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VIA EFIS

Missouri Public Service Commission
200 Madison Street, PO Box 360
Jefferson City, MO 65102-0360

RE: File No. TA-2015-0051. Notification by WANRack, LLC of Intent to Reorganize to become a Delaware Limited Liability Company and Change the Entity Holding the Controlling Membership Interest in the Company.

Dear Sir or Madam:

I represent WANRack, LLC ("WANRack") which holds a Certificate of Service Authority to Provide Interexchange and Non-Switched Local Exchange Telecommunications Services in Missouri. This letter is to notify the Commission of the pending reorganization of WANRack, LLC from a Kansas limited liability company to a Delaware limited liability company and the proposed transfer of the controlling interest in WANRack, LLC. It is our understanding, based upon review of the applicable statutes and regulations, that the reorganization and the proposed transfer of controlling interest do not require prior Commission approval. Accordingly, absent written notice to the contrary within thirty (30) days of the date of this letter, WANRack will proceed to consummate the transaction in a timely fashion.

The applicant will restructure its organization from a Kansas limited liability company to a Delaware limited liability company.

In addition, WANRack proposes a transaction whereby WANRack, LLC will become wholly owned by WANRack Holdings, LLC, a Delaware limited liability company. Currently, Rob Oyler and Darren Bonawitz each hold 50% of the membership interest in WANRack, LLC. The ownership / control of WANRack, LLC will change so that it is wholly owned by WANRack Holdings, LLC, a Delaware limited liability company.

WANRack Holdings, LLC has three members: Grain Communications Opportunity Fund, L.P., Darren Bonawitz, and Rob Oyler. Mr. Bonawitz and Mr. Oyler were the only members of WANRack, LLC prior to this transaction. Grain

Communications Opportunity Fund, L.P. will acquire over 50% of the outstanding membership interest in WANRack Holdings, LLC as a result of the transaction. Mr. Bonawitz and Mr. Oyler will hold less than 50% of the membership interest in WANRack Holdings, LLC post-transaction. There will be three managers of WANRack, LLC after the transaction is consummated: Rob Oyler, Michael McKenzie, and Raghav Nayar. Mr. McKenzie and Mr. Nayar have been designated by Grain Communications Opportunity Fund, L.P. The third manager will be the existing manager, Mr. Oyler.

This transaction does not involve the assignment of operating authority or the assignment of any customers. Once the proposed reorganization and transaction are consummated, WANRack will continue to provide competitive telecommunications services to its existing customers in this State using the same technical and managerial personnel it uses currently. The proposed transfer of control will be seamless to WANRack's customers. WANRack's name, rates, and service offerings will not change as a result of the proposed transaction. There will be no interruption of service. The physical assets, property, and personnel of WANRack will remain substantially the same after the change in control of WANRack. The customer service numbers for billing and service problems and liaison with Commission staff will remain the same. The proposed transaction will serve the public interest, convenience, and necessity. Consummation of the proposed transaction will result in net benefits to WANRack's customers by strengthening the overall financial status of WANRack.

The Commission's ability and authority to regulate WANRack and to ensure that it satisfies all obligations, commitments and regulatory requirements established by the laws of this state and the Commission will remain unchanged. Thus, there are no potential public interest harms raised by the proposed transaction and there will be clear benefits to the public upon the closing of this transaction. The parties are forwarding this letter to the Commission for informational purposes, to be included in the appropriate files. Absent receipt of written notification to the contrary within thirty (30) days from the date of this letter, we will proceed with the understanding that no approval or other formal action is required by the Commission prior to consummation of the proposed transaction.

If you need any further information or have any questions regarding the matters discussed herein, please do not hesitate to contact the undersigned. Thank you for your assistance in this matter.

Respectfully submitted,



Jason Danowsky