



151 Southhall Lane, Ste 450
Maitland, FL 32751
P.O. Drawer 200
Winter Park, FL 32790-0200
www.inteserra.com

March 21, 2018
Via Overnight Delivery & E-Mail

Chairman
Tennessee Public Utility Commission
502 Deaderick Street
4th Floor
Nashville, TN 37243

Docket No. 18-00028

**RE: Birch Communications, Inc.
Notice of Company Name Change
Company ID 128412**

Dear Ms. Standley:

The original and four (4) copies of this letter are submitted on behalf of Birch Communications, Inc. ("Company") to notify the Commission that the Company has changed its name to Birch Communications, LLC. Birch Communications, Inc. is authorized as a Competing Telecommunications Service Provider pursuant to Docket 99-00644.

The Company has converted to a limited liability company and now operates under the name of Birch Communications, LLC. Enclosed is a copy of documentation on the conversion on file with the Division of Business Services of the Tennessee Department of State and a copy of the General Surety Rider amending the Company's Bond to reflect the change in Company name.

The change in corporate form will have no customer impact as there will be no change in the name of the customer's provider and no effect on the rates or services offered to customers.

The Company respectfully requests the Commission to change the Company's name in all Commission records. Upon approval of this name change the Company will file updated tariff title pages.

Also enclosed is a check for \$25.00 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 407-740-3006 or via email to croesel@inteserra.com. Thank you for your assistance in this matter.

Sincerely,

/s/ Carey Roesel

Carey Roesel
Consultant

cc: A. Collins – Cahill, Gordon & Reindel LLP (via Email)
tms: TNa1802

Enclosures
CR/sp

Western Surety Company

POWER OF ATTORNEY APPOINTING INDIVIDUAL ATTORNEY-IN-FACT

Know All Men By These Presents, That WESTERN SURETY COMPANY, a South Dakota corporation, is a duly organized and existing corporation having its principal office in the City of Sioux Falls, and State of South Dakota, and that it does by virtue of the signature and seal herein affixed hereby make, constitute and appoint

Annette Wisong, Steven L Swords, Tina H Kennedy, Chaun M Wilson, Joseph R Williams, Rebecca E Howard, Sarah Hancock, Individually

of Atlanta, GA, its true and lawful Attorney(s)-in-Fact with full power and authority hereby conferred to sign, seal and execute for and on its behalf bonds, undertakings and other obligatory instruments of similar nature

- In Unlimited Amounts -

and to bind it thereby as fully and to the same extent as if such instruments were signed by a duly authorized officer of the corporation and all the acts of said Attorney, pursuant to the authority hereby given, are hereby ratified and confirmed.

This Power of Attorney is made and executed pursuant to and by authority of the By-Law printed on the reverse hereof, duly adopted, as indicated, by the shareholders of the corporation.

In Witness Whereof, WESTERN SURETY COMPANY has caused these presents to be signed by its Vice President and its corporate seal to be hereto affixed on this 9th day of July, 2015.



WESTERN SURETY COMPANY

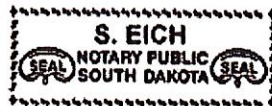
Paul T. Bruflat, Vice President

State of South Dakota }
County of Minnehaha } ss

On this 9th day of July, 2015, before me personally came Paul T. Bruflat, to me known, who, being by me duly sworn, did depose and say: that he resides in the City of Sioux Falls, State of South Dakota; that he is the Vice President of WESTERN SURETY COMPANY described in and which executed the above instrument; that he knows the seal of said corporation; that the seal affixed to the said instrument is such corporate seal; that it was so affixed pursuant to authority given by the Board of Directors of said corporation and that he signed his name thereto pursuant to like authority, and acknowledges same to be the act and deed of said corporation.

My commission expires

February 12, 2021



S. Eich, Notary Public

CERTIFICATE

I, L. Nelson, Assistant Secretary of WESTERN SURETY COMPANY do hereby certify that the Power of Attorney hereinabove set forth is still in force, and further certify that the By-Law of the corporation printed on the reverse hereof is still in force. In testimony whereof I have hereunto subscribed my name and affixed the seal of the said corporation this 21 day of March, 2018.



WESTERN SURETY COMPANY

L. Nelson, Assistant Secretary

GENERAL SURETY RIDER

To be attached and form a part of

Type of Bond: License & Permit

Bond No. : 70656147

Dated effective: 2/9/2009
(MONTH, DAY, YEAR)

executed by: Birch Communications, Inc., as Principal,
(PRINCIPAL)

and by: Western Surety Company, as Surety,
(SURETY)

and in favor of : State of Tennessee.
(OBLIGEE)

In consideration of the mutual agreements herein contained the Principal and the Surety hereby consent to changing

INFORMATION	FROM	TO
Principal Name	Birch Communications, Inc.	Birch Communications, LLC

Nothing herein contained shall vary, alter or extend any provision or condition of this bond except as herein expressly stated.

This rider is effective 2/9/2018
(MONTH, DAY, YEAR)

Signed and Sealed 3/21/2018
(MONTH, DAY, YEAR)

Birch Communications, LLC
PRINCIPAL

BY: [Signature] _____
TITLE

Western Surety Company
SURETY

BY: _____
Annette Wisong, ATTORNEY-IN-FACT



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

Birch Communications, LLC
320 INTERSTATE NORTH PKWY SE
ATLANTA, GA 30339-2213

March 15, 2018

Control # 368854

Effective Date: 03/15/2018

Document Receipt

Receipt # : 3909820	Filing Fee:	\$300.00
Payment-Check/MO - CFS-1, NASHVILLE, TN		\$600.00
Deposit-Account - CFS-1, NASHVILLE, TN		\$300.00

ACKNOWLEDGMENT OF CONVERSION

BIRCH COMMUNICATIONS, INC. converted from a **GEORGIA For-profit Corporation** to
Birch Communications, LLC
a **GEORGIA 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: Cynthia Dunn

STATE OF GEORGIA

Secretary of State

Corporations Division

313 West Tower

2 Martin Luther King, Jr. Dr.

Atlanta, Georgia 30334-1530

FILED

CERTIFICATE OF CONVERSION

I, **Brian P. Kemp**, the Secretary of State and the Corporation Commissioner of the State of Georgia, hereby certify under the seal of my office that articles of conversion have been filed on **12/30/2017** converting

BIRCH COMMUNICATIONS, INC.

a Domestic Profit Corporation

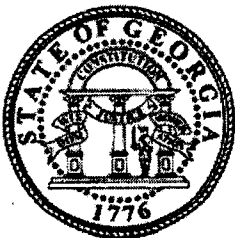
to

Birch Communications, LLC

a Domestic Limited Liability Company

The required fees as provided by Title 14 of the Official Code of Georgia Annotated have been paid.

WITNESS my hand and official seal in the City of Atlanta
and the State of Georgia on **12/21/2017**.



B. P. Kemp

Brian P. Kemp
Secretary of State

**CERTIFICATE OF CONVERSION
OF
BIRCH COMMUNICATIONS, INC.
FROM A CORPORATION TO A LIMITED LIABILITY COMPANY**

December 21, 2017


This CERTIFICATE OF CONVERSION (this "Certificate") is made pursuant to the provisions of Section 14-11-212 of the Official Code of Georgia Annotated (the "O.C.G.A.") and Section 14-2-1109.1 of the O.C.G.A., as amended, by filing this Certificate and the attached articles of organization (the "Articles").

1. The name of the corporation making the election to become a limited liability company is Birch Communications, Inc., a Georgia corporation (the "Converting Corporation").
2. The Converting Corporation elects to become a Georgia limited liability company under the name Birch Communications, LLC (the "Converted Entity").
3. This Certificate shall be effective as of December 30, 2017.
4. The election of the Converting Corporation to become a limited liability company has been approved by the Board of Directors and sole shareholder of the Converting Corporation as required by Section 14-2-1109.1 of the O.C.G.A.
5. Filed with this Certificate and attached hereto as Exhibit A are the Articles in the form required by Section 14-11-204 of the O.C.G.A., that set forth a name for the limited liability company that satisfies the requirements of Section 14-11-207 of the O.C.G.A., and that shall be the articles of organization of the limited liability company formed pursuant to this election unless and until modified in accordance with the Georgia Limited Liability Company Act.
6. The sole shareholder of the Converting Corporation shall receive one membership unit in the Converted Entity for each share of capital stock of the Converting Corporation owned by the sole shareholder.

[Signature Page Follows]

IN WITNESS WHEREOF, the undersigned has executed this Certificate as of the date first written above.

BIRCH COMMUNICATIONS, INC.

By: 

Name: Gordon P. Williams, Jr.

Title: Senior Vice President, Secretary and General Counsel

2017 DEC 21 AM 11:55
SECRETARY OF STATE
CORPORATIONS DIVISION

EXHIBIT A

Articles of Organization

See attached.



2 Martin Luther King Jr. Dr. SE
Suite 313 West Tower
Atlanta, Georgia 30334
(404) 658-2817
soe.ca.gov

IMPORTANT: Please provide the entity's primary email address when completing this form.
Primary Email Address: Chuck.Williams@blrch.com

NOTICE TO APPLICANT: PRINT PLAINLY OR TYPE REMAINDER OF THIS FORM

FORM 231
(Rev. 9/2015)

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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

For Office Use Only

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

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: Birch 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: Georgia

and the date of its formation is: 05 / 28 / 1996 and the date it commenced doing business in Tennessee is: 12 / 30 / 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: 320 Interstate North Pkwy SE

City: Atlanta State: GA Zip Code: 30339

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

For Office Use Only

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

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

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

Address: 320 Interstate North Pkwy SE

City: Atlanta

State: GA

Zip Code: 30339

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: _____

February 8, 2018

Signature Date

Manager

Signer's Capacity (if other than individual capacity)

Signature

Gordon P. Williams, Jr.

Name (printed or typed)

STATE OF GEORGIA

Secretary of State

Corporations Division

313 West Tower

2 Martin Luther King, Jr. Dr.

Atlanta, Georgia 30334-1530

CERTIFICATE OF EXISTENCE

I, **Brian P. Kemp**, the Secretary of State of the State of Georgia, do hereby certify under the seal of my office that

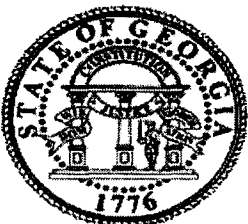
Birch Communications, LLC
a Domestic Limited Liability Company

was formed in the jurisdiction stated below or was authorized to transact business in Georgia on the below date. Said entity is in compliance with the applicable filing and annual registration provisions of Title 14 of the Official Code of Georgia Annotated and has not filed articles of dissolution, certificate of cancellation or any other similar document with the office of the Secretary of State.

This certificate relates only to the legal existence of the above-named entity as of the date issued. It does not certify whether or not a notice of intent to dissolve, an application for withdrawal, a statement of commencement of winding up or any other similar document has been filed or is pending with the Secretary of State.

This certificate is issued pursuant to Title 14 of the Official Code of Georgia Annotated and is prima-facie evidence that said entity is in existence or is authorized to transact business in this state.

Docket Number : 15363403
Date Inc/Auth/Filed: 05/28/1996
Jurisdiction : Georgia
Print Date : 02/21/2018
Form Number : 211



B: P. Kemp

Brian P. Kemp
Secretary of State