

January 23, 2025

By Electronic Filing and Overnight Delivery

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

Electronically Filed in TPUC Docket
Room on January 23, 2025 at 8:12 a.m.

25-00006

Re: Request of Metropolitan Telecommunications of Tennessee, Inc. for Name Change to Metropolitan Telecommunications of Tennessee, LLC

Dear Chairman,

Metropolitan Telecommunications of Tennessee, Inc. ("MetTel"), by its undersigned counsel, hereby notifies the Tennessee Public Utility Commission ("Commission") to change its name to Metropolitan Telecommunications of Tennessee, LLC. This request arises from a change in business organizational structure only, and will not result in any changes in management, operations, rates, services or regulatory obligations.

MetTel files this request to maintain the accuracy of the Commission's records, and respectfully requests that the Commission modify MetTel's name as appropriate to reflect MetTel's name as "Metropolitan Telecommunications of Tennessee, LLC." MetTel is authorized to provide intrastate telecommunications services pursuant to an order of the Commission's predecessor — the Tennessee Regulatory Authority — issued May 29, 2001, in Docket 09-00047 (the "TN CPCN").

MetTel further states as follows:

I. Description of Metropolitan Telecommunications of Tennessee, Inc.

MetTel is a privately held corporation organized pursuant to the laws of Delaware whose principal business is telecommunications. MetTel is a wholly owned subsidiary of Manhattan Telecommunications Corporation and indirect subsidiary of MetTel Holding, a privately held Delaware holding company.

MetTel Holding, through its subsidiaries, is a strategic partner providing a comprehensive suite of voice and data solutions as well as telecommunications consulting services to leading businesses nationwide. From traditional voice services to MPLS networks and Voice over IP technologies, MetTel Holding offers a complete portfolio of products.

In addition to the services provided by MetTel to Tennessee customers, MetTel's affiliates are authorized by the various state public service commissions to provide facilities-based and/or resold interexchange telecommunications services, and competitive local exchange services in 49 other states, the District of Columbia, Puerto Rico, and Canada pursuant to certification, registration or tariff requirements, or on a deregulated basis.

Further information regarding MetTel's legal, technical, financial and managerial qualifications to provide telecommunications service to Tennessee consumers may be found in its petition for the TN CPCN as a matter of public record. MetTel's Tariff describing the rules, regulations, and schedule of rates and charges applicable to end users is available online at https://www.mettel.net/wp-content/uploads/2023/03/TN_Rev-31_PG_03.08.23_P3372_PF.pdf. MetTel respectfully requests that the Commission take official notice of the information contained in the Tennessee petition and incorporate it herein for reference.

II. Designated Contacts

Inquiries or copies of any correspondence, orders, or other materials pertaining to this filing should be directed to:

Michael P. Donahue
Adam M. Davis
Marashlian & Donahue, PLLC
The CommLaw Group
1430 Spring Hill Road, Suite 310
Tysons, Virginia 22102
Office Tel: 703-714-1319
Office Fax: 703-563-6222
E-Mail: mpd@CommLawGroup.com

with copies to:

Joseph Farano
General Counsel
MetTel
BellWorks 101 Crawfords Corner Road, #4-311
Holmdel, NJ 07733
Office Tel: 212-359-5037
E-mail: jfarano@mettel.net

III. Description of the Proposed Name Change

MetTel hereby notifies the Commission of an internal restructuring resulting from the conversion of all MetTel operating companies to Delaware limited liability companies. As a result of this conversion, MetTel's name changed to Metropolitan Telecommunications of Tennessee, LLC. Under Delaware law, the conversion reverts to the date the entity was originally formed.¹ The conversion changes the business organization form and name only of the certificated entity. There was no change in the certificated entity's ownership, management, operation, rates or service offerings or responsibility for regulatory obligations upon conversion of all the MetTel operating companies. Prior to the conversion, Metropolitan Telecommunications of Tennessee, Inc. invoiced customers under the name "MetTel" and Metropolitan Telecommunications of Tennessee, LLC will continue to invoice customers under the name "MetTel"; as such, customer notice would cause unnecessary confusion and will not be provided. Accordingly, the

¹ See Del. Code Ann. tit. 8 § 266(h) ("When a corporation has been converted to another entity or business form pursuant to this section, the other entity or business form shall, for all purposes of the laws of the State of Delaware, be deemed to be the same entity as the corporation.")

name change is minimal, as it applies only to the organization form after the entity's name, and will cause no confusion to customers.

In addition, upon completion of the conversion of all MetTel operating companies, an intermediate holding company, MetTel PI, LLC — also a Delaware limited liability company — was inserted between MetTel's ultimate parent company, MetTel, Inc., and the indirect parent, MetTel Holding. This entity will be controlled by MetTel, Inc. It is structured to permit other individuals or entities to obtain purely economic rights, such as the right to participate in distributions above a certain amount; however, these members will have no voting or management rights and all control will remain with MetTel, Inc. MetTel's managerial, technical, and financial qualifications that supported the grant of MetTel's TN CPCN remain the same.

MetTel, Inc. is implementing this internal restructuring to streamline operations and administration, facilitate financing and other transactions and for other business purposes.

IV. Public Interest Considerations

The internal corporate restructuring described herein will serve the public interest for several reasons.

The conversions will in no way diminish the availability, quality, and affordability of the telecommunications services offered to MetTel's Tennessee customers. Since the only change arising from the conversions was the certificated entity's conversion from a corporation to a limited liability company and the creation of an intermediate holding company, there were no changes in network coverage, services or rates as a result of the consummation of the conversions. Moreover, because customer invoices will not change, most MetTel subscribers will not even notice that their provider had undergone an internal corporate restructuring. Finally, the conversions should raise no antitrust concerns, because the participating entities are wholly owned and controlled by the same parent organizations. As such, there was no transfer of control of any business operations.

In sum, the conversions will serve the public interest by preserving and enhancing MetTel's strengths without posing any threat of anticompetitive effects or other public interest harms, and they will be largely invisible to consumers.

V. Conclusion

For the reasons stated above, MetTel respectfully submits that the public interest, convenience, and necessity would be furthered by the proposed transaction. Accordingly, MetTel respectfully requests that the Commission approve its name change as described above. To the extent necessary, MetTel further respectfully requests that the Commission amend and reissue MetTel's TN CPCN to reflect the name change of MetTel to Metropolitan Telecommunications of Tennessee, LLC.

MeTel is providing under separate cover letter a check payable to the Tennessee Public Utility Commission in the amount of \$25.00 to cover the filing fee. If there are any questions regarding this filing, please do not hesitate to contact Michael Donahue at mpd@commlawgroup.com or (703) 714-1319.

[Signature on following page]

Respectfully submitted,

A handwritten signature in blue ink that reads "Michael P. Donahue". The signature is written in a cursive style with a large initial "M".

Michael P. Donahue

*Counsel for Metropolitan Telecommunications of
Tennessee, Inc.*

EXHIBIT LIST

- Exhibit A** **Metropolitan Telecommunications of Tennessee Certificate of Formation and Certificate of Authority to transact business in Tennessee**
- Exhibit B** **Metropolitan Telecommunications of Tennessee Certificate of Conversion to a Limited Liability Company**
- Exhibit C** **Verification that the public utility has registered the changed or assumed business name with the Office of the Tennessee Secretary of State in compliance with the requirements of Tenn. Code Ann. 48-14-103, 48-54-103, 48-207-103, or 61-2-103.**
- Exhibit D** **Verification that the changed or assumed business name has been recorded in the public utility's surety bond or letter of credit obtained pursuant to Tenn. Code Ann. 65-4-125.**

EXHIBIT A

Delaware

The First State

Page 1

I, JEFFREY W. BULLOCK, SECRETARY OF STATE OF THE STATE OF DELAWARE DO HEREBY CERTIFY THAT THE ATTACHED IS A TRUE AND CORRECT COPY OF THE CERTIFICATE OF FORMATION OF "METROPOLITAN TELECOMMUNICATIONS OF TENNESSEE, LLC" FILED IN THIS OFFICE ON THE TWENTY-FIRST DAY OF JANUARY, A.D. 2022, AT 2:22 O`CLOCK P.M.




Jeffrey W. Bullock, Secretary of State

3311179 8100V
SR# 20220207839

Authentication: 202469599
Date: 01-24-22

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

STATE OF DELAWARE
CERTIFICATE OF FORMATION
OF LIMITED LIABILITY COMPANY

The undersigned authorized person, desiring to form a limited liability company pursuant to the Limited Liability Company Act of the State of Delaware, hereby certifies as follows:

1. The name of the limited liability company is Metropolitan Telecommunications of Tennessee, LLC.

2. The Registered Office of the limited liability company in the State of Delaware is located at 251 Little Falls Drive (street), in the City of Wilmington, Zip Code 19808. The name of the Registered Agent at such address upon whom process against this limited liability company may be served is Corporation Service Company.

By: /s/ Andoni Economou
Authorized Person

Name: Andoni Economou
Print or Type

EXHIBIT B



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

Metropolitan Telecommunications of Tennessee, LLC
32ND FLOOR
55 WATER STREET
NEW YORK, NY 10041-3299

February 28, 2024

Control # 398630

Effective Date: 02/27/2024

Document Receipt

Receipt #: 8712525

Filing Fee: \$300.00

Payment-Check/MO - CAPITAL FILING SERVICE, INC., NASHVILLE, TN

\$300.00

ACKNOWLEDGMENT OF CONVERSION

METROPOLITAN TELECOMMUNICATIONS OF TENNESSEE, INC. converted from
a **DELAWARE For-profit Corporation** to
Metropolitan Telecommunications of Tennessee, 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: Akash Patel

FILED

Delaware

The First State

Page 1

I, JEFFREY W. BULLOCK, SECRETARY OF STATE OF THE STATE OF DELAWARE, DO HEREBY CERTIFY THAT THE ATTACHED IS A TRUE AND CORRECT COPY OF THE CERTIFICATE OF CONVERSION OF A DELAWARE CORPORATION UNDER THE NAME OF "METROPOLITAN TELECOMMUNICATIONS OF TENNESSEE, INC." TO A DELAWARE LIMITED LIABILITY COMPANY, CHANGING ITS NAME FROM "METROPOLITAN TELECOMMUNICATIONS OF TENNESSEE, INC." TO "METROPOLITAN TELECOMMUNICATIONS OF TENNESSEE, LLC", FILED IN THIS OFFICE ON THE TWENTY-FIRST DAY OF JANUARY, A.D. 2022, AT 2:22 O`CLOCK P.M.



Jeffrey W. Bullock

 Jeffrey W. Bullock, Secretary of State

3311179 8100V
 SR# 20240487949

Authentication: 202802553
 Date: 02-13-24

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

B1482-5801 02/27/2024 2:42 PM Received by Tennessee Secretary of State Tre Hargett

State of Delaware
Secretary of State
Division of Corporations
Delivered 02:22 PM 01/21/2022
FILED 02:22 PM 01/21/2022
SR 20220207839 - File Number 3311179

STATE OF DELAWARE
CERTIFICATE OF CONVERSION
FROM A CORPORATION TO A
LIMITED LIABILITY COMPANY PURSUANT TO
SECTION 18-214 OF THE LIMITED LIABILITY ACT

- 1.) The jurisdiction where the Corporation first formed is Delaware.
- 2.) The jurisdiction immediately prior to filing this Certificate is Delaware.
- 3.) The date the corporation first formed is October 30, 2000.
- 4.) The name of the Corporation immediately prior to filing this Certificate is Metropolitan Telecommunications of Tennessee, Inc.
- 5.) The name of the Limited Liability Company as set forth in the Certificate of Formation is Metropolitan Telecommunications of Tennessee, LLC.

IN WITNESS WHEREOF, the undersigned have executed this Certificate on the
21st day of January, A.D. 2022.

By: /s/ Andoni Economou
Authorized Person

Name: Andoni Economou
Print or Type

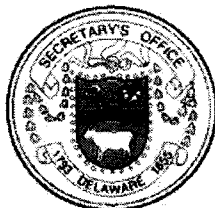
B1482-5802 02/27/2024 2:42 PM Received by Tennessee Secretary of State The Harpelt

Delaware

The First State

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 FORMATION OF "METROPOLITAN TELECOMMUNICATIONS OF TENNESSEE, LLC", FILED IN THIS OFFICE ON THE TWENTY-FIRST DAY OF JANUARY, A.D. 2022, AT 2:22 O`CLOCK P.M.




Jeffrey W. Bullock, Secretary of State

3311179 8100
SR# 20240487949

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

Authentication: 202802554
Date: 02-13-24

B1482-5803 02/27/2024 2:42 PM Received by Tennessee Secretary of State The Hargett

State of Delaware
Secretary of State
Division of Corporations
Delivered 02:22 PM 01/21/2022
FILED 02:22 PM 01/21/2022
SR 20220207839 - File Number 3311179

STATE OF DELAWARE
CERTIFICATE OF FORMATION
OF LIMITED LIABILITY COMPANY

The undersigned authorized person, desiring to form a limited liability company pursuant to the Limited Liability Company Act of the State of Delaware, hereby certifies as follows:

1. The name of the limited liability company is Metropolitan Telecommunications of Tennessee, LLC

2. The Registered Office of the limited liability company in the State of Delaware is located at 251 Little Falls Drive (street), in the City of Wilmington, Zip Code 19808. The name of the Registered Agent at such address upon whom process against this limited liability company may be served is Corporation Service Company

By: /s/ Andoni Economou
Authorized Person

Name: Andoni Economou
Print or Type

B1482-5804 02/27/2024 2:42 PM Received by Tennessee Secretary of State Tre Hargett



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



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: Metropolitan Telecommunications of Tennessee, 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: 10 / 30 / 2000 and the date it commenced doing business in Tennessee is: _____ / _____ / _____
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: 55 Water Street, 32nd Floor
City: New York State: NY Zip Code: 10041
Business Email: aeconomou@mettel.net

B1482-5805 02/27/2024 2:42 PM Received by Tennessee Secretary of State Tre Hargett



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



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: Metropolitan Telecommunications of Tennessee, 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: _____

02/22/2024
Signature Date

Signature

Authorized Person
Signer's Capacity (if other than individual capacity)

Andoni Economou
Name (printed or typed)

B1482-5806 02/27/2024 2:42 PM Received by Tennessee Secretary of State Tre Hargett

Delaware

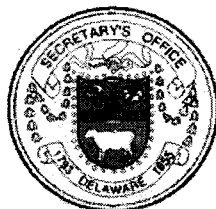
The First State

Page 1

I, JEFFREY W. BULLOCK, SECRETARY OF STATE OF THE STATE OF DELAWARE, DO HEREBY CERTIFY "METROPOLITAN TELECOMMUNICATIONS OF TENNESSEE, 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 THIRTEENTH DAY OF FEBRUARY, A.D. 2024.

AND I DO HEREBY FURTHER CERTIFY THAT THE SAID "METROPOLITAN TELECOMMUNICATIONS OF TENNESSEE, LLC" WAS FORMED ON THE THIRTIETH DAY OF OCTOBER, A.D. 2000.

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



3311179 8300

SR# 20240487951

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

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

Authentication: 202802551

Date: 02-13-24

B1482-5807 02/27/2024 2:42 PM Received by Tennessee Secretary of State Tre Hargett

EXHIBIT C



Tennessee
Secretary of State
Tre Hargett

[Business Services Online](#) > [Find and Update a Business Record](#) > [Business Entity Detail](#)

Business Entity Detail

Available	File Annual Report (after 12/01/2024)
Entity	Certificate of Existence
Actions	More

Entity details cannot be edited. This detail reflects the current state of the filing in the system.

Return to the [Business Information Search](#).

Name: Metropolitan Telecommunications of Tennessee, LLC

Old Name: METROPOLITAN TELECOMMUNICATIONS OF TENNESSEE, INC.

Foreign Name:

Status: Active

Initial Filing Date: 11/09/2000

Formed in: DELAWARE

Delayed Effective Date:

Fiscal Year Close: December

AR Due Date: 04/01/2025

Term of Duration: Perpetual

Inactive Date:

Principal Office: 55 WATER STREET 32ND FLOOR
NEW YORK, NY 10041-3299 USA

Mailing Address: 55 WATER STREET 32ND FLOOR
NEW YORK, NY 10041-3299 USA

AR Exempt: No

Obligated Member Entity: No

Managed By: Manager Managed

Number of Members: 1

Assumed Names

History

Registered Agent

Type	Date	Image #	Detail
Conversion	02/27/2024	B1482-5801	Detail
Filing Name Changed From: METROPOLITAN TELECOMMUNICATIONS OF TENNESSEE, INC. To: Metropolitan Telecommunications of Tennessee, LLC			
Principal Address 1 Changed From: 55 WATER ST To: 55 WATER STREET			
Principal Address 2 Changed From: FL 32 To: 32ND FLOOR			
Shares of Stock Changed From: 0 To: No value			
Member Count Changed From: 0 To: 1			
Managed By Changed From: No Value To: Manager Managed			
2023 Annual Report Due 04/01/2024	12/15/2023	B1480-3680	
2022 Annual Report Due 04/01/2023	12/16/2022	B1309-7438	
2021 Annual Report Due 04/01/2022	12/13/2021	B1135-1994	
2020 Annual Report Due 04/01/2021	12/29/2020	B0963-2224	
Assumed Name Renewal	11/24/2020	B0948-4958	Detail
2019 Annual Report Due 04/01/2020	12/19/2019	B0792-6432	
2018 Annual Report Due 04/01/2019	12/07/2018	B0622-8166	
2017 Annual Report Due 04/01/2018	03/26/2018	B0522-0695	
2016 Annual Report Due 04/01/2017	01/20/2017	B0335-1921	
2015 Annual Report Due 04/01/2016	01/26/2016	B0187-8085	
Assumed Name Renewal	01/20/2016	B0182-6130	Detail
2014 Annual Report Due 04/01/2015	01/08/2015	B0035-6222	
2013 Annual Report Due 04/01/2014	01/17/2014	A0208-2313	Detail
2012 Annual Report Due 04/01/2013	02/07/2013	A0154-0986	
2011 Annual Report Due 04/01/2012	01/26/2012	A0102-0945	Detail
Assumed Name Renewal	02/23/2011	6837-1374	Detail
2010 Annual Report Due 04/01/2011	01/07/2011	A0052-2183	
2009 Annual Report Due 04/01/2010	01/28/2010	A0003-0722	Detail
2008 Annual Report Due 04/01/2009	01/26/2009	6428-1554	Detail
2007 Annual Report Due 04/01/2008	03/10/2008	6298-0612	Detail
2006 Annual Report Due 04/01/2007	04/16/2007	6038-1660	
Registered Agent Change (by Entity)	11/16/2006	5890-1524	Detail
Assumed Name	04/10/2006	5765-1521	
2005 Annual Report Due 04/01/2006	02/14/2006	5685-2441	
2004 Annual Report Due 04/01/2005	03/24/2005	5403-0020	Detail
Articles of Amendment	02/03/2005	5349-1837	Detail
2003 Annual Report Due 04/01/2004	03/19/2004	5073-0768	
2002 Annual Report Due 04/01/2003	01/23/2003	4704-0488	
Administrative Amendment	05/29/2002	4520-1490	
Application for Reinstatement	05/28/2002	4515-1033	
2001 Annual Report Due 04/01/2002	05/28/2002	4515-1976	
2000 Annual Report Due 04/01/2001	10/05/2001	4314-0192	Detail
Dissolution/Revocation - Administrative	09/21/2001	ROLL 4304	
Notice of Determination	06/15/2001	ROLL 4229	
Administrative Amendment	11/29/2000	4060-1325	Detail
Assumed Name	11/09/2000	4047-0279	
Initial Filing	11/09/2000	4047-0275	



Secretary of State Tre Hargett

Tre Hargett was elected by the Tennessee General Assembly to serve as Tennessee's 37th secretary of state in 2009 and re-elected in 2013, 2017, and 2021. Secretary Hargett is the chief executive officer of the Department of State with oversight of more than 300 employees. He also serves on 16 boards and commissions, on two of which he is the presiding member. The services and oversight found in the Secretary of State's office reach every department and agency in state government.



About the Office

The Tennessee Secretary of State has oversight of the Department of State. The Secretary of State is one of three Constitutional Officers elected by the General Assembly, in joint session. The Secretary of State is elected to a four-year term. The constitution mandates that it is the secretary's duty to keep a register of the official acts and proceedings of the governor, and, when required, to "lay same, all papers, minutes and vouchers relative thereto, before the General Assembly."

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EXHIBIT D

WESTCHESTER FIRE INSURANCE COMPANY

Date: August 8, 2023

Bond No. K07193798

Surety: Westchester Fire Insurance Company

Obligee: State of Tennessee

Principal: Metropolitan Telecommunications of Tennessee, Inc.

Bond Amount: \$20,000.00

The Principal and Surety hereby consent to changing the said bond as follows:

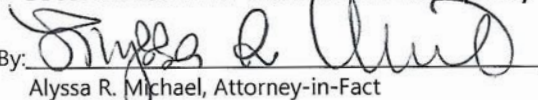
Principal Name is Amended to:
Metropolitan Telecommunications of Tennessee, LLC

This change is effective the 8th day of August, 2023.

Nothing herein contained shall vary, alter or extend any provision or condition of the bond other than as above stated.

Sign, Sealed and dated this 8th day of August, 2023.

Westchester Fire Insurance Company

By: 
Alyssa R. Michael, Attorney-in-Fact



CHUBB®

Power of Attorney

Federal Insurance Company | Vigilant Insurance Company | Pacific Indemnity Company

Westchester Fire Insurance Company | ACE American Insurance Company

Know All by These Presents, that FEDERAL INSURANCE COMPANY, an Indiana corporation, VIGILANT INSURANCE COMPANY, a New York corporation, PACIFIC INDEMNITY COMPANY, a Wisconsin corporation, WESTCHESTER FIRE INSURANCE COMPANY and ACE AMERICAN INSURANCE COMPANY corporations of the Commonwealth of Pennsylvania, do each hereby constitute and appoint John Feitelberg, Anne M. Higginbottom, Barry J. Horgan, William L. Labbe and Alyssa R. Michael of Fall River, Massachusetts

each as their true and lawful Attorney-in-Fact to execute under such designation in their names and to affix their corporate seals to and deliver for and on their behalf as surety thereon or otherwise, bonds and undertakings and other writings obligatory in the nature thereof (other than bail bonds) given or executed in the course of business, and any instruments amending or altering the same, and consents to the modification or alteration of any instrument referred to in said bonds or obligations.

In Witness Whereof, said FEDERAL INSURANCE COMPANY, VIGILANT INSURANCE COMPANY, PACIFIC INDEMNITY COMPANY, WESTCHESTER FIRE INSURANCE COMPANY and ACE AMERICAN INSURANCE COMPANY have each executed and attested these presents and affixed their corporate seals on this 11th day of May, 2020.

Dawn M. Chloros

Dawn M. Chloros, Assistant Secretary

Stephen M. Haney

Stephen M. Haney, Vice President



STATE OF NEW JERSEY
County of Hunterdon

ss.

On this 11th day of May, 2020 before me, a Notary Public of New Jersey, personally came Dawn M. Chloros and Stephen M. Haney, to me known to be Assistant Secretary and Vice President, respectively, of FEDERAL INSURANCE COMPANY, VIGILANT INSURANCE COMPANY, PACIFIC INDEMNITY COMPANY, WESTCHESTER FIRE INSURANCE COMPANY and ACE AMERICAN INSURANCE COMPANY, the companies which executed the foregoing Power of Attorney, and the said Dawn M. Chloros and Stephen M. Haney, being by me duly sworn, severally and each for herself and himself did depose and say that they are Assistant Secretary and Vice President, respectively, of FEDERAL INSURANCE COMPANY, VIGILANT INSURANCE COMPANY, PACIFIC INDEMNITY COMPANY, WESTCHESTER FIRE INSURANCE COMPANY and ACE AMERICAN INSURANCE COMPANY and know the corporate seals thereof, that the seals affixed to the foregoing Power of Attorney are such corporate seals and were thereto affixed by authority of said Companies; and that their signatures as such officers were duly affixed and subscribed by like authority.

Notarial Seal



KATHERINE J. ADELAAR
NOTARY PUBLIC OF NEW JERSEY
No. 2316685
Commission Expires July 16, 2024

Katherine J. Adelaar
Notary Public

CERTIFICATION

Resolutions adopted by the Boards of Directors of FEDERAL INSURANCE COMPANY, VIGILANT INSURANCE COMPANY, and PACIFIC INDEMNITY COMPANY on August 30, 2016; WESTCHESTER FIRE INSURANCE COMPANY on December 11, 2006; and ACE AMERICAN INSURANCE COMPANY on March 20, 2009:

"RESOLVED, that the following authorizations relate to the execution, for and on behalf of the Company, of bonds, undertakings, recognizances, contracts and other written commitments of the Company entered into in the ordinary course of business (each a "Written Commitment"):

- (1) Each of the Chairman, the President and the Vice Presidents of the Company is hereby authorized to execute any Written Commitment for and on behalf of the Company, under the seal of the Company or otherwise.
- (2) Each duly appointed attorney-in-fact of the Company is hereby authorized to execute any Written Commitment for and on behalf of the Company, under the seal of the Company or otherwise, to the extent that such action is authorized by the grant of powers provided for in such person's written appointment as such attorney-in-fact.
- (3) Each of the Chairman, the President and the Vice Presidents of the Company is hereby authorized, for and on behalf of the Company, to appoint in writing any person the attorney-in-fact of the Company with full power and authority to execute, for and on behalf of the Company, under the seal of the Company or otherwise, such Written Commitments of the Company as may be specified in such written appointment, which specification may be by general type or class of Written Commitments or by specification of one or more particular Written Commitments.
- (4) Each of the Chairman, the President and the Vice Presidents of the Company is hereby authorized, for and on behalf of the Company, to delegate in writing to any other officer of the Company the authority to execute, for and on behalf of the Company, under the Company's seal or otherwise, such Written Commitments of the Company as are specified in such written delegation, which specification may be by general type or class of Written Commitments or by specification of one or more particular Written Commitments.
- (5) The signature of any officer or other person executing any Written Commitment or appointment or delegation pursuant to this Resolution, and the seal of the Company, may be affixed by facsimile on such Written Commitment or written appointment or delegation.

FURTHER RESOLVED, that the foregoing Resolution shall not be deemed to be an exclusive statement of the powers and authority of officers, employees and other persons to act for and on behalf of the Company, and such Resolution shall not limit or otherwise affect the exercise of any such power or authority otherwise validly granted or vested."

I, Dawn M. Chloros, Assistant Secretary of FEDERAL INSURANCE COMPANY, VIGILANT INSURANCE COMPANY, PACIFIC INDEMNITY COMPANY, WESTCHESTER FIRE INSURANCE COMPANY and ACE AMERICAN INSURANCE COMPANY (the "Companies") do hereby certify that

- (i) the foregoing Resolutions adopted by the Board of Directors of the Companies are true, correct and in full force and effect,
- (ii) the foregoing Power of Attorney is true, correct and in full force and effect.

Given under my hand and seals of said Companies at Whitehouse Station, NJ, this

8th day of August, 2023

Dawn M. Chloros



Dawn M. Chloros, Assistant Secretary

IN THE EVENT YOU WISH TO VERIFY THE AUTHENTICITY OF THIS BOND OR NOTIFY US OF ANY OTHER MATTER, PLEASE CONTACT US AT:
Telephone (908) 903-3493 Fax (908) 903-3656 e-mail: surety@chubb.com