

October 13, 2009

VIA EMAIL & FEDERAL EXPRESS

David W. Danner, Executive Director and Secretary
Washington Utilities and Transportation Commission
1300 S. Evergreen Park Drive S.W.
Olympia, WA 98504-7250
Email: records@wutc.wa.gov

Re: Joint Notice of CIMCO Communications, Inc. and Comcast Phone of Washington, LLC to Advise the Commission of a Transfer of Assets and Customer Base

Dear Mr. Danner:

On behalf of CIMCO Communications, Inc. ("CIMCO") and Comcast Phone of Washington, LLC ("Comcast Phone") (collectively "the Parties"), this letter is to advise the Washington Utilities and Transportation Commission ("Commission") that the Parties have entered into an Asset Purchase Agreement whereby Comcast Phone will acquire certain assets and customer accounts of CIMCO. Pursuant to WAC 480-121-063, the Parties understand that Commission approval is not required to complete the transaction described below. Accordingly, this letter is filed for informational purposes only to ensure the continuing accuracy of the Commission's records.

In furtherance of this notice, the Parties provide the following information:

I. THE PARTIES

A. CIMCO

CIMCO is an Illinois corporation with a principal business address of 1901 South Meyers Road, 7th Floor, Oakbrook Terrace, Illinois 60181. In Washington, CIMCO is registered as a telecommunications company pursuant to the Order issued in Docket No. UT-971500 on November 6, 1997. CIMCO has competitive classification. CIMCO is also authorized by the FCC to provide international and domestic interstate telecommunications services as a non-dominant carrier. CIMCO's customer base consists primarily of medium-sized business and enterprise customers. In Washington, CIMCO has 9 business customers and no residential customers. None of CIMCO's customers in Washington receive local exchange services.

B. Comcast Phone

Comcast Phone is a Delaware limited liability company with a principal business address of One Comcast Center, Philadelphia, Pennsylvania, 19103-2838. Comcast Phone is a facilities-based local exchange carrier, as defined by 47 U.S.C. § 153(26), and is authorized to provide local exchange, interexchange and other telecommunications services pursuant to authority granted by this Commission.¹ Comcast Phone is operated by a highly qualified management team, all of whom have extensive backgrounds in the operation and management of telecommunications services.

II. DESIGNATED CONTACTS

The designated contacts for all correspondence, notices, inquiries, and orders in relation to this notice are:

For CIMCO:

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For Comcast Phone:

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III. DESCRIPTION OF THE TRANSACTION

Pursuant to an Asset Purchase Agreement entered into as of September 16, 2009, between Comcast Phone and certain of its affiliates, and CIMCO (the "Agreement"), Comcast Phone will acquire the assets and customer accounts (including related data, databases, contracts and customer records needed to support the provision of telecommunications services to those customers) of CIMCO in the state of Washington (hereinafter referred to as the "Transaction"). Comcast Phone affiliates in other states will acquire CIMCO assets in those states.

In the interest of assuring a seamless and uninterrupted transition, following completion of the migration of customers to Comcast Phone, all of the affected customers will continue to receive service from Comcast Phone under the same rates, terms and conditions as currently provided by CIMCO. Written notification of the proposed migration of these customers' service

¹ Comcast Phone is registered pursuant to the Order issued in Docket No. UT-010681 on July 11, 2001 and is also a competitively classified telecommunications company.

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to Comcast Phone will be provided to CIMCO's customers at least 30 days prior to the anticipated closing date pursuant to Section 64.1120(e) of the rules of the FCC, 47 C.F.R. § 64.1120(e), and WAC 480-120-147(7). A copy of the Customer Notification Comcast Phone plans to provide is attached hereto at **Exhibit A**. Comcast Phone will comply with all applicable customer migration / anti-slamming requirements.

IV. PUBLIC INTEREST CONSIDERATIONS

The Parties submit that the proposed transaction will serve the public interest. CIMCO's expertise serving business customers joined to Comcast Phone's established operations in other segments will enhance Comcast Phone's ability to compete and bring consumers the benefits that derive from robust competition. Following the Transaction, the former CIMCO customers will continue to receive services at the same rates, terms and conditions as they currently enjoy from an experienced and qualified carrier and will have access to expanded and more advanced service offerings in the future.

* * *

Again, this letter constitutes notification to the Commission of a transaction for which the Parties believe no approval is necessary. An original and three (3) copies of this letter are enclosed for filing. Please acknowledge receipt of this filing by date-stamping the extra copy of this letter and returning it in the self-addressed stamped envelope provided for this purpose. Should you have any questions regarding this notification, please do not hesitate to call the undersigned.

Respectfully submitted,



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Counsel for Comcast Phone of Washington, LLC

EXHIBIT A

Sample Customer Notification Letter

[COMCAST & CIMCO LOGOS]

[[DATE]]

Thank you for being a loyal customer of CIMCO Communications, Inc. ("CIMCO"). As you may know, CIMCO recently entered into a contract to sell its communications business to Comcast Digital Phone, the Comcast telephone affiliate in your state ("Comcast").

We are pleased to inform you that Comcast will be your new service provider, on or after DATE, subject to certain regulatory approvals. You can expect to continue to receive cutting-edge technology and superior customer service after the transfer. Comcast is one of the nation's largest providers of voice, data and entertainment services.

Your transition from CIMCO to Comcast requires no action on your part.

The transfer of your services to Comcast will be seamless to you and there will be no change in the services you receive or your current telephone number(s). We believe that this transition will be good for your company. With Comcast's unique capabilities, we can now bring you powerful new communications products.

As your new service provider, Comcast will continue to provide you with the same services you currently receive in accordance with the rates, terms and conditions of your existing contract or effective tariffs on file with the Federal Communications Commission or your state's public utility commission. If in the future Comcast determines that rates, terms or conditions require modification, it will follow the applicable contract terms, laws and regulations in making such modifications, including adherence to any advance notice requirements. CIMCO will be responsible for resolving any questions or complaints regarding CIMCO's service prior to or during the transfer of your services to Comcast. CIMCO's toll free customer service number is 1-877-691-8080, which you may continue to use after the transfer. After the transfer, Comcast will continue to provide the same high quality customer service you have experienced as a CIMCO customer.

Comcast is dedicated to earning and keeping your business. We do not anticipate that this transition to Comcast will cause you to incur any carrier change charges, but if you do, Comcast will pay them. Additionally, you have the right to select another service provider, subject to any termination charges agreed to in your current contract. If you do want to select another provider, you should contact that provider directly. Assuming you do not transfer your service to a different provider by [[DATE]], Comcast will become your service provider on or after [[DATE]]. If you have a preferred carrier freeze on your account, it will be lifted. You will need to contact your local service provider to arrange a new freeze.

Comcast looks forward to meeting your communications needs, including bundled packages of voice, internet and video services. We will continue to work hard for you by consistently looking for opportunities to fulfill your ever-changing business needs. If you have any questions regarding this matter, please contact us at 1-877-691-8080 anytime.

Sincerely,