

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

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

**FINAL DECREE CLOSING THE CHAPTER 11 CASES**

Upon the motion (the "Motion")<sup>2</sup> of the above-captioned reorganized debtors (the "Reorganized Debtors") for the entry of a final decree (this "Final Decree") closing the Fully Administered Cases, other than the case of Windstream Finance, Corp., No. 19-22397, *In re Windstream Finance, Corp.* (the "Remaining Case") all as more fully set forth in the Motion, pursuant to 11 U.S.C. § 350(b) and Fed. R. Bankr. P. 3022; and this Court having jurisdiction over this matter pursuant to 28 U.S.C. §§ 157(a)-(b) and 1334(b); and this Court having found that this is a core proceeding pursuant to 28 U.S.C. § 157(b)(2) that this Court may decide by a final order consistent with Article III of the United States Constitution; and this Court having found that venue in this district is proper pursuant to 28 U.S.C. §§ 1408 and 1409; and the Reorganized Debtors' notice of the Motion and opportunity for a hearing on the Motion being due and sufficient and no other notice being required; and upon the sole, limited objection to the Motion and the Reorganized Debtors' reply; and upon the record of and representations made at the hearing held by the Court

<sup>1</sup> The last four digits of Reorganized Debtor Windstream Holdings, Inc.'s tax identification number are 7717. Due to the large number of Reorganized 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 Reorganized Debtors' claims and noticing agent at <http://www.kccllc.net/windstream>. The location of the Reorganized Debtors' service address for purposes of these chapter 11 cases is: 4001 North Rodney Parham Road, Little Rock, Arkansas 72212.

<sup>2</sup> Capitalized terms used but not defined herein shall have the meanings ascribed to them in the Motion.



on the Motion on October 22, 2020; and, after due deliberation and for the reasons stated by the Court in its bench ruling at the close of the hearing, the Court having determined that the legal and factual bases set forth in the Motion establish just cause for the relief granted herein, in that the estates of the Fully Administered Cases are fully administered for purposes of 11 U.S.C. § 350(a) and Fed. R. Bankr. P. 3022; and it being in the best interests of the Reorganized Debtors and all parties in interest that the Motion be granted; now, therefore, it is HEREBY ORDERED THAT:

1. The Motion is granted.
2. The chapter 11 cases of the 204 Debtors identified on **Schedule 1** attached hereto—the Fully Administered Cases—are hereby closed; *provided, however*, that the Court shall retain jurisdiction notwithstanding the closing of such Cases as is provided for in Article X of the Plan (Retention of Jurisdiction), including, without limitation, with respect to any pending contested matters.
3. The case of Windstream Finance, Corp, No. 19-22397, *In re Windstream Finance, Corp.* (the “Remaining Case”) shall remain open pending further order of the Court, and, from and after the date of entry of this Final Decree, all motions, notices and other pleadings relating to any of the Debtors or the Reorganized Debtors shall be filed, administered, and adjudicated in the Remaining Case without the need to reopen the Fully Administered Cases, and the Court shall retain jurisdiction over the Remaining Matters.
4. Notwithstanding anything to the contrary, the terms and conditions of this Final Decree shall be immediately effective and enforceable upon its entry.
5. To the extent not already paid, the fees required to be paid to the U.S. Trustee by the Reorganized Debtors pursuant to 28 U.S.C. § 1930 or otherwise shall be paid no later than fourteen (14) days after entry of this Final Decree.

6. Entry of this Final Decree is without prejudice to (a) the rights of the Reorganized Debtors or any other party in interest to seek to reopen any of the Fully Administered Cases for cause pursuant to section 350(b) of the Bankruptcy Code and (b) the rights of the Reorganized Debtors or any other party in interest to dispute, before the Court or in an appropriate non-bankruptcy forum, all claims that were filed against the Reorganized Debtors in the Fully Administered Cases as contemplated by the Plan and the Confirmation Order.

7. The Reorganized Debtors shall file a post-confirmation quarterly operating report for the Fully Administered Cases through entry of this Final Decree. All further reporting concerning the administration of the assets and liabilities of the Affiliate Debtors shall occur only in the Remaining Case pending entry of a final decree closing the Remaining Case.

8. Notwithstanding the relief granted in this Final Decree and any actions taken pursuant to such relief, nothing in this Final Decree shall be deemed: (a) an admission as to the amount of, basis for, or validity of any claim against the Reorganized Debtors under the Bankruptcy Code or other applicable nonbankruptcy law; (b) a waiver of the rights of the Reorganized Debtors or any other parties in interest to dispute any claim on any grounds; (c) a promise or requirement to pay any prepetition claim; (d) an assumption, adoption, or rejection of any agreement, contract, or lease under section 365 of the Bankruptcy Code; (e) an admission as to the validity, enforceability, or perfection of any lien on, security interest in, or other encumbrance on property of the Reorganized Debtors' estates; (f) a waiver of any claims or causes of action which may exist against any entity; or (g) a waiver or limitation of the rights of the Reorganized Debtors or any other parties in interest under the Bankruptcy Code or any other applicable law. Any failure of the Reorganized Debtors to file an objection to any claim in the Fully Administered Cases on or prior to entry of this Final Decree shall not constitute allowance

of the claim and shall not result in such claim being deemed Allowed against any Debtor. Any objections to claims against the Affiliate Debtors may be filed, administered, and adjudicated in the Remaining Case until the applicable deadline set forth in the Plan, as it may be extended from time to time as provided therein.

9. The Reorganized Debtors are authorized to take all actions necessary to effectuate the relief granted pursuant to this Final Decree in accordance with the Motion.

10. The Court retains exclusive jurisdiction with respect to all matters arising from or related to the implementation of this Final Decree.

Dated: White Plains, New York  
October 22, 2020

*/s/Robert D. Drain*

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THE HONORABLE ROBERT D. DRAIN  
UNITED STATES BANKRUPTCY JUDGE

**Schedule 1**

**Fully Administered Cases**

<b>Debtor Name</b>	<b>Case Number</b>
Windstream Holdings, Inc.	19-22312
Windstream Business Holdings, LLC	19-22310
Allworx Corp.	19-22345
American Telephone Company, LLC	19-22349
ARC Networks, Inc.	19-22362
A.R.C. Networks, Inc.	19-22338
ATX Communications, Inc.	19-22368
ATX Licensing, Inc.	19-22371
ATX Telecommunications Services of Virginia, LLC	19-22377
Birmingham Data Link, LLC	19-22382
BOB, LLC	19-22387
Boston Retail Partners LLC	19-22392
BridgeCom Holdings, Inc.	19-22403
BridgeCom International, Inc.	19-22408
BridgeCom Solutions Group, Inc.	19-22428
Broadview Networks, Inc.	19-22456
Broadview Networks of Massachusetts, Inc.	19-22440
Broadview Networks of Virginia, Inc.	19-22454
Broadview NP Acquisition Corp.	19-22461
Buffalo Valley Management Services, Inc.	19-22463
Business Telecom of Virginia, Inc.	19-22466
Business Telecom, LLC	19-22469
BV-BC Acquisition Corporation	19-22471
Cavalier IP TV, LLC	19-22474
Cavalier Services, LLC	19-22313
Cavalier Telephone Mid-Atlantic, L.L.C.	19-22315
Cavalier Telephone, L.L.C.	19-22317
CCL Historical, Inc.	19-22319
Choice One Communications of Connecticut Inc.	19-22322
Choice One Communications of Maine Inc.	19-22324
Choice One Communications of Massachusetts Inc.	19-22326
Choice One Communications of New York Inc.	19-22329
Choice One Communications of Ohio Inc.	19-22331
Choice One Communications of Pennsylvania Inc.	19-22332
Choice One Communications of Rhode Island Inc.	19-22335
Choice One Communications Resale L.L.C.	19-22341
Choice One Communications of Vermont Inc.	19-22339
Choice One of New Hampshire, Inc.	19-22344
Cinergy Communications Company of Virginia, LLC	19-22353
Conestoga Enterprises, Inc.	19-22356
Conestoga Management Services, Inc.	19-22358
Conestoga Wireless Company	19-22360
Connecticut Broadband, LLC	19-22363
Connecticut Telephone & Communication Systems, Inc.	19-22365
Conversent Communications Long Distance, LLC	19-22366
Conversent Communications of Connecticut, LLC	19-22369
Conversent Communications of Maine, LLC	19-22372

<b>Debtor Name</b>	<b>Case Number</b>
Conversent Communications of Massachusetts, Inc.	19-22375
Conversent Communications of New Hampshire, LLC	19-22378
Conversent Communications of New Jersey, LLC	19-22380
Conversent Communications of New York, LLC	19-22384
Conversent Communications of Pennsylvania, LLC	19-22386
Conversent Communications of Rhode Island, LLC	19-22388
Conversent Communications of Vermont, LLC	19-22391
Conversent Communications Resale L.L.C.	19-22394
CoreComm-ATX, Inc.	19-22401
CoreComm Communications, LLC	19-22399
CTC Communications Corporation	19-22405
CTC Communications of Virginia, Inc.	19-22407
D&E Communications, LLC	19-22411
D&E Management Services, Inc.	19-22414
D&E Networks, Inc.	19-22417
D&E Wireless, Inc.	19-22419
Deltacom, LLC	19-22423
Earthlink Business, LLC	19-22427
Earthlink Carrier, LLC	19-22430
Equity Leasing, Inc.	19-22432
Eureka Broadband Corporation	19-22435
Eureka Holdings, LLC	19-22437
Eureka Networks, LLC	19-22438
Eureka Telecom, Inc.	19-22445
Eureka Telecom of VA, Inc.	19-22442
Georgia Windstream, LLC	19-22447
Heart of the Lakes Cable Systems, Inc.	19-22451
Infocore, Inc.	19-22314
Info-Highway International, Inc.	19-22321
InfoHighway Communications Corporation	19-22318
InfoHighway of Virginia, Inc.	19-22325
Intellifiber Networks, LLC	19-22328
Iowa Telecom Data Services, L.C.	19-22330
Iowa Telecom Technologies, LLC	19-22333
IWA Services, LLC	19-22336
KDL Holdings, LLC	19-22337
LDMI Telecommunications, LLC	19-22342
Lightship Telecom, LLC	19-22346
MASSCOMM, LLC	19-22347
McLeodUSA Information Services LLC	19-22350
McLeodUSA Purchasing, LLC	19-22352
McLeodUSA Telecommunications Services, L.L.C.	19-22355
MPX, Inc.	19-22357
Nashville Data Link, LLC	19-22361
Network Telephone, LLC	19-22364
Norlight Telecommunications of Virginia, LLC	19-22367
Oklahoma Windstream, LLC	19-22370
Open Support Systems, LLC	19-22373
PaeTec Communications of Virginia, LLC	19-22376
PaeTec Communications, LLC	19-22311
PAETEC Holding, LLC	19-22381
PAETEC iTEL, L.L.C.	19-22385

Debtor Name	Case Number
PAETEC Realty LLC	19-22389
PAETEC, LLC	19-22393
PCS Licenses, Inc.	19-22396
Progress Place Realty Holding Company, LLC	19-22398
RevChain Solutions, LLC	19-22402
SM Holdings, LLC	19-22406
Southwest Enhanced Network Services, LLC	19-22409
Talk America of Virginia, LLC	19-22412
Talk America, LLC	19-22416
Televue, LLC	19-22420
Texas Windstream, LLC	19-22316
The Other Phone Company, LLC	19-22323
TriNet, LLC	19-22327
TruCom Corporation	19-22334
US LEC Communications LLC	19-22340
US LEC of Alabama LLC	19-22343
US LEC of Florida LLC	19-22348
US LEC of Georgia LLC	19-22351
US LEC of Maryland LLC	19-22379
US LEC of North Carolina LLC	19-22383
US LEC of Pennsylvania LLC	19-22395
US LEC of South Carolina LLC	19-22404
US LEC of Tennessee LLC	19-22410
US LEC of Virginia LLC	19-22415
US Xchange Inc.	19-22455
US Xchange of Illinois, L.L.C.	19-22425
US Xchange of Indiana, L.L.C.	19-22436
US Xchange of Michigan, L.L.C.	19-22443
US Xchange of Wisconsin, L.L.C.	19-22450
Valor Telecommunications of Texas, LLC	19-22460
WaveTel NC License Corporation	19-22465
WIN Sales & Leasing, Inc.	19-22470
Windstream Accucomm Networks, LLC	19-22472
Windstream Accucomm Telecommunications, LLC	19-22475
Windstream Alabama, LLC	19-22478
Windstream Arkansas, LLC	19-22483
Windstream Buffalo Valley, Inc.	19-22487
Windstream BV Holdings, LLC	19-22494
Windstream Cavalier, LLC	19-22500
Windstream Communications Kerrville, LLC	19-22424
Windstream Communications Telecom, LLC	19-22429
Windstream Communications, LLC	19-22433
Windstream Concord Telephone, LLC	19-22439
Windstream Conestoga, Inc.	19-22446
Windstream CTC Internet Services, Inc.	19-22448
Windstream D&E Systems, LLC	19-22452
Windstream D&E, Inc.	19-22457
Windstream Direct, LLC	19-22459
Windstream Eagle Holdings LLC	19-22464
Windstream Eagle Services, LLC	19-22467
Windstream EN-TEL, LLC	19-22390
Windstream Florida, LLC	19-22413

Debtor Name	Case Number
Windstream Georgia Communications, LLC	19-22418
Windstream Georgia Telephone, LLC	19-22422
Windstream Georgia, LLC	19-22426
Windstream Holding of the Midwest, Inc.	19-22431
Windstream Iowa Communications, LLC	19-22434
Windstream Iowa-Comm, LLC	19-22441
Windstream IT-Comm, LLC	19-22444
Windstream KDL, LLC	19-22449
Windstream KDL-VA, LLC	19-22453
Windstream Kentucky East, LLC	19-22458
Windstream Kentucky West, LLC	19-22462
Windstream Kerrville Long Distance, LLC	19-22468
Windstream Lakedale Link, Inc.	19-22473
Windstream Lakedale, Inc.	19-22477
Windstream Leasing, LLC	19-22482
Windstream Lexcom Communications, LLC	19-22486
Windstream Lexcom Entertainment, LLC	19-22491
Windstream Lexcom Long Distance, LLC	19-22498
Windstream Lexcom Wireless, LLC	19-22502
Windstream Mississippi, LLC	19-22504
Windstream Missouri, LLC	19-22506
Windstream Montezuma, LLC	19-22508
Windstream Nebraska, Inc.	19-22510
Windstream Network Services of the Midwest, Inc.	19-22511
Windstream New York, Inc.	19-22512
Windstream Norlight, LLC	19-22513
Windstream North Carolina, LLC	19-22514
Windstream NorthStar, LLC	19-22515
Windstream NTI, LLC	19-22516
Windstream NuVox Arkansas, LLC	19-22517
Windstream NuVox Illinois, LLC	19-22518
Windstream NuVox Indiana, LLC	19-22519
Windstream NuVox Kansas, LLC	19-22476
Windstream NuVox Missouri, LLC	19-22480
Windstream NuVox Ohio, LLC	19-22484
Windstream NuVox Oklahoma, LLC	19-22489
Windstream NuVox, LLC	19-22492
Windstream of the Midwest, Inc.	19-22496
Windstream Ohio, LLC	19-22501
Windstream Oklahoma, LLC	19-22503
Windstream Pennsylvania, LLC	19-22505
Windstream Services, LLC	19-22400
Windstream SHAL Networks, Inc.	19-22507
Windstream SHAL, LLC	19-22509
Windstream Shared Services, LLC	19-22479
Windstream South Carolina, LLC	19-22481
Windstream Southwest Long Distance, LLC	19-22485
Windstream Standard, LLC	19-22488
Windstream Sugar Land, LLC	19-22490
Windstream Supply, LLC	19-22493
Windstream Systems of the Midwest, Inc.	19-22495
Windstream Western Reserve, LLC	19-22497



Debtor Name	Case Number
Xeta Technologies, Inc.	19-22499