised Compliance Plan, which has been revised to: (1) reflect a proposed change in ownership of the Company; and (2) update the information provided in the Company's approved Compliance Plan due to Commission rule changes and the passage of time.

Change in Ownership

Pursuant to the terms of the Membership Interest Purchase Agreement dated May 17, 2021, by and among AirVoice Wireless, LLC, a Michigan limited liability company; Jim Bahri, Falah Bahri, Wail Dickow, Kenny Hannawa, Nick Hannawa, and Kyle Hannawa, all individual residents of the State of Michigan (collectively the "Seller"); and VTel Holdings, LLC, a Texas Limited liability company (hereinafter "VTel"), VTel will purchase one hundred percent (100%) of the membership interests of AirVoice (the "Transaction"). The consummation of the Transaction is contingent upon any required regulatory approvals including this Revised Compliance Plan. Following the proposed change in AirVoice's ownership, the Company's corporate and trade names and identifiers will remain unchanged. The transaction will not result in any loss or impairment of service for any customer, and customers will continue to receive their existing services at the same or better rates, terms, and conditions currently in effect.

Updates Due to Rule Changes and Passage of Time

AirVoice also files this Revised Compliance Plan to update its policies and practices to account for changes in the Commission's Lifeline rules, orders, and guidance and due to the passage of time. This includes, without limitation, full implementation of the Lifeline National Verifier, use of standardized application and recertification forms, and new requirements for Lifeline enrollment representatives.

Respectfully submitted,

s/ Lance Steinhart

Lance J.M. Steinhart, Esq.
Managing Attorney
Lance J.M. Steinhart, P.C.
Attorneys for AirVoice Wireless, LLC

Enclosures

**BEFORE THE
FEDERAL COMMUNICATIONS COMMISSION
Washington, D.C. 20554**

In the Matter of	
Telecommunications Carriers Eligible to Receive Universal Service Support	WC Docket No. 09-197
Lifeline and Link Up Reform and Modernization	WC Docket No. 11-42
AIRVOICE WIRELESS, LLC	

AIRVOICE WIRELESS, LLC REVISED COMPLIANCE PLAN

AirVoice Wireless, LLC (“AIRVOICE” or the “Company”),¹ through its undersigned counsel, hereby respectfully submits and requests expeditious approval of these revisions to its approved Compliance Plan (this “Revised Compliance Plan”) outlining the measures it will take to comply with the Federal Communications Commission’s (“Commission” or “FCC”) 2012 Lifeline Reform Order, 2015 Lifeline Second Report and Order,² and Third Report and Order.³

¹ Changes in the Company’s affiliates following a proposed change in ownership are discussed in Section III herein; upon consummation, the Company’s names and identifiers will remain the same.

² See *Lifeline and Link Up Reform and Modernization, Lifeline and Link Up, Federal-State Joint Board on Universal Service, Advancing Broadband Availability Through Digital Literacy Training*, WC Docket No. 11-42, WC Docket No. 03-109, CC Docket No. 96-45, WC Docket No. 12-23, Report and Order and Further Notice Of Proposed Rulemaking, FCC 12-11 (Feb. 6, 2012) (“2012 Lifeline Reform Order”). See *Lifeline and Link Up Reform and Modernization, Telecommunications Carriers Eligible for Universal Service Support, Connect America Fund*, WC Docket Nos. 11-42, 09-197, 10-90, Second Further Notice of Proposed Rulemaking, Order on Reconsideration, Second Report and Order, and Memorandum Opinion and Order, FCC 15-71, ¶ 249 (rel. June 22, 2015) (Order on Reconsideration). The Company herein submits the information required by the Compliance Plan Public Notice. See *Wireline Competition Bureau Provides Guidance for the Submission of Compliance Plans Pursuant to the Lifeline Reform Order*, WC Docket Nos. 09-197, 11-42, Public Notice, DA 12-314 (rel. Feb. 29, 2012) (Compliance Plan Public Notice).

³ See *In the Matter of Lifeline and Link Up Reform and Modernization, Telecommunications Carriers Eligible for Universal Service Support, Connect America Fund*, WC Docket No. 11-42,

AIRVOICE's Compliance Plan was originally approved by the Wireline Competition Bureau ("Bureau") on December 26, 2012.⁴ AIRVOICE is designated as an eligible telecommunications carrier ("ETC") to provide Lifeline services to low-income consumers on a wireless basis in California, Kentucky, Michigan, Mississippi, New York, Ohio, Oklahoma, Pennsylvania, South Carolina, and Wisconsin. AIRVOICE files this Revised Compliance Plan to update the information provided due to the passage of time and to reflect a proposed change in ownership described in Section III below.

AIRVOICE commends the Commission's commitment to a nationwide communications system that promotes the safety and welfare of all Americans, including Lifeline customers. AIRVOICE complies with 911 requirements as described below and qualifies for blanket forbearance from the facilities requirement of section 214(e)(1)(A) of the Communications Act to participate as an ETC in the Lifeline program.⁵

AIRVOICE complies fully with all conditions set forth in the 2012 Lifeline Reform Order and Third Report and Order, as well as with the Commission's Lifeline rules and policies more

WC Docket No. 00-197, WC Docket No. 10-90, Third Report and Order, Further Report and Order, and Order on Reconsideration, FCC 16-38 (rel. Apr. 27, 2016) ("*Third Report and Order*").

⁴ *Wireline Competition Bureau Approves the Compliance Plans of AirVoice Wireless, LLC* (AirVoice); AmeriMex Communications Corp. (AmeriMex); Blue Jay Wireless, LLC (Blue Jay); Millennium 2000, Inc. (Millennium 2000); Nexus Communications, Inc. (Nexus); PlatinumTel Communications, LLC (PlatinumTel); Sage Telecom, Inc. (Sage); Telrite Corporation (Telrite); and Telscape Communications, Inc. d/b/a Telscape Wireless (Telscape), WC Dckt. Nos. 09-197 and 11-42, Public Notice, DA 12-2063 (rel. December 26, 2012).

⁵ See 2012 Lifeline Reform Order ¶ 368. Although AIRVOICE qualifies for and seeks to avail itself of the Commission's grant of forbearance from the facilities requirement of section 214(e)(1)(A) for purposes of the federal Lifeline program, the Company reserves the right to demonstrate to a state public utilities commission that it provides service using its own facilities in a state for purposes of state universal service funding under state program rules and requirements. AIRVOICE will follow the requirements of the Commission's Lifeline rules and this Compliance Plan in all states in which it provides Lifeline service and receives reimbursements from the federal Low-Income fund, including in any state where the public utilities commission determines that AIRVOICE provides service using its own facilities for purposes of a state universal service program.

generally.⁶ This Revised Compliance Plan describes the specific measures that the Company has implemented to achieve these objectives. Specifically, this Revised Compliance Plan: (1) describes in detail the measures that AIRVOICE takes to implement the obligations contained in the 2012 Lifeline Reform Order and Third Report and Order, including (a) the procedures the Company follows in enrolling a subscriber in Lifeline and submitting for reimbursement for that subscriber from the Low Income Fund and (b) materials related to initial and ongoing certifications and sample marketing materials; and (2) provides a detailed description of how AIRVOICE offers Lifeline services, the geographic areas in which it offers services, and a detailed description of the Company's Lifeline service plan offerings.

ACCESS TO 911 AND E911 SERVICES⁷

Pursuant to the 2012 Lifeline Reform Order, forbearance is conditioned upon the Company: (1) providing its Lifeline subscribers with 911 and E911 access, regardless of activation status and availability of minutes; and (2) providing its wireless Lifeline subscribers with E911-compliant handsets and replacing, at no additional charge to the subscriber, noncompliant handsets of wireless Lifeline-eligible subscribers who obtain Lifeline-supported services.⁸ The Company will provide its wireless Lifeline customers with access to 911 and E911 services immediately upon activation of service. The Commission and consumers are hereby assured that all AIRVOICE customers will have available access to emergency calling services at the time that Lifeline voice telephony service is initiated, and that such 911 and E911 access will be available from Company handsets, even if the account associated with the handset has no minutes remaining.

⁶ AIRVOICE will update its associated Lifeline program forms and advertising, whenever necessary, to reflect Commission changes to the applicable Lifeline program rules.

⁷ See Compliance Plan Public Notice at 3.

⁸ See 2012 Lifeline Reform Order ¶ 373.

AIRVOICE's existing practices currently provide access to 911 and E911 services for all customers. AIRVOICE currently uses AT&T, and intends to use T-Mobile, as its underlying wireless network providers/carriers ("Underlying Carriers"). These Underlying Carriers route 911 calls from the Company's customers in the same manner as 911 calls from their own retail customers. To the extent that AIRVOICE's Underlying Carriers are certified in a given PSAP territory, this 911 capability will function the same for the Company. AIRVOICE also currently enables 911 emergency calling services for all properly activated handsets regardless of whether the account associated with the handset is active or suspended or has any remaining minutes.

E911-Compliant Handsets. AIRVOICE's handsets used in connection with the wireless Lifeline service offering have always been and will continue to be 911 and E911-compliant. The Company's phones have passed a stringent certification process, which ensures that the handset models used meet all 911 and E911 requirements. As a result, any existing wireless customer that qualifies for and elects Lifeline service will already have a 911/E911-compliant handset, which will be confirmed at the time of enrollment in the Lifeline program. To the extent AIRVOICE offers handsets for use with its Lifeline service, any new customer that qualifies for and enrolls in AIRVOICE's Lifeline voice telephony service is assured of receiving a 911/E911-compliant handset.

To further obtain the benefits of a modernized Lifeline program, the Commission's Third Report and Order also set forth the requirement that Lifeline providers providing both mobile broadband services and devices to their consumers provide handset devices that are Wi-Fi enabled.⁹ The Commission further requires such providers to offer the choice to Lifeline customers of devices

⁹ See Third Report and Order at ¶ 366.

that are equipped with hotspot functionality.¹⁰ To the extent AIRVOICE offers devices for use with its Lifeline-supported broadband service, it commits to provide devices that meet the equipment requirements set forth in 47 C.F.R. § 54.408(f).

COMPLIANCE PLAN

I. PROCEDURES TO ENROLL A SUBSCRIBER IN LIFELINE¹¹

A. Policy

AIRVOICE will comply with the uniform eligibility criteria established in section 54.409 of the Commission’s rules, as amended by and through the Third Report and Order. Therefore, all subscribers will be required to demonstrate eligibility, as determined by the National Lifeline Eligibility Verifier (“National Verifier”),¹² based on: (1) household income at or below one hundred-thirty five percent (135%) of the Federal Poverty Guidelines for a household of that size; or (2) the household’s participation in one of the federal assistance programs listed in sections 54.409 of the Commission’s rules. In addition, through the certification requirements described below and the use of the National Lifeline Accountability Database (“NLAD”), the Company confirms that the subscriber is not already receiving a Lifeline service and no one else in the subscriber’s household is subscribed to a Lifeline service.

¹⁰ *See id.* The Third Report and Order clarifies that the requirement to provide Wi-Fi-enabled handsets does not apply to devices provided prior to the effective date of the rule (December 2, 2016).

¹¹ *See* Compliance Plan Public Notice at 3.

¹² The National Verifier is fully operational, except in NLAD Opt-out states where it is undergoing a modified launch (*see Wireline Competition Bureau Announces the Next National Lifeline Eligibility Verifier Launch in Three States*, WC Docket No. 11-42, Public Notice, DA 19-1290 (Released Dec. 18, 2019). In these states, AIRVOICE will rely upon the National Verifier in conjunction with the state administrator (together, the “National Verifier”) for eligibility determination.

B. Eligibility Determination

AIRVOICE relies on the National Verifier and NLAD (except in California where the Company follows state requirements) to determine an applicant's eligibility for Lifeline service. Eligible customers can enroll in AIRVOICE's Lifeline service in-person with field representatives, AIRVOICE retail locations, apply electronically on the Company's website, or through live agents at the company's call center. Customers may also apply directly with the National Verifier online or by mail. Regardless of enrollment method, AIRVOICE relies upon the National Verifier for determination of consumer eligibility for Lifeline.

AIRVOICE uses a web-based electronic Lifeline enrollment application ("ECP") for all Lifeline customer enrollments. Applications are processed using CGM, LLC's ECP—used by more than a dozen other ETCs—which works in conjunction with the National Verifier and NLAD. The ECP works on a tablet or computer in tandem with the National Verifier Service Provider portal to provide the required disclosures and collect applicant information, identity documentation, and proof of eligibility, all of which is uploaded to the National Verifier for eligibility determination and NLAD duplicate check. Each prospective customer is checked against the NLAD to ensure that the applicant does not already receive Lifeline service before the customer is enrolled.¹³ Upon approval in a state, AIRVOICE provides an approved Zip Code list to CGM. This list is loaded into the ECP to ensure all prospective subscribers reside within AIRVOICE's approved service area as designated by the state commission or the FCC.

When in person, AIRVOICE requires all prospective customers to provide a copy of their valid government-issued identification.¹⁴ Customers that enroll electronically will use the National

¹³ See *infra* Section I.F. regarding use of the NLAD.

¹⁴ Any identification documentation collected, including documentation used in NLAD processes to verify identity are now retained pursuant to the Order on Reconsideration. See Order on Reconsideration ¶ 224.

Verifier consumer portal to submit their Lifeline application, eligibility proof and copy of government-issued identification directly to the National Verifier, or customers may submit such documentation directly to the National Verifier by mail.

AIRVOICE does not collect, review, or maintain eligibility documentation, other than in NLAD-opt out states (such as California). Additionally, the CGM application currently performs additional checks, such as a check of AIRVOICE's subscriber database to identify and prevent intra-company duplicate enrollments.

As discussed in further detail in Section I.F. below, all employees or representatives (“Representatives”) who interact with current or prospective customers are trained regarding all applicable eligibility and certification requirements, including the one-per-household requirement, and told to inform potential customers of those requirements.

Further, AIRVOICE will not enroll customers at retail locations where AIRVOICE does not have an agency agreement with the retailer. AIRVOICE will require a retailer to have any employees involved in the enrollment process go through the standard AIRVOICE training process, just as it would for any other Company Representative. By establishing contractual relationships with all of its Representatives, including future retail outlets, AIRVOICE meets the “deal directly” requirement adopted in the TracFone Forbearance Order.¹⁵

The Commission determined in the 2012 Lifeline Reform Order that ETCs may permit representatives to assist with the Lifeline application process because “the Commission has consistently found that “[l]icensees and other Commission regulatees are responsible for the acts and omissions of their employees and independent contractors.”¹⁶ AIRVOICE further commits to comply with the Commission’s *Fifth Report and Order* which set forth reforms to strengthen the

¹⁵ See Petition of TracFone Wireless, Inc. for Forbearance from 47 U.S.C. § 214(e)(1)(A) and 47 C.F.R. § 54.201(i), CC Docket No. 96-45, Order, FCC 05-165, ¶ 19 (2005).

¹⁶ 2012 Lifeline Reform Order ¶ 110.

Lifeline program's enrollment, recertification, and reimbursement processes including involvement of representatives.¹⁷

AIRVOICE is responsible for the actions of all of its Representatives, and a non-commissioned AIRVOICE employee will be responsible for overseeing and finalizing every Lifeline enrollment and request for reimbursement. The Company will therefore always “deal directly” with its customers to certify and verify the customer's Lifeline eligibility.

All Representatives are instructed that the company has zero tolerance for waste, fraud or abuse, and that they should notify the compliance team if they suspect that anyone might be providing false information or attempting to obtain a duplicate Lifeline benefit. In addition, if personnel have any questions or concerns regarding eligibility and enrollment, the Company strongly encourages them to bring such questions and concerns to the AIRVOICE compliance team so that they can be researched and resolved in accordance with the Commission's Lifeline rules and regulations. AIRVOICE provides personnel with refresher training, including to inform them of changes to Lifeline program rules and regulations, including eligibility requirements. Personnel will be disciplined, up to and including termination, for failing to comply with Lifeline rules and regulations. AIRVOICE also provides comprehensive training to its internal compliance personnel.

De-Enrollment for Ineligibility. If AIRVOICE has a reasonable basis to believe that one of its Lifeline subscribers no longer meets the eligibility criteria, the Company will notify the subscriber of impending termination in writing, will comply with any state dispute resolution

¹⁷ *In the Matter of Bridging the Digital Divide for Low-Income Consumers, Lifeline and Link Up Reform and Modernization, Telecommunications Carriers Eligible for Universal Service Support*, WC Docket No. 17-287, WC Docket No. 11-42, WC Docket No. 09-197, Fifth Report and Order, Memorandum Opinion and Order and Order on Reconsideration, and Further Notice of Proposed Rulemaking, FCC 19-111 (rel. Nov. 14, 2019) (“*Fifth Report and Order*”).

procedures applicable to Lifeline termination, and will give the subscriber thirty (30) days to demonstrate continued eligibility.¹⁸ A demonstration of eligibility must comply with the annual verification procedures below and found in rule section 54.410(f), including the submission of a certification form.

As required by the Commission's rules, if a customer contacts the Company and states that he or she is not eligible for Lifeline or wishes to de-enroll for any reason, the Company will de-enroll the customer within two (2) business days.¹⁹ Live customer service and bilingual operators can currently be reached for Lifeline service support from 10 AM to 10 PM Eastern, Monday through Saturday, with 24/7 access to assistance via IVR and online web portal.

C. Subscriber Certifications for Enrollment

AIRVOICE has implemented certification policies and procedures that enable consumers to demonstrate their eligibility for Lifeline assistance in compliance with 47 C.F.R. § 54.410(a). The Company shares the Commission's concern about abuse of the Lifeline program and is thus committed to the safeguards stated herein, with the belief that these procedures will prevent the Company's customers from engaging in such abuse of the program, inadvertently or intentionally. Every applicant will be required to complete the universal or National Verifier Lifeline application forms required by FCC rules ("Universal Forms"), and thus AIRVOICE complies with the disclosure and information collection requirements in 47 C.F.R. § 54.410(d).²⁰ The Universal Forms, whether online or paper format, indicate qualifying programs as well as a breakdown of

¹⁸ See 2012 Lifeline Reform Order ¶ 143; 47 C.F.R. § 54.405(e)(1).

¹⁹ See 47 C.F.R. § 54.405(e)(5).

²⁰ See *FCC Wireline Competition Bureau Provides Guidance on Universal Forms for the Lifeline Program*, WC Docket No. 11-42, Public Notice, DA 18-161 (rel. Feb. 20, 2018). The standard application/certification forms are available on USAC's website (See USAC, Lifeline Forms, <https://www.usac.org/lifeline/additional-requirements/forms/>). See Compliance Plan Public Notice at 3.

income eligibility based upon the Federal Poverty Guidelines by household size. When enrolling with AIRVOICE's assistance via the service provider portal, Company personnel will orally explain the certifications to consumers.²¹

Disclosures. The Universal Forms include the following disclosures, which the Company also includes on its website or electronic application platform: (1) Lifeline is a federal benefit and willfully making false statements to obtain the benefit can result in fines, imprisonment, de-enrollment or being barred from the program; (2) only one Lifeline service is available per household; (3) a household is defined, for purposes of the Lifeline program, as any individual or group of individuals who live together at the same address and share income and expenses; (4) a household is not permitted to receive Lifeline benefits from multiple providers; (5) violation of the one-per-household limitation constitutes a violation of the Commission's rules and will result in the applicant's de-enrollment from the program; and (6) Lifeline is a non-transferable benefit and the applicant may not transfer his or her benefit to any other person.²² The Universal Forms further collect the information and certifications required by 47 C.F.R. §§ 54.410(d)(2)-(3), and require the applicant to consent to transmission of the subscriber's information to the Administrator to ensure the proper administration of the Lifeline program.²³

D. Annual Verification Procedures

AIRVOICE relies upon the National Verifier to annually re-certify all subscribers in compliance with section 54.410(f)(3) of the Commission's rules (the Company follows prescribed modified processes in NLAD opt-out states such as California). The National Verifier is

²¹ See 2012 Lifeline Reform Order ¶ 123.

²² See *id.* ¶ 121; 47 C.F.R. § 54.410(d)(1).

²³ See 47 C.F.R. § 54.404(b)(9). The application/certification form will also describe the information that will be transmitted, that the information is being transmitted to USAC to ensure the proper administration of the Lifeline program and that failure to provide consent will result in the applicant being denied the Lifeline service. See 47 C.F.R. § 54.404(b)(9).

responsible to annually confirm a subscriber's current eligibility to receive Lifeline by querying the appropriate income or eligibility databases, or contacting subscribers as needed to obtain a signed certification from the subscriber on a form that meets the certification requirements in section 54.410(d). The National Verifier is responsible for sending notice to the subscriber explaining that failure to respond to the re-certification request within sixty (60) days will result in the subscriber's de-enrollment from the Lifeline program. If AIRVOICE is notified by the National Verifier that it is unable to re-certify a subscriber, AIRVOICE will comply with the de-enrollment requirements provided for in §54.405(e)(4).²⁴

E. Activation and Non-Usage

To the extent AIRVOICE offers Lifeline service that does not require the Company to assess and collect a monthly fee from its subscribers, AIRVOICE will not consider a subscriber activated, and will not seek Lifeline reimbursement for that subscriber, until the subscriber activates the Company's service either by initiation and/or actual qualified use of the service by the subscriber.²⁵

After service activation, AIRVOICE will not seek reimbursement from the USF for and will de-enroll any subscriber that has not used AIRVOICE's Lifeline service as set forth in 47 C.F.R. § 54.407(c)(2). An account will be considered active if the authorized subscriber establishes usage, as "usage" is defined by 47 C.F.R. § 54.407(c)(2), during the specified timeframe, currently

²⁴ AIRVOICE may send messages to its customers, as permitted by National Verifier recertification processes, to educate them regarding the annual recertification process and requirement, as contemplated by the 2012 Lifeline Reform Order. This type of educational recertification message is consistent with the 2012 Lifeline Reform Order, which states that "ETCs and states may also choose to notify subscribers about the re-certification requirements in their Lifeline outreach materials. By taking these actions, ETCs and states will ensure that consumers are aware of the importance of responding to re-certification efforts, and that they are not inadvertently disconnected due to a lack of understanding of program rules." 2012 Lifeline Reform Order ¶ 145.

²⁵ See 2012 Lifeline Reform Order ¶ 257; 47 C.F.R. § 54.407(c)(1).

a period of thirty (30) days, or during the notice period set forth in 47 C.F.R. § 54.405(e)(3), currently a period of fifteen (15) days. In accordance with 47 C.F.R. § 54.405(e)(3), AIRVOICE will provide the subscriber advanced notice, using clear, easily understood language, that the subscriber's failure to use the Lifeline service within the notice period will result in service termination for non-usage. AIRVOICE will update the NLAD within one (1) business day of de-enrolling a subscriber for non-use and will submit a non-usage de-enrollment report annually to USAC.²⁶

F. Additional Measures to Prevent Waste, Fraud and Abuse

To supplement its verification and certification procedures, and to better ensure that customers understand the Lifeline service restrictions with respect to duplicates, AIRVOICE has implemented measures and procedures to prevent duplicate Lifeline benefits being awarded to the same household. These measures entail additional emphasis in written disclosures as well as live due diligence.

Database. The Company complies with the requirements of the NLAD and section 54.404 of the Commission's rules. Through use of the National Verifier, the Company queries the NLAD for every enrollment²⁷ to determine whether a prospective subscriber is currently receiving a Lifeline service from another ETC and whether anyone else living at the prospective subscriber's residential address is currently receiving Lifeline service.²⁸

²⁶ See 2012 Lifeline Reform Order at ¶ 257; see also 47 C.F.R. §§ 54.404(b)(10) and 54.405(e)(3), respectively.

²⁷ With the limited exception of states that have opted out of the NLAD. In those states, AIRVOICE will follow the duplicates detection process required by the state.

²⁸ See 2012 Lifeline Reform Order ¶ 203. The Company transmits to the NLAD the information required for each new Lifeline subscriber. See *id.*, ¶¶ 189-195; 47 C.F.R. § 54.404(b)(6). Further, the Company updates each subscriber's information in the NLAD within ten (10) business days of any change, except for de-enrollment, which will be transmitted within one business day. See 47 C.F.R. § 54.404(b)(8),(10). These statements may not be applicable in states that have opted out of the NLAD.

In addition to checking the NLAD, Company personnel emphasize the “one Lifeline phone per household” restriction in their direct sales contacts with potential customers. Training materials include a discussion of the limitation to one Lifeline phone per household, and the need to ensure that the customer is informed of this restriction. All Company personnel interacting with existing and potential Lifeline customers undergo training regarding eligibility and certification requirements. Representatives must acknowledge completion of the training and agree to follow the procedures outlined therein. Further, Representatives assisting with National Verifier or NLAD transactions will be required to participate in the Representative Accountability Database (RAD) in accordance with FCC rules. All Representatives are given a toll-free hotline and an email address that can be used for any issues or questions regarding Lifeline services.

One-Per-Household Certification. AIRVOICE has implemented the requirements of the 2012 Lifeline Reform Order to ensure that it provides only one Lifeline benefit per household²⁹ through the use of Universal Forms discussed above, National Verifier and NLAD database checks, and its marketing materials discussed below. Upon receiving an application for the Company’s Lifeline service, AIRVOICE will search its own internal records to ensure that it does not already provide Lifeline-supported service to someone at the same residential address.³⁰ If an applicant shares an address with one or more existing Lifeline subscribers according to the NLAD or National Verifier, the prospective subscriber may complete a form certifying compliance with

²⁹ A “household” is any individual or group of individuals who are living together at the same address as one economic unit. A household may include related and unrelated persons. An “economic unit” consists of all adult individuals contributing to and sharing in the income and expenses of a household. An adult is any person eighteen years or older. If an adult has no or minimal income, and lives with someone who provides financial support to him/her, both people shall be considered part of the same household. Children under the age of eighteen living with their parents or guardians are considered to be part of the same household as their parents or guardians. *See* 2012 Lifeline Reform Order ¶ 74; section 54.400(h).

³⁰ *See* 2012 Lifeline Reform Order ¶ 78.

the one-per-household rule in accordance with 47 C.F.R. § 54.410(g).³¹

If an applicant is determined to have an existing Lifeline service, AIRVOICE will explain that a subscriber cannot have multiple Lifeline Program benefits with the same or different service providers, and will obtain consent from the subscriber that the subscriber wishes to transfer their existing Lifeline service to AIRVOICE (and acknowledges doing so will result in loss of the Lifeline benefit with their former Lifeline service provider) prior to initiating a benefit transfer.

Marketing Materials. The Company includes the following information regarding its Lifeline service on all marketing materials describing the service: (1) it is a Lifeline service, (2) Lifeline is a government assistance program, (3) the service is non-transferable, (4) only eligible consumers may enroll in the program, (5) the program is limited to one discount per household; (6) that documentation is necessary for enrollment; and (7) the name of the ETC (AirVoice Wireless).³² These statements are included in all print, audio video and web materials (including social networking media) used to describe or enroll customers in the Company's Lifeline service offering.³³ This specifically includes the Company's website as well as outdoor signage.³⁴ In addition, the application forms state that consumers who willfully make a false statement in order to obtain the Lifeline benefit can be punished by fine or imprisonment or can be barred from the program.

G. Company Reimbursements from the Fund

To ensure that AIRVOICE does not seek reimbursement from the Fund without a subscriber's consent, the Company certifies, as part of each reimbursement request, that it is in

³¹ The Household Worksheet is available at <https://www.usac.org/lifeline/additional-requirements/forms/>.

³² See 2012 Lifeline Reform Order ¶ 275; 47 C.F.R. § 54.405(c).

³³ See 2012 Lifeline Reform Order ¶ 275; 47 C.F.R. § 54.405(c).

³⁴ See 2012 Lifeline Reform Order ¶ 275; 47 C.F.R. § 54.405(c).

compliance with all of the Commission's Lifeline rules and, to the extent required, has obtained valid certification and verification forms from each of the subscribers for whom it is seeking reimbursement.³⁵ Further, the Company will comply with the Commission's requirement to use a first day of the month uniform snapshot date to request reimbursement from USAC for the provision of Lifeline support.³⁶ In addition, the Company will keep accurate records as directed by USAC³⁷ and as required by section 54.417 of the Commission's rules.

H. Annual Company Certifications

The Company submits an annual FCC Form 481 filing to the Commission by July 1st of each year, providing the Company's business and affiliate information, terms and conditions of any voice telephony plans offered to Lifeline subscribers, and all other required information and certifications.³⁸ The Company also submits an annual Form 555 filing to the Commission certifying, under penalty of perjury, that the Company: (1) has policies and procedures in place to ensure that its Lifeline subscribers are eligible to receive Lifeline services; (2) that the Company is in compliance with all federal Lifeline certification procedures; and (3) that the Company is in compliance with the minimum service levels set forth in 47 C.F.R. §54.408.³⁹ The Company provides the results of its re-certification efforts, performed pursuant to section 54.410(f) of the Commission's rules, as amended, annually by January 31st, for its re-certification efforts of the previous year.⁴⁰

³⁵ See *2012 Lifeline Reform Order* ¶ 128; 47 C.F.R. § 54.407(d).

³⁶ See 47 C.F.R. § 54.407(a).

³⁷ See *id.* at § 54.407(e).

³⁸ See *id.* at § 54.422.

³⁹ See *id.* at § 54.416(a).

⁴⁰ See *id.* at § 54.416(b).

II. Description of Lifeline Service Offerings⁴¹

AIRVOICE will offer its Lifeline service in the service areas in the states where it is designated as an ETC and throughout the coverage area of its respective underlying provider(s), currently AT&T and T-Mobile. AIRVOICE's Lifeline-supported services will meet or exceed the minimum service standards set forth in 47 C.F.R. § 54.408. AIRVOICE offers its Lifeline service under the brand designation "FeelSafe Wireless."

AIRVOICE's current wireless Lifeline offering based upon minimum service standards effective December 1, 2020 consists of the following plan option(s):

PLAN DESCRIPTION	VOICE	TEXT	DATA	LIFELINE PRICE
1000 Voice/500 Text/ 4.5 GB Data	1000	500 (SMS)	4.5 GB	\$0.00

In addition to allotments of voice, text and broadband services, AIRVOICE's current wireless Lifeline offering includes a free handset or SIM card and access to custom calling features at no charge, including Caller ID, Call Waiting, and Voicemail. All wireless Lifeline plans include domestic long-distance at no extra per minute charge. Calls to 911 emergency services are always free, regardless of service activation or availability of minutes. Lifeline customers can purchase additional minutes or data through customer service, the Company's website, Point of Sale locations, and through IVR. Additional information regarding the Company's wireless Lifeline plans, rates and services can be found on its website (<https://www.feelsafewireless.com/>).

III. Demonstration of Financial and Technical Capabilities and Certifications Required for ETC Designation⁴²

Financial and Technical Capabilities. Section 54.202(a)(4)⁴³ requires carriers petitioning for ETC designation to demonstrate financial and technical capability to comply with the

⁴¹ See Compliance Plan Public Notice at 3.

⁴² See Compliance Plan Public Notice at 3.

Commission's Lifeline service requirements,⁴⁴ and the Compliance Plan Public Notice requires that carriers' compliance plan include this demonstration. Among the factors the Commission will consider are the following: a carrier's prior offering of service to non-Lifeline subscribers, the length of time the carrier has been in business, whether the carrier relies exclusively on Lifeline reimbursement to operate; whether the carrier receives revenues from other sources and whether the carrier has been the subject of an enforcement action or ETC revocation proceeding in any state.

Pursuant to the terms of the Membership Interest Purchase Agreement dated May 17, 2021, 2021, by and among AirVoice Wireless, LLC, a Michigan limited liability company; Jim Bahri, Falah Bahri, Wail Dickow, Kenny Hannawa, Nick Hannawa, and Kyle Hannawa, all individual residents of the State of Michigan (hereafter collectively the "Seller"); and VTel Holdings, LLC, a Texas Limited liability company (hereinafter the "Buyer" or "VTel"), Buyer will purchase one hundred percent (100%) of the membership interests of AIRVOICE (the "Transaction"). The consummation of the Transaction is contingent upon any required regulatory approval, including this Revised Compliance Plan and FCC Section 214 international approval.

VTel is a Texas limited liability company with its principal offices located at 9920 Brooklet Drive, Houston, Texas 77009. VTel was created for purposes of the Transaction. VTel has established considerable financial resources that will be available, as needed, to support AIRVOICE in its operations and continuing growth. VTel is wholly owned by Henry Hung Do, a United States citizen and resident of the State of Texas. Henry Hung Do also owns 100% of: (a) Cintex Wireless, LLC d/b/a SFone Wireless, a Delaware limited liability company ("Cintex"), that provides non-Lifeline wireless services throughout the United States, and provides Lifeline-only

⁴³ See 47 C.F.R. § 54.202(a)(4).

⁴⁴ See 2012 Lifeline Reform Order ¶¶ 387-388 (revising Commission rule 54.202(a)(4)).

wireless services in Arkansas, Maryland, Maine, Rhode Island and West Virginia, in which it has been designated as an ETC to provide Lifeline services to low-income consumers; (b) NewPhone Wireless, LLC, a Louisiana limited liability company, that provides Lifeline-only wireless services in Louisiana in which it has been designated as an ETC to provide Lifeline services to low-income consumers, and is authorized to provide non-Lifeline wireless services throughout the United States; (c) HTH Communications, LLC, a Texas limited liability company, a global and one of the largest mobile device distributors in the United States, which has been in business for more than thirteen (13) years; and (d) SoftTel Technologies, a Texas limited liability, that provides distribution services to Lifeline-only wireless providers. Neither VTel nor any of its affiliates have foreign ownership and, like AIRVOICE, are not foreign carriers or affiliated with foreign carriers in any market.

VTel brings to AIRVOICE not only financial stability, but also managerial and technical resources available to VTel through its affiliates which have been providing telecommunications service and handsets, including wireless Lifeline service, for over thirteen (13) years. VTel and its affiliates receive revenue from a number of sources which are independent from the revenue it receives in the form of Lifeline reimbursements, such as the following wholesale and non-Lifeline wireless services: income from the sale of prepaid wireless services to non-Lifeline consumers as well as the sale of replenishment airtime minutes and data to Lifeline consumers, the sale of various other ancillary services, and the sale of wireless handsets. VTel will similarly move forward with AIRVOICE operations such that AIRVOICE provides non-Lifeline services wholly separate from and/or complementary to its Lifeline services. AIRVOICE has provided non-Lifeline wireless services since 1999, and will continue to do so after the closing of the Transaction. Consequently, AIRVOICE never has and will not be relying exclusively on Lifeline reimbursement for its operating revenues. Under current ownership, neither VTel nor its affiliates

have been subject to enforcement sanctions related to the Low Income Fund or ETC revocation proceedings in any state.⁴⁵ Cintex and NewPhone currently provide wireless Lifeline services to approximately 75,000 subscribers.

With respect to technical expertise, VTel and its affiliates have considerable experience complying with the requirements of the federal Lifeline program. In addition, key members of AIRVOICE's current operations team will remain with the Company post-Transaction, continuing to work on day-to-day operations. As a result, the Transaction will bring together AIRVOICE's current valued personnel, and the full strength of VTel and its affiliates' proven telecommunications capabilities and business expertise, particularly with respect to compliance and marketing in the low-income consumer sector. As a result, VTel's ownership will enable AIRVOICE to achieve measurable growth at the same time as it develops improved operating efficiencies, both necessary components for the Company to thrive. In addition, the Transaction will not result in any loss or impairment of service for any customer, and customers will continue to receive their existing services at the same or better rates, terms, and conditions currently in effect.

Service Requirements Applicable to the Company's Support. The Compliance Plan Public Notice requires carriers to include "certifications required under newly amended section 54.202 of the Commission's rules."⁴⁶ AIRVOICE certifies that it will comply with the service requirements applicable to the support the Company receives.⁴⁷ AIRVOICE's Lifeline supported voice services will meet the minimum service standards set forth in 47 C.F.R. § 54.408. AIRVOICE's Lifeline

⁴⁵ Pursuant to a Membership Interest Purchase Agreement dated February 6, 2019, Henry Hung Do purchased 100% of the equity of Cintex. Pursuant to an Order and Consent Decree adopted on December 22, 2017, Cintex settled a Notice of Apparent Liability with the FCC (See File No. EB-IHD-13-00010671).

⁴⁶ Compliance Plan Public Notice at 3.

⁴⁷ See 47 C.F.R. § 54.202(a)(1).

supported broadband services will meet the minimum service standards set forth in 47 C.F.R. § 54.408 for mobile broadband internet access services, including for service speed and data usage allowance, as such standards are updated on an annual basis. To the extent AIRVOICE provides devices for use with Lifeline-supported broadband service, such devices will meet the equipment requirements set forth in 47 C.F.R. § 54.408(f), and AIRVOICE will not impose an additional or separate tethering charge for mobile data usage below the minimum standard.

The Company provides all of the telecommunications services supported by the Lifeline program and will make the services available to all qualified consumers throughout the states in which it is designated as an ETC. The Company's services include broadband Internet access service ("BIAS"), a supported service as of December 2, 2016, as well as voice telephony services that provide voice grade access to the public switched network or its functional equivalent. Further, the Company's wireless service offerings included in Section II *supra* provide its customers with a set number of minutes of use at no additional charge to the customer beyond the monthly plan rate, and can be used for local and domestic toll service.

The Company also will provide access to emergency services provided by local government or public safety officials, including 911 and E911 where available, and will comply with any Commission requirements regarding E911-compliant handsets. As discussed above, the Company will comply with the Commission's applicable forbearance grant conditions relating to the provision of 911 and E911 services and handsets (when applicable).

Finally, AIRVOICE will not provide toll limitation service ("TLS"), which allows low-income consumers to avoid unexpected toll charges. However, since AIRVOICE is a prepaid service provider, customers cannot be disconnected for failure to pay toll charges, nor are there additional charges for exceeding their preset minutes. The Company, like most wireless carriers, does not differentiate domestic long-distance toll usage from local usage and all usage is paid for

in advance. Pursuant to the 2012 Lifeline Reform Order, subscribers to such services are not considered to have voluntarily elected to receive TLS.⁴⁸

IV. Conclusion

AIRVOICE submits that its Revised Compliance Plan fully satisfies the conditions set forth in the Commission's 2012 Lifeline Reform Order, the Compliance Plan Public Notice and the Lifeline rules. Timely approval of this Revised Compliance Plan is essential to allow AIRVOICE to consummate the ownership change as described herein and demonstrably strengthen the Company's operating capabilities to the direct benefit of its Lifeline customers. Accordingly, the Company respectfully requests that the Commission expeditiously approve the revisions to its Compliance Plan.

Respectfully submitted,

/s/ Lance J.M. Steinhart

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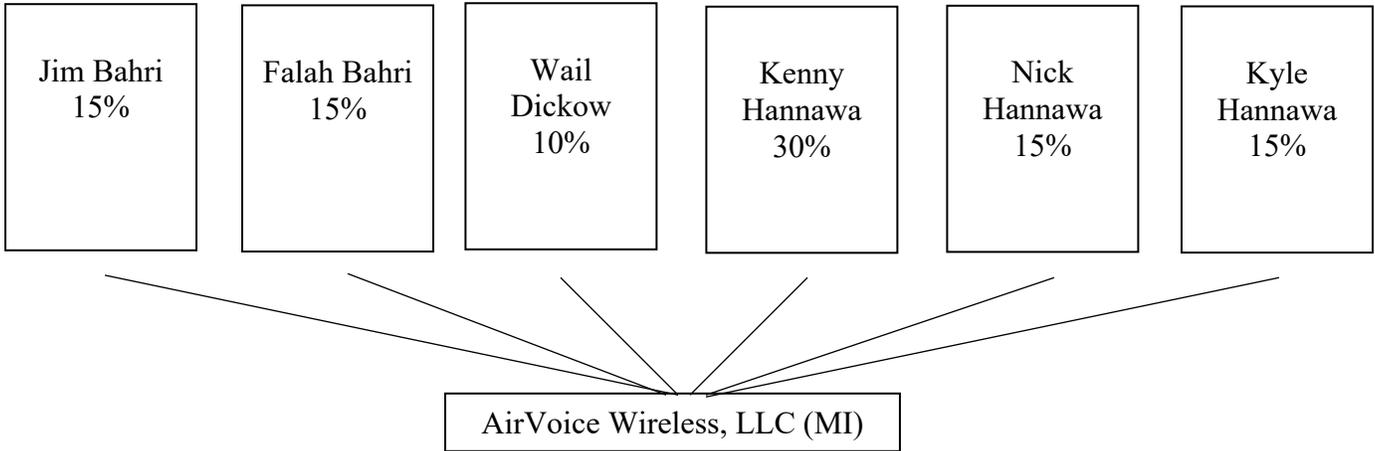
Legal and Regulatory Counsel

March 25, 2022

⁴⁸ See 2012 Lifeline Reform Order ¶ 230.

EXHIBIT A
ORGANIZATIONAL CHARTS

Pre-Transaction



Post Transaction

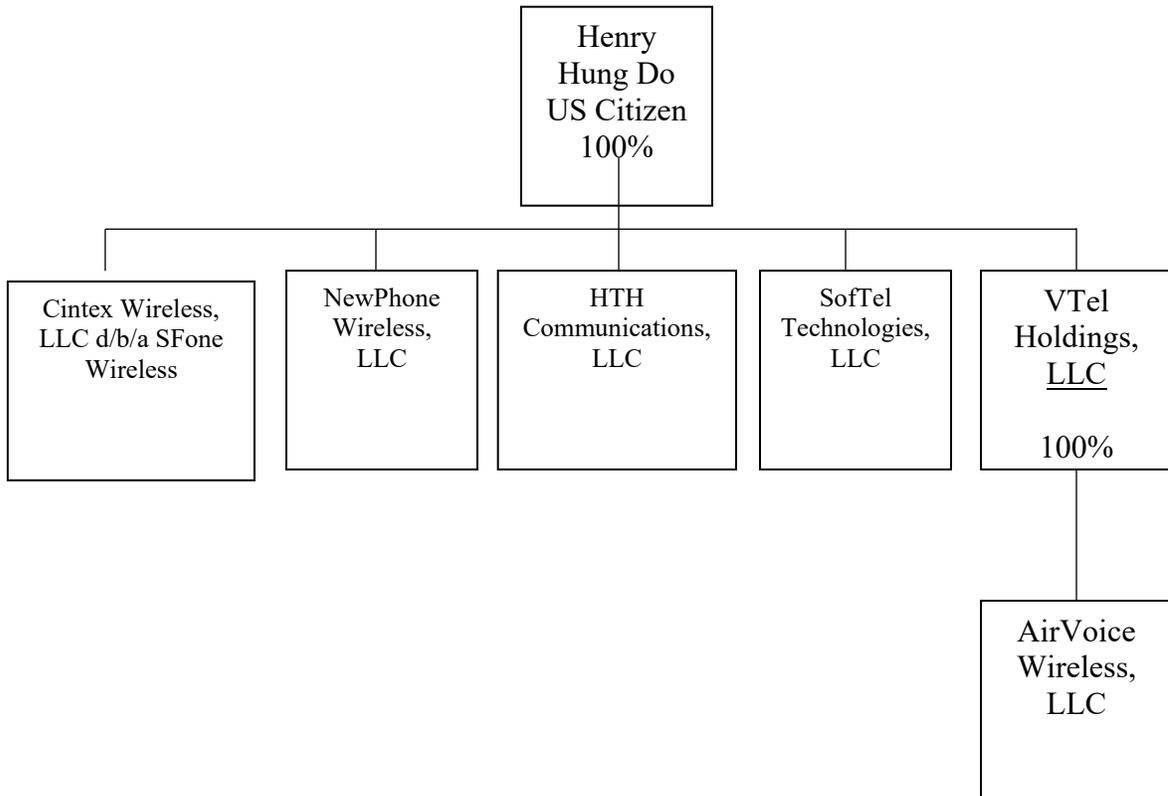


EXHIBIT 3

Coverage Area

zip	primary_ci	state	county
2804	Ashaway	RI	Washington County
2806	Barrington	RI	Bristol County
2808	Bradford	RI	Washington County
2809	Bristol	RI	Bristol County
2812	Carolina	RI	Washington County
2813	Charlestown	RI	Washington County
2814	Chepachet	RI	Providence County
2815	Clayville	RI	Providence County
2816	Coventry	RI	Kent County
2817	West Gree	RI	Kent County
2818	East Green	RI	Kent County
2822	Exeter	RI	Washington County
2825	Foster	RI	Providence County
2827	Greene	RI	Kent County
2828	Greenville	RI	Providence County
2830	Harrisville	RI	Providence County
2831	Hope	RI	Providence County
2832	Hope Valle	RI	Washington County
2833	Hopkinton	RI	Washington County
2835	Jamestown	RI	Newport County
2836	Kenyon	RI	Washington County
2837	Little Comf	RI	Newport County
2838	Manville	RI	Providence County
2839	Mapleville	RI	Providence County
2840	Newport	RI	Newport County
2841	Newport	RI	Newport County
2842	Middletow	RI	Newport County
2852	North King	RI	Washington County
2854	North King	RI	Washington County
2857	North Scit	RI	Providence County
2858	Oakland	RI	Providence County
2859	Pascoag	RI	Providence County
2860	Pawtucket	RI	Providence County
2861	Pawtucket	RI	Providence County
2863	Central Fal	RI	Providence County
2864	Cumberland	RI	Providence County
2865	Lincoln	RI	Providence County
2871	Portsmouth	RI	Newport County
2874	Saunders	RI	Washington County
2875	Shannock	RI	Washington County
2876	Slatersville	RI	Providence County
2877	Slocum	RI	Washington County
2878	Tiverton	RI	Newport County
2879	Wakefield	RI	Washington County
2881	Kingston	RI	Washington County
2882	Narragans	RI	Washington County

2885	Warren	RI	Bristol County
2886	Warwick	RI	Kent County
2888	Warwick	RI	Kent County
2889	Warwick	RI	Kent County
2891	Westerly	RI	Washington County
2892	West Kings	RI	Washington County
2893	West Warv	RI	Kent County
2894	Wood Rive	RI	Washington County
2895	Woonsock	RI	Providence County
2896	North Smit	RI	Providence County
2898	Wyoming	RI	Washington County
2902	Providence	RI	Providence County
2903	Providence	RI	Providence County
2904	Providence	RI	Providence County
2905	Providence	RI	Providence County
2906	Providence	RI	Providence County
2907	Providence	RI	Providence County
2908	Providence	RI	Providence County
2909	Providence	RI	Providence County
2910	Cranston	RI	Providence County
2911	North Prov	RI	Providence County
2912	Providence	RI	Providence County
2914	East Provic	RI	Providence County
2915	Riverside	RI	Providence County
2916	Rumford	RI	Providence County
2917	Smithfield	RI	Providence County
2918	Providence	RI	Providence County
2919	Johnston	RI	Providence County
2920	Cranston	RI	Providence County
2921	Cranston	RI	Providence County

EXHIBIT 4

Key Management Bios

David Stewart

Over 25 years of experience in software development including 18 years as owner of Danna Software supporting the IT needs of organizations primarily working in Global Logistics and Supply Chain Management. From evaluating business needs through development, implementation and training I enjoy solving problems and creating streamlined solutions.

Throughout my career I've built relationships with a variety of businesses from small companies of 10 employees or less to Fortune 500's. My companies success has depended on the success of the clients I serve. Over the years serving my clients I have learned how to evaluate a companies needs, business objectives and their own clients needs.

MVNO/Lifeline Operations Manager

HTH Communications, LLC.
Dates Employed Mar 2018 – Present
Employment Duration 3 yrs 9 mos
Location Houston, Texas Area

Owner

Danna Software
Dates Employed 1998 – Mar 2018
Employment Duration 20 yrs
Location Houston
Developing simple software solutions fit to client's needs. Providing turn key solutions from development, implementation and training through life cycle updates adapting to new technologies.

University of Houston

Specialist in development of software solutions supporting global logistics and supply chain management.

Emily Shelton

Experienced Sales Marketing Manager with a demonstrated history of working in the wireless industry. Professionally skilled in event planning, sales, business development, marketing strategy, and sales management.

HTH Communications, LLC.
Marketing and Sales Manager
Dates Employed Jul 2015 – Present
Employment Duration 6 yrs 5 mos
Location Houston, Texas Area

Chappell Jordan Clock Galleries
Sales Consultant
Dates Employed Nov 2014 – Jul 2015
Employment Duration 9 mos
Location Houston, Texas Area

Luminess Air
Lead Internet Marketing Associate
Dates Employed Jan 2011 – Apr 2013
Employment Duration 2 yrs 4 mos
Location Houston, Texas Area

Customer Focused Systems
Marketing Specialist
Dates Employed Jul 2009 – Dec 2010
Employment Duration 1 yr 6 mos
Location Houston, Texas

St. Edward's University
Degree Name BA

Henry Do

After entering the professional work market as an accountant and financial analyst, Henry became a business starter and entrepreneur gaining experience with all facets of financial management, including financial budgeting and forecasting, strategic financial planning, general accounting, cost accounting, business support, performance reporting, financial analysis and reporting, consolidations, cash management and banks relations. Henry's strong quantitative, analytical, problem-solving skills and multi-tasking skills, have been used to build a group of companies deeply integrated into telecom/ the mobile wireless service ecosystem from the carrier level to the consumer. HTH's success has fueled the acquisition and founding of multiple complementary affiliate companies, some of them being listed below.

Founder/CEO

HTH Communications, LLC.

Dates Employed Jul 2008 – Present

Employment Duration 13 yrs 5 mos

Location Houston, Texas Area

HTH is the vital link to the secondary marketplace. To national carriers, HTH is a trusted vendor delivering the most value for their EOL, returned or excess handset inventory. For regional carriers or MVNO's, HTH is the leading provider of high-quality refurbished devices, logistics and engineering services.

HTH attributes fourteen consecutive years of growth to staying true to these principles:

Quality and Efficiency. HTH has an efficient workforce that boasts of employee longevity. We procure quality products focusing on top-level access and high volumes. We have an in-house software development team that allows us to quickly and cost-effectively modify product for the secondary market. We have a smart and empowered salesforce that become trusted partners to their customers.

Whether its building an IT infrastructure that optimizes workflow and reinforces accountability, or maintaining the world-class portfolio of quality designations including R2, ISO 9001, ISO 14001 and ISO 18001, HTH is committed to operational excellence.

Quality and Efficiency. The HTH beacon.

Owner/CEO

Cintex Wireless

Dates Employed Feb 2019 – Present

Employment Duration 2 yrs 10 mos

Location Houston, Texas, United States

Cintex Wireless is one of the nation's leading providers of EBB & Lifeline wireless services in 50 States to those in need. Cintex's subscribers will receive a FREE 4G/5G LTE smartphone along with FREE monthly cell phone service to help them stay connected with family, school services, doctors, and employers. Cell phone service includes nationwide coverage on one of America's largest 5G networks. Our customers enjoy their free phone and free service at absolutely no cost to them. We also offer affordable prepaid wireless cell phone service through SFone Wireless.

Hugo Vo

IT Professional with 3 years of experience, and a proven knowledge of hardware engineering, configuration and troubleshooting. Proven ability to develop and implement IT solutions that support business needs.

HTH Communications, LLC

IT & Development Manager May 2021 – Present

IT Support Jan 2019 – May 2021

Phone Technician / Helpdesk Jul 2018 – Jan 2019

Employment Duration 3 yrs 5 mos

Location Houston, Texas, U.S

Creative Bay

Web Developer May 2012 – Dec 2013

Employment Duration 1 yr 8 mos

Location Vietnam

UNIVERSITY OF GREENWICH

Degree Name Bachelor of Science (B.S.)

EXHIBIT 5

Proposed Lifeline Offering

Minutes & Data

1,000 anytime minutes per month

500 text messages per month

4.5 GB data per month

LTE or 5G Network

Net cost to Lifeline customer: **\$0**

ADDITIONAL AIRTIME

Available for purchase at www.airtalkwireless.com

All packages include:

- Free SIM card or Handset
- Free calls to AirVoice Customer Service
- Free calls to 911 emergency services
- Free access to Voicemail, Caller-ID, and Call Waiting features
- Voice minutes may be used for Domestic Long Distance at no extra cost

EXHIBIT 6

Sample Advertisements

**FEELSAFE
WIRELESS**

is now

AirTalk
WIRELESS
Connecting Americans



Government Assistance Program



Join Our
LIFELINE & ACP
PROGRAM to RECEIVE a
FREE iPhone 7,
Samsung S9 &
UNLIMITED
Data, Talk & Text

**APPLYING IS
QUICK & EASY!**

Apply Online at airtalkwireless.com
E-mail us at info@airtalkwireless.com
Call us toll-free at +1 (855) 924-7825

Limited
time offer

Unlimited Data is provided by the Affordable Connectivity Program.
See Terms & Conditions for additional information. The above devices are available while supplies last.
If models are no longer available, a similar device will be offered.



About Us

AirTalk Wireless is a program provided by HTH Communications serving eligible American households. The company is an FCC-licensed Eligibility Telecommunication Carrier (ETC) which offers Lifeline and the Affordable Connectivity Program (ACP) to eligible customers across America.



Affordable Connectivity Program

Congress recently created the Affordable Connectivity Program, a long-term, \$14 billion program, which will replace the Emergency Broadband Benefit Program. This investment in broadband affordability will help ensure we can afford the internet connections we need for work, school, health care, and more for a long time.

You Can Qualify if You Participate in One of the Following Programs:

- ✓ SNAP/FOOD STAMPS
 - ✓ MEDICAID
 - ✓ SSI
 - ✓ VETERANS SURVIVORS PENSION BENEFITS FUND
 - ✓ FEDERAL PUBLIC HOUSING ASSISTANCE
- or through income base qualifications and **MANY MORE!**



Why Should You Choose AirTalk ?

- ✓ Offers the best FREE Phone
- ✓ Offers the best FREE service plan
- ✓ Nationwide Coverage & 23+ years in business
- ✓ Dedicated Customer Service
- ✓ Our customers are happy
- ✓ Applying is quick & easy
- ✓ Fast & Free Shipping



Contact Us:

Monday – Friday : 8:00 a.m – 5:00 p.m CST & Saturday: 10:00 a.m – 7:00 p.m CST

Website: www.airtalkwireless.com

Email: info@airtalkwireless.com

Phone: +1 (855) 924-7825