June 5, 2023

Via Electronic Filing

Reece McAlister
Executive Director
Georgia Public Service Commission
244 Washington Street, SW
Atlanta, GA 30334

RE: Tempo Telecom LLC Notice of Transfer of Control – Acquisition by Insight Mobile, Inc.; Docket No. 36360

Dear Mr. McAlister:

Tempo Telecom LLC ("Tempo" or "Company") and Insight Mobile, Inc. ("Insight Mobile") respectfully notify the Georgia Public Service Commission ("Commission") that Tempo intends to consummate a transaction that will result in a material change in control of its ownership. On May 21, 2015, the Commission designated Tempo as an Eligible Telecommunications Carrier ("ETC") in Georgia for the purpose of providing federal Lifeline service,[1] amended on May 21, 2015.[2] It is Tempo's understanding that prior Commission approval is not required for the contemplated transaction. Therefore, Tempo submits this letter solely for the Commission's information. By this letter, Tempo also advises the Commission that it has changed its principal business address to 25925 Telegraph Road, Suite 210, Southfield, MI 48033.

Tempo is currently 100 percent owned by Lingo Management, LLC ("Lingo Management"). Pursuant to a Membership Interest Purchase Agreement (the "Agreement"), dated January 24, 2023, Lingo Management and Insight Mobile have agreed that Lingo Management will transfer 100 percent of the outstanding membership interests in Tempo to

[1] *Application of Tempo Telecom, LLC for Designation as an Eligible Telecommunications Carrier in the State of Georgia for the Limited Purpose of Offering Lifeline Service to Qualified Households, Order on Application for Designation as an Eligible Telecommunications Carrier*, Docket No. 36360, Order on Application for Designation as an Eligible Telecommunications Carrier (Feb. 6, 2014).

[2] *Application of Tempo Telecom, LLC for Designation as an Eligible Telecommunications Carrier in the State of Georgia for the Limited Purpose of Offering Lifeline Service to Qualified Households,* Docket No. 36360, Order Amending ETC Designation (May 21, 2015).

Insight Mobile (the "Transaction").[3] The Transaction will be closed as soon as required regulatory approvals are obtained and other pre-closing conditions satisfied or waived. Following the consummation of the Transaction, Tempo will be a direct wholly-owned subsidiary of Insight Mobile.

Following the proposed change in Tempo's ownership, the Company's corporate and trade names and identifiers will remain unchanged. Upon closing of the Transaction, Tempo will advise the Commission of any changes to its contact information on record with the Commission. The proposed transaction will not result in any loss or impairment of service for any customer, and immediately following consummation of the transaction, customers will continue to receive their existing services at the same rates, terms, and conditions currently in effect.[4] Thus, the proposed transaction holds no adverse effects for the Company's customers.

Tempo further advises the Commission that the proposed transaction will deliver meaningful public interest benefits to consumers in Georgia. Tempo focuses on providing Lifeline service to qualifying low-income consumers residing in Georgia. Insight Mobile is a Delaware corporation with principal offices located at 12301 Wilshire Boulevard, Suite 303, Los Angeles, California 90025. Insight Mobile holds international Section 214 authority from the Commission to provide global facilities-based and resale service, but is not currently providing telecommunications services. The acquisition of Tempo by Insight Mobile, as contemplated by the Agreement, will benefit consumers throughout Tempo's current and future operating territories. Insight Mobile is financially strong and is directly managed by a hands-on team which brings significant experience in the telecommunications and technology industries, as well as in the Lifeline services market.

Following the transaction, Tempo will be able to leverage fully Insight Mobile's expertise to continue to provide low-income consumers in Georgia with high-quality voice and broadband Internet services. Tempo will continue to conduct business in accordance with all applicable laws, rules, and Commission orders. Moreover, with access to Insight Mobile's financial and technical resources, Tempo will be able to offer enhanced services to all current and future end users, including those who are enrolled in the Lifeline program.

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[3] The January 24, 2023 Agreement was entered between Lingo Management and another company. However, pursuant to an assignment and assumption agreement between that company and Insight Mobile dated April 5, 2023, Insight Mobile is now the purchaser.

[4] Future changes to Tempo's service offerings or the rates, terms and conditions applicable to those offerings will be implemented consistent with applicable regulatory requirements.

Please contact the undersigned should you have any questions.

Respectfully submitted,

/s/ Alex Valencia
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