

FILE

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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 GTE Wireless of the Midwest Incorporated) TRF Docket No. 90 - 5456 - RC - TRF
) Case No. 17 - 2067 - **TP - RCC**
 to Transfer of Control of GTE Wireless of the Midwest Incorporated)
) NOTE: Unless you have reserved a Case #, leave the
) "Case No" fields BLANK.

Name of Registrant(s) GTE Wireless of the Midwest Incorporated
 DBA(s) of Registrant(s) N/A
 Address of Registrant(s) One Verizon Way, Basking Ridge, New Jersey 07920
 Company Web Address www.verizonwireless.com
 Regulatory Contact Person(s) Kathy L. Buckley Phone (304) 356-3194 Fax (304) 356-3590
 Regulatory Contact Person's Email Address Kathy.L.Buckley@verizon.com
 Contact Person for Annual Report Steve Delgado Phone (908) 559-3150
 Address (if different from above) One Verizon Way, Basking Ridge, NJ 07920
 Consumer Contact Information Kathy L. Buckley Phone (304) 356-3194
 Address (if different from above) Box 3, 4700 MacCorkle Ave., Charleston, WV 25304

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).

This is to certify that the images appearing are an accurate and complete reproduction of a case file document delivered in the regular course of business.

Technician mm Date Processed 09/29/17

Section I – Part I - Common Filings

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

* 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 days)	<input type="checkbox"/> ATA <u>1-7-14</u> (Auto 30 days)
Request rural carrier exemption, rural carrier suspension or modification	<input type="checkbox"/> UNC <u>1-7-04</u> or <u>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)	
Wireless Providers See <u>4901:1-6-24</u>	<input checked="" type="checkbox"/> RCC [Registration & Change in Operations] (0 day)	<input type="checkbox"/> NAG [Interconnection Agreement or Amendment] (Auto 90 days)

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, GTE Wireless of the Midwest Incorporated, 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, Kathy L. Buckley, 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 _____

Kathy L.
Buckley

Digitally signed by Kathy L.
Buckley
Date: 2017.09.28 23:51:46
-04'00'

Date 9/28/17

**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.*

File document electronically as directed in case number 06-900-AU-WVR
or

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

Exhibit A

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 GTE WIRELESS OF THE MIDWEST INCORPORATED, an Indiana corporation, having qualified to do business within the State of Ohio on August 28, 1997 under License No. 990200 is currently in GOOD STANDING upon the records of this office.



*Witness my hand and the seal of the
Secretary of State at Columbus, Ohio
this 28th day of September, A.D.
2017.*

Jon Husted

Ohio Secretary of State

Validation Number: 201727101754

Exhibit B

GTE Wireless of the Midwest Incorporated Officers and Directors

Name	Title
Arumugavelu, Shankar	Senior Vice President Information Systems and Chief Information Officer
Clark, Nancy B.	Senior Vice President - Marketing
Delehanty, Martha	Senior Vice President - Human Resources Operations
Dunne, Ronan	President
Erwin, Tami A.	Executive Vice President - Wireless Operations
Frye, Angela	Assistant Secretary
Granby, John	Great Lakes Market President
Greco, Joseph	Vice President and Assistant Secretary
Jentile, Christopher M.	Vice President and Assistant Secretary
Krohn, Scott	Senior Vice President and Treasurer
Loccisano, Todd	Executive Director - Contract Management
Manniello, Mario	Vice President - Taxes
McCoy, Mike W.	Vice President - Taxes
McGee, C. Todd	Vice President and Assistant Treasurer
Mutzenback, Robert	Assistant Secretary

Name	Title
Palmer, Nicola	Senior Vice President and Chief Network Officer
Ramsey, Lynn	Vice President - Field Operations
Serber, Paul	Assistant Secretary
Shipman, Karen M.	Assistant Secretary
Shroff, Abdulaziz	Vice President and Assistant Treasurer
Sin, Kee Chan	Vice President and Assistant Treasurer
Smith, Steven R.	Senior Vice President - Verizon Wireless Commercial Finance & Business Development
Smith, Wendy	Director - Finance
Stansbury, Christina	Assistant Treasurer
Townsend, John	Senior Vice President and Chief Financial Officer
Tugentman, Steven	Senior Vice President, General Counsel and Secretary
Van Saders, William P.	Vice President - Taxes
Vazquez, John M.	Vice President and Assistant Secretary
Erwin, Tami A.	Director
Townsend, John	Director
Tugentman, Steven	Director

Exhibit C

Description of Transfer of Control of GTE Wireless of the Midwest Incorporated

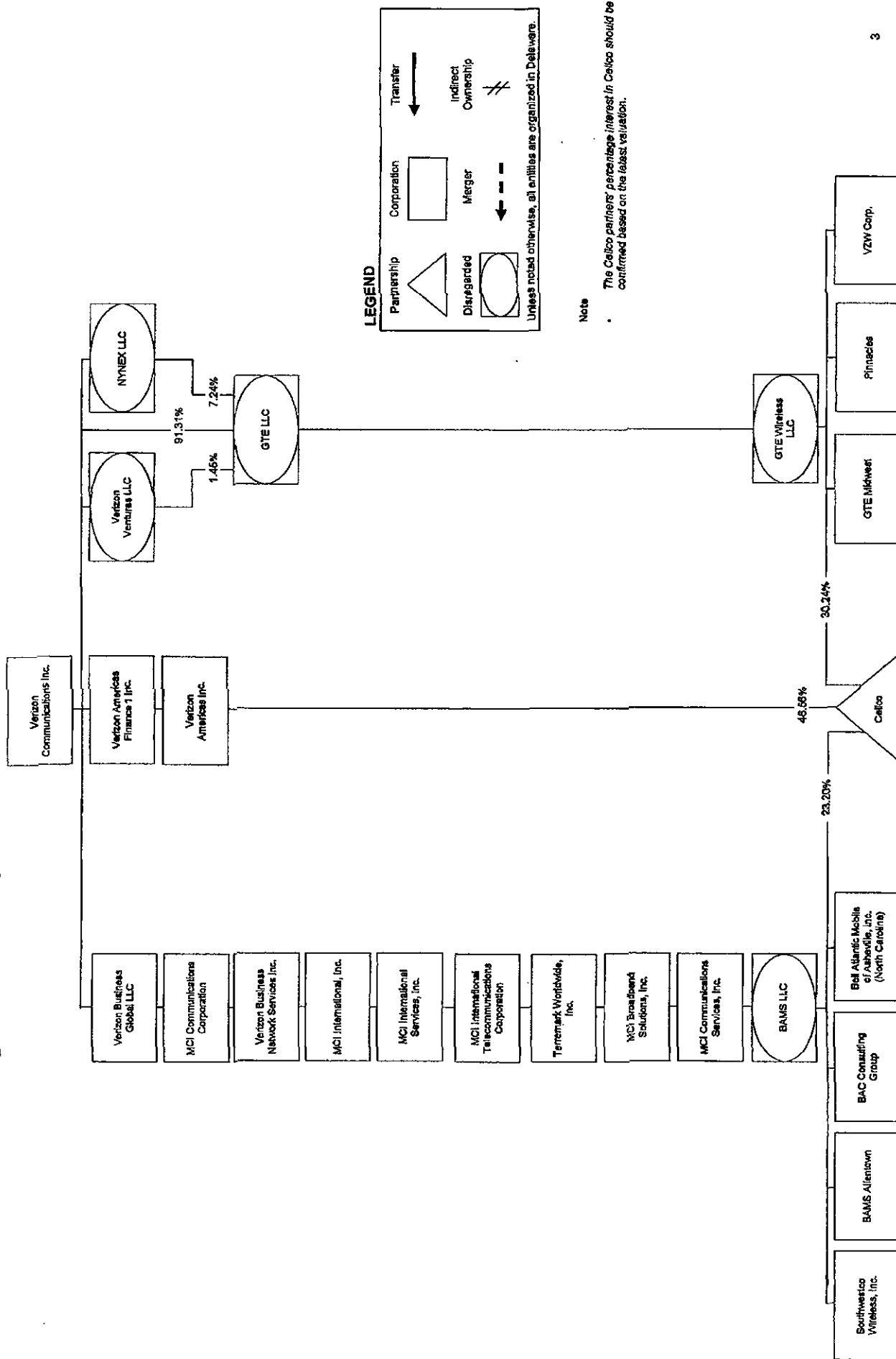
Cellco Partnership (Cellco) currently has three partners: Bell Atlantic Mobile Systems LLC (BAMS), GTE Wireless LLC (GWL) and Verizon Americas Inc. (VAI), all of which are indirect subsidiaries of Verizon Communications Inc. GTE Wireless of the Midwest Incorporated (GTE Midwest) is a wholly owned subsidiary of GWL and is registered as a wireless provider with the Commission. CommNet Cellular Inc. (CommNet) is a wholly owned subsidiary of Cellco that holds a number of subsidiaries. Attachment 1 shows the relationship of Cellco, its partners and certain other affiliates before and after the reorganization.

As a result of the proposed reorganization: (i) GTE Midwest will become a wholly owned subsidiary of VAI; (ii) Cellco will distribute to VAI, in partial redemption of VAI's interest in Cellco, the stock of CommNet; (iii) GTE Midwest will acquire from VAI a 10% partnership interest in Cellco; and (iv) the partnership interests of BAMS, GWL and VAI will be adjusted. The reorganization has a target closing date of September 30, 2017.

The reorganization will not result in the elimination of or transfer of wireless identification registrations of any of the Verizon Wireless companies operating in Ohio. The reorganization will not result in the discontinuance of or a change in rates, terms, and conditions of any Verizon Wireless operating companies. The transaction does not entail "any material change in the rates, terms, and conditions of a service" or "any change in the company's operations that are not transparent to customers and may impact service." See O.A.C. § 4901:1-6-07. Accordingly, customer notice for the transaction is not required.

Attachment 1

Pre-Restructuring Ownership of Cellco



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