



Jon Blessing
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January 30, 2024

Ms. Patricia Van Gerpen, Executive Director
South Dakota Public Utilities Commission
500 East Capitol Avenue
Capitol Building, 1st Floor
Pierre, SD 57501

Re: Notification of Internal Corporate Restructuring of AT&T Corp. into AT&T Enterprises, LLC

Dear Ms. Van Gerpen:

AT&T Corp. and AT&T Enterprises, Inc. notify the Commission of an internal corporate reorganization in which a merger occurs between AT&T Corp. and AT&T Enterprises, Inc. (which will be renamed AT&T Enterprises, LLC immediately following completion of the merger) (the "Internal Restructuring"). The Internal Restructuring is more fully described as follows:

- AT&T Corp., a New York corporation, is a CLEC and IXC in South Dakota. AT&T Corp. is a wholly owned subsidiary of AT&T Inc.
- AT&T Enterprises, Inc. is a Delaware corporation and is registered with the South Dakota Secretary of State. A copy of the SD Certificate of Authority, which includes the Delaware certificate of incorporation, is attached. AT&T Enterprises, Inc. is a wholly owned subsidiary of AT&T Inc.
- AT&T Corp. will merge with and into AT&T Enterprises, Inc. with AT&T Enterprises, Inc. as the surviving entity. AT&T Corp. will cease to exist after the Internal Restructuring is completed. The effective date of the merger will be **May 1, 2024**.
- Immediately following completion of the merger, AT&T Enterprises, Inc. will convert from a Delaware corporation to a Delaware limited liability company. The effective date of the conversion will be **May 2, 2024**.
- Thereafter, the Secretary of State qualifications of AT&T Enterprises, Inc. will be updated to reflect the conversion to AT&T Enterprises, LLC. The Secretary of State qualification of AT&T Corp. will be withdrawn.



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AT&T is undertaking this internal restructuring project to streamline its corporate structure which will result in greater operational efficiencies. The goal of the Internal Restructuring is a simple one: to convert certain subsidiaries (including AT&T Corp.) from corporations to limited liability companies. The internal merger that is the subject of this Internal Restructuring, and related transactions, are necessary only because AT&T Corp. cannot be directly converted to a limited liability company under New York law.

To be clear, the Internal Restructuring does not result in any change of ownership. AT&T Corp. is wholly owned by its parent company, AT&T Inc. AT&T Enterprises, Inc. (and then AT&T Enterprises, LLC) is wholly owned by its ultimate parent company, AT&T Inc.

Further, the Internal Restructuring will be seamless to customers. The only change customers will see is the service provider name on their AT&T bill. Customers' services, prices, terms and conditions for those services will not be affected. Customers will be notified through bill page message upon completion of the Internal Restructuring that their telecommunication services will be provided by AT&T Enterprises, LLC.

This Internal Restructuring contemplates that AT&T Enterprises, LLC will assume the assets and certificate authorities now held by AT&T Corp. At completion of the Transaction, AT&T will take steps required by the Commission to effectuate the name changes necessitated by the Internal Restructuring.

Please contact me by email or at 303.256.7354 with any questions or concerns you may have.

Sincerely,

A handwritten signature in cursive script that reads "Jon Blessing".

Jon Blessing
Lead Regulatory Relations



South Dakota Secretary of State

Monae L. Johnson
Secretary of State

Thomas J. Deadrick
Deputy Secretary of State

AT&T ENTERPRISES, INC.
319 S COTEAU ST
PIERRE, SD 57501-3187

December 18, 2023

Filing Acknowledgment

Please review the filing information below and notify our office immediately of any discrepancies.

Business ID :	FB264619		
Filing Type:	Business Corporation - Foreign		
Filing Date:	12/18/2023		
Status:	Good Standing	Annual Report	12/01/2024
Duration Term:	Perpetual	Due:	

Registered Agent Address:
C T CORPORATION SYSTEM
319 S COTEAU ST
PIERRE, SD 57501-3187
CT-STATECOMMUNICATIONS@WOLTERSKLWUER.COM

Principal Address:
208 S AKARD ST.
DALLAS, TX 75202

Congratulations on the successful filing of your **Application for Certificate of Authority** for **AT&T ENTERPRISES, INC.** in the State of South Dakota which is effective on the date shown above.

You must file an Annual Report with this office on or before the Annual Report Due Date noted above and maintain an active South Dakota Registered Office and Registered Agent. Failure to do so will subject the business to Administrative Dissolution/Revocation.

Monae L. Johnson
Secretary of State
State of South Dakota

State of South Dakota

Office of the Secretary of State

Certificate of Authority

Foreign Business Corporation

I, **Monae L. Johnson**, Secretary of State of the State of South Dakota, hereby certify that the Application for Certificate of Authority to transact business in this state for

AT&T ENTERPRISES, INC.

BUSINESS ID# FB264619

with an effective date of: December 18, 2023, duly signed and verified, pursuant to the provisions of the South Dakota Corporation Acts, has been received in this office and is found to conform to law.

ACCORDINGLY, and by virtue of the authority vested in me by law, I hereby issue this Certificate of Authority and attach hereto a duplicate of the Application for Certificate of Authority.



IN TESTIMONY WHEREOF, I have hereunto set my hand and caused to be affixed the Great Seal of the State of South Dakota, in Pierre, the Capital City, this day, December 18, 2023.

Monae L. Johnson

Monae L. Johnson
Secretary of State

12/18/2023 1:53 PM

B0281-9387 12/18/2023 1:20PM Rec'd by SD SOS

Secretary of State Office
500 E Capitol Ave
Pierre, SD 57501
(605)773-4845
corpinfo@state.sd.us

**APPLICATION FOR
CERTIFICATE OF AUTHORITY
FOREIGN BUSINESS CORPORATION**
SDCL 47-1A-1501, 1503

FILING FEE: \$765

Make check payable to SECRETARY OF STATE

Application must be accompanied by a one page **Original Certificate of Existence** issued by the Secretary of State or other official having custody of the corporate records in the state or other jurisdiction under whose law it is incorporated.

1. The Name of the Corporation:

AT&T Enterprises, Inc.

Note: The name must include the term corporation, incorporated, company, limited or the applicable abbreviation (SDCL 47-1A-401 to 47-1A-401.3)

2. If the name is unavailable for use in this state, a corporate name that satisfies the requirements of §§ 47-1A-1506 to 47-1A-1506.4, inclusive:

3. The name of the state or other jurisdiction under whose laws it is incorporated: Delaware

4. The date of incorporation: 11/29/2023

5. The period of duration of incorporation: perpetual

6. The address of its principal office (this is the address of the executive offices of the company):

208 S. Akard St.	Dallas	TX	75202
Street Address	City	State	ZIP+4

Mailing Address if different from street address	City	State	ZIP+4
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Email Address (Optional)

7. The South Dakota Registered Agent's name:

South Dakota law permits the registered agent to be either: **A)** noncommercial registered agent (this may be an individual), **B)** a commercial registered agent, or **C)** an office holder. **Complete only one below, either (a) or (b) or (c).**

(a) The South Dakota Noncommercial Registered Agent's name _____

Actual Street Address in this State	City	State	ZIP+4
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Mailing Address in this State, if Different from Street Address	City	State	ZIP+4
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Email Address (Optional)

(b) When listing a Commercial Registered Agent, please state their CRA#. This number can be obtained from the Commercial Registered Agent.

C T Corporation System	CR000002
Commercial Registered Agent Name	CRA#

(c) Title of the office or other position with the Corporation _____

Business Office's Actual Street Address in this State _____ City _____ State _____ ZIP+4 _____

Mailing Address in this State, if Different from Street Address _____ City _____ State _____ ZIP+4 _____

Email Address (Optional) _____

8. The names and usual business addresses of its principal officers and directors. Place a check mark next to the name if the principal officer serves as a director. See attached Schedule.

<input type="checkbox"/>	President	Street Address	City	State	ZIP+4
<input type="checkbox"/>	Vice President	Street Address	City	State	ZIP+4
<input type="checkbox"/>	Secretary	Street Address	City	State	ZIP+4
<input type="checkbox"/>	Treasurer	Street Address	City	State	ZIP+4
<input type="checkbox"/>	Director	Street Address	City	State	ZIP+4
<input type="checkbox"/>	Director	Street Address	City	State	ZIP+4
<input type="checkbox"/>	Director	Street Address	City	State	ZIP+4

9. The foreign corporation shall deliver with the completed application an **Original Certificate of Existence** or a document of similar import, duly authenticated by the Secretary of State or other official having custody of corporate records in the state or other jurisdiction under whose law it is incorporated.

No person may execute this report knowing it is false in any material respect. Any violation may be subject to a civil and/or criminal penalty (SDCL 47-1A-129; 22-39-36).

Dated 12/15/2023

Email _____
(Optional)


Signature of an authorized person

Paul M. Wilson
Printed Name

Assistant Secretary
Title

Delaware

The First State

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I, JEFFREY W. BULLOCK, SECRETARY OF STATE OF THE STATE OF DELAWARE, DO HEREBY CERTIFY "AT&T ENTERPRISES, INC." IS DULY INCORPORATED UNDER THE LAWS OF THE STATE OF DELAWARE AND IS IN GOOD STANDING AND HAS A LEGAL CORPORATE EXISTENCE SO FAR AS THE RECORDS OF THIS OFFICE SHOW, AS OF THE SIXTH DAY OF DECEMBER, A.D. 2023.

AND I DO HEREBY FURTHER CERTIFY THAT THE ANNUAL FRANCHISE TAXES HAVE BEEN ASSESSED TO DATE.

E0281-9389 12/18/2023 1:20PM Rec'd by SD SOS




Jeffrey W. Bullock, Secretary of State

2686670 8300

SR# 20234154085

You may verify this certificate online at corp.delaware.gov/authver.shtml

Authentication: 204748767

Date: 12-06-23