

# Morgan Lewis

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COMMISSION

December 21, 2016

**Via Overnight Courier**

Jeff Derouen, Executive Director  
Kentucky Public Service Commission  
211 Sower Boulevard  
Frankfort, KY 40602-8294

**RE: Supplement to Notification Regarding the Proposed *Pro Forma* Change in Indirect Ownership of PEG Bandwidth IL, LLC, CSL Kentucky System, LLC and Talk America Services, LLC**

Dear Mr. Derouen:

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 Notification Regarding Regarding the Proposed Pro Forma Change in Indirect Ownership of PEG Bandwidth IL, LLC, CSL Kentucky System, LLC and Talk America Services, LLC, filed December 13, 2016.

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Jeff Derouen, Executive Director  
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Page 2

An original and four (4) copies of this notification letter are enclosed. Please date-stamp and return the extra copy in the envelope provided. This letter has also been filed via e-mail. Should you have any questions, please do not hesitate to contact us.

Respectfully submitted,



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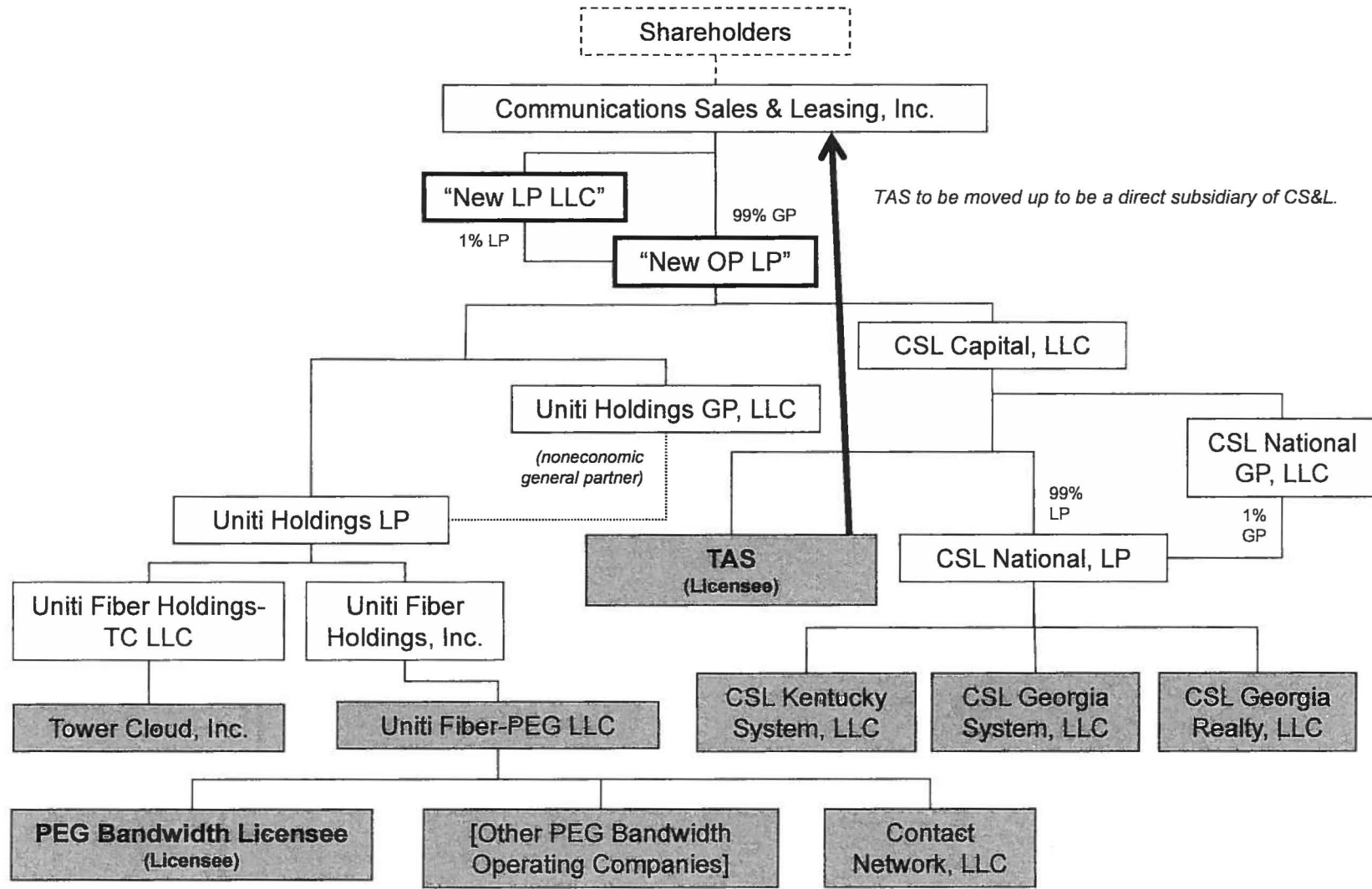
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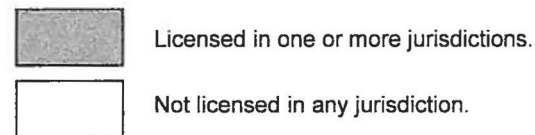
**EXHIBIT A**

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

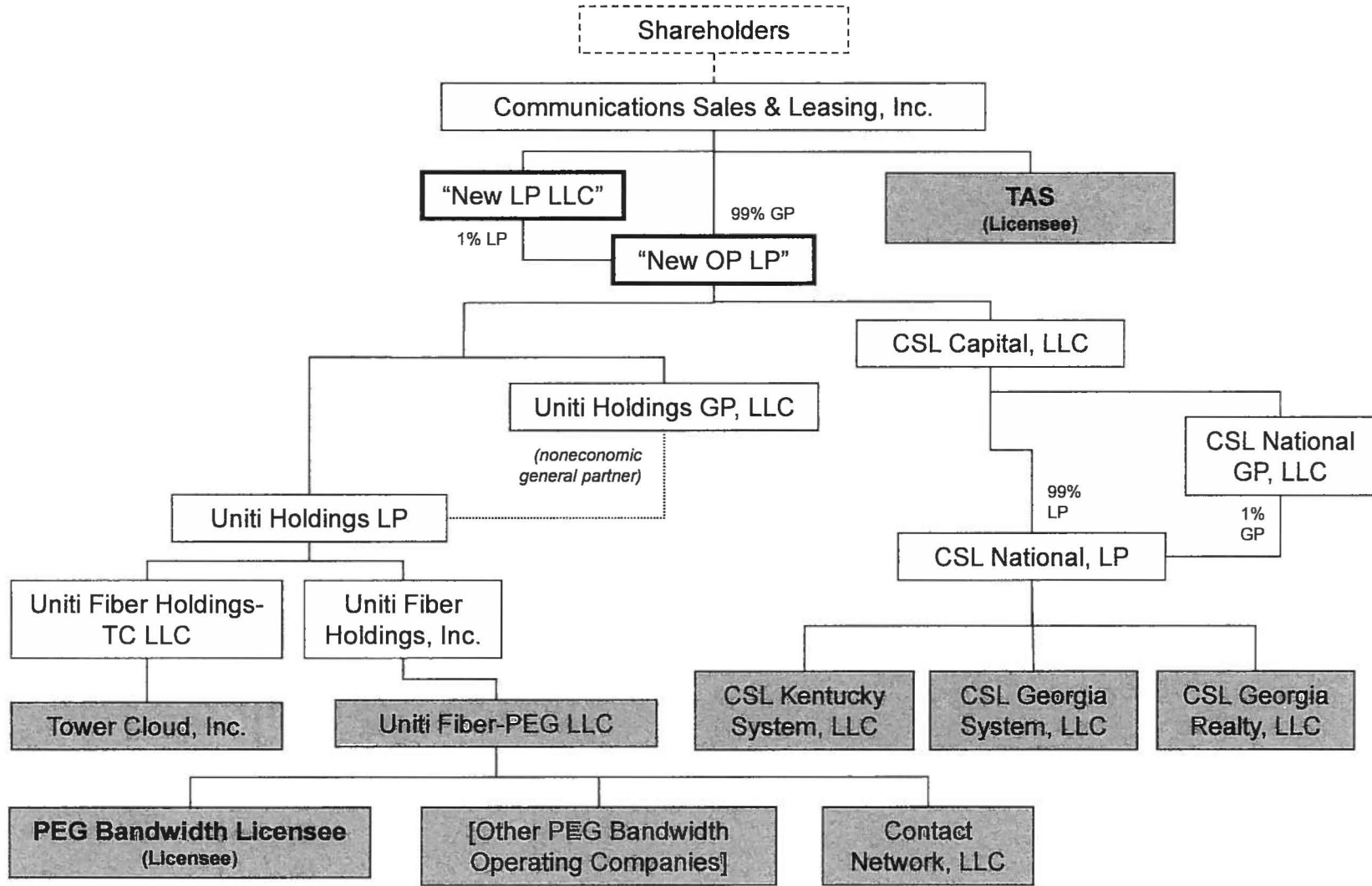
# Supplement: Post-Pro Forma Transaction Organizational Structure



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.