



Kathy L. Buckley
VP – State Government Affairs

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October 7, 2016

Via USPS Delivery

Talina Mathews
Executive Director
Kentucky Public Service Commission
211 Sower Boulevard
P.O. Box 615
Frankfort, Kentucky 40602

RECEIVED

OCT 10 2016

Public Service
Commission

**RE: Notice of Restructuring of GTE Wireless of the Midwest
Incorporated dba Verizon Wireless**

Dear Ms. Mathews:

GTE Wireless of the Midwest Incorporated dba Verizon Wireless (“GTEWM”) hereby notifies the Kentucky Public Service Commission (“Commission”) of the internal restructuring described below.

As background, Cellco Partnership (“Cellco”) has three partners, one of which is GTE Wireless LLC (“GTEW”), a Delaware limited liability company.¹ GTE LLC (“GTE”), a Delaware limited liability company, owns all of the interests in GTEW. Both GTE and GTEW are holding companies with no employees. Cellco owns a number of subsidiary wireless providers, including GTEWM, which is certificated as a wireless provider with the Commission.

As a result of the reorganization, Cellco distributed GTEWM and two other affiliates that do not operate in Kentucky to GTEW in partial redemption of its interest in Cellco. GTEWM will continue operating in Kentucky as a sister affiliate to Cellco rather than a subsidiary. The reorganization closed on September 30, 2016.

¹ The other two partners are Verizon Americas Inc. and Bell Atlantic Mobile Systems LLC. While they are involved in this restructuring, only the portion of the transaction dealing with GTEW will affect any wireless subsidiaries certificated and providing service in Kentucky.

The reorganization did not result in the elimination of or transfer of wireless identification registrations of any of the Verizon Wireless companies operating in Kentucky. The reorganization did not result in the discontinuance of or a change in rates, terms, and conditions of any Verizon Wireless operating companies.

Any questions you may have regarding this notice should be directed to my attention at 304-356-3194 or via email at Kathy.L.Buckley@verizon.com.

Thank you for your attention to this matter.

Very truly yours,

A handwritten signature in blue ink, appearing to read "Kathy L. Buckley", with a long, sweeping flourish extending to the right.