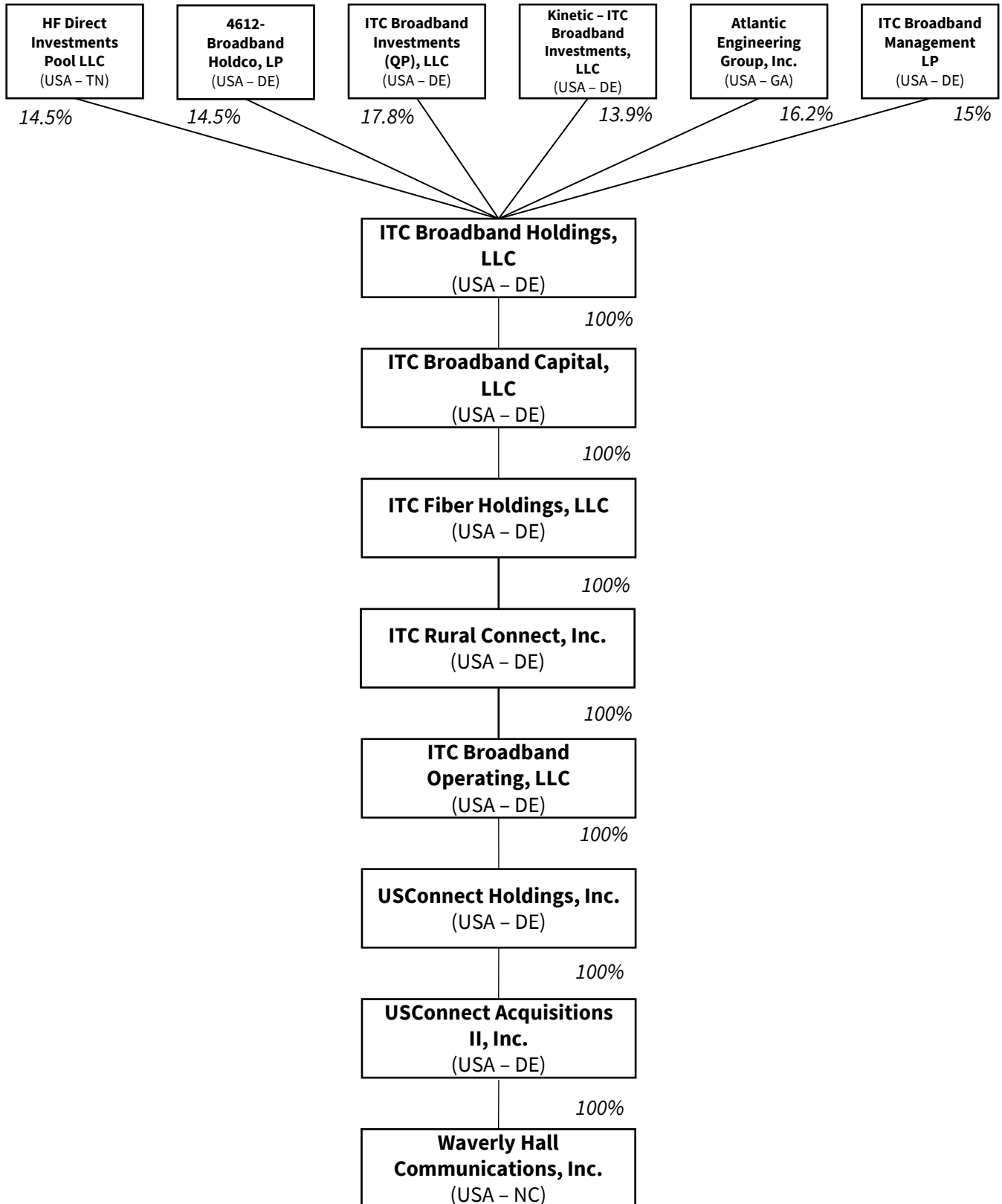


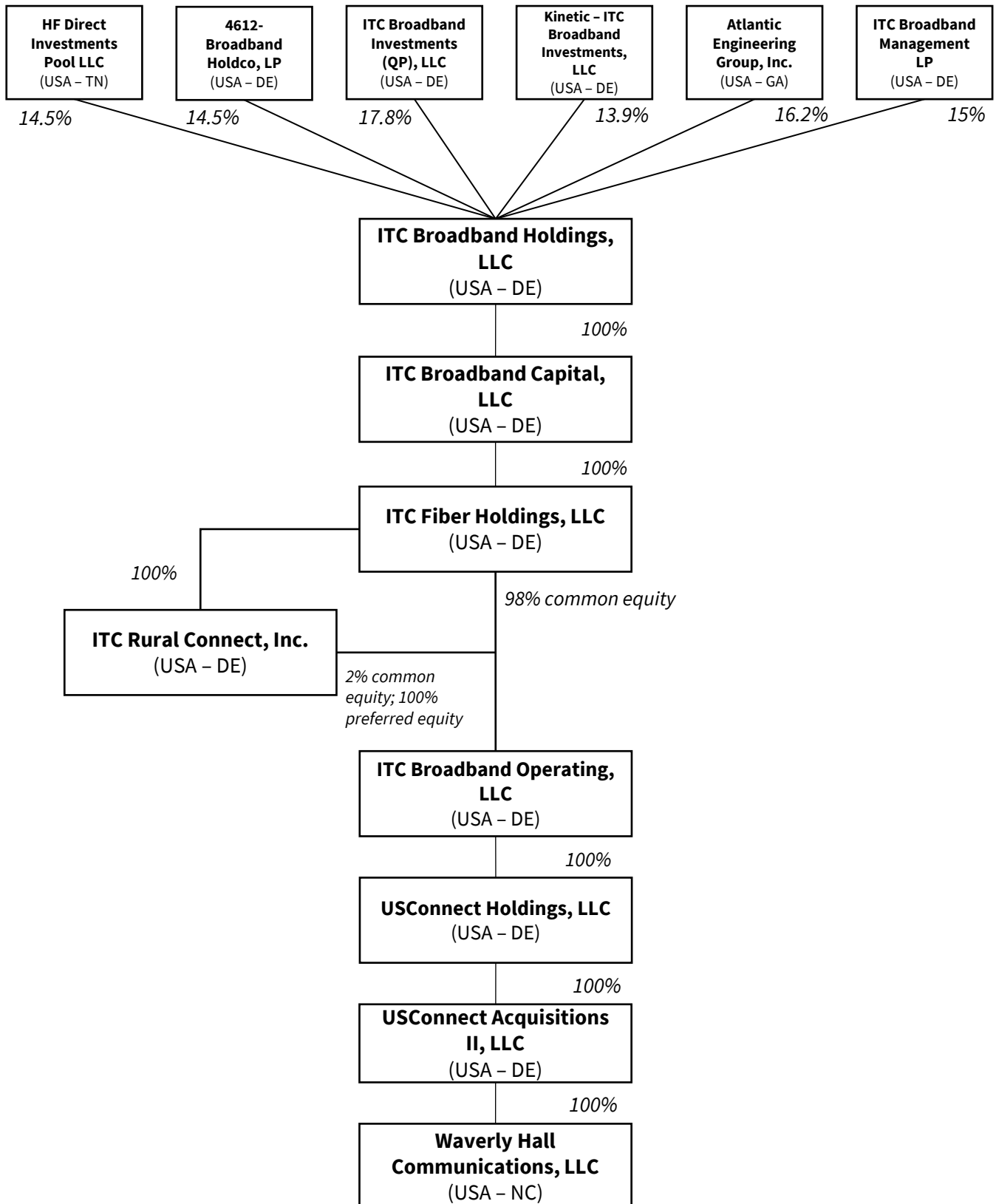
Pre-Transaction Ownership

Waverly Hall Communications, LLC



Post-Transaction Ownership

Waverly Hall Communications, LLC



Name Changes to USCH Subsidiaries

<u>Name of Entity Before Conversion</u>	<u>Name of Entity After Conversion</u>
USCONNECT HOLDINGS, INC.	USCONNECT HOLDINGS, LLC
USCONNECT SERVICES CO., INC.	USCONNECT SERVICES CO., LLC
The Livingston Telephone Company	The Livingston Telephone Company, LLC
Telcom Supply, Inc.	Telcom Supply, LLC
USCONNECT ACQUISITIONS II, INC.	USCONNECT ACQUISITIONS II, LLC
Waverly Hall Communications, Inc.	Waverly Hall Communications, LLC
Waverly Hall Telephone, L.L.C.	Waverly Hall Telephone, L.L.C.
S&A Communications, Inc.	S&A Communications, LLC
S & A Telephone Company, Inc.	S & A Telephone Company, LLC
Mid-South Cellular, Inc.	Mid-South Cellular, LLC
USCONNECT ACQUISITIONS III, INC.	USCONNECT ACQUISITIONS III, LLC
Corona Holdings, Inc.	Corona Holdings, LLC
South Park L.L.C.	South Park L.L.C.
The Rye Telephone Company	The Rye Telephone Company, LLC
CableCo, LLC	CableCo, LLC
USCONNECT ACQUISITIONS IV, INC.	USCONNECT ACQUISITIONS IV, LLC
Newcastle Holdings, Inc.	Newcastle Holdings, LLC
Dalton Telephone Company, Inc.	Dalton Telephone Company, LLC
Dalton Telecommunications, Inc.	Dalton Telecommunications, LLC
Elsie Communications, Inc.	Elsie Communications, LLC
USCONNECT ACQUISITIONS V, LLC	USCONNECT ACQUISITIONS V, LLC