Attachment 1

To Notice of Pro Forma Transfer of Control by ITC Broadband Holdings, LLC

Answer to Question 10

The information required by Section 63.18 of the Commission's rules was provided in pages 3-9 of the application for transfer of control filed in *In The Matter of Joint Application of USConnect Holdings, Inc. et al*, WC Docket No. 21-229, ITC-T/C-20210521-00087, ITC-T/C-20210622-00097, ITC-TIC -20210622-00098, ITC-T/C -20210622-00099, ITC-T/C-20210622-00100, ITC-T/C -20210622-00101 (the "Application"). Pursuant to the Commission's rules, the Application was granted as of July 31, 2021. The parties closed the transaction as of August 16, 2021. At that time, direct control of USConnect Holdings, Inc. and the Licensees identified on page 1 of the Application[1] was transferred to ITC Rural Connect, Inc. ("ITC Rural"), a wholly owned subsidiary of applicant ITC Broadband Holdings, LLC, which held ultimate indirect control of USConnect Holdings and the Licensees.

Subsequent to the August closing and as explained at pages 10-11 of the Application, certain subsidiaries of ITC Broadband Holdings, LLC were reorganized. First, ITC Rural converted USConnect Holdings, Inc. and all of its subsidiaries that were corporations, including the Licensees, to limited liability companies under relevant state laws. A chart listing the original

[1] The Licensees were: (1) The Livingston Telephone Company; (2) Telecom Supply, Inc.; (3) Waverly Hall Communications, Inc.; (4) Waverly Hall Telephone LLC; (5) S&A Telephone Company, Inc.; (6) S&A Communications, Inc.; (7) South Park LLC; (8) The Rye Telephone Company; (9) CableCo, LLC; (10) Dalton Telephone Company, Inc.; (11) Dalton Communications, Inc.; (12) Elsie Communications, Inc.; and (13) USConnect Acquisitions V, LLC dba CMS IP Technologies. See Attachment 2 for their present entity names and types.

USConnect subsidiaries and their post -reorganization names and entity types is being provided as the second page of Attachment 2 to this notice.

Following those conversions, ITC Rural contributed the equity interests of USConnect Holdings to ITC Broadband Operating, LLC as a capital contribution in exchange for one hundred percent (100%) of the preferred membership interests of ITC Broadband Operating, LLC. ITC Fiber Holdings, LLC also contributed certain assets and capital to ITC Broadband Operating, LLC in exchange for the common membership interests in ITC Broadband Operating, LLC.

The ultimate result of the two step reorganization is that applicant ITC Broadband Holdings, through ITC Broadband Operating, LLC and ITC Rural, still indirectly owns one hundred percent (100%) of the equity interests of, and thus controls, USConnect Holdings, which in tum still owns one hundred percent (100%) of the equity interests of each of the Licensees. Pre- and post-reorganization corporate organizational charts depicting the relationship among the entities involved in the pro forma transfer of control were provided as Exhibits A-1-A and A-1-B to the Application. The post-reorganization structure is also illustrated on the first page of Attachment 2 to this notice.

Answer to Question 11

The information was provided on pages 17-20 of the Application.

Answer to Question 13

The information was provided in the answer to Question 10 above.