



March 2, 2017  
Via Web Filing

Ms. Betty McCauley, Commission Secretary  
Public Utilities Commission of Ohio  
180 East Broad Street  
Columbus, OH 43215

**RE: Notice of Ownership and Name Change from Combined Public Communications, Inc. to  
Combined Public Communications, LLC  
Case No. 17-0620-TP-CIO**

Dear Ms. McCauley:

Please accept the original and one (1) copy of this letter, Notice of Ownership and Name Change, and Telecommunications Filing Form notifying the Commission of a *pro forma* transfer of ownership of Combined to CPC Engle Holdings, Inc., and of Combined's simultaneous conversion to an LLC. Following the consummation of the transaction, Combined Public Communications, LLC will operate as wholly-owned subsidiary of CTS, which is in turn ultimately controlled by Combined's previous majority owner, Cathleen Engle.

The transfer of ownership and conversion is transparent to customers, who will continue to receive telecommunications services provided by Combined at the same rates and pursuant to the same terms and conditions they currently offer. Please acknowledge receipt of this filing by date-stamping the extra copy of this cover letter and returning it to me in the self-addressed, stamped envelope provided for that purpose.

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

Sincerely,

/s/Sharon R. Warren

Sharon R. Warren  
Consultant

cc: Cathie Engle - CPC  
file: CPC - Ohio - Other  
tms: OHx1701

Enclosures

SW/bc

**The Public Utilities Commission of Ohio**  
**TELECOMMUNICATIONS FILING FORM**

(Effective: 9/2/2015)

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 Combined Public  
Communications, Inc. to change its Official Name to  
Combined Public Communications, LLC and Change of  
Ownership

)  
)  
)  
)

TRF Docket No. **90-5950-CT-TRF**

Case No. **17-0620-TP-CIO**

**NOTE: Unless you have reserved a Case #, leave the  
"Case No" fields BLANK.**

Name of Registrant(s) Combined Public Communications, Inc  
DBA(s) of Registrant(s)  
Address of Registrant(s) 100 Aqua Drive, Cold Spring, KY 41076  
Company Web Address [www.cpcjail.com](http://www.cpcjail.com)  
Regulatory Contact Person(s) Cathleen Engle Phone 859-547-5541 Fax 859-441-1790  
Regulatory Contact Person's Email Address [cengle@combinedpublic.com](mailto:cengle@combinedpublic.com)  
Contact Person for Annual Report Alex Fernandez Phone 407-740-8575  
Address (if different from above) 151 Southhall Lane, Suite 450, Maitland, FL 32751  
Consumer Contact Information Cathleen Engle Phone 859-547-5541  
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"/> 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"/> ATA <u>1-6-14(H)</u> (Auto 30 days)	<input type="checkbox"/> ATA <u>1-6-14(H)</u> (Auto 30 days)	<input type="checkbox"/> ATA <u>1-6-14(H)</u> (Auto 30 days)
Introduce non-recurring charge, surcharge, or fee to BLES			<input type="checkbox"/> ATA <u>1-6-14(H)</u> (Auto 30 days)
Introduce or Increase Late Payment	<input type="checkbox"/> ATA <u>1-6-14(I)</u> (Auto 30 days)	<input type="checkbox"/> ATA <u>1-6-14(I)</u> (Auto 30 days)	<input type="checkbox"/> ATA <u>1-6-14(I)</u> (Auto 30 days)
Revisions to BLES Cap.	<input type="checkbox"/> ZTA <u>1-6-14(F)</u> (0 day Notice)		
Introduce BLES or expand local service area (calling area)	<input type="checkbox"/> ZTA <u>1-6-14(H)</u> (0 day Notice)	<input type="checkbox"/> ZTA <u>1-6-14(H)</u> (0 day Notice)	<input type="checkbox"/> ZTA <u>1-6-14(H)</u> (0 day Notice)
Notice of no obligation to construct facilities and provide BLES	<input type="checkbox"/> ZTA <u>1-6-27(C)</u> (0 day Notice)	<input type="checkbox"/> ZTA <u>1-6-27(C)</u> (0 day Notice)	
Change BLES Rates	<input type="checkbox"/> TRF <u>1-6-14(F)</u> (0 day Notice)	<input type="checkbox"/> TRF <u>1-6-14(F)(4)</u> (0 day Notice)	<input type="checkbox"/> TRF <u>1-6-14(G)</u> (0 day Notice)
To obtain BLES pricing flexibility	<input type="checkbox"/> BLS <u>1-6-14</u> <u>(C)(1)(c)</u> (Auto 30 days)		
Change in boundary	<input type="checkbox"/> ACB <u>1-6-32</u> (Auto 14 days)	<input type="checkbox"/> ACB <u>1-6-32</u> (Auto 14 days)	
Expand service operation area			<input type="checkbox"/> TRF <u>1-6-08(G)</u> (0 day)
BLES withdrawal			<input type="checkbox"/> ZTA <u>1-6-25(B)</u> (0 day Notice)
<b>Other*</b> (explain) <u>Wireless /CMRS</u>			

## 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 checked="" 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 checked="" 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"/> ATA <u>1-3-04</u> (Auto 30 days)	
<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.

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**AFFIDAVIT**

***Compliance with Commission Rules***

I am an officer/agent of the applicant corporation, Combined Public Communications, Inc., and am authorized to make this statement on its behalf.

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 May 5, 2016 at (Location) Maitland, FL 32751

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

Date: March 2, 2017

*\*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.*

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**VERIFICATION**

I, Connie Wightman, Consultant to **tw telecom of ohio llc**, 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.

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

Date: March 2, 2017

*\*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.*

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***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***

Combined Public Communications, Inc.

Exhibit A

Current Tariff Pages

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*This tariff, P.U.C.O. Tariff No. 2 filed by Combined Public Communications, Inc. cancels and replaces, in its entirety, the current tariff on file with the Commission, P.U.C.O. Tariff No. 1, issued by Combined Public Communications, Inc.*

*This tariff is in compliance with Rule 4901:1-6, OAC*

**TITLE PAGE**

**INSTITUTIONAL TELECOMMUNICATIONS SERVICES**

**COMBINED PUBLIC COMMUNICATIONS, INC.  
90-5950-CT-TRF**

This tariff contains the descriptions, regulations, and rates applicable to the furnishing of institutional telecommunications services provided by Combined Public Communications, Inc. within the State of Ohio. This tariff is on file with the Public Utilities Commission of Ohio. Copies may also be inspected during normal business hours at the Company's principal place of business.

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Issued: September 2, 2011

Effective: September 2, 2011

Issued by: Melody Weil, President  
P.O. Box 76573  
Highland Heights, KY 41076

OHn1103

Combined Public Communications, Inc.

Exhibit B

Proposed Tariff Pages

*This tariff is in compliance with Rule 4901:1-6, OAC*

**TITLE PAGE**

**INSTITUTIONAL TELECOMMUNICATIONS SERVICES**

**COMBINED PUBLIC COMMUNICATIONS, LLC (C)**

**90-5950-CT-TRF**

This tariff contains the descriptions, regulations, and rates applicable to the furnishing of institutional telecommunications services provided by Combined Public Communications, LLC within the State of Ohio. This tariff is on file with the Public Utilities Commission of Ohio. Copies may also be inspected during normal business hours at the Company's principal place of business. (C)

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Issued: March 2, 2017

Effective: March 2, 2017

Issued by: Cathleen Engle, President  
100 Aqua Drive  
Cold Spring, KY 41076

OHx1701

Combined Public Communications, LLC

Exhibit C

Description

See Notice of Ownership and Name Change

The Company is notifying the Commission of a *pro forma* transfer of ownership of Combined Public Communications, Inc. ("Combined") to CPC Engle Holdings, Inc., and of Combined's simultaneous conversion to an LLC. Following the consummation of the transaction, Combined Public Communications, LLC will operate as wholly-owned subsidiary of CTS, which is in turn ultimately controlled by Combined's previous majority owner, Cathleen Engle.

Combined Public Communications, LLC

Exhibit D

Customer Notice

The Transaction has no effect on the operations of the Company and the Company continues to offer the same services under the same rates, terms and conditions as currently offered. Consequently, the Transaction will have no impact on Ohio Customers and no customer notice is required.

## **COMBINED PUBLIC COMMUNICATIONS, INC.**

### **NOTICE OF OWNERSHIP AND NAME CHANGE**

Combined Public Communications, Inc. ("Combined"), Client Telephone Solutions, LLC ("CTS"), and CPC Engle Holdings, Inc. ("CPC") (collectively, the "Parties"), through their consultant hereby notify the Commission of a *pro forma* transfer of ownership of Combined to CPC, and of Combined's simultaneous conversion to an LLC. Following the consummation of the Transaction (as defined below), Combined Public Communications, LLC will operate as wholly-owned subsidiary of CTS, which is in turn ultimately controlled by Combined's previous majority owner, Cathleen Engle. Please refer to *Exhibit A* for Pre- and Post-Transaction Chart.

The Transaction has no effect on the operations of Combined Public Communications, Inc., which remains the holder of its Certificate of Authority (as defined below) and continues to offer the same services under the same rates, terms and conditions as currently offered. Consequently, the Transaction will have no impact on Ohio customers and no customer notice is required.

The Parties provide the following additional notice information:

#### **I. DESCRIPTION OF THE PARTIES**

##### **A. Combined Public Communications, Inc.**

Combined Public Communications, Inc. is organized under the laws of the state of Ohio with principal offices located at 100 Aqua Drive, Cold Spring, KY 41076. Combined Public Communications, Inc. was granted a Certificate of Public Convenience and Necessity in Ohio under Certificate Number 90-5950, Case Number 00-1362-CT-ACE on August 31, 2000. Prior to the Transaction, it was controlled by Cathleen Engle, who owned 51% of its stock.

##### **B. Client Telephone Solutions, LLC**

Client Telephone Solutions, LLC is a Delaware limited liability company, with its principal business office at 100 Aqua Drive, Cold Spring, KY 41076. It is 91.1452% owned and controlled by CPC Engle Holdings, Inc.

##### **C. CPC Engle Holdings, Inc.**

CPC Engle Holdings, Inc., is incorporated as a Delaware corporation with its principal business office at 100 Aqua Drive, Cold Spring, KY 41076. It is wholly owned by Cathleen Engle, the previous controlling owner of Combined.

##### **D. Combined Public Communications, LLC**

Combined Public Communications, LLC is a Delaware limited liability company, with its principal business office at 100 Aqua Drive, Cold Spring, KY 41076. Prior to the Transaction it was owned 51% by Cathleen Engle and 49% by Melody Weil. After the Transaction, it is a wholly owned subsidiary of Client Telephone Solutions, LLC.

## **II. CONTACT INFORMATION**

For the purposes of this Notice, contacts for the Parties are as follows:

For All Parties:

Cathleen K. Engle  
100 Aqua Drive  
Cold Spring, KY 41076  
Tel. 859-547-5441  
Fax 859-441-1790  
[cengle@combinedpublic.com](mailto:cengle@combinedpublic.com)

*With a copy to:*

Sharon R. Warren  
Consultant  
Technologies Management, Inc.  
151 Southhall Lane, Suite 450  
Maitland, Florida 32751  
(407) 740-3005 (voice)  
(407) 740-0613 (facsimile)  
[swarren@tminc.com](mailto:swarren@tminc.com)

## **III. DESCRIPTION OF THE TRANSACTION**

This *pro forma* transfer of control took place in connection with the retirement of the 49% owner of Combined Public Communications, Inc. Through a multi-staged reorganization, Combined Public Communications, Inc. was first converted from an Ohio corporation to a Delaware limited liability company named Combined Public Communications, LLC. Then Client Telephone Solutions, LLC ("CTS"), a Delaware limited liability company, was made the direct 100% parent of Combined Public Communications, LLC. CTS is 91.1452% owned and controlled by CPC Engle Holdings, Inc, which is wholly-owned by Cathleen K. Engle. Ms. Engle held a 51% controlling interest in Combined Public Communications before the Transaction and holds a 91.1452% controlling interest after the Transaction. Please see *Exhibit A* for a Pre-/ Post Organization Chart showing the ownership structure of CPC Engle Holdings, Inc. and its operating subsidiaries.

This change in ultimate control did not involve a transfer of operating authority, assets or customers in Ohio or elsewhere. Except as stated here, Combined Public Communications, Inc.'s corporate identity, name and operations, and the rates, terms and conditions of its service offerings will remain intact after the Transaction. Accordingly, the Transaction was seamless to customers. The Transaction was consummated on November 22, 2016.

## **IV. PUBLIC INTEREST STATEMENT**

The Parties submit that the Transaction described herein is in the public interest. As noted previously, the Transaction will be seamless from the perspective of Combined Public Communications' Ohio customers because there will be no change in Combined Public Communications' rates, terms and conditions of service. Consummation of the Transaction has enhanced Combined Public Communications' financial and managerial capabilities to continue to provide high-quality, competitive telecommunications services to Ohio customers. Combined Public Communications, LLC's operations should benefit from an improved balance sheet that will result from a capital infusion from CPC Engle Holdings, Inc., as well as the operational and managerial resources of CPC Engle Holdings, Inc.

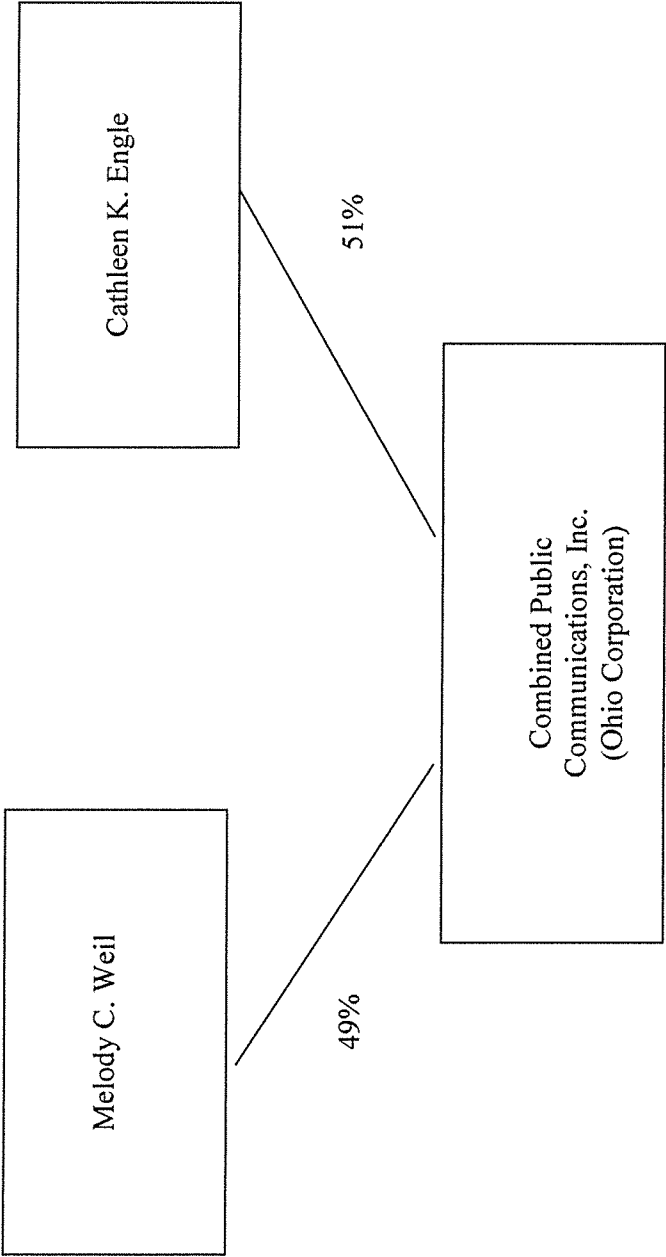
#### IV. NAME CHANGE

Simultaneous with the change in ownership, Combined Public Communications, Inc., an Ohio corporation, underwent a statutory conversion to become Combined Public Communications, LLC, a Delaware limited liability company. The conversion of the Company to a limited liability company was merely a change in its corporate form accomplished through the filing of a Certificate of Conversion in Ohio and did not entail any other transactions that would interrupt the existence of the Company. Please refer to ***Exhibit B*** for a copy of evidence of registration of the conversion with the Ohio Secretary of State. Please accept this as official notification that Combined Public Communications, Inc. has changed the Company name and requests that all Commission records, including Company Certificates, be updated to reflect the Company's conversion to a limited liability company and the resulting change in Company name to Combined Public Communications, LLC.

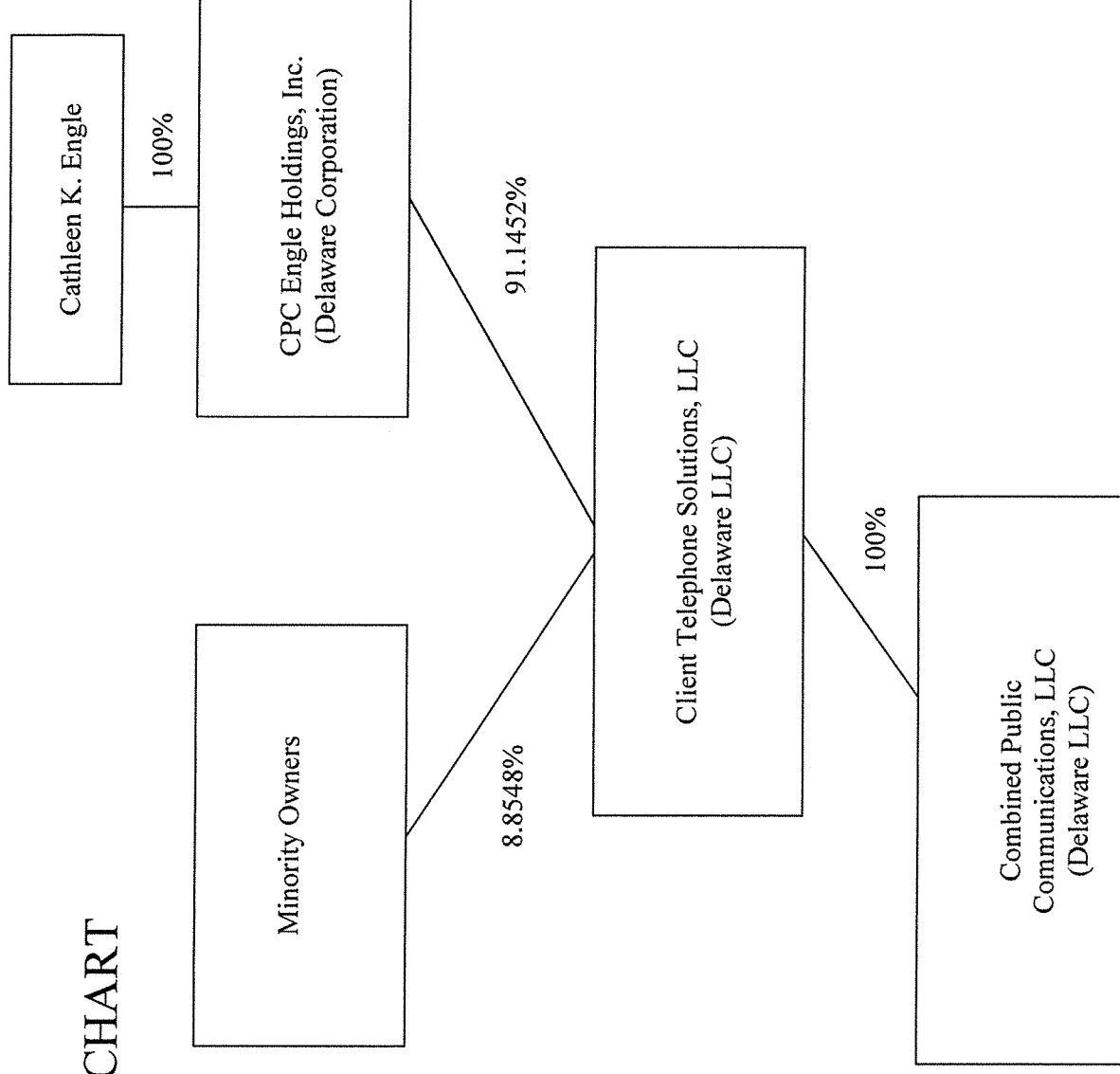
***EXHIBIT A***

**PRE- AND POST-TRANSACTION CHART**

PRE- ORGANIZATION CHART



# POST ORGANIZATION CHART



***EXHIBIT B***

PROOF OF CONVERSION FROM CORPORATION TO LLC



DATE	DOCUMENT ID	DESCRIPTION	FILING	EXPED	PENALTY	CERT	COPY
01/20/2017	201701602346	REGISTRATION OF FOREIGN FOR PROFIT LLC (LFP)	99.00	0.00	0.00	0.00	0.00

**Receipt**

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

TECHNOLOGIES MANAGEMENT, INC  
151 SOUTHHALL LANE  
SUITE 450  
MAITLAND, FL 32751

**STATE OF OHIO  
CERTIFICATE**

**Ohio Secretary of State, Jon Husted**  
**3980119**

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

**COMBINED PUBLIC COMMUNICATIONS, LLC**

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

Document(s)

**REGISTRATION OF FOREIGN FOR PROFIT LLC**

Effective Date: 01/16/2017

Document No(s):

**201701602346**



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  
20th day of January, A.D. 2017.

*Jon Husted*

**Ohio Secretary of State**

# Delaware

The First State

Page 1

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

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



6223238 8300

SR# 20170059762

You may verify this certificate online at [corp.delaware.gov/authver.shtml](http://corp.delaware.gov/authver.shtml)

A handwritten signature of Jeffrey W. Bullock in black ink, written over a horizontal line.

Jeffrey W. Bullock, Secretary of State

Authentication: 201825505

Date: 01-05-17

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 Ohio.
- 2.) The jurisdiction immediately prior to filing this Certificate is Delaware.
- 3.) The date the corporation first formed is November 29, 1994.
- 4.) The name of the Corporation immediately prior to filing this Certificate is  
Combined Public Communications, Inc.
- 5.) The name of the Limited Liability Company as set forth in the Certificate of  
Formation is Combined Public Communications, LLC.

IN WITNESS WHEREOF, the undersigned have executed this Certificate on the  
21 day of November, A.D. 2016.

By: Michael J. Moeddel  
Authorized Person

Name: Michael J. Moeddel  
Print or Type

**STATE of DELAWARE  
LIMITED LIABILITY COMPANY  
CERTIFICATE of FORMATION**

- First:** The name of the limited liability company is Combined Public Communications, LLC
- Second:** The address of its registered office in the State of Delaware is Corporation Trust Center, 1209 Orange Street, Wilmington DE 19801 in the county of New Castle. The name of its Registered Agent at such address is The Corporation Trust Company.

IN WITNESS WHEREOF, the undersigned has executed this Certificate of Formation of Combined Public Communications, LLC, this 21 day of November 2016.

By: Michael J. Moeddel  
Michael J. Moeddel  
Authorized Person

# 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 CONVERSION OF AN OHIO CORPORATION UNDER THE NAME OF "COMBINED PUBLIC COMMUNICATIONS, INC." TO A DELAWARE CORPORATION, FILED IN THIS OFFICE ON THE TWENTY-FIRST DAY OF NOVEMBER, A.D. 2016, AT 11:34 O'CLOCK A.M.

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



6223238 8100F  
SR# 20166723664

You may verify this certificate online at [corp.delaware.gov/authver.shtml](http://corp.delaware.gov/authver.shtml)

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

Jeffrey W. Bullock, Secretary of State

Authentication: 203373938  
Date: 11-21-16

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

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

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

By: Michael J. Moeddel

Name: Michael J. Moeddel  
Print or Type

Title: Authorized Representative  
Print or Type

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

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

**ARTICLE I. CORPORATION NAME**

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

**ARTICLE II. REGISTERED OFFICE**

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

**ARTICLE III. PURPOSE**

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

**ARTICLE IV. AUTHORIZED SHARES**

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

**ARTICLE V. INCORPORATOR**

The name and mailing address of the Incorporator is:

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

**ARTICLE VI. BYLAWS**

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

## ARTICLE VII. INDEMNIFICATION

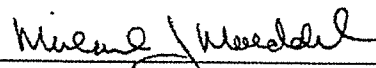
The Corporation shall have the power (but not the obligation) to indemnify and hold harmless, to the extent permitted by the Delaware General Corporation Law, or any other applicable law, as the same exists or may hereafter be amended, any Corporation director, officer, employee or agent who was or is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

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

## ARTICLE VIII. LIABILITY OF DIRECTORS

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

Signed effective as of Nov. 21, 2016

  
\_\_\_\_\_  
Michael J. Moeddel, Incorporator

**\*201632603492\***

DATE:	DOCUMENT ID	DESCRIPTION	FILING	EXPED	PENALTY	CERT	COPY
11/21/2016	201632603492	CONVERTING OUT OF EXISTENCE (VXX)	99.00	300.00	.00	.00	5.00

**Receipt**

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

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

**STATE OF OHIO  
CERTIFICATE**

**Ohio Secretary of State, Jon Husted**

**887886**

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

**COMBINED PUBLIC COMMUNICATIONS, INC.**

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

Document(s)

**CONVERTING OUT OF EXISTENCE**

Document No(s):

**201632603492**

**Effective Date: 11/21/2016**



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 21st day of November, A.D. 2016.

*Jon Husted*

Ohio Secretary of State

DATE	DOCUMENT NO	DESCRIPTION	FILING	EXPED	PENALTY	CERT	COPY
1. 5/18/2000	200009004037	AMD DOMESTIC/AMENDMENT TO ARTICLES	35.00	0.00	0.00	0.00	0.00
TOTAL			35.00	0.00	0.00	0.00	0.00

Return To:  
M & M PAY PHONES INC  
8949 WUEST RD  
CINCINNATI, OH 45251-0000

-----cut along the dotted line-----



# The State of Ohio

## Certificate

*Secretary of State - J. Kenneth Blackwell*

**887886**

*It is hereby certified that the Secretary of State of Ohio has custody of the business records for COMBINED PUBLIC COMMUNICATIONS, INC. and that said business records show the filing and recording of:*

Document(s)  
DOMESTIC/AMENDMENT TO ARTICLES

Document No(s):  
200009004037

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 24th day of  
March, A.D. 2000



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

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

**Commission of Ohio Docketing Information System on**

**3/2/2017 10:13:19 AM**

**in**

**Case No(s). 17-0620-TP-CIO**

Summary: Application Notice of Name Change and Change of Ownership with cover letter, application, exhibits and notice. electronically filed by Mrs. Barbara E. del Castillo on behalf of Combined Public Communications, Inc.