



25 July 2025

**VIA ELECTRONIC FILING**

Matthew Homsher, Secretary  
Pennsylvania Public Utility Commission  
Commonwealth Keystone Building  
400 North Street  
Harrisburg, PA 17105

Re: Joint Application of Baltimore-Washington Telephone Company and Uptown  
Moose, Inc. for Consent to the Transfer of Control of Baltimore-Washington  
Telephone Company

Dear Secretary Chiavetta:

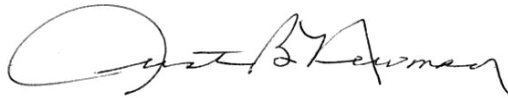
Enclosed please find the Joint Application of Baltimore-Washington Telephone  
Company and Uptown Moose, Inc. for Consent to the Transfer of Control of  
Baltimore-Washington Telephone Company.

Due to the expected closing date of the proposed transaction, the Petitioners  
respectfully request that the Commission approve the transfer of control as  
expeditiously as possible. Specifically, the Petitioners seek an accelerated review  
of the application by August 15, 2025, in order to facilitate a September 1, 2025  
closing.

The \$350 filing fee is being paid electronically.

Please direct any questions to me at (312) 620-6155.

Very truly yours,

A handwritten signature in black ink, appearing to read "Justin B Newman". The signature is written in a cursive style with a large, looping initial "J".

Justin B Newman  
President

Enclosures

## CERTIFICATE OF SERVICE

I hereby certify that a true and correct copy of the foregoing has been served upon the following persons, in the manner indicated, in accordance with the requirements of 52 Pa. Code § 1.54 (relating to service by a participant).

### VIA E-MAIL

Richard A. Kanaskie, Esq.  
Bureau of Investigation & Enforcement  
Commonwealth Keystone Building  
400 North Street, 2nd Floor West  
PO Box 3265  
Harrisburg, PA 17105-3265  
[rkanaskie@pa.gov](mailto:rkanaskie@pa.gov)

NazAarah Sabree, Esquire  
Office of Small Business Advocate  
555 Walnut Street, 1<sup>st</sup> Floor  
Forum Place  
Harrisburg, PA 17101  
[ra-sba@pa.gov](mailto:ra-sba@pa.gov)

Patrick M. Cicero, Esquire  
Office of Consumer Advocate  
555 Walnut Street  
Forum Place, 5<sup>th</sup> Floor  
Harrisburg, PA 17101-1923  
[ra-oca@paoca.org](mailto:ra-oca@paoca.org)

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Justin B Newman

Date:

BEFORE THE  
PENNSYLVANIA PUBLIC UTILITY COMMISSION

In the Matter of )  
 )  
Joint Application of )  
Baltimore-Washington Telephone ) Docket No. \_\_\_\_\_  
Company and Uptown Moose, Inc. )  
for Consent to the Transfer of )  
Control of Baltimore-Washington )  
Telephone Company )  
 )

**Joint Application of Baltimore-Washington Telephone Company and Uptown  
Moose, Inc. for Consent to the Transfer of Control of Baltimore-Washington  
Telephone Company**

Baltimore-Washington Telephone Company, a Maryland corporation (“BWT”), and Uptown Moose, Inc., an Illinois corporation, (“UM”), pursuant to Sections 1102 and 1103 of the Pennsylvania Public Utility Code, 66 Pa.C.S. §§ 1102 and 1103, and the Commission’s Statement of Policy—Utility Stock Transfers Under 66 Pa.C.S. § 1102(a)(3), 52 Pa. Code § 69.901 and its Abbreviated Procedures for Review and Approval of Transfer of Control For Telecommunications Public Utilities, 52 Pa. Code § 63.324 and any other applicable rules of the Pennsylvania Public Utility Commission (“Commission”), hereby request authority from the Commission, to the extent required, to undertake a general rule transaction, namely, a transfer of control of Baltimore-Washington Telephone Company. This transfer of control is part of an agreement, entered into between Baltimore-Washington Telephone Company’s current shareholder, Voxology

Group, Inc. (“VGI”) and UM whereby UM will acquire one hundred percent of VGI’s equity in and ownership of BWT.

Joint Applicants further seek all other approvals or certificates of public convenience that are appropriate, customary, or necessary under the Public Utility Code to carry out the transaction contemplated in this Application in a lawful manner.

For the reasons set forth below in further detail, increasing the competitive capabilities of BWT’s business will affirmatively benefit the public and will not result in any harm to competition, employees, or consumers in Pennsylvania. Accordingly, the Applicants respectfully request that the Commission expeditiously grant this Application.

In support of this Application, the Joint Applicants respectfully submit the following information:

**I. Introduction**

Uptown Moose, Inc. (“UM”) and Voxology Group, Inc. (“VGI”) (together, the “Applicants”), pursuant to Section 214 of the Communications Act, as amended, 47 U.S.C. § 214 and Section 63.04 of the Commission’s Rules, 47 C.F.R. §§ 63.04, respectfully request authority to transfer control of Baltimore-Washington

Telephone Company (“BWT”) to UM. In particular, UM has entered into an agreement with VGI, BWT’s sole shareholder, through which UM will acquire the stock of BWT. Following the transaction, BWT will be a direct wholly owned subsidiary of UM.

## **II. DESCRIPTION OF THE APPLICANTS**

### **A. Voxology Group, Inc. (Transferor)**

VGI is a technology holding company founded in 2019. It is a Delaware Corporation with its headquarters located at 3513 Brighton Blvd., Denver, Colorado. In addition to Baltimore-Washington Telephone Company, its holdings include Voxology Carrier Services, Inc., Voxology Integrations, Inc., and Voxology, Inc.

### **B. Uptown Moose, Inc. (Transferee)**

UM is a technology company founded in 2024. It is an Illinois Corporation with its headquarters located at 4422 N Ravenswood Avenue, Suite 55, Chicago, IL 60640. Its chief executive is Justin Newman, who has been the chief executive of Baltimore-Washington Telephone Company since 2019, and involved in its operations continuously since 2014.

## **III. Benefits of the Transaction**

In particular, the proposed transaction will provide a better organizational framework for the operations of BWT, which the Applicants believe will allow BWT to compete more effectively against incumbent carriers and larger competitive carriers which have substantial resources and can offer a wide range of facilities-based service offerings.

Applicants believe the proposed transaction will enhance the ability of BWT to expand its operations both in terms of service area coverage and through its ability to offer customers an expanded line of products and services. In addition, Applicants expect the proposed transaction will yield substantial operational and financial benefits to BWT.

Given the increasingly competitive nature of the telecommunications market, Applicants are seeking to complete the proposed transaction as soon as possible to ensure that customers can obtain rapidly the benefits of the proposed transaction.

#### **IV. Information Required for Approval of a General Rule Transaction**

Pursuant to the Commission's Rules and Regulations, the Proposed Transaction qualifies as a "General Rule Transaction." *See* 52 Pa. Code §§ 63.322 (definitions), 63.324 (Commission approval of a general rule transaction). If approved, the Proposed Transaction will result in transfer of more than 20% of the ownership and control of BWT.

Accordingly, Joint Applicants provide the following information pursuant to the Commission's General Rule regulations:

**(1) The name, address and telephone number of each party or applicant to the transaction.**

Voxology Group, Inc.

3513 Brighton Blvd., Suite 482

Denver, CO 80216

(303) 285-8600

Uptown Moose, Inc.

4422 N Ravenswood Ave, Suite 55

Chicago, IL 60640

Baltimore-Washington Telephone Company

4422 N Ravenswood Ave, Suite 55

Chicago, IL 60640

(312) 748-0375

**(2) The government, state or territory under the laws of which each corporate or partnership applicant to the transaction is organized.**

Voxology Group, Inc.: Delaware Corporation

Uptown Moose, Inc.: Illinois Corporation

Baltimore-Washington Telephone Company: Maryland Corporation

**(3) The name, title, post office address and telephone number of the officer or contact point, including legal counsel in this Commonwealth, to whom correspondence concerning the transaction is to be addressed.**

All correspondence regarding this transaction should be addressed to:

Justin B Newman

President, Baltimore-Washington Telephone Company and Uptown  
Moose, Inc.

4422 N Ravenswood Avenue, Suite 55

Chicago, IL 60640

(312) 620-6155

justin@uptownmoose.com

**(4) The name, address, citizenship and principal place of business any person, party or entity that directly or indirectly owns more than 20% of the equity of the applicant, and the percentage of equity owned by each of those entities (to the nearest 1%).**

Voxology Group, Inc.

James Christiano

3513 Brighton Blvd., Suite 482

Denver, CO 80216

Citizenship: US

Principal Place of Business: 3513 Brighton Blvd., Suite 482, Denver, CO  
80216

Voxology Group Inc.: 40%

Patrick Etzel

3513 Brighton Blvd., Suite 482

Denver, CO 80216

Citizenship: US

Principal Place of Business: 3513 Brighton Blvd., Suite 482, Denver, CO  
80216

Voxology Group Inc: 31%

Sam Melvin

3513 Brighton Blvd., Suite 482

Denver, CO 80216

Citizenship: US

Principal Place of Business: 3513 Brighton Blvd., Suite 482, Denver, CO  
80216

Voxology Group Inc: 14%

Justin Newman

4422 N Ravenswood Ave., Suite 55

Chicago, IL 60640

Citizenship: US

Principal Place of Business: 4422 N Ravenswood Ave., Suite 55, Chicago,  
IL 60640

Voxology Group Inc: 14%

Uptown Moose Inc: 100%

Uptown Moose, Inc.

Justin Newman

4422 N Ravenswood Ave., Suite 55

Chicago, IL 60640

Citizenship: US

Principal Place of Business: 4422 N Ravenswood Ave., Suite 55, Chicago,

IL 60640

Voxology Group Inc: 14%

Uptown Moose Inc: 100%

Baltimore-Washington Telephone Company

Ownership: Voxology Group, Inc., 100%

Voxology Group Inc. Principal Place of Business: 3513 Brighton Blvd.,

Suite 482

Denver, CO 80216

Delaware Corporation

**(5) A summary description of the transaction.**

Uptown Moose, Inc. (“UM”) and Voxology Group, Inc. (“VGI”) (together, the “Applicants”), pursuant to Section 214 of the Communications Act, as amended,

47 U.S.C. § 214 and Section 63.04 of the Commission's Rules, 47 C.F.R. §§ 63.04, respectfully request authority to transfer control of Baltimore-Washington Telephone Company ("BWT") to UM. In particular, UM has entered into an agreement with VGI, BWT's majority shareholder, through which UM will acquire the stock of BWT. Following the transaction, BWT will be a direct wholly owned subsidiary of UM.

**(6) A summary of the services and the service territories in this Commonwealth that will be affected by the transaction.**

Baltimore-Washington Telephone Company has only recently received its Certificate to offer service in the Commonwealth, and currently has no customers. No services nor service territories will be directly affected by the transaction. BWT intends to offer services in the Commonwealth immediately following approval of this transaction, in accordance with its Certificate. These services will include telecommunications services to businesses within Verizon territories.

**(7) A verified statement as to how the transaction fits into one or more of the categories subject to the general rule for notification.**

The transaction results in the transfer of 20% or more of the control of the applicant.

**(8) Identification of other transactions related to the transaction.**

There are no other transactions related to this transaction.

**(9) A verified statement whether the transaction warrants special consideration because either party to the transaction is facing imminent**

**business failure.**

This Proposed Transaction does not warrant special consideration because a party is facing imminent business failure.

**(10) Identification of a separately filed waiver request sought in conjunction with the transaction.**

None.

**(11) A verified statement containing facts and allegations establishing:**

**(i) For a merger or similar transaction, how the transaction will affirmatively promote the service, accommodation, convenience, or safety of the public in some substantial way as required by State law.**

**(i) Findings that approval for a transaction subject to 66 Pa.C.S. § 1103(a) (relating to procedure to obtain certificates of public convenience) is necessary or proper for the service, accommodation, convenience, or safety of the public**

**(iii) The impact of the transaction on competition.**

Joint applicants verify that the proposed transaction described above serves the public interest, affirmatively promotes the service, accommodation, convenience, or safety of the public in a substantial way, and is necessary or proper for the service, accommodation, convenience, or safety of the public, while promoting

competition among telecommunications providers. In particular, the proposed transaction will provide BWT with an opportunity to grow in a more focused environment. This will bring additional financial and managerial strength to BWT which the Applicants believe will allow BWT to compete more effectively against incumbent carriers and larger competitive carriers which have substantial resources and can offer a wide range of facilities-based service offerings. Applicants believe the proposed transaction will enhance the ability of BWT to expand its operations both in terms of service area coverage and through its ability to offer customers an expanded line of products and services. In addition, Applicants expect the proposed transaction will yield substantial operational and financial benefits to BWT.

Given the increasingly competitive nature of the telecommunications market, Applicants are seeking to complete the proposed transaction as soon as possible to ensure that customers can obtain rapidly the benefits of the proposed transaction. Following the proposed transaction, BWT is expected to more aggressively compete within the Pennsylvania telecommunications market, but does not expect any other meaningful Pennsylvania impacts. There is no expected loss of Pennsylvania jobs, tax revenues, facilities, downsizing, or consolidation, as there are no current employees, offices, or facilities within Pennsylvania at this time.

**(12) A verified statement affirming that the applicant is in compliance with Commission obligations and filings and a listing of all State and Federal proceedings when:**

**(i) Within the 3-year period prior to filing the application, the applicant was**

**found to have violated either State or Federal requirements.**

**(ii) Within the 3-year period prior to filing the application, the applicant is alleged to have violated either State or Federal requirements.**

Joint Applications, individually or through their respective subsidiaries and affiliates, verify that (1) they have not been found to have violated state or federal requirements pertinent to Pennsylvania within the last 3 years; and (2) they are in compliance with the Commission's obligations and filings within the last 3 years.

Joint Applicants, through their various respective subsidiaries and affiliates, appear before the FCC and operate in many states and thus are often involved in various actions, formal and informal complaints, and investigations in which allegations are raised regarding violations of state or federal requirements. To the best of Joint Applicants' knowledge, information and belief, Joint Applicants remain in good standing before all state public commissions in which they operate and before the FCC.

**(13) A verified statement affirming that customers received prior notice.**

**Notice shall be accomplished using a notice approved by the Commission's Bureau of Consumer Services (BCS). Any disagreement between the applicant and BCS shall be addressed by an appeal from an action of staff mirroring the process in § 5.44 (relating to petitions for appeal from actions of the staff) of the Commission's rules of practice and procedure.**

Pursuant to § 63.324(g)(1), customer notice is not required for this Proposed Transaction as it does not involve any change in conditions of service or rates.

Further, there are no Pennsylvania customers of BWT, and no transfer of the customer base will result from this Proposed Transaction. *See* 52 Pa. Code § 63.324(g)(2).

There is no Pennsylvania jurisdictional revenue of Baltimore-Washington Telephone Company nor Uptown Moose, Inc.

**(14) A verified statement containing a copy of any Commonwealth utility certificates held by the applicant.**

Exhibit A.

**(15) A verified statement on the effect of the transaction on existing Commonwealth tariffs. If applicable or in response to a request from staff, an applicant shall provide a red-line document identifying changes in existing Commonwealth tariffs before and after the transaction for which the applicant seeks approval from the Commission.**

The Proposed Transaction will have no effect on any Pennsylvania tariffs of the involved parties. BWT will continue to offer services under its existing tariffs immediately after the Proposed Transaction.

**(16) A verified statement on the transaction's effect on the existing affiliate interest agreements of the applicant.**

The Proposed Transaction will have no effect on any existing affiliate interest agreements of the applicant.

**(17) A verified statement establishing that no State or Federal regulatory agency is expected to undertake an informal or formal investigation,**

**complaint or proceeding relating to the transaction.**

In addition to Pennsylvania, approval for the Proposed Transaction is expected to be sought from public utility commissions in Maryland and New York, as well as the U.S. Federal Communications Commission and the Canadian Radio-television and Telecommunications Commission. Joint Applicants anticipate that the pleadings/applications will be reviewed and approved by these agencies through their normal and/or streamlined process.

**(18) Organizational charts showing the effect on the applicant's organization before and after the transaction.**

Organizational charts depicting the Joint Applicants before and after the Proposed Transaction are attached as Exhibit B.

**(19) A copy of the application filed at the FCC or a notice filed with the U.S. DOJ, if any, including the electronic location on the agency's web site.**

The application filed at the FCC is attached as Exhibit C. Applicant requests a waiver of filing of the U.S. Department of Justice notice.

**(20) A verified statement setting forth the expected public effect of the transaction on the capital structure of the applicant over the next 5 years.**

There is no anticipated public effect of the Proposed Transaction on the capital structure of the involved parties over the next five years.

**(21) For an applicant subject to a broadband deployment commitment under Federal or State law, a verified statement affirming that the applicant**

**is in compliance with that commitment.**

None of VGI, UM, nor BWT is subject to any broadband commitments.

**(22) For an applicant with eligible telecommunications carrier status under Federal and State law, a verified statement affirming that the applicant is in compliance with the law and that the applicant will continue to be in compliance with the law.**

None of VGI, UM, nor BWT is an ETC in Pennsylvania.

**(23) A verified statement affirming that the transaction complies with the prohibition against cross-subsidization imposed under Federal and State law.**

Joint Applicants affirm that the Proposed Transaction complies with any applicable prohibition against cross-subsidization imposed under Federal and State law.

## **V. MISCELLANEOUS PROVISIONS**

As indicated by the attached certificate of service, service of this Joint Application has been made upon the Commission's Bureau of Investigation and Enforcement, the Pennsylvania Office of Consumer Advocate, and the Pennsylvania Office of Small Business Advocate. Any further information required in support of the Proposed Transaction will be provided expeditiously upon request.

The verifications of Justin Newman, President of

Baltimore-Washington Telephone Company and Justin Newman, President of Uptown Moose, Inc. on behalf of BWT and UM, respectively are attached as Exhibit D and confirm the accuracy of the statements made in this Joint Application with respect to BWT and UM.

The verification of Patrick Etzel on behalf of VGI is attached as Exhibit E and confirms the accuracy of the statements made in this Joint Application with respect to VGI.

## **VI. CONCLUSION**

WHEREFORE, the Joint Applicants respectfully request that the Commission expeditiously enter a final order (1) approving the transfer of control from VGI to UM and (2) granting any and all other approvals deemed necessary or required by the Commission for the consummation of the Proposed Transaction contemplated by this Joint Application.

## **EXHIBITS**

**A - BWT Utility Certificate**

**B - Pre- and Post-close Organizational Charts**

**C - Application Filed at FCC**

**D - Certifications by BWT and UM**

**E - Certifications by VGI**

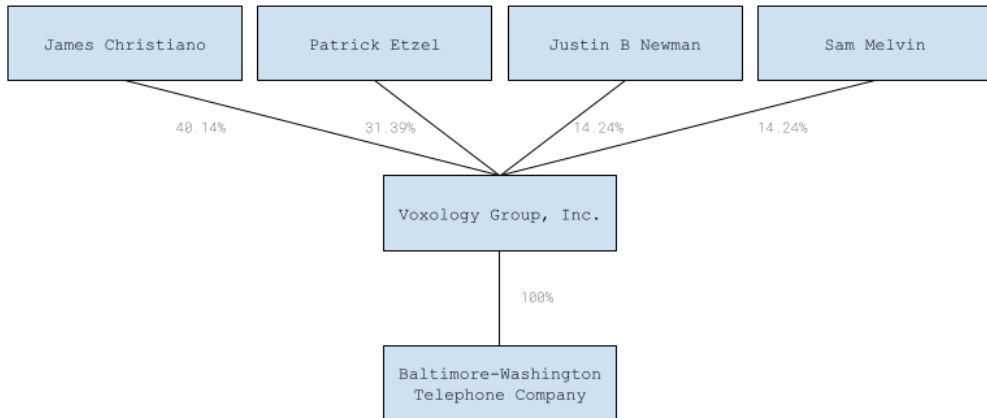
**EXHIBIT A**

**BWT UTILITY CERTIFICATE**

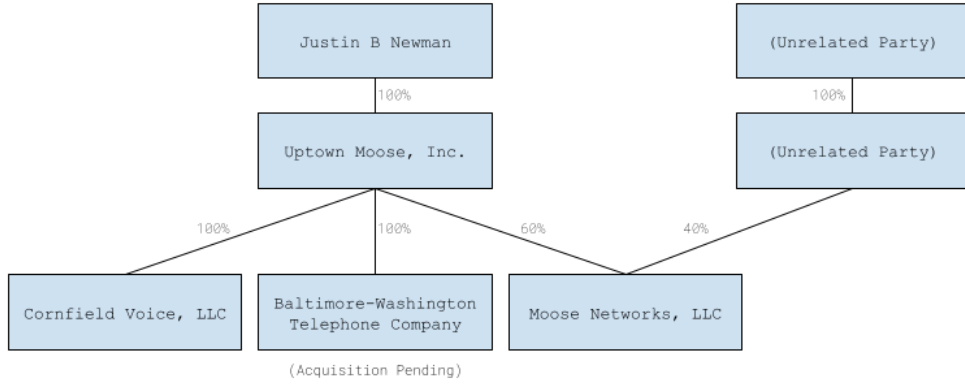
**EXHIBIT B**

**ORGANIZATIONAL CHARTS**

**PRE-CLOSE**



# POST-CLOSE



**EXHIBIT C**

**APPLICATION FILED AT FCC**



Secretary Dortch  
Federal Communications Commission  
Wireline Competition Bureau -- CPD -- 214 Appls.  
P.O. Box 979091  
St. Louis, MO 63197-9000

**Re: Joint Application of Uptown Moose Inc and Voxology Group Inc for Section 214**

**Authority to Transfer Control of Domestic Authorization**

Dear Secretary Dortch:

On behalf of Uptown Moose, Inc. ("UM") and Voxology Group, Inc. ("VGI"), enclosed please find an electronic original of an application for Section 214 authority to transfer control of Baltimore-Washington Telephone Company ("BWT") from VGI to UM.

A fee in the amount of \$1,195.00, to the Federal Communications Commission, which satisfies the filing fee required for this Application under line 2.b of Section 1.1105 of the Commission's rules will be submitted through the appropriate interface.

Please direct any questions to me at (312) 620-6155.

Sincerely,

Justin B Newman

In the Matter of the Joint Application of	)	
	)	
<b>VOXOLOGY GROUP, INC.</b>	)	
Transferor	)	
	)	WC Docket No 12-_____
and	)	
	)	
<b>UPTOWN MOOSE, INC.</b>	)	
Transferee	)	
	)	
For Grant of Authority Pursuant to	)	
Section 214 of the Communications Act of 1934,	)	
as amended, and Section 63.04 of the	)	
Commission’s Rules to Complete a	)	
Transfer of Control of an Authorized	)	
Domestic Section 214 Carrier	)	
_____	)	

**JOINT APPLICATION**

**I. INTRODUCTION**

**A. Summary of Transaction**

Uptown Moose, Inc. (“UM”) and Voxology Group, Inc. (“VGI”) (together, the “Applicants”), pursuant to Section 214 of the Communications Act, as amended, 47 U.S.C. § 214 and Section 63.04 of the Commission’s Rules, 47 C.F.R. §§ 63.04, respectfully request authority to transfer control of Baltimore-Washington Telephone Company (“BWT”) to UM. In particular, UM has entered into an agreement with VGI, BWT’s sole shareholder, through which UM will acquire the stock of BWT. Following the transaction, BWT will be a direct wholly owned subsidiary of UM.

**B. Request for Expedited Consideration**

As set forth below, UM has substantial management experience in the

telecommunications industry. As a result, the proposed transaction is structured to ensure that existing BWT customers will continue to enjoy uninterrupted service, and immediately following the proposed transaction, customers of BWT will continue to receive services under the same rates, terms and conditions as those services would be available in absence of a transfer. In light of the substantial benefits that the Applicants expect from the proposed transaction, Applicants seek expedited approval to allow Applicants to complete the proposed transaction as soon as possible.

### **C. Request for Streamlined Processing**

Applicants respectfully submit that this Application is eligible for streamlined processing pursuant to Section 63.03 of the Commission's Rules, 47 C.F.R. §§ 63.03. This application is eligible for streamlined processing pursuant to Section 63.03(b)(2)(i) because, immediately following the transaction, (1) Applicants and their affiliates, as defined in Section 3(1) of the Communications Act ("Affiliates") combined will hold less than a ten percent (10%) share of the interstate interexchange market; (2) Applicants and their Affiliates will provide local exchange service only in areas served by dominant local exchange carriers (none of which is a party to the proposed transactions) and; (3) none of the Applicants or their Affiliates is dominant with respect to any service.

In support of this Application, Applicants provide the following information:

## **II. DESCRIPTION OF THE APPLICANTS**

### **A. Voxology Group, Inc. (Transferor)**

VGI is a technology holding company founded in 2019. It is a Delaware Corporation with its headquarters located at 3513 Brighton Blvd., Denver, Colorado. In addition to Baltimore-Washington Telephone Company, its holdings include Voxology Carrier Services,

Inc., Voxology Integrations, Inc., and Voxology, Inc.

**B. Uptown Moose, Inc. (Transferee)**

UM is a technology company founded in 2024. It is an Illinois Corporation with its headquarters located at 4422 N Ravenswood Avenue, Suite 55, Chicago, IL 60640. Its chief executive is Justin Newman, who has been the chief executive of Baltimore-Washington Telephone Company since 2019, and involved in its operations continuously since 2014.

**III. INFORMATION REQUIRED BY SECTION 63.04**

**(a)(1) Name, address, and telephone number of each applicant;**

Voxology Group, Inc.  
3513 Brighton Blvd., Suite 482  
Denver, CO 80216  
(303) 285-8600

Uptown Moose, Inc.  
4422 N Ravenswood Ave., Suite 55  
Chicago, IL 60640  
(312) 344-5615

**(a)(2) The state under the laws of which each corporate or partnership applicant is organized;**

Baltimore-Washington Telephone Company is a Maryland corporation.

Voxology Group, Inc. is a Delaware corporation.

Uptown Moose, Inc. is an Illinois corporation.

**(a)(3) The name, title, post office address, and telephone number of the officer or contact point, such as legal counsel, to whom correspondence concerning the application is to be addressed;**

The primary contact for communications related to this applications is:

Justin Newman  
President  
Baltimore-Washington Telephone Company

4422 N Ravenswood Avenue, Suite 55  
Chicago, IL 60640  
(312) 620-6155

**(a)(4) The name, address, citizenship and principal business of any person or entity that directly or indirectly owns at least ten (10) percent of the equity of the applicant, and the percentage of equity owned by each of those entities (to the nearest one (1) percent);**

James Christiano  
3513 Brighton Blvd., Suite 482  
Denver, CO 80216  
Citizenship: US  
Principal Business: Technology Services  
Voxology Group Inc.: 40%

Patrick Etzel  
3513 Brighton Blvd., Suite 482  
Denver, CO 80216  
Citizenship: US  
Principal Business: Technology Services  
Voxology Group Inc: 31%

Sam Melvin  
3513 Brighton Blvd., Suite 482  
Denver, CO 80216  
Citizenship: US  
Principal Business: Technology Services  
Voxology Group Inc: 14%

Justin Newman  
Citizenship: US  
Principal Business: Technology Services  
Voxology Group Inc: 14%  
Uptown Moose Inc: 100%

*No other individual(s) directly or indirectly own at least ten (10) percent of the equity of the applicant.*

**(a)(5) Certification pursuant to §§ [1.2001](#) through [1.2003](#) of this chapter that no party to the application is subject to a denial of Federal benefits pursuant to section 5301 of the Anti-Drug Abuse Act of 1988. See [21 U.S.C. 853](#).**

No party to this application is subject to a denial of Federal benefits pursuant to section 5301 of the Anti-Drug Abuse Act of 1988.

**(a)(6) A description of the transaction;**

Applicants propose to complete a transaction through which BWT will become a wholly owned subsidiary of UM. In particular, UM will acquire 100% of the shares of the stock of BWT.

Following the proposed transaction, BWT's customers will continue to receive services under the same rates, terms and conditions as those services would be provided in absence of a transaction. Applicants therefore expect that the proposed transaction will be virtually identical to BWT's customers in terms of the services that those customers receive. As a result of its skilled and experienced management team, UM is already well qualified to control the continuing operations of BWT.

**(a)(7) A description of the geographic areas in which the transferor and transferee (and their affiliates) offer domestic telecommunications services, and what services are provided in each area;**

BWT offers local and long distance telecommunications services in Maryland and New York, with licenses in Nevada and Pennsylvania. VGI has subsidiaries Voxology, Inc., Voxology Carrier Services, Inc., and Voxology Integrations, Inc. that offer Voice over IP services throughout the United States. Uptown Moose, Inc. also is the 100% shareholder of Cornfield Voice LLC, an Interconnected Voice over IP provider with FCC authorization to obtain numbering resources. Cornfield Voice LLC intends to offer retail Voice over IP services throughout the United States. Uptown Moose, Inc. is also the 60% shareholder of Moose Networks, Inc., a retail Voice over IP provider.

**(a)(8) A statement as to how the application fits into one or more of the presumptive streamlined categories in this section or why it is otherwise appropriate for streamlined treatment;**

Applicants and their affiliates, as defined in Section 3(1) of the Communications Act ("Affiliates") combined will hold less than a ten percent (10%) share of the interstate

interexchange market; (2) Applicants and their Affiliates will provide local exchange service only in areas served by dominant local exchange carriers (none of which is a party to the proposed transactions) and; (3) none of the Applicants or their Affiliates is dominant with respect to any service.

**(a)(9) Identification of all other Commission applications related to the same transaction;**

The Applicants are making no other applications to the Commission related to this transaction.

**(a)(10) A statement of whether the applicants are requesting special consideration because either party to the transaction is facing imminent business failure;**

Neither party is facing imminent business failure.

**(a)(11) Identification of any separately filed waiver requests being sought in conjunction with the transaction;**

There are no separately filed waiver requests being sought in conjunction with this transaction.

**(a)(12) A statement showing how grant of the application will serve the public interest, convenience and necessity, including any additional information that may be necessary to show the effect of the proposed transaction on competition in domestic markets.**

The proposed transaction described above serves the public interest, convenience and necessity in promoting competition among telecommunications providers. In particular, the proposed transaction will provide BWT with an opportunity to grow in a more focused environment. This will bring additional financial and managerial strength to BWT which the Applicants believe will allow BWT to compete more effectively against incumbent carriers and larger competitive carriers which have substantial resources and can offer a wide range of facilities-based service offerings.

Applicants believe the proposed transaction will enhance the ability of BWT to expand its

operations both in terms of service area coverage and through its ability to offer customers an expanded line of products and services. In addition, Applicants expect the proposed transaction will yield substantial operational and financial benefits to BWT.

Given the increasingly competitive nature of the telecommunications market, Applicants are seeking to complete the proposed transaction as soon as possible to ensure that customers can obtain rapidly the benefits of the proposed transaction.

### **Additional Information**

Voxology, Inc., Voxology Carrier Services, Inc., and Voxology Integrations, Inc. are wholly owned subsidiaries of Voxology Group, Inc. Each provides Voice over IP Service to customers. Cornfield Voice, LLC is a wholly owned subsidiary of Uptown Moose, Inc. who expects to offer Interconnected Voice over IP Service to customers, and was recently approved for numbering authorization with the FCC. Uptown Moose, Inc. also holds a 60% interest in Moose Networks, LLC, who offers Voice over IP Service to customers.

Justin Newman continues to hold the above-mentioned interest in Voxology Group, Inc., and through it its subsidiaries. He does not hold interests in any other provider of domestic telecommunications services.

No parties to this transaction are foreign entities, nor affiliated with any foreign entities. There are no interlocking directorates with a foreign carrier.

None of the parties receives USF high cost support. None of the entities are Eligible

Telecommunications Carriers (ETC) under section 214(e) of the Act.

None of the parties has been awarded CAF Phase II or RDOF funding.

None of the parties participates in the Lifeline program, Emergency Broadband Benefit program, or the Affordable Connectivity Program.

## **VI. CONCLUSION**

Accordingly, Applicants respectfully request that the Commission process, consider, and approve this Application for authority to transfer control of BWT to UM as expeditiously as possible.

Respectfully submitted,



---

Justin Newman  
President  
Uptown Moose, Inc.

EXHIBIT A

EXISTING OWNERSHIP:

BALTIMORE-WASHINGTON TELEPHONE COMPANY  
and  
VOXOLOGY GROUP INC

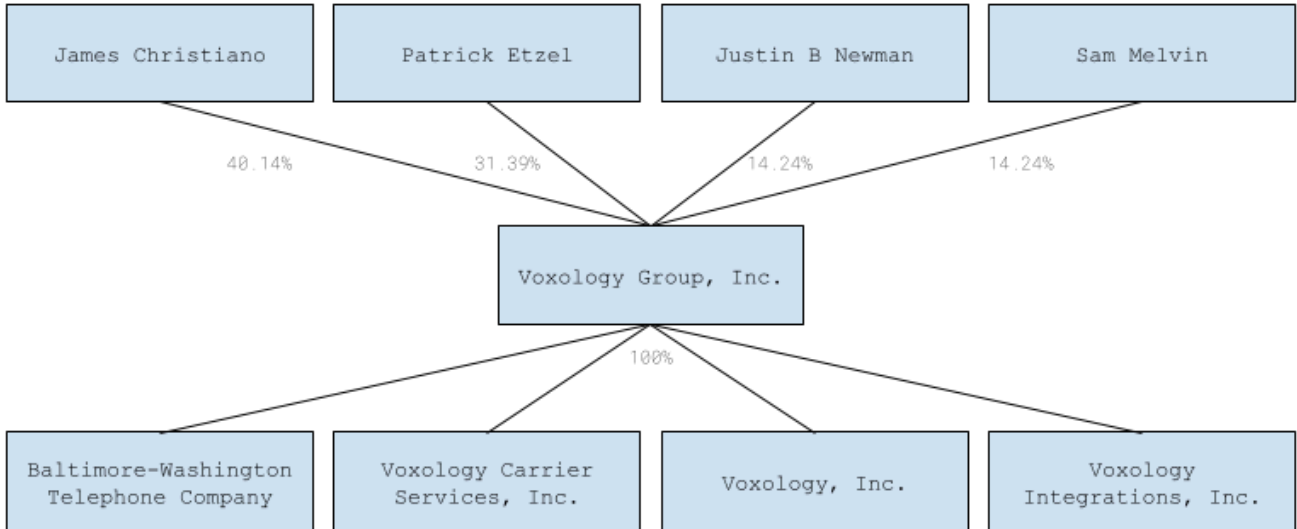


EXHIBIT B

EXISTING OWNERSHIP:

BALTIMORE-WASHINGTON TELEPHONE COMPANY  
and  
UPTOWN MOOSE, INC

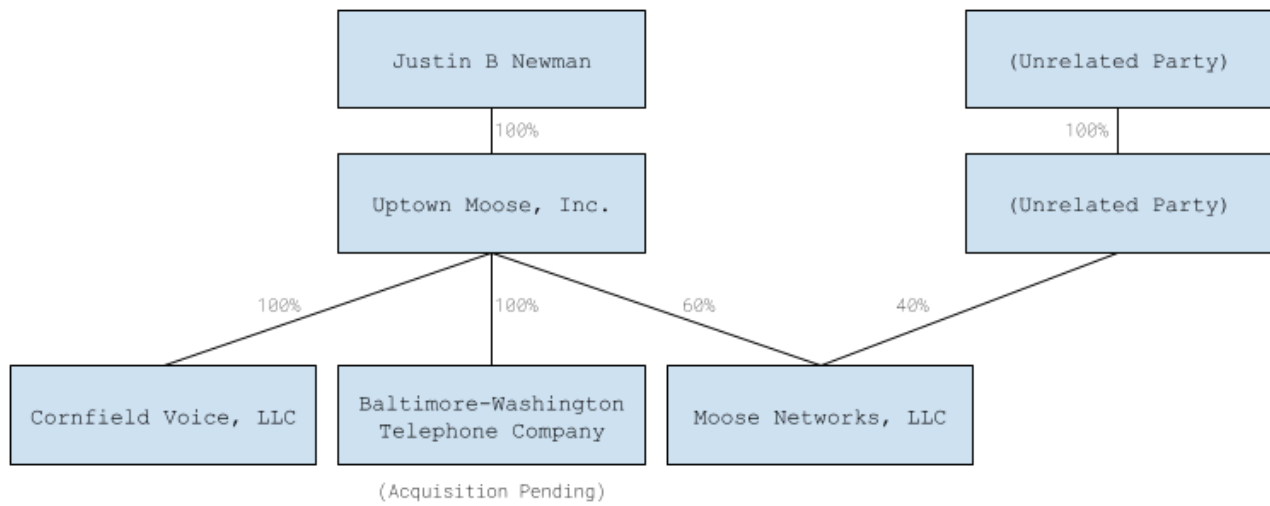



EXHIBIT C

OFFICER'S CERTIFICATIONS

CERTIFICATION

I, Justin B Newman, am an officer of Uptown Moose, Inc. and hereby state, under penalty of perjury, that the facts in the foregoing application are true, complete, and correct to the best of my knowledge and are made in good faith. Uptown Moose, Inc. is not subject to a denial of Federal benefits pursuant to section 5301 of the Anti-Drug Abuse Act of 1988.


Uptown Moose, Inc.

By:   
Name: Justin B Newman  
Title: President  
Date: 07/24/2025

CERTIFICATION

I, Justin B Newman, am an officer of Baltimore-Washington Telephone Company and hereby state, under penalty of perjury, that the facts in the foregoing application are true, complete, and correct to the best of my knowledge and are made in good faith. Baltimore-Washington Telephone Company is not subject to a denial of Federal benefits pursuant to section 5301 of the Anti-Drug Abuse Act of 1988.

Baltimore-Washington Telephone Company

By:   
Name: Justin B Newman  
Title: President  
Date: 07/24/2025

CERTIFICATION

I, Patrick Etzel, am an officer of Voxology Group, Inc. and hereby state, under penalty of perjury, that the facts in the foregoing application are true, complete, and correct to the best of my knowledge and are made in good faith. Voxology Group, Inc. is not subject to a denial of Federal benefits pursuant to section 5301 of the Anti-Drug Abuse Act of 1988.

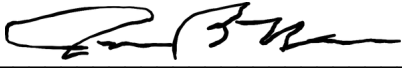
Voxology Group, Inc.

By: *Patrick Etzel*  
Name: Patrick Etzel  
Title: President  
Date: 07/25/2025

**EXHIBIT D**

**CERTIFICATIONS BY BWT AND UM**

I, Justin B Newman, am an officer of Baltimore-Washington Telephone Company, and hereby state that the facts set forth above are true and correct (or are true and correct to the best of my knowledge, information and belief) and I expect to be able to prove the same at a hearing held in this matter. I understand that the statements herein are made subject to the penalties of 18 Pa.C.S. § 4904 (relating to unsworn falsification to authorities).


By: 

Name: Justin B Newman

Title: President

Date: 07/24/2025

I, Justin B Newman, am an officer of Uptown Moose, Inc., and hereby state that the facts set forth above are true and correct (or are true and correct to the best of my knowledge, information and belief) and I expect to be able to prove the same at a hearing held in this matter. I understand that the statements herein are made subject to the penalties of 18 Pa.C.S. § 4904 (relating to unsworn falsification to authorities).

By: 

Name: Justin B Newman

Title: President

Date: 07/24/2025

**EXHIBIT E**

**CERTIFICATIONS BY VGI**

I, Patrick Etzel, am an officer of Voxology Group, Inc., and hereby state that the facts set forth above are true and correct (or are true and correct to the best of my knowledge, information and belief) and I expect to be able to prove the same at a hearing held in this matter. I understand that the statements herein are made subject to the penalties of 18 Pa.C.S. § 4904 (relating to unsworn falsification to authorities).

By: *Patrick Etzel*

Name: Patrick Etzel

Title: President

Date: 07/24/2025