



**Fletcher, Heald & Hildreth**

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April 1, 2013

Via EFIS

Ms. Shelley Brueggemann  
Acting Secretary  
Missouri Public Service Commission  
200 Madison Street  
Jefferson City, Missouri 65102

Re: Change in Name of Sage Telecom, Inc. to Sage Telecom Communications, LLC  
to Reflect a *Pro Forma* Internal Structural Change

Dear Ms. Brueggemann:

Pursuant to 4 CSR 240-2.062, this letters serves as notice to the Missouri Public Service Commission of a change of name by Sage Telecom, Inc.,<sup>1</sup> which has certificates of service authority from this Commission to provide competitive local exchange carrier (“CLEC”) and interexchange carrier (“IXC”) telecommunications services in Missouri. In accordance with the Commission’s rule, Sage states as follows:

- (A) The old name is Sage Telecom, Inc.
- (B) The new name is Sage Telecom Communications, LLC.
- (C) A certificate of authority from the Missouri Secretary of State registering the new name, Sage Telecom Communications, LLC, is attached as Exhibit A.

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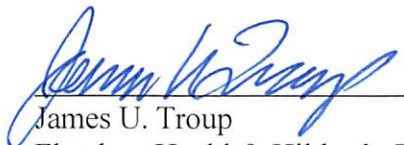
<sup>1</sup> In connection with the proposed *pro forma* internal structural change, all of Sage Telecom, Inc.’s Missouri operations, including Sage Telecom, Inc.’s assets, authorizations, and customers in Missouri, will be transferred, on a *pro forma* basis to Sage Telecom Communications, LLC, such that after the completion of the proposed *pro forma* internal structural change, Sage Telecom Communications, LLC will become the only Sage entity authorized to provide service in Missouri. The proposed transaction will not involve any change in (a) the current management or key personnel, (b) the rates, terms, or conditions of service currently being provided to customers, or (c) the ultimate ownership of Sage Telecom, Inc. and Sage Telecom Communications, LLC by their parent company, TSC Acquisition Corporation. It is our understanding that this notification and tariff adoption notices are the only filings that are required because the Commission does not entertain applications for approval of a transfer of control that does not affect the operations of the certificated entity. See e.g. Case No. TM-2006-0433.

- (D) Adoption notices and revised tariff title sheets reflecting the new name, to be effective ten (10) days after this filing, are being filed contemporaneously with the submission of this notice.
- (E) Since this name change reflects only a change in corporate form, from a corporation (Inc.) to a limited liability company (LLC), no customer notice is being given. Under similar circumstances, the Commission has found that such notice would only cause confusion and not advise customers of any meaningful or useful information. *See* File No. TN-2012-0333. Because of the nature of this change, Sage Telecom Communications, LLC requests, if necessary, that any requirement of notice to customers be waived.
- (F) The company has reviewed its contacts in the Commission's Electronic Filing and Information System ("EFIS") and has updated those contacts to reflect the name change.

Sage Telecom, Inc. and Sage Telecom Communications, LLC, respectfully request that the Commission issue an order recognizing this name change, and revise and reissue in the name of Sage Telecom Communications, LLC the certificates granted to Sage Telecom, Inc. in Case Nos. TA-2002-29 and TA-2002-3001

Please refer all questions and correspondence regarding this matter to the undersigned.

Respectfully submitted,



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Attachment

cc: Nathan Johnson  
Joseph Holop  
Sherri Flatt

**EXHIBIT A**

**Secretary of State Qualifications**

# STATE OF MISSOURI



Jason Kander  
Secretary of State

## CERTIFICATE OF REGISTRATION FOREIGN LIMITED LIABILITY COMPANY

WHEREAS,

*Sage Telecom Communications, LLC*  
FL1291466

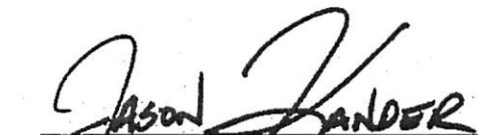
Using in Missouri the name

*Sage Telecom Communications, LLC*

and existing under the laws of the State of Texas has filed with this state its Application for Registration and whereas this Application for Registration conforms to the Missouri Limited-Company Act.

NOW, THEREFORE, I, JASON KANDER, Secretary of State of the State of Missouri, by virtue of authority vested in me by law, do hereby certify and declare that on the 13th day of February, 2013, the above Foreign Limited Liability Company is duly authorized to transact business in the State of Missouri and is entitled to any rights granted Limited Liability Companies.

IN TESTIMONY WHEREOF, I hereunto  
set my hand and cause to be affixed the  
GREAT SEAL of the State of Missouri.  
Done at the City of Jefferson, this  
13th day of February, 2013.

  
Secretary of State





**State of Missouri**  
Robin Carnahan, Secretary of State

Corporations Division  
PO Box 778 / 600 W. Main St., Rm. 322  
Jefferson City, MO 65102

File Number:  
FL1291466  
Date Filed: 02/13/2013  
Jason Kander  
Secretary of State

**Application for Registration of a Foreign  
Limited Liability Company**

*(Submit with filing fee of \$105.00)*

- The name of the foreign limited liability company is Sage Telecom Communications, LLC
  - The name under which the foreign limited liability company will conduct business in Missouri is (must contain "limited company, "limited liability company", "LC", "LLC", "L.C.", or "L.L.C.") (must be filled out if different from line (1)):  
  
\_\_\_\_\_
  - The foreign limited liability company was formed under the laws of Texas on the date of 12/05/2012  
*(month/day/year)* *(state or jurisdiction)*
  - The purpose of the foreign limited liability company or the general character of the business it proposes to transact in this state is:  
Telecommunication Services
  - The name and address of the limited liability company's registered agent in Missouri is (this line must be completed and include a street address):  
National Registered Agents, Inc. 120 South Central Avenue Clayton, MO 63105  
*Name Address (PO Box may only be used in conjunction with a physical street address) City/State/Zip*
- The Secretary of State is appointed agent for service of process if the foreign limited liability company fails to maintain a registered agent. Note: failure to maintain a registered agent constitutes grounds to cancel the registration of the foreign limited liability company.*
- The address of the registered office in the jurisdiction organized. If none required, then the principal office address of the foreign limited liability company is:  
10440 N Central Expressway, Suite 700 Dallas, TX 75231-2228  
*Address (PO Box may only be used in conjunction with a physical street address) City/State/Zip*
  - This application must include a current certificate of good standing/existence from the secretary of state or other similar official in the state of domicile. Such document should be dated within 60 calendar days from filing.

*(Please see next page)*

Name and address to return filed document:

Name \_\_\_\_\_

Address \_\_\_\_\_

City, State, and Zip code \_\_\_\_\_

State of Missouri  
Creation - LLC/LP 3 Page(s)



T1304401511

In Affirmation thereof, the facts stated above are true and correct.

(The undersigned understands that false statements made in this filing are subject to the penalties provided under Section 575.040, RSMo)

*Nathan Johnson*                      Nathan Johnson                      2/14/12  
*Authorized Signature*                      *Printed Name*                      *Date*

\_\_\_\_\_  
*Authorized Signature*                      *Printed Name*                      *Date*

\_\_\_\_\_  
*Authorized Signature*                      *Printed Name*                      *Date*

Corporations Section  
P.O.Box 13697  
Austin, Texas 78711-3697



John Steen  
Secretary of State

## Office of the Secretary of State

### Certificate of Fact

The undersigned, as Secretary of State of Texas, does hereby certify that the document, Certificate of Formation for Sage Telecom Communications, LLC (file number 801694983), a Domestic Limited Liability Company (LLC), was filed in this office on December 05, 2012.

It is further certified that the entity status in Texas is in existence.

In testimony whereof, I have hereunto signed my name officially and caused to be impressed hereon the Seal of State at my office in Austin, Texas on February 12, 2013.



A handwritten signature in black ink, appearing to read "John Steen".

John Steen  
Secretary of State

Phone: (512) 463-5555  
Prepared by: SOS-WEB

*Come visit us on the internet at <http://www.sos.state.tx.us/>*

Fax: (512) 463-5709  
TID: 10264

Dial: 7-1-1 for Relay Services  
Document: 465624750003