



ANDREW O. ISAR

4304 92ND AVENUE NW
GIG HARBOR, WA 98335
TELEPHONE: 253.851.6700
FACSIMILE: 866.474.3630
WWW.MILLERISAR.COM

Via Electronic Delivery

March 30, 2016

Mr. Bryan Conway
Administrator
Telecommunications & Water Division
Oregon Public Utility Commission
201 High St. SE, Suite 100
Salem, OR 97301-3612

RE: Notification Regarding LSN's Acquisition of Quantum Communications, LLC Assets

Dear Mr. Conway:

LightSpeed Networks, Inc ("LSN") (dba LS Networks) and Quantum Communications, LLC ("Quantum") (jointly "the Companies"), hereby notify the Oregon Public Utility Commission ("Commission") that LSN is acquiring substantially all assets, including Oregon subscribers, of Quantum, through a mutually negotiated Asset Purchase Agreement ("Transaction").¹ As a result of the Transaction, Quantum's customers, subscribers and other corporate and network assets will be transferred to LSN. Quantum Communications, LLC will cease to provide services a following the transfer of assets and requests cancellation of its operating authority. LSN intends to assume the business name "Quantum Communications" as an additional assumed name.

I. Description of the Parties.

LSN (Transferee).² LSN is a corporation organized under the laws of the State of Oregon in 2004. LSN provides a host of telecommunications and data services to customers in Oregon, Washington, and California. The Company provides high-caliber equipment and network connectivity. The LSN network is designed to deliver data and voice services to any size institution, organization or campus in the Pacific Northwest. The Company maintains

¹ It is the Companies understanding that prior Commission action is not required for the Companies to complete the Transaction. The Companies submit this courtesy notice for the Commission's information.

² See <https://www.lsnetworks.net/>

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Commission authority to provide local exchange and intrastate interexchange services throughout Oregon.³

Quantum Communications, LLC (Transferor).⁴ Quantum is a privately-held limited liability corporation organized under the laws of the State of Oregon in 2001. Quantum serves as a competitive provider of point-to-point local exchange and interexchange services, as well as Internet Protocol-based services, including interconnected Voice over Internet Protocol services, headquartered in Redmond, Oregon. The Company's focus is to bring high-speed, reliable and affordable data communications services to customers, including fiber optic solutions.⁵

II. Description of the Transaction.

On March 28, 2016 LSN and Quantum entered into an Asset Purchase Agreement ("Agreement") whereby Quantum agreed to sell, and LSN agreed to acquire, certain Quantum assets including subscribers located in Oregon and other jurisdictions served by the Quantum. Under the terms of the Agreement, LSN is to provide transferred Quantum subscribers the same services under the same rates, terms and conditions provided by Quantum. The Transaction becomes effective following regulatory approvals where required. Quantum has made an affirmative business decision to cease the provision of telecommunications services following the consummation of the. Quantum requests that its current Oregon operating authority be cancelled at that time.

III. Customer Notification.

As the Transaction does not entail telecommunications service customers, customer notice pursuant to Section 64.1120(e) of the FCC's rules, 47 C.F.R. §64.1120(e), is deemed inapplicable. Nevertheless, Quantum subscribers have been provided advanced notice of the Transaction and change in their service provider from Quantum to LSN, generally consistent with the notice requirements set forth in Section 64.1120(e). A copy of the notification letter is attached as Attachment 1.

³ Cp-1283 (2005)

⁴ See <http://www.quantum-networks.net/>

⁵ CP-924 (2001)

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IV. Designated Contacts

Questions or ongoing correspondence, orders, or other Commission communications should continue to be directed to the following individuals:

For Quantum Ltd., Inc.:

Company Contact:

Michael Weidman
President and Chief Executive Officer
LS Networks
921 SW Washington St., Suite 370
Portland, OR 97205
Telephone: 503.294.5300
Email: mweidman@lsnetworks.net

For Quantum Communications, LLC:

Company Contact:

Rawleigh White
General Manager
258 SE Salmon Drive
Redmond, OR 97756
Telephone: 541923.5599

V. Public Interest Considerations.

The acquisition of Quantum's assets to LSN serves the public interest and will cause no offsetting public interest harm. The Transaction will provide additional capitalization needed to expand services and operations, and enhance LSN's ability to provide competitive telecommunications and data services to the public. The proposed assignment does not raise any competitive concerns. The Transaction will result in a stronger, more capable and robust company, capable of pursuing additional opportunities.

The Transaction will be entirely transparent to subscribers and customers. The Transaction will not result in any immediate change in service rates, terms, and conditions, and will not result in the discontinuance, reduction, loss, or impairment of service to subscribers or customers.

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Thank you for your attention to this matter. Questions may be directed to the undersigned.

Respectfully submitted,

MILLER ISAR, INC.

A handwritten signature in blue ink, appearing to read "Andrew O. Isar". The signature is fluid and cursive, with a large initial "A" and "I".

Andrew O. Isar

Regulatory Consultants to
LightSpeed Networks, Inc

Attachments

ATTACHMENT 1

LS Networks
921 SW Washington St., Suite 370
Portland, OR 97205

Quantum Communications, LLC
258 SE Salmon Drive
Redmond, OR 97756

Notice of Carrier Change

March 30, 2016

Dear Valued Quantum Communications, LLC Subscriber:

LS Networks (“LSN”), an Oregon-owned and headquartered telecommunications company recently announced an agreement with Quantum Communications, LLC to acquire certain Quantum Communications, LLC assets, including your account and services subject to regulatory notices. Your services will ultimately be provided by LSN but under your current contract terms with Quantum Communications, LLC.

Please rest assured that the transaction will not affect the services you currently receive from Quantum Communications, LLC. You do not need to take any action resulting from this courtesy notification. You will continue to receive your services with the same rates, features, terms, and conditions as you currently enjoy.

While doing business as Quantum Communications for various types of services, LSN will automatically become your service provider upon final close and regulatory notice unless you make other arrangements. This change will be completely seamless for you and you do not need to do anything in order for this to occur. LSN will take care of all the details and will be responsible for any change fees associated with transferring your account. However, it is important that you be aware of the following information. You are responsible for continued payment of your monthly recurring and usage charges throughout this period. Unless you have made arrangements on your own to switch your provider prior to the date that your services transfer to LSN, your account will be automatically transferred and your services contract assigned to LSN.

All preferred carrier freezes, if applicable will be lifted for purposes of completing the transfer of your services to LSN. At your request, LSN will reinstate any preferred carrier freezes you may have had with Quantum Communications, LLC if you currently receive these telephone services from Quantum Communications, LLC. In the event you currently receive services from an alternative provider than Quantum Communications, LLC, you will need to contact your existing or new local service provider to reinstate your preferred carrier freeze. In addition, any deposits or prepayments you may have paid with Quantum Communications, LLC will be transferred with your account to LSN. Subject to the terms of your current contract, you have the option to select another provider. We value your business and we hope that LSN may continue to serve you. If you should choose another provider you will need to contact that carrier directly to arrange for that change prior to the transfer of your service. Please note it can take several weeks for a new carrier to make the switch and you may also incur service initiation fees from that provider such as service order, installations, and other similar charges associated with establishing a new service account.

In the event there are any changes to your services following the transaction they will be made in compliance with your contract, service terms and applicable federal and state regulatory requirements.

LSN will become responsible for all service and repair issues as of the date that our transaction closes, and Quantum Communications, LLC will continue to respond to any issues or concerns related to the service provided prior to that date.

Our mission is to continue to provide superior products and services to our customers. We want to thank you for your continued support. If you have any questions or concerns regarding your service or this transaction you may continue to contact your local service number in Redmond at 541.923.5599.

Sincerely,

The Management Team
LS Networks

VERIFICATION

State of Oregon)
)
County of Multnomah)

Personally appeared before the undersigned, an officer duly authorized to administer oaths, Michael Weidman, who first being duly sworn, deposes and says that he is President and Chief Executive and an officer of LSN, that he has read the Notice attached hereto, knows the contents thereof, and that the statements made therein are true to the best of his knowledge and belief.


Dated this 30th day of March, 2016.

LSN

By: 

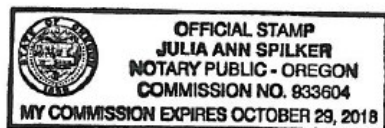
Michael Weidman
President and Chief Executive Officer
921 SW Washington St., Suite 370
Portland, OR 97205
Telephone: 503.294.5300

Subscribed and Sworn to me this 30th day of March, 2016.


Notary Public *for Oregon*

My Commission expires: 10/29/18

SEAL



VERIFICATION

State of Oregon)
)
County of Deschutes)

Personally appeared before the undersigned, an officer duly authorized to administer oaths, Rawleigh White, who first being duly sworn, deposes and says that he is General Manager and an officer of Quantum Communications, LLC, that he has read the Notice attached hereto, knows the contents thereof, and that the statements made therein are true to the best of his knowledge and belief.

Dated this 30th day of March, 2016.

Quantum Communications, LLC

By: Rawleigh White

Rawleigh White
General Manager
258 SE Salmon Drive
Redmond, OR 97756
Telephone: 541923.5599

Subscribed and Sworn to me this 30th day of March, 2016.

Heather Anderson

Notary Public

My Commission expires: June 1, 2016

SEAL

