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October 1, 2014

Via E-Filing

Ms. Patricia Van Gerpen, Executive Director
South Dakota Public Utilities Commission
Capitol Building, 1st Floor
500 E. Capitol Ave.
Pierre, SD 57501-5070

Re: Notice Pursuant to SDC 49-31-20 of Upcoming Merger of Verizon Enterprise Solutions LLC into Verizon Long Distance LLC

Notice Pursuant to ARSD 20:10:34:02.02 of Transfer of Customer Base from Verizon Enterprise Solutions LLC to Verizon Long Distance LLC

Dear Ms. Van Gerpen:

Pursuant to SDC 49-31-20 and ARSD 20:10:34:02.02, Verizon Long Distance LLC (“VLD”) respectfully notifies the Commission that, due to an internal restructuring, on or about November 15, 2014, Verizon Enterprise Solutions LLC (“VES”) will merge into and transfer its customer base to VLD. VES and VLD are both certificated to provide intrastate resold interexchange telecommunications services in South Dakota, and VLD will continue to provide the same interexchange telecommunications services provided by VES, under the same rates, terms and conditions, following the merger. VES and VLD are affiliates, and both are single-member limited liability companies formed in Delaware and wholly owned subsidiaries of the same single-member, Verizon New York Inc.,¹ with the same officers and directors. VLD will remain a wholly-owned subsidiary of the same single-member, Verizon New York, Inc., following the merger.

VLD hereby certifies that that the parties have complied with the advance customer notice requirements outlined in ARSD 20:10:34:02.02(3), as required by ARSD 20:10:34:02.02(1). As evidenced by the attached copy of the customer notice, which was transmitted to all affected

¹ Verizon New York Inc. is a wholly-owned subsidiary of NYNEX LLC, which in turn is wholly owned by the publicly-traded parent corporation, Verizon Communications Inc.

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customers via bill insert during September 2014, the notice contains all of the information required by ARSD 20:10:34:02.02(3)(a) through (g).

After VES has merged into VLD and no longer has any customers or operations in the state, VES will request that the Commission cancel its certificate to provide resold intrastate toll services in South Dakota.

Please contact the undersigned with any questions.

Very truly yours,

/s/ Deborah Kuhn

Deborah Kuhn

Encl.



Verizon Enterprise Solutions LLC to Merge with Verizon Long Distance LLC

If you currently subscribe to long distance and/or regional calling service provided by Verizon Enterprise Solutions LLC ("VES"), please note that Verizon plans to merge VES into Verizon Long Distance LLC ("VLD") to achieve efficiencies in serving our customers and operating our business.

After this merger, Verizon Long Distance LLC will become your long distance provider. The merger will not interrupt your service or change the rates and terms of the calling plans, features and other services that VES provided to you. VLD will provide you notice of any future changes to the rates, terms and conditions of your services in the same ways VES notified you, including written notice by mail or bill message prior to any rate increases.

We anticipate that the merger will be completed on or about November 15, 2014. Unless you choose to use a different service provider before the closing date, Verizon Long Distance LLC will automatically become your service provider for the services you currently receive from Verizon Enterprise Solutions LLC.

You have the right to select any available provider for regional toll and long distance services if you wish. You may choose to switch to another carrier at any time before or after the merger. Verizon will not assess any carrier change charge or fees on

VES customers for their initial change to another carrier. The other carrier may or may not assess a carrier change charge to you. Please check with the other carrier. Please note that if you select a carrier other than VLD, you may no longer qualify for bundle or promotional discounts, credits or prices that required your subscription to VES or VLD services and applied to local telephone or internet services provided by other Verizon companies.

If you have arranged an intrastate, interstate and/or international preferred carrier freeze on one or more of the services affected by the merger, the freeze will not preclude the transition of your service from VES to VLD. Any freezes you had will continue to apply to your account after the transfer.

Upon the closing of the proposed merger, VLD will provide services to you under the same rates, terms and conditions as VES offered prior to the closing and the same Service Agreement will continue to apply. The same Verizon account numbers, customer service centers and contact numbers for service and billing inquiries that were provided to you for VES services will continue to apply when VLD becomes your provider. VLD will be responsible for any questions or complaints that may arise prior to or during the planned transfer.

You may contact Verizon regarding any questions or concerns regarding this notice by calling 1.800.VERIZON (1.800.837.4966). We appreciate your understanding and support during this transition period and look forward to continuing to serve your business in the future.

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