

July 18, 2014

Via e-file and UPS Overnight Delivery

COPY

Steven V. King
Secretary and Executive Director
Washington Utilities & Transportation Commission
1300 S. Evergreen Park Dr. SW
Olympia, WA 98504-7250

Re: Notification by Integra Telecom Holdings, Inc. and World
Communications, Inc. regarding acquisition

Dear Mr. King:

The purpose of this letter is to advise the Washington Utilities & Transportation Commission ("Commission") of the transfer of control of World Communications, Inc. ("WCI") to Integra Telecom Holdings, Inc. ("Integra" and together with WCI, the "Parties") (the "Transaction"). The Parties believe that Commission approval for this Transaction is not required. This letter is intended as a courtesy to advise the Commission of the Transaction and to ensure the continuing accuracy of the Commission's records.

I. Description of the Parties

A. Integra

Integra Telecom Holdings, Inc. ("Integra") -- the transferee -- is an Oregon corporation that functions as a holding company, which in turn is a direct, wholly-owned subsidiary of Integra Telecom, Inc., an Oregon corporation, which is a wholly-owned subsidiary of Integra Telecom Parent, Inc., a Delaware corporation. Integra's principal place of business is located at 18110 SE 34th St., Building One, Suite 100, Vancouver, WA 98683. Integra has several direct, wholly-owned subsidiaries that offer telecommunications services in various states, including Washington. In Washington, the subsidiaries (Integra Telecom of Washington, Inc., Electric Lightwave, LLC, Eschelon Telecom of Washington, Inc., Advanced TelCom, Inc., Shared Communications Services, Inc., Oregon Telecom, Inc., and United Communications, Inc.) offer resold and facilities-based local, resold long distance, internet and data services to businesses.

B. WCI

World Communications, Inc. ("WCI") -- the transferor -- is a privately-owned corporation organized under the laws of the state of Washington. WCI is located at 1945 Yale Place East, Seattle, WA 98102. WCI is authorized to provide and does provide telecommunications services in the states of California, Oregon, and Washington, where it provides resold and facilities-based local, resold long distance and data services to businesses. In Washington, WCI is authorized to provide intrastate telecommunications services pursuant to its Registration as a Competitive Telecommunications Provider.

II. Description of the Transaction

Pursuant to the Stock Purchase Agreement (“Agreement”) signed on July 11, 2014, Integra will purchase the equity of WCI and WCI will become a wholly-owned subsidiary of Integra. Thus, following the completion of the Transaction, WCI will be wholly-owned by Integra, which will continue to be wholly-owned by Integra Telecom, Inc., which will continue to be wholly-owned by Integra Telecom Parent, Inc. Closing of the Transaction is contingent upon, among other things, receipt of necessary regulatory approval from the Federal Communications Commission and other Governmental authorities. The Transaction will not have any impact on the current Integra Washington entities.

The proposed Transaction will be entirely transparent to customers of WCI. Because of the nature of this Agreement, the transfer of control will not result in a change of carrier for any WCI customers. Immediately after consummating the Transaction, WCI will continue to provide the identical end user telecommunications and other services to the affected customers, and will continue to provide these services at the rates, and pursuant to the terms and conditions, of service these customers currently receive from WCI. Any future changes in the rates, terms and conditions of service will be made consistent with applicable law. The Transaction is not expected to result in any discontinuance of service for the WCI customers. Following consummation of the proposed Transaction, WCI will continue to provide high-quality communications services to its customers without interruption and without immediate change in rates, terms or conditions. In sum, consummation of the Transaction will result in no perceivable changes to WCI’s customers.

Organization charts illustrating Integra’s pre- and post-transaction corporate organization structures are attached as Exhibit A.

The Transaction will serve the public interest. After consummation of the Transaction, WCI will continue to operate under its name and operating authorities, as at present. The Transaction involves no change in the entity providing service directly to customers, or the end user services, rates, terms and conditions of such services. The transfer of control will be entirely transparent to WCI customers and will not have any adverse impact on them. The only change will be in the ultimate ownership of WCI.

The Parties expect that the Transaction will enhance competition in the telecommunications market by strengthening the Parties’ position as effective and multifaceted telecommunications carriers and giving the combined company a greater presence in existing markets. The Transaction will allow the Parties to combine their financial, technical and market resources and expertise thereby enhancing their ability to provide reliable, competitively-priced services to customers. By strengthening the Parties’ competitive position, the proposed Transaction will make the combined company a more financially secure, competitive alternative to the incumbents and promote the combined company’s ability to enter additional markets, thus expanding competitive choices for customers.

III. Conclusion

The Transaction will be executed in a manner that will be transparent to customers of WCI and Integra's Washington operating subsidiaries. It will not result in a change of carrier for end user customers in Washington or in an assignment of any of the subsidiaries' certificates of authority to operate in Washington.

Integra will notify the Commission once the transaction is consummated.

An electronic version has been submitted via efile to the Commission's Record Center. Please contact Douglas Denney if you have any questions or need additional information regarding this Transaction.

Respectfully submitted,



By:

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By:



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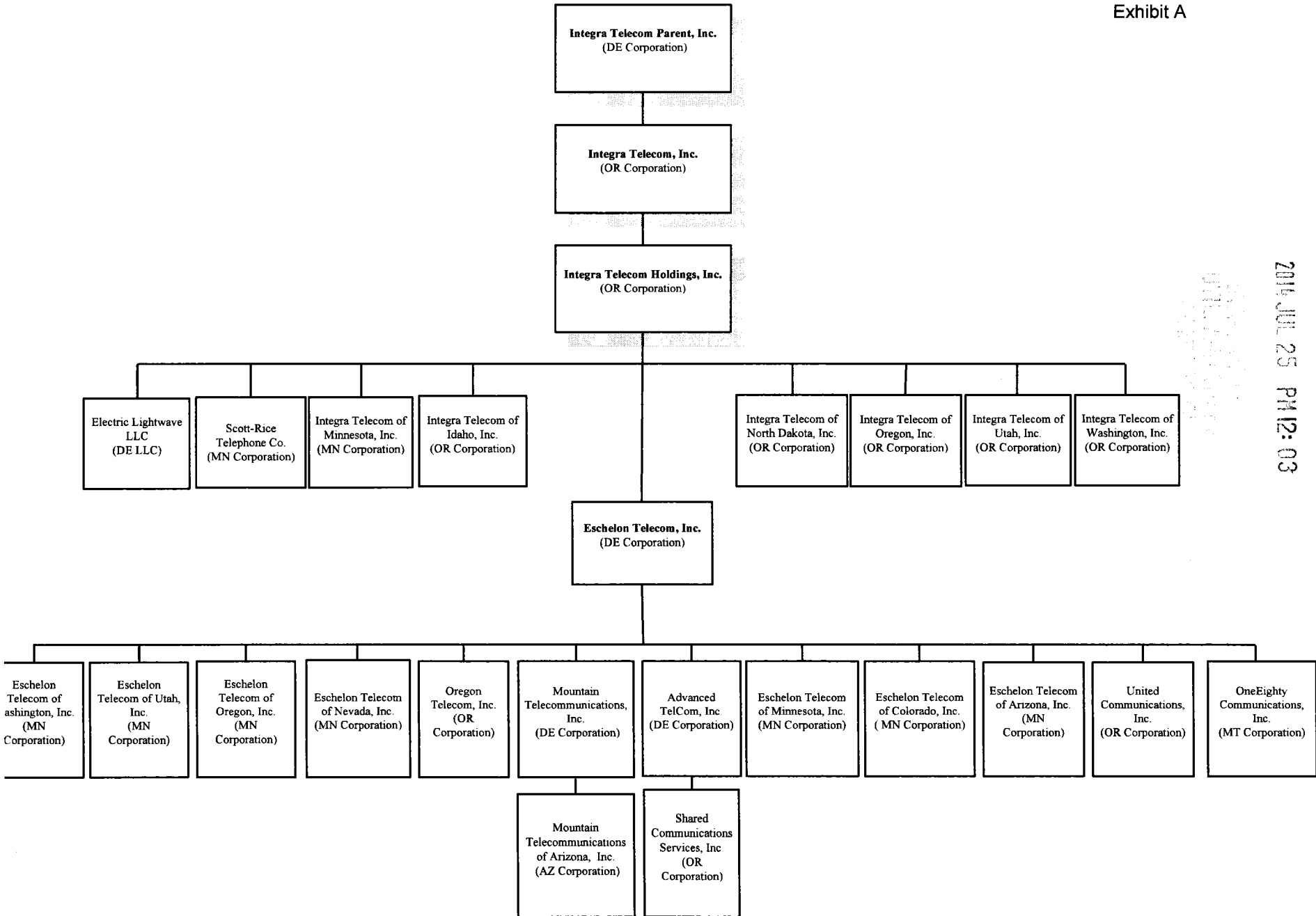
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Enclosures

Current Organization Chart

Exhibit A

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Post-Closing Organizational Chart

Exhibit A

