

April 7, 2015

RECEIVED

APR 08 2015

PUBLIC SERVICE  
COMMISSION

**VIA FEDERAL EXPRESS AND ELECTRIC FILING**

Jeff Cline  
Kentucky Public Service Commission  
211 Sower Boulevard  
Frankfort, Kentucky 40602-0615

**Re: Notification of Transfer of Control of Grasshopper Group, LLC to Citrix Systems, Inc.**

Dear Mr. Cline:

Grasshopper Group, LLC ("Transferor") or ("Grasshopper") and Citrix Systems, Inc. ("Citrix") or ("Transferee") (collectively the "Parties"), by undersigned counsel, hereby notify the Kentucky Public Service Commission ("Commission"), of the transfer of control of Grasshopper to Citrix ("Transaction").

It is the Parties' understanding that formal Commission approval of the proposed Transaction is not required. Accordingly, the Parties submit this letter for informational purposes only to ensure the continuing accuracy of the Commission's records. In support, the Parties provide the following information:

**I. DESCRIPTION OF THE PARTIES**

**A. Grasshopper Group, LLC**

Grasshopper is a limited liability company organized under the laws of the Commonwealth of Massachusetts. Grasshopper offers integrated phone service solutions, voicemail processing and other enhanced services to business end-users. Grasshopper was authorized to provide resold interexchange telecommunications services within the State of Kentucky in Docket No. TFS2012-01137. Grasshopper is also authorized to provide interexchange long distance telecommunications services pursuant to registration, commission order or on a deregulated basis in the States of Arizona, Arkansas, California, Colorado, Connecticut, Delaware, Florida, Georgia, Hawaii, Illinois, Indiana, Iowa, Louisiana, Maine, Maryland, Massachusetts, Michigan, Minnesota, Mississippi, Missouri, Montana, Nebraska, Nevada, New Hampshire, New Jersey, New York, North Carolina, Ohio, Pennsylvania, South Carolina, Texas, Utah, Virginia, and Washington. Grasshopper's headquarters is located at 197 1<sup>st</sup> Avenue, Suite 200, Needham, Massachusetts 02494.

**MARASHLIAN & DONAHUE, LLC**

TELEPHONE: (703) 714-1300  
FACSIMILE: (703) 714-1330  
EMAIL: MAIL@COMMLAWGROUP.COM  
WEB: WWW.COMMLAWGROUP.COM

THE COMMLAW GROUP  
1420 SPRING HILL ROAD  
SUITE 401  
MCLEAN, VIRGINIA 22102

## **B. Citrix Systems, Inc.**

Citrix is a publicly-traded Delaware corporation with its principal business address at 851 West Cypress Road, Fort Lauderdale, FL 33309. Citrix is leading the transition to software-defining the workplace, uniting virtualization, mobility management, networking, and SaaS solutions to enable new ways for businesses and people to work better. Citrix solutions power business mobility through secure, mobile workspaces that provide people with instant access to apps, desktops, data, and communications on any device, over any network and cloud. With annual revenue in 2014 of \$3.14 billion, Citrix solutions are in use at more than 330,000 organizations and by over 100 million users globally. Citrix has two wholly-owned direct subsidiaries offering telecommunications services, Citrix Communications LLC ("Citrix Communications") and Citrix Online Audio LLC ("Citrix Online Audio"), and one wholly-owned indirect telecommunications subsidiary, Citrix Communications Virginia LLC. Citrix Communications' and Citrix Communications of Virginia, LLC's principal place of business is 10 Exchange Place, Suite 1710, Jersey City, NJ 07302. Citrix Online Audio's principal place of business is 7414 Hollister Avenue, Goleta, CA 93117.

## **II. DESCRIPTION OF THE TRANSACTION**

On March 30, 2015, Citrix and Grasshopper entered into a Membership Interest Purchase Agreement (the "Agreement") wherein, subject to certain closing conditions, Citrix has agreed to acquire all of the membership units of Grasshopper (the "Proposed Transaction"). Following the closing, Grasshopper will operate as a wholly-owned subsidiary of Citrix. Citrix plans to retain most of Grasshopper's current management responsible for the day-to-day operations of the business. Grasshopper will continue to provide service to its existing customers under its North Carolina Certificate of Public Convenience and Necessity.

## **III. PUBLIC INTEREST STATEMENT**

The Parties submit that the Proposed Transaction described herein serves the public interest. The Proposed Transaction promotes competition among telecommunications carriers by providing Grasshopper with the opportunity to strengthen its competitive position through the additional experience, perspectives, and resources of Citrix in order to accelerate the growth of the business. The Proposed Transaction will help create a stronger competitor by bringing together each organization's respective strengths. The Parties anticipate that the Proposed Transaction will enable them to deliver greater value and variety of services to their customers.

Following the Proposed Transaction, Citrix plans to retain most of Grasshopper's current management responsible for the day-to-day operations of the business. The Proposed Transaction is transparent to customers and will not result in the discontinuance, reduction, loss, or impairment of service to customers. Rather, as noted, it will enable the Parties to make available a greater variety of high-quality, innovative services to their customers. The Proposed Transaction is aimed at strengthening the competitive position of the companies by enabling them to offer expanded product and service portfolios to customers.

**IV. CONTACTS**

Correspondence concerning this Notice should be sent to the following:

**Transferor:**

Dominic Schiavone  
Chief Operating Officer  
Grasshopper Group, LLC  
197 1st Avenue  
Suite 200  
Needham, Massachusetts 02494  
Tel: 800-820-8210 x724  
Fax: 866-466-1618  
Email: [dschiavone@grasshopper.com](mailto:dschiavone@grasshopper.com)

**Transferee:**

Peter McElligott  
Senior Counsel  
Citrix Systems, Inc.  
7414 Hollister Avenue  
Goleta, CA 93117  
Tel: 805-690-3470  
Fax: 805-879-3721  
Email: [peter.mcelligott@citrix.com](mailto:peter.mcelligott@citrix.com)

With a copy to:

Michael P. Donahue  
Marashlian & Donahue, LLC  
1420 Spring Hill Road, Suite 401  
McLean, Virginia 22102  
Tel: 703-714-1319  
Fax: 703-563-6222  
Email: [mpd@commlawgroup.com](mailto:mpd@commlawgroup.com)

Brita D. Strandberg  
Harris, Wiltshire & Grannis LLP  
1919 M Street N.W., 8th Floor  
Washington, D.C. 20036-3537  
Tel: 202-730-1346  
Fax: 202-730-1301  
Email: [bstrandberg@hwglaw.com](mailto:bstrandberg@hwglaw.com)

**V. CONCLUSION**

For the reasons stated above, the Parties respectfully submit that the public interest, convenience, and necessity would be furthered by the proposed Transaction. Accordingly, the Parties respectfully advise the Commission of its participation in the Transaction as described above.

An original and one (1) copy of this filing are enclosed. Please date stamp the enclosed extra copy of this filing and return it in the attached self-addressed envelope. If there are any questions regarding this filing, please do not hesitate to contact the undersigned directly.

Respectfully Submitted,



---

Michael P. Donahue  
Marashlian & Donahue, LLC  
1420 Spring Hill Road, Suite 401  
McLean, VA 22102  
Tel: 703-714-1319  
Fax: 703-563-6222  
Email: [mpd@commlawgroup.com](mailto:mpd@commlawgroup.com)

*Counsel for Grasshopper Group, LLC*

Brita D. Strandberg  
Harris, Wiltshire & Grannis LLP  
1919 M Street NW, 8th Floor  
Washington, DC 20036-3537  
Tel: 202-730-1346  
Fax: 202-730-1301  
Email: [bstrandberg@hwglaw.com](mailto:bstrandberg@hwglaw.com)

Peter McElligott  
Senior Counsel  
Citrix Systems, Inc.  
7414 Hollister Ave  
Goleta, CA 93117  
Tel: 805-690-3470  
Fax: 805-879-3721  
Email: [peter.mcelligott@citrix.com](mailto:peter.mcelligott@citrix.com)

*Counsel for Citrix Systems, Inc.*