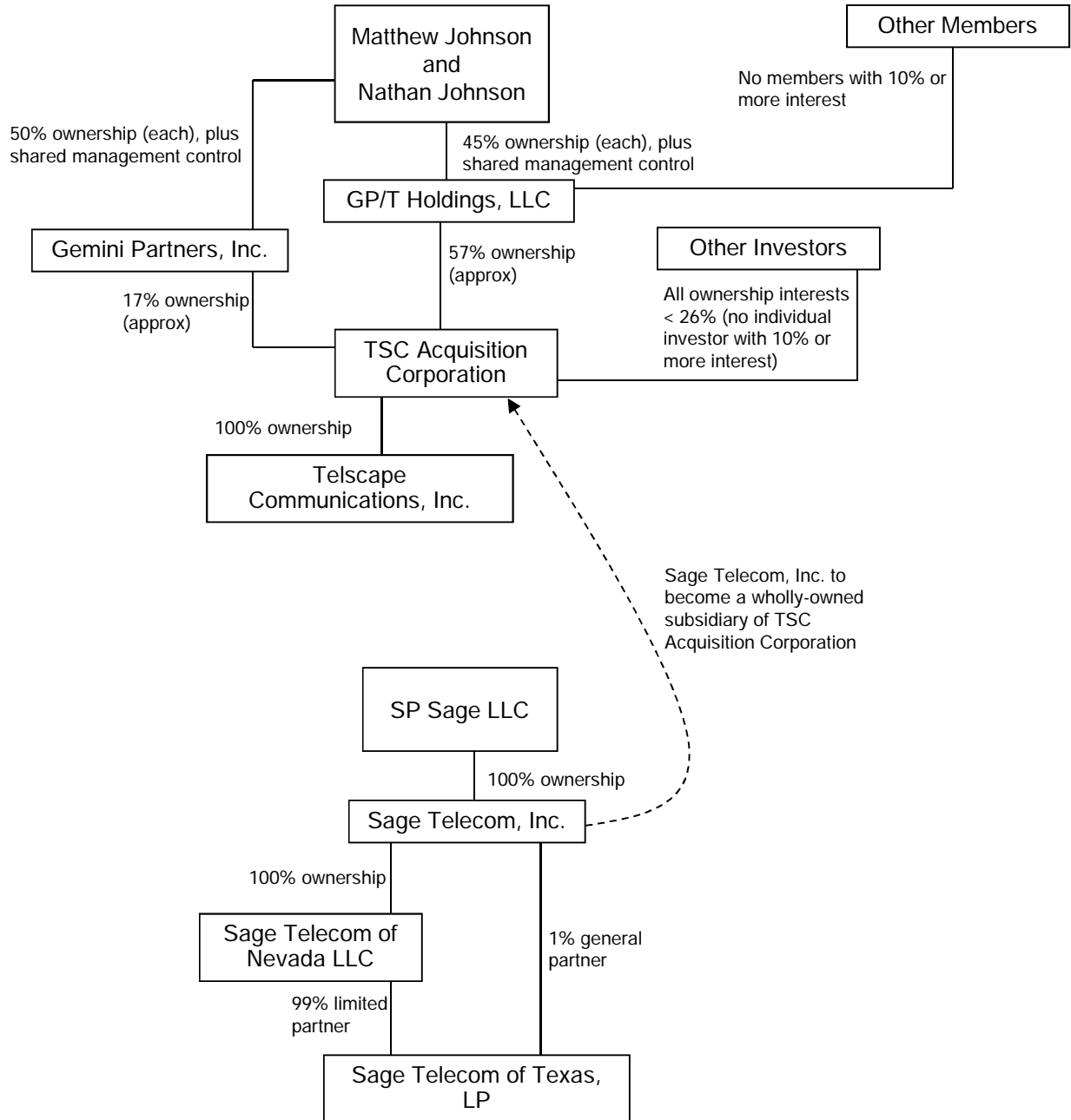


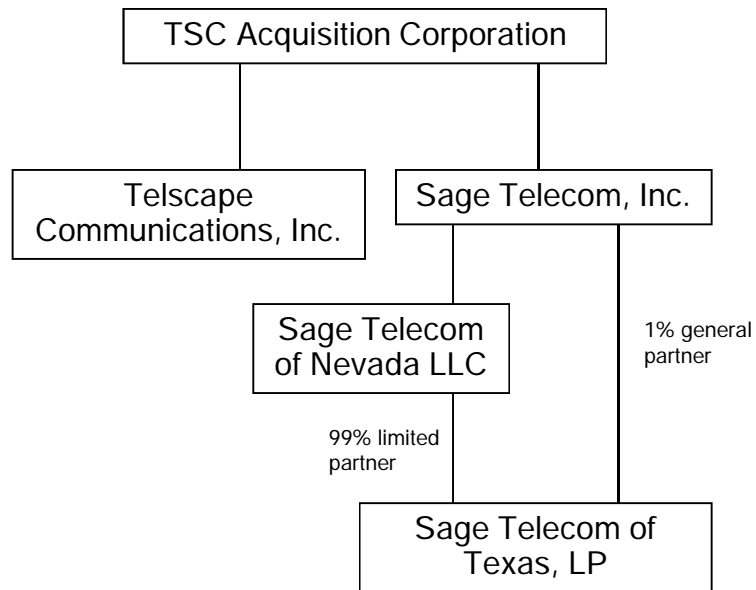
EXHIBIT A-1

**Pre-Merger Corporate Structure of
TSC Acquisition Corporation and Sage
Telecom, Inc.**



**POST-Merger Corporate Structure of
TSC Acquisition Corporation and Sage
Telecom, Inc.**

(Ownership of TSC Acquisition Corporation
shown in Exhibit A-1 omitted)



All links are 100% ownership unless otherwise indicated.