

Response to A.20

Pursuant to the terms of a stock purchase agreement, PCI Holdco Sub., Inc. (“Transferee”) will purchase 100% of the equity interest of Proactive Communications, Inc. (“PCI”). For the Commission’s convenience, pre- and post-closing organization charts are attached as **Exhibit A**. The following identifies (1) the names, addresses, citizenship, and primary business of the transferees’ controlling entities, and any intermediate subsidiaries or parties; and (2) the names, addresses, citizenship and the percentages of voting and equity stock of those stockholders holding 10 percent or more of the controlling corporation’s voting stock.

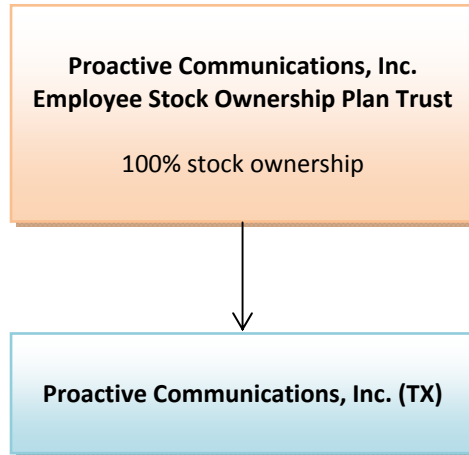
PCI Holdco, Inc.
c/o Annex Capital Advisors, LLC
126 E. 56th Street
New York, NY 10022
Facsimile: (212) 554-5890
Corporate Citizenship: Delaware
Primary Business: Telecommunications
PCI Holdco, Inc. will hold 100 percent of the shares of PCI Holdco Sub., Inc.

Robert E. Fowler
c/o Annex Capital Advisors LLC
126 East 56th Street, 28th Floor
New York, NY 10022
Citizenship: U.S. Citizen
Principal Business: Private Equity
Robert Fowler will hold 50% of the shares of PCI Holdco, Inc.

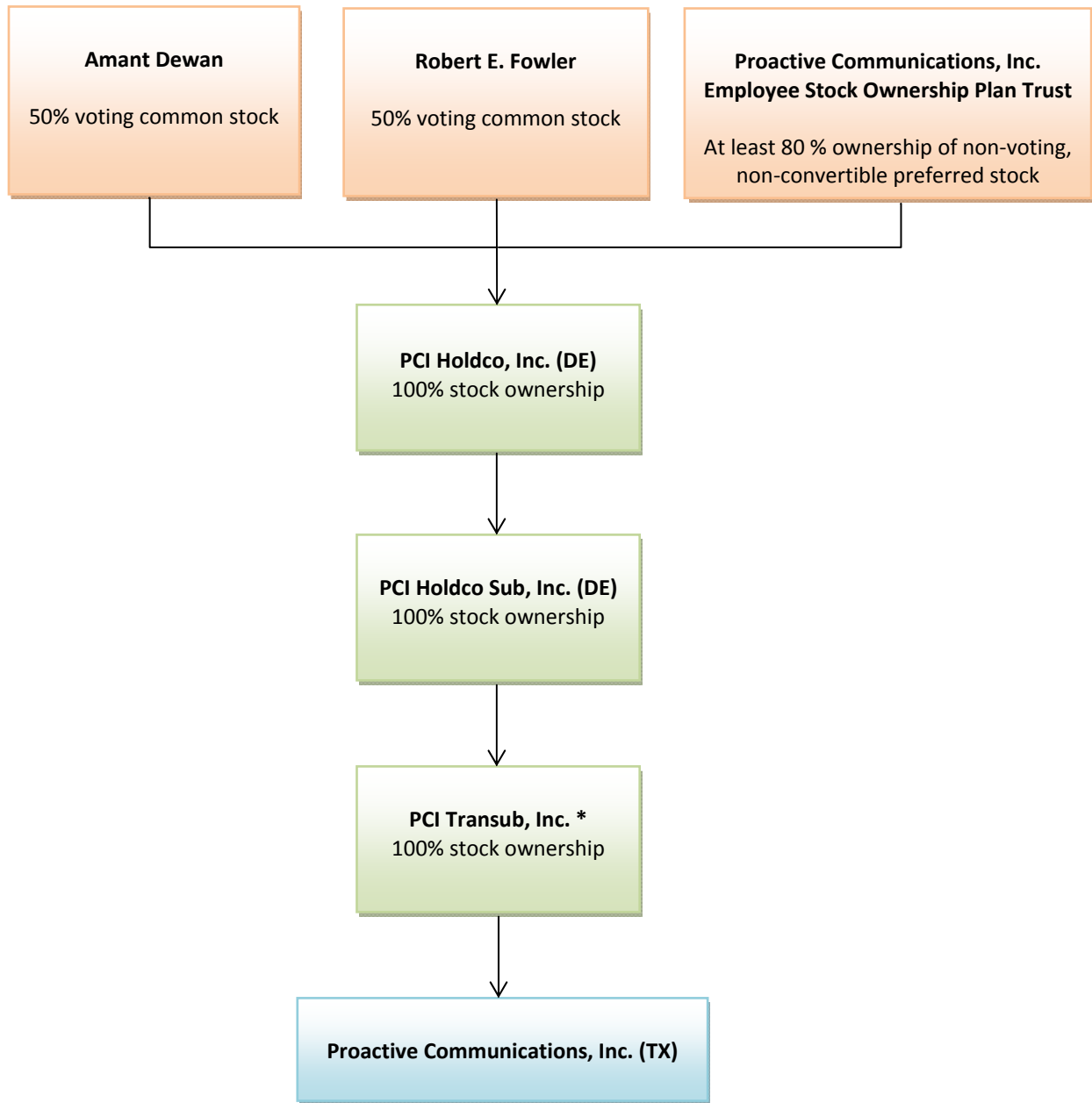
Amant J. Dewan
c/o Annex Capital Advisors LLC
126 East 56th Street, 28th Floor
New York, NY 10022
Citizenship: U.S. Citizen
Principal Business: Private Equity
Amant J. Dewan will hold 50% of the shares of PCI Holdco, Inc.

EXHIBIT A

Pre-Transaction Corporate Structure of Proactive Communications, Inc.



Post-Transaction Corporate Structure of Proactive Communications, Inc.



*The parties are considering the use of a transitory acquisition subsidiary, to be named PCI Transub, Inc., depending on the final acquisition structure. If this subsidiary is used, it will be merged out of existence at the closing of the transaction.