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April 21, 2020

Via Electronic Filing

Rosemary Chiavetta, Secretary
Pennsylvania Public Utility Commission
400 North Street, 2nd Floor
Harrisburg, PA 17120

Re: Petition of Virgin Mobile USA, L.P. for Limited Designation as an Eligible
Telecommunications Carrier for the Purpose of Offering Lifeline Service,
Docket No. P-2010-2155915

Dear Secretary Chiavetta,

The purpose of this letter is to inform the Pennsylvania Public Utility Commission that Virgin Mobile USA, L.P. d/b/a Assurance Wireless (“Virgin Mobile”), is changing its name to Assurance Wireless USA, L.P.

On February 18, 2020, Virgin Mobile USA, L.P., a Delaware limited partnership, underwent a name change to become Assurance Wireless USA, L.P., also a Delaware limited partnership. The name change to Assurance Wireless USA, L.P. was accomplished through the filing of a Certificate of Amendment of Limited Partnership in Delaware. No other changes to the entity occurred. This change did not involve any merger, transaction, or other structural change, nor were there any changes to the ownership or operations of Virgin Mobile (now Assurance Wireless USA, L.P.) Attached hereto are copies of Assurance Wireless USA, L.P.’s Delaware Certificate of Amendment of Limited Partnership, and Assurance Wireless USA, L.P.’s Certificate of Foreign Limited Partnership filed with the Pennsylvania Secretary of State.


This name change will have no customer impact – no current Lifeline rates, terms, or conditions of service in Pennsylvania will change as a result of the name change to Assurance Wireless USA, L.P. In addition, the name change will not be confusing to Pennsylvania customers because Virgin Mobile’s Lifeline service operates under the brand name “Assurance Wireless brought to you by Virgin Mobile.” The name change to Assurance Wireless USA, L.P. simply aligns the name of the legal entity with the familiar brand name. Further, attached hereto is a customer notice, which has been sent to Virgin Mobile’s Pennsylvania Lifeline customers via SMS text message.

Sprint

Now
part of  Mobile

Accordingly, Virgin Mobile respectfully requests that the Commission revise all applicable records to reflect Virgin Mobile's name change to Assurance Wireless USA, L.P. It is noted further that the correct principal place of business for the revised certificate is 6200 Sprint Parkway, Overland Park, Kansas 66251.

Very truly yours,


Michelle Painter

Enclosures

Delaware

Page 1

The First State

I, JEFFREY W. BULLOCK, SECRETARY OF STATE OF THE STATE OF DELAWARE, DO HEREBY CERTIFY THE ATTACHED IS A TRUE AND CORRECT COPY OF THE RESTATED CERTIFICATE OF "VIRGIN MOBILE USA, L.P.", CHANGING ITS NAME FROM "VIRGIN MOBILE USA, L.P." TO "ASSURANCE WIRELESS USA, L.P.", FILED IN THIS OFFICE ON THE EIGHTEENTH DAY OF FEBRUARY, A.D. 2020, AT 12:09 O'CLOCK P.M.




Jeffrey W. Bullock, Secretary of State

3442933 8100
SR# 20201201435

Authentication: 202406405
Date: 02-18-20

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

AMENDED AND RESTATED
CERTIFICATE OF LIMITED PARTNERSHIP
OF
VIRGIN MOBILE USA, L.P.

Virgin Mobile USA, L.P., a limited partnership organized under the Delaware Revised Uniform Limited Partnership Act (the "Act"), for the purpose of amending and restating its Certificate of Limited Partnership filed with the office of the Secretary of State of Delaware on October 16, 2007 under the name Virgin Mobile USA, L.P., hereby certifies that effective on February 18, 2020, its Certificate of Limited Partnership is amended and restated to read in its entirety as follows:

1. The name of the limited partnership is Assurance Wireless USA, L.P.

2. The address of the registered office of the limited partnership in Delaware is 251 Little Falls Drive, Wilmington, Delaware 19808. The limited partnership's registered agent at that address is Corporation Service Company.

3. The name and address of the general partner is as follows:


NAME

VMU GP, LLC

ADDRESS

6200 Sprint Parkway
Overland Park, KS 66251

IN WITNESS WHEREOF, this Amended and Restated Certificate of Limited Partnership, which restates and integrates and also further amends the Certificate of Limited Partnership as heretofore amended or supplemented, has been duly executed as of the 18th day of February, 2020 and is being filed in accordance with Section 17-210 of the Act by a general partner thereunto duly authorized and by each general partner designated herein as a new general partner.


Stefan K. Schnopp, Vice President of its
General Partner, VMU GP, LLC



March 25, 2020

Lora Keithley
6200 Sprint Parkway
Overland Park, KS 66251

Sent Via Email Only: lora.keithley@sprint.com

RE: Name Review/Fictitious Name Review
Assurance Wireless USA L.P.

Dear Lora Keithley:

The following information is being provided in response to your request reviewed on March 25, 2020.

Please be advised that the phrasing of the above-referenced name(s) has been found to be acceptable to the Pennsylvania Insurance Department. You will need to present a copy of this letter to the Pennsylvania Department of State, Bureau of Corporations and Charitable Organizations. You may contact the Department of State at 717-787-1057 or visit their web site at www.dos.pa.gov. In processing the registration of the name, the Department of State will verify that the new name is not being used by an existing entity or that the name does not too closely resemble that of an existing entity.

Please note that this letter is to grant the use of a name only; it does not represent any form of licensure.


I trust that the information provided is responsive to your request. Please feel free to contact the department at (717) 787-3840 should you have any questions concerning licensure.

Sincerely,

A handwritten signature in black ink that reads "Adriane V. Force". The signature is written in a cursive style with a large initial "A" and "V".

Adriane V. Force
Manager, Licensing Services Division
Pennsylvania Insurance Department

**PENNSYLVANIA DEPARTMENT OF STATE
BUREAU OF CORPORATIONS AND CHARITABLE ORGANIZATIONS**

| | |
|--|--|
| Docketing Statement – Changes DSCB:15-134B (rev. 7/2015) |  134B |
|--|--|

| | | |
|-------------------------|------------------------|-------------|
| BUREAU USE ONLY: | | |
| Revenue _____ | Labor & Industry _____ | Other _____ |

Part I. Complete for each filing:

Current name of entity or association (survivor or new entity):

Virgin Mobile USA, L.P.

Entity number, if known: 3772539 Formation/foreign registration date in PA: 12/03/2007

State of formation: Delaware Effective date, if any: _____

Part II. Check appropriate transaction:

- | | |
|---|--|
| <input checked="" type="checkbox"/> Amendment (complete Section A) <input type="checkbox"/> Merger (complete Section B) <input type="checkbox"/> Conversion (complete Sections A and D) <input type="checkbox"/> Revival (complete Section F) <input type="checkbox"/> Dissolution before Commencement of Business (complete Section H) | <input type="checkbox"/> Correction (complete Section A) <input type="checkbox"/> Division (complete Section C) <input type="checkbox"/> Abandonment (complete Section E) <input type="checkbox"/> Domestication (complete Section G) |
|---|--|

Section A – Amendment or Correction - Complete fields which pertain to changes:

Name Assurance Wireless USA, L.P.

Registered Office: _____
Number and street City State Zip County

Purpose _____

Stock (aggregate number of shares authorized): _____ Effective Date: _____

Term of Existence: _____ Other: _____

Filing type to be amended or corrected: _____

Section B – Merger - Complete Section A with any changes to the association surviving the merger, if any
 Merging entities not surviving the merger are: (attach sheet for additional merging entities)

Name _____

Effective Date _____ Incorporation/foreign registration date in PA _____ State of Jurisdiction _____

Name _____

Effective Date _____ Incorporation/foreign registration date in PA _____ State of Jurisdiction _____

Section C – Division - Complete Section A with any changes to the association surviving the division, if any

Check only one: Entity named in Part I survives Entity named in Part I does not survive.

Newly created entity(s) from the division are: *(attach sheet for additional new entities)*

Name Entity Number

Name Entity Number

Section D – Conversion

Type of converting association (check only one):

- Business Corporation
- Nonprofit Corporation
- General Partnership
- Limited Partnership
- Limited Liability (General) Partnership
- Limited Liability Limited Partnership
- Limited Liability Company
- Professional Association
- Business Trust/Common Law Trust/Statutory Trust
- Other _____

Type of converted association (check only one):

- Business Corporation
- Nonprofit Corporation
- General Partnership
- Limited Partnership
- Limited Liability (General) Partnership
- Limited Liability Limited Partnership
- Limited Liability Company
- Professional Association
- Business Trust/Common Law Trust/Statutory Trust
- Other _____

Jurisdiction _____

Jurisdiction _____

Section E – Abandonment

_____ filed in the Department of State on _____
Type of filing Date of filing

Identify all entities involved *(attach sheet for additional entities)*

Name Entity Number

Name Entity Number

Section F – Revival - complete Section A with any changes to revived association

Entity named in Part I hereby revives its charter or articles which were forfeited by Proclamation or expired.

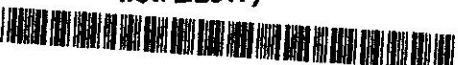
Section G – Domestication

Domesticating jurisdiction _____ Domesticated jurisdiction _____
Check if applicable
 Domesticated entity is a nonregistered foreign association

Section H – Dissolution before Commencement of Business

Entity named in Part I hereby dissolves prior to the commencement of business.

**PENNSYLVANIA DEPARTMENT OF STATE
BUREAU OF CORPORATIONS AND CHARITABLE ORGANIZATIONS**

| | |
|--|---|
| <input type="checkbox"/> Return document by mail to: CSC ORDER #: 200718-065 DCB Name _____ Address _____ City _____ State _____ Zip Code _____ <input checked="" type="checkbox"/> Return document by email to: <u>cscpa@cscglobal.com</u> | Amendment of Foreign Registration DSCB:15-413 (rev. 2/2017)  TCO200413JF0580 |
|--|---|

Read all instructions prior to completing. This form may be submitted online at <http://www.psd.state.pa.us>

Fee: \$250

In compliance with the requirements of the applicable provisions of 15 Pa.C.S. § 413 (relating to amendment of foreign registration statement), the undersigned registered foreign association hereby states that:

1. The name of the association under which it is registered to do business in this Commonwealth is:

Virgin Mobile USA, L.P.

2. The type of association is (check only one):

- | | | |
|--|--|---|
| <input type="checkbox"/> Business Corporation | <input checked="" type="checkbox"/> Limited Partnership | <input type="checkbox"/> Business Trust |
| <input type="checkbox"/> Nonprofit Corporation | <input type="checkbox"/> Limited Liability (General) Partnership | <input type="checkbox"/> Professional Association |
| <input type="checkbox"/> Limited Liability Company | <input type="checkbox"/> Limited Liability Limited Partnership | |

3. The (a) address of the association's registered office in this Commonwealth or (b) name of its Commercial Registered Office Provider and the county of venue is:

Complete part (a) OR (b) - not both:

(a) _____
Number and street City State Zip County
OR

(b) c/o: Corporation Service Company Dauphin
Name of Commercial Registered Office Provider County

4. Effective date of amendment of foreign registration (check, and if appropriate complete, one of the following):

- The Amendment of Foreign Registration shall be effective upon filing in the Department of State.
 The Amendment of Foreign Registration shall be effective on: _____ at _____
Date (MM/DD/YYYY) Hour (if any)

PA DEPT. OF STATE

2020 MAR -9 AM 9:47

MAR 26 2020

PA DEPT. OF STATE

5. Check, and if appropriate complete, one of the following:

The association desires that its registration be amended to change or correct the following information:

The name of the limited partnership is: Assurance Wireless USA, L.P.

The name and address of the general partner is: VMU GP, LLC, 6200 Sprint Parkway, Overland Park, KS 66251

The amendment adopted by the association is set forth in full in Exhibit A attached hereto and made a part hereof.

If the amendment reflects a change in name for the association which does not comply with 15 Pa.C.S. § 414 and §§ 201-209, the foreign association must adopt an alternate name that complies with 15 Pa.C.S. §§ 201-209 for use in Pennsylvania.

IN TESTIMONY WHEREOF, the undersigned association has caused this Amendment of Foreign Registration Statement to be signed by a duly authorized representative thereof this _____ day of March 2020 _____.

Virgin Mobile USA, L.P.

Name of Association



Signature

Stefan K. Schnopp, VP of GenPart, VMU GP, LLC

Title

Notice to Assurance Wireless Customers

NOTE: This message shall be sent through text message to all of the Company's Lifeline Service customers. Industry consensus and the Parties' own experience is that notice to prepaid wireless Lifeline customers is most effectively achieved through electronic means rather than by U.S. mail. These customers tend to be transitory, often moving without promptly updating their addresses. As a result, mailed letters frequently do not reach them. Moreover, wireless Lifeline customers commonly indicate that they prefer to be contacted by text (or email if available) and are more responsive to such contacts (e.g., in the context of annual recertification). Ongoing communications between the Company and its wireless Lifeline customers, whether for day-to-day customer service inquiries or completion of required Lifeline procedures (e.g., recertification) typically occur via text and/or phone call. For these reasons, the Company intends to send notice to the affected Assurance Wireless customers via SMS (text) messages that will alert them of the Company's name change.

SMS Copy:

ASWFreeMSG: Important notice – We've changed our name. Your Assurance Wireless service will remain the same. To view details, go to [http://\[Link address\]](http://[Link address]).

Content viewed when customer clicks link within SMS:

Change in Service Provider Name Only

Effective on or about February 18, 2020, Sprint and its Virgin Mobile subsidiary have changed the name of the company providing your Assurance Wireless Lifeline service from "Virgin Mobile USA, L.P." to "Assurance Wireless USA, L.P."

This name change does not require any action on your part to continue receiving Lifeline service. You will continue to use your same phone and have the same telephone number. There will be no changes to your current Lifeline service. You will continue to receive the same allowance of minutes, texts, and data as you currently receive. You will not be charged any fees in connection with this name change.

Assurance Wireless looks forward to continuing to serve you.