

UNITED STATES BANKRUPTCY COURT  
SOUTHERN DISTRICT OF NEW YORK

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In re:	)	Chapter 11
	)	
WINDSTREAM HOLDINGS, INC., et al., <sup>1</sup>	)	Case No. 19-22312 (RDD)
	)	
Debtors.	)	(Jointly Administered)

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**AFFIDAVIT OF SERVICE**

I, Jennifer Westwood, depose and say that I am employed by Kurtzman Carson Consultants LLC (KCC), the claims and noticing agent for the Debtors in the above-captioned case.

On May 13, 2019, at my direction and under my supervision, employees of KCC caused to be served the following documents via Electronic Mail upon the service list attached hereto as **Exhibit A**; and via Overnight Mail upon the service lists attached hereto as **Exhibit B** and **Exhibit C**:

- **Certificate of No Objection Regarding Notice of Presentment of Debtors' Motion (I) Setting Bar Dates for Submitting Proofs of Claim, (II) Approving Procedures for Submitting Proofs of Claim, and (III) Approving Notice Thereof** [Docket No. 511]
- **Debtors' Reply in Support of Debtors' Motion for Entry of an Order Approving the Debtors' Key Employee Incentive Program and Debtors' Motion for Entry of an Order Approving the Debtors' Key Employee Retention Program** [Docket No. 512]
- **Supplemental Declaration of Drew Smith in Support of Debtors' Motion for Entry of an Order Approving the Debtors' Key Employee Incentive Plan and Motion for Entry of an Order Approving the Debtors' Key Employee Retention Plan** [Docket No. 513]
- **Notice of Filing of Revised Proposed Order Approving the Debtors' Key Employee Incentive Program** [Docket No. 514]

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<sup>1</sup> The last four digits of Debtor Windstream Holdings, Inc.'s tax identification number are 7717. Due to the large number of Debtors in these chapter 11 cases, for which joint administration has been granted, a complete list of the debtor entities and the last four digits of their federal tax identification numbers is not provided herein. A complete list of such information may be obtained on the website of the Debtors' proposed claims and noticing agent at <http://www.kccllc.net/windstream>. The location of the Debtors' service address for purposes of these chapter 11 cases is: 4001 North Rodney Parham Road, Little Rock, Arkansas 72212.



- **Amended Agenda for May 14, 2019 Hearing** [Docket No. 515]
- **Statement of the Official Committee of Unsecured Creditors Regarding Debtors' Motion for Entry on an Order Approving the Debtors' Key Employee Incentive Program** [Docket No. 516]

Furthermore, on May 13, 2019, at my direction and under my supervision, employees of KCC caused to be served the following document via Electronic Mail upon the service lists attached hereto as Exhibit A, Exhibit D, Exhibit E, and Exhibit F; via Facsimile upon the service list attached hereto as Exhibit G; and via Overnight Mail upon the service lists attached hereto as Exhibit B, Exhibit C, Exhibit H, Exhibit I, and Exhibit J:

- **Amended Agenda for May 14, 2019 Hearing** [Docket No. 515]

Furthermore, on May 13, 2019, at my direction and under my supervision, employees of KCC caused to be served the following document via Electronic Mail upon the service list attached hereto as Exhibit A; via Overnight Mail upon the service list attached hereto as Exhibit B; and via First Class Mail upon the service lists attached hereto as Exhibit K and Exhibit L:

- **Declaration of Disinterestedness of Wiley Rein LLP Pursuant to the Order Authorizing the Retention and Compensation of Professionals Utilized in the Ordinary Course of Business** [Docket No. 520]

Dated: May 15, 2019

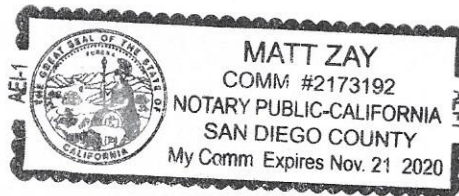
  
Jennifer Westwood

A notary public or other officer completing this certificate verifies only the identity of the individual who signed the document to which this certificate is attached, and not the truthfulness, accuracy, or validity of that document.

State of California, County of San Diego

Subscribed and sworn to (or affirmed) before me on this 15<sup>th</sup> day of May, 2019, by Jennifer Westwood, proved to me on the basis of satisfactory evidence to be the person who appeared before me.

Signature: 



## **Exhibit A**

## Exhibit A

Master Service List  
Served via Electronic Mail

Description	CreditorName	CreditorNoticeName	Email
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## Exhibit A

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## Exhibit A

Master Service List  
Served via Electronic Mail

Description	CreditorName	CreditorNoticeName	Email
Top 50 Creditor	Time Warner Cable	Legal Department	serena.parker@charter.com
Counsel for TN Dept of Revenue	TN Dept of Revenue	c/oTN Attorney General's Office, Bankruptcy Division	AGBankNewYork@ag.tn.gov
Top 50 Creditor	Trawick Construction Co	Attn Director or Officer	doug.trawick@trawickconstruction.com
Counsel for ScanSource, Inc.,	Troutman Sanders LLP	Brett D. Goodman	brett.goodman@troutman.com
Counsel for ScanSource, Inc.,	Troutman Sanders LLP	Harris B. Winsberg	harris.winsberg@troutman.com
Environmental Protection Agency (US)	US Environmental Protection Agency	Mail Code 2310A, Office of General Counsel	Leopold.matt@Epa.gov
Counsel for Sequential Technology International, LLC	Vedder Price P.C.	Michael L. Schein	mschein@vedderprice.com
Top 50 Creditor and Official Committee of Unsecured Creditors	VeloCloud Networks, Inc.	Brooks Beard and Doug Loi	bbeard@vmware.com; dloi@vmware.com
Top 50 Creditor	Verizon Communications	General Counsel	craig.silliman@verizon.com
Counsel for Viavi Solutions	Vogel Bach & Horn, LLP	Heike M. Vogel and Eric H. Horn	hvogel@vogelbachpc.com; ehorn@vogelbachpc.com
Indenture Trustee to the 10.5% and 9% Notes	Wilmington Trust National Association	Global Capital Markets	RRitrovato@WilmingtonTrust.com; SCimalore@WilmingtonTrust.com
Counsel to Pinehurst Centre Property, LLC	Wolcott Rivers Gates	Cullen D. Speckhart	cspeckhart@wolriv.com
Counsel for t3Broadband and t3 Wireless, Inc.	Womble Bond Dickinson (Us) LLP	Jeffrey L. Tarkenton	Jeffrey.Tarkenton@wbd-us.com
Counsel for BTC Block 20 Partnership, LP	Woods Oviatt Gilman LLP	Timothy P. Lyster	tlyster@woodsoviatt.com
Counsel for BTC Block 20 Partnership, LP	Woods Oviatt Gilman LLP	William F. Savino	Wsavino@woodsoviatt.com
Top 50 Creditor	Zayo Group	Attn Director or Officer	brad.korch@zayo.com; shira.cooks@zayo.com

## **Exhibit B**

**Exhibit B**

Chambers Service List  
Served via Overnight Mail

Description	Company	Contact	Address1	Address2	City	State	Zip
Chambers	United States Bankruptcy Court	Honorable Judge Drain	300 Quarropas Street Rm 248	Chambers Copy	White Plains	NY	10601

## **Exhibit C**

Exhibit  
Master Service List  
Served via Overnight Mail

Description	CreditorName	CreditorNoticeName	Address1	Address2	City	State	Zip	Country
Alabama Attorney General	Alabama Attorney General	Attn Bankruptcy Department	501 Washington Ave		Montgomery	AL	36104	
Aurelius Capital Management	Aurelius Capital Management	Attn Director or Officer	535 Madison Avenue, 22nd Fl		New York	NY	10022	
Aurelius Capital Master, Ltd.	Aurelius Capital Master, Ltd.	c/o SS&C Fund Services (Cayman) Ltd.	45 Market Street	Gardenia Court, Camana Bay	Grand Cayman		KY 1-9003	Cayman Islands
Top 50 Creditor	Ciena Corp	Attn Director or Officer	7035 Ridge Road		Hanover	MD	21076	
Top 50 Creditor	Comcast	Comcast Corporation	Comcast Center	1701 Jfk Boulevard	Philadelphia	PA	19103	
Top 50 Creditor	Commscope Technologies LLC	Attn Director or Officer	1100 Commscope Place, Se		Hickory	NC	28602-3619	
Official Committee of Unsecured Creditors	Communication Workers of America, AFL-CIO, CLC	Patricia M. Shea, General Counsel	501 Third Street, N.W. Suite 301		Washington	DC	20036	
Top 50 Creditor	Conduent Commercial Solutions LLC	Attn Director or Officer	100 Campus Drive	Suite 200	Florham Park	NJ	07932	
Top 50 Creditor and Official Committee of Unsecured Creditors	Crown Castle Fiber	Scott Callahan, Senior Manager of Credit & Collections	80 Central Street		Boxborough	MA	01719	
Top 50 Creditor	Element - Fka PHH	Attn Director or Officer	655 Business Center Drive, Suite 250		Horsham	PA	19044	
Top 50 Creditor	Fibertech Networks LLC	Attn: Accounts Receivable	300 Meridian Centre		Rochester	NY	14618	
Florida Attorney General	Florida Attorney General	Attn Bankruptcy Department	The Capitol PL-01		Tallahassee	FL	32399-1050	
Kentucky Attorney General	Kentucky Attorney General	Attn Bankruptcy Department	700 Capitol Avenue	Capitol Building, Suite 118	Frankfort	KY	40601-3449	
Top 50 Creditor	Metaswitch Networks	Dbas: Metaswitch Networks	12007 Sunrise Valley Dr Ste 250		Reston	VA	20191	
Mississippi Attorney General	Mississippi Attorney General	Attn Bankruptcy Department	Walter Sillers Building	550 High St Ste 1200	Jackson	MS	39201	
Top 50 Creditor	Miteltechnologies Inc	Attn Director or Officer	1615 South 52Nd Street		Tempe	AZ	85281	
Top 50 Creditor	MP Nexlevel LLC	Attn Director or Officer	500 County Rd 37 E		Maple Lake	MN	55358	
New Mexico Attorney General	New Mexico Attorney General	Attn Bankruptcy Department	408 Galisteo St	Villagra Building	Santa Fe	NM	87501	
New York Attorney General	New York Attorney General	Attn Bankruptcy Department	Office of the Attorney General	The Capitol, 2nd Fl.	Albany	NY	12224-0341	
New York Attorney General	Office of the NY Attorney General	Attorney General	120 Broadway 24th Fl		New York	NY	10271	
New York Attorney General	Office of the NY Attorney General	Attorney General	The Capitol		Albany	NY	12224-0341	
US Trustee	Office of the United States Trustee	William K Harrington	Attn Paul Schwartzberg and Serene Nakano	201 Varick Street, Suite 1006	New York	NY	10014	
Ohio Attorney General	Ohio Attorney General	Attn Bankruptcy Department	30 E. Broad St. 14th Fl		Columbus	OH	43215	
Oklahoma Attorney General	Oklahoma Attorney General	Attn Bankruptcy Department	313 NE 21st St		Oklahoma City	OK	73105	
Pennsylvania Attorney General	Pennsylvania Attorney General	Attn Bankruptcy Department	16th Floor, Strawberry Square		Harrisburg	PA	17120	
Official Committee of Unsecured Creditors	Pension Benefit Guaranty Corporation	Thomas Taylor, Supervisory Financial Analyst	1200 K Street N.W.		Washington	DC	20005-4026	
Top 50 Creditor	Prodapt	N.A. Headquarters	7565 Sw Mohawk Street, Building M		Tualatin	OR	97062	
Secretary of the State	Secretary of State	Division of Corporations	99 Washington Ave Ste 600	One Commerce Plz	Albany	NY	12231-0001	
Secretary of the State	Secretary of State		123 William St		New York	NY	10038-3804	
South Carolina Attorney General	South Carolina Attorney General	Attn Bankruptcy Department	Rembert C. Dennis Office Bldg.	1000 Assembly St Room 519	Columbia	SC	29201	
Top 50 Creditor	Tata Consultancy Services Limited	Janarthanan Angiya	379 Thornal Street, 4Th Floor		Edison	NJ	08837	
Texas Attorney General	Texas Attorney General	Attn Bankruptcy Department	300 W. 15th St		Austin	TX	78701	
Top 50 Creditor	Triple D Communications	Danny White	3006 Park Central Avenue		Nicholasville	KY	40356	
Indenture Trustee to the 8.75%, 8.625%, 6 3/8%, 7.5%, and 7.75% Notes	U.S. Bank National Association	Attention: Global Corporate Trust Services	1349 West Peachtree Street	Suite 1050	Atlanta	GA	30309	
Indenture Trustee to the 8.75%, 8.625%, 6 3/8%, 7.5%, and 7.75% Notes	U.S. Bank National Association	c/o US Bank Corporate Trust Services	60 Livingston Ave.		St. Paul	MN	55107	

Exhibit c  
Master Service List  
Served via Overnight Mail

Description	CreditorName	CreditorNoticeName	Address1	Address2	City	State	Zip	Country
Official Committee of Unsecured Creditors	UMB Bank	Gavin Wilkinson, Senior Vice President, Corporate Trust	120 South Sixth St, Ste 1400		Minneapolis	MN	55402	
Top 50 Creditor	USIC Inc	Attn Director or Officer	9045 North River Road	Suite 300	Indianapolis	IN	46240	



## **Exhibit D**

**Exhibit D**

Affected Party

Served via Electronic Mail

CreditorName	Email
Tyler Kieron Williams Sr.	twilliamsboy@gmail.com

## **Exhibit E**

**Exhibit E**

Affected Party

Served via Electronic Mail

CreditorName	CreditorNoticeName	Email
Douglas, Haun & Heidemann, P.C.	Donald M. Brown	donald@dhhlawfirm.com

## **Exhibit F**

**Exhibit F**

Charter Service List  
Served via Electronic Mail

CreditorName	CreditorNoticeName	Email
Charter Communications Operating, LLC and Charter Communications, Inc.	c/o Brian W. Hockett, John Kingston, Michael Nepple	jkingston@thompsoncoburn.com; bhockett@thompsoncoburn.com; mnepple@thompsoncoburn.com



## **Exhibit G**

Pg. 22 of 33  
Exhibit CMaster Service List  
Served via Facsimile

Description	CreditorName	CreditorNoticeName	Fax
Top 50 Creditor	Comcast	Comcast Corporation	215-981-7790
Top 50 Creditor	Commscope Technologies LLC	Attn Director or Officer	828-323-4849
Top 50 Creditor and Official Committee of Unsecured Creditors	Crown Castle Fiber	Scott Callahan, Senior Manager of Credit & Collections	978-264-6100
Top 50 Creditor	Element - Fka PHH	Attn Director or Officer	267-960-4001
Top 50 Creditor	Fibertech Networks LLC	Attn: Accounts Receivable	585-442-8845
Top 50 Creditor	Metaswitch Networks	Dbas: Metaswitch Networks	703-480-0499
Top 50 Creditor	MP Nexlevel LLC	Attn Director or Officer	320-963-2438
New Mexico Attorney General	New Mexico Attorney General	Attn Bankruptcy Department	505-490-4883
New York Attorney General	Office of the NY Attorney General	Attorney General	212-416-6075
Oklahoma Attorney General	Oklahoma Attorney General	Attn Bankruptcy Department	405-521-6246
Pennsylvania Attorney General	Pennsylvania Attorney General	Attn Bankruptcy Department	717-787-8242
Official Committee of Unsecured Creditors	Pension Benefit Guaranty Corporation	Thomas Taylor, Supervisory Financial Analyst	202-326-4112
Top 50 Creditor	Prodapt	N.A. Headquarters	503-885-0850
Secretary of the State	Secretary of State	Division of Corporations	518-474-1418
Secretary of the State	Secretary of State		212-417-2383
South Carolina Attorney General	South Carolina Attorney General	Attn Bankruptcy Department	803-253-6283
Top 50 Creditor	Tata Consultancy Services Limited	Janarthanan Angiya	212-867-8652
Texas Attorney General	Texas Attorney General	Attn Bankruptcy Department	512-475-2994
Top 50 Creditor	Triple D Communications	Danny White	859-885-9824
Indenture Trustee to the 8.75%, 8.625%, 6 3/8%, 7.5%, and 7.75% Notes	U.S. Bank National Association	Attention: Global Corporate Trust Services	404-898-8844
Top 50 Creditor	USIC Inc	Attn Director or Officer	317-575-7881

## **Exhibit H**

**Exhibit H**

Affected Party

Served via Overnight Mail

CreditorName	Address1	City	State	Zip
Tyler Kieron Williams Sr.	2211 Hudson Rd Unit 209	Greer	SC	29650

## **Exhibit I**

**Exhibit I**

Affected Party

Served via Overnight Mail

CreditorName	CreditorNoticeName	Address1	City	State	Zip
Douglas, Haun & Heidemann, P.C.	Donald M. Brown	111 West Broadway, P.O. Box 117	Bolivar	MO	65613



## **Exhibit J**

**Exhibit J**

Charter Service List  
Served via Overnight Mail

CreditorName	CreditorNoticeName	Address1	Address2	Address3	City	State	Zip
Charter Communications Operating, LLC	Attn Officer	12405 Powerscourt Drive			St. Louis	MO	63131
Charter Communications Operating, LLC	Corporation Service Company	Registered Agent for Charter Communications Operating, LLC	251 Little Falls Drive		Wilmington	DE	19808
Charter Communications Operating, LLC and Charter Communications, Inc.	c/o Brian W. Hockett, John Kingston, Michael Nepple	Thompson Coburn LLP	One US Bank Plaza		St Louis	MO	63101
Charter Communications, Inc.	Attn Thomas M. Rutledge, Chairman and CEO	400 Atlantic Street			Stamford	CT	06901
Charter Communications, Inc.	Corporation Service Company	Registered Agent for Charter Communications Inc.	251 Little Falls Drive		Wilmington	DE	19808
Charter Communications, Inc.	The Corporation Trust Company	Registered Agent for Charter Communications Inc.	Corporation Trust Center	1209 Orange St	Wilmington	DE	19801

## **Exhibit K**

Exhibit R  
Master Service List  
Served via First Class Mail

Description	CreditorName	CreditorNoticeName	Address1	Address2	City	State	Zip	Country
Alabama Attorney General	Alabama Attorney General	Attn Bankruptcy Department	501 Washington Ave		Montgomery	AL	36104	
Aurelius Capital Management	Aurelius Capital Management	Attn Director or Officer	535 Madison Avenue, 22nd Fl		New York	NY	10022	
Aurelius Capital Master, Ltd.	Aurelius Capital Master, Ltd.	c/o SS&C Fund Services (Cayman) Ltd.	45 Market Street	Gardenia Court, Camana Bay	Grand Cayman		KY 1-9003	Cayman Islands
Top 50 Creditor	Ciena Corp	Attn Director or Officer	7035 Ridge Road		Hanover	MD	21076	
Top 50 Creditor	Comcast	Comcast Corporation	Comcast Center	1701 Jfk Boulevard	Philadelphia	PA	19103	
Top 50 Creditor	Commscope Technologies LLC	Attn Director or Officer	1100 Commscope Place, Se		Hickory	NC	28602-3619	
Official Committee of Unsecured Creditors	Communication Workers of America, AFL-CIO, CLC	Patricia M. Shea, General Counsel	501 Third Street, N.W. Suite 301		Washington	DC	20036	
Top 50 Creditor	Conduent Commercial Solutions LLC	Attn Director or Officer	100 Campus Drive	Suite 200	Florham Park	NJ	07932	
Top 50 Creditor and Official Committee of Unsecured Creditors	Crown Castle Fiber	Scott Callahan, Senior Manager of Credit & Collections	80 Central Street		Boxborough	MA	01719	
Top 50 Creditor	Element - Fka PHH	Attn Director or Officer	655 Business Center Drive, Suite 250		Horsham	PA	19044	
Top 50 Creditor	Fibertech Networks LLC	Attn: Accounts Receivable	300 Meridian Centre		Rochester	NY	14618	
Florida Attorney General	Florida Attorney General	Attn Bankruptcy Department	The Capitol PL-01		Tallahassee	FL	32399-1050	
Kentucky Attorney General	Kentucky Attorney General	Attn Bankruptcy Department	700 Capitol Avenue	Capitol Building, Suite 118	Frankfort	KY	40601-3449	
Top 50 Creditor	Metaswitch Networks	Db: Metaswitch Networks	12007 Sunrise Valley Dr Ste 250		Reston	VA	20191	
Mississippi Attorney General	Mississippi Attorney General	Attn Bankruptcy Department	Walter Sillers Building	550 High St Ste 1200	Jackson	MS	39201	
Top 50 Creditor	Miteltechnologies Inc	Attn Director or Officer	1615 South 52Nd Street		Tempe	AZ	85281	
Top 50 Creditor	MP Nexlevel LLC	Attn Director or Officer	500 County Rd 37 E		Maple Lake	MN	55358	
New Mexico Attorney General	New Mexico Attorney General	Attn Bankruptcy Department	408 Galisteo St	Villagra Building	Santa Fe	NM	87501	
New York Attorney General	New York Attorney General	Attn Bankruptcy Department	Office of the Attorney General	The Capitol, 2nd Fl.	Albany	NY	12224-0341	
New York Attorney General	Office of the NY Attorney General	Attorney General	120 Broadway 24th Fl		New York	NY	10271	
New York Attorney General	Office of the NY Attorney General	Attorney General	The Capitol		Albany	NY	12224-0341	
US Trustee	Office of the United States Trustee	William K Harrington	Attn Paul Schwartzberg and Serene Nakano	201 Varick Street, Suite 1006	New York	NY	10014	
Ohio Attorney General	Ohio Attorney General	Attn Bankruptcy Department	30 E. Broad St. 14th Fl		Columbus	OH	43215	
Oklahoma Attorney General	Oklahoma Attorney General	Attn Bankruptcy Department	313 NE 21st St		Oklahoma City	OK	73105	
Pennsylvania Attorney General	Pennsylvania Attorney General	Attn Bankruptcy Department	16th Floor, Strawberry Square		Harrisburg	PA	17120	
Official Committee of Unsecured Creditors	Pension Benefit Guaranty Corporation	Thomas Taylor, Supervisory Financial Analyst	1200 K Street N.W.		Washington	DC	20005-4026	
Top 50 Creditor	Prodapt	N.A. Headquarters	7565 Sw Mohawk Street, Building M		Tualatin	OR	97062	
Secretary of the State	Secretary of State	Division of Corporations	99 Washington Ave Ste 600	One Commerce Plz	Albany	NY	12231-0001	
Secretary of the State	Secretary of State		123 William St		New York	NY	10038-3804	
South Carolina Attorney General	South Carolina Attorney General	Attn Bankruptcy Department	Rembert C. Dennis Office Bldg.	1000 Assembly St Room 519	Columbia	SC	29201	
Top 50 Creditor	Tata Consultancy Services Limited	Janarthanan Angiya	379 Thomal Street, 4Th Floor		Edison	NJ	08837	
Texas Attorney General	Texas Attorney General	Attn Bankruptcy Department	300 W. 15th St		Austin	TX	78701	
Top 50 Creditor	Triple D Communications	Danny White	3006 Park Central Avenue		Nicholasville	KY	40356	
Indenture Trustee to the 8.75%, 8.625%, 6 3/8%, 7.5%, and 7.75% Notes	U.S. Bank National Association	Attention: Global Corporate Trust Services	1349 West Peachtree Street	Suite 1050	Atlanta	GA	30309	
Indenture Trustee to the 8.75%, 8.625%, 6 3/8%, 7.5%, and 7.75% Notes	U.S. Bank National Association	c/o US Bank Corporate Trust Services	60 Livingston Ave.		St. Paul	MN	55107	

Exhibit K

Master Service List  
Served via First Class Mail

Description	CreditorName	CreditorNoticeName	Address1	Address2	City	State	Zip	Country
Official Committee of Unsecured Creditors	UMB Bank	Gavin Wilkinson, Senior Vice President, Corporate Trust	120 South Sixth St, Ste 1400		Minneapolis	MN	55402	
Top 50 Creditor	USIC Inc	Attn Director or Officer	9045 North River Road	Suite 300	Indianapolis	IN	46240	

## **Exhibit L**



**Exhibit L**

OCP Party Service List  
Service via First Class Mail

Description	CreditorName	CreditorNoticeName	Address1	Address2	City	State	Zip
Debtors	Windstream Holdings, Inc.	Attn Kristi M. Moody	4001 Rodney Parham Road	Building 1	Little Rock	AR	72212