

BEFORE THE NEBRASKA PUBLIC SERVICE COMMISSION

In the Matter of the Application) Application No. C-4353.2
of Securus Technologies, Inc.,)
Dallas, Texas, seeking approval)
of an amendment of issuance of) GRANTED
debt and related financing)
transactions previously approved)
in Docket C-4353.) Entered: June 26, 2012

BY THE COMMISSION:

On May 16, 2012, an application was filed by Securus Technologies, Inc. ("Securus" or "Applicant"), Dallas, Texas, seeking approval of an amendment of issuance of debt and related financing transactions previously approved in Docket C-4353. Notice of the application was published in The Daily Record, Omaha, Nebraska, on May 22, 2012. No protests were filed; therefore, this application is processed pursuant to the Commission's Rule of Modified Procedure.

O P I N I O N A N D F I N D I N G S

Securus is a Delaware corporation with its principal office located in Dallas, Texas. Securus is a privately held and indirect wholly-owned subsidiary of Securus Holdings, Inc. ("SHI"). Securus has been certified by the Commission as a local exchange carrier to offer and provide telecommunications services in the State of Nebraska pursuant to Docket C-1944.

Connect Acquisition Corp. ("Connect") is a controlled affiliate of Castle Harlan Partners V, L.P. ("Castle Partners"), which is managed by Castle Harlan, Inc. ("Castle Harlan") a New York-based investment firm.

Securus requests that the Commission grant approval of the present application pursuant to Neb. Rev. Stat. § 75-148, which states in pertinent part,

A common carrier may issue stock, bonds, notes, or other evidence of indebtedness, payable at periods of more than twelve months after the date thereof, when necessary for the acquisition of property, the construction, completion, extension or improvement of facilities, the improvement or maintenance of its service, or the discharge or lawful refunding of its obligations if the common

carrier first secures from the Commission an order authorizing such issue and the amount thereof and stating that in the opinion of the Commission the use of the capital to be secured by the issue of such stock, bonds, notes, or other evidence of indebtedness is reasonably required for the purposes of the carrier.

Securus seeks authority to enter into an amendment to the previously approved financing arrangements that would increase the aggregate principal amount of permitted borrowing from \$375 million to \$455 million.

Description of the Transaction:

On May 24, 2011, the Commission approved financing arrangements between Securus and Connect.¹ Securus now seeks \$80 million in additional borrowing authority, raising its maximum from \$375 million to \$455 million. There will be no other material changes to the previously approved credit facilities. This proposed amendment does not create any new owners of Securus, will not affect day-to-day management of the company, and will not result in any interruption or disruption of service.

Securus expects that the proposed amendment will provide it with the financial resources to compete even more effectively with other service providers in Nebraska by expanding its service offerings and ensuring its ability to provide high quality, competitively priced service. The additional borrowing authority will also allow Securus the ability to fund potential acquisitions and to fund a partial redemption or repurchase of Connect Acquisition Corp.'s outstanding preferred stock on a pro rata basis.

Based upon the above information, the Commission finds the application to be in the public interest and to be reasonably required for the purposes of Securus Technologies, Inc. Therefore, the application should be granted.

¹ *In the Matter of the Application of Evercom Systems, Inc., Dallas, Texas, seeking Approval of Issuance of Debt and Related Financing Transactions.* Docket C-4353, Granted, May 24, 2011.

O R D E R

IT IS THEREFORE ORDERED by the Nebraska Public Service Commission that Application No. C-4353.2 be, and is hereby, granted.

MADE AND ENTERED at Lincoln, Nebraska, this 26th day of June, 2012.

NEBRASKA PUBLIC SERVICE COMMISSION

COMMISSIONERS CONCURRING:

Chairman

ATTEST:

Executive Director

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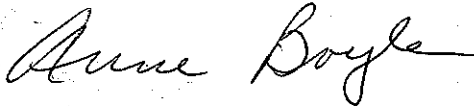
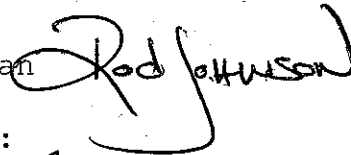
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NEBRASKA PUBLIC SERVICE COMMISSION

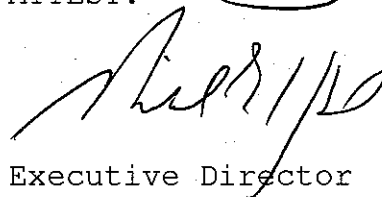
COMMISSIONERS CONCURRING:



Chairman



ATTEST:



Executive Director

//s// Rod Johnson
//s// Frank Landis