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LONDON EC3R 9AJ  
(011) 44 20 7920 9800

2017 NOV 28 AM 9:07

IDAHO PUBLIC  
UTILITIES COMMISSION

November 27, 2017

**Via Federal Express**

Diane Hanian  
Commission Secretary  
Idaho Public Utilities Commission  
PO Box 83720  
Boise, Idaho 83720-0074

BIR-T-18-01

**Re: Application of Birch Communications, Inc. for a Certificate of Public Convenience and Necessity to provide local and long distance telecommunications service in Idaho**

Dear Secretary Hanian:

Birch Communications, Inc. (the "Applicant") hereby encloses an original (unbound and unstapled) and seven (7) copies of the **PUBLIC** version of its Application for a Certificate of Public Convenience and Necessity to provide local and long distance telecommunications service in Idaho ("Application"). Also enclosed are an original (unbound and unstapled) and seven (7) copies of a Request for Trade Secret Treatment. The enclosed Application includes **TRADE SECRET** information. Pursuant to Rules 61 and 67 of the Rules of Procedure of the Idaho Public Utilities Commission, the pages containing the trade secret information are reproduced on yellow paper and have been separated from the non-trade secret portion of the Application. Each page is marked "CONFIDENTIAL."

Please date stamp the extra copy of the Application and Request for Trade Secret Treatment, and return them in the enclosed envelope. If you have any questions concerning this matter, please contact the undersigned.

Respectfully submitted,

Angela F. Collins  
Counsel for Birch Communications, Inc.

Enclosures

Birch's Application to Provide Service

Angela F. Collins  
Cahill Gordon & Reindel LLP  
1990 K Street NW, Suite 950  
Washington, DC 20006  
202-862-8930 (telephone)  
866-814-6582 (facsimile)  
acollins@cahill.com  
Counsel for Birch Communications, Inc.

RECEIVED

2017 NOV 28 AM 9:09

IDAHO PUBLIC  
UTILITIES COMMISSION

**BEFORE THE IDAHO PUBLIC UTILITIES COMMISSION**

Application of Birch Communications, Inc. for )  
a Certificate of Public Convenience and ) DOCKET NO. \_\_\_\_\_  
Necessity to provide local and long distance ) *BIR-T-18-07*  
telecommunications service in Idaho )  
)

**APPLICATION FOR CERTIFICATION**

Pursuant to the rules of the Idaho Public Utilities Commission (the "Commission"), Birch Communications, Inc. ("Birch" or "Applicant") respectfully applies for a Certificate of Public Convenience and Necessity to provide basic local exchange and interexchange service in Idaho pursuant to Commission Order No. 26665. In support of this Application, Applicant submits the following information:

**I. Proposed Services**

Birch will offer local exchange and long distance services statewide within the state of Idaho in the territory of CenturyLink and Frontier. Birch will offer resold services and will own no facilities in Idaho. Birch currently is authorized to provide local exchange and interexchange services in 12 states. Affiliates of Birch are authorized to provide local exchange and/or interexchange services in all other states and the District of Columbia. Birch's affiliate, Ionex Communications North, Inc. ("Ionex"), currently is authorized to provide local exchange and long distance services in Idaho. Birch is filing this Application in connection with an internal

corporate reorganization pursuant to which Birch will serve large business customers in Idaho and Ionex will serve residential and single-line business customers in Idaho.

## **II. Form of Business**

**1. Name, Address and Form of Business:** Birch Communications, Inc. is a Georgia corporation with headquarters located at 320 Interstate North Pkwy SE, Atlanta, GA 30339. Birch's articles of incorporation are attached as **Exhibit A**. Birch is in the process of registering with the Idaho Secretary of State, and will supplement its Application once received.

**2. If the applicant is a corporation, a short statement of the character of public service in which it may engage:** Birch is authorized to engage in all lawful activities, including the provision of telecommunications services.

**3. Principal business address within Idaho:** None

**4. Name and address of registered agent for service in Idaho:**

Birch's registered agent for service in Idaho is:

Corporation Service Company  
12550 West Explorer Drive, Suite 100  
Boise, ID 83713

**5. The names and addresses of ten common stockholders of applicant owning the greatest number of shares of common stock and the number of such shares owned by each, as follows:** Birch Communications, Inc. is wholly owned by Birch Communications Holdings, Inc. The following are the major stockholders in Birch Communications Holdings, Inc.

(1) R. Kirby Godsey, a U.S. citizen, owns 24% of Birch Communications Holdings, Inc.

(2) Holcombe T. Green, Jr., a U.S. citizen, owns 62% of Birch Communications Holdings, Inc. Mr. Green also holds another 3.5% of Birch Communications Holdings, Inc. as the Trustee of various annuity trusts.

Mr. Godsey and Mr. Green can be reached at:

3060 Peachtree Road NW  
Suite 1065  
Atlanta, GA 30305  
404-926-2210 (telephone)

**6. Names and addresses of the officers and directors of Applicant:**

Please see Exhibit B.

**7. Name and address of any corporation, association, or similar organization holding a 5% or greater ownership or a management interest in the applicant. As to ownership, the amount and character of the interest must be indicated. A copy of any management agreement must be attached:**

Please see response to question 5 above.

**8. Names and addresses of subsidiaries owned or controlled by applicant:**

Birch is the parent company of the following entities, which also offer telecommunications services throughout the United States:

Birch Telecom of Kansas, Inc.  
Birch Telecom of Missouri, Inc.  
Birch Telecom of Oklahoma, Inc.  
Birch Telecom of Texas LTD LLP  
Birch Telecom of the Great Lakes, Inc.  
Birch Telecom of the South, Inc.  
Birch Telecom of the West, Inc.  
IONEX Communications South, Inc.  
IONEX Communications North, Inc.  
IONEX Communications, Inc.  
Birch Communications of the Northeast, Inc.  
Birch Communications of Virginia, Inc.  
Birch Communications of Kentucky, LLC  
Cbeyond Communications, LLC  
Tempo Telecom, LLC

Ionex Communications North, Inc. is authorized to provide local exchange and telecommunications services in Idaho.

### III. Telecommunication Service

**1. The date on which applicant proposes to begin construction or anticipates it will begin to provide service:**

Birch plans to start offering service once it is authorized by the Commission.

**2. A written description of customer classes and customer service[s] that the applicant proposes to offer to the public:**

As noted above, Birch plans to provide local exchange and interexchange service to large business customers in Idaho. Ionex Communications North, Inc. will serve residential and single-line business customers in Idaho.

### IV. Service Territory

**1. A description sufficient for determining whether service is to be offered in a particular location; and the names of all incumbent local exchange corporations with whom the proposed utility is likely to compete:**

Birch plans to provide service in the incumbent local exchange carrier (“ILEC”) territories of CenturyLink and Frontier, similar to that currently served by Ionex in Idaho today.

**2. Written description of the intended manner of service, for example, resold services or facilities based. A general description of the property owned or controlled by applicant:**

Birch will not own any switching or other facilities in Idaho, but does utilize facilities and switches located in other portions of its operating service territory. Birch will utilize a mix of its own facilities (located in other states), unbundled network elements (“UNEs”) or UNE-replacement services from ILECs, and other ILEC-provided services to provide local exchange and interexchange services in Idaho.

**3. A statement describing with whom the applicant is likely to compete:**

Birch plans to compete with ILECs such as CenturyLink and Frontier, as well as with other competitive local exchange carriers such as XO, TW Telecom, and Level 3.

**4. A description of the property owned by the applicant clarifies the applicant's proposed services and operation:**

Not applicable.

**V. Financial Information**

Applicant possesses adequate financial resources to provide the proposed services. Applicant submits its financial statements as Exhibit C and pursuant to a Request for Confidential Treatment. Birch is a well-established communications service provider with decades of experience operating in the U.S. communications market. The financial, technical, and managerial qualifications of Birch Communications, Inc. are a matter of record with the Commission, which has reviewed its respective qualifications to operate in connection with Ionex.

**VI. "Illustrative" Tariff Filings**

Birch understands tariffs are optional for carriers providing services to business customers. As set forth above, Birch plans to serve large business customers only in Idaho. Birch will post a price guide for its business service offerings at [www.birch.com](http://www.birch.com).

**VII. Customer contacts**

**1. Person(s) responsible for consumer inquiries and complaints from the public, as well as complaints, inquiries, and matters concerning rates and price lists from**

**Commission Staff:**

Sharyl Fowler  
Manager, Regulatory Administration

115 Gateway Drive  
Macon, GA 31210  
478-475-9800 (telephone)  
sharyl.fowler@birch.com

**2. A toll-free number for customer inquiries and complaints:**

The toll-free number for customer inquiries and complaints is: 866-424-5100.

Complaints also may be submitted to [complaints@birch.com](mailto:complaints@birch.com).

**VIII. Interconnection Agreements**

Birch has existing interconnection and commercial agreements with CenturyLink and Frontier. Ionex also has existing interconnection and commercial agreements with CenturyLink and Frontier. Birch expects it will utilize those agreements to provide service in Idaho.

**IX. Compliance with Commission Rules**

Birch has reviewed all of the Commission rules and agrees to comply with them.

**X. Escrow Account or Security Bond**

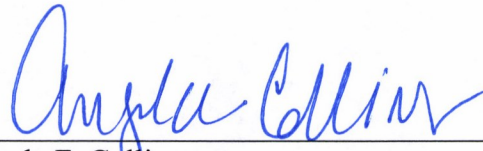
**1. If a company requires advance deposits by its customers, the company must submit a signed copy of an escrow account with a bonded escrow agent or a security bond. The escrow or bond shall be sufficient to meet customer deposit refunds in case of company default:**

Birch does not require advance deposits by its customers. This requirement is therefore inapplicable.

WHEREFORE, Birch respectfully requests that the Commission hereby grant its Application for a Certificate of Public Convenience and Necessity to provide local and long distance telecommunications service in Idaho.

Respectfully submitted,

**BIRCH COMMUNICATIONS, INC.**



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Angela F. Collins  
Cahill Gordon & Reindel LLP  
1990 K Street, N.W.  
Suite 950  
Washington, D.C. 20006  
202-862-8930 (telephone)  
acollins@cahill.com

Counsel for Birch Communications, Inc.

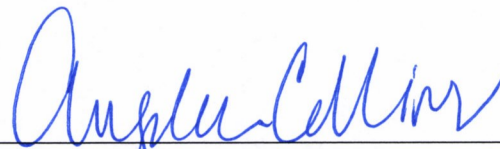
Dated: November 27, 2017



**CERTIFICATE OF SERVICE**

I HEREBY CERTIFY that I have this 27th day of November, 2017, served the foregoing Application of Birch Communications, Inc. for a Certificate of Public Convenience and Necessity to provide local and long distance telecommunications service in Idaho upon all parties of record in this proceeding, by mailing a copy thereof, properly addressed with postage prepaid, to:

Diane Hanian  
Commission Secretary  
Idaho Public Utilities Commission  
PO Box 83720  
Boise, Idaho 83720-0074



---

Angela F. Collins  
Counsel for Birch Communications, Inc.

**List of Exhibits**

- Exhibit A     Articles of Incorporation
- Exhibit B     Names and addresses of Officers and Directors
- Exhibit C     Financial Statements – TRADE SECRET\*

**\*\*Submitted pursuant to a Request for Trade Secret Treatment\*\***

**Exhibit A**  
**Articles of Incorporation**

# STATE OF GEORGIA

**Secretary of State**

**Corporations Division**

**315 West Tower**

**#2 Martin Luther King, Jr. Dr.**

**Atlanta, Georgia 30334-1530**

## **CERTIFICATE OF AMENDMENT NAME CHANGE**

I, **Karen C Handel**, the Secretary of State and the Corporations Commissioner of the State of Georgia, hereby certify under the seal of my office that

**ACCESS INTEGRATED NETWORKS, INC.**  
a Domestic Profit Corporation

has filed articles/certificate of amendment in the Office of the Secretary of State on **09/04/2008** changing its name to

**BIRCH COMMUNICATIONS, INC.**

and has paid the required fees as provided by Title 14 of the Official Code of Georgia Annotated. Attached hereto is a true and correct copy of said articles/ certificate of amendment.

WITNESS my hand and official seal in the City of Atlanta  
and the State of Georgia on September 4, 2008



A handwritten signature in black ink, appearing to read "Karen C Handel". The signature is fluid and cursive.

**Karen C Handel**  
Secretary of State



Karen Handel  
Secretary Of State

Office Of The Secretary Of State  
Corporations Division

Articles Of Amendment  
Of  
Articles Of Incorporation

2008-SEP -4 AM 11:38  
SECRETARY OF STATE  
CORPORATIONS DIVISION

**Article One**

The Name Of The Corporation Is:

Access Integrated Networks, Inc.

**Article Two**

The Corporation Hereby Adopts The Following Amendment To Change The Name Of The Corporation.  
The New Name Of The Corporation Is:

Birch Communications, Inc.

**Article Three**

The Amendment Was Duly Adopted By The Following Method (choose one box only):

- The amendment was adopted by the incorporators prior to the issuance of shares.  
 The amendment was adopted by a sufficient vote of the shareholders.  
 The amendment was adopted by the board of directors without shareholder action as shareholder action was not required.

**Article Four**

The Date Of The Adoption Of The Amendment Was:

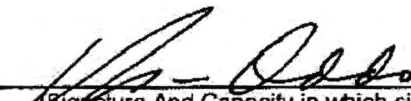
August 10, 2008

**Article Five**

The Undersigned Does Hereby Certify That A Notice To Publish The Filing Of Articles Of Amendment To Change The Corporation's Name Along With The Publication Fee Of \$40.00 Has Been Forwarded To The Legal Organ Of The County Of The Registered Office As Required By O.C.G.A. §14-2-1006.1

IN WITNESS WHEREOF, the undersigned has executed these Articles Of Amendment

On September 4, 2008  
(Date)

  
\_\_\_\_\_  
(Signature And Capacity in which signing)  
Vincent M. Oddo  
President and CEO



K616805  
5164036

**CERTIFICATE OF MERGER  
OF  
ACCESS MERGER CO. 534249  
WITH AND INTO  
ACCESS INTEGRATED NETWORKS, INC.**

Pursuant to Section 14-2-1105  
of the Georgia Business Corporation Code  
("GBCC")

ACCESS Integrated Networks, Inc., a Georgia corporation, does hereby certify the following facts relating to the merger of Access Merger Co., a Georgia corporation (the "Merging Corporation"), with and into ACCESS Integrated Networks, Inc. (the "Merger"):

FIRST: The name and state of incorporation of each of the corporations that is a party to the Merger (the "Constituent Corporations") is as follows:

<u>Name</u>	<u>State</u>
ACCESS Integrated Networks, Inc.	Georgia
Access Merger Co.	Georgia

SECOND: The Corporation surviving the Merger is ACCESS Integrated Networks, Inc. (the "Surviving Corporation"), which will continue its existence as said Surviving Corporation under the name of "ACCESS Integrated Networks, Inc."

THIRD: The Articles of Incorporation of Access Merger Co. before the merger shall be the Articles of Incorporation of the Surviving Corporation after the merger except that such Articles of Incorporation are hereby amended as follows:

A. By striking Article I thereof in its entirety and by substituting in lieu thereof the following article:

"I: The name of the Corporation is ACCESS Integrated Networks, Inc."

B. By striking the first sentence of Article II thereof in its entirety and by substituting in lieu thereof the following sentence:

"The Corporation shall have the authority to issue not more than five million (5,000,000) shares of stock, to be designated as Common Stock, with a par value of \$.01 per share."

ATI-2169426v1

FOURTH: An executed copy of the Agreement and Plan of Merger is on file at the principal executive offices of the Surviving Corporation, located at 4885 Riverside Drive, Macon, Georgia 31210.

FIFTH: A copy of the Agreement and Plan of Merger will be furnished by the Surviving Corporation, on request and without cost, to any shareholder of the Surviving Corporation or the Merging Corporation.

SIXTH: The Merger was duly approved by the shareholders of each of the Surviving Corporation and the Merging Corporation.

SEVENTH: A request for publication of a notice of filing of this Certificate of Merger and payment therefor will be made as required by Section 14-2-1105.1(b) of the GBCC.

EIGHTH: This merger shall become effective as of 11:59 P.M., Macon, Georgia time, on June 3, 2005.

IN WITNESS WHEREOF, ACCESS Integrated Networks, Inc. has caused this certificate to be signed by its duly authorized officer as of the 3rd day of June, 2005.

ACCESS INTEGRATED NETWORKS, INC.

By: 

D. Mark Baxter  
Secretary

NOTARIAL CERTIFICATION

2005 JUN - 3 P 1:29

SECRETARY OF STATE

2

Access Merger Co. - GA - Certificate of Merger  
ATI-2169426v1

**Secretary of State**  
**Corporations Division**  
**315 West Tower**  
**#2 Martin Luther King, Jr. Dr.**  
**Atlanta, Georgia 30334-1530**

CONTROL NUMBER: 0534249  
EFFECTIVE DATE: 05/11/2005  
JURISDICTION : GEORGIA  
REFERENCE : 0070  
PRINT DATE : 05/18/2005  
FORM NUMBER : 311

JOHN E. ZAMER  
1420 PEACHTREE ST., NE  
SUITE 800  
ATLANTA, GA 303093053

**CERTIFICATE OF INCORPORATION**

I, Cathy Cox, the Secretary of State and the Corporations Commissioner of the State of Georgia, do hereby certify under the seal of my office that

**ACCESS MERGER CO.**  
**A DOMESTIC PROFIT CORPORATION**

has been duly incorporated under the laws of the State of Georgia on the effective date stated above by the filing of articles of incorporation in the Office of the Secretary of State and by the paying of fees as provided by Title 14 of the Official Code of Georgia Annotated.

WITNESS my hand and official seal in the City of Atlanta and the State of Georgia on the date set forth above.



A handwritten signature in black ink, appearing to read 'Cathy Cox'.

Cathy Cox  
Secretary of State





CATHY COX  
Secretary of State

OFFICE OF SECRETARY OF STATE  
CORPORATIONS DIVISION

315 West Tower, #2 Martin Luther King, Jr. Drive  
Atlanta, Georgia 30334-1530  
(404) 656-2817

Registered agent, officer, entity status information via the Internet  
<http://www.georgiacorporations.org>

WARREN RARY  
Director

ENRICO M. ROBINSON  
Assistant Director

TRANSMITTAL INFORMATION  
GEORGIA PROFIT OR NONPROFIT CORPORATIONS

DO NOT WRITE IN SHADED AREA - SOS USE ONLY

DOCKET #	PENDING #	P 66 9467		CONTROL #
DOCKET CODE	DATE FILED	AMOUNT RECEIVED	CHECK/ RECEIPT #	
TYPE CODE	EXAMINER	JURISDICTION (COUNTY) CODE		

NOTICE TO APPLICANT: PRINT PLAINLY OR TYPE REMAINDER OF THIS FORM

1. 051311282  
Corporate Name Reservation Number (if one has been obtained; if articles are being filed without prior reservation, leave this line blank)

Access Merger Co.  
Corporate Name (List exactly as it appears in articles)

---

2. John E. Zamer (404) 581-8266  
Name of person filing articles (certificate will be mailed to this person, at address below) Telephone Number

1420 Peachtree Street, N.E., Suite 800  
Address

Atlanta, Georgia 30309-3053  
City State Zip Code

---

3. Mail or deliver the following items to the Secretary of State, at the above address:

- 1) This transmittal form
- 2) Original and one copy of the Articles of Incorporation
- 3) Filing fee of \$100.00 payable to Secretary of State. Filing fees are NON-refundable.

I certify that a Notice of Incorporation or Notice of Intent to Incorporate with a publication fee of \$40.00 has been or will be mailed or delivered to the official organ of the county where the initial registered office of the corporation is to be located. (List of legal organs is posted at web site; or, the Clerk of Superior Court can advise you of the official organ in a particular county.)

[Signature] May 11, 2005  
Authorized signature of person filing documents Date

Request certificates and obtain entity information via the Internet: <http://www.georgiacorporations.org>

**ARTICLES OF INCORPORATION**

**OF**

**ACCESS MERGER CO.**

**I**

The name of the Corporation is:

Access Merger Co.

**II**

The Corporation shall have authority to issue not more than one thousand (1,000) shares of stock, to be designated as Common Stock, with a par value of \$.01 per share. The Common Stock shall have all voting rights under the Georgia Business Corporation Code, and shall be entitled to receive the net assets of the Corporation upon dissolution.

**III**

The Corporation's initial registered office shall be in Fulton County. The street address of the Corporation's initial registered office and the name of its registered agent at that office are:

Holcombe T. Green, Jr  
4295 Club Drive, N.E.  
Atlanta, Georgia 30319

**IV**

The name and address of the Incorporator are:

Holcombe T. Green, Jr.  
4295 Club Drive, N.E.  
Atlanta, Georgia 30319

**V**

The mailing address of the initial principal office of the Corporation is:

4295 Club Drive, N.E.  
Atlanta, Georgia 30319

VI

A director of the Corporation shall not be liable to the Corporation or its shareholders for monetary damages for breach of duty of care or other duty as a director, except to the extent such exemption from liability or limitation thereof is not permitted under the Georgia Business Corporation Code as currently in effect or as the same may be hereafter amended. No amendment, modification or repeal of this Article shall adversely affect any right or protection of a director that exists at the time of such amendment, modification, or repeal.

VII

Each person who is or was or had agreed to become a director or officer of the Corporation, or each such person who is or was serving or who had agreed to serve at the request of the Board of Directors or an officer of the Corporation as an employee or agent of the Corporation or as a director, officer, employee or agent of another corporation, partnership, joint venture, trust or other enterprise (including the heirs, executors, administrators or estate of such person), shall be indemnified by the Corporation to the fullest extent permitted by the Georgia Business Corporation Code or any other applicable laws as presently or hereafter in effect. No amendment, modification or repeal of this Article shall adversely affect any right or protection of a director, officer, employee or agent that exists at the time of such amendment, modification or repea

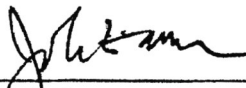
VIII

Any issued and outstanding shares of stock of the Corporation which are repurchased by the Corporation shall become treasury shares which shall be held in treasury by the Corporation until resold or retired and cancelled in the discretion of the Board of Directors. Any treasury shares which are retired and cancelled shall constitute authorized but unissued shares.

IX

Any action required or permitted to be taken at a shareholders meeting may be taken without a meeting if the action is taken by one or more written consents by persons who would be entitled to vote at a meeting shares having voting power to cast not less than the minimum number (or numbers in the case of voting groups) of votes that would be necessary to authorize or take the action at a meeting at which all shareholders entitled to vote were present and voted.

IN WITNESS WHEREOF, the Incorporator executes these Articles of Incorporation as of the 11th day of May, 2005.

  
\_\_\_\_\_  
John E. Zamer,  
Attorney for the Incorporator

**Exhibit B**  
**Names and addresses of Officers and Directors**

**The following are officers and directors of Birch Communications, Inc.:**

**R. Kirby Godsey – Chairman of the Board and Director:** Dr. Godsey served as President and CEO of Mercer University for 27 years before being named Chancellor in 2006 by the Board of Trustees. Dr. Godsey earned his undergraduate degree in history and religion from Samford University in Birmingham, Alabama. He holds Master of Divinity and Doctor of Theology degrees from New Orleans Baptist Theological Seminary and a Master of Arts in Philosophy from the University of Alabama. In 1969, he earned a Ph.D. in Philosophy from Tulane University. The University of South Carolina, Averett College and Samford University have all awarded him honorary degrees.

**Holcombe T. Green, Jr. – Director:** Mr. Green has over thirty years of experience investing in and growing market-leading public and private businesses. As an entrepreneur, Holcombe founded Green Capital Investors, a private equity investment management firm and served as the Chairman, Board Member or Chief Executive Officer of many of Green Capital's portfolio companies. Mr. Green received his BA from Yale University and his J.D. from the University of Virginia.

**James P. O'Brien – Executive Vice President and Chief Operating Officer:** O'Brien has direct oversight of Birch IT, Cloud, Engineering, and Product Development as well as operations groups consisting of Order Assurance, Customer Care, Margin Assurance, and Field Operations. O'Brien is a 20+year communications operations executive and has served in several executive positions at notable CLECs including Deltacom –now EarthLink– and ICG Communications. O'Brien comes to Birch from Rise Broadband where he most recently served as Senior Vice President of Customer Operations and led all Network and Field Operations, Customer Care, Contact Center and Technical Support groups.

**Kevin M. Dotts – Executive Vice President, Chief Financial Officer and Treasurer:** Birch announced the appointment of Kevin Dotts as Executive Vice President and Chief Financial Officer on February 7, 2017. Dotts oversees all financial operations and investor relations, and corporate sourcing for the company. Dotts is an expert in driving key corporate growth initiatives across multiple high-tech industries with over 30 years of experience. Before joining Birch, Kevin served as Chief Financial Officer of Internap, a Cloud, Hosting, and Colocation business. Before Internap, Kevin was Executive Vice President and Chief Financial Officer at Culligan International in Chicago and EarthLink in Atlanta. Kevin started his career with financial leadership roles in various domestic and international divisions of GE. Dotts holds a Bachelor of Science in Finance and Computer Systems Management from Drexel University. He is based out of the company's Atlanta Operations Center.

**Gordon P. Williams, Jr. – Senior Vice President, Secretary and General Counsel:** Gordon "Chuck" Williams is responsible for all legal affairs, including corporate governance, legal operations, litigation and regulatory compliance at the company. Williams brings 30+ years of legal leadership experience to Birch. He is a Martindale-Hubbell AV- Preeminent® rated

attorney with demonstrated expertise in strategic planning and execution to build sustainable enterprise value, and he has served as Counsel to public and private global companies both in a General Counsel role and in private practice. Williams has extensive experience in the communications industry with previous roles at Broadwing Communications, Wayport and MCI. Most recently, he served as a partner at Culhane Meadows, PLLC. Williams is a graduate of the University of Richmond with a bachelor's degree in Psychology and holds a Juris Doctorate from the University of Richmond's School of Law. He is based at the Atlanta Operations Center.

**Michelle H. Ansley – Vice President and Chief Administrative Officer, Human Resources:**

Michelle Ansley is responsible for the management of Human Resources activities and oversight of facility management for all Birch locations. Ms. Ansley began her career in technology and transitioned into Human Resources via Learning and Development and Change Management. Prior to joining Birch in 2014, she served as Vice President of Human Resources at ASAP Solutions, LLC; Senior Vice President of Shared Services at Prommis Solutions, LLC; and held various human resources, learning and development, technical and program management positions at IBM. Ms. Ansley holds a Bachelor's of Business Administration from Kennesaw State University and a Masters in Business Administration from Georgia State University.

Mr. O'Brien, Mr. Dotts, Mr. Williams, and Ms. Ansley can be reached at:

320 Interstate North Pkwy SE  
Atlanta, GA 30339  
678-424-2400 (telephone)  
678-424-2501 (facsimile)

Mr. Godsey and Mr. Green can be reached at:

3060 Peachtree Road NW  
Suite 1065  
Atlanta, GA 30305  
404-926-2210 (telephone)

**Exhibit C**  
Financial Statements\*

\*\*\*Submitted pursuant to a Request for Trade Secret Treatment\*\*\*