

**MILLER
ISAR** INC.
TRUSTED ADVISORS

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Public Service
Commission

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ANDREW O. ISAR

February 8, 2016

Mr. Jeff R. Derouen
Executive Director
Kentucky Public Service Commission
211 Sower Blvd.
Frankfort, KY 40602

RE: X5 OpCo LLC Notice of Asset Purchase Agreement Consummation and Service Initiation

Dear Mr. Derouen:

X5 OpCo LLC ("X5 OpCo") hereby notifies the Kentucky Public Service Commission ("Commission") of the successful consummation of an Asset Purchase Agreement ("Agreement") with NovaTel Ltd., Inc. ("NovaTel," CLEC Utility ID 5056280 / LD Utility ID 5178200) and of X5 OpCo's initiation of service in Kentucky.

On November 20, 2015, X5 OpCo LLC submitted an *Application for Authority to Operate as a Competitive Interexchange Service Provider in the Commonwealth of Kentucky*. Also on November 20, 2015, X5 OpCo and NovaTel jointly notified the Commission that X5 OpCo was acquiring NovaTel's assets, including NovaTel's Kentucky subscriber accounts, through a mutually negotiated Agreement.

X5 OpCo now notifies the Commission of the successful consummation of the Agreement effective February 1, 2016. Further, X5 OpCo notifies the Commission that with the transfer of NovaTel assets to X5 OpCo, X5 OpCo is initiating the provision of services consistent with such authority granted by the Commission pursuant to Filing No. TFS2015-00732.¹ NovaTel shall remain responsible for compliance with any pending regulatory obligations including submission of regulatory reports applicable to its operations prior to February 1, 2016

Contact information for X5 OpCo LLC remains unchanged. Questions may be directed to the undersigned.

Sincerely,

MILLER ISAR, INC.



Andrew O. Isar

Regulatory Consultants to
X5 OpCo LLC

¹ See also, TFS2015-730 and TFS2015-731.