

The Public Utilities Commission of Ohio
TELECOMMUNICATIONS FILING FORM

(Effective: 01/20/2011)

This form is intended to be used with most types of required filings. It provides check boxes with rule references for the most common types of filings. It does not replace or supersede Commission rules in any way.

In the Matter of the Application of Block Line Systems,) TRF Docket No. 90-____
LLC, Transferee, to Transfer Certificates and Property,) Case No. 14 - 1267 - **TP** - CIO
Plant and Business of Line Systems, Inc. and Magellan Hill) **NOTE: Unless you have reserved a Case #, leave the "Case No" fields**
Technologies, LLC, Transferors) **BLANK.**

Name of Registrant(s) Block Line Systems, LLC

DBA(s) of Registrant(s) _____

Address of Registrant(s) 405 Madison Avenue, Suite 2100, Toledo, OH 43604

Company Web Address _____

Regulatory Contact Person(s) Brian Rex

Phone (419) 724-3851 Fax _____

Regulatory Contact Person's Email Address Brex@telesystem.us

Contact Person for Annual Report Brian Rex

Phone _____

Address (if different from above) 4818 Angola Rd., Toledo, OH 43615

Consumer Contact Information Laurie Christy

Phone (419) 724-3866

Address (if different from above) 4818 Angola Rd., Toledo, OH 43615

Motion for protective order included with filing? ☐ Yes ☒ No

Motion for waiver(s) filed affecting this case? ☐ Yes ☒ No [Note: Waivers may toll any automatic timeframe.]

Notes:

Section I and II are Pursuant to Chapter 4901:1-6 OAC.

Section III – Carrier to Carrier is Pursuant to 4901:1-7 OAC, and Wireless is Pursuant to 4901:1-6-24 OAC.

Section IV – Attestation.

(1) Indicate the Carrier Type and the reason for submitting this form by checking the boxes below.

(2) For requirements for various applications, see the identified section of Ohio Administrative Code Section 4901 and/or the supplemental application form noted.

(3) Information regarding the number of copies required by the Commission may be obtained from the Commission's web site at www.puco.ohio.gov under the docketing information system section, by calling the docketing division at 614-466-4095, or by visiting the docketing division at the offices of the Commission.

(4) An Incumbent Local Exchange Carrier (ILEC) offering basic local exchange service (BLES) outside its traditional service area should choose CLEC designation when proposing to offer BLES outside its traditional service area or when proposing to make changes to that service.

All Filings that result in a change to one or more tariff pages require, at a minimum, the following exhibits.

Exhibit	Description:
A	The tariff pages subject to the proposed change(s) as they exist before the change(s)
B	The Tariff pages subject to the proposed change(s), reflecting the change, with the change(s) marked in the right margin.
C	A short description of the nature of the change(s), the intent of the change(s), and the customers affected.
D	A copy of the notice provided to customers, along with an affidavit that the notice was provided according to the applicable rule(s).

Section I – Part I - Common Filings

Carrier Type <input type="checkbox"/> Other (explain below)	<input type="checkbox"/> For Profit ILEC	<input type="checkbox"/> Not For Profit ILEC	<input type="checkbox"/> CLEC
Change terms & conditions of existing BLES	<input type="checkbox"/> <u>ATA 1-6-14(H)</u> (Auto 30 days)	<input type="checkbox"/> <u>ATA 1-6-14(H)</u> (Auto 30 days)	<input type="checkbox"/> <u>ATA 1-6-14(H)</u> (Auto 30 days)
Introduce non-recurring charge, surcharge, or fee to BLES			<input type="checkbox"/> <u>ATA 1-6-14(H)</u> (Auto 30 days)
Introduce or Increase Late Payment	<input type="checkbox"/> <u>ATA 1-6-14(I)</u> (Auto 30 days)	<input type="checkbox"/> <u>ATA 1-6-14(I)</u> (Auto 30 days)	<input type="checkbox"/> <u>ATA 1-6-14(I)</u> (Auto 30 days)
Revisions to BLES Cap.	<input type="checkbox"/> <u>ZTA 1-6-14(F)</u> (0 day Notice)		
Introduce BLES or expand local service area (calling area)	<input type="checkbox"/> <u>ZTA 1-6-14(H)</u> (0 day Notice)	<input type="checkbox"/> <u>ZTA 1-6-14(H)</u> (0 day Notice)	<input type="checkbox"/> <u>ZTA 1-6-14(H)</u> (0 day Notice)
Notice of no obligation to construct facilities and provide BLES	<input type="checkbox"/> <u>ZTA 1-6-27(C)</u> (0 day Notice)	<input type="checkbox"/> <u>ZTA 1-6-27(C)</u> (0 day Notice)	
Change BLES Rates	<input type="checkbox"/> <u>TRF 1-6-14(F)</u> (0 day Notice)	<input type="checkbox"/> <u>TRF 1-6-14(F)(4)</u> (0 day Notice)	<input type="checkbox"/> <u>TRF 1-6-14(G)</u> (0 day Notice)
To obtain BLES pricing flexibility	<input type="checkbox"/> <u>BLS 1-6-14(C)(1)(c)</u> (Auto 30 days)		
Change in boundary	<input type="checkbox"/> <u>ACB 1-6-32</u> (Auto 14 days)	<input type="checkbox"/> <u>ACB 1-6-32</u> (Auto 14 days)	
Expand service operation area			<input type="checkbox"/> <u>TRF 1-6-08(G)(0 day)</u>
BLES withdrawal			<input type="checkbox"/> <u>ZTA 1-6-25(B)</u> (0 day Notice)
Other* (explain) _____			

Section I – Part II – Customer Notification Offerings Pursuant to Chapter 4901:1-6-7 OAC

Type of Notice	Direct Mail	Bill Insert	Bill Notation	Electronic Mail
<input type="checkbox"/> 15-day Notice	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
<input type="checkbox"/> 30-day Notice	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
Date Notice Sent:				

Section I – Part III –IOS Offerings Pursuant to Chapter 4901:1-6-22 OAC

IOS	Introduce New	Tariff Change	Price Change	Withdraw
<input type="checkbox"/> IOS	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>

Section II – Part I – Carrier Certification - Pursuant to Chapter 4901:1-6-08, 09 & 10 OAC

Certification	ILEC (Out of Territory)	CLEC	Telecommunications Service Provider Not Offering Local	CESTC	CETC
* See Supplemental form	<input type="checkbox"/> ACE <u>1-6-08</u> * (Auto 30- day)	<input type="checkbox"/> ACE <u>1-6-08</u> *(Auto 30 day)	<input type="checkbox"/> ACE <u>1-6-08</u> *(Auto 30 day)	<input type="checkbox"/> ACE <u>1-6-10</u> (Auto 30 day)	<input type="checkbox"/> UNC <u>1-6-09</u> *(Non-Auto)

*Supplemental Certification forms can be found on the Commission Web Page.

Section II – Part II – Certificate Status & Procedural

Certificate Status	ILEC	CLEC	Telecommunications Service Provider Not Offering Local
Abandon all Services		<input type="checkbox"/> ABN <u>1-6-26</u> (Auto 30 days)	<input type="checkbox"/> ABN <u>1-6-26</u> (Auto 30 days)
Change of Official Name *	<input type="checkbox"/> ACN <u>1-6-29(B)</u> (Auto 30 days)	<input type="checkbox"/> ACN <u>1-6-29(B)</u> (Auto 30 days)	<input type="checkbox"/> CIO <u>1-6-29(C)</u> (0 day Notice)
Change in Ownership *	<input type="checkbox"/> ACO <u>1-6-29(E)</u> (Auto 30 days)	<input type="checkbox"/> ACO <u>1-6-29(E)</u> (Auto 30 days)	<input type="checkbox"/> CIO <u>1-6-29(C)</u> (0 day Notice)
Merger *	<input type="checkbox"/> AMT <u>1-6-29(E)</u> (Auto 30 days)	<input type="checkbox"/> AMT <u>1-6-29(E)</u> (Auto 30 days)	<input type="checkbox"/> CIO <u>1-6-29(C)</u> (0 day Notice)
Transfer a Certificate *	<input type="checkbox"/> ATC <u>1-6-29(B)</u> (Auto 30 days)	<input type="checkbox"/> ATC <u>1-6-29(B)</u> (Auto 30 days)	<input checked="" type="checkbox"/> CIO <u>1-6-29(C)</u> (0 day Notice)
Transaction for transfer or lease of property, plant or business *	<input type="checkbox"/> ATR <u>1-6-29(B)</u> (Auto 30 days)	<input type="checkbox"/> ATR <u>1-6-29(B)</u> (Auto 30 days)	<input checked="" type="checkbox"/> CIO <u>1-6-29(C)</u> (0 day Notice)

* Other exhibits may be required under the applicable rule(s). ACN, ACO, AMT, ATC, ATR and CIO applications see the 4901:1-6-29 Filing Requirements on the Commission's Web Page for a complete list of exhibits.

Section III – Carrier to Carrier (Pursuant to 4901:1-7), and Wireless (Pursuant to 4901:1-6-24)

Carrier to Carrier	ILEC	CLEC
Interconnection agreement, or amendment to an approved agreement	<input type="checkbox"/> NAG <u>1-7-07</u> (Auto 90 day)	<input type="checkbox"/> NAG <u>1-7-07</u> (Auto 90 day)
Request for Arbitration	<input type="checkbox"/> ARB <u>1-7-09</u> (Non-Auto)	<input type="checkbox"/> ARB <u>1-7-09</u> (Non-Auto)
Introduce or change c-t-c service tariffs,	<input type="checkbox"/> ATA <u>1-7-14</u> (Auto 30 day)	<input type="checkbox"/> ATA <u>1-7-14</u> (Auto 30 day)
Request rural carrier exemption, rural carrier suspension or modification	<input type="checkbox"/> UNC <u>1-7-04 or 05</u> (Non-Auto)	
Changes in rates, terms & conditions to Pole Attachment, Conduit Occupancy and Rights- of-Way.	<input type="checkbox"/> UNC <u>1-7-23(B)</u> (Non-Auto)	
Wireless Providers See <u>4901:1-6-24</u>	<input type="checkbox"/> RCC [Registration & Change in Operations]	<input type="checkbox"/> NAG [Interconnection Agreement or

Section IV. – Attestation

Registrant hereby attests to its compliance with pertinent entries and orders issued by the Commission.

AFFIDAVIT
Compliance with Commission Rules

I am an officer/agent of the applicant corporation, Block Line Systems, LLC, and am authorized to make this statement on its behalf.
Stephen M. Howard, Attorney
(Name)

Please Check ALL that apply:

☐ I attest that these tariffs comply with all applicable rules for the state of Ohio. I understand that tariff notification filings do not imply Commission approval and that the Commission's rules as modified and clarified from time to time, supersede any contradictory provisions in our tariff. We will fully comply with the rules of the state of Ohio and understand that noncompliance can result in various penalties, including the suspension of our certificate to operate within the state of Ohio.

☐ I attest that customer notices accompanying this filing form were sent to affected customers, as specified in Section II, in accordance with Rule 4901:1-6-7, Ohio Administrative Code.

I declare under penalty of perjury that the foregoing is true and correct.

Executed on (Date) 7-16-2014 at (Location) Columbus, Ohio
*(Signature and Title) Stephen M. Howard (Date) 7-16-2014
Stephen M. Howard, Attorney
• This affidavit is required for every tariff-affecting filing. It may be signed by counsel or an officer of the applicant, or an authorized agent of the applicant.

VERIFICATION

I, Stephen M. Howard verify that I have utilized the Telecommunications Filing Form for most proceedings provided by the Commission and that all of the information submitted here, and all additional information submitted in connection with this case, is true and correct to the best of my knowledge.

*(Signature and Title) Stephen M. Howard Attorney (Date) July 16, 2014
*Verification is required for every filing. It may be signed by counsel or an officer of the applicant, or an authorized agent of the applicant.

Send your completed Application Form, including all required attachments as well as the required number of copies, to:

**Public Utilities Commission of Ohio
Attention: Docketing Division
180 East Broad Street, Columbus, OH 43215-3793**

Or

Make such filing electronically as directed in Case No 06-900-AU-WVR

EXHIBIT A

There are no current tariffs affected. Attached are the Telecommunications Retail Service Offering Forms for Non-BLES Carriers of Line Systems, Inc. and Magellan Hill Technologies, LLC, the Transferors.

The Public Utilities Commission of Ohio
TELECOMMUNICATIONS RETAIL SERVICE OFFERING FORM
For Non-BLES Carriers

Per the Commission's 01/19/2011 "Implementation Order" in Case No. 10-1010-TP-ORD
(Effective: 01/20/2011)

Company Name Line Systems, Inc. d/b/a LSI Telecom, Inc.

Company Address 1645 West Chester Pike, Suite 200, West Chester, PA 19382

Company Web Address www.linesystems.com

Regulatory Contact Person John J. West Phone (610) 355-9733 Fax (425) 930-9733

Regulatory Contact Person's Email Address jwest@linesystems.com

Contact Person for Annual Report John J. West Phone (610) 355-9733 Fax (425) 930-9733

Consumer Contact Information John J. West Phone (610) 355-9733 Fax (425) 930-9733

TRF Docket No. 90 - TP-TRF

I. Company Type (Check all applicable):

☐ Non-BLES CLEC ☒ IXC ☐ Other (explain) _____

II. Services offered (Check all applicable):

- ☒ Toll services (intrastate)
- ☐ Local Exchange Service (i.e., residential or business bundles)
- ☐ Other (explain) _____

III. Tariffed Provisions/Services (To the extent offered, check all applicable and attach tariff pages):

- ☐ Toll Presubscription
- ☐ Intrastate Special and Switched Access Services to Carriers (facilities-based local carriers only)*
- ☐ N-1-1 Service
- ☐ Pole Attachment and Conduit Occupancy
- ☐ Pay Telephone Access Lines
- ☐ Inmate Operator Service
- ☐ Telephone Relay Service

*Access service tariffs shall be maintained separately and are subject to the Commission's carrier-to-carrier rules found in Chapter 4901:1-7, Ohio Administrative Code.

The Public Utilities Commission of Ohio
TELECOMMUNICATIONS RETAIL SERVICE OFFERING FORM

For Non-BLES Carriers

Per the Commission's 01/19/2011 "Implementation Order" in Case No. 10-1010-TP-ORD

(Effective: 01/20/2011)

Company Name Magellan Hill Technologies, LLC

Company Address 1020 Laurel Oak Road, Suite 201, Voorhees, NJ 08043

Company Web Address http://www.magellanhill.com

Regulatory Contact Person Karen Dupke Phone (856) 874-7009 Fax (281) 605-1898

Regulatory Contact Person's Email Address Karen.Dupke@magellanhill.com

Contact Person for Annual Report Karen Dupke Phone (856) 874-7009 Fax (281) 605-1898

Consumer Contact Information Karen Dupke Phone (856) 874-7009 Fax (281) 605-1898

TRF Docket No. -TP-TRF

I. Company Type (Check all applicable):

☐ Non-BLES CLEC ☒ IXC ☐ Other (explain) _____

II. Services offered (Check all applicable):

- ☒ Toll services (intrastate)
- ☐ Local Exchange Service (i.e., residential or business bundles)
- ☐ Other (explain) _____

III. Tariffed Provisions/Services (To the extent offered, check all applicable and attach tariff pages):

- ☐ Toll Presubscription
- ☐ Intrastate Special and Switched Access Services to Carriers (facilities-based local carriers only)*
- ☐ N-1-1 Service
- ☐ Pole Attachment and Conduit Occupancy
- ☐ Pay Telephone Access Lines
- ☐ Inmate Operator Service
- ☐ Telephone Relay Service

*Access service tariffs shall be maintained separately and are subject to the Commission's carrier-to-carrier rules found in Chapter 4901:1-7, Ohio Administrative Code.

EXHIBIT B

There will be no proposed tariff. However, attached is a copy of the proposed Telecommunications Retail Service Offering Form for Non-BLES Carriers for Block Line Systems, LLC, the Transferee.

The Public Utilities Commission of Ohio
TELECOMMUNICATIONS RETAIL SERVICE OFFERING FORM
For Non-BLES Carriers

Per the Commission's 01/19/2011 "Implementation Order" in Case No. 10-1010-TP-ORD
(Effective: 01/20/2011)

Company Name Block Line Systems, LLC

Company Address 405 Madison Avenue, Suite 2100, Toledo, OH 43604

Company Web Address _____

Regulatory Contact Person Brian Rex Phone (419) 724-3851 Fax _____

Regulatory Contact Person's Email Address Brex@telesystem.us

Contact Person for Annual Report Brian Rex Phone (419) 724-3851 Fax _____

Consumer Contact Information Laurie Christy Phone (419) 724-3866 Fax _____

TRF Docket No. _____ - _____ -TP-TRF

I. Company Type (Check all applicable):

☐ Non-BLES CLEC ☒ IXC ☐ Other (explain) _____

II. Services offered (Check all applicable):

- ☒ Toll services (intrastate)
- ☐ Local Exchange Service (i.e., residential or business bundles)
- ☐ Other (explain) _____

III. Tariffed Provisions/Services (To the extent offered, check all applicable and attach tariff pages):

- ☐ Toll Presubscription
- ☐ Intrastate Special and Switched Access Services to Carriers (facilities-based local carriers only)*
- ☐ N-1-1 Service
- ☐ Pole Attachment and Conduit Occupancy
- ☐ Pay Telephone Access Lines
- ☐ Inmate Operator Service
- ☐ Telephone Relay Service

*Access service tariffs shall be maintained separately and are subject to the Commission's carrier-to-carrier rules found in Chapter 4901:1-7, Ohio Administrative Code.

Part IV. – Attestation

Carrier hereby attests to its compliance with pertinent entries and orders issued by the Commission.

I am an officer/agent of the carrier/telephone company, Block Line Systems, LLC, and am authorized to make statements on its behalf.

(Name)

I understand that Telephone companies have certain responsibilities to its customers under the Telecommunications Rules (Ohio Adm. Code 4901:1-6). These responsibilities include: warm line service; not committing unfair or deceptive acts and practices; truth in billing requirements; and slamming and preferred carrier freeze requirements. We will comply with the rules of the state of Ohio and understand that non-compliance can result in various penalties, including the suspension of our certificate to operate within the state of Ohio.

I declare under penalty of perjury that the foregoing is true and correct.

Stephen M. Howard, Attorney

Stephen M. Howard, Attorney

July 16, 2014

(Date)

EXHIBIT C

(Short description of the nature of the changes, the intent of the changes and the customers affected.)

Block Line Systems, LLC is a recently-created entity for purposes of this transaction. It is an Ohio liability company headquartered at 405 Madison Avenue, Suite 2100, Toledo, OH 43604. Block Line Systems, LLC is a wholly-owned subsidiary of Block Communications, Inc. ("BCI"). BCI is a multi-media corporation operating full-service television stations, low-power television stations, newspapers and cable television systems. BCI is not a telecommunications common carrier. BCI has a separate affiliate known as Buckeye Telesystem, Inc., which is certificated by this Commission as a competitive local exchange carrier. Block Line Systems, LLC has the technical, financial and managerial experience to operate as an interexchange carrier in Ohio providing resold toll services and Voice over Internet Protocol ("VoIP") services to Ohio consumers.

Line Systems, Inc. is a Pennsylvania corporation, whose address is 1645 West Chester Pike, Suite 200, West Chester, Pennsylvania 19382. It is registered with this Commission as an interexchange carrier which provides intrastate toll services.

Magellan Hill Technologies, LLC is a limited liability company organized under the laws of the State of New Jersey, whose address is 1020 Laurel Oak Road, Suite 201, Voorhees, NJ 08043-3518. It is also registered in Ohio as an interexchange carrier providing intrastate toll services in Ohio.

Pursuant to the terms of an Asset Purchase Agreement, dated June 26, 2014, BCI and Block Line Systems, LLC have agreed to acquire certain assets, including operating assets and agreements, certain customer accounts, contracts and agreements, certain vendor agreements and contracts, and certain intellectual property from Line Systems, Inc. and Magellan Hill Technologies, LLC. As part of the purchase of assets, BLS will receive such assets related to, for example, the provision of domestic interexchange service and international resold long distance services (the "Transaction"). In addition, as part of the transaction, BLS will hire a number of employees from LSI to perform day-to-day technical and commercial operations, including certain key individuals within LSI's senior management, including Michael Miller and Kevin McGeary.

As a result of this transaction, and subject to receipt of the approval and certification from this Commission, Block Line Systems, LLC will be the Commission-certificated entity operating under one entity the assets of Line Systems, Inc. and Magellan Hill Technologies, LLC. Immediately following the consummation of this transaction, Block Line Systems, LLC will continue to offer the same services, rates, terms and conditions that Line Systems, Inc. and Magellan Hill Technologies, LLC were providing under their Commission-regulated services. As the Transferee, Block Line Systems, LLC will provide notice to customers as required by the Commission at the appropriate time. Any future changes to Block Line Systems, LLC's rates, terms or conditions of those services that may occur after the closing of this transaction, which is now anticipated to occur in the 4th Quarter of 2014, will be undertaken pursuant to the requirements of applicable law and Commission rules.

This transaction will bring together two carrier organizations which have proven to provide quality service in a highly-competitive marketplace. Consummation of the transaction

is anticipated to create a stronger competitor by bringing together the strengths of the existing Line Systems, Inc. and Magellan Hill Technologies, LLC operations with those garnered through the operations of Block Line Systems, LLC. Operating these assets as an integrated company as Block Line Systems, LLC plans to do will allow it to operate efficiently and continue to deliver value and a variety of services to those customers. This transaction will not result in a discontinuance, reduction, loss or impairment of service to customers.

Block Line Systems, LLC respectfully requests that the existing certificates issued to Line Systems, Inc. and Magellan Hill Technologies, LLC be combined and transferred to Block Line Systems, LLC authorizing it to provide competitive telecommunications services throughout Ohio. In addition, it is requested that Line Systems, Inc. and Magellan Hill Technologies, LLC be removed from the rolls of public utilities in Ohio.

EXHIBIT D

Attached is a copy of the Certificate of Good Standing from the Ohio Secretary of State for Block Line Systems, LLC.



DATE	DOCUMENT ID	DESCRIPTION	FILING	EXPED	PENALTY	CERT	COPY
06/12/2014	201416300527	ARTICLES OF ORGNZTN/DOM. PROFIT LIM.LIAB. CO. (LCP)	125.00	0.00	0.00	0.00	0.00

Receipt

This is not a bill. Please do not remit payment.

SHUMAKER LOOP & KENDRICK, LLP
ATTN: JENNA FELLER
1000 JACKSON ST.
TOLEDO, OH 43604

STATE OF OHIO CERTIFICATE

Ohio Secretary of State, Jon Husted
2302772

It is hereby certified that the Secretary of State of Ohio has custody of the business records for

BLOCK LINE SYSTEMS, LLC

and, that said business records show the filing and recording of:

Document(s)

ARTICLES OF ORGNZTN/DOM. PROFIT LIM.LIAB. CO.

Effective Date: 06/11/2014

Document No(s):

201416300527

United States of America
State of Ohio
Office of the Secretary of State

Witness my hand and the seal of the
Secretary of State at Columbus, Ohio this
12th day of June, A.D. 2014.

Ohio Secretary of State



Form 533A Prescribed by:
Ohio Secretary of State

JON HUSTED
Ohio Secretary of State

Central Ohio: (614) 468-3910
Toll Free: (877) SOS-FILE (767-3453)
www.OhioSecretaryofState.gov
Bosserv@OhioSecretaryofState.gov

Mail this form to one of the following:

Regular Filing (non expedite)
P.O. Box 670
Columbus, OH 43216

Expedite Filing (Two-business day processing
time requires an additional \$100.00).
P.O. Box 1390
Columbus, OH 43216

Articles of Organization for a Domestic Limited Liability Company

Filing Fee: \$125

CHECK ONLY ONE (1) BOX

(1) ☒ Articles of Organization for Domestic
For-Profit Limited Liability Company
(115-LCA)

(2) ☐ Articles of Organization for Domestic
Nonprofit Limited Liability Company
(115-LCA)

Name of Limited Liability Company Block Line Systems, LLC

Name must include one of the following words or abbreviations: "limited liability company," "limited," "LLC," "LLC," "Ltd.," "Co."

Effective Date
(Optional)

mm/dd/yyyy

(The legal existence of the limited liability company begins upon the filing
of the articles or on a later date specified that is not more than ninety days
after filing)

This limited liability company shall exist for
(Optional)

Period of Existence

Purpose
(Optional)

**Note for Nonprofit LLCs

The Secretary of State does not grant tax exempt status. Filing with our office is not sufficient to obtain state or federal tax exemptions. Contact the Ohio Department of Taxation and the Internal Revenue Service to ensure that the nonprofit limited liability company secures the proper state and federal tax exemptions. These agencies may require that a purpose clause be provided.

ORIGINAL APPOINTMENT OF AGENT

The undersigned authorized member(s), manager(s) or representative(s) of

Block Line Systems, LLC

Name of Limited Liability Company

hereby appoint the following to be Statutory Agent upon whom any process, notice or demand required or permitted by statute to be served upon the limited liability company may be served. The name and address of the agent is

Phillip H. Lee

Name of Agent

1000 Jackson Street

Mailing Address

Toledo

City

Ohio

State

43604

ZIP Code

ACCEPTANCE OF APPOINTMENT

The undersigned, Phillip H. Lee named herein as the statutory agent

Statutory Agent Name

for Block Line Systems, LLC

Name of Limited Liability Company

hereby acknowledges and accepts the appointment of agent for said limited liability company

Statutory Agent Signature

Phillip H. Lee

Individual Agent's Signature / Signature on Behalf of Business Serving as Agent

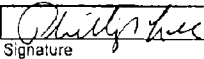
By signing and submitting this form to the Ohio Secretary of State, the undersigned hereby certifies that he or she has the requisite authority to execute this document.

Required

Articles and original appointment of agent must be signed by a member, manager or other representative.

If authorized representative is an individual, then they must sign in the "signature" box and print their name in the "Print Name" box.

If authorized representative is a business entity, not an individual, then please print the business name in the "signature" box, an authorized representative of the business entity must sign in the "By" box and print their name in the "Print Name" box.


Signature

By (if applicable)

Phillip H. Lee, Authorized Representative
Print Name

Signature

By (if applicable)

Print Name

Signature

By (if applicable)

Print Name

EXHIBIT E

The officers of Block Line Systems, LLC are:

Allan Block	Chairman
John Martin	President
Jodi Miehl	Secretary/Treasurer

EXHIBIT F

Customer Notice

Attached is a proposed customer notice that will be sent to affected customers at least 15 days before the transaction is scheduled to close.

[ADD CURRENT CARRIER LOGO]

[ADD BLS LOGO]

July _____, 2014

Re: Notice of Change of Provider for Long Distance Carrier

Dear Line Systems, Inc. or Magellan Hill Technologies, LLC Customer:

Line Systems, Inc. ("LSI") and Magellan Hill Technologies, LLC ("Magellan Hill") and Block Line Systems, LLC ("BLS") are excited to let you know that BLS has acquired the assets of LSI and Magellan Hill. As a result, on or after October 1, 2014, BLS will become your provider for presubscribed long distance telephone services that are currently provided to you by LSI or Magellan Hill. This may include presubscribed long distance for your domestic (interstate and intrastate) and international long distance services.

This change will be virtually invisible to you. Prior to and immediately following the transfer, you will continue to receive the same services at the same rates, terms, and conditions as you do now. Notice of any future changes in rates, terms, and conditions of service will be provided to you as required by your contract, terms of service or regulatory requirements. Service will continue without interruption. You will incur no carrier change charges as a result of this transaction. As in the past, you are responsible for paying all bills rendered to you by LSI or Magellan Hill during the transition of service.

If you want to subscribe to a different long distance carrier, you are entitled to do so. If you do not wish to receive service from BLS, you should select and contact an alternate carrier directly to arrange to transfer your service. Please contact LSI or Magellan Hill customer service to make any changes to your long distance carrier. If you decide to change carriers, neither LSI, Magellan Hill nor BLS will impose any charge for making that change.

Please note that if you are a customer of LSI or Magellan Hill on October 1, 2014, your account will automatically be transferred to BLS. Any deposits or credits being held by LSI or Magellan Hill will be transferred with you to BLS, or refunded to you by LSI or Magellan Hill if you choose not to continue service with BLS. In addition, should you have a term commitment with LSI or Magellan Hill and you disconnect or transfer services to another carrier prior to the end of that term, you will be liable to BLS for any applicable early termination charges, subject to applicable law.

Please note that if you are currently a LSI or Magellan Hill customer and have placed a "freeze" on your service to prevent unauthorized transfer to another carrier, it will automatically be lifted to implement the transfer to BLS. At your future request, freeze protection can be reestablished after the transfer.

Please also note that BLS will be responsible for addressing any complaints you may have regarding services provided by it on or about October 1, 2014, as well as complaints that arise prior to that date with respect to services provided by LSI or Magellan Hill.

We look forward to serving you and answering any questions you may have. Please feel free to contact either LSI or Magellan Hill customer service prior to October 1, 2014 with any questions you may have. After October 1, 2014, please contact BLS customer service at 1-888-808-6111.

Sincerely,

Line Systems, Inc., Magellan Hill Technologies,
LLC and Block Line Systems, LLC

EXHIBIT G

Certificates

Attached are copies of the Certificates issued by this Commission to Line Systems, Inc. and Magellan Hill Technologies, LLC. Block Line Systems, LLC respectfully requests that these Certificates be combined and transferred to Block Line Systems, LLC with its address at 405 Madison Avenue, Suite 2100, Toledo, Ohio 43604 authorizing it to provide competitive telecommunications services throughout Ohio. In addition, it is requested that Line Systems, Inc. and Magellan Hill Technologies, LLC be removed from the rolls of public utilities in Ohio.

PUBLIC UTILITIES COMMISSION OF OHIO

Certificate of Public Convenience and Necessity

Certificate Number:

90-6112

Issued Pursuant to Case Number(s):

03-569-CT-ACE

A Certificate of Public Convenience and Necessity is hereby granted to **Line Systems, Inc., d/b/a LSI Telecom, Inc.** whose office or principal place of business is located at **520 Abbott Drive, Suite E, Broomall PA 19008** to provide competitive telecommunication services, throughout the state of Ohio pursuant to its tariff filed in Case No. 90-6112-CT-TRF.

This Certificate is revocable if all of the Conditions set forth in the aforementioned case(s) are not met.

Subject to all rules and regulations of the Commission, now existing or hereafter promulgated.

Witness the seal of the Commission affixed at Columbus, Ohio.

Dated: March 28, 2003

By Order of

PUBLIC UTILITIES COMMISSION OF OHIO

Renee J. Jenkins

Renee J. Jenkins, Secretary

Daisy L. Crockron, Acting Secretary

Gary E. Vigorito, Acting Secretary

Ronald D. Rose, Acting Secretary

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**Public Utilities
Commission**

Ted Strickland, Governor
Alan R. Schriber, Chairman

Commissioners

Ronda Hartman Fergus
Valerie A. Lemmie
Paul A. Centolella
Cheryl Roberto

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Certificate of Public Convenience and Necessity

Certificate Number:
90-6397

Issued Pursuant to Case Number(s):
09-844-TP-ACE

A Certificate of Public Convenience and Necessity is granted to **Magellan Hill Technologies, LLC** whose office or principal place of business is located at 30 Washington Avenue, Suite D-11, Haddonfield, NJ 08033 to provide competitive telecommunications services throughout Ohio pursuant to its tariff in Case No. 90-6397-TP-TRF.

This Certificate is revocable if all of the conditions set forth in the aforementioned case(s) are not met.

Subject to all rules and regulations of the Commission, now existing or hereafter promulgated.

Witness the seal of the Commission affixed at Columbus, Ohio.

Dated: November 03, 2009

By Order of

PUBLIC UTILITIES COMMISSION OF OHIO

Betty McCauley
Renee' J. Jenkins, Secretary
Betty McCauley, Acting Secretary
Mariruth C. Wright, Acting Secretary

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Case No(s). 14-1267-TP-CIO

Summary: Application Telecommunications Filing Form electronically filed by Mr. Stephen M Howard on behalf of Block Line Systems, LLC