

# Morgan Lewis

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December 21, 2016

**Via E-Filing**

Oregon Public Utility Commission

201 High St SE, Suite 100

Salem, Oregon 97301

Attn: Filing Center

**RE: Docket No. CP 1566  
Supplement to Notification Regarding the Proposed *Pro Forma* Change in  
Indirect Ownership of Talk America Services, LLC**

Dear Sir or Madam:

On behalf of the parties in the above-referenced filing, this letter is intended to supplement that filing<sup>1</sup> with additional information regarding the proposed *Pro Forma* Change referenced in the filing. Specifically, in addition to the pro forma transactions described in the filing, the parties also intend to move Talk America Services, LLC ("TAS") within the Communications Sales & Leasing, Inc. ("CS&L") corporate organizational structure to become a direct subsidiary of CS&L. As previously described, this change will not have any effect on the services provided by TAS, or its day-to-day operations. Charts illustrating this additional *pro forma* transfer, including a depiction of the corporate ownership structure insofar as it relates to the Licensees after the *pro forma* changes are undertaken are appended hereto as **Exhibit A**.

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<sup>1</sup> See Docket No. CP 1566, Notification Regarding the Proposed Pro Forma Change in Indirect Ownership of Talk America Services, LLC filed December 13, 2016.

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Please acknowledge receipt and acceptance of this electronic filing. Should you have any questions, please do not hesitate to contact us.

Respectfully submitted,

A handwritten signature in blue ink, appearing to read "Jeffrey R. Strenkowski".

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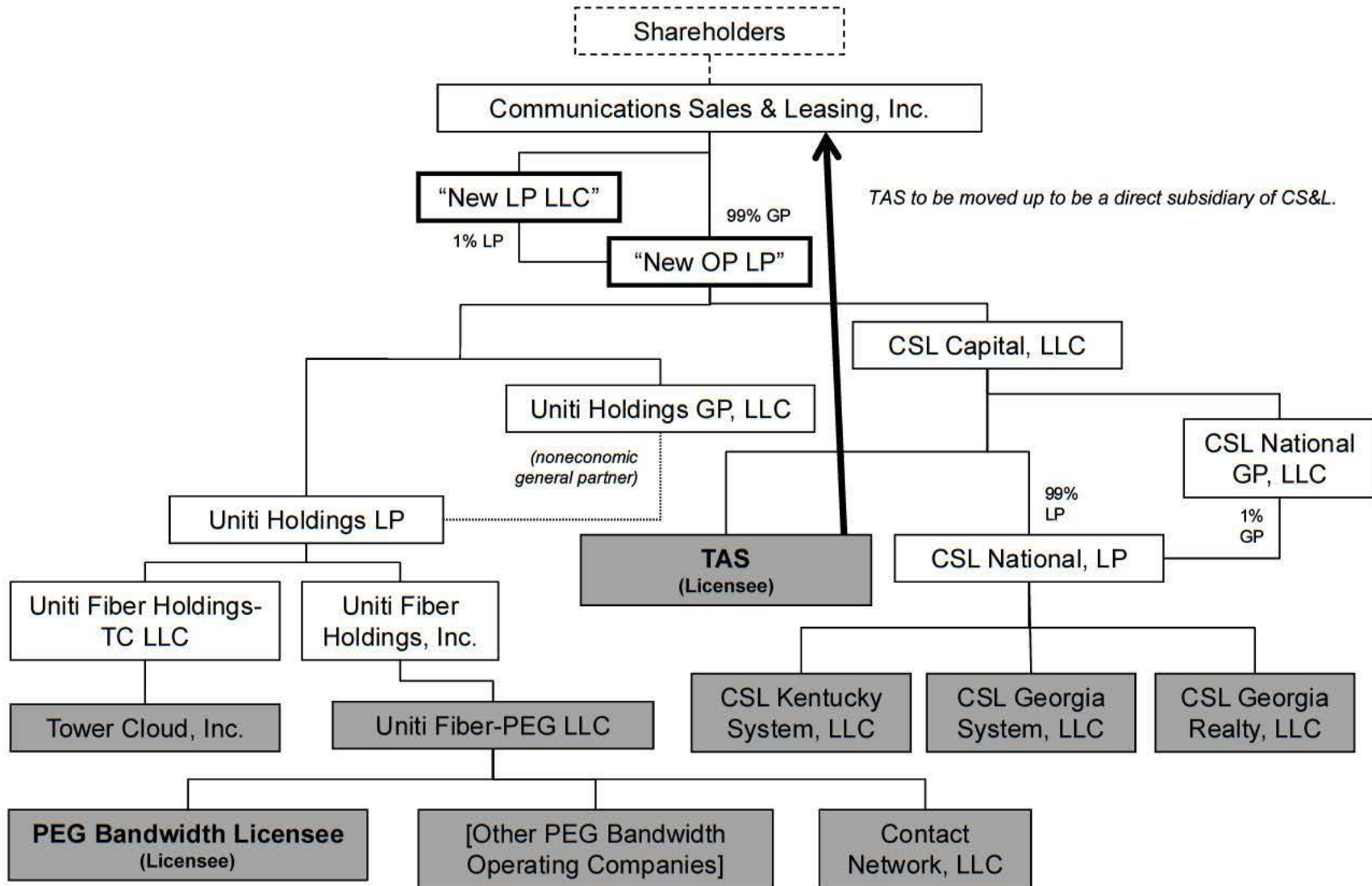
Ronald W. Del Sesto, Jr.  
Jeffrey R. Strenkowski  
Denise S. Wood

*Counsel to the Parties*

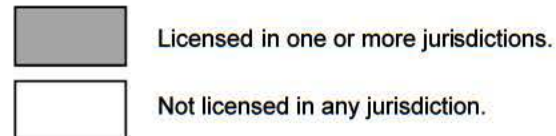
**EXHIBIT A**

**Supplemental Pre- and Post-*Pro Forma* Change Corporate Ownership Charts**

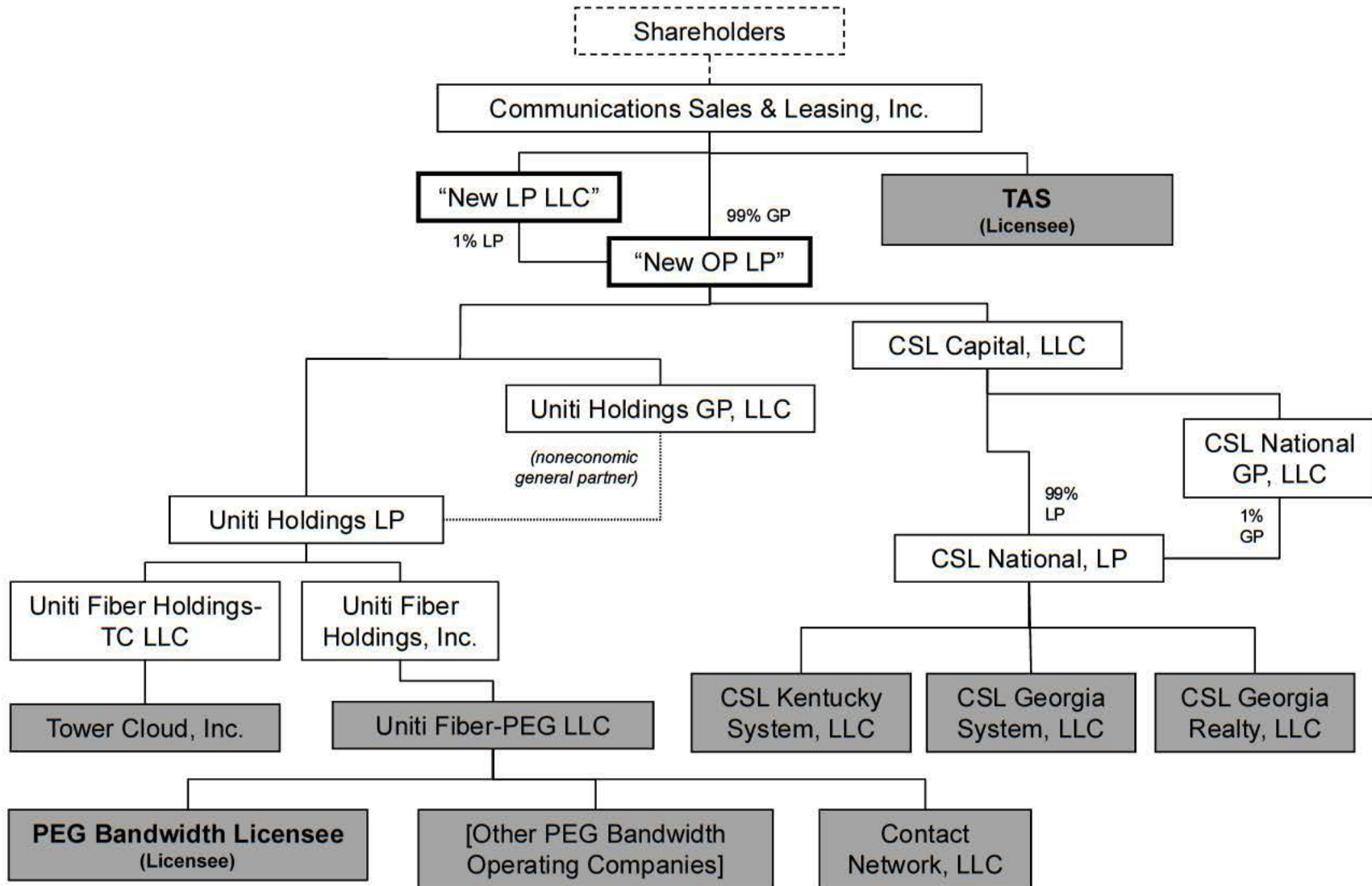
# Supplement: Post-Pro Forma Transaction Organizational Structure



Unless otherwise indicated all ownership percentages are 100%.



# Supplement: Final Post-*Pro Forma* Transaction Organizational Structure



Unless otherwise indicated all ownership percentages are 100%.

- Licensed in one or more jurisdictions.
- Not licensed in any jurisdiction.