

**UNITED STATES BANKRUPTCY COURT
SOUTHERN DISTRICT OF NEW YORK**

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In re:	: Chapter 11
	:
WINDSTREAM HOLDINGS, INC., et al., ¹	: Case No. 19-22312 (RDD)
	:
Debtors.	: (Jointly Administered)
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**VERIFIED STATEMENT OF TROUTMAN SANDERS LLP
PURSUANT TO BANKRUPTCY RULE 2019**

Troutman Sanders LLP ("Troutman"), attorneys for the creditors and parties-in-interest listed in Schedule 1 attached hereto (collectively, the "Ad Hoc EMC Group") in connection with the bankruptcy cases of the above captioned debtors (collectively, the "Debtors"), respectfully submits this Supplemental Statement (the "Statement") pursuant to Rule 2019 of the Federal Rules of Bankruptcy Procedure, and represents as follows.

1. In or around July 2019, the Ad Hoc EMC Group engaged Troutman to represent it in connection with the Debtors' bankruptcy cases.
2. The pertinent facts and circumstances in connection with the employment of Troutman is that each member of the Ad Hoc EMC Group has requested Troutman to serve as its counsel in connection with these Chapter 11 cases. Each member is aware of, and has consented to the simultaneous representation of, each other member by Troutman in these Chapter 11 cases.

¹ The last four digits of Debtor, Windstream Holdings, Inc.'s tax identification number is 7717. Due to the large number of debtor entities in these chapter 11 cases, for which the Debtors have requested joint administration, 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.



3. Each member of the Ad Hoc EMC Group has asserted claims in the amounts listed on Schedule 2 attached hereto.² Each member has, in their respective proofs of claims that were filed by the applicable claim bar date, stated the nature and amount of their claims against the Debtors.

4. Troutman respectfully reserves the right to amend or supplement this Declaration as may be appropriate. Other than for purposes of Bankruptcy Rule 2019, this Declaration may not be construed as an admission or factual representation by any of the Parties.

The undersigned hereby declares under penalty of perjury that the foregoing is true and correct to the best of his knowledge and belief.

Dated: New York, New York
September 12, 2019

TROUTMAN SANDERS LLP

By: /s/ Hugh M. McDonald

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Counsel for the Ad Hoc EMC Group

² The information set forth in the attached Schedule 2 is intended only to comply with Bankruptcy Rule 2019 and is not intended for any other purpose.

SCHEDULE 1

The Ad Hoc EMC Group Members

1. AMICALOLA ELECTRIC MEMBERSHIP CORPORATION
2. BLUE RIDGE MOUNTAIN ELECTRIC MEMBERSHIP CORPORATION
3. FLINT ENERGIES
4. HART ELECTRIC MEMBERSHIP CORPORATION
5. NORTH GEORGIA ELECTRIC MEMBERSHIP CORPORATION
6. UPSON ELECTRIC MEMBERSHIP CORPORATION

SCHEDULE 2

Asserted Claims

Claimant	Debtor	Claim Amount
Amicalola Electric Membership Corporation	Windstream Holdings, Inc.	\$621,500.94
Amicalola Electric Membership Corporation	Georgia Windstream, LLC	\$621,500.94
Amicalola Electric Membership Corporation	Windstream Communications, LLC	\$621,500.94
Amicalola Electric Membership Corporation	Windstream Services, LLC	\$621,500.94
Blue Ridge Mountain Electric Membership Corporation	Windstream Holdings, Inc.	\$317,739.09
Blue Ridge Mountain Electric Membership Corporation	Windstream Services, LLC	\$317,739.09
Blue Ridge Mountain Electric Membership Corporation	Windstream Standard, LLC	\$317,739.09
Blue Ridge Mountain Electric Membership Corporation	Teleview, LLC	\$317,739.09
Flint Energies	Windstream Holdings, Inc.	\$275,341.69
Flint Energies	Georgia Windstream, LLC	\$275,341.69
Flint Energies	Windstream Services, LLC	\$275,341.69
Flint Energies	Teleview, LLC	\$275,341.69
Hart Electric Membership Corporation	Windstream Holdings, Inc.	\$431,752.30
Hart Electric Membership Corporation	Georgia Windstream, LLC	\$431,752.30
Hart Electric Membership Corporation	Windstream Georgia, LLC	\$431,752.30
Hart Electric Membership Corporation	Windstream Services, LLC	\$431,752.30
North Georgia Electric Membership Corporation	Windstream Holdings, Inc.	\$1,495,145.24
North Georgia Electric Membership Corporation	Windstream Georgia Communications, LLC	\$1,495,145.24
North Georgia Electric Membership Corporation	Windstream Services, LLC	\$1,495,145.24
North Georgia Electric Membership Corporation	Windstream Holdings, Inc.	\$70,197.50
North Georgia Electric Membership Corporation	Windstream Georgia Communications, LLC	\$70,197.50
North Georgia Electric Membership Corporation	Windstream Services, LLC	\$70,197.50
Upton Electric Membership Corporation	Windstream Holdings, Inc.	\$70,329.05
Upton Electric Membership Corporation	Windstream Georgia Communications, LLC	\$70,329.05
Upton Electric Membership Corporation	Windstream Services, LLC	\$70,329.05