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Public Service Commission of Wisconsin  
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May 6, 2015

**VIA ERF**

Sandra Paske, Secretary  
Public Service Commission of Wisconsin  
610 Whitney Way  
Madison, WI 53705-2750

**Re: Crown Castle NG Central LLC  
Notice of Conversion and Resulting Name Change**

Dear Ms. Paske:

Crown Castle NG Central LLC (formerly known as Crown Castle NG Central Inc. and NextG Networks of Illinois, Inc. d/b/a NextG Networks Central) (Utility ID 4142) (the “Company”) hereby notifies the Commission that the Company’s current name is “Crown Castle NG Central LLC” as a result of (1) a name change from “NextG Networks of Illinois, Inc. d/b/a NextG Networks Central” to “Crown Castle NG Central Inc.” and (2) its subsequent conversion from a Delaware corporation to a Delaware limited liability company. The conversion of the Company to a limited liability company was merely a change in its corporate form accomplished through the filing of Certificate of Conversion in Delaware and did not entail any merger or other transactions interrupting the existence of the Company.<sup>1</sup> The Company’s conversion documents and authority to transact business in Wisconsin are provided as Attachment 1 hereto. The

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<sup>1</sup> See 6 Del. Code § 18-214(g) (stating “[t]he conversion shall not be deemed to constitute a dissolution of [corporation]. When [a corporation] has been converted to a limited liability company pursuant to this section, for all purposes of the laws of the State of Delaware, the limited liability company shall be deemed to be the same entity as the converting [corporation] and the conversion shall constitute a continuation of the existence of the converting [corporation] in the form of a domestic limited liability company.”)

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Company requests that the Commission update its records, including the Company's Certificate,<sup>2</sup> to reflect the conversion and its current name, "Crown Castle NG Central LLC."

Please acknowledge receipt and acceptance of this filing. Should you have any questions concerning, please do not hesitate to contact the undersigned at (202) 373-6697.

Respectfully submitted,

A handwritten signature in blue ink that reads "Brett P Ferenchak".

Catherine Wang  
Brett P. Ferenchak

Counsel for the Company

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<sup>2</sup> The Company is authorized to provide resold and facilities-based telecommunications services as an alternative telecommunications utility pursuant to a Certificate granted in Docket No. 4142-NC-100. The Certificate was originally granted to NextG Networks of Illinois, Inc.

**DATE MAILED**

**APR 25 2005**

**BEFORE THE**

**PUBLIC SERVICE COMMISSION OF WISCONSIN**

**Application of NextG Networks of Illinois, Inc., d/b/a NextG Networks Central  
for Certification as a Competitive Local Exchange Carrier and Alternative  
Telecommunications Utility**

**4142-NC-100**

**ORDER FOR CERTIFICATION  
AS A COMPETITIVE LOCAL EXCHANGE CARRIER**

**Introduction**

On April 1, 2005, NextG Networks of Illinois, Inc., d/b/a NextG Networks Central (applicant), 1759 South Main Street, Suite 128, Milpitas, California 95035, filed an application to be certified as a competitive local exchange carrier (CLEC). The applicant, pursuant to Wis. Stat. § 196.203, seeks certification as an alternative telecommunications utility under the "other" category, defined in Wis. Stat. § 196.01(1d)(f), to provide intrastate intraLATA and interLATA toll and local exchange services in such territories and are open for facilities based competition by the incumbent local exchange carrier (ILEC). A list of persons interested in this proceeding may be found in Appendix A.

**Findings of Fact**

1. Applicant is qualified by the Wisconsin Department of Financial Institutions to do business in Wisconsin.
2. Applicant represents that it has the financial resources, managerial ability, and technical expertise to adequately provide its proposed telecommunications services. No information to the contrary has come to the Commission's attention.

3. Applicant seeks to provide intrastate intraLATA and interLATA toll and local exchange telecommunications services in all exchanges of incumbents SBC, Verizon, and in relevant available exchanges of incumbents CenturyTel, TDS, and Frontier. Applicant proposes to provide service over its own facilities, through the use of unbundled network elements, functions, and capabilities purchased from other carriers, and through resale of Wisconsin Bell, Inc., d/b/a SBC Wisconsin (SBC), Verizon North, Inc. (Verizon), CenturyTel, TDS, and Frontier services.

Applicant will provide transport and backhaul services (RF Transport Service) to wireless providers, including but not limited to commercial mobile radio services (CMRS) providers and wireless Internet access services providers. Applicant may also transport and distribute its wireless customer's data services and will provide its services using a system of fiber optic cables and small antennas and conversion equipment attached to poles and other structures.

4. The Commission routinely includes all territories for certification to avoid multiple proceedings. All open territories listed in this section will be referred to as the "Open ILEC Territories." The following lists all territories open for competition as of the date of this order:

- a. SBC and Verizon are open territories by operation of Wis. Stat. § 196.50.
- b. The Commission considers Telephone USA of Wisconsin, LLC (Tel USA), and CenturyTel of Central Wisconsin, LLC (CCW), open territories by virtue of their open status at the time they were purchased from Verizon, and CenturyTel of the Midwest-Kendall, LLC (Kendall), is also open by virtue of its open status at the time of purchase from SBC.

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c. The Commission also considers the following CenturyTel territories open for competition by virtue of their respective Alternative Regulatory Plans (ARPs):

CenturyTel of the Midwest-Wisconsin, LLC; CenturyTel of Wisconsin, LLC; CenturyTel of Northwest Wisconsin, LLC; CenturyTel of Northern Wisconsin, LLC; CenturyTel of Larsen-Readfield, LLC; CenturyTel of Southern Wisconsin, LLC; CenturyTel of Fairwater-Brandon-Alto, LLC; and CenturyTel of Forestville, LLC. The foregoing CenturyTel territories will be referred to as "CenturyTel ARP territories" for purposes of this order.

d. The Commission also considers the following Frontier territories open for competition by virtue of their respective ARPs: Frontier Communications of Wisconsin, LLC, Frontier Communications St. Croix, LLC, and Frontier Communications of Viroqua, LLC. These territories will be referred to as "Frontier ARP territories" for purposes of this order.

e. The Commission also considers the following TDS territories open for competition by virtue of their respective ARPs: Mid-Plains Telephone, LLC; Badger Telecom, LLC; Black Earth Telephone Company, LLC; Bonduel Telephone Company; Central State Telephone Company, LLC; EastCoast Telecom, Inc; Grantland Telecom, Inc; Riverside Telecom, LLC; Scandinavia Telephone Company; Stockbridge & Sherwood Telephone Company; Tenney Telephone Company, LLC; UTELCO, LLC; and Waunakee Telephone Company, LLC. These territories will be referred to as "TDS ARP territories" for purposes of this order.

- f. Also open by virtue of its respective ARP is Mount Horeb Telephone Company (MHT).
5. Applicant intends to provide services that are available from other telecommunications providers.
6. Applicant's proposed offering of telecommunications services in Wisconsin would be in the public interest.
7. Imposition of the conditions and level of regulation, as set forth in the Opinion, in any certification of applicant is convenient, necessary, and in the public interest.

#### **Conclusion of Law**

The Commission has jurisdiction under Wis. Stat. §§ 133.01, 196.01, 196.02, 196.03(6), 196.203, 196.26, 196.28, 196.39, 196.395, 196.40, 196.50(1)(b), 196.52, and other provisions of Wis. Stat. chs. 196 and 227, that may be pertinent hereto, to make findings of fact as discussed above, to interpret and apply statutes, to classify the applicant for certification, to issue an order authorizing certification of applicant as an Alternative Telecommunications Utility-Other (ATU-Other) to provide intrastate telecommunications services as specified in the certificate, to impose interim conditions on said certificate, and to act or to refrain from acting as set forth herein.

In addition, because 1993 Wis. Act 496 expressly removed the requirement for advance notice of certification of an ATU application, this certification is issued under a differing statutory process exception, as recognized under Wis. Admin. Code § PSC 2.01 (June 2002) by Commission delegation action of September 26, 2002.

**Opinion**

**Procedure**

The Commission is not required to hold a hearing prior to the granting of a certificate as an ATU-Other, and has routinely issued, without hearing, certifications with interim conditions.

**Applicant and Its Proposal**

Applicant appears to be willing and able to provide the intrastate telecommunications services described in Findings of Fact para. 3 above. Applicant is not requesting permission to provide service within the area served by any other telecommunications utility with 150,000 or fewer access lines, except where such a utility has opened its exchange(s) through an ARP. The Commission has certified other applicants in Mid-Plains' obliged-to-serve territory in dockets 625-NC-100, 2875-NC-101, 5845-NC-101, 1517-NC-101, and 4885-NC-100. For CCW and Tel USA, in dockets 2055-NC-100 and 5846-NC-100, CenturyTel has consented under Wis. Stat. § 196.50(1)(b)2.b. to applicant's request to serve and is not abandoning its role of "designated provider of last resort" under Wis. Stat. § 196.50(1)(b). CenturyTel also waived the right to assert rural telephone company status under 47 U.S.C. § 251(f)(1), as created by the Telecommunications Act of 1996<sup>1</sup> (Act). The Commission has also been similarly treating certifications for Kendall's 20 exchanges since 1998. The procedure for these Kendall certifications was modified in a letter to CenturyTel, dated November 2, 2000, to eliminate an inefficient use of Commission resources. CenturyTel did not comment on the procedure modification.

<sup>1</sup> Pub. L. 104-104, 110 Stat. 56 (1996)(codified at 47 U.S.C. § 151, et seq.).

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The local exchange services applicant intends to provide are available from SBC, Verizon, TDS, Tel USA, CCW, MHT, and Kendall. Local transport services are available from SBC, Verizon, TDS, Tel USA, CCW, MHT, Kendall, carriers, and nonregulated third parties. Data services are also currently available from other CLECs. In light of the foregoing, the services that applicant intends to provide are more consistent with the category of an ATU than that of a public utility or a telecommunications carrier. The services which applicant intends to provide are offered by other telecommunications providers, thus satisfying the criterion for certification under Wis. Stat. § 196.01(1d)(f). Additional competition that would be created by authorization of the applicant is consistent with the public interest in promoting competition under Wis. Stat. § 196.03(6)(a).

Wis. Stat. § 196.03(6) identifies seven factors which, at a minimum, the Commission must consider when determining the public interest. While the Commission is not making a conclusive finding that those factors are applicable as a matter of law to the instant case, the Commission nevertheless finds nothing to suggest that certifying applicant as an ATU-Other is inconsistent with these seven public interest factors. While grant of the application would promote competition, a public interest factor in Wis. Stat. § 196.03(6), the Commission finds, based upon staff investigation, that the other factors either are not material to this docket, or on balance, are outweighed by the benefits of the introduction of competition and customer choice.

Based upon the foregoing determinations, the Commission may authorize applicant as an ATU-Other CLEC, pursuant to Wis. Stat. § 196.203(3), to provide telecommunications services on a resale basis statewide or directly through its own facilities in areas in the state not served by



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an ILEC (excluding those identified in Findings of Fact para. 4) having 150,000 or fewer access lines.

**Conditions and Level of Regulation**

The basic certification framed above, however, must be subject to interim conditions because the Commission's regulation of CLECs in local exchange competition is being considered in rulemaking proceedings in dockets 1-AC-186, and as applicable, 1-AC-191. The Commission intends in such proceedings to define the requirements and rights of new entrants in the local exchange market, such as applicant. Until such time, the rights and responsibilities defined in this order shall apply to applicant.

While additional requirements in Wis. Stat. chs. 196 and 201, or the Commission's administrative rules, may be subsequently imposed upon applicant pursuant to Wis. Stat. § 196.203(4), nothing suggests at this time a need to apply requirements beyond those conditions made applicable by this order on an interim basis.

The facts of record do not warrant imposing additional statutory requirements on applicant beyond those imposed in certifications with interim conditions for similar applications. Certain minimums established by docket 05-TI-138, and the Act are reflected in the requirements for Wis. Stat. §§ 196.04 (interconnection), 196.20 (map requirement), and the imposition of 196.219(3)(j) (resale). Subject to the limitations noted below, the Commission affirms that on an interim basis the following provisions of Wis. Stat. ch. 196 should apply to applicant in their entirety:

**196.01 - Definitions:** The Commission has determined that these definitions apply to the certification of applicant.

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**196.02(1) - Commission's powers: Jurisdiction.** The Commission retains its jurisdiction to supervise and regulate applicant.

**196.02(4) - Commission's powers: Information Required; Stockholders.** The Commission retains the right to inquire into the management of the business of applicant.

**196.02(5) - Commission's powers: Inspect Books.** The Commission retains the right to inspect the books, accounts, papers, records, and memoranda of applicant.

**196.03(6) - Utility charges and service; reasonable and adequate.** The Commission will consider the stated factors, at a minimum, when determining what is a just and reasonable telecommunications service or rate to the extent of the Commission's jurisdiction.

**196.04 - Facilities granted other utilities; physical telecommunications connections; petition; investigation.** Applicant will have to offer interconnection to providers other than the ILECs with which it competes according to the requirements of the federal act and the level of regulation to be established by rulemaking in docket 1-AC-186. The Commission reserves the right to hear complaints under Wis. Stat. § 196.04 (or Wis. Stat. § 196.199, noted below), from those parties who desire to interconnect with applicant if there is a failure to agree upon the terms and conditions for interconnection.

**196.07 - Balance sheet filed annually.** The public interest requires applicant to close its annual accounts on December 31. The Commission has also decided to require applicant to annually file an abbreviated report form. Staff will provide applicant with a copy of this form at a later date. The report will, at a minimum, require applicant to file a Wisconsin-specific operating income statement. Considering the present level of competition in the Wisconsin intrastate local exchange market, the Commission believes that the abbreviated annual report

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form for applicant represents the appropriate level of financial information for the Commission to monitor the activities of applicant.

**196.14 - Public record exception:** The Commission retains the right to withhold from public inspection any information that would aid a competitor of applicant.

**196.199 - Interconnection Agreements:** The Commission has determined that the public interest in negotiated interconnection agreements and in efficient, uninterrupted service favors applying the dispute resolution mechanisms set forth in this statute to CLECs as well as ILECs.

**196.20 - Rules on service; changes in rates:** The Commission has determined that it would be premature to require applicant to file tariffs and associated pricing methods before completion of rulemaking in docket 1-AC-186. In the interim, however, the Commission does find it is in the public interest to require applicant to:

a. Keep on file with the Commission any tariff or agreement that it has entered into for interconnection arrangements. The tariff shall contain all the rules, range of rates including the maximum rate for interconnection, and classifications used to provide its interconnection service. The tariff shall be effective when filed or on a date indicated by applicant, unless suspended by the Commission. The tariff shall also contain a map defining applicant's service territory, as established or modified from time to time.

b. Applicant shall provide advance notice to affected customers of all price increases for, and material changes in, its local exchange service. Notice shall be in

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writing to all affected customers prior to billing for a changed service or billing a service at a higher price.

**196.203 - Exemption of alternative telecommunications utilities:** The Commission retains the right to impose on applicant any provision of Wis. Stat. ch. 196 or ch. 201.

**196.204, 196.52, and 196.015:** The Commission has determined to apply these statutes on a conditional basis. The foregoing statutes apply in the event the applicant is or becomes affiliated with a Wisconsin ILEC or is categorized as an ILEC pursuant to any rule of the Federal Communications Commission (FCC) implementing 47 U.S.C. § 251(h).

**196.207 and 196.208:** The Commission has determined that it is in the public interest to retain these sections for telephone caller identification services and telecommunications pay-per-call and toll-free calls.

**196.209 - Privacy considerations:** The Commission has determined to require applicant to adhere to the privacy guidelines established by this section.

**196.218 - Universal Service Fund:** The Commission has determined that applicant is subject to Wis. Stat. § 196.218, and shall file any information required for assessment of universal service funding obligations under this section.

**196.219 - Protection of telecommunications consumers:** The Commission has determined to apply to applicant Wis. Stat. §§ 196.219(1), (2)(b), (2)(c), (2)(d), (3)(a), (3)(c), (3)(d), (3)(e), (3)(h), (3)(j), (3)(m), and (3)(n). Wis. Stat. § 196.219(3)(L) also applies with respect to minimum technical service quality. Application of any other subsections would be premature before completion of rulemaking in docket 1-AC-186.

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**196.25 - Questionnaires:** The Commission has determined that it is in the public interest to retain this section and require applicant to respond to any Commission questionnaires.

**196.26 - Complaint by consumers; hearing; notice; order; costs:** The Commission retains jurisdiction over any complaint respecting any aspect of applicant and its services within the Commission's jurisdiction.

**196.28 - Summary investigations:** The Commission has determined that it is in the public interest to retain its investigatory powers under this section.

**196.39, 196.395, 196.40, 196.41, 196.43, 196.44, 196.65, and 196.66:** The Commission has determined that it is in the public interest to retain these sections for a coherent administrative framework applicable to applicant as an ATU.

**196.81 - Abandonment; Commission approval required:** The Commission has determined to apply this section only to the extent that applicant shall provide written notice to the Commission not less than 60 days before its abandonment of basic local exchange service within applicant territory.

**196.85 and 196.858:** The Commission has determined that it is in the public interest to retain these sections. Applicant shall file any information for regulatory (both direct and remainder) and telephone relay service assessments, as applicable.

The Commission has determined that any rules promulgated to implement any of these aforementioned statutes shall apply to applicant to the extent detailed above.

**Access.** The Commission further finds that it is in the public interest to require applicant to provide equal access to all telecommunications carriers within the parameters defined in the Investigation Into the Extent of Competition in the IntraLATA Toll Telecommunications Market

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and of the Level of Regulation for IntraLATA Toll Telecommunications Service, docket 05-TI-119.

***Interconnection and Mutual Compensation Arrangements.*** Applicant will have customers who desire to place calls with customers served by the Open ILEC Territories. Likewise, customers in the Open ILEC Territories will want to connect with customers served by applicant. To complete these communications, the companies' networks will have to be interconnected. Rather than setting rates for interconnection, the Commission found in its docket 05-TI-138, First Final Order, that such rates should be determined through voluntary negotiations described in 47 U.S.C. § 252 as created by the Act. If insufficient progress is being made in negotiations, any party, during the period from the 135<sup>th</sup> to the 160<sup>th</sup> day after an interconnection request is received, may petition the Commission to arbitrate any open issue as provided in 47 U.S.C. § 252.

***Monitoring Development of Local Competition.*** To monitor the development of competition in the local exchange market, the Commission has determined to mandate additional reporting requirements for local exchange competitors, such as applicant. The Commission also deems it necessary to require applicant to file by April 1 of each year a competitive market report, the format for which will be developed by the Commission staff. The report may include, but is not limited to, the following information: (1) a map of all leased or owned facilities in Wisconsin; (2) a description of facilities and switches used to provide intrastate Wisconsin telecommunications services, including as necessary, facilities located in other jurisdictions; (3) the number of customers and total revenues received from the provision of local exchange service, each broken out by applicant territory, type of service, and type of customer.

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(e.g., business or residential customer); (4) an average of rates charged for local exchange services broken out by business and residential customers; and (5) a description of services and a comparison to equivalent competitor service(s).

In sum, grant of the application, subject to the above conditions and level of regulation, is convenient, necessary, and in the public interest. The Commission will, therefore, authorize applicant to provide services as an alternative telecommunications utility as provided below.

#### Order

1. This order is effective upon mailing.
2. Applicant shall be authorized, with interim conditions, as set forth in the certificate below, to provide facilities-based switched local exchange service to residential and business customers in the local service exchange territories of the companies identified in Findings of Fact para. 4 (not including foreign exchange services, cross-LATA boundary services, or nonaffiliate local calling areas), and private-line services statewide. If applicant wishes to provide local exchange services to other areas in Wisconsin not otherwise opened by an approved ARP, it shall file a petition for further certification to extend its service territory.
3. Applicant shall be subject to the following provisions of Wis. Stat. ch. 196, as detailed in the Opinion: Wis. Stat. §§ 196.01; 196.015; 196.02(1), (4), and (5); 196.03(6); 196.04; 196.07; 196.14; 196.199; 196.20; 196.203; 196.204; 196.207; 196.208; 196.209; 196.218; 196.219; 196.25; 196.26; 196.28; 196.39; 196.395; 196.40; 196.41; 196.43; 196.44; 196.52; 196.65; 196.66; 196.81; 196.85; and 196.858.
4. The grant herein of authority for switched local exchange service, subject to interim conditions specified above in the opinion, is conditioned upon the Commission's reserved power

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to impose through rule or other proceeding any terms or conditions necessary to protect and promote the public interest.

5. Applicant shall notify the Commission of any affiliated agreements or arrangements that it enters into with an affiliate company.

6. Applicant shall comply with the reporting requirements under the terms and conditions set forth in the Opinion.

7. Applicant shall notify the Commission of the date on which it begins local exchange operations to residential customers.

8. Applicant shall have the right to determine where and on what schedule it will install its facilities and extend service, and it shall not be required to have the same service territory as the incumbent telecommunications utility.

9. Applicant shall offer its services to all customers within reasonable proximity of its facilities and to whom access is available on reasonable terms and conditions considering technical and economic factors.

10. The Commission retains jurisdiction.

#### **Certificate**

NextG Networks of Illinois, Inc., d/b/a NextG Networks Central is an alternative telecommunications utility, per Wis. Stat. § 196.01(1d)(f), authorized in Wisconsin to: (1) offer intrastate telecommunications service, whether switched or dedicated, including all telecommunications services available for certification in this proceeding, such as intraLATA and interLATA toll telecommunications, access services to telecommunications providers, and private-line service; (2) resell services that are authorized for resale and provide operator



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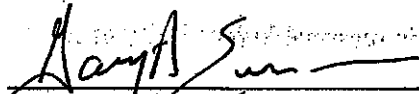
services; and (3) provide facilities-based switched local exchange services to business and residential customers in the present obliged-to-serve local exchange territories (not including foreign exchange services, cross-LATA boundary services, or nonaffiliated local calling areas) of SBC, Verizon, Tel USA, CCW, MHT, Kendall, TDS ARP Territories, Frontier ARP territories, and CenturyTel ARP territories. Applicant shall also be automatically certified in any new territory that becomes open in the future for facilities-based local exchange services by

Commission order.

The specified services certificated in (1) and (3) herein are subject to the interim conditions set forth in paras. 2 through 9 of the Order.

Dated at Madison, Wisconsin, 22 April 2005

For the Commission:



Gary A. Evensen  
Administrator  
Telecommunications Division

GAE:KGB:sfh:g:\order\pending\4142-NC-100

See Attached Notice of Appeal Rights

Notice of Appeal Rights

Notice is hereby given that a person aggrieved by the foregoing decision has the right to file a petition for judicial review as provided in Wis. Stat. § 227.53. The petition must be filed within 30 days after the date of mailing of this decision. That date is shown on the first page. If there is no date on the first page, the date of mailing is shown immediately above the signature line. The Public Service Commission of Wisconsin must be named as respondent in the petition for judicial review.

Notice is further given that, if the foregoing decision is an order following a proceeding which is a contested case as defined in Wis. Stat. § 227.01(3), a person aggrieved by the order has the further right to file one petition for rehearing as provided in Wis. Stat. § 227.49. The petition must be filed within 20 days of the date of mailing of this decision.

If this decision is an order after rehearing, a person aggrieved who wishes to appeal must seek judicial review rather than rehearing. A second petition for rehearing is not an option.

This general notice is for the purpose of ensuring compliance with Wis. Stat. § 227.48(2), and does not constitute a conclusion or admission that any particular party or person is necessarily aggrieved or that any particular decision or order is final or judicially reviewable.

Revised 9/28/98

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APPENDIX A

This docket proceeding is not a contested case under Wis. Stat. ch. 227, therefore there are no parties as defined in Wis. Stat. § 227.01(8), to be listed or certified under Wis. Stat. § 227.47. However, the persons listed below are defined by Wis. Admin. Code § PSC 2.02(7), (10), and (12) as parties in the docket and participated therein.

Public Service Commission of Wisconsin  
*(Not a party but must be served)*  
610 North Whitney Way  
P.O. Box 7854  
Madison, WI 53707-7854

NEXTG NETWORKS OF ILLINOIS, INC.  
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