



Jon Blessing
7158 Othello St.
Castle Pines, CO 80108
303.256.7354
jblessing@att.com

January 30, 2024

Mr. Steve Kahl, Executive Secretary
North Dakota Public Service Commission
600 East Boulevard Avenue
Department 408
Bismarck, ND 58505-0480

Re: Notification of Internal Corporate Restructuring of AT&T Corp. into AT&T Enterprises, LLC

Dear Mr. Kahl:

AT&T Corp. and AT&T Enterprises, Inc. notify the Commission of an internal corporate reorganization in which a merger occurs between AT&T Corp. and AT&T Enterprises, Inc. (which will be renamed AT&T Enterprises, LLC immediately following completion of the merger) (the "Internal Restructuring"). The Internal Restructuring is more fully described as follows:

- AT&T Corp., a New York corporation, is a CLEC and IXC in North Dakota. AT&T Corp. is a wholly owned subsidiary of AT&T Inc.
- AT&T Enterprises, Inc. is a Delaware corporation and is registered with the North Dakota Secretary of State. A copy of the ND Certificate of Authority, which includes the Delaware certificate of incorporation, is attached. AT&T Enterprises, Inc. is a wholly owned subsidiary of AT&T Inc.
- AT&T Corp. will merge with and into AT&T Enterprises, Inc. with AT&T Enterprises, Inc. as the surviving entity. AT&T Corp. will cease to exist after the Internal Restructuring is completed. The effective date of the merger will be **May 1, 2024**.
- Immediately following completion of the merger, AT&T Enterprises, Inc. will convert from a Delaware corporation to a Delaware limited liability company. The effective date of the conversion will be **May 2, 2024**.
- Thereafter, the Secretary of State qualifications of AT&T Enterprises, Inc. will be updated to reflect the conversion to AT&T Enterprises, LLC. The Secretary of State qualification of AT&T Corp. will be withdrawn.



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AT&T is undertaking this internal restructuring project to streamline its corporate structure which will result in greater operational efficiencies. The goal of the Internal Restructuring is a simple one: to convert certain subsidiaries (including AT&T Corp.) from corporations to limited liability companies. The internal merger that is the subject of this Internal Restructuring, and related transactions, are necessary only because AT&T Corp. cannot be directly converted to a limited liability company under New York law.

To be clear, the Internal Restructuring does not result in any change of ownership. AT&T Corp. is wholly owned by its parent company, AT&T Inc. AT&T Enterprises, Inc. (and then AT&T Enterprises, LLC) is wholly owned by its ultimate parent company, AT&T Inc.

Further, the Internal Restructuring will be seamless to customers. The only change customers will see is the service provider name on their AT&T bill. Customers' services, prices, terms and conditions for those services will not be affected. Customers will be notified through bill page message upon completion of the Internal Restructuring that their telecommunication services will be provided by AT&T Enterprises, LLC.

This Internal Restructuring contemplates that AT&T Enterprises, LLC will assume the assets and certificate authorities now held by AT&T Corp. At completion of the Transaction, AT&T will take steps required by the Commission to effectuate the name changes necessitated by the Internal Restructuring.

Please contact me by email or at 303.256.7354 with any questions or concerns you may have.

Sincerely,

A handwritten signature in black ink that reads "Jon Blessing". The signature is written in a cursive, flowing style.

Jon Blessing
Lead Regulatory Relations



NORTH DAKOTA
SECRETARY OF STATE
MICHAEL HOWE

MICHAEL HOWE
SECRETARY OF STATE
600 E. BOULEVARD AVENUE, DEPT. 108
BISMARCK, ND 58505-0500
SOS.ND.GOV

AT&T Enterprises, Inc.
208 S AKARD ST
DALLAS, TX 75202-4206

January 9, 2024

Filing Acknowledgment

Please review the filing information below and notify our office immediately of any discrepancies.

SOS Control ID#:	0006553515		
Filing Type:	Corporation - Business - Foreign		
Received Date:	01/03/2024	Issued Date:	01/09/2024
Status:	Active	Effective Date:	01/09/2024
Duration Term:	Perpetual	Image ID:	B0648-3408
Annual Report Due Date:	05/15/2025	Receipt ID:	003135689

Registered Agent Name and Address:

C T CORPORATION SYSTEM
120 W SWEET AVE
BISMARCK, ND 58504

Principal Address:

208 S. AKARD ST.
DALLAS, TX 75202

Congratulations on the successful filing of your **Certificate of Authority Application Foreign Corporation** for **AT&T Enterprises, Inc.** in the state of North Dakota which is effective on the Effective Date above. Please visit North Dakota's New Business Registration website (www.nd.gov/businessreg) for other information that may be helpful for a new business.

You must file an annual report with this office on or before the Annual Report Due Date noted above and maintain a registered agent in North Dakota. Failure to do so will result in the dissolution or revocation of the business.

Michael Howe
Secretary of State

State of North Dakota

SECRETARY OF STATE



Certificate of Authority of AT&T Enterprises, Inc.

SOS Control ID#: 0006553515

The undersigned, as Secretary of State of the state of North Dakota, hereby certifies an application by

AT&T Enterprises, Inc.

for a Certificate of Authority to transact business in this state, duly signed and verified pursuant to the North Dakota statutes governing a foreign corporation, has been received in this office and is found to conform to law.

ACCORDINGLY, the undersigned, as such Secretary of State, and by virtue of the authority vested in him by law, hereby issues this Certificate of Authority to

AT&T Enterprises, Inc.

to transact business in this state under the name of

AT&T Enterprises, Inc.

Filed date: January 9, 2024

A handwritten signature in cursive script that reads "Michael Howe".

Michael Howe
Secretary of State



0006553515



**FOREIGN BUSINESS CORPORATION
CERTIFICATE OF AUTHORITY APPLICATION**
SECRETARY OF STATE
(See SFN 13100)

FILING FEE: \$145

For Office Use Only

-FILED-

SOS Control ID#: 0006553515

Date Filed: 1/9/2024

B0648-3408 01/03/2024 Received by ND Secretary of State

Corporation Name
AT&T Enterprises, Inc.

Principal Executive Office Address
208 S. AKARD ST.
DALLAS, TX 75202

Mailing Address
208 S AKARD ST
DALLAS, TX 75202-4206

Registered Agent in North Dakota
C T CORPORATION SYSTEM
Commercial Registered Agent
Physical Address
120 W SWEET AVE
BISMARCK, ND 58504
Mailing Address
120 W SWEET AVE
BISMARCK, ND 58504

Formation Location and Date
State or country where incorporated: DELAWARE
Exact date when incorporated in state or country of origin: 11/29/2023
Existence of corporation: Perpetual (indefinite)

Business Purpose
Telecommunications services

Officers and Directors	
Name of Officer or Director	Complete Mailing Address
Jeffrey S. McElfresh	208 S. AKARD ST. DALLAS, TX 75202
Andrew B. Keiser	208 S. AKARD ST. DALLAS, TX 75202
Darrell Guy	208 S. AKARD ST. DALLAS, TX 75202
Jetson B. Dumas	208 S. AKARD ST. DALLAS, TX 75202
Sabrina Sanders	208 S. AKARD ST. DALLAS, TX 75202

Signature
 I, the undersigned, am authorized by the corporation to sign this application, know the contents, and believe the statements contained within to be true. I understand that if I make a false statement, I may be subject to criminal penalties.



Paul M Wilson

Sign Here

01/02/2024

Date

B0648-3409 01/03/2024 Received by ND Secretary of State

Delaware

The First State

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I, JEFFREY W. BULLOCK, SECRETARY OF STATE OF THE STATE OF DELAWARE, DO HEREBY CERTIFY "AT&T ENTERPRISES, INC." IS DULY INCORPORATED UNDER THE LAWS OF THE STATE OF DELAWARE AND IS IN GOOD STANDING AND HAS A LEGAL CORPORATE EXISTENCE SO FAR AS THE RECORDS OF THIS OFFICE SHOW, AS OF THE SIXTH DAY OF DECEMBER, A.D. 2023.

AND I DO HEREBY FURTHER CERTIFY THAT THE ANNUAL FRANCHISE TAXES HAVE BEEN ASSESSED TO DATE.



2686670 8300

SR# 20234154085

You may verify this certificate online at corp.delaware.gov/authver.shtml

A handwritten signature in black ink, appearing to read "JBULLOCK", is written over a horizontal line. Below the line, the text "Jeffrey W. Bullock, Secretary of State" is printed.

Authentication: 204748767

Date: 12-06-23