

**BEFORE THE  
PUBLIC UTILITY COMMISSION OF OREGON**

IN THE MATTER OF THE JOINT APPLICATION OF COMCAST PHONE OF OREGON, LLC AND FIRST COMMUNICATIONS, LLC FOR NOTICE OF CUSTOMER TRANSFER AND REQUEST FOR WAIVER	DOCKET NO:
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**JOINT NOTICE OF CUSTOMER TRANSFER AND REQUEST FOR WAIVER**

Comcast Phone of Oregon, LLC d/b/a CIMCO, a Division of Comcast Business Services (“Comcast Phone” or “Assignor”) and First Communications (“First Communications” or “Assignee”) (together, the “Applicants”), hereby notify the Public Utility Commission of Oregon (“Commission”) of the planned transfer of interexchange resale customers from Comcast Phone to First Communications. Applicants also seek a waiver of Oregon Administrative Rule (OAR) 860-032-0020(11), which requires 90 days’ notice to customers and the Commission. A waiver, if granted, would greatly expedite the transaction and would be consistent with public interest as customers will continue to receive high-quality telecommunications service without interruption.

In support, the Applicants state as follows:

**I. DESCRIPTION OF THE PARTIES**

**A. Comcast Phone**

Comcast Phone is a Delaware limited liability company with its principal place of business at One Comcast Center, Philadelphia, Pennsylvania, 19103-2838. Comcast Phone is a facilities-based local exchange carrier, as defined by 47 U.S.C. § 153(26), and is authorized to provide local exchange, interexchange and operator services pursuant to authority granted by this Commission in Order No. 07-481, issued in Docket No. CP 1070 on October 30, 2007.

## **B. First Communications**

Founded in 1998, First Communications is an Ohio limited liability company with its principal business at 3340 W Market St, Akron, OH 44333. First Communications is a wholly owned subsidiary of Summit Data Services (“Summit”), an Ohio corporation. First Communications’ operations are overseen by a well-qualified management team with substantial experience and technical expertise. In Oregon, First Communications is authorized to provide resold interexchange, private line and competitive local exchange service pursuant to Order Nos. 06-533 and 07-014 issued in Docket Nos. CP 1332 and CP 1345 on September 15, 2006 and January 9, 2007. Further information regarding First Communications services and its legal, technical, managerial and financial qualifications to provide service was previously submitted to the Commission in Docket Nos. CP 1332 and CP 1345 and is therefore a matter of public record. First Communications respectfully requests that the Commission take official notice of that information and incorporate it herein by reference.

## **II. DESCRIPTION OF THE CHANGES**

On November 17, 2015, Comcast Cable Communications, LLC (“Comcast Cable”), on behalf of itself and its affiliates, including Comcast Phone, entered into an Asset Purchase Agreement (“Agreement”) with First Communications. Pursuant to the Agreement, the Applicants propose to assign customers in Oregon, including resold interexchange telephone service customer accounts and related data, and customer records needed to support the provision of telecommunications services to those customers (“Customers”), from Comcast Phone to First Communications (hereinafter, the “Transaction”). The specific customers that First Communications is acquiring are those that were formerly served by CIMCO Communications, including customers Comcast has served since 2010 under the trade name, “CIMCO, a Division

of Comcast Business Services.” Approximately three (3) Customers will be affected. As a result of the Transaction, First Communications will replace Comcast Phone as the service provider to the Comcast-CIMCO Customers. Except for the sale of these assets and customer accounts, Comcast Phone’s remaining, non-CIMCO operations will be unaffected by the transaction.

Immediately following the proposed Transaction, the Customers will receive service from First Communications at the same rates, terms and conditions as currently provided by Comcast Phone. Any future changes in the rates, terms and conditions of service for Customers will be undertaken pursuant to applicable federal and state notice and tariff requirements.

Pursuant to Section 64.1120(e) of the rules of the Federal Communications Commission, 47 C.F.R. § 64.1120(e), Customers were notified of the proposed transfer of their service to First Communications on November 25, 2015. A copy of the customer notice is attached as **Exhibit A**. Approximately three business Customers will be affected in Oregon, all of which are interexchange resale customers.

### **III. CUSTOMER IMPACT AND REQUEST FOR WAIVER**

To the extent that customer base transfers between competitive providers may be subject to OAR 860-032-0020(11), Applicants respectfully ask that the Commission waive the 90 days notification periods to customers and the Commission for the following reasons. First, as noted above, only three (3) Customers in Oregon will be affected by the Transaction. Thus, impact to Customers is minimal. Moreover, as noted above, the proposed Transaction will ensure that Customers will continue to receive high-quality telecommunications service without interruption, and at the same rates, terms and conditions as they currently enjoy, from an experienced and qualified carrier eager to serve this segment of the market. The proposed transaction also will assure an orderly transition of Customers from Comcast Phone to First Communications.

Second, each affected Customer was provided written notice of the transfer in compliance with the requirements of 47 C.F.R. § 64.1120(e) and OAR 860-032-0020(5) on or about November 25, 2015. This means that the affected customers will have been notified of the proposed transfer of their service to First Communications at least 30 days prior to the anticipated closing date, pursuant to Section 64.1120(e) of the rules of the Federal Communications Commission, 47 C.F.R. § 64.1120(e). Closing is not expected until all required regulatory approvals are received.

#### **IV. CONTACT INFORMATION**

##### **For Comcast Phone:**

Mark Trincherro  
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##### With copies to:

Richard Chapkis  
Deputy General Counsel  
Comcast Corporation  
One Comcast Center, 50th Floor  
Philadelphia, PA 19103  
Tel: 215.286.5237  
Richard\_chapkis@comcast.com

**For First Communications:**


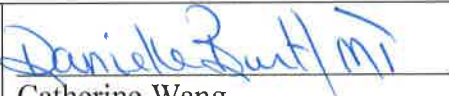
Catherine Wang  
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With copies to:  
Sandi R. Murphy  
SVP and General Counsel  
FIRST COMMUNICATIONS, LLC  
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**V. CONCLUSION**

Applicants submit that the information provided herein demonstrates that the public interest, convenience and necessity will be served by the expeditious grant of this request. Applicants, therefore, respectfully requests that the Commission expeditiously grant this application and waive the 90 day notification periods to customers and the Commission as set forth in OAR 860-032-0020(11) and any further relief the Commission deems appropriate to authorize the consummation of the Transaction described herein.

Respectfully submitted,

 Mark Trinchero DAVIS WRIGHT TREMAINE LLP 1300 SW Fifth Avenue, Suite 2400 Portland, Oregon 97201-5610 marktrinchero@dwt.com Tel: 503.241.2300 direct Fax: 503.778.5299 fax  COUNSEL FOR COMCAST PHONE OF OREGON, LLC	 Catherine Wang Danielle Burt MORGAN, LEWIS & BOCKIUS LLP 2020 K Street, N.W. Washington, DC 20006 Tel: (202) 373-6000 Fax: (202) 373-6001 catherine.wang@morganlewis.com danielle.burt@morganlewis.com COUNSEL FOR FIRST COMMUNICATIONS, LLC
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DATED: December 8, 2015

**Exhibit A**

**Customer Notice**



November 23, 2015

Dear Valued CIMCO Customer:

We are excited to announce that First Communications, LLC soon will become your telecommunications services provider, pursuant to an agreement between First Communications and your current provider, CIMCO, A Division of Comcast Business Services ("CIMCO").<sup>1</sup> The transfer to First Communications will occur on or after January 1, 2016, subject to the satisfaction of certain regulatory requirements. First Communications is committed to earning and keeping your business and will assure that you continue to receive the same great service and dedication to your telecommunications needs as you currently receive.

**Your transition from CIMCO to First Communications requires no action on your part.**

This change will be completely seamless, and you do not need to do anything in order for it to occur. Following the transfer to First Communications, you will continue to receive telecommunications services with the same features and at the same rates, terms and conditions as you currently enjoy. Any changes to your service following the transaction will be made in compliance with your contract, service terms and applicable federal and state legal and regulatory requirements. We do not anticipate that this transition to First Communications will cause you to incur any carrier change charges, but if you do, First Communications will pay them.

It is important that you be aware of the following information. You are responsible for continued payment of your monthly recurring and usage charges. If, for any reason, you should choose another provider for your telecommunications services you will need to contact that provider directly to arrange for the change before First Communications becomes your provider.<sup>2</sup> Otherwise, your telecommunications service(s) will automatically be transferred without service interruption from CIMCO to First Communications. If you paid a deposit or prepayment, it will be transferred to your First Communications account. In addition, if you have a preferred carrier freeze on your account, it will be lifted to make the transfer and you will need to contact your local service provider to arrange a new freeze.

Headquartered in both Chicago, Illinois and Akron, Ohio, First Communications has been providing voice, data networking and managed services to the business community since 1998. At First Communications our commitment to customer service crosses all levels of our organization: from the associate who answers customer calls in our Akron-based Care and Repair Center; to the certified engineers in our Chicago-based Network Management Center who, around the clock, proactively monitor customer networks; to the Account Managers who

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<sup>1</sup> "CIMCO" is the trade name of the applicable Comcast Phone affiliate operating in your state, and an indirect, wholly-owned subsidiary of Comcast Corporation.

<sup>2</sup> Generally, you can find a list of alternative providers in the telephone book or from your state public utility regulatory agency. Please note that your right to switch providers is subject to the terms of your existing contract or service order. In addition, you may incur service initiation fees from a new provider such as service order, installation and other similar charges associated with establishing a new service account.

make it their business to know our customers. It is our dedication to customers that makes First Communications a trusted partner.

If you would like more information about the transaction or the transfer of your telecommunications services from CIMCO to First Communications, please call First Communications Vice President of Customer Engagement, Jamie Rowlands, at 1-800-344-3983. Prior to the transfer, you may also continue to contact CIMCO with any questions or concerns you may have about your current services.

We at First Communications look forward to serving you.

Sincerely,

Margi Shaw  
President  
First Communications

Jay Dirkmaat  
Vice President  
Comcast Business Services



## VERIFICATIONS

**VERIFICATION**

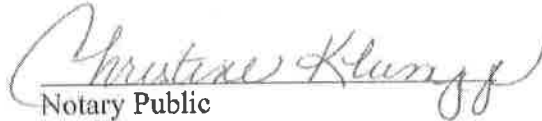
STATE OF PENNSYLVANIA           §  
  §  
COUNTY OF PHILADELPHIA       §

I, Brian A. Rankin, state that I am Vice President, Senior Deputy General Counsel of Comcast Phone of Oregon, LLC (“Comcast Phone”); that I am authorized to make this Verification on behalf of Comcast Phone; that the foregoing filing was prepared under my direction and supervision; and that the statements in the foregoing document are true and correct to the best of my knowledge, information, and belief.



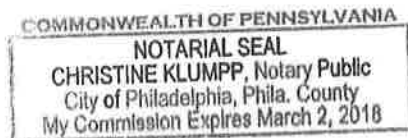
Brian A. Rankin  
Vice President, Senior Deputy General Counsel

SWORN TO AND SUBSCRIBED before me on the 1<sup>st</sup> day of December 2015.



Notary Public

My commission expires: MARCH 2, 2018



**VERIFICATION**

STATE OF OHIO


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COUNTY OF SUMMIT

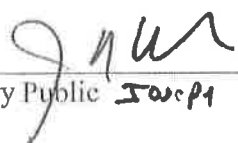
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I, Sandi R. Murphy, state that I am Senior Vice President and General Counsel of First Communications, LLC; that I am authorized to make this Verification on behalf of First Communications, LLC; that the foregoing filing was prepared under my direction and supervision; and that the statements in the foregoing document are true and correct to the best of my knowledge, information, and belief.

  
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Sandi R. Murphy  
Senior Vice President and General Counsel

SWORN TO AND SUBSCRIBED before me on the 3 day of December 2015.

  
\_\_\_\_\_  
Notary Public Joseph Moran

My commission expires: Does not expire