

October 13, 2015

Mr. Steven V. King
Executive Director
Washington Utilities and Transportation Commission
1300 S. Evergreen Park Drive S.W.
Olympia, WA 98504-7250

Re: Washington Utilities & Transportation Commission Docket UT- 110423

Dear Mr. King:

On behalf of YourTel America, Inc. (“YourTel”), a Lifeline-only Eligible Telecommunications Carrier (“ETC”) in the state of Washington pursuant to the above-referenced docket, this is to notify the Commission that, effective on or about November 30, 2015, YourTel will merge with an affiliated entity, TerraCom, Inc. (“TerraCom”) in a transaction that will have no substantive impact on consumers in the state of Washington. TerraCom provides Lifeline service to eligible consumers in other states. The two companies currently have substantially common ownership, and this will remain true after the closing of the transaction because the two largest shareholders will remain the two largest shareholders post-consummation.¹ The companies also share the same management team, and that team will remain unchanged post-closing.

There will be virtually no impact on consumers in the state of Washington because there will be no change in any customer’s rates, service plan or terms of service. The only change will be the change in the name of their provider to TerraCom, and YourTel is notifying all Washington customers of the change at least 30 days in advance.

TerraCom will continue to comply with the conditions placed on YourTel by the Commission in this proceeding, including those set forth in Order No. 3, including the quarterly reporting on complaints received from Washington Lifeline customers. In keeping with one of those conditions, the company hereby notifies the Commission that it will revise its terms and conditions and Lifeline customer application to reflect the change in the name of the provider to TerraCom.

¹The company has been advised by staff of the Federal Communications Commission (“FCC”) that, because there will be no substantial change in the ownership of either company, the transaction is presumptively *pro forma* and the parties need not file a transfer of control application with the FCC.

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Should you have any questions concerning this matter, please contact the undersigned.

Very truly yours,

Davis Wright Tremaine LLP

A handwritten signature in black ink, appearing to read "Alan J. Galloway", with a long horizontal flourish extending to the right.

Alan J. Galloway
Of Attorneys for YourTel and TerraCom