

**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 Time Warner Cable ) TRF Docket No. 90-9278-TP-TRF and 90-6412-TP-TRF  
Information Services (Ohio), LLC and Time Warner Cable ) Case No. 15 - 1337 **-TP - CIO**  
Business, LLC to Notify the Commission of a Change in ) NOTE: Unless you have reserved a Case #, leave the "Case No" fields  
Operations ) BLANK.

Name of Registrant(s) Time Warner Cable Information Services (Ohio), LLC, Time Warner Cable Business, LLC

DBA(s) of Registrant(s) Time Warner Cable

Address of Registrant(s) 60 Columbus Circle New York NY 10023

Company Web Address www.timewarnercable.com

Regulatory Contact Person(s) Michael Quinn Phone (703) 713-1735 Fax \_\_\_\_\_

Regulatory Contact Person's Email Address michael.quinn@twcable.com

Contact Person for Annual Report same Phone \_\_\_\_\_

Address (if different from above) \_\_\_\_\_ Phone \_\_\_\_\_

Consumer Contact Information same Phone \_\_\_\_\_

Address (if different from above) \_\_\_\_\_

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](http://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**

<b>Carrier Type</b> <input type="checkbox"/> <b>Other</b> (explain below)	<input type="checkbox"/> <b>For Profit ILEC</b>	<input type="checkbox"/> <b>Not For Profit ILEC</b>	<input type="checkbox"/> <b>CLEC</b>
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)
<b>Other*</b> (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"/>
<b>Date Notice Sent:</b>				

**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 checked="" 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 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 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)	
<b>Wireless Providers</b> 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, \_\_\_\_\_, and am authorized to make this statement on its behalf.

\_\_\_\_\_  
(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) \_\_\_\_\_ at (Location) \_\_\_\_\_

\*(Signature and Title) \_\_\_\_\_ (Date) \_\_\_\_\_

- *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, Counsel (Date) July 21, 2015

*\*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***

**APPLICATION OF TIME WARNER CABLE INFORMATION SERVICES (OHIO),  
LLC AND TIME WARNER CABLE BUSINESS LLC d/b/a TIME WARNER CABLE TO  
NOTIFY THE COMMISSION OF A CHANGE IN OPERATIONS**

**EXHIBIT LIST**

**EXHIBIT A – EXISTING TARIFF .**

**EXHIBIT B -- PROPOSED REVISED TARIFF**

**EXHIBIT C – DESCRIPTION OF THE PARTIES**

**EXHIBIT D – DESCRIPTION OF AND RATIONALE FOR THE INVOLVED  
TRANSACTION, INCLUDING PUBLIC INTEREST**

**EXHIBIT E – LIST OF NAMES, ADDRESSES AND PHONE NUMBERS OF OFFICERS**

**EXHIBIT F -- NOTICE TO CUSTOMERS OF THE TRANSACTION**

**EXHIBIT G – CUSTOMER NOTICE AFFIDAVIT**

**EXHIBIT H – CERTIFICATION FROM OHIO SECRETARY OF STATE AND  
CERTIFICATE OF GOOD STANDING**

**EXHIBIT A**

**EXISTING TARIFF**

The existing tariff of Time Warner Cable Information Services (Ohio), LLC ("TWCIS") will remain in effect until further notice. The existing tariff sheets may be found in TRF Docket No. 90-9278-TP-TRF. Time Warner Cable Business LLC has no existing tariffs on file with the Commission.

**EXHIBIT B**

**PROPOSED REVISED TARIFF**

There are no proposed revised tariff sheets as the existing tariff sheets of TWCIS will remain in effect until further notice.

## EXHIBIT C

### DESCRIPTION OF THE PARTIES

#### A. Time Warner Cable Inc. (“TWC”) and the TWC Subsidiaries

TWC is a publicly traded corporation organized under the laws of the State of Delaware, with its headquarters located at 60 Columbus Circle, New York, New York 10023. TWC delivers high-quality video, broadband, and voice services, reaching over 15 million residential and business customers across 30 states, including Ohio. TWC offers its business, commercial and enterprise services under its Time Warner Cable Business Class brand.

Although not the subject of the present Application, TWC is an industry leader in high-speed broadband, reaching approximately 11.7 million residential customers across the country, and TWC also provides advanced cable services to approximately 10.8 million residential video customers, making it the fourth-largest MVPD in the United States, behind Comcast, DirecTV, and Dish Network. TWC provides Home Phone, an interconnected VoIP service, to approximately 5.3 million residential customers throughout its footprint.

TWC was the first multi-system operator to introduce a mass-market, facilities-based VoIP service. Home Phone service features and options include call forwarding, call waiting, caller-ID, outbound caller-ID blocking, enhanced 911 and unlimited local and long-distance calling throughout the United States and to Canada, Mexico, China, Hong Kong, India, and the U.S. territories. Home Phone customers may also access a secure web portal (“VoiceZone”), through which they may activate caller ID, set up unwanted call blocking, customize other Home Phone service features and access their voicemail.



The TWC Subsidiaries are wholly owned subsidiaries of TWC and limited liability companies organized under the laws of the State of Delaware. Their principal offices are located at 60 Columbus Circle, New York, New York 10023. By means of a Certificate of Public Convenience and Necessity, Certificate No. 90-9278, issued in Commission Case No. 05-837-TP-ACE on August 1, 2005, TWCIS is authorized to provide local exchange and interexchange services in Ohio. By means of a Certificate of Public Convenience and Necessity, Certificate No. 90-6412, issued in Commission Case No. 13-1217-TP-ACE on July 19, 2013, TWCB is authorized to provide interexchange services throughout the state.

TWCIS does not itself provide direct end-user voice services in Ohio. Rather, TWCIS provides wholesale telecommunications services, including switched access service and local interconnection service to retail VoIP providers, including TWCIS's own non-regulated affiliate that provides retail VoIP service, TWC Digital Phone LLC d/b/a Time Warner Cable. TWCB offers to business and commercial customers a variety of products and services, including high-capacity transmission services such as Metro Ethernet and cell tower backhaul services and facilities used by wireless providers. TWC, through other subsidiaries, offers a broad range of other communications and information technology solutions, including broadband Internet access, voice solutions, and through its NaviSite operations, managed hosting and cloud computing services. TWC offers these services in competition with Incumbent Local Exchange Carriers ("ILECs") and other service providers. TWC offers these services using its own facilities and, where necessary, third-party facilities. TWC's customers range in size and variety from individual consumers and small businesses with a single location to medium-sized and enterprise businesses with multiple locations, as well as government, education, and non-profit institutions.

## **B. Charter Communications, Inc.**

Charter is a leading communications company that provides broadband Internet, video, voice, and business services.<sup>1</sup> Charter markets its services under the Spectrum brand. As a result of extensive investment and a commitment to providing the best services, Charter now serves over 5.8 million residential customers and has 386,000 commercial relationships. Domiciled in Delaware and headquartered in Stamford, Connecticut, Charter operates in 28 states and employs over 23,500 people.

Charter provides voice service to over 2.4 million residential customers via Voice over Internet Protocol (“VoIP”) technology. Charter’s voice services include unlimited long distance calling in the United States, and Canada, Puerto Rico, the U.S. Virgin Islands, and Guam. Calling features include voicemail, call waiting, caller-ID, call forwarding, and more, at no additional charge. In addition, the E911 feature automatically provides the emergency service operator with a caller’s phone number and location. For customers with video service, caller ID on TV is available in most areas at no additional charge. Indeed, Charter does not offer plans with separate, additional fees common in the industry, such as a federal Universal Service Fund (“USF”) fee, state USF fee, subscriber line fee, or E911 fee.<sup>2</sup>

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<sup>1</sup> Certain of the subjects and benefits discussed in this filing pertain to non-jurisdictional products and services. While those items are included herein in order to provide a comprehensive view of the public interest benefits of the proposed Transaction, Charter respectfully reserves all rights relating to the inclusion of or reference to such information, including without limitation Charter’s legal and equitable rights relating to jurisdiction, filing, disclosure, relevancy, due process, review, and appeal. The inclusion of or reference to non-jurisdictional information may not be construed as a waiver of any rights or objections otherwise available to Charter in this or any other proceeding, and may not be deemed an admission of relevancy, materiality, or admissibility generally or with specific regard to the Commission’s actual public interest standard under applicable law.

<sup>2</sup> Charter remits these fees to the appropriate regulatory agencies where required and in accordance with law, but does not generally add them on top of the monthly rate that consumers pay for Charter’s voice service.

Currently the seventh-largest multichannel video programming distributor (“MVPD”) in the United States, Charter serves 4.2 million residential Charter TV video customers over its all-digital network to the vast majority of its service area. It has recently unveiled “Worldbox”—an innovative set-top box that uses a downloadable security solution. Moreover, Charter is currently deploying its “Spectrum Guide”—a cloud-based user interface that enhances the consumer video service and can be accessed through both Worldbox and legacy two-way set-top boxes. Charter’s TV “app” offers over 150 live, linear channels, video on demand (“VOD”) and the ability to download VOD content for future playback. All these innovations will enable New Charter to improve the customer experience.

Although not the subject of the instant Application, Charter is committed to developing and deploying innovative broadband technology. Charter’s broadband Internet services deliver an industry-leading minimum of 60+ Mbps to the vast majority of its 4.8 million residential broadband customers. The company continually invests in improving its network and services. Charter was also recognized in 2014 as the nation’s fastest WiFi provider. Its broadband services are also provided under customer-friendly terms. Charter offers its base 60 Mbps service at lower prices than other providers, and does not impose data caps or engage in usage-based billing. Charter has invested in broadband interconnection, and has not been involved in any notable disputes over traffic management. It maintains a focus on ensuring the broadband user experience is a positive one.

**EXHIBIT D**

**DESCRIPTION OF AND RATIONALE FOR THE INVOLVED TRANSACTION,  
INCLUDING PUBLIC INTEREST CONSIDERATION**

Pursuant to the Ohio Administrative Code § 4901:1-6-29, Charter Communications, Inc. (“Charter”) and Time Warner Cable Inc. (“TWC”), on behalf of its subsidiaries Time Warner Cable Information Services (Ohio), LLC (“TWCIS”), and Time Warner Cable Business LLC (“TWCB,” and together with TWCIS, the “TWC Subsidiaries,” and, collectively, with TWC and Charter, the “Applicants”), respectfully request the approval of the Public Utilities Commission of Ohio (the “Commission”) for a transaction involving the transfer of control of the TWC Subsidiaries as described herein.

Charter, TWC, and a third entity, Bright House Networks, LLC (“BHN”), a subsidiary of Advance/Newhouse Partnership (“A/N”) that has no presence or operations in Ohio and is not a party to this Application, will combine to form “New Charter,” creating an advanced, growth-oriented broadband and cable company poised to better serve customers with competitive, high-quality communications services (the “Transaction”).

The Transaction should be approved because substantial public interest benefits will flow to Ohio customers, with no adverse impacts on competition. Specifically, the Transaction will enable the Applicants to enhance the competitive market for voice service in Ohio; deliver superior services at just and reasonable rates; and ensure that New Charter’s services are at the cutting edge of innovation. The company will achieve these results, while growing the business and at the same time, promoting good corporate governance that inures to the benefit of both customers and employees in Ohio.

**A. The Transaction Will Improve Competition and Service for Voice Service in Ohio**

The Transaction will promote the deployment of advanced voice services and enhance competition in the voice marketplace. Approval of the Transaction will provide voice service customers in Ohio with a more robust competitor, leading to better service and value.<sup>3</sup> The increased scale of the merged company will enable it to more effectively make significant fixed-cost investments by spreading those investments over a larger customer base. This scale will also better enable the merged company to invest in and attract a top-tier research and development team, to build facilities for state-of-the-art technological testing and experimentation, and to play an important role in developing proposed standards for standard-setting bodies. Each of these benefits of increased scale will enable New Charter to serve customers with its own technological innovations, as opposed to relying on purchasing whatever the largest players in the industry develop.

Charter, TWC, and BHN are recognized as premier voice service experts with advanced systems. The Transaction will allow the companies to integrate the best features of their respective voice offerings, resulting in improved service for residential and business customers. By combining these companies' voice expertise and advanced services, New Charter will be able to offer the best service and products available, with significant synergistic advantages that will ensure New Charter continues to develop the best new technology well into the future.

Furthermore, while there are strong indications that the Transaction will enhance competition in Ohio, there is no countervailing adverse impact to competition in the State

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<sup>3</sup> For example, the FCC typically considers cable VoIP providers and ILECs to operate in the same voice telephony market segment. *See, e.g., Applications Filed for Transfer of Control of Insight Commc'ns Co. to Time Warner Cable Inc.*, Memorandum Opinion and Order, 27 FCC Rcd 497, 504-05 ¶ 17 (2012).

either. Charter, TWC and BHN do not compete directly with one another in Ohio. Indeed, Charter and BHN currently have no presence in Ohio. Accordingly, post-Transaction, residential and business customers will continue to have numerous competitive alternatives for telephone service and high-capacity business services. Residential voice competitors include traditional providers of phone service such as ILECs and Competitive Local Exchange Carriers (“CLECs”), providers of fixed and nomadic VoIP services (including Vonage and others), and wireless providers. Other providers of high-capacity business services include the ILECs as well as large CLECs. New Charter will offer Ohio customers a high-quality and efficiently priced alternative committed to technical innovation and premiere service.

**B. The Transaction Will Promote Good Corporate Citizenship To the Benefit of Employees and Customers**

Following completion of the Transaction, New Charter will preserve and expand programs by Charter, TWC, and BHN that establish their strong corporate citizenship. For instance, Charter currently has a national philanthropic initiative known as Charter our Community, through which it helps promote critical home repairs, accessibility modifications, and energy-efficient upgrades in low-income communities.

Similarly, New Charter will retain and expand TWC’s and BHN’s community-friendly corporate practices, such as TWC’s diversity and inclusion initiatives in hiring and purchasing, and BHN’s broadband program for low-income residential customers.

In addition, the merged company will be committed to increasing its customer care capacity, and will do so through investment and in-sourced jobs in the United States. New Charter will bring overseas TWC jobs back to the United States and hire and train thousands of new employees for its customer service call centers and field technician operations. New Charter will bring many if not most of these jobs in-house, where it will provide significant

training, benefits, and opportunities for advancement, adding to the skill level and economic fabric of local communities, while developing its own high-skilled, well-paid workforce devoted to delivering improved customer service in Ohio and across the country.<sup>4</sup>

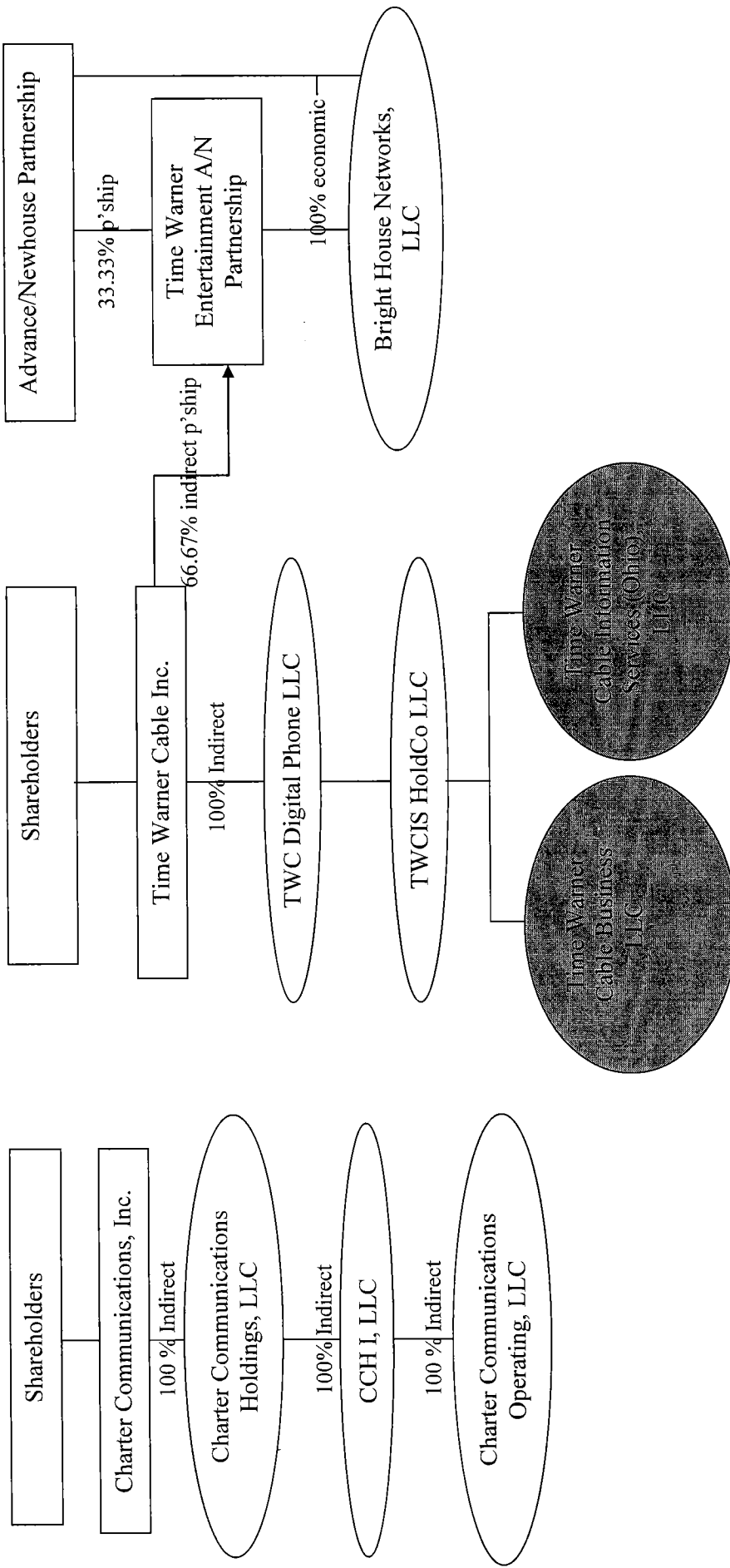
**C. The Transaction Will Be Seamless to Customers**

This Transaction will be seamless to the customers of the TWC Subsidiaries. This Application does not request authority for the transfer of customers or the assignment or discontinuance of any certificate. Given that the TWC Subsidiaries will continue to be providers in Ohio, the Transaction will not adversely affect the operation of any certificated carrier in Ohio. After closing the Transaction, if New Charter wishes to make additional changes that require further notice or regulatory approval, New Charter, through its regulated affiliates, will follow applicable Ohio filing and notice requirements associated with such changes.

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<sup>4</sup> Charter has not yet begun transition efforts, and is therefore not yet able to provide a description of the transaction's specific impact on Ohio TWC Subsidiaries' employees. Nevertheless, Charter has experienced considerable job growth since 2012, hiring 7,000 new employees across its service area. New Charter expects to continue to grow its business after the Transaction.

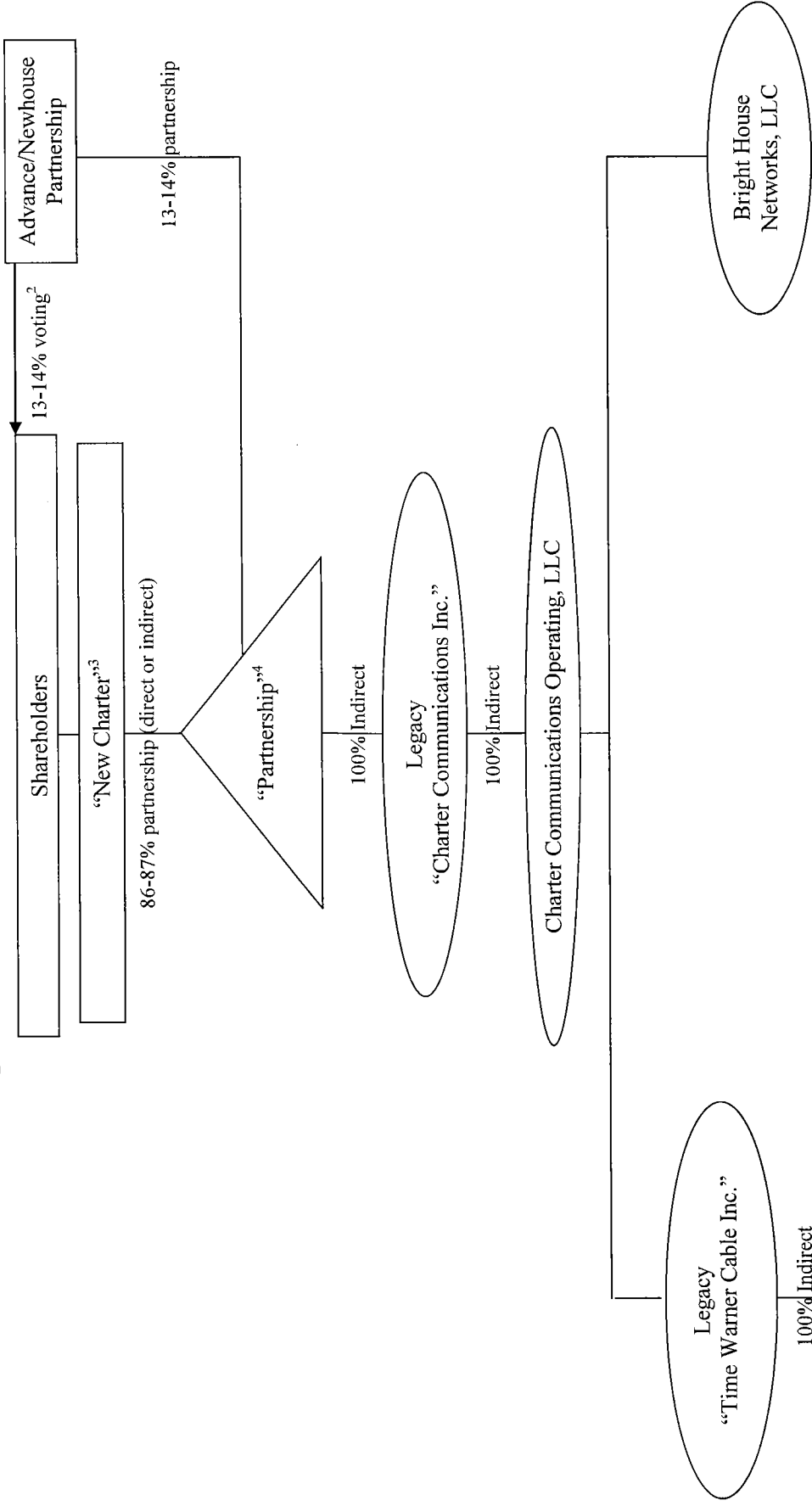
**Diagram of Organization Structure Prior to Transactions<sup>1</sup>**



**Key**  
 1 All ownership 100% direct unless otherwise noted.

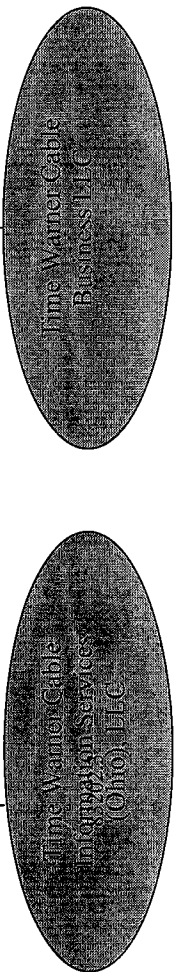


# Diagram of Organization Structure Following Transactions<sup>1</sup>



**Key**

- 1 All ownership 100% direct unless otherwise noted.
- 2 Advance/Newhouse Partnership will have 13-14% voting in New Charter via 1 share of Class B common stock corresponding to its economic partnership interests
- 3 Formerly CCHI, LLC
- 4 Formerly Charter Communications Holdings, LLC



**EXHIBIT E**

**LIST OF NAMES, ADDRESSES AND PHONE NUMBERS OF OFFICERS**

**TIME WARNER CABLE INFORMATION SERVICES (OHIO), LLC**

<b>OFFICER NAME</b>	<b>OFFICER TITLE, ADDRESS AND PHONE</b>
Philip Meeks	President 60 Columbus Circle New York, NY 10023 (212) 364-8205 Phil.meeks@twcable.com
David Flessas	Officer 13820 Sunrise Valley Drive Herndon, VA 20171 (703) 345-8446 David.flessas@twcable.com
David A. Christman	Senior Vice President & Assistant Secretary 60 Columbus Circle New York, NY 10023 (212) 364-8446 David.christman@twcable.com
Mark A. Schichtel	Officer 7910 Crescent Executive Drive Charlotte, NC 28217 (704) 731-3930 Mark.Schichtel@twcable.com
Michael W. Quinn	Group Vice President, Chief Regulatory Counsel, & Secretary 13820 Sunrise Valley Drive Herndon, VA 20171 (703) 713-1735 Michael.quinn@twcable.com
Ellen Alderdice	Assistant Treasurer 7910 Crescent Executive Drive Charlotte, NC 28217 (704) 731-3760 Ellen.alderdice@twcable.com
Paul Lang	Officer 60 Columbus Circle New York, NY 10023 (212) 364-8483 Paul.lang@twcable.com
Jack Herbert	Regional Vice President, Operations 1015 Olentangy River Rd. Columbus, OH 43212 (614) 481-5320 Jack.herbert@twcable.com
Mark Dunford	Area Vice President 11325 Reed Hartman Hwy.

	Cincinnati, OH 45241 (513) 386-5115 Mark.dunford@twcable.com
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**TIME WARNER CABLE BUSINESS LLC**

<b>OFFICER NAME</b>	<b>OFFICER TITLE, ADDRESS AND PHONE</b>
Philip Meeks	President 60 Columbus Circle New York, NY 10023 (212) 364-8205 Phil.meeks@twcable.com
David Flessas	Officer 13820 Sunrise Valley Drive Herndon, VA 20171 (703) 345-8446 David.flessas@twcable.com
David A. Christman	Senior Vice President & Assistant Secretary 60 Columbus Circle New York, NY 10023 (212) 364-8446 David.christman@twcable.com
Mark A. Schichtel	Officer 7910 Crescent Executive Drive Charlotte, NC 28217 (704) 731-3930 Mark.Schichtel@twcable.com
Michael W. Quinn	Group Vice President, Chief Regulatory Counsel, & Secretary 13820 Sunrise Valley Drive Herndon, VA 20171 (703) 713-1735 Michael.quinn@twcable.com
Ellen Alderdice	Assistant Treasurer 7910 Crescent Executive Drive Charlotte, NC 28217 (704) 731-3760 Ellen.alderdice@twcable.com
Paul Lang	Officer 60 Columbus Circle New York, NY 10023 (212) 364-8483 Paul.lang@twcable.com
William F. Osbourn	Senior Vice President & Controller 7910 Crescent Executive Drive Charlotte, NC 28217 (704) 731-3958 Bill.osbourn@twcable.com
Meredith Garwood	Assistant Treasurer 7910 Crescent Executive Drive Charlotte, NC 28217 (704) 731-3593 Meredith.garwood@twcable.com

**Charter Communications, Inc.**

**(Corporate Leadership)**

<b>OFFICER NAME</b>	<b>OFFICER TITLE, ADDRESS AND PHONE</b>
<u>Thomas M. Rutledge</u>	President and Chief Executive Officer
<u>John Bickham</u>	Chief Operating Officer
<u>Tom Adams</u>	Executive Vice President, Field Operations
<u>James Blackley</u>	Executive Vice President, Engineering & Information Technology
<u>Catherine Bohigian</u>	Executive Vice President, Government Affairs
<u>Don Detampel</u>	Executive Vice President & President, Commercial Services
<u>Richard J. DiGeronimo</u>	Executive Vice President, Product and Strategy
<u>Richard R. Dykhouse</u>	Executive Vice President, General Counsel & Corporate Secretary
<u>Jonathan Hargis</u>	Executive Vice President & Chief Marketing Officer
<u>Kathleen Mayo</u>	Executive Vice President, Customer Operations
<u>Scott Weber</u>	Executive Vice President, Network Operations
<u>Christopher L. Winfrey</u>	Executive Vice President & Chief Financial Officer
<u>Kevin D. Howard</u>	Senior Vice President – Finance, Controller & Chief Accounting Officer

**EXHIBIT F**

**NOTICE TO CUSTOMERS OF THE TRANSACTION**

Not applicable.

Customers will not be affected by this transaction, as there will be no change in rates, terms or conditions of service, and customers will continue to take service from TWC, TWCIS, and/or TWCB.

**EXHIBIT G**

**CUSTOMER NOTICE AFFIDAVIT**

Not applicable.

**EXHIBIT H**

**SEE ATTACHED CERTIFICATIONS FROM OHIO SECRETARY OF STATE AND  
CERTIFICATES OF GOOD STANDING**



UNITED STATES OF AMERICA  
STATE OF OHIO  
OFFICE OF THE SECRETARY OF STATE

*I, Jon Husted, do hereby certify that I am the duly elected, qualified and present acting Secretary of State for the State of Ohio, and as such have custody of the records of Ohio and Foreign business entities; that said records show TIME WARNER CABLE BUSINESS LLC, a Delaware For Profit Limited Liability Company, Registration Number 2166532, filed on January 17, 2013, is currently in FULL FORCE AND EFFECT upon the records of this office.*



*Witness my hand and the seal of the Secretary of State at Columbus, Ohio this 22nd day of June, A.D. 2015.*

*Jon Husted*

Ohio Secretary of State

Validation Number: 201517336137



**Jon Husted**  
Ohio Secretary of State

180 East Broad Street, 16th Floor  
Columbus, Ohio 43215  
Tel: (877) 767-6446 Fax: (614) 644-0649  
[www.OhioSecretaryofState.gov](http://www.OhioSecretaryofState.gov)

---

I, Jon Husted, Secretary of State of the State of Ohio, do hereby certify that the paper to which this is attached is a true and copy from the original record now in my official custody as Secretary of State.



Witness my hand and the seal of the Secretary of State at Columbus, Ohio this 30th day of June, A.D. 2015.

Ohio Secretary of State

A handwritten signature in black ink that reads "Jon Husted".

Validation Number:

201518150045



DATE	DOCUMENT ID	DESCRIPTION	FILING	EXPED	PENALTY	CERT	COPY
01/18/2013	201301800369	REGISTRATION OF FOREIGN FOR PROFIT LLC (LFP)	125.00	.00		.00	5.00

**Receipt**

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

CT CORPORATION SYSTEM  
4400 EASTON COMMONS WAY  
STE 125  
COLUMBUS, OH 43219

**STATE OF OHIO  
CERTIFICATE**

**Ohio Secretary of State, Jon Husted**

**2166532**

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

**TIME WARNER CABLE BUSINESS LLC**

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

Document(s):  
**REGISTRATION OF FOREIGN FOR PROFIT LLC**

Document No(s):  
**201301800369**



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 17th day of January, A.D.  
2013.

Ohio Secretary of State



Form 533B Prescribed by:  
Ohio Secretary of State  
**JON HUSTED**  
Ohio Secretary of State

Central Ohio: (614) 466-3910  
Toll Free: (877) SOS-FILE (767-3453)  
www.OhioSecretaryofState.gov  
Busserv@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

## Registration of a Foreign Limited Liability Company

Filing Fee: \$125

CHECK ONLY ONE (1) BOX

(1)  Registration of a Foreign For-Profit Limited  
Liability Company  
(106-LFA)  
ORC 1705

Jurisdiction of Formation

Date of Formation

(2)  Registration of a Foreign Nonprofit  
Limited Liability Company  
(106-LFA)  
ORC 1705

Jurisdiction of Formation

Date of Formation

Name of Limited Liability Company in its jurisdiction of formation

Name under which the foreign limited liability company desires to transact business in Ohio (if different from its name in its jurisdiction of formation) is:

Name must include one of the following words or abbreviations: "limited liability company," "limited," "LLC," "L.L.C.," "ltd.," or "ltd."

The address to which interested persons may direct requests for copies of the limited liability company's operating agreement, bylaws, or other charter documents of the company is:

Name

Mailing Address

City

State

ZIP Code

2013 JAN 17 PM 3:32

The limited liability company hereby appoints the following as its agent upon whom process against the limited liability company may be served in the state of Ohio. The name and complete address of the agent is

CT Corporation System

Name

1300 East 9th Street

Mailing Address

Cleveland

City

Ohio

State

44114

ZIP Code

If the agent is an individual and using a P.O. Box, check this box to confirm that the agent is an Ohio resident.

The limited liability company irrevocably consents to service of process on the agent listed above as long as the authority of the agent continues, and to service of process upon the Ohio Secretary of State if:

- a. an agent is not appointed, or
- b. an agent is appointed but the authority of that agent has been revoked, or
- c. the agent cannot be found or served after the exercise of reasonable diligence.

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**

Must be signed by an authorized 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.

TWCIS Holdco LLC, Member

Signature

Julie P. Laine

By (if applicable)

Julie A Laine

Print Name

Signature

By (if applicable)

Print Name

Signature

By (if applicable)

Print Name



**Jon Husted**  
Ohio Secretary of State

180 East Broad Street, 16th Floor  
Columbus, Ohio 43215  
Tel: (877) 767-6446 Fax: (614) 644-0649  
[www.OhioSecretaryofState.gov](http://www.OhioSecretaryofState.gov)

---

I, Jon Husted, Secretary of State of the State of Ohio, do hereby certify that the paper to which this is attached is a true and copy from the original record now in my official custody as Secretary of State.



Witness my hand and the seal of the Secretary of State at Columbus, Ohio this 30th day of June, A.D. 2015.

Ohio Secretary of State

A handwritten signature in cursive that reads 'Jon Husted'.

Validation Number:

201518150643



DATE:	DOCUMENT ID	DESCRIPTION	FILING	EXPED	PENALTY	CERT	COPY
07/30/2003	200321100052	REGISTRATION OF FOREIGN LIMITED LIABILITY CO (LFA)	125.00	100.00	.00	.00	.00

**Receipt**

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

C T CORPORATION SYSTEM  
STEVE GROVE  
17 S HIGH ST  
COLUMBUS, OH 43215

# STATE OF OHIO

**Ohio Secretary of State, J. Kenneth Blackwell**

1402423

It is hereby certified that the Secretary of State of Ohio has custody of the business records for  
**TIME WARNER CABLE INFORMATION SERVICES (OHIO), LLC**  
and, that said business records show the filing and recording of:

Document(s)  
**REGISTRATION OF FOREIGN LIMITED LIABILITY CO**

Document No(s):  
**200321100052**



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 29th day of July, A.D.  
2003.

*J. Kenneth Blackwell*  
Ohio Secretary of State



Prescribed by **J. Kenneth Blackwell**

Ohio Secretary of State  
Central Ohio: (614) 466-3910  
Toll Free: 1-877-SOS-FILE (1-877-767-3453)

www.state.oh.us/sos  
e-mail: busserv@sos.state.oh.us

Expedite this Form: (Select One)	
Mail Form to One of the Following:	
<input checked="" type="radio"/> Yes	PO Box 1390 Columbus, OH 43218 Require an additional fee of \$100 ***
<input type="radio"/> No	PO Box 870 Columbus, OH 43216

**ORGANIZATION / REGISTRATION OF  
LIMITED LIABILITY COMPANY**  
(Domestic or Foreign)  
Filing Fee \$125.00

THE UNDERSIGNED DESIRING TO FILE A:

(CHECK ONLY ONE (1) BOX)

<input type="checkbox"/> (1) Articles of Organization for Domestic Limited Liability Company (115-LCA) ORC 1705	<input checked="" type="checkbox"/> (2) Application for Registration of Foreign Limited Liability Company (106-LFA) ORC 1705 7/14/03 Delaware (Date of Formation) (State)
---	---

Complete the general information in this section for the box checked above.

Name Time Warner Cable Information Services (Ohio), LLC

Check here if additional provisions are attached

\* If box (1) is checked, name must include one of the following endings: limited liability company, limited, Ltd, L.L.D., LLC, L.L.C.

Complete the information in this section if box (1) is checked.

Effective Date (Optional) \_\_\_\_\_ Date specified can be no more than 90 days after date of filing. If a date is specified, the date must be a date on or after the date of filing.  
(mm/dd/yyyy)

This limited liability company shall exist for perpetual (Period of existence)

Purpose (Optional) \_\_\_\_\_

The address to which interested persons may direct requests for copies of any operating agreement and any bylaws of this limited liability company is

(Optional) \_\_\_\_\_  
(Name)  
\_\_\_\_\_  
(Street) **NOTE: P.O. Box Addresses are NOT acceptable.**  
\_\_\_\_\_  
(City) \_\_\_\_\_ (State) \_\_\_\_\_ (Zip Code)



Complete the information in this section if box (2) is checked.

The address to which interested persons may direct requests for copies of any operating agreement and any bylaws of this limited liability company is

Time Warner Cable, Law Department
(Name)
290 Harbor Drive
(Street)
NOTE: P.O. Box Addresses are NOT acceptable.
Stamford CT 06902
(City) (State) (Zip Code)

The name under which the foreign limited liability company desires to transact business in Ohio is

Time Warner Cable Information Services (Ohio), LLC

The limited liability company hereby appoints the following as its agent upon whom process against the limited liability company may be served in the state of Ohio. The name and complete address of the agent is

C T Corporation System
(Name)
1300 East 9th Street
(Street)
NOTE: P.O. Box Addresses are NOT acceptable.
Cleveland Ohio 44114
(City) (State) (Zip Code)

The limited liability company irrevocably consents to service of process on the agent listed above as long as the authority of the agent continues, and to service of process upon the OHIO SECRETARY OF STATE if:

- a. the agent cannot be found, or
b. the limited liability company fails to designate another agent when required to do so, or
c. the limited liability company's registration to do business in Ohio expires or is cancelled.

REQUIRED

Must be authenticated (signed) by an authorized representative (See Instructions)

[Signature of Gerald D. Campbell]
Authorized Representative

July 10, 2003
Date

Gerald D. Campbell, SR. VP, Voice, Time Warner Cable Inc., Man. Member
Print Name

[Blank Signature Box]
Authorized Representative

[Blank Date Box]
Date

Print Name

**This foregoing document was electronically filed with the Public Utilities**

**Commission of Ohio Docketing Information System on**

**7/21/2015 4:12:01 PM**

**in**

**Case No(s). 15-1337-TP-CIO**

Summary: Application to Notify the Commission of a Change in Operations electronically filed by Mr. Stephen M Howard on behalf of Time Warner Cable Information Services (Ohio), LLC and Time Warner Cable Business, LLC