

Morgan Lewis

Russell M. Blau
Brett P. Ferenchak
russell.blau@morganlewis.com
brett.ferenchak@morganlewis.com

February 21, 2017

VIA E-FILING

Oregon Public Utility Commission
201 High St SE, Suite 100
Salem, Oregon 97301
Attn: Filing Center

Re: Docket Nos. CP 1517, CP 1285

Notification Regarding the Transfer of Indirect Control of Neutral-Tandem-Oregon, LLC to Onvoy, LLC

Dear Sir or Madam:

By this letter, Onvoy, LLC ("Onvoy" or "Transferee"); Neutral Tandem-Oregon, LLC ("Neutral-Tandem"); and Inteliquent, Inc. ("Inteliquent") (collectively, the "Parties") notify the Commission that effective February 10, 2017, Onvoy acquired indirect control of Neutral Tandem (the "Transaction"). Commission approval or prior notice was not required for the Transaction. Accordingly, this letter is submitted for informational purposes.

Description of the Parties

Onvoy is a Minnesota limited liability company with a principal office at 10300 6th Avenue North, Plymouth, Minnesota 55441. Onvoy is an indirect, wholly owned subsidiary of GTCR Onvoy Holdings LLC ("Parent"). Onvoy has provided telecommunications services since 1988. Onvoy provides primarily wholesale local exchange and long distance services, switched access, transit and other services to other carriers and communications providers. Onvoy and/or one or more of its subsidiaries is authorized to provide intrastate telecommunications services in the District of Columbia and in every U.S. state. In Oregon, Onvoy is a competitive telecommunications provider of intraexchange and interexchange services pursuant to Order No. 12-010 issued in CP 1517. In addition, the following wholly owned subsidiaries are authorized to provide intrastate telecommunications services in Oregon: Broadvox CLEC, LLC ("BV-CLEC"), is a competitive telecommunications provider of intraexchange and interexchange telecommunications services pursuant to Order No. 09-130 issued in CP 1442; ANPI

Morgan, Lewis & Bockius LLP

1111 Pennsylvania Avenue, NW
Washington, DC 20004-2541
United States

T +1.202.739.3000
F +1.202.739.3001

Business, LLC ("ANPI-Biz") is a competitive provider of intraexchange (local exchange) and interexchange switched and non-switched, private line services pursuant to Order No. 12-434 issued in CP 1540;¹ and ANPI, LLC ("ANPI") is a competitive provider of interexchange non-switched, private line and switched telecommunications services pursuant to Order 99-530 issued in CP 670.² Onvoy, BV-CLEC, ANPI-Biz, and ANPI also are also authorized by the FCC to provide domestic and international telecommunications services.

Neutral Tandem, a Delaware limited liability company, is a direct, wholly owned subsidiary of Inteliquent, a Delaware corporation. In Oregon, Neutral Tandem is a competitive provider of intraexchange and interexchange switched, non-switched and private line telecommunications services pursuant to Order 05-737 issued in CP 1285. Inteliquent is authorized by the FCC to provide interstate and international telecommunications services.

Description of the Transfer of Control

Pursuant to the Agreement and Plan of Merger, dated November 2, 2016, by and among Onvoy; Onvoy Igloo Merger Sub, Inc. (a wholly owned direct subsidiary of Onvoy created for purposes of the merger) ("Merger Sub"); and Inteliquent, Onvoy acquired all of the outstanding equity interest in Inteliquent (the "*Inteliquent Merger*").³ Specifically, Merger Sub merged with and into Inteliquent, whereupon the separate existence of Merger Sub ceased and Inteliquent was the surviving corporation. The *Inteliquent Merger* was completed on February 10, 2017. As a result, Inteliquent became a direct, wholly owned subsidiary of Onvoy. Neutral Tandem remained a direct subsidiary of Inteliquent and, therefore, became an indirect subsidiary of Onvoy. Diagrams depicting the pre-*Inteliquent Merger* and current corporate organization structures are appended hereto as Exhibit A.

The *Inteliquent Merger* brings together two successful enterprises that have demonstrated a long-standing commitment to excellence in a highly competitive marketplace. The combined financial, technical, and managerial resources of Onvoy and Inteliquent are expected to enhance the ability of their regulated subsidiaries (collectively the "Licensees") to compete in the telecommunications marketplace. At the same time, the *Inteliquent Merger* has had no adverse impact on the customers of Neutral Tandem. Neutral Tandem continues to provide high-quality services at the same rates and on the same terms and conditions as were in effect prior to the *Inteliquent Merger*. Further, the

¹ The authorization was granted to Zone Telecom, LLC, which changed its name to ANPI Business, LLC in 2012.

² The authorization was originally granted to Associated Network Partners, Inc., which converted to a limited liability company, ANPI, LLC in 2010.

³ The Agreement is available at: <http://ir.inteliquent.com/secfiling.cfm?filingID=1193125-16-757199&CIK=1292653>.

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customers of Neutral Tandem remained customers of Neutral Tandem following the *Intelliquest Merger*. The only change was that that Neutral Tandem's ownership changed, with Onvoy and ultimately Parent as the new owners. Since the *Intelliquest Merger* occurred at the holding company level with Intelliquest as the entity surviving the merger, it was transparent and seamless from a customer's perspective.

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This letter has been electronically filed with the Commission. We would appreciate acknowledgement of receipt and acceptance of this letter. Should you have any questions, please do not hesitate to contact us.

Respectfully submitted,

/s/ Brett P. Ferenchak

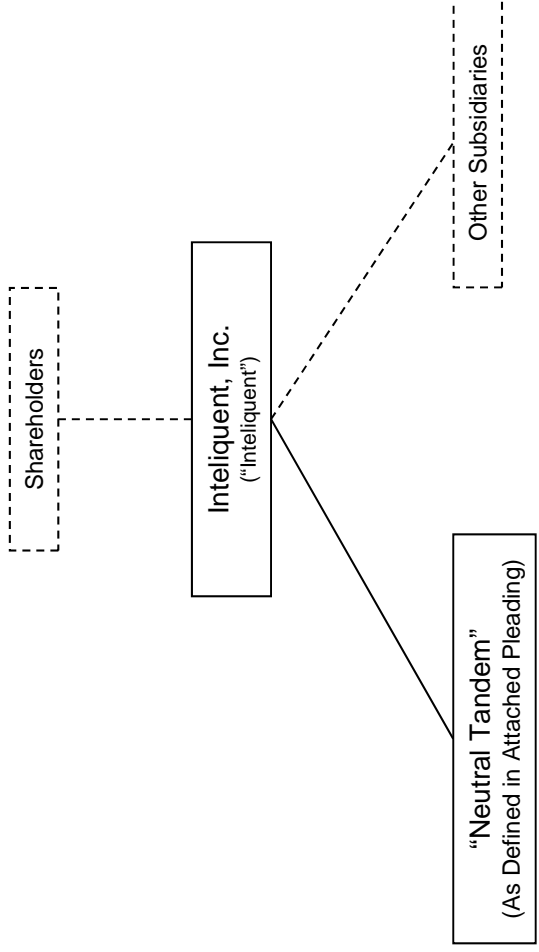
Russell M. Blau
Brett P. Ferenchak

Counsel for the Parties

EXHIBIT A

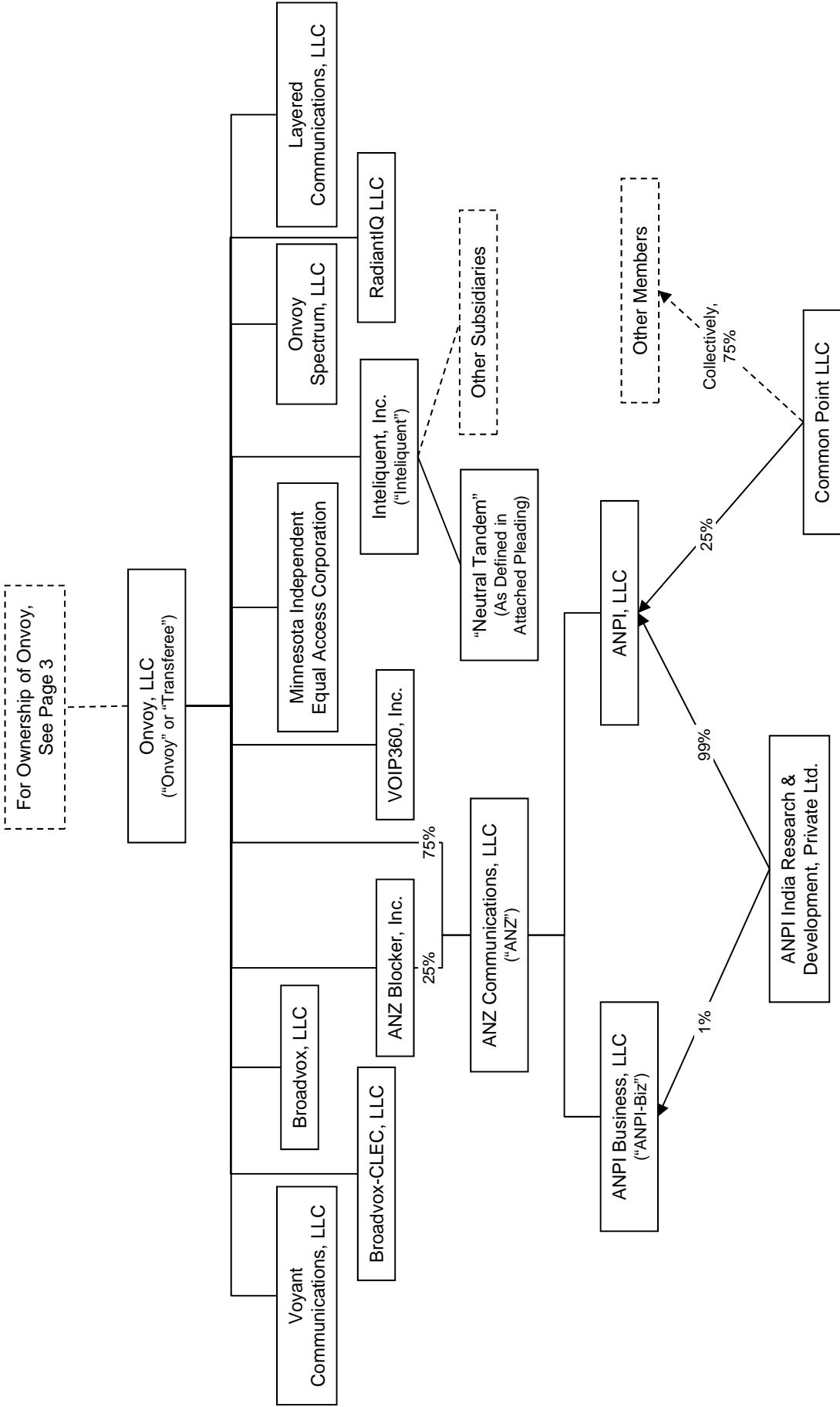
**Diagrams of the Pre-*Inteliquent Merger* and
Current Corporate Ownership Structures**

Pre-Inteliquent Merger Corporate Ownership Structure of “Neutral Tandem”



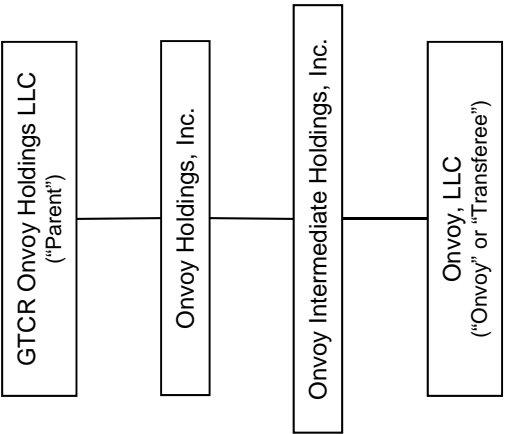
Unless indicated all ownership percentages are 100%.

Current Corporate Ownership Structure of Neutral Tandem



Unless indicated all ownership percentages are 100%.

Current Corporate Ownership Structure of Onvoy



Unless indicated all ownership percentages are 100%.