



May 30, 2017

Ms. Patricia Van Gerpen  
SD Public Utilities Commission  
500 E. Capitol Ave.  
Pierre, SD 57501

Re: Notification of Transfer of Customers

Dear Ms. Van Gerpen:

Long Lines Metro, LLC ("Long Lines") and Clarity Telecom, LLC d/b/a/ Vast Broadband ("Clarity") (Long Lines and Clarity collectively, the "Parties"), hereby respectfully notify the South Dakota Public Utilities Commission ("Commission") in accordance with A.R.S.D. 20:10:34:02.02 of a pending transaction between Long Lines and Clarity, pursuant to which Clarity's CLEC operations will transfer a subset of its South Dakota subscriber base to Long Lines in the North Sioux City and McCook Lake exchanges (the "Transaction").

## I. PARTIES

### A. Long Lines Metro, LLC

Long Lines Metro, LLC is a Delaware corporation with headquarters located in Jefferson, South Dakota. Long Lines was granted a certificate of authority to provide telecommunications services in South Dakota on June 10, 1997 in TC97-035.

### B. Clarity Telecom, LLC, d/b/a Vast Broadband

Clarity is a Delaware Corporation with headquarters located in Sikeston, Missouri. Clarity was granted a certificate of authority to provide telecommunications services in South Dakota on September 8, 2014 in TC14-073.

## II. DESIGATED CONTACTS

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## III. DESCRIPTION OF THE TRANSACTION AND PUBLIC INTEREST STATEMENT

On April 28, 2017, the Parties entered into an Asset Purchase Agreement pursuant to which Long Lines will purchase certain assets and customers of Clarity, including certain customer accounts and receivables, certain customer agreements and contacts, certain vendor agreements and contracts, certain equipment and certain intellectual property.

Long Lines will make any necessary revisions to its rates, terms, and conditions to incorporate Clarity's current services and rates so that affected customers will continue to receive the same services that they currently receive without any immediate changes to their service offerings or rates. Long Lines will provide services to Clarity's customers utilizing its existing interconnection agreements, 911 arrangements and numbering arrangements.

The proposed transfer will affect all current Vast Broadband customers in the North Sioux City Exchange and the McCook Lake Exchange in South Dakota and certain exchanges in Iowa, none of whom will experience any material change to the terms and conditions of their services as a result of this transfer. The Parties will provide notice to affected customers in accordance with state requirements and the rules and regulations of the Federal Communications Commission. A draft customer notice letter is attached as **Exhibit A**. Closing of the Transaction is contingent on receipt of all necessary regulatory approvals.

The proposed Transaction serves the public interest, and will ensure that affected customers enjoy continuity of high-quality telecommunications service. Following the Transaction, the affected customers will receive high-quality service supported by Long Line's experienced and well-qualified management team. Consequently, the proposed Transaction will be

transparent to customers and will not have a negative impact on the public interest, service to South Dakota customers, or competition.

If you have any questions concerning this matter, please contact the undersigned.

Very truly yours,



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Paul Bergmann  
Long Lines, Metro, LLC



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James Gleason  
Clarity Telecom, LLC