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October 7, 2009

Mary Jo Kunkle
Executive Secretary
Michigan Public Service Commission
6545 Mercantile Way
PO Box 30221
Lansing, MI 48909

Re: In the matter of the application of Time Warner Cable Information Services (Michigan), LLC for a license to provide local exchange service throughout the State of Michigan.
MPSC Case No. U-16057

Dear Ms. Kunkle:

At yesterday's Evidentiary Hearing in the above-captioned proceeding, Time Warner Cable Information Services (Michigan), LLC's witness, Vincent M. Paladini adopted several minor changes to his testimony and to the following pre-filed exhibits: Exhibit A-4 – Time Warner Cable CLEC Affiliates; and, Exhibit A-7 – Time Warner Cable Information Services (Michigan), LLC's Managerial and Technical Qualifications. Revised copies of Mr. Paladini's Testimony and Exhibits A-4 and A-7 are attached. The remaining exhibits are as prefiled with Time Warner Cable Information Services (Michigan), LLC's Application.

Very truly yours,

CLARK HILL PLC

Haran C. Rashes

:hcr
Enclosures

cc: Parties of Record

STATE OF MICHIGAN
BEFORE THE MICHIGAN PUBLIC SERVICE COMMISSION

In the matter of the application of)
Time Warner Cable Information Services)
(Michigan), LLC for a license to provide basic)
local exchange service throughout the State of)
Michigan.)

Case No. U-16057

**REVISED DIRECT TESTIMONY OF VINCENT M. PALADINI ON BEHALF OF
TIME WARNER CABLE INFORMATION SERVICES (MICHIGAN), LLC**

1 **I. INTRODUCTION**

2 **Q. PLEASE STATE YOUR NAME, BUSINESS ADDRESS AND**
3 **TELEPHONE NUMBER**

4 A. My name is Vincent M. Paladini. My business address is 13820 Sunrise Valley
5 Drive, Herndon, VA 20171 and my telephone number is (703) 345-2523.

6

7 **Q. BY WHOM ARE YOU EMPLOYED AND IN WHAT CAPACITY?**

8 A. I am employed by Time Warner Cable Inc. I serve as Senior Counsel,
9 Regulatory, for Time Warner Cable Inc.

10

11 **Q. PLEASE DESCRIBE THE RELATIONSHIP BETWEEN YOUR**
12 **EMPLOYER AND TIME WARNER CABLE INFORMATION SERVICES**
13 **(MICHIGAN), LLC.**

14 A. Time Warner Cable Inc. is an indirect corporate parent of Time Warner Cable
15 Information Services (Michigan), LLC, the Applicant requesting licenses from

1 this honorable Commission. For purposes of this testimony, I will hereinafter
2 refer to Time Warner Cable Information Services (Michigan), LLC as either
3 TWCIS or Applicant.

4

5 **Q. PLEASE DESCRIBE YOUR EDUCATIONAL BACKGROUND AND**
6 **PROFESSIONAL EXPERIENCE**

7 A. I hold a bachelor's degree from Rutgers University and a juris doctorate degree
8 from Boston University School of Law. I have been employed as an attorney by
9 Time Warner Cable Inc. for approximately five years. My areas of responsibility
10 include federal and state legal and regulatory matters concerning Time Warner
11 Cable Inc. and its CLEC affiliates, including TWCIS. I am also involved with the
12 day to day operations of Time Warner Cable and its CLEC affiliates. Before
13 joining Time Warner Cable, I was an attorney working in the communications
14 practice group of DLA Piper in Washington, DC. Prior to that, I was an
15 Attorney/Advisor in the Wireline Competition Bureau of the Federal
16 Communications Commission.

17

18 **II. PURPOSE AND SUMMARY**

19 **Q. WHAT IS THE PURPOSE OF YOUR TESTIMONY IN THIS**
20 **PROCEEDING?**

21 A. The purpose of my testimony is to review issues related to TWCIS' request for a
22 temporary and a permanent license to provide facilities-based local exchange

1 service in Michigan. My testimony specifically relates to Applicant's managerial,
2 financial, and technical competence to provide the telecommunications services
3 for which a license is requested, as well as its compliance with the rules and
4 policies of this Commission.

5

6 **Q. ARE YOU SPONSORING ANY EXHIBITS IN THIS PROCEEDING?**

7 A. Yes, I am sponsoring Exhibits A-1 through A-9.

8

9 **Q. WERE THESE EXHIBITS PREPARED BY YOU OR UNDER YOUR**
10 **SUPERVISION?**

11 A. Yes.

12

13 **Q. PLEASE DESCRIBE THE AUTHORITY THAT TIME WARNER CABLE**
14 **INFORMATION SERVICES (MICHIGAN), LLC SEEKS FROM THE**
15 **COMMISSION**

16 A. TWCIS seeks a temporary and a permanent license to authorize it to provide
17 facilities-based local service in all incumbent local exchange carrier ("ILEC")
18 service territories throughout the State of Michigan.

19

20 **Q. WHY IS TWCIS REQUESTING A TEMPORARY LICENSE?**

21 A. Under the Michigan Telecommunications Act ("MTA"), the Commission may
22 issue a temporary license without notice and hearing. Granting TWCIS a

1 temporary license will permit it to promptly begin the negotiation of
2 interconnection arrangements with the ILECs, which are a necessary prerequisite
3 to its provisioning of the local services that it will make available to its customers.
4

5 **III. LEGAL QUALIFICATIONS**

6 **Q. PLEASE DESCRIBE THE CORPORATE STRUCTURE OF TWCIS**

7 **A.** Applicant is a Delaware limited liability company. TWCIS' Articles of
8 Organization are attached as Exhibit A-1. TWCIS is wholly owned by TWC
9 Digital Phone LLC, a subsidiary of Time Warner Cable Inc., a Delaware
10 corporation. An organizational chart depicting Applicant's corporate structure is
11 attached to my testimony as Exhibit A-3.

12

13 **Q. IS TWCIS LEGALLY AUTHORIZED TO DO BUSINESS IN MICHIGAN?**

14 **A.** Yes. Applicant is authorized to transact business in the State of Michigan. A
15 copy of its Certificate of Authority to Transact Business or Conduct Affairs in
16 Michigan is attached as Exhibit A-2.

17

18 **Q. IS TWCIS AUTHORIZED TO PROVIDE SERVICES IN ANY OTHER**
19 **JURISDICTIONS?**

20 **A.** No. However, affiliates of TWCIS offer telecommunications services in many
21 states. Attached hereto as Exhibit A-4, is a list of Time Warner Cable's CLEC
22 affiliates that includes information about each affiliate's state authorizations.

1

2 **IV. FINANCIAL QUALIFICATIONS**

3 **Q. PLEASE DESCRIBE TWCIS' FINANCIAL QUALIFICATIONS**

4 A. Applicant is financially qualified to provide its Services in Michigan. Time
5 Warner Cable Inc., the indirect corporate parent of TWCIS, has committed to
6 provide the financial resources and support necessary for its affiliate to enter the
7 Michigan market and provide its Services on a permanent basis. Time Warner
8 Cable Inc. and its affiliates provide a variety of communications services to over
9 14 million residential and commercial customers in the United States. Time
10 Warner Cable Inc. formerly operated as a subsidiary of Time Warner Inc. Time
11 Warner Cable Inc. (NYSE:TWC) commenced operation independently of Time
12 Warner Inc. as of March 12, 2009 and has a market capitalization exceeding \$10
13 billion. A letter from Gerald D. Campbell, an officer of Time Warner Cable Inc.,
14 memorializes the corporation's commitment to the financial support of its affiliate
15 and is attached as Exhibit A-5. Time Warner Cable Inc.'s financial information is
16 attached as Exhibit A-6

17

18 **V. MANAGERIAL AND TECHNICAL QUALIFICATIONS**

19 **Q. PLEASE ADDRESS TWCIS' MANAGERIAL QUALIFICATIONS**

20 A. The management team responsible for the operation of TWCIS is experienced and
21 possesses a proven record of success in the telecommunications industry.
22 Collectively, the members of Applicant's managerial and operational team

1 possess a wealth of expertise in the management and operation of a variety of
2 communications service providers and the development and marketing of
3 telecommunications services. In addition, Applicant will have access to the
4 significant additional managerial and operational resources of its affiliates and its
5 indirect parent, Time Warner Cable, Inc. Biographical information of key
6 members of the Applicant's management team is attached hereto as Exhibit A-7.

7

8 **Q. PLEASE DESCRIBE TWCIS' TECHNICAL AND OPERATIONAL**
9 **QUALIFICATIONS**

10 A. Applicant is technically qualified to provide local service in the State of
11 Michigan. The biographies of the key members of TWCIS' management team
12 contained in Exhibit A-7 includes information describing the team's collective
13 expertise with regard to the design, deployment and operations of sophisticated
14 communications networks, such as that upon which the Applicant will rely in its
15 provision of its Services. TWCIS will have access to the network, operational
16 and technical resources of its affiliates and its indirect parent, Time Warner Cable
17 Inc. and any additional facilities that it may, from time to time, otherwise acquire
18 or construct. The specific design, capacity and architecture of the network
19 facilities upon which Applicant will rely will respond to a variety of factors,
20 including customer demand for Applicant's services, economic considerations
21 and practicality concerns, such as the need to establish points of interconnection
22 ("POI") between TWCIS and any ILECs with which it may interconnect pursuant

1 to receiving appropriate authority from the Commission. TWCIS anticipates that
2 it will, from time to time, adjust its network architecture and capabilities in
3 response to evolving customer needs and demand, continuing competition and
4 outcome of its future interconnection agreement (“ICA”) negotiations with
5 incumbent local exchange carriers (“ILECs”).

6

7 **VI. TIME WARNER CABLE INFORMATION SERVICES (MICHIGAN),**
8 **LLC’S PROPOSED SERVICES**

9 **Q. PLEASE DESCRIBE THE TYPES OF SERVICES TWCIS WILL OFFER**
10 **IN MICHIGAN.**

11 A. Applicant intends to provide facilities-based wholesale and retail intrastate
12 telecommunications services to wholesale and commercial customers in
13 Michigan. These services include local interconnection service, which enables
14 two-way public switched telephone network (“PSTN”) interconnection for voice
15 calls within a local calling area or other geographic areas defined by the Company
16 and is available to facilities-based providers of fixed VoIP services. These
17 services may also include point-to-point, point-to-multipoint and multipoint-to-
18 multipoint dedicated transmission services between one or more customer-
19 designated locations. A more complete description of the Applicant’s proposed
20 services is provided in the illustrative tariff, attached as Exhibit A-9 to this
21 testimony.

22

1 **Q. IN WHAT GEOGRAPHIC AREAS WILL TWCIS SERVE?**

2 A Applicant seeks authority to provide service throughout the State of Michigan,
3 including service areas of AT&T Michigan, Verizon North, Inc., Contel of the
4 South, Inc. d/b/a Verizon North Systems and other local exchange carriers.

5

6 **Q. ARE YOU AWARE OF CERTAIN STEPS THAT TWCIS MUST TAKE**
7 **BEFORE PROVIDING THE DESCRIBED SERVICES IN MICHIGAN?**

8 A Yes. I understand that prior to providing its services in Michigan, Applicant must
9 complete a number of critical tasks, including those that I will identify herein.
10 Initially, Applicant must obtain a license from the Michigan Public Service
11 Commission. Thereafter, Applicant must negotiate one or more interconnection
12 agreements with the incumbent carriers serving the geographic areas in which
13 Applicant will provide its services. Applicant must also complete the acquisition,
14 installation and activation of the facilities that Applicant will use to provide its
15 Services. In addition, Applicant must complete and submit to the Commission its
16 initial service tariff. TWCIS intends to diligently pursue the completion of these
17 and other necessary tasks, the efforts of the Applicant may be subjected to delays
18 and difficulties beyond Applicant's control.

19

1 **Q. DOES TWCIS HAVE A SMALL AND MINORITY-OWNED**
2 **TELECOMMUNICATIONS BUSINESS PARTICIPATION PLAN?**

3 A. Yes. Applicant's Small and Minority-Owned Telecommunications Business
4 Participation Plan is attached as Exhibit A-8.

5

6 **Q. DOES TWCIS AGREE TO ABIDE BY ALL RULES, REGULATIONS,**
7 **POLICIES AND ORDERS OF THIS COMMISSION, AND THE LAWS OF**
8 **THE STATE OF MICHIGAN, IN ITS PROVISION OF**
9 **TELECOMMUNICATIONS SERVICE?**

10 A. Yes. Applicant agrees to abide by all applicable laws of the State of Michigan
11 and all applicable rules, regulations and orders of the Commission.

12

13 **Q. WHEN WILL TWCIS COMMENCE PROVIDING SERVICES?**

14 A. Applicant intends to provide service in Michigan after this Commission grants
15 TWCIS its license and it files a final tariff with the Commission, or at the latest,
16 within one year after the Commission grants TWCIS a permanent license.
17 However, this initial plan may change if Applicant encounters unexpected delays
18 affecting the negotiation of necessary interconnection agreements with other
19 carriers, the completion of other important tasks that are prerequisites to the
20 offering of its services or significant changes in relevant business conditions.

21

1 **Q. HAS TWCIS INCLUDED AN ILLUSTRATIVE TARIFF?**

2 A. Yes. Applicant's illustrative tariff has been attached to this testimony as Exhibit
3 A-9. Upon issuance of a license, and the completion of negotiations with the
4 ILECs, TWCIS will promptly file a final tariff that complies with all Commission
5 rules and regulations and lists the rates, terms and conditions of services.

6

7 **VII. PUBLIC INTEREST CONSIDERATIONS**

8 **Q. PLEASE DESCRIBE THE PUBLIC INTEREST BENEFITS ASSOCIATED**
9 **WITH TWCIS' PROPOSED OFFERING OF TELECOMMUNICATIONS**
10 **SERVICES IN MICHIGAN.**

11 A. Both the Michigan legislature and the United States Congress have consistently
12 maintained that it is in the public interest to promote increased competition in the
13 telecommunications market. Moreover, the Commission has determined that the
14 grant of applications for competing licenses to provide telecommunications
15 service similarly promotes the public interest.² Accordingly, grant of the
16 Application will further the public interest by expanding the availability of
17 alternative sources of telecommunications services in the State of Michigan. It is
18 well-established that increased competition leads to lower prices, service

² See e.g. *In the Matter of the Application of MFS Intelenet of Michigan for a License to Provide Basic Local Exchange Service*, MPSC Case No. U-10721, Opinion and Order, May 9, 1995 ("MFS Order"); *In the Matter of the Application of City Signal, Inc. for a License to Provide Basic Local Exchange Service in the Grand Rapids District Exchange*, MPSC Case No. U-10555, Opinion and Order, Oct 12, 1994 ("City Signal Order").

1 innovation and more responsive customer service, which over time stimulates
2 consumer utility and demand for the services supplied by all providers, including
3 the incumbents. Incumbent providers also respond to robust competition by
4 improving the efficiency of their operations and expanding the market to which
5 they offer their services, ultimately benefiting consumers and the Michigan
6 economy statewide. Accordingly, granting TWCIS the authority to provide
7 competitive telecommunications services will lead to an increase in the range of
8 competitive choices available to users of telecommunications services and create
9 an incentive for existing service providers to improve quality and decrease prices,
10 thereby creating multiple public benefits.

11

12 **Q. DOES THIS CONCLUDE YOUR TESTIMONY**

13 A. Yes.

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Case No. U-16057

**DIRECT TESTIMONY OF VINCENT M. PALADINI ON BEHALF OF
TIME WARNER CABLE INFORMATION SERVICES (MICHIGAN), LLC**

**REVISED
EXHIBIT A-4**

TIME WARNER CABLE CLEC AFFILIATES

EXHIBITS TO THE DIRECT TESTIMONY OF VINCENT M. PALADINI ON BEHALF OF TIME WARNER
CABLE INFORMATION SERVICES (MICHIGAN), LLC IN SUPPORT OF ITS APPLICATION
FOR A LICENSE TO PROVIDE LOCAL EXCHANGE SERVICE

Description of the Regulatory Status of the Time Warner Cable Affiliated CLECs

Time Warner Cable affiliates have been certificated by certain states to provide local and interexchange telecommunications services, as follows:

In 1993, Applicant's affiliate, Time Warner Cable ResCom of New York, LLC, was certificated by the New York Public Service Commission to provide local and interexchange telecommunications services in New York.

On February 11, 2003, Applicant's affiliate, Time Warner Cable Information Services (Maine), LLC, was certificated by the Maine Public Utilities Commission to provide local and interexchange telecommunications services in Maine.

On July 24, 2003, Applicant's affiliate, Time Warner Cable Information Services (North Carolina), LLC, was certificated by the North Carolina Utilities Commission to provide local and interexchange telecommunications services in North Carolina.

On January 21, 2004, Applicant's affiliate, Time Warner Cable Information Services (Texas), L.P., was certificated by the Texas Public Utility Commission to provide local and interexchange telecommunications services in Texas.

On February 3, 2004, Applicant's affiliate, Time Warner Cable Information Services (Kansas), LLC, was certificated by the Kansas Corporation Commission to provide local and interexchange telecommunications services in Kansas.

On March 12, 2004, Applicant's affiliate, Time Warner Cable Information Services (Missouri), LLC, was certificated by the Public Service Commission of Missouri to provide local and interexchange telecommunications services in Missouri.

On March 16, 2004, Applicant's affiliate, Time Warner Cable Information Services (California), LLC, was certificated by the California Public Utilities Commission to provide local and interexchange telecommunications services in California.

On May 24, 2004, Applicant's affiliate, Time Warner Cable Information Services (South Carolina), LLC, was certificated by the South Carolina Public Service Commission to provide local and interexchange telecommunications services in South Carolina.

On June 30, 2004, Applicant's affiliate, Time Warner Cable Information Services (Wisconsin), LLC, was certificated by the Wisconsin Public Service Commission to provide local and interexchange telecommunications services in Wisconsin.

On August 26, 2004, Applicant's affiliate, Time Warner Cable Information Services (New Hampshire), LLC, was certificated by the New Hampshire Public Utilities Commission to provide local telecommunications services in New Hampshire.

EXHIBITS TO THE DIRECT TESTIMONY OF VINCENT M. PALADINI ON BEHALF OF TIME WARNER
CABLE INFORMATION SERVICES (MICHIGAN), LLC IN SUPPORT OF ITS APPLICATION
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On October 22, 2004, Applicant's affiliate, Time Warner Cable Information Services (Hawaii), LLC, was certificated by the Hawaii Public Utilities Commission to provide local and interexchange telecommunications services in Hawaii.

On November 23, 2004, Applicant's affiliate, Time Warner Cable Information Services (Nebraska), LLC, was certificated by the Nebraska Public Service Commission to provide local and interexchange telecommunications services in Nebraska.

On April 4, 2005, Applicant's affiliate, Time Warner Cable Information Services (Massachusetts), LLC, filed with the Massachusetts Department of Telecommunications and Energy its Statement of Business Operations and initial tariff.

On August 1, 2005, Applicant's affiliate, Time Warner Cable Information Services (Ohio), LLC, was certificated by the Public Utilities Commission of Ohio to provide local and interexchange services in Ohio.

On August 5, 2005, Applicant's affiliate, Time Warner Cable Information Services (West Virginia), LLC, was certificated by the Public Service Commission of West Virginia to provide local and interexchange services in West Virginia.

On August 10, 2005, Applicant's affiliate, Time Warner Cable Information Services (Indiana), LLC, was certificated by the Indiana Utility Regulatory Commission to provide local and interexchange services in Indiana.

On April 28, 2006, Applicant's affiliate, Time Warner Cable Information Services (Kentucky), LLC was certificated to provide local and interexchange services in Kentucky.

On February 27, 2008, Applicant's affiliate, Time Warner Cable Information Services (Alabama), LLC was certificated to provide local and interexchange services in Alabama.

On August 31, 2008, Applicant's affiliate, Time Warner Cable Information Services (Washington), LLC was registered as a competitive telecommunications company in the State of Washington.

On October 28, 2008, Applicant's affiliate, Time Warner Cable Information Services (Colorado), LLC was certificated to provide local and interexchange telecommunications services in Colorado.

On January 28, 2009, Applicant's affiliate, Time Warner Cable Information Services (New Jersey), LLC was certificated to provide local and interexchange telecommunications services in New Jersey.

On June 30, 2009, Applicant's affiliate, Time Warner Cable Information Services (Arizona), LLC, was certificated to provide local and interexchange telecommunications

services in Arizona. Time Warner Cable affiliates have filed applications for authority to provide local and interexchange telecommunications in certain states, as follows:

On November 14, 2008, Applicant's affiliate, Time Warner Cable Information Services (Idaho), LLC, filed an application before the Idaho Public Utilities Commission to provide local and interexchange telecommunications services in Idaho. That application remains pending.

On June 30, 2009, Applicant's affiliate, Time Warner Cable Information Services (Arizona), LLC, was certificated to provide local and interexchange telecommunications services in Arizona.

On August 18, 2009 and August 25, 2009, respectively, Time Warner Cable Information Services (New Mexico), LLC, was certificated to provide local and interexchange telecommunications services in New Mexico.

Time Warner Cable affiliates have filed applications for authority to provide local and interexchange telecommunications in certain states, as follows:

On November 14, 2008, Applicant's affiliate, Time Warner Cable Information Services (Idaho), LLC, filed an application before the Idaho Public Utilities Commission to provide local and interexchange telecommunications services in Idaho. That application remains pending.

On September 28, 2009, Time Warner Cable Information Services (Virginia), LLC, filed an application before the Virginia State Corporation Commission to provide local and interexchange telecommunications services in Virginia. That application remains pending.

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**DIRECT TESTIMONY OF VINCENT M. PALADINI ON BEHALF OF
TIME WARNER CABLE INFORMATION SERVICES (MICHIGAN), LLC**

**REVISED
EXHIBIT A-7**

**TIME WARNER CABLE INFORMATION SERVICES (MICHIGAN), LLC'S
MANAGERIAL AND TECHNICAL QUALIFICATIONS**

EXHIBITS TO THE DIRECT TESTIMONY OF VINCENT M. PALADINI ON BEHALF OF TIME WARNER
CABLE INFORMATION SERVICES (MICHIGAN), LLC IN SUPPORT OF ITS APPLICATION
FOR A LICENSE TO PROVIDE LOCAL EXCHANGE SERVICE

TECHNICAL AND MANAGERIAL QUALIFICATIONS

Through arrangements with its parent Time Warner Cable Inc. (“Time Warner Cable”), Time Warner Cable Information Services (Michigan), LLC (“Applicant” or “TWCIS”) will have sufficient managerial and technical capability to ensure that TWCIS can provide the services for which it seeks certification. The management teams at Time Warner Cable include individuals with extensive experience in successfully developing and operating communications businesses, including local telephone businesses. Accordingly, Time Warner Cable possesses the internal managerial resources to support Applicant’s Michigan operations.

Biographies of key management personnel of Time Warner Cable, including some of the officers and directors of Applicant, are provided below. Their collective wealth of expertise in telecommunications makes Time Warner Cable’s management team well-qualified to construct and operate facilities on behalf of TWCIS. The officers and managers of Time Warner Cable also have the technical expertise, developed through designing, constructing, and operating telecommunications networks, to provide the proposed services.

Gerald D. Campbell, Executive Vice President, Commercial Services, Time Warner Cable & President of Time Warner Cable Information Services (Michigan), LLC

Gerald Campbell is Time Warner Cable's Executive Vice President, Commercial Services and President of Applicant. Mr. Campbell is responsible for Time Warner Cable's telephone, network and related operations. Mr. Campbell brings to Time Warner Cable Information Services (Michigan), LLC nearly 30 years of experience in the cable and telephone industries. Mr. Campbell spent nearly ten years with Comcast Communications in senior management roles and developed and built the company's voice business in the United Kingdom. Prior to joining Comcast, Mr. Campbell held executive positions with Cablevision of Boston and Warner Communications. Mr. Campbell may be contacted at 290 Harbor Drive, Stamford, CT, 06902-6732, (203) 328-0600 (phone), (203) 328-4030 (fax), or gerry.campbell@twcable.com.

Carl Rossetti, Executive Vice President Time Warner Cable and President, Time Warner Cable Ventures

Carl Rossetti is Executive Vice President Time Warner Cable and President, Time Warner Cable Ventures, of Time Warner Cable. Mr. Rossetti joined Time Warner Cable in 1976 and has held numerous management positions, including Division President of Time Warner Cable's Portland, Maine Division and interim CEO of Road Runner, the high-speed online service delivered through cable modems and over the cable television infrastructure. In this position, Mr. Rossetti was responsible for overall strategic planning to grow the business and maintain Road Runner's commitment to providing premier high-speed access service. Mr. Rossetti has also served as Time Warner Cable's

Senior Vice President of Corporate Development, where he managed and oversaw all of the company's international investments, negotiated non-cable and vendor agreements including acquisitions, mergers and disposition of assets. Additionally, Mr. Rossetti served as Interim CEO of Time Warner Telecom, where he initiated Time Warner Cable's efforts to branch into the competitive local exchange business. Mr. Rossetti may be contacted at 290 Harbor Drive, Stamford, CT 06902-6732, (203) 328-0618 (phone), (203) 328-4896 (fax), or carl.rossetti@twcable.com.

Rhonda Fraas, President, Residential Service, Midwest Region, Time Warner Cable

Rhonda Fraas is President, Residential Service, Midwest Region. She was named president of the Mid-Ohio Division in 2002. Since that time, she has managed the growth of the division that now serves 600,000 customers in 60 counties. Prior to her appointment as president, Rhonda served as Vice President and General Manager in Columbus. She has held a number of management positions since joining the company in 1987. Before joining Time Warner Cable, she worked for cable systems in Kentucky, Texas and Alabama.

During her career, she has continually focused on improving customer service. Under her leadership, the division has received a number of awards and recognition for innovations in service. Ms. Fraas may be contacted at: 1015 Olentangy River Road Columbus, OH 43212, telephone: (614) 481-5351, and email: rhonda.fraas@twcable.com.

John F. Herbert, President, Network Operations, Midwest Region, Time Warner Cable

John (Jack) F. Herbert, Jr. is President, Network Operations, Midwest Region. Time Warner Cable provides cable television, high-speed data service and home phone

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service to 630,000 customers in 200 communities throughout eastern Wisconsin. Mr. Herbert has been in the cable business for over 10 years and has spent those years with Time Warner Cable. Prior to taking on the leadership role in Wisconsin, Mr. Herbert was Group Vice President, Finance working with Time Warner Cable divisions in Ohio, Tennessee, Texas, and Los Angeles, CA. In this role, he provided oversight and guidance for overall division operations, including customer care and marketing. Previously, he was Vice President Finance for Time Warner Cable's Milwaukee Division. Mr. Herbert can be contacted at: 1320 N. Dr. Martin Luther King Jr. Drive, Milwaukee, WI 53212, telephone: (414) 277-4034, email: jack.herbert@twcable.com.

Julie P. Laine, Group Vice President, Regulatory, Time Warner Cable & Secretary, Time Warner Cable Information Services (Michigan), LLC

Julie P. Laine is Group Vice President, Regulatory, of Time Warner Cable and Secretary of Applicant. Ms. Laine is responsible for legal and regulatory matters relating to Time Warner Cable's video, voice and data services. After practicing communications law in private practice, Ms. Laine served as an Attorney Advisor in the Common Carrier Bureau of the Federal Communications Commission, where she worked on issues relating to local telephone competition, the deployment of broadband services, Bell Operating Company section 271 applications, and communications and media mergers. Ms. Laine has a B.A. degree from the University of Pennsylvania and a law degree from the College of William and Mary. Ms. Laine may be contacted at 60 Columbus Circle, New York, New York, 10023, (phone) (212) 364-8200, (fax) (704) 973-6239, or julie.laine@twcable.com.

Robert Sheehan, Vice President, Midwest Region, Time Warner Cable & Officer, Time Warner Cable Information Services (Michigan), LLC

Robert Sheehan is Region Vice President—Commercial Midwest Region, Time Warner Cable, and an officer of Applicant. Mr. Sheehan has broad responsibility for marketing, sales, operations, customer service, public relations and overall unit profitability. Previously, Mr. Sheehan was Vice President and General Manager of RCN Corporation's Boston subsidiary and Director of Operations of several departments at NYNEX, managing such key functions as Sales Support, Installation & Repair, Customer Service, Public Relations, Systems Development, and Training & Project Management. Mr. Sheehan can be contacted at Time Warner Cable, 1015 Olentangy River Road, Columbus, Ohio 43212, (phone) 414-277-4049, and (e-mail) robert.sheehan@twcable.com.

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Case No. U-16057

PROOF OF SERVICE

STATE OF MICHIGAN)
) ss.
COUNTY OF INGHAM)

Patricia A. Tooker, being duly sworn, deposes and says that she is an employee of Clark Hill PLC, and that on **October 7, 2009** a copy of changes to Mr. Vincent Paladini's Testimony and Exhibits in the above-captioned proceeding was served upon:

Mark Eyster
Administrative Law Judge
6545 Mercantile Way, Suite 14
Lansing, MI 48911

Spencer A. Sattler
Assistant Attorney General
6545 Mercantile Way, Suite 15
Lansing, MI 48911

Service was accomplished by depositing same in a regular United States Post Service mail depository, enclosed in envelopes bearing first-class postage, fully prepaid and properly addressed, and via electronic mail.

Patricia A. Tooker

Subscribed and sworn to before me
this 7th day of October, 2009

Haran C. Rashes, Notary Public
State of Michigan, County of Washtenaw
Acting in the County of Ingham
My Commission expires: September 18, 2013.