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# TROUTMAN SANDERS

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December 3, 2014

Mr. Steven V. King  
Executive Secretary  
Washington Utilities and Transportation Commission  
1300 S. Evergreen Park Drive, SW  
P.O. Box 47250  
Olympia, WA 98504-7250

**Re: LSSi Data Corporation – Notice of Transfer of Control  
Original Docket Number UT-072298**

Dear Mr. King:

Enclosed for e-filing is a Notice of Transfer of Control submitted on behalf of LSSi Data Corporation. LSSi Data Corporation was registered as a Competitive Telecommunications Company in Docket Number UT-072298 on December 30, 2007.

Any questions you may have regarding this filing can be directed to my attention at 404-885-3754 or via email to alan.poole@troutmansanders.com. Thank you for your assistance in this matter.

Sincerely,



Alan Gregory Poole Jr.

Enclosure

**NOTICE OF TRANSFER OF CONTROL  
OF LSSI DATA CORPORATION TO  
NEWNET COMMUNICATION TECHNOLOGIES, LLC**

**I. Description of Transferor and Transferee**

*a. Volt Delta Resource Holdings, Inc. – Transferor*

Volt Delta Resource Holdings, Inc. (“Volt Delta Resource Holdings”) is a Nevada corporation with its principal place of business at 1065 Avenue of the Americas, 20th Floor, New York, NY 10018. Prior to December 1, 2014, Volt Delta Resource Holdings was the parent company of Volt Delta Resources, LLC (“Volt Delta Resources”). Volt Delta Resources is a Nevada limited liability company with its principal place of business at 1065 Avenue of the Americas, 20th Floor, New York, NY 10018. Volt Delta Resources owns all of the outstanding capital stock of LSSi Data Corporation (“LSSi”). LSSi is a Delaware corporation with its principal place of business at 1600 Stewart Avenue, Suite 305, Westbury, NY 11590. LSSi is certified to do business in the State of Washington, and is registered as active with the Washington Secretary of State. On December 30, 2007, LSSi was registered as a Competitive Telecommunications Company in Docket Number UT-072298. (See Exhibit A.)

*b. NewNet Communication Technologies, LLC – Transferee*

NewNet Communication Technologies, LLC (“NewNet”) is a Delaware limited liability company with its principal place of business at 1455 West Shure Drive, Arlington Heights, IL 60004. Following the transaction described below, NewNet operates as Volt Delta Resources’ parent company.

*c. Designated Contacts*

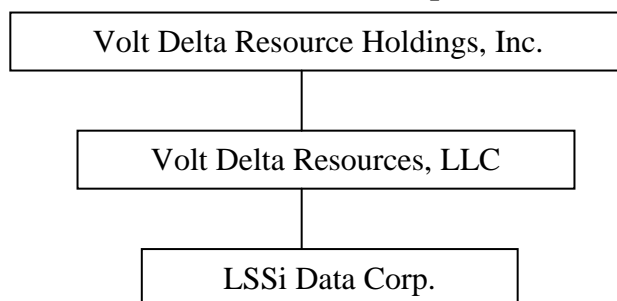
For purposes of this filing, all inquiries should be directed as follows:

For LSSi:	For NewNet:
Sharon Stern Director LSSi Data Corporation c/o Volt Information Sciences, Inc. 1065 Avenue of the Americas, 20th Floor New York, NY 10018 Telephone: (212) 704-2433 Email: sstern@volt.com	James F. Hall EVP & General Counsel NewNet Communication Technologies, LLC 1455 West Shure Drive Arlington Heights, IL 60004 Telephone: (310) 273-6000 Email: jfhall@newnet.com

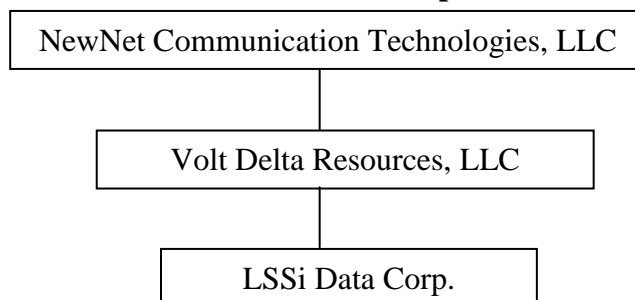
## II. Description of the Transaction

On December 1, 2014, Volt Delta Resource Holdings and NewNet entered into a membership interest purchase agreement through which NewNet acquired from Volt Delta Resource Holdings all outstanding membership interests of Volt Delta Resources. As a result, NewNet gained indirect but ultimate control over LSSi. The following graphs depict the ownership organizational structure of LSSi pre- and post-transaction:

### Pre-Transaction Ownership Structure:



### Post-Transaction Ownership Structure:



LSSi and NewNet seek similar state agency approval or notice, as required, in Oregon, Utah, Minnesota and Ohio. LSSi will continue to operate under the same authority as it did before the transaction, requiring no change in its classification as a competitive telecommunications company. LSSi does not provide regulated telecommunications services to retail or residential end users and this transaction will not result in LSSi transferring subscribers. To the extent that LSSi provides telecommunications services in the State of Washington, the transfer of control of LSSi was transparent and does not require customer notification.

### **III. Public Interest Considerations**


Insofar as it is affected by this transaction, the public interest will be served by the transfer of Volt Delta Resources to NewNet. LSSi will continue to serve its customers effectively from a financial, technical, and managerial standpoint. Volt Delta Resource Holdings and its stockholders determined that it was in the best interests of Volt Delta Resource Holdings to divest itself of ownership of Volt Delta Resources. NewNet agreed to purchase and assume ownership of this entity. In making this decision, NewNet has ensured that it is prepared to support Volt Delta Resources and LSSi as the new parent company of both. NewNet possesses the resources and technical expertise necessary to efficiently and seamlessly transfer LSSi into NewNet's indirect ownership. The public interest will ultimately be served through NewNet's ability to continue the operations of LSSi as a viable operating company.

Most importantly, the rates, services, terms and conditions of service, and quality of service enjoyed by customers of LSSi will undergo no change as a result of this transaction. This transaction will preserve LSSi from an operational business standpoint. Immediately following the transaction, LSSi will continue to operate pursuant to its existing authority in the same manner that it previously operated. The transaction will not result in the discontinuation of

service to any of LSSi's customers. No transfer of assets (other than ownership of stock) or customers has occurred or will occur as a result of this transaction. Accordingly, the sale will result in a seamless and virtually transparent transition for all LSSi customers.

Respectfully submitted this 3rd day of December, 2014.

TROUTMAN SANDERS LLP



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Data Corporation*