

December 3, 2014

Attn: Kathy Shepherd
Public Utility Commission of Oregon
3930 Fairview Industrial Drive SE
Salem, Oregon 97302-1166

LSSi Data Corporation (“LSSi”), by its undersigned counsel, hereby submits this letter to notify the Oregon Public Utilities Commission (the “Commission”) of the transfer of all outstanding membership interests of its parent company, Volt Delta Resources, LLC (“Volt Delta Resources”) to NewNet Communication Technologies, LLC (“NewNet”).

The Parties

LSSi is a Delaware corporation with its principal place of business at 1600 Stewart Avenue, Suite 305, Westbury, NY 11590. LSSi is certified to do business in the State of Oregon, and is registered as active with the Oregon Secretary of State. LSSi has filed with the Commission a Certificate of Authority (the “Certificate”) to provide telecommunications services in the State of Oregon as a competitive provider. (See Exhibit A.)¹

LSSi provides directory assistance services, call completion services, data aggregation services and other services to telecommunications carriers, including the acquisition of subscriber list information and directory assistance listing data as the agent and contractor to competitive local exchange carriers. LSSi also publishes electronic telephone directories.

Volt Delta Resources is a Nevada limited liability company with its principal place of business at 1065 Avenue of the Americas, 20th Floor, New York, NY 10018. Volt Delta Resources owns all of the outstanding capital stock of LSSi. Volt Delta Resource Holdings, Inc. (“Volt Delta Resource Holdings”) is a Nevada corporation with its principal place of business at 1065 Avenue of the Americas, 20th Floor, New York, NY 10018.

NewNet is a Delaware limited liability company with its principal place of business at 1455 West Shure Drive, Arlington Heights, IL 60004. For over twenty years, NewNet has been a leading provider of hardware, software, and services to telecommunication carriers through a

¹ Please note: Exhibit A also contains an Order whereby the Commission rescinded a previous Order cancelling this Certificate.

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rich offering of technologies focused on legacy and next generation messaging, wireless broadband and secure payment and transaction processing.

Designated Contacts

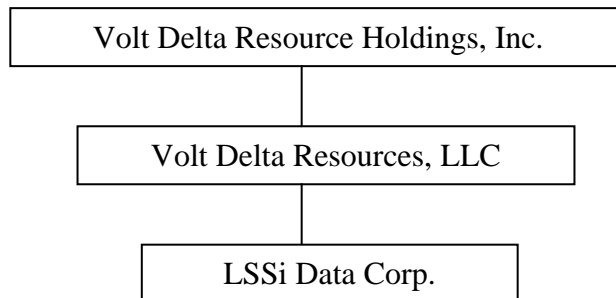
For purposes of this notification, all inquiries should be directed as follows:

For LSSi:	For NewNet:
Sharon Stern Director LSSi Data Corporation c/o Volt Information Sciences, Inc. 1065 Avenue of the Americas, 20th Floor Telephone: (212) 704-2433 Email: sstern@volt.com	James F. Hall EVP & General Counsel NewNet Communication Technologies, LLC 1455 West Shure Drive Arlington Heights, IL 60004 Telephone: (310) 273-6000 Email: jfhall@newnet.com

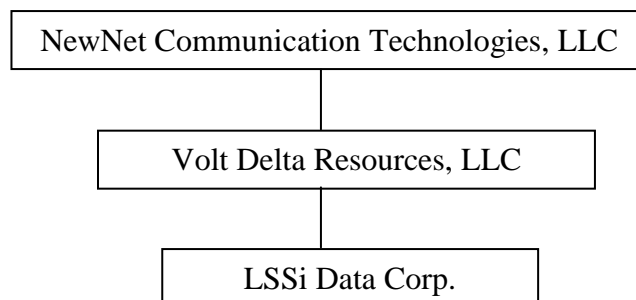
Description of the Transaction

On December 1, 2014, Volt Delta Resource Holdings and NewNet entered into a membership interest purchase agreement through which NewNet acquired from Volt Delta Resource Holdings all outstanding membership interests of Volt Delta Resources. As a result, NewNet gained indirect but ultimate control over LSSi. The following charts illustrate the corporate ownership structure of LSSi pre- and post-closing:

Pre-Transaction Ownership Structure:



Post-Transaction Ownership Structure:



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Immediately following the transaction, LSSi will continue to operate pursuant to its existing authority in the same manner that it currently operates. NewNet possesses the resources and technical expertise necessary to efficiently and seamlessly transfer LSSi into NewNet's indirect ownership. No transfer of assets (other than ownership of stock) or customers has occurred as a result of this transaction. The customers of LSSi will not experience any changes in rates, terms or conditions of service, or quality of service as a result of this transaction. Accordingly, the transaction has resulted in a seamless and virtually transparent transition for all LSSi customers.

Sincerely,

A handwritten signature in blue ink, appearing to read "Alan G. Poole", is written over a solid horizontal line.

Alan G. Poole

Attachments: Exhibit A – Certificate of Authority

cc: Sharon Stern
Rich Oldach
James F. Hall

EXHIBIT A

**LSSi Certificate of Authority and
Related Information**

**PUBLIC UTILITY COMMISSION
OF OREGON**

State of Oregon)
) CP 1284

County of Marion)

I, Jacque Kuchynski, Office Specialist of the Administrative Hearings Division for the Public Utility Commission of the State of Oregon, do hereby certify that the enclosed copy of

ORDER NO: 11-180

has been compared by me with the original thereof on file and of record in my custody, and that the same is a true and correct copy of said original.

IN WITNESS WHEREOF I have hereunto set my hand and the Commission Seal this the 4th day of April, 2013.

PUBLIC UTILITY COMMISSION



Jacqueline Kuchynski
Jacque Kuchynski
Office Specialist
Administrative Hearings Division

ORDER NO. 11 180
ENTERED JUN 01 2011

**BEFORE THE PUBLIC UTILITY COMMISSION
OF OREGON**

CP 1284

TRUE COPY OF ORIGINAL

In the Matter of

LSSI DATA CORPORATION

Application for a Certificate of Authority
to Provide Telecommunications Service in
Oregon and Classification as a Competitive
Provider.

ADMINISTRATIVE HEARINGS

ORDER

DISPOSITION: CANCELLATION ORDER RESCINDED

On June 9, 2005, the Commission granted a certificate of authority to LSSI Data Corporation (LSSI) to provide telecommunications service in Oregon as a competitive provider. *See* Order No. 05-736.

Oregon telecommunications providers are required to provide requested information to the Commission. After investigation, the Commission found that LSSI failed to respond to requests for information sent to LSSI as required by ORS 759.425 and OAR 860-032-0008(2). The certificate of authority for LSSI was canceled at the March 17, 2011, public meeting. *See* Order No. 11-098. The responsibility to respond to Commission requests for information or comply with any Commission rule is clearly stated at the time a certificate is granted to a competitive provider. Failure to comply with this obligation may result in the company's certificate of authority being canceled. If a certificate of authority is canceled, a company has the statutory right to request reconsideration. LSSI filed a request for reconsideration of Order No. 11-098 and a comprehensive plan of action describing LSSI's procedures being put in place to prevent future cancellations.

HISTORY

LSSI has had two previous cancellations of its certificate of authority. This order rescinds LSSI's third cancellation described above. First, at the April 8, 2008, public meeting, the Commission determined that LSSI's certificate of authority should be canceled. LSSI's certificate of authority was canceled in Order No. 08-223.

On May 22, 2008, LSSi filed a request to reconsider Order No. 08-223, claiming that it had complied with the Commission's rules and regulations. The Commission's records indicate that the company did file the necessary information, but after the certificate was already canceled. LSSi's certificate of authority was reinstated pursuant to Order No. 08-330 on June 17, 2008.

The following year LSSi failed to pay the 2008 revenue fee and associated late payment penalties as required per ORS 756.310. At the June 16, 2009, public meeting, the Commission determined that LSSi's certificate of authority should be canceled. LSSi's certificate of authority was canceled in Order No. 09-241 on June 22, 2009. On August 19, 2009, LSSi filed a request to suspend Order No. 09-241, claiming that it had complied with the Commission's rules and regulations. The Commission's records indicate that LSSi did file the necessary information, but after the certificate was already canceled. Order No. 09-456 was entered on November 9, 2009, reinstating LSSi's certificate of authority.

Most recently, the Commission found that LSSi failed to comply with Oregon Universal Service Fund requirements per ORS 759.425 and OAR 860-032-0620 for the 3rd Quarter 2010. At the March 17, 2011, public meeting, the Commission determined that LSSi's certificate of authority should be canceled. LSSi's certificate of authority was canceled in Order No. 11-098. On April 22, 2011, LSSi filed a request to suspend Order No. 11-098, claiming that it had complied with the Commission's rules and regulations. The Commission's records indicate that LSSi did file the necessary information, but after the certificate was already canceled.

DISCUSSION

In each case, LSSi provided the information, but it was filed late thus prompting the cancellations. In each case LSSi continued to provide telecommunications service to its customers in Oregon. It is not the Commission's intent to cause undue disruption to customers of canceled competitive providers. The company should be aware that repeated failure to comply with Commission rules is a serious matter and could result in the company being denied a certificate of authority to provide telecommunications service in Oregon.

The Commission notes that this is the third time that LSSi has sought and been granted reconsideration following the cancellation of its authority. The granting of a certificate places responsibility on the company to fully comply with Commission rules. The company must undertake a plan to prevent the certificate being canceled a fourth time. If LSSi again fails to fulfill its regulatory obligations and the certificate is canceled, the Commission may conclude that it is not in the public interest to process a future application for recertification as a competitive provider. The company may be required to appear before the Commission to respond to Commission inquiries and explain why a certificate should be issued or reconsideration should be granted to a company that

repeatedly fails to comply with Commission rules. Any future application or request for reconsideration must include as applicable:

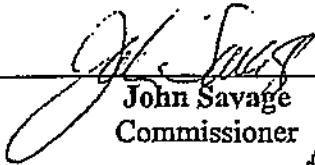
1. An explanation of why the company was unable to comply with the Commission rules.
2. An explanation of why the previously submitted corrective plan failed to ensure compliance.
3. A statement of why it is in the public interest for the Commission to reconsider or grant new authority given that the company has repeatedly failed to comply with Commission rules.
4. Proof of payment of all outstanding revenue fees, including late payment fees owed for each calendar year of operation pursuant to ORS 756.310(6)(a), in accordance with Commission requirements.
5. Proof of compliance with Oregon Universal Service Fund requirements pursuant to ORS 759.425.
6. Proof of filing of any outstanding annual reports pursuant to OAR 860-032-0060.

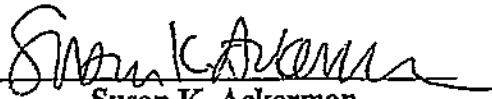
Additionally, the company may be required to appear before the Commission.

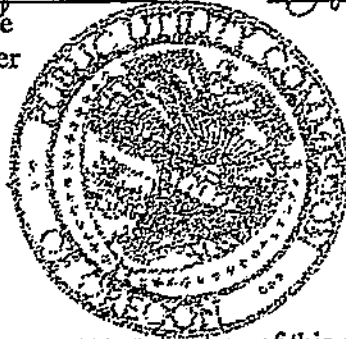
ORDER

IT IS ORDERED that Order No. 11-098 canceling the certificate of authority of LSSi Data Corporation is rescinded.

Made, entered, and effective JUN 01 2011


John Savage
Commissioner


Susan K. Ackerman
Commissioner



A party may request rehearing or reconsideration of this order under ORS 756.561. A request for rehearing or reconsideration must be filed with the Commission within 60 days of the date of service of this order. The request must comply with the requirements in OAR 860-001-0720. A copy of the request must also be served on each party to the proceedings as provided in OAR 860-001-0180(2). A party may appeal this order by filing a petition for review with the Court of Appeals in compliance with ORS 183.480 through 183.484.

**PUBLIC UTILITY COMMISSION
OF OREGON**

State of Oregon)
) **CP 1284**

County of Marion)

I, Jacque Kuchynski, Office Specialist of the Administrative Hearings Division for the Public Utility Commission of the State of Oregon, do hereby certify that the enclosed copy of

ORDER NO: 05-736

has been compared by me with the original thereof on file and of record in my custody, and that the same is a true and correct copy of said original.

IN WITNESS WHEREOF I have hereunto set my hand and the Commission Seal this the 4th day of April, 2013.

PUBLIC UTILITY COMMISSION



Jacque Kuchynski
Jacque Kuchynski
Office Specialist
Administrative Hearings Division

BEFORE THE PUBLIC UTILITY COMMISSION

OF OREGON

TRUE COPY OF ORIGINAL

CP 1284

ADMINISTRATIVE HEARINGS

In the Matter of)
)
 LSSI CORP)
)
 Application for a Certificate of Authority to)
 Provide Telecommunications Service in Oregon)
 and Classification as a Competitive Provider.)

ORDER

DISPOSITION: APPLICATION GRANTED

Note: By issuing this certificate, the Commission makes no endorsement or certification regarding the certificate holder's rates or service.

The Application

On April 22, 2005, LSSi Corp, (Applicant) filed an application for certification to provide telecommunications service in Oregon as a competitive provider.

Applicant proposes to provide intraexchange (local exchange) switched service (i.e., local dial tone) within all exchanges of the telecommunications utilities and cooperative corporations listed in Appendices A and B to this order.

Applicant also proposes to provide interexchange switched service (toll) and non-switched, private line service (dedicated transmission service) statewide in Oregon. Applicant indicates that it intends to have its own switching equipment and will purchase or lease network components which are not unbundled network elements for intraexchange and interexchange service. Applicant may purchase network elements and only from other certified carriers.

Applicant will not directly provide operator services as defined in OAR 860-032-0001 and will not be an 'operator service provider' as defined in ORS 759.690(1)(d).

The Commission served notice of the application on May 4, 2005. No protests or requests to be made parties of the proceeding were filed.

Based on the record in this matter, the Commission makes the following:

FINDINGS AND CONCLUSIONS

Applicable Law

Two statutory provisions apply to this application. First, ORS 759.020 governs Applicant's request to provide telecommunications as a competitive provider. Under ORS 759.020(5), the Commission shall classify Applicant as a competitive provider if Applicant demonstrates that its services are subject to competition, or that its customers or those proposed to become customers have reasonably available alternatives. In making this determination, the Commission must consider the extent to which services are available from alternative providers that are functionally equivalent or substitutable at comparable rates, terms and conditions, existing economic or regulatory barriers to entry, and any other factors deemed relevant.

Second, ORS 759.050 governs Applicant's request to provide local exchange telecommunications service. Under ORS 759.050(2)(a), the Commission may authorize Applicant to provide local exchange service within the local exchange of a telecommunications utility if the Commission determines such authorization would be in the public interest. In making this determination, the Commission must consider the extent to which services are available from alternative providers, the effect on rates for local exchange service customers, the effect on competition and availability of innovative telecommunications service in the requested service area, and any other facts the Commission considers relevant. *See* Order No. 96-021.

Designation as a Competitive Provider

Applicant has met the requirements for classification as a competitive telecommunications service provider. Applicant's customers or those proposed to become customers have reasonably available alternatives. The incumbent telecommunications utilities and cooperative corporations listed in the appendices provide the same or similar local exchange services in the local service area requested by Applicant. AT&T, MCI, Sprint Communications, Qwest Corporation, Verizon Northwest Inc., and others provide interexchange telecommunications service in the service area requested by Applicant. Subscribers to Applicant's services can buy comparable services at comparable rates from other vendors. Economic and regulatory barriers to entry are relatively low.

Public Interest

With regard to the general factual conclusions relevant to this proceeding, the Commission adopts the Commission's findings in Order No. 93-1850 and Order No. 96-021. Based on a review of those findings, as well as information contained in the application, the Commission concludes that it is in the public interest to grant the application of LSSi Corp, to provide local exchange telecommunications service as a competitive telecommunications provider in exchanges of the telecommunications utilities and cooperative corporations listed in the appendices, as described in the

application. Further, it is in the public interest to grant statewide interexchange authority as described in the application. This finding will have no bearing on any determination the Commission may be called upon to make under sections 251 or 252 of the Telecommunications Act of 1996 (47 USC § 251, 252) with regard to the telecommunications utilities and cooperative corporations in this docket.

Conditions of the Certificate

In Order No. 96-021, the Commission interpreted ORS 759.050 and established conditions applicable to competitive local exchange carriers. Also, other conditions are listed in administrative rules, including among others OAR 860-032-0007. Applicant, as a competitive provider, shall comply with the conditions adopted in Order No. 96-021, as well as all applicable laws, Commission rules, and orders related to provision of telecommunications service in Oregon.

Per ORS 759.050(2)(c) and Order No. 96-021, Applicant shall comply with the following conditions.

1. Applicant shall terminate all intrastate traffic originating on the networks of other telecommunications providers that have been issued a certificate of authority by the Commission.
2. Applicant shall make quarterly contributions to the Oregon Universal Service fund based on a Commission approved schedule and surcharge percentage assessed on all retail intrastate telecommunications services sold in Oregon, pursuant to ORS 759.425. If Applicant bills the surcharge to its end-users, Applicant shall show the charges as a separate line item on the bill with the words "Oregon Universal Service Surcharge ____%".
3. Applicant shall offer E-911 service. Applicant has primary responsibility to work with the E-911 agencies to ensure that all users of its services have access to the emergency system. Applicant will deliver or arrange to have delivered to the correct 911 Controlling Office its customers' Automatic Number Identification telephone numbers so the lead 911 telecommunications service provider can deliver the 911 call to the correct Public Safety Answering Point. Applicant shall work with each 911 district and lead 911 telecommunications service provider to develop procedures to match Applicant's customer addresses to the 911 district's Master Street Address Guide in order to obtain the correct Emergency Service Number (ESN) for each address. Applicant shall provide the lead 911 telecommunications service provider with daily updates of new customers, moves, and changes with the correct ESN for each.

4. For purposes of distinguishing between local and toll calling, Applicant shall adhere to local exchange boundaries and Extended Area Service (EAS) routes established by the Commission. Applicant shall not establish an EAS route from a given local exchange beyond the EAS area for that exchange.
5. When Applicant is assigned one or more NXX codes, Applicant shall limit each of its NXX codes to a single local exchange or rate center, whichever is larger, and shall establish a toll rate center in each exchange or rate center proximate to that established by the telecommunications utility or cooperative corporation serving the exchange or rate center.
6. Applicant shall pay an annual fee to the Commission pursuant to ORS 756.310 and 756.320 and OAR 860-032-0095. The minimum annual fee is \$100. Applicant is required to pay the fee for the preceding calendar year by April 1.
7. Pursuant to Oregon Laws 1987, chapter 290, sections 2-8, and to OAR chapter 860, division 033, Applicant shall ensure that the Residential Service Protection Fund surcharge is remitted to the Commission. This surcharge is assessed against each retail subscriber at a rate that is set annually by the Commission.

Competitive Zones

All exchanges of the telecommunications utilities and cooperative corporations listed in the appendices to this order are designated competitive zones pursuant to ORS 759.050(2)(b).

Pricing Flexibility

Local Exchange Switched Service

Cooperative telephone companies are generally not regulated by the Commission for local exchange services, and therefore already have pricing flexibility. Any telecommunications utility exempt under ORS 759.040, listed in Appendix A, has pricing flexibility for local exchange service. By Order No. 96-021, at page 82, pursuant to ORS 759.050(5), the Commission established procedures whereby telecommunications utilities would be granted pricing flexibility for local exchange switched services. Qwest has complied with those procedural requirements for all of its exchanges. Verizon has complied with those procedural requirements for forty of its forty-four exchanges.

ORDER

IT IS ORDERED that:

1. The application of LSSi Corp, is granted with conditions described in this order.
2. Applicant is designated as a competitive telecommunications provider for intraexchange service in the local exchanges of the telecommunications utilities and cooperative corporations listed in Appendices A and B. In addition, Applicant is designated as a competitive telecommunications provider for interexchange service statewide in Oregon.
3. The local exchanges of the telecommunications utilities and cooperative corporations listed in Appendices A and B are designated as competitive zones.
4. Any obligation regarding interconnection between Applicant and the telecommunications utilities and cooperative corporations listed in Appendices A and B shall be governed by the provisions of the Telecommunications Act of 1996 (the Act). Commission Order No. 96-021 will govern the interconnection obligations between such parties for the provision of switched local services, unless otherwise addressed by an interconnection agreement or subsequent Commission order.
5. No finding contained in this order shall have any bearing on any determination the Commission may be called upon to make under sections 251 or 252 of the Act with regard to the telecommunications utilities and cooperative corporations listed in the appendices to this order.

- 6. The telecommunications utilities listed in Appendix A shall receive pricing flexibility on an exchange-by-exchange basis as set forth in this order.

Made, entered, and effective JUN 09 2005.



A handwritten signature in cursive script, appearing to read "Lee Sparling", is written above a horizontal line.

Lee Sparling
Director
Utility Program

A party may request rehearing or reconsideration of this order pursuant to ORS 756.561. A request for rehearing or reconsideration must be filed with the commission within 60 days of the date of service of this order. The request must comply with the requirements in OAR 860-014-0095. A copy of any such request must also be served on each party to the proceeding as provided by OAR 860-013-0070(2). A party may appeal this order to a court pursuant to applicable law.

APPENDIX A

CP 1284

EXCHANGES ENCOMPASSED BY THE APPLICATION:

ALL EXCHANGES OF THE TELECOMMUNICATIONS
UTILITIES LISTED BELOW

Telecommunications Utilities Not Exempt Pursuant to ORS 759.040

CenturyTel of Eastern Oregon, Inc.
CenturyTel of Oregon, Inc.
Qwest Corporation
United Telephone Company of the Northwest, dba Sprint
Verizon Northwest Inc.

Telecommunications Utilities Exempt Pursuant to ORS 759.040

Asotin Telephone Company
Cascade Utilities, Inc.
Citizens Telecommunications Company of Oregon
Eagle Telephone System, Inc.
Helix Telephone Company
Home Telephone Company
Malheur Home Telephone Company
Midvale Telephone Exchange
Monroe Telephone Company
Mt. Angel Telephone Company
Nehalem Telecommunications, Inc.
North-State Telephone Company
Oregon Telephone Corporation
Oregon-Idaho Utilities, Inc.
People's Telephone Company
Pine Telephone System, Inc.
Roome Telecommunications, Inc.
Trans-Cascades Telephone Company

APPENDIX B

CP 1284

EXCHANGES ENCOMPASSED BY THE APPLICATION:

ALL EXCHANGES OF THE COOPERATIVE
CORPORATIONS LISTED BELOW

Beaver Creek Cooperative Telephone Company
Canby Telephone Association
Clear Creek Mutual Telephone
Colton Telephone Company
Gervais Telephone Company
Molalla Telephone Company
Monitor Cooperative Telephone Co.
Pioneer Telephone Cooperative
Scio Mutual Telephone Association
St. Paul Cooperative Telephone Association
Stayton Cooperative Telephone Co.