

BINGHAM

William B. Wilhelm, Jr.
Douglas D. Orvis II
Jeffrey R. Strenkowski
william.wilhelm@bingham.com
douglas.orvis@bingham.com
jeffrey.strenkowski@bingham.com

DOCKET NO. 13-00028

February 4, 2013

Via Overnight Courier and E-Mail

Chairman James M. Allison
c/o Sharla Dillon, Dockets and Records Manager
Tennessee Regulatory Authority
460 James Robertson Parkway
Nashville, TN 37243-0505
Sharla.Dillon@tn.gov

**Re: Joint Petition of AccessLine Communications Corp., Telanetix, Inc. and
Intermedia Holdings, Inc.**

Dear Chairman Allison:

Enclosed for filing with the TRA are an original and four (4) copies of the above-referenced Joint Petition. Also enclosed is a check for \$75.00 to cover the requisite filing fee.

Please date-stamp the enclosed extra copy of this filing and return it in the self-addressed, stamped envelope provided. Should you have any questions concerning this filing, please do not hesitate to contact the undersigned.

Respectfully submitted,



William B. Wilhelm, Jr.
Douglas D. Orvis II
Jeffrey R. Strenkowski

Counsel for Intermedia Holdings, Inc.

Beijing
Boston
Frankfurt
Hartford
Hong Kong
London
Los Angeles
New York
Orange County
San Francisco
Santa Monica
Silicon Valley
Tokyo
Washington

Bingham McCutchen LLP
2020 K Street NW
Washington, DC
20006-1806

T +1.202.373.6000
F +1.202.373.6001
bingham.com

A/75375520.1

**BEFORE THE
TENNESSEE REGULATORY AUTHORITY**

Joint Petition of

**AccessLine Communications Corp.
Telanetix, Inc.**

and

Intermedia Holdings, Inc.

For Approval of the Indirect Transfer of Control
of AccessLine Communications Corp. from
Telanetix, Inc. to Intermedia Holdings, Inc., and
for Approval to Participate in Certain Financing
Arrangements

and

For Approval, *nunc pro tunc*, of the Indirect
Transfer of Control of AccessLine
Communications Corp. and its Participation in
Certain Financing Arrangements

Case No. _____

JOINT PETITION

AccessLine Communications Corp. (“AccessLine”), Telanetix, Inc. (“Telanetix”) and Intermedia Holdings, Inc. (“Intermedia”) (collectively, “Petitioners”), through their undersigned counsel and pursuant to Section 65-4-113 of the Tennessee Code and any other laws or regulations deemed applicable, request Tennessee Regulatory Authority (“Authority”) approval or such authority as may be necessary or required to enable the parties to consummate a transaction between AccessLine’s ultimate corporate parent, Telanetix, and Intermedia, through which Intermedia will acquire indirect control of AccessLine. AccessLine is an authorized non-dominant provider of telecommunications services in Tennessee. In addition, pursuant to Section 65-4-109 of

the Tennessee Code and any other regulations deemed applicable, Petitioners request approval to participate in certain financing arrangements whereby Intermedia will enter into certain financing arrangements that will result in subsidiaries of Intermedia, including AccessLine, issuing guaranties through a pledge of substantially all of their assets. To the extent necessary, Telanetix and AccessLine also seek approval, *nunc pro tunc*, of an indirect transfer of control of AccessLine that occurred in 2010 when Telanetix changed its majority shareholder. Lastly, Telanetix and AccessLine seek approval, *nunc pro tunc*, of AccessLine's participation in certain financing arrangements whereby AccessLine pledged its assets as security of certain financing arrangements of its parent company, Telanetix.

The Petitioners request that the Authority act expeditiously to grant the authority requested herein as soon as possible, so that the Petitioners can timely consummate the proposed transaction to meet important business objectives.

In support of their Petition, the Petitioners state as follows:

I. DESCRIPTION OF THE PETITIONERS

A. AccessLine Communications Corporation ("AccessLine")

AccessLine is a corporation organized under the laws of the state of Delaware and operates under the name "AccessLine Voice Services" or "AccessLine." AccessLine's business address is 11201 SE 8th St. Suite #200, Bellevue, Washington 98004. AccessLine is a wholly-owned subsidiary of AccessLine Holdings, Inc., which in turn, is a wholly-owned subsidiary of Telanetix. AccessLine was acquired by Telanetix in 2007.

In Tennessee, AccessLine is authorized to resell interexchange long distance telecommunications services pursuant to an Order issued by the Authority on January 4, 2006. AccessLine is authorized to provide telecommunications services nationwide and holds

authorizations to provide interstate and international telecommunications services from the Federal Communications Commission. After completion of the proposed transaction, AccessLine will retain its authorization and will continue to provide services to its customers. Further information concerning AccessLine's legal, technical, managerial and financial qualifications to provide service was submitted with its application for certification and other subsequent filings with the Authority and is, therefore, a matter of public record. The Petitioners respectfully request that the Authority take official notice of that information and incorporate it herein by reference.

B. Telanetix, Inc. ("Telanetix")

Telanetix is a Delaware corporation with principal offices also located at 11201 SE 8th St. Suite #200, Bellevue, Washington 98004. Telanetix is a public company traded under the symbol "OTC BB:TNIX." Telanetix does not hold any authorizations relating to the provision of telecommunications services.

Telanetix is a provider of communications solutions, offering a variety of non-regulated services to business customers. Voice services, including Voice over Internet Protocol ("VoIP") services, are offered through the AccessLine subsidiary. The Telanetix companies serve over 40,000 business customers.

Additional information on Telanetix is available on the company's website at <http://www.telanetix.com>.

C. Intermedia Holdings, Inc. ("Intermedia")

Intermedia is a Delaware corporation with principal offices located at 815 East Middlefield Road, Mountain View, California 94043. Intermedia is a privately held corporation, which has been in existence since 1995. Intermedia's primary shareholder is Oak Hill Capital

Partners, one of the world's most respected private equity firms. Oak Hill Capital Partners is a private equity firm with more than \$8.0 billion of committed capital from leading entrepreneurs, endowments, foundations, corporations, pension funds and global financial institutions.

Intermedia, through its operating subsidiaries, is the premier provider of cloud services to small and mid-sized businesses.¹ Delivered from Intermedia's secure datacenters, these services include hosted Microsoft Exchange email, VoIP, instant messaging, file management, security, backup, support for the full range of smartphones and tablets, and more. The company's proprietary cloud infrastructure assures high reliability, and a certified support team is available around the clock. Intermedia also empowers thousands of partners – including managed service providers and select Fortune 500 companies – to sell cloud services under their own brand. Founded in 1995, Intermedia was the first company to offer business-class cloud email and now has 550,000 premium hosted Exchange mailboxes under management. Intermedia's wholly-owned subsidiary, Intermedia.Net, Inc., in turn wholly owns Intermedia Voice Services, Inc., a provider of VoIP solutions to many of its customers. Additional information regarding Intermedia is available on the company's website at: <http://www.intermedia.net>.

Intermedia has the technical, managerial, and financial qualifications to acquire control of AccessLine. Intermedia is operated by a highly qualified management team, all of whom have extensive backgrounds in information technology, networking and computer industries. Management biographies for the Intermedia management team are attached hereto as Exhibit A.

¹ Intermedia's service offerings are not regulated telecommunications services, and as such, Intermedia does not hold any authorizations to provide telecommunications services from Tennessee or any other state.

Intermedia's management team will augment the existing management of Telanetix and AccessLine.²

II. CONTACT INFORMATION

Questions or inquiries concerning this Petition may be directed to:

For Petitioners and Intermedia:

William B. Wilhelm, Jr.
Douglas D. Orvis II
Jeffrey R. Strenkowski
Bingham McCutchen LLP
2020 K Street, NW
Washington, DC 20006
Tel: (202) 373-6000
Fax: (202) 373-6001
Email: william.wilhelm@bingham.com
douglas.orvis@bingham.com
jeffrey.strenkowski@bingham.com

For Telanetix and AccessLine:

Glenn S. Richards
Pillsbury Winthrop Shaw Pittman LLP
2300 N St., NW,
Washington, DC 20037
Tel: (202) 663-8215
Fax: (202) 513-8006
Email: glenn.richards@pillsburylaw.com

III. DESCRIPTION OF THE TRANSACTION

A. Acquisition of Telanetix by Intermedia

Intermedia and Telanetix, along with Sierra Merger Sub Co. ("MergerSub"), a wholly-owned subsidiary of Intermedia Voice Services, Inc., and an indirect wholly-owned subsidiary of

² Final decisions regarding the post-closing management team of Telanetix and AccessLine have not yet been made, but are expected to consist of highly qualified individuals primarily from the existing management teams.

Intermedia, which was created solely for the purposes of this transaction, have entered into an Agreement and Plan of Merger dated as of January 18, 2013 (“Agreement”)³ whereby Intermedia will acquire control of Telanetix, and indirectly, AccessLine through an all cash transaction. Concurrently with this transaction, Intermedia’s existing shareholders, will invest an additional approximately \$15 million into the equity of Intermedia. Oak Hill will remain the company’s largest shareholder. Specifically, MergerSub will be merged with and into Telanetix with Telanetix surviving the merger. As a result of the proposed transaction, AccessLine will become a wholly-owned indirect subsidiary of Intermedia. Attached as Exhibit B is an illustrative chart of the proposed transaction.

Following the consummation of the proposed transaction, AccessLine’s customers will continue to receive service under the same rates, terms and conditions of service as before. AccessLine will continue to operate and provide services to its customers, and will retain the assets used in the provision of those services. The proposed transaction will not involve a change in AccessLine’s operating authority in Tennessee and AccessLine’s tariffs or terms of service will remain in effect. The proposed transaction will be seamless and virtually transparent to customers.

B. Financing Arrangements

Simultaneously with the indirect acquisition of AccessLine by Intermedia, Intermedia, through its intermediate holding company, Intermedia.Net, Inc., will enter into certain financing arrangements in order to partially fund the acquisition of Telanetix, pay off existing debt of AccessLine and Telanetix, and increase Intermedia’s working capital. As part of these

³ A copy of the Agreement is available at: <http://www.sec.gov/Archives/edgar/data/1277270/000118518513000149/ex2-1.htm>, and is hereby incorporated by reference. The Petitioners will provide a copy to staff upon request.

arrangements, substantially all of the assets of AccessLine (along with the assets of Intermedia, Telanetix and AccessLine Holdings, Inc.) will be pledged as security (“Financing”). The specific amounts and terms of the proposed Financing, which may be completed in multiple issuances and tranches, will not be priced or otherwise finalized until the specific arrangement(s) have been completed shortly before closing, and will reflect market conditions then existing. Some of the terms, such as the interest rate, may fluctuate during the term of the financing due to changes in market conditions. Through a consortium of multiple lenders, Intermedia has a commitment for approximately \$90 million in financing, including \$85 million in a new secured term loan and a \$5 million revolving credit facility.⁴ In addition to the foregoing, Intermedia has the ability to borrow an additional \$25 million under the same terms and conditions. The core terms of the Financing are expected to be substantially as follows:

Borrower(s): Currently, Intermedia.Net, Inc., a Delaware Corporation, is expected to be the sole or primary borrower under the Financing. Intermedia.Net, Inc. is wholly-owned by Intermedia Holdings, Inc.

Amount: The Financing is expected to be in an aggregate amount of \$90 million including both the \$85 million secured loan, and a \$5 million revolving credit facility. In addition, Intermedia can borrow an additional \$25 million, for a total of \$115 million (subject to certain conditions).

Debt Instruments: As noted above, it is expected that the Financing will consist of a term loan and a revolving credit facility, which can be re-borrowed during the term of the commitment.

⁴ Some of this initial amount is a re-working of existing debt of about \$55 million with the same group of lenders.

Maturity: The specific maturity date for any debt instruments issued in connection with the financing will be finalized shortly before closing, but it is anticipated that the Financing will be completely repaid within five (5) years of the initial closing of the Financing, subject to certain pre-payment requirements that can be triggered in certain circumstances.

Interest: The interest rate will likely be the market rate for similar financings and will not be determined until the financing arrangements are finalized. Depending on the type of debt securities, credit facility(ies) or other arrangements, the interest rate(s) could be a fixed rate (typically set at signing or closing based on then current rate index such as Eurodollar Base Rate or Federal Funds Rate, along with an applicable margin rate) or a floating rate (consisting of a base rate, which will float with a rate index such as Eurodollar Base Rate or Federal Funds Rate, plus an applicable margin), or a combination of fixed rates and floating rates. Initially, the margins are expected to range from 2.50% to 5.50% depending on the type of facility and rate index used.

Security: The Financing is expected to be secured by a security interest in substantially all of the assets of Intermedia and its subsidiaries, including the equity held by Intermedia and its current and future subsidiaries in their respective subsidiaries, including the assets of AccessLine. It is expected that each subsidiary, including AccessLine will provide guarantees of a portion or all of Intermedia's obligations under the Financing. The security documents will contain appropriate provisions indicating that exercise of certain rights thereunder may be subject to obtaining prior regulatory approval. Accordingly, Petitioners request approval to provide guarantees and related pledges of substantially all of their assets, including any equity of their subsidiaries, as security for the Financing.

Use of Proceeds: The proceeds of the Financing are expected to repay the existing AccessLine and Telanetix debt and to fund the purchase of Telanetix, as well as to provide for working capital and for general corporate purposes.

In sum, Petitioners request Authority approval, to the extent necessary, to participate in the Financing including the resulting guaranty and/or related pledge of assets by AccessLine as security for the Financing.

IV. APPROVAL OF CERTAIN PRIOR TRANSACTIONS

In addition to the foregoing, Telanetix and AccessLine seek approval of prior actions for which Telanetix and AccessLine inadvertently did not seek prior Authority approval, to the extent such approval may have been required.

A. Acquisition of Telanetix by HELA-TELA, LLC

On June 30, 2010, Telanetix entered into securities purchase agreement (Purchase Agreement) with (i) EREF-TELA, LLC, a Delaware limited liability company ("EREF"), (ii) HCP-TELA, LLC, a Delaware limited liability company (HCPT), and (iii) CBG-TELA, LLC, a Delaware limited liability company ("CBG", and together with HCPT and EREF, the "Purchasers"), pursuant to which in exchange for \$10,500,000, Telanetix agreed to issue to the Purchasers \$10,500,000 of senior secured notes (the "Notes") and 287,501,703 shares of Common Stock. The 287,501,703 shares of Common Stock were allocated as follows: 191,667,802 shares to HCPT (resulting in ownership of 55% of the outstanding shares of Common Stock), 41,071,672 shares to EREF (resulting in ownership of 11.8% of the outstanding shares of Common Stock) and 54,762,229 shares to CGB (resulting in ownership of 15.7% of the outstanding shares of Common Stock). Telanetix issued the Notes and 225,492,765 shares of Common Stock to the Purchasers at the closing of the transactions contemplated by the Purchase Agreement on July 2, 2010 (the

“Closing Date”). Telanetix issued the balance of the shares of Common Stock (approximately 62,008,938 shares) following an amendment to its certificate of incorporation to increase the authorized capital stock to permit such issuance, which amendment was filed on September 2, 2010. As a result of this transaction, HCPT acquired direct control of Telanetix and indirect control of AccessLine.

B. Approval of Certain Financing Arrangements between Telanetix and Purchaser

As noted above, as part of the Purchase Agreement, Telanetix issued the Purchasers \$10,500,000 of senior secured notes. The Notes were due and payable on July 2, 2014. The Notes were secured by all of Telanetix’s assets under the terms of a pledge and security agreement that Telanetix and AccessLine entered into with the Purchasers. AccessLine also entered into a guarantee in favor of the Purchasers, pursuant to which AccessLine guaranteed the complete payment and performance of Telanetix under the Notes. These Notes were repaid on December 14, 2012, as part of a Loan and Security Agreement entered into between Telanetix and East West Bank (“Loan Agreement”). The Loan Agreement provided Telanetix a term loan for \$7,500,000 with principal and interest payable over four years subject to the terms of a Promissory Note between Telanetix and East West Bank (“Note”). The unpaid balance of the Note accrues interest at a rate per annum equal to the daily Wall Street Journal Prime Rate plus a margin of 1.750 percentage points. Upon prepayment of the Note, Telanetix is required to pay a premium equal to 1% of the original amount of the Note prepaid during the first year. There is no prepayment penalty after the first year. The note is secured by a security interest and lien on substantially all of Telanetix’s and its subsidiaries’ assets, including those of AccessLine. On January 16, 2013 the Loan Agreement between Telanetix and East West Bank was amended to

include a \$1M revolving credit facility based on Telanetix's accounts receivable balances. The Parties seek approval of both the 2010 and 2012 (as amended) financing arrangements, if required.

V. PUBLIC INTEREST CONSIDERATIONS

Petitioners respectfully submit that the proposed transaction serves the public interest. In particular, Petitioners submit that: (1) the proposed transaction will increase competition in the Tennessee telecommunications market by reinforcing the status of AccessLine as a viable competitor; and (2) the proposed transaction will minimize the disruption of service and will be completely transparent to AccessLine's customers. All AccessLine customers will continue to be provided service from that company, and any changes to the rates, terms, or conditions of that service, or any change in the name of the service providers, will only be undertaken pursuant to Authority requirements.

The proposed transaction is expected to facilitate competition in Tennessee by improving the operational position of AccessLine. The combination of the products and services of AccessLine and Telanetix with Intermedia's complementary suite of products and services will provide customers with the long-term confidence that their strategic requirements for business communications infrastructure needed for increased productivity, business continuity and regulatory compliance will be met. Moreover, given that the proposed transaction will not affect AccessLine's rates, terms and conditions of services, the proposed transaction will have no negative effects on consumers.

V. CONCLUSION

For the reasons stated above, Petitioners respectfully submit that the public interest, convenience, and necessity would be furthered by a grant of this Petition. Accordingly, Petitioners respectfully request expedited treatment to permit Petitioners to complete the proposed transactions as soon as possible.

Glenn S. Richards
Pillsbury Winthrop Shaw Pittman LLP
2300 N St., NW
Washington, DC 20037
Tel: (202) 663-8215
Fax: (202) 513-8006
Email: glenn.richards@pillsburylaw.com

Respectfully submitted,
By: 
William B. Wilhelm, Jr.
Douglas D. Orvis II
Jeffrey R. Strenkowski
BINGHAM MCCUTCHEN LLP
2020 K Street, NW
Washington, DC 20006
Tel: (202) 424-6000
Fax: (202) 424-6001
Email: william.wilhelm@bigham.com
douglas.orvis@bingham.com
jeffrey.strenkowski@bingham.com

COUNSEL FOR PETITIONERS

Dated: February 4, 2013

LIST OF EXHIBITS

Exhibit A

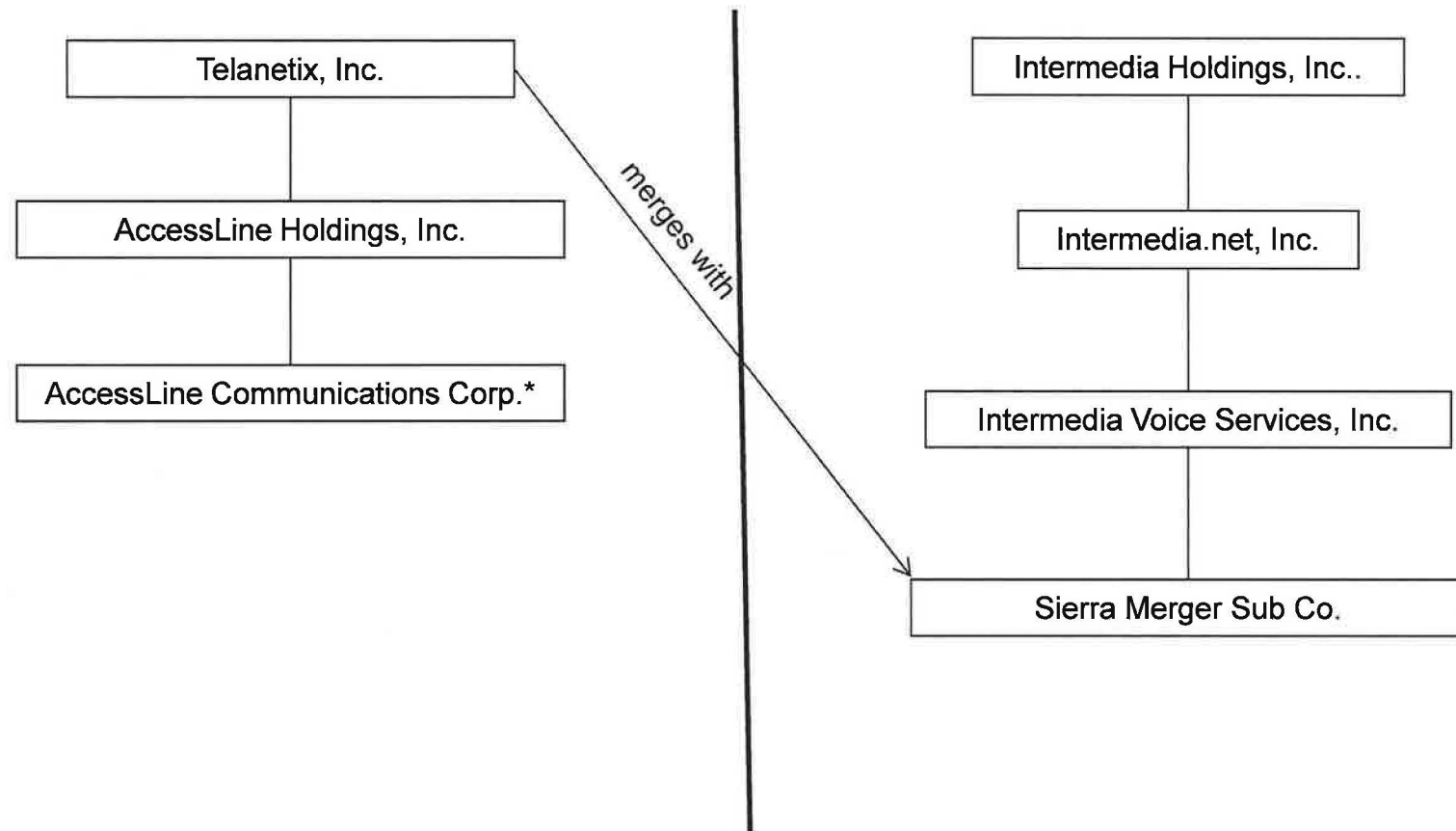
Management Biographies

Exhibit B

Illustrative Chart

Verifications

Pre-Transaction Organizational Chart



* Licensee

Exhibit A

PHIL KOEN, CHAIRMAN AND CHIEF EXECUTIVE OFFICER

Phil Koen is Intermedia's Chairman and CEO. He joined Intermedia in May 2011 as part of the company's acquisition by leading private equity firm Oak Hill Capital Partners. Koen brings more than 20 years of C-level industry expertise to Intermedia, most recently as CEO and director of Savvis [NASDAQ: SVVS], a global leader in cloud infrastructure and hosted IT solutions for enterprises. Prior to that, he was president and COO of Equinix [NASDAQ: EQIX], the leading provider of network-neutral data centers and Internet exchange services. Koen previously served as Equinix's CFO and in a number of senior executive positions at other leading technology firms.

Koen currently serves on the boards of Infinera Corp (NASDAQ: INFN), an optical networking company; Proofpoint, a cloud-based email security company; and Xeralux, a provider for sustainable outdoor lighting solutions. He earned a bachelor's degree from Claremont McKenna College and an MBA from the University of Virginia. Koen also serves on the Board of Trustees at Webster University.

MICHAEL GOLD, PRESIDENT

Michael Gold is Intermedia's president, leading the organization with a focus on profitably growing the company through an increasingly broader set of cloud services - and a superior experience for customers and partners. Gold joined Intermedia in May 2011 as part of the company's acquisition by leading private equity firm Oak Hill Capital Partners.

Gold brings over 15 years of senior management experience in cloud services and channel development. Before joining Intermedia, he was CEO of Zlago, a cloud services company he founded and grew via a nationwide network of managed service providers, VARs, and other channel partners. Previously, Gold was a senior vice president at cloud automation provider Parallels. Gold came to Parallels through its acquisition of Sphera, a cloud services company where he served as CEO.

Gold has held a variety of other executive roles in the industry, including CEO of software company Vicorp and senior vice president of Qwest Communications, where he had P&L responsibility for the Internet Products business and launched Qwest's CyberCenter datacenter and hosting business. Long dedicated to the channel community that supports small and mid-size businesses, he was named one of the 25 most innovative executives by CRN and Everything Channel in 2009 and 2010. Gold earned a bachelor's degree in Electrical Engineering from the University of Illinois and an MBA from Stanford.

SCOTT ALLEN, CHIEF FINANCIAL OFFICER

Scott Allen, chief financial officer, has global responsibility for all of Intermedia's financial functions including financial accounting, financial planning and analysis, revenue operations/customer billing, treasury, tax, legal and the development of internal IT systems and

business processes. Prior to Intermedia Allen held the role of VP finance & operations at Citrix Online Services – a division of Citrix and provider of secure, easy-to-use cloud-based collaboration services such as GoToMeeting and GoToMyPC. While there, Allen was responsible for driving the overall business model while assisting the company in tripling revenue over a five year period. Additionally, he was heavily involved in the online division's acquisition strategy. Prior to joining Citrix, Allen held various positions at ADP, including, business unit CFO and controller roles. ADP is one of the world's largest providers of business outsourcing solutions. Allen holds an MBA from Golden Gate University of San Francisco and has a bachelor's degree in business administration/accounting from San Jose State University.

JONATHAN MCCORMICK, CHIEF OPERATING OFFICER

As COO, Jonathan McCormick manages all Intermedia hosting operations and operations staff. With the company since 2007, McCormick has played an integral role in bringing a number of industry firsts to market for the company including the launch of the company's first in-country UK datacenter. McCormick creates a positive environment heading Intermedia's Sunnyvale, CA office where inter-department collaboration and teaming is a strong focus.

Prior to joining the team at Intermedia, McCormick was employed as the SVP of operations and client services for Savvis, the global provider of managed hosting, network and collocation facilities. In this capacity he was responsible for the management of all operations and customer service organizations globally.

McCormick is frequently sought after as a thought leader in the business communications space to add commentary on industry trends and events. He has been published in such outlets as EWeek, Network World and SC Magazine. He received a double major in Psychology and Economics from Trinity College in Hartford, CT.

PRASAD AKELLA, SENIOR VICE PRESIDENT OF MARKETING & PRODUCT

Prasad Akella, senior vice president overseeing product management and marketing, joined the company in 2012. A seasoned software executive, Akella is an entrepreneur and intrapreneur and helped pioneer new market categories like social networks as a founder of Spoke Software. Most recently he was VP and head of global SME/SMB marketing at SAP – a multi-billion dollar global business growing at over 30 percent annually. In an earlier role he helped position SAP as a premier cloud service provider. Akella holds a PhD from Stanford University, an MBA from the University of Michigan, and a BS from the Indian Institute of Technology. He received many awards in his career including GM's highest technical award, the "Boss" Kettering award.

ANDREW GACHECHILADZE, SENIOR VICE PRESIDENT OF PRODUCT DEVELOPMENT AND ENGINEERING

Andrew Gachechiladze leads Intermedia's product development and engineering groups overseeing the development of software products for a hosted environment – including software as a service (SaaS) and unified communications as a service (UCaaS).

With the company since 2001, Gachechiladze was previously a product manager for hosted Microsoft Exchange. During his tenure, he helped Intermedia deliver new hosted products (such as Exchange 2007, Exchange 2010, OCS 2007 and Unison) ahead of the competition. He also helped promote policies and procedures for the software development and engineering teams (such as general architecture, development cycles and communications) that allows Intermedia to develop and support one of the hosted industry's best control panels.

Prior to Intermedia, Gachechiladze was a software developer at ThinkWave, the California-headquartered software company as well as at KomiEximBank in Moscow, Russia. He also held the position of technical director at SANet, the first internet hosting company located in the Republic of Georgia.

Gachechiladze holds a degree in physics and computer science from Tbilisi State University.

ROBERT E. LEIBHOLZ, SENIOR VICE PRESIDENT OF SALES AND BUSINESS DEVELOPMENT

Robert "Bob" Leibholz oversees Intermedia's sales and business development activities as well as key partnerships. He is responsible for creating and expanding the company's channel network to over 4,000 private label partners, as well as the extension of the program to Latin America and inking deals with Fortune 100-ranked Ingram Micro and Dell. He has lead Intermedia's sales growth to become the industry leader in the business communication space.

In past positions at companies such as ASCAP and The Harry Fox Agency, Inc., Leibholz led licensing, sales and client relationship disciplines. Long a technology-focused business executive, he was the chief business driver for numerous technology projects, including an entertainment industry digital rights management system and many web-based client-facing applications.

A graduate of Carnegie-Mellon University, Leibholz served as editor for the American Management Associate course, The Art and Discipline of Managing Software Projects. A frequent speaker, he is sought after as a thought leader in business communications for small and medium size businesses.

CONNIE ADCOCK, VICE PRESIDENT, CLIENT SERVICES

Connie Adcock joined Intermedia in 2012 as vice president of client services. In her role, Adcock is responsible for Intermedia's global technical support team where she champions

companywide alignment in delivering extraordinary customer experience as measured by Intermedia's Net Promoter Program, enhancing capabilities to scale with the company's vision of growth, and supporting the client services team in realizing their career potential.

Adcock has a demonstrated record of success at building, mentoring and developing high performing customer service teams, including previous roles as SVP of customer service at 1-800-Flowers and VP of global customer contact at National Car Rental. These customer service teams won numerous awards, such as CRM Magazine's #1 Best Customer Service Call Center for 1-800-Flowers, Training Magazine's Top 125 Training Organizations two years in a row for 1-800-Flowers, and JD Power Car Rental Customer Satisfaction two years in a row for National Car Rental.

Most recently, Adcock was vice president of shared services at Vertex Data Science. While there she led the international virtual shared services team supporting global outsourcing operations with 32 call centers and 15,000 employees. She has tremendous experience creating and implementing innovative solutions in high growth companies, including building supporting capabilities for customer acquisition, cross-sell/up-sell and retention leadership, and career development programs.

LUIS B. CURET, VICE PRESIDENT, SALES

Luis Curet joins Intermedia's sales and business development team as vice president of direct sales and is responsible for providing senior leadership of the direct sales organization.

Curet most recently held the role of senior vice president of the Americas for M86 Security – a leading global provider of web and email security solutions – where the company recognized a four-fold increase in revenue during his tenure. The company was recently acquired by Trustwave. Prior to joining M86, Curet was a vice president at leading encryption and information security company, Rainbow Technologies, where he oversaw sales and corporate marketing for the commercial business unit. The company was bought by SafeNet in 2004. Curet was recently named one of CRN's 2012 Channel Chiefs. The prestigious list includes influential leaders in the IT channel space and recognizes Curet for his leadership and commitment to channel partners.

Curet is a graduate of the University of Wisconsin – Madison with a Bachelors of Science degree in Industrial Engineering.

ELIZABETH MYE, VICE PRESIDENT OF HUMAN RESOURCES

Elizabeth Mye, vice president of human resources, has global responsibilities for Intermedia's HR services including staffing, compensation and benefits, training and overall employee relations. She comes to Intermedia from NetSuite, the industry's leading provider of cloud-based financials and ERP software suites, where she oversaw human resources for North America.

Mye brings with her 20 years of human resource management experience with a focused strength on the ability to effectively manage through high change environments in start-up and high growth emerging companies, as well as Fortune 100 national and international organizations, in the in the technology, IT consulting, healthcare, manufacturing and consumer products industries. She holds a Bachelor of Arts degree from the University of Massachusetts, Amherst.

BRENT RICH, VICE PRESIDENT OF OPERATIONS

As vice president of operations, Brent Rich oversees the senior support staff responsible for the daily and ongoing hosting operations. With Intermedia since 2007, and with over seven years of cloud computing experience, Rich has helped grow the company's operations from 100,000 mailboxes to 400,000. He launched four new datacenters and is operationally responsible for supporting the company's 99.999% financially backed uptime SLA.

Prior to joining Intermedia, Rich was employed as the Director of Application Engineering for Savvis, a global provider of managed hosting, network and collocation facilities. His responsibilities included research, development and productization of new high performance applications such as Oracle, DB2, MSSQL/MySQL, and of course Microsoft Exchange. Prior to being part of the Engineering department, he managed the US Microsoft Operations team responsible for the daily administration of SAVVIS' hosted solutions.

Rich received his degree in computer science from St. Louis University where he graduated magna cum laude.

IRINA SHAMKOVA, VICE PRESIDENT OF PRODUCT MANAGEMENT

As Intermedia's vice president of product management, Irina Shamkova is responsible for the development and execution of the company's product roadmap, ranging from hosted Microsoft Exchange to proprietary technologies such as HostPilot® Control Panel. She leads the company's product and project management teams.

With the company for over 10 years, Shamkova previously held the role of a product manager. She has led many product initiatives, including product launch of hosted Exchange 2007 and 2010 ahead of competing Exchange hosts as well as Microsoft's own hosting unit. Shamkova plays a key role in the forming of Intermedia's direct and channel versions of HostPilot Control Panel, enabling it to be "private labeled" by partners for use by their end customers.

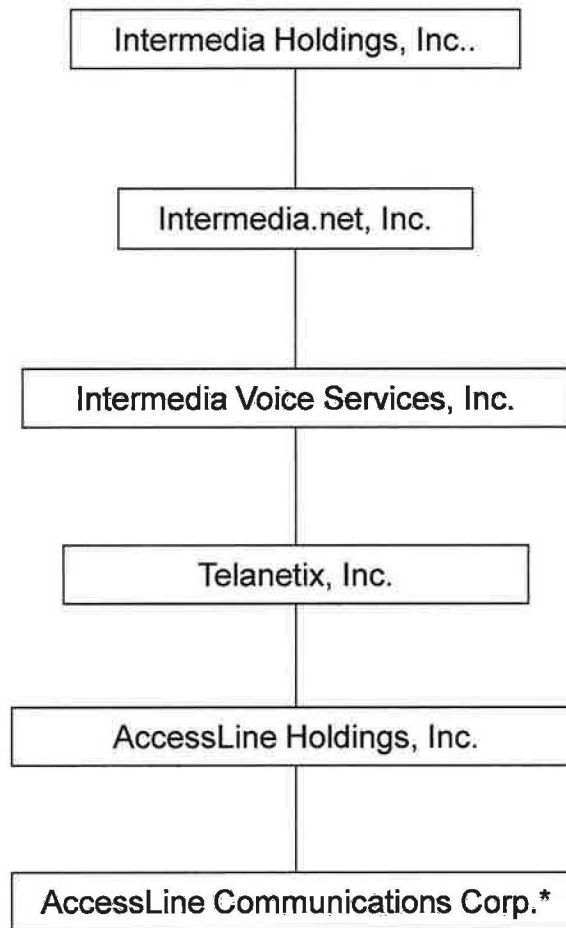
Shamkova received a masters in applied mathematics from Saint Petersburg State University in Russia.

BRIAN SHELLABARGER, VICE PRESIDENT OF PRODUCT INNOVATION

Brian Shellabarger is Intermedia's vice president of product innovation, focusing on developing new and interesting services that Intermedia will offer to customers. With a background in network engineering, software development and system administration, Brian was the CTO of a mid-sized hosting company in Utah (WestHost, now UK2), the VP of product management for Sphera, and spent the last four years at Parallels as the chief cloud architect and distinguished engineer architecting cloud solutions and running the company's sales engineering group. While at Parallels and Sphera, Brian helped deploy software at many Exchange-based businesses and other hosting companies.

Exhibit B

Post-Transaction Organizational Chart



* Licensee

STATE OF CALIFORNIA
COUNTY OF SANTA CLARA

§
§ SS:
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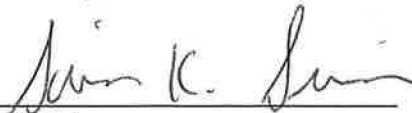
VERIFICATION

I, Scott Allen, state that I am Chief Financial Officer of Intermedia Holdings, Inc.; that I am authorized to make this Verification on behalf of Intermedia Holdings, Inc. and its subsidiaries; that the foregoing filing was prepared under my direction and supervision; and that the contents are true and correct to the best of my knowledge, information, and belief.



Scott Allen
Chief Financial Officer
Intermedia Holdings, Inc.

Sworn and subscribed before me this 31 day of January, 2013.



Notary Public

My commission expires 5/5/15



VERIFICATION

STATE OF [Washington]

§

COUNTY OF [King]

§

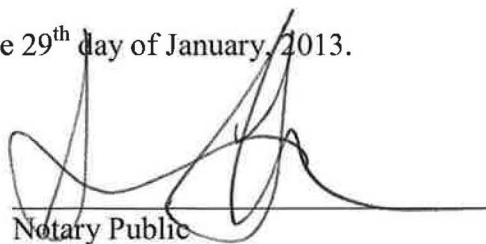
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I, Doug Johnson, state that I am Chief Executive Officer of Telanetix, Inc. and AccessLine Communications Corporation, "the Companies,; that I am authorized to make this Verification on behalf of the Companies and its subsidiaries, that the foregoing filing was prepared under my direction and supervision; and that matters set forth in the filing are true and correct to the best of my knowledge, information, and belief.



Doug Johnson
Chief Executive Officer
Telanetix Inc.
AccessLine Communications Corporation

SWORN TO AND SUBSCRIBED before me on the 29th day of January, 2013.


Notary Public

My commission expires:

5-19-15

