



Tony Taylor
Executive Director
External & Legislative Affairs

AT&T
601 W. Chestnut Street
4th Floor
Louisville, KY 40203

T: 502-582-2164
F: 502-582-1433
Tony.Taylor@att.com

June 24, 2015

Mr. Jeff Derouen
Executive Director
Public Service Commission
211 Sower Boulevard
P.O. Box 615
Frankfort, KY 40602

RECEIVED

JUN 29 2015

PUBLIC SERVICE
COMMISSION

Re: Notice of Transfer of Ownership of Teleport Communications America, LLC

Dear Mr. Derouen:

Consistent with prior Orders of the Commission,¹ this letter is to notify the Kentucky Public Service Commission that on or about June 30, 2015, the parent company of Teleport Communications America, LLC ("TCA") will change from Teleport Communication Group, Inc. ("TCG") to AT&T Inc.

TCA is authorized by the Commission to operate as a CLEC and an IXC in the Commonwealth of Kentucky.² Today, TCA is a wholly-owned subsidiary of TCG, which is a wholly-owned subsidiary of AT&T Corp., which is a wholly-owned subsidiary of AT&T Inc. *See* Exhibit 1.

In order to simplify its internal corporate organization, AT&T Inc. plans to dissolve TCG and, among other things, have TCA become a direct, wholly-owned subsidiary of AT&T Inc. *See* Exhibit 2. This transaction will be entirely transparent to TCA's customers (all of which are business entities), and it will not result in the transfer of any of authority this Commission has granted TCA to any other entity.

Thank you for your attention to this matter. Should the Commission or the Commission Staff have any questions, please feel free to contact me.

Sincerely,

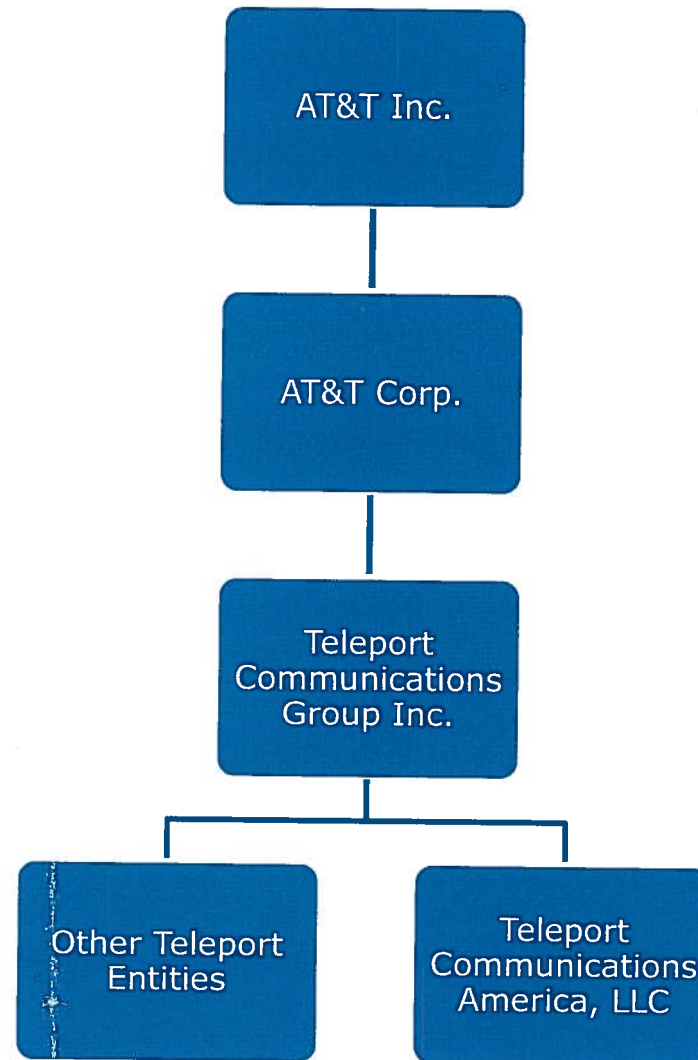
1129111

¹ *See, e.g., Order, In re: Exemptions for providers of Local Exchange Service Other Than Incumbent Local Exchange Carriers*, Administrative Case No. 370 at 2 (January 8, 1998)(finding no need for the Commission to approve transfers of ownership or control of competitive local exchange carriers (CLECS) and requiring instead a letter describing the transfer). *See also Order, In re Exceptions for Interexchange Carriers, Long-Distance Resellers, Operator Service Providers and Customer-Owned, Coin-Operated Telephones*, Administrative Case No. 359 at 5-6 (June 21, 1996)(same regarding IXCs).

² In 1997, the Commission authorized TCG Ohio to offer local exchange and intrastate long-distance services in Kentucky, *see Order, In re Application of TCG Ohio For a Certificate of Public Convenience and Necessity to Provide Telecommunications Service*, Case No. 97-179 (August 21, 1997), and by letter dated October 30, 2012, the Commission was notified of the merger of TCG Ohio into TCA.

Teleport Communications Group Current Structure

Exhibit 1



Teleport Communications Group Ending Structure

Exhibit 2

