

OFFICIAL FILE
ILLINOIS COMMERCE COMMISSION

ORIGINAL

Before the
ILLINOIS COMMERCE COMMISSION

Joint Application of)
)
 Intellifiber Networks, Inc., LDMI)
 Telecommunications, Inc., d/b/a LDMI)
 Telecommunications, Paetec)
 Communications, Inc.,)
 Talk America, Inc., d/b/a Cavalier)
 Telephone, d/b/a PAETEC Business)
 Solutions, Windstream Communications,)
 Inc., Windstream KDL, Inc., Windstream)
 Norlight, Inc., Windstream NTI, Inc.,)
 and Windstream NuVox Illinois, Inc.)
)
 For Approval of Pro Forma Changes)
 Including Corporate Conversion to a)
 Limited Liability Company)

Docket No. _____

16-0320

ILLINOIS COMMERCE
COMMISSION
 2016 MAY 16 P 1:42
 CHIEF CLERK'S OFFICE

JOINT PETITION

Intellifiber Networks, Inc., (“Intellifiber”) LDMI Telecommunications, Inc., d/b/a LDMI Telecommunications, (“LDMI”) Paetec Communications, Inc., (“Paetec”) Talk America, Inc., d/b/a Cavalier Telephone, d/b/a PAETEC Business Solutions, (“Talk America”) Windstream Communications, Inc., (“Windstream”) Windstream KDL, Inc., (“KDL”) Windstream Norlight, Inc., (“Norlight”) Windstream NTI, Inc., (“NTI”) and Windstream NuVox Illinois, Inc. (“NuVox”) (collectively “Joint Applicants”), each an authorized telecommunications carrier in Illinois, by its attorney, hereby respectfully requests the Illinois Corporation Commission (“Commission”) approve their conversions from corporations to limited liability companies. The changes described in this notice are pro forma in nature, however the Joint Applicants understand that the Commission must approve the conversions from corporations to limited liability companies.

I. PARTIES

Intellifiber a Virginia company is authorized to provide local and interexchange telecommunications services pursuant to Docket No. 07-0059 issued on March 6, 2007.

LDMI a Michigan company is authorized to provide interexchange telecommunications services pursuant to Docket No. 10-0380 issued on October 6, 2010.

Paetec a Delaware company is authorized to provide local and interexchange telecommunications services pursuant to Docket No. 98-0569 issued on December 6, 1998.

Talk America a Delaware company is authorized to provide local exchange telecommunications services pursuant to Docket No. 02-0852 issued on February 20, 2003, and interexchange telecommunications services pursuant to Docket No. 95-0447 issued on December 20, 1995.

Windstream a Delaware company is authorized to provide interexchange telecommunications services pursuant to Docket No. 05-0837 issued on March 8, 2006.

KDL a Kentucky company is authorized to provide local and interexchange telecommunications services pursuant to Docket No. 02-0225 issued on June 19, 2002.

Norlight a Kentucky Company is authorized to provide local exchange telecommunications services pursuant to Docket No. 03-0087 issued on August 6, 2006, and interexchange telecommunications services pursuant to Docket No. 88-0329 issued on May 3, 1989.

NTI a Wisconsin company is authorized to provide local exchange telecommunications services pursuant to Docket No. 99-0516 issued on January 12, 2000, and interexchange telecommunications services pursuant to Docket No. 94-0252 issued on October 5, 1994.

NuVox a Delaware company is authorized to provide local and interexchange telecommunications services pursuant to Docket No. 99-0549 issued on December 15, 1999.

II. LIMITED LIABILITY COMPANY CONVERSION

Intellifiber in accordance with Virginia law, converted from a Virginia corporation into a Virginia limited liability company. In conjunction with this conversion Intellifiber changed its name to Intellifiber Networks, LLC. As a result, Intellifiber completed the required paperwork to effect the conversion in its foreign state Illinois on June 9, 2015. Copies of the corporate documentation can be found in Exhibit A.

LDMI in accordance with Michigan law, converted from a Michigan corporation into a Michigan limited liability company. In conjunction with this conversion LDMI changed its name to LDMI Telecommunications, LLC. As a result, LDMI completed the required paperwork to effect the conversion in its foreign state Illinois on June 3, 2015. Copies of the corporate documentation can be found in Exhibit A.

Paetec in accordance with Delaware law, converted from a Delaware corporation into a Delaware limited liability company. In conjunction with this conversion Paetec changed its name to Paetec Communications, LLC. As a result, Paetec completed the required paperwork to effect the conversion in its foreign state Illinois on June 4, 2015. Copies of the corporate documentation can be found in Exhibit A.

Talk America, Inc., a Pennsylvania corporation merged into Windstream Talk America, Inc., a newly formed Delaware corporation and subsequently converted to an LLC and changed its name to Talk America, LLC. As a result, Talk America completed the required paperwork to effect the conversion in its foreign state Illinois on May 18, 2015. Copies of the corporate documentation can be found in Exhibit A.

Windstream in accordance with Delaware law, converted from a Delaware corporation into a Delaware limited liability company. In conjunction with this conversion Windstream changed its name to Windstream Communications, LLC. As a result, Windstream completed the required paperwork to effect the conversion in its foreign state Illinois on June 4, 2015. Copies of the corporate documentation can be found in Exhibit A.

KDL in accordance with Kentucky law, converted from a Kentucky corporation into a Kentucky limited liability company. In conjunction with this conversion KDL changed its name to Windstream KDL, LLC. As a result, KDL completed the required paperwork to effect the conversion in its foreign state Illinois on June 4, 2015. Copies of the corporate documentation can be found in Exhibit A.

Norlight in accordance with Kentucky law, converted from a Kentucky corporation into a Kentucky limited liability company. In conjunction with this conversion Norlight changed its name to Windstream Norlight, LLC. As a result, Norlight completed the required paperwork to effect the conversion in its foreign state Illinois on June 4, 2015. Copies of the corporate documentation can be found in Exhibit A.

NTI in accordance with Wisconsin law, converted from a Wisconsin corporation into a Wisconsin limited liability company. In conjunction with this conversion NTI changed its name to Windstream NTI, LLC. As a result, NTI completed the required paperwork to effect the conversion in its foreign state Illinois on June 4, 2015. Copies of the corporate documentation can be found in Exhibit A.

NuVox in accordance with Delaware law, converted from a Delaware corporation into a Delaware limited liability company. In conjunction with this conversion NuVox changed its name to Windstream NuVox Illinois, LLC. As a result, Windstream completed the required paperwork to effect the conversion in its foreign state Illinois on June 4, 2015. Copies of the corporate documentation can be found in Exhibit A.

III. PUBLIC INTEREST

The changes described in this notice will have no impact on public interest considerations. The Joint Applicants offering services to the customers, will not change, and there will be no change to rates, terms and conditions of the service each provides. Management and operating personnel will not change and the contact person for both customers and the Commission remains the same. In addition, the Joint Applicants' customers will not experience any confusion because the new names are identical to the former names except for a change in

the corporation designation form from “Inc.” to “LLC”. Further, the name change will have no effect on the technical or financial qualifications of the Joint Applicants as all previously available technical and financial resources will continue to be available. Providing telecommunications carriers with the flexibility to make these pro forma changes is important to facilitate competition within Illinois. Providing such flexibility will help ensure that competitive carriers can structure their business operations in the most efficient and effective manner.

IV. PROCDURAL MATTERS

Commission Notice / Approval. As described herein, the changes outlined in this petition are pro forma in nature. However, the Joint Applicants understand the Commission must approve the corporate conversion to a limited liability company. Therefore, the Joint Applicants hereby request that such approval be granted.

Customer Notice. The Joint Applicants request a waiver of any applicable customer notification requirement for these changes the costs and effort associated with providing such notice outweigh any benefit gained by alerting customers to a very minor change. There will be no changes that appear to the logo on customers invoices. To the extent that any customers have questions about the name change appearing on billing statements, the Joint Applicants will respond to such inquires on a case by case basis.

Tariff. A copy of the Joint Applicants proposed revised access tariffs reflecting the new entity names are attached in Exhibit B. Pursuant to Commission rules all local and interexchange tariffs have been converted to Price Lists and posted on windstream.com. There are no changes to the rates, terms and conditions with respect to the tariff that are currently on file with the Commission. Accordingly, the Joint Applicants request the Commission to accept each accompanying tariff as filed.

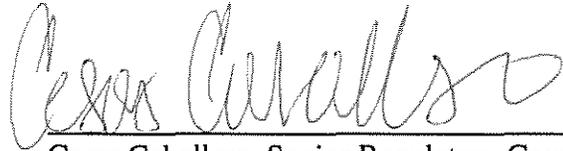
V. CONCLUSION

THEREFORE, Intellifiber Networks, Inc., LDMI Telecommunications, Inc., d/b/a LDMI Telecommunications, Paetec Communications, Inc., Talk America, Inc., d/b/a Cavalier Telephone, d/b/a PAETEC Business Solutions, Windstream Communications, Inc., Windstream KDL, Inc., Windstream Norlight, Inc., Windstream NTI, Inc., and Windstream NuVox Illinois,

Inc. hereby request that the Illinois Commerce Commission approve this Petition as expeditiously as possible.

Respectfully submitted,

**Intellifiber Networks, Inc.,
LDMI Telecommunications, Inc., d/b/a
LDMI Telecommunications, Paetec
Communications, Inc., Talk America,
Inc., d/b/a Cavalier Telephone, d/b/a
PAETEC Business Solutions,
Windstream Communications, Inc.,
Windstream KDL, Inc., Windstream
Norlight, Inc., Windstream NTI, Inc.,
and Windstream NuVox Illinois, Inc.**



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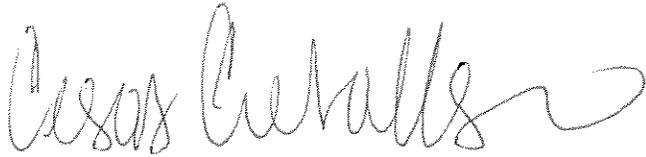
Its Counsel

STATE OF ARKANSAS
COUNTY OF PULASKI

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§ ss:
§

VERIFICATION

I, Cesar Caballero, state that I am Sr. Regulatory Counsel of Intellifiber Networks, Inc., LDMI Telecommunications, Inc., d/b/a LDMI Telecommunications, Paetec Communications, Inc., Talk America, Inc., d/b/a Cavalier Telephone, d/b/a PAETEC Business Solutions, Windstream Communications, Inc., Windstream KDL, Inc., Windstream Norlight, Inc., Windstream NTI, Inc., and Windstream NuVox Illinois, Inc., that I am authorized to make this Verification on behalf of the Joint Applicants; that the foregoing filing was prepared under my direction and supervision; and that the contents are true and correct to the best of my knowledge, information, and belief.



Cesar Caballero
Senior Regulatory Counsel

Sworn and subscribed before me this 13th day of May, 2016.



Notary Public

My commission expires April 8, 2021

