

**Before the
FEDERAL COMMUNICATIONS COMMISSION
Washington, D.C. 20554**

<i>In the Matter of</i>)	
)	
AMERICAN TELEPHONE COMPANY LLC, <i>Transferor,</i>)	WC Docket No. _____
)	
and)	File No. ITC-T/C-_____
)	
WINDSTREAM SERVICES, LLC, <i>Transferee,</i>)	
)	
Application for Consent to Transfer Control of)	
Authorizations to Provide Global Resale)	
International Telecommunications Services and)	
to Transfer Control of Domestic Common)	
Carrier Transmission Lines, Pursuant to Section)	
214 of the Communications Act of 1934, as)	
Amended)	

**CONSOLIDATED APPLICATIONS TO TRANSFER CONTROL OF
INTERNATIONAL AND DOMESTIC SECTION 214 AUTHORIZATIONS**

Pursuant to Section 214 of the Communications Act of 1934, as amended (“the Act”),¹ and Sections 63.04, 63.18, and 63.24 of the Commission’s Rules,² Windstream Services, LLC (FRN No. 0014400220) (“Windstream”) and American Telephone Company LLC (FRN No. 0015414642) (“ATC”) (collectively, “Applicants”) request Commission consent to transfer control of the international and domestic Section 214 authorizations held by ATC to Windstream. Such authority is necessary to effectuate the proposed transfer to Windstream of ATC, a privately-held, New York-based competitive local exchange carrier that provides resold interstate and international message telecommunications service, end-to-end telecommunications

¹ See 47 U.S.C. § 214.

² See 47 C.F.R. §§ 63.04, 63.18, 63.24.

and connectivity management, and consultation and development solutions, including voice, data, internet, VoIP and hosted PBX solutions, to business customers.

The proposed transaction is an all-cash transaction in which Windstream will purchase all of the issued and outstanding membership interests of ATC. ATC will exist as a wholly-owned subsidiary of Windstream after the transaction closes. The proposed transaction will generate meaningful public interest benefits to business customers and is not expected to have any adverse effects on customers.

This narrative provides the information required by Sections 63.04 and 63.18 of the Commission's Rules.

I. DESCRIPTION OF THE APPLICANTS

Windstream Services, LLC ("Windstream"), a Delaware limited liability company headquartered in Little Rock, Arkansas, is a wholly-owned direct subsidiary of Windstream Holdings, Inc. ("Holdings"), a publicly traded Delaware corporation (NASDAQ: WIN) holding company also headquartered in Little Rock, Arkansas. Windstream, through its operating subsidiaries, is a leading provider of advanced network communications and technology solutions for consumers, businesses, enterprise organizations, and wholesale customers across the United States. Windstream's subsidiaries provide voice and data services, MPLS networking, and cloud communications and computing services to businesses, non-profits, and government agencies, both in areas in which it is the incumbent local exchange carrier ("ILEC") and outside of its ILEC service areas with its operations roughly balanced between its ILEC areas and all other areas. To carriers and network operators, the company provides special access services, Ethernet and Wave transport, fiber-to-the-tower connections, and wholesale voice and data services. Windstream operates a local and long-haul fiber network spanning approximately 150,000 route miles and provides services over fixed wireless infrastructure in 40

markets. As an ILEC, the company also delivers phone, broadband, Internet security services, and online backup to approximately 1.4 million residential customers primarily located in rural areas. Windstream offers video services predominantly through a partnership with DISH Networks. In four markets, Windstream has launched an IP video entertainment platform called “Kinetic,” which is currently available to approximately 192,000 households.

American Telephone Company LLC (“ATC”) is a privately-held Delaware limited liability company headquartered in Hauppauge, New York. Working with leading hardware and software technology vendors and managed service providers, ATC has partnered with a variety of facilities-based carriers that include RBOCs, broadband providers, and CLECs to offer a variety of turnkey solutions. ATC designs, implements, and supports custom networks to deliver a full suite of voice (local, long distance, POTS, voice over Internet Protocol (“VoIP”)), data (dedicated internet, MPLS, Ethernet), cloud and PBX solutions to business customers. ATC holds authority to offer competitive local exchange service and/or interexchange service in California, Florida, Illinois, Kentucky, Massachusetts, New York, Pennsylvania, and Vermont, and is registered to provide VoIP service in Connecticut.

II. PUBLIC INTEREST STATEMENT

The Commission’s approval of the proposed transaction described herein will serve the public interest, convenience and necessity. This combination raises no competitive or other public interest concerns and should be approved expeditiously.

The combination of ATC’s innovative services and customer base with Windstream’s larger CLEC operations and fiber network will enable the combined company to increase its competitiveness by expanding its portfolio of services, generating efficiencies that benefit customers, and serving more customers over its own facilities where it can.

The transaction poses no risk to competition or the public interest. Because ATC does

not own any last-mile facilities, there is no concern that there will be a reduction in competition based on overlapping last-mile facilities. Instead, this transaction will enhance competition in the market for medium-sized business in particular. By combining ATC's customer base with Windstream's presence and fiber network, the combined company will have the opportunity to serve more of ATC's current customers on Windstream's own last-mile facilities.

The transaction will largely be seamless to ATC customers, all of whom will continue to receive their ATC services pursuant to their current contracts. The transaction itself is not expected to adversely affect the rates or other terms of service that customers currently experience, nor is it expected to have any adverse effect on the already high quality of service that ATC's customers currently receive.

III. RESPONSE TO ITEMS ON IBFS ELECTRONIC FORM: INFORMATION REQUIRED BY 47 C.F.R. § 63.18

ATC is a privately-held, New York-based competitive local exchange carrier that provides communications services and holds domestic and international Section 214 authorizations. ATC is transferor for the Section 214 applications included in this transaction. Windstream is the transferee for the Section 214 applications included in this transaction.

A. Answer to Question 10 – Section 63.18(a)-(d)

(a) Name, address, and telephone number of each applicant

Transferor:

American Telephone Company LLC
1600 Calebs Path Extension
Suite 203
Hauppauge, NY 11788
Tel: 212-920-3055

Transferee:

Windstream Services, LLC
4001 Rodney Parham Road
Little Rock, AR 72212
Tel: 501-748-7000

(b) Place of organization

Transferor:

American Telephone Company LLC is a New York limited liability company

Transferee:

Windstream Services, LLC is a Delaware limited liability company

(c) Name, title, post office address, and telephone number of official and any other contact point

Correspondence concerning these applications should be directed to:

For ATC:

Leo Giardina
Managing Director
American Telephone Company LLC
1600 Calebs Path Extension
Suite 203
Hauppauge, NY 11788
Tel: (212) 920-3055
leog@getatc.com

with a copy to:

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For Windstream:

Cesar Caballero
Senior Regulatory Counsel
Windstream Services, LLC
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Little Rock, AR 72212
Tel: (501) 748-7142
Cesar.caballero@windstream.com

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John T. Nakahata
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Harris, Wiltshire & Grannis LLP
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rsifers@hwglaw.com
Counsel to Windstream Services, LLC

(d) Statement as to whether applicants have previously received authority under Section 214

ATC is authorized under IB File No. ITC-214-20061201-00539 to provide global resale service between the United States and international points.

Windstream is authorized under IB File No. ITC-214-19980925-00658 to provide global facilities-based and global resale service. The following wholly-owned subsidiaries provide international service under Windstream's section 214 authorization:

- A.R.C. Networks, Inc.
- ATX Licensing, Inc.
- Broadview Networks, Inc.
- BridgeCom International, Inc.
- Business Telecom, LLC
- Cavalier Telephone Mid-Atlantic, L.L.C.
- Cavalier Telephone, L.L.C.
- Connecticut Broadband, LLC
- Connecticut Telephone & Communication Systems, Inc.
- Choice One Communications of Connecticut Inc.
- Choice One Communications of Maine Inc.
- Choice One Communications of Massachusetts Inc.
- Choice One Communications of New York Inc.
- Choice One Communications of Ohio Inc.
- Choice One Communications of Pennsylvania Inc.
- Choice One Communications of Rhode Island Inc.
- Choice One of New Hampshire Inc.
- Choice One Communications Resale L.L.C.
- Conversant Communications of Connecticut, LLC
- Conversant Communications of Maine, LLC
- Conversant Communications of Massachusetts, Inc.
- Conversant Communications of New Hampshire, LLC

- Conversant Communications of New Jersey, LLC
- Conversant Communications of New York, LLC
- Conversant Communications of Pennsylvania, LLC
- Conversant Communications of Rhode Island, LLC
- Conversant Communications of Vermont, LLC
- Conversant Communications Resale L.L.C.
- CTC Communications Corp.
- CTC Communications of Virginia, Inc.
- DeltaCom, LLC
- EarthLink Business, LLC
- Earthlink Carrier, LLC
- Eureka Telecom, Inc.
- Intellifiber Networks, Inc.
- LDMI Telecommunications, Inc.
- Lightship Telecom, LLC
- McLeodUSA Telecommunications Services, L.L.C.
- Network Telephone Corporation
- PaeTec Communications, Inc.
- PaeTec Communications of Virginia, Inc.
- Talk America, Inc.
- The Other Phone Company, Inc.
- TruCom Corporation
- US LEC Communications LLC
- US LEC of Alabama LLC
- US LEC of Florida LLC
- US LEC of Georgia LLC
- US LEC of Maryland LLC
- US LEC of North Carolina LLC
- US LEC of Pennsylvania LLC
- US LEC of South Carolina LLC
- US LEC of Tennessee LLC
- US LEC of Virginia LLC
- US Xchange of Illinois, L.L.C.
- US Xchange of Indiana, L.L.C.
- US Xchange of Michigan, L.L.C.
- US Xchange of Wisconsin, L.L.C.
- US Xchange, Inc.
- Windstream Communications, Inc.
- Windstream D&E Systems, Inc.
- Windstream Iowa Communications, Inc.
- Windstream KDL, Inc.

- Windstream KDL-VA, Inc.
- Windstream Kerrville Long Distance, LLC
- Windstream Lexcom Long Distance, LLC
- Windstream Norlight, Inc.
- Windstream NTI, Inc.
- Windstream NuVox Arkansas, Inc.
- Windstream Southwest Long Distance, LP
- Windstream Systems of the Midwest, Inc.

Windstream’s subsidiary, MassComm, Inc. d/b/a MASS Communications, is authorized under IBFS File No. ITC-214-20080220-00084 to provide global resale service between the United States and international points.

B. Answer to Question 11 – Section 63.18(h)

Windstream is a wholly-owned direct subsidiary of Windstream Holdings, Inc. (“Windstream Holdings”), a publicly-traded Delaware corporation, headquartered in Little Rock, Arkansas. The address and telephone number of Windstream Holdings is:

Windstream Holdings, Inc.
 4001 Rodney Parham Road
 Little Rock, AR 72212
Citizenship: United States
Principal business: Holding company

To its knowledge, Windstream Holdings, has one 10 percent or greater interest holder, The Vanguard Group, Inc.

The Vanguard Group, Inc.,³ a U.S.-based investment management company, holds approximately 10.99 percent of Windstream Holdings common stock. The Vanguard Group is a

³ The Vanguard Group is a U.S. company. The President and Chief Executive Officer is Mortimer J. (Tim) Buckley. The Chairman of the Board is F. William McNabb III. The remaining board members are: Emerson U. Fullwood, Amy Gutmann, JoAnn Heffernan Heisen, F. Joseph Loughrey, Mark Loughridge, Scott C. Malpass, Deanna Mulligan, André F. Perold, Sarah Bloom Raskin, and Peter F. Volanakis. Based on publicly available sources,

passive, index-oriented investment firm. In that capacity, the Vanguard Group does not wield influence on the management teams of companies in its investment portfolio. The percentage of The Vanguard Group's holdings will not change as a result of the transaction, because the transaction will be cash-only. While The Vanguard Group holds equity interests in other telecommunications providers, neither Windstream nor ATC is actively affiliated with any of these other telecommunications providers.

The Vanguard Group, Inc.
P.O. Box 2600
Valley Forge, PA 19482
Citizenship: United States
Principal business: Investment management

C. Answer to Question 12 – Section 63.18(h)

Windstream has interlocking directorates with foreign carriers. Tony Thomas, who is President and Chief Executive Officer of Windstream, is also President and Chief Executive Officer of Intellifiber Networks, Inc. (“Intellifiber”), McLeodUSA Telecommunications Services, LLC, and EarthLink Business, LLC, carriers authorized to provide service in Canada and wholly-owned subsidiaries of Windstream.

D. Answer to Question 13 – Narrative of Means by Which Proposed Transfer Will Take Place

On May 30, 2018, Windstream and ATC entered into a Membership Interest Purchase Agreement (the “Agreement”), wherein Windstream proposes to purchase all of the issued and outstanding membership interests of ATC, all of which are held by five members. Under the terms of the Agreement, at closing ATC will become a direct, wholly-owned subsidiary of Windstream, and an indirect, wholly-owned subsidiary of Windstream Holdings. Attachment A

to Windstream's knowledge, all of the Board of Directors of The Vanguard Group, except André F. Perold, are U.S. citizens. Mr. Perold was born in South Africa.

depicts the companies' corporate structure before and after the transaction.

Upon closing of the transaction, one entity is expected to hold 10 percent or more of Windstream Holdings's stock: The Vanguard Group, Inc. ("Vanguard"), a U.S.-based investment management company providing mutual funds and exchange-traded funds for individual and institutional investors. Vanguard's holdings, which are currently approximately 10.99 percent of Windstream, will not change as a result of the transaction, which is an all-cash transaction.

E. Answer to Question 14 – Foreign Carrier Affiliates (Section 63.18(i))

By its signature below, Windstream certifies that it is not a foreign carrier, but is affiliated with foreign carriers. Windstream is affiliated with Intellifiber, a foreign carrier pursuant to Section 63.09(d), authorized in Canada. As of the date of filing, although Intellifiber is authorized to provide service in Canada, it does not provide services outside the United States.

Windstream is also affiliated with BridgeCom International, Inc., a foreign carrier pursuant to 63.09(d), which holds a Basic International Telecommunications Services License from Canada. BridgeCom International, Inc. does not provide service within Canada and does not originate any international services from Canada.

Windstream is also affiliated with EarthLink Business, LLC and McLeodUSA Telecommunications Services, LLC, foreign carriers pursuant to 63.09(d). EarthLink Business, LLC and McLeodUSA Telecommunications Services, LLC hold Basic International Telecommunications Services and Reseller licenses in Canada.

F. Answer to Question 15 (Section 63.18(j))

By its signature below, Windstream certifies that following the transaction, the Section 214 holders would provide international telecommunications services between the United States and Canada—the only country in which Windstream controls a foreign carrier. Specifically, following the transaction, Windstream will control Intellifiber, EarthLink Business, LLC,

McLeodUSA Telecommunications Services, LLC, and BridgeCom International, Inc. Canada is a member of the World Trade Organization.

G. Answer to Question 16

Pursuant to Section 63.10(a)(3) of the Commission's Rules, the Applicants request non-dominant status for Windstream and its subsidiaries on all routes between the United States and Canada. None of the foreign carrier affiliates is a dominant provider in Canada, and each lacks a 50 percent market share in the international transport and local access markets on the foreign end of the route. Accordingly, each foreign carrier lacks sufficient market power on the foreign end of the international route to affect competition adversely in the U.S. market.

H. Answer to Question 20 – Section 63.12

The Applicants qualify for streamlined processing because, as stated above, none of the foreign carrier affiliates is a dominant provider in Canada, a member of the World Trade Organization, and each lacks a 50 percent market share in the international transport and local access markets on the foreign end of the route.⁴ Accordingly, the Applicants request streamlined processing treatment for the application to transfer control of the international Section 214 authorizations pursuant to Section 63.12 of the Commission's Rules.

I. Answer to Question 21 – Section 63.18(n)

Windstream certifies that it has not agreed to accept special concessions directly or indirectly from a foreign carrier with respect to any U.S. international route where the foreign

⁴ None of the foreign carrier affiliates listed above is presumed by the Commission to hold market power in a foreign telecommunications market. *See International Bureau Reissues the Commission's List of Foreign Telecommunications Carriers That Are Presumed to Possess Market Power in Foreign Telecommunications Markets*, Public Notice, DA 07-233, 22 FCC Rcd. 945 (Int'l Bur. 2007).

carrier possesses sufficient market power on the foreign end of the route to affect competition adversely in the U.S. market and will not enter into any such agreements in the future.

J. Answer to Question 25 – Section 63.18(o)

Windstream certifies that no party to the application is subject to a denial of Federal benefits pursuant to Section 5301 of the Anti-Drug Abuse Act of 1988, 21 U.S.C. § 862, because of a conviction for possession or distribution of a controlled substance.

IV. INFORMATION REQUIRED BY SECTION 63.04 OF THE COMMISSION’S RULES IN RELATION TO TRANSFER OF DOMESTIC 214 AUTHORIZATION

In support of the Applicants’ request for consent to transfer control to Windstream of the domestic Section 214 authorizations in the identified areas, the following information is submitted pursuant to Section 63.04 of the Commission’s Rules.

A. Section 63.04(a)(6) – Description of the transaction

A description of the transaction is above in Section I.

B. Section 63.04(a)(7) – Description of the geographic area in which the transferor and transferee (and affiliates) offer domestic telecommunications services, and what services are provided in each area

The Applicants’ wireline domestic interstate and international services are described in detail above in Section I.

Windstream’s subsidiaries provide voice and data services, Multiprotocol Label Switching (“MPLS”) networking, and cloud communications and computing services to businesses, non-profits, and government agencies, both in areas in which it is the incumbent local exchange carrier (“ILEC”) and outside of its ILEC service areas with its operations roughly balanced between its ILEC areas and all other areas. To carriers and network operators, the company provides special access services, Ethernet and Wave transport, fiber-to-the-tower connections, and wholesale voice and data services. As an ILEC, the company also delivers

phone, broadband, Internet security services, and online backup to approximately 1.4 million residential customers primarily located in rural areas.

Windstream's incumbent local exchange carrier ("ILEC") operating subsidiaries offer services in Alabama, Arkansas, Florida, Georgia, Iowa, Kentucky, Minnesota, Mississippi, Missouri, Nebraska, New Mexico, New York, North Carolina, Ohio, Oklahoma, Pennsylvania, South Carolina, and Texas.

ATC holds authority to provide competitive local exchange service ("CLEC") and/or interexchange ("IXC") service in California, Florida, Illinois, Kentucky, Massachusetts, New York, Pennsylvania, and Vermont, and is registered to provide VoIP service in Connecticut.

The only states in which ATC is certificated as a CLEC and Windstream (operating through subsidiaries) has ILEC operations are Florida, Kentucky, New York, and Pennsylvania. Windstream's ILEC operations in Florida, New York, and Pennsylvania do not serve any metropolitan areas. Windstream has ILEC operations in Lexington, Kentucky. ATC currently serves one customer in Kentucky, a New York account with one branch location in Kentucky.

Windstream is affiliated with carriers as a result of Vanguard's ownership of 10 percent or more of Windstream's common stock. To the best of Applicants' knowledge, the following (or their subsidiaries) are either carrier affiliates, or it was not possible to determine whether they offer telecommunications services; in the latter case, the Applicants are disclosing them out of an abundance of caution:

- ADTRAN Inc. (in which Vanguard holds approximately 10.22 percent) is a global provider of networking and communications equipment, enabling voice, data, video and

Internet communications across network infrastructure in the United States and other countries.⁵

- AT&T Inc. (in which Vanguard holds approximately 12.94 percent) is a multinational telecommunications conglomerate⁶
- Cincinnati Bell Telephone (in which Vanguard holds approximately 14.62 percent) is an incumbent local exchange carrier serving parts of Indiana, Kentucky, and Ohio.⁷
- Cogent Communications Holdings (in which Vanguard holds approximately 10.68 percent) is a provider of Internet access, IP transit, and related services in the United States and other countries.⁸
- Consolidated Communications Holdings Inc. (in which Vanguard holds approximately 16.40 percent) or its subsidiaries provide business and broadband communications to customers in California, Kansas, Missouri, Illinois, Texas, Pennsylvania, Minnesota, Iowa, North Dakota, South Dakota, and Wisconsin.⁹
- CSG Systems International, Inc. (in which Vanguard holds approximately 11.74 percent) provides business support solutions, primarily to the communications industry.¹⁰

⁵ ADTRAN, *About*, http://portal.adtran.com/web/page/portal/Adtran/wp_aboutus_landing (last visited May 22, 2018).

⁶ AT&T, *Company Profile*, https://about.att.com/sites/company_profile (last visited May 22, 2018).

⁷ FCC Form 499 Filer Database, Cincinnati Bell Telephone Company, LLC, <http://apps.fcc.gov/cgb/form499/499detail.cfm?FilerNum=805713> (last visited May 22, 2018).

⁸ Cogent, *About Cogent*, <http://cogentco.com/en/about-cogent> (last visited May 22, 2018).

⁹ Consolidated Communications, *About Us*, <https://www.consolidated.com/about-us> (last visited May 22, 2018).

¹⁰ CSG International, *About CSG*, <http://www.csgi.com/about> (last visited May 22, 2018).

- CyrusOne Inc. (in which Vanguard holds approximately 13.25 percent) provides data center services, Ethernet, multi-protocol label switching, and colocation in 10 states and related services, also in at least two other countries.¹¹
- Digital Realty Trust, Inc. (in which Vanguard holds approximately 16.85 percent) acquires, manages, and scales data center campuses, connecting customers to the cloud and other IT services.¹²
- Equinix Inc. (in which Vanguard holds approximately 12.84 percent) operates data centers in approximately 12 U.S. markets and offers related services; it also provides services in other countries.¹³
- Harris Corporation (in which Vanguard holds approximately 12.78 percent) is a technology company that provides communication systems, space and intelligence systems, electronic systems, and critical networks in the United States and other countries.¹⁴
- Pareteum Corp (in which Vanguard holds approximately 16.91 percent) is a provider of mobile networking software and services, providing Mobile Virtual Network Operators and Mobile Network Operators with cloud-based mobile communications infrastructure,

¹¹ CyrusOne, *Company*, <http://www.cyrusone.com/about-enterprise-data-center-provider/> (last visited May 22, 2018).

¹² Digital Realty Trust, *Meet Digital Realty*, <https://www.digitalrealty.com/meet-digital-realty/> (last visited May 22, 2018).

¹³ Equinix, *Locations – Americas Data Centers*, <http://www.equinix.com/locations/americas-colocation/americas-data-centers/> (last visited May 22, 2017).

¹⁴ Harris, *2016 Annual Report*, https://www.harris.com/sites/default/files/annual_report_2016_final_web.pdf (last visited May 22, 2018).

operating software, and managed services in New York City, Seattle, and other countries.¹⁵

- Spok Holdings, Inc. (in which Vanguard holds approximately 15.21 percent and BlackRock holds approximately 17.08 percent) provides communications for healthcare, government, public safety, and other industries.¹⁶
- Verizon Communications Inc. (in which Vanguard holds approximately 11.02 percent) is a multinational telecommunications conglomerate.¹⁷

C. Section 63.04(a)(8) – Statement as to how the Application qualifies for streamlined treatment

The Applicants do not request streamlined treatment of the domestic portion of the Application.

D. Section 63.04(a)(9) – Identification of all other Commission applications related to this transaction

The only Commission applications being filed related to this application are the international and domestic Section 214 authorizations detailed in this application.

E. Section 63.04(a)(10) – Statement of whether the Applicants request special consideration because either party is facing imminent business failure

The Applicants do not request special consideration because no parties to this transaction are facing imminent business failure.

¹⁵ Pareteum, *About*, <http://www.pareteum.com/about-us> (last visited May 22, 2018).

¹⁶ Spok, *Meet Spok*, <http://www.spok.com/our-company> (last visited May 22, 2018).

¹⁷ Verizon, *Our Company*, <http://www.verizon.com/about/our-company> (last visited May 22, 2018).

F. Section 63.04(a)(11) – Identification of any separately filed waiver requests being sought in conjunction with this Application

No separately filed waiver requests are sought in conjunction with this application.

G. Section 63.04(a)(12) – Statement showing how grant of the Application will serve the public interest, convenience and necessity

A demonstration of how the transaction will serve the public interest, convenience, and necessity is discussed above in Section II.

V. CONCLUSION

For the reasons stated above, the Applicants respectfully request that the Commission grant these applications for consent to transfer control of the international and domestic Section 214 authorizations held by ATC to Windstream.

Respectfully submitted,

BY: WINDSTREAM SERVICES, LLC

Kristi Moody
Senior Vice President, General Counsel
and Secretary
WINDSTREAM HOLDINGS, INC.
4001 N. Rodney Parham Rd.
Little Rock, AR 72212

BY: AMERICAN TELEPHONE COMPANY LLC

A handwritten signature in black ink, appearing to read "Leo J. Giardina", is written over a horizontal line.

Leo J. Giardina
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1600 Calebs Path Extension
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Hauppauge, NY 11788

Dated: June 4, 2018

Post-Transaction Corporate Ownership Structure

