



September 5, 2017
Via Overnight Delivery

Ms. Darlene K. Standley, Asst. Chief - Telecommunications
Tennessee Public Utilities Commission
502 Deaderick Street
4th Floor
Nashville, TN 37243

17-00094

RE: Combined Public Communications, Inc.
Supplemental Information for Notice of Ownership and Name Change

Dear Ms. Standley:

Enclosed for filing please find the original and four (4) copies of the Acknowledgement of Conversion which was inadvertently left out of the Notice of Ownership and Name Change submitted on behalf of Combined Public Communications, Inc. on August 29, 2017. A check in the amount of \$25.00 is also enclosed to cover the filing fee.

Please acknowledge receipt of this filing by date-stamping the extra copy of this cover letter and returning it to me in the self-addressed, stamped envelope provided for that purpose.

Any questions you may have regarding this filing should be directed to my attention at 407-740-3005 or via email to swarren@tminc.com. Thank you for your assistance in this matter.

Sincerely,

Sharon R. Warren
Consultant to Combined Public Communications, Inc.

cc: Cathie Engle - CPC
tms: TNx1702

Enclosures
SW/mp



Tre Hargett
Secretary of State

Division of Business Services
Department of State
State of Tennessee
312 Rosa L. Parks AVE, 6th FL
Nashville, TN 37243-1102

Combined Public Communications, LLC
100 AQUA DR
COLD SPRING, KY 41076-9769

July 26, 2017

Control # 384982

Effective Date: 07/24/2017

Document Receipt

Receipt #: 3498420

Filing Fee: \$300.00

Payment-Check/MO - TECHNOLOGIES MANAGEMENT, INC., WINTER PARK, FL

\$300.00

ACKNOWLEDGMENT OF CONVERSION

COMBINED PUBLIC COMMUNICATIONS, INC. converted from a **OHIO For-profit Corporation** to
Combined Public Communications, LLC
a **DELAWARE Limited Liability Company**

This will acknowledge the filing of the attached Articles of Conversion with an effective date as indicated above.

When corresponding with this office or submitting documents for filing, please refer to the control number given above.

Tre Hargett
Secretary of State

Processed By: Carol Dickerson

Delaware

The First State

FILED

Page 1

I, JEFFREY W. BULLOCK, SECRETARY OF STATE OF THE STATE OF DELAWARE, DO HEREBY CERTIFY THE ATTACHED IS A TRUE AND CORRECT COPY OF THE CERTIFICATE OF CONVERSION OF AN OHIO CORPORATION UNDER THE NAME OF "COMBINED PUBLIC COMMUNICATIONS, INC." TO A DELAWARE CORPORATION, FILED IN THIS OFFICE ON THE TWENTY-FIRST DAY OF NOVEMBER, A.D. 2016, AT 11:34 O'CLOCK A.M.

A FILED COPY OF THIS CERTIFICATE HAS BEEN FORWARDED TO THE NEW CASTLE COUNTY RECORDER OF DEEDS.



6223238 8100F
SR# 20166723664

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


Jeffrey W. Bullock, Secretary of State

Authentication: 203373938
Date: 11-21-16

RECORDED BY THE CLERK OF THE SUPREME COURT OF THE STATE OF TENNESSEE

STATE OF DELAWARE
CERTIFICATE OF CONVERSION
FROM A NON-DELAWARE CORPORATION
TO A DELAWARE CORPORATION
PURSUANT TO SECTION 265 OF THE
DELAWARE GENERAL CORPORATION LAW

- 1.) The jurisdiction where the Non-Delaware Corporation first formed is Ohio.
- 2.) The jurisdiction immediately prior to filing this Certificate is Ohio.
- 3.) The date the Non-Delaware Corporation first formed is November 29, 1994.
- 4.) The name of the Non-Delaware Corporation immediately prior to filing this Certificate is Combined Public Communications, Inc..
- 5.) The name of the Corporation as set forth in the Certificate of Incorporation is Combined Public Communications, Inc..

IN WITNESS WHEREOF, the undersigned being duly authorized to sign on behalf of the converting Non-Delaware Corporation have executed this Certificate on the 21 day of November, A.D. 2016.

By: Michael J. Moeddel

Name: Michael J. Moeddel
Print or Type

Title: Authorized Representative
Print or Type

RECEIVED BY JENNIFER SECRETARY OF STATE THE HARTGATE

**CERTIFICATE OF INCORPORATION
OF
COMBINED PUBLIC COMMUNICATIONS, INC.**

The undersigned, a natural person, for the purpose of organizing a corporation for conducting the business and promoting the purposes hereafter stated, under the provisions and subject to the requirements of the laws of the state of Delaware (particularly Chapter 1, Title 8 of the Delaware Code and the acts mandatory thereof, and supplemental thereto, and known, identified and referred to as the "Delaware General Corporation Law"), hereby certifies as follows:

ARTICLE I. CORPORATION NAME

The Corporation's name is Combined Public Communications, Inc. (the "Corporation").

ARTICLE II. REGISTERED OFFICE

The address, including street, number, city, and county, of the Corporation's registered office in Delaware is Corporation Trust Center, 1209 Orange Street, Wilmington, DE 19801, New Castle County; and the Corporation's registered agent in Delaware at such address is The Corporation Trust Company.

ARTICLE III. PURPOSE

The nature of the business and the purposes to be conducted and promoted by the Corporation is to engage in any lawful act or activity for which corporations may be organized under the General Corporation Law of Delaware.

ARTICLE IV. AUTHORIZED SHARES

The total number of shares of stock which the Corporation shall have authority to issue is 100, and all of such shares shall be common stock having no par value.

ARTICLE V. INCORPORATOR

The name and mailing address of the Incorporator is:

Michael J. Moeddel, Esq.
Keating Muething & Klekamp PLL
One East Fourth Street, Suite 1400
Cincinnati, Ohio 45202

ARTICLE VI. BYLAWS

The Corporation's Board of Directors is expressly authorized to adopt, amend or repeal the Bylaws of this Corporation.

ARTICLE VII. INDEMNIFICATION

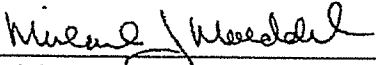
The Corporation shall have the power (but not the obligation) to indemnify and hold harmless, to the extent permitted by the Delaware General Corporation Law, or any other applicable law, as the same exists or may hereafter be amended, any Corporation director, officer, employee or agent who was or is made or is threatened to be made a party or is otherwise involved in any proceeding by reason of the fact that they, or a person for whom they are the legal representative, are or were a Corporation officer, employee or agent or are or were serving at the Corporation's request as a director, officer, employee or agent of another corporation or of a partnership, joint venture, trust, enterprise or non-profit entity, including service with respect to employee benefit plans, against all liability and loss suffered and expenses reasonably incurred by such person in connection with any such proceeding.

Neither any amendment nor repeal of this Article VII, nor the adoption of any provision of this Certificate of Incorporation inconsistent with this Article VII, shall eliminate or reduce the effect of this Article in respect of any matter occurring, or any cause of action, suit or claim accruing or arising or that, but for this Article VII, would accrue or arise, prior to such amendment, repeal or adoption of an inconsistent provision.

ARTICLE VIII. LIABILITY OF DIRECTORS

To the fullest extent permitted by the Delaware General Corporation Law, as the same exists or may hereafter be amended and supplemented, a director of this Corporation shall not be liable to the Corporation or its stockholders for monetary damages for breach of fiduciary duty as a director. Any amendment or modification of the foregoing provisions of this Article shall not adversely affect any right or protection of a director of the Corporation existing at the time of such amendment or modification. The foregoing provisions shall continue as to a person who has ceased to be a director and shall inure to the benefit of the heirs, executors and administrators of such a person.

Signed effective as of Nov. 21, 2016


Michael J. Moeddel, Incorporator

7106204.2

APPLICATION FOR CERTIFICATE OF AUTHORITY LIMITED LIABILITY COMPANY (ss-4233)

Page 1 of 2



Business Services Division
Tre Hargett, Secretary of State
State of Tennessee
312 Rosa L. Parks AVE, 6th Fl.
Nashville, TN 37243-1102
(615) 741-2286

Filing Fee: \$50.00 per member
(minimum fee = \$300, maximum fee = \$3,000)

For Office Use Only

FILED

To The Secretary of the State of Tennessee:

Pursuant to the provisions of T.C.A. §48-249-904 of the Tennessee Revised Limited Liability Company Act, the undersigned hereby applies for a certificate of authority to transact business in the State of Tennessee, and for that purpose sets forth:

1. The name of the Limited Liability Company is: Combined Public Communications, LLC

If different, the name under which the certificate of authority is to be obtained is: _____

NOTE: The Secretary of State of the State of Tennessee may not issue a certificate of authority to a foreign Limited Liability Company if its name does not comply with the requirements of T.C.A. §48-249-106 of the Tennessee Revised Limited Liability Company Act. If obtaining a certificate of authority under an assumed Limited Liability Company name, an application must be filed pursuant to T.C.A. §48-249-106(d).

2. The state or country under whose law it is formed is: Delaware

and the date of its formation is: 11 / 21 / 2016 and the date it commenced doing business in Tennessee is: 5 / 1 / 2017
Month Day Year Month Day Year

NOTE: Additional filing fees and proof of tax clearance confirming good standing may apply if the Limited Liability Company commenced doing business in Tennessee prior to the approval of this application. See T.C.A. §48-249-913(d) and T.C.A. §48-249-905(c)

3. This company has the additional designation of: _____

4. The name and complete address of its registered agent and office located in the state of Tennessee is:

Name: Corporation Service Company

Address: 2908 Poston Avenue

City: Nashville State: TN Zip Code: 37203 County: Davidson

5. Fiscal Year Close Month: December

6. If the document is not to be effective upon filing by the Secretary of State, the delayed effective date and time is: (Not to exceed 90 days)

Effective Date: _____ / _____ / _____ Time: _____
Month Day Year

7. The LLC will be: ☒ Member Managed ☐ Manager Managed ☐ Director Managed ☐ Board Managed ☐ Other

8. Number of Members at the date of filing: 1

9. Period of Duration: ☒ Perpetual ☐ Other _____ / _____ / _____
Month Day Year

10. The complete address of its principal executive office is:

Address: 100 Aqua Drive

City: Cold Spring State: Kentucky Zip Code: 41076

APPLICATION FOR CERTIFICATE OF AUTHORITY LIMITED LIABILITY COMPANY (ss-4233)

Page 2 of 2



Business Services Division
Tre Hargett, Secretary of State
State of Tennessee
312 Rosa L. Parks AVE, 6th Fl.
Nashville, TN 37243-1102
(615) 741-2286

Filing Fee: \$50.00 per member
(minimum fee = \$300, maximum fee = \$3,000)

For Office Use Only

The name of the Limited Liability Company is: Combined Public Communications, LLC

11. The complete mailing address of the entity (If different from the principal office) is:

Address: _____

City: _____ State: _____ Zip Code: _____

12. Non-Profit LLC (required only if the Additional Designation of "Non-Profit LLC" is entered in section 3.)

- ☐ I certify that this entity is a Non-Profit LLC whose sole member is a nonprofit corporation, foreign or domestic, incorporated under or subject to the provisions of the Tennessee Nonprofit Corporation Act and who is exempt from franchise and excise tax as not-for-profit as defined in T.C.A. §67-4-2004. The business is disregarded as an entity for federal income tax purposes.

13. Professional LLC (required only if the Additional Designation of "Professional LLC" is entered in section 3.)

- ☐ I certify that this PLLC has one or more qualified persons as members and no disqualified persons as members or holders.
☐ I certify that this entity meets the requirement of T.C.A. §48-249-1123(b)(3)

Licensed Profession: _____

14. Series LLC (required only if the Additional Designation of "Series LLC" is entered in section 3.)

- ☐ I certify that this entity meets the requirements of T.C.A. §48-249-309(i)

If the provisions of T.C.A. §48-249-309(i) (relating to foreign series LLCs) apply, then the information required by that section should be attached as part of this document.

15. Obligated Member Entity (list of obligated members and signatures must be attached)

- ☐ This entity will be registered as an Obligated Member Entity (OME) Effective Date: _____
Month Day Year

- ☐ I understand that by statute: THE EXECUTION AND FILING OF THIS DOCUMENT WILL CAUSE THE MEMBER(S) TO BE PERSONALLY LIABLE FOR THE DEBTS, OBLIGATIONS AND LIABILITIES FOR THE LIMITED LIABILITY COMPANY TO THE SAME EXTENT AS A GENERAL PARTNER OF A GENERAL PARTNERSHIP. CONSULT AN ATTORNEY.

16. Other Provisions: _____

5/1/17
Signature Date

President
Signer's Capacity (if other than individual capacity)

Cathleen K. Engle
Signature

Cathleen K. Engle
Name (printed or typed)

Delaware

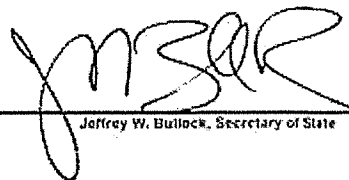
The First State

Page 1

I, JEFFREY W. BULLOCK, SECRETARY OF STATE OF THE STATE OF DELAWARE, DO HEREBY CERTIFY "COMBINED PUBLIC COMMUNICATIONS, LLC" IS DULY FORMED UNDER THE LAWS OF THE STATE OF DELAWARE AND IS IN GOOD STANDING AND HAS A LEGAL EXISTENCE SO FAR AS THE RECORDS OF THIS OFFICE SHOW, AS OF THE EIGHTEENTH DAY OF JULY, A.D. 2017.

AND I DO HEREBY FURTHER CERTIFY THAT THE SAID "COMBINED PUBLIC COMMUNICATIONS, LLC" WAS FORMED ON THE TWENTY-FIRST DAY OF NOVEMBER, A.D. 2016.




Jeffrey W. Bullock, Secretary of State

6223238 8300

SR# 20175290403

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

Authentication: 202906977

Date: 07-18-17

2017-3450 07/24/2017 3:35 PM Received by Tennessee Secretary of State The Harpette

Delaware

The First State

Page 1

I, JEFFREY W. BULLOCK, SECRETARY OF STATE OF THE STATE OF DELAWARE, DO HEREBY CERTIFY "COMBINED PUBLIC COMMUNICATIONS, LLC" IS DULY FORMED UNDER THE LAWS OF THE STATE OF DELAWARE AND IS IN GOOD STANDING AND HAS A LEGAL EXISTENCE SO FAR AS THE RECORDS OF THIS OFFICE SHOW, AS OF THE FIFTH DAY OF JANUARY, A.D. 2017.

AND I DO HEREBY FURTHER CERTIFY THAT THE SAID "COMBINED PUBLIC COMMUNICATIONS, LLC" WAS FORMED ON THE TWENTY-FIRST DAY OF NOVEMBER, A.D. 2016.



6223238 8300

SR# 20170059762

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

A handwritten signature in black ink, appearing to read "JBULLOCK", is written over a horizontal line. Below the line, the text "Jeffrey W. Bullock, Secretary of State" is printed.

Jeffrey W. Bullock, Secretary of State

Authentication: 201825505

Date: 01-05-17