



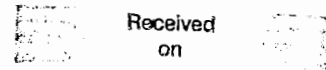
Monique R. Crawford
Administrator, Regulatory Affairs

October 1, 2012

2012.10.02 11:06:06
Kansas Corporation Commission
/S/ Patrice Petersen-Klein

VIA FEDERAL EXPRESS

Patti Petersen-Klein
Executive Director
Kansas Corporation Commission
1500 Arrowhead Road
Topeka, KS 66604-4027



Re: *Time Warner Cable Internal Restructuring*

by
State Corporation Commission
of Kansas

Dear Ms. Petersen-Klein:

I am writing to advise you that on September 30, 2012 Time Warner Cable Inc. ("TWC") completed the internal restructuring referenced in correspondence filed with the Kansas Corporation Commission ("Commission") on September 19, 2012. Time Warner Cable Midwest LLC ("TWC MW"), an indirect, wholly-owned subsidiary of TWC, now directly owns and operates the cable systems previously held by Time Warner Entertainment-Advance/Newhouse Partnership ("TWEA/N") [Docket No. 07-KCTC-1394-VSA].

TWC MW submitted an Initial Application for a Kansas State-Issued Video Service Authorization ("VSA") on September 19 [13-TWMC-206-VSA]. In connection with that filing, TWEA/N hereby submits an original and seven copies of a Transfer Application and a check in the amount of \$250.00. A copy of the above referenced Initial Application is also enclosed.

We are concurrently providing notification to the local communities served pursuant to the Kansas VSA. Those communities are listed on the copy of the attachment to the Initial Application included in this package.

Should you have any questions regarding the restructuring, please contact me directly.

Sincerely,

Monique R. Crawford

CHECK # 0003662958
\$250
VSA TRANSFER

cc: Jared Falk - Director, Government Relations

13820 Sunrise Valley Drive
Herndon, VA 20171

(703) 345-3175 Office
(703) 554-5019 Mobile
(704) 697-4933 E-fax
Monique.Crawford@twcable.com



Received
on

K.A.R. 82-15-1

OCT 02 2012

KANSAS CORPORATION COMMISSION
TELECOMMUNICATIONS SECTION

Form VSA IB
July 2006
Form must be Typed
Form must be Signed

by
State Corporation of Kansas
AMENDED, TERMINATION OR TRANSFER APPLICATION

Date: September 11, 2012 Type of Application (Check one): ☐ Amended ☐ Termination ☒ Transfer
Applicant's Name: Time Warner Entertainment-Advance/Newhouse Partnership d/b/a: Time Warner Cable
Address 1: 6550 Winchester Avenue Phone: (816) 222-5001
Address 2: _____
City: Kansas City State: Missouri Zip: 64133
Federal Employer Identification Number (FEIN): 13-3790433
Authorizing Docket: 07 - KCTC - 1394 - VSA Date: August 1, 2007

For Amended Application:

If applicable as an attachment, identify the municipalities and provide a legal description of the service area footprint(s) to be served using Section, Township and Range references. Include the attached description on a computer disc in ESRI compatible format (.E00, or .shp) with a defined projection file. Each footprint should clearly state the date by which the provider will pass 100% of the encompassed households. Multiple service areas may be included.

For Termination Application:

Effective date of Termination: N/A

For Transfer Application:

(A transfer application will require a companion Initial or Amended application from the receiving entity, as appropriate.)

Name: Time Warner Cable Midwest LLC d/b/a: Time Warner Cable
Contact Name: Jarad Falk, Director of Government Relations Phone: (816) 222-5391
Address 1: 6550 Winchester Avenue
Address 2: _____
City: Kansas City State: Missouri Zip: 64133
Federal Employer Identification Number (FEIN): 45-4593320
Successor's Authorizing VSA docket: Initial application, Date: _____
Successor's serving area footprint changes? ☐ Yes ☒ No
If yes, the successor's VSA authorization must be amended detailing the changed footprint.
Effective date of Transfer: September 30, 2012

For All Applications:

By submitting this application, the applicant agrees that it may not deny access to service to any group of potential residential subscribers because of the income of the residents in the local area in which such group resides. Initial indicating concurrence: [Signature]

Verification

I, Jack Herbert, of lawful age, and being first duly sworn, now state: As an officer of the Applicant, I am authorized to do and hereby make the above commitments. I further affirm that all statements made above are true and correct to the best of my knowledge and belief.

Jack Herbert
Signature

Regional Vice President, Residential Services
Title



2012.09.19 11:12:26
Kansas Corporation Commission
/S/ Patrice Petersen-Klein

September 18, 2012

Patti Petersen-Klein
Executive Director
Kansas Corporation Commission
1500 Arrowhead Road
Topeka, KS 66604-4027

13-TWMC-206-VSA



SEP 19 2012

Re: Time Warner Cable Internal Restructuring

by
State Corporation Commission
of Kansas

Dear Ms. Petersen-Klein,

I am writing to advise you of an internal restructuring by Time Warner Cable Inc. ("TWC") which will involve the Kansas State-Issued Video Service Authorization ("VSA") held by Time Warner Entertainment-Advance/Newhouse Partnership ("TWEA/N") d/b/a Time Warner Cable in Docket No. 07-KCTC-1394-VSA.

As you may know, TWC operates its cable systems through various indirect, wholly-owned subsidiaries, including TWEA/N. In order to streamline our organization, we are undertaking an internal reorganization (the "**Transaction**") whereby our cable operations will be conducted through seven regional entities designed to simplify management reporting and create a more geographically rational structure. Upon completion of the Transaction, the Kansas State-Issued Franchise will be held by Time Warner Cable Midwest LLC, an indirect, wholly-owned subsidiary of TWC.

The Transaction will not result in a transfer of control. TWC will retain ultimate ownership and management authority over the cable systems in Kansas. This Transaction will have absolutely no impact on the cable system operations or our local staff or management. We will continue to do business as Time Warner Cable. Our principal place of business and company contacts in Kansas will stay the same and there will be no change in Time Warner Cable's service area footprint or the types of technologies used in serving the footprint as a result of the Transaction.

We have enclosed the Kansas Corporation Commission Initial Application for Time Warner Cable Midwest, LLC. We respectfully request an effective date for this VSA of September 30, 2012. An Amendment, Termination or Transfer completed by TWEA/N will follow.

We are concurrently providing notification to the local communities served pursuant to the Kansas VSA. Those communities are listed on the attachment to the Initial Application included in this package.

CHECK #0003665727
\$1,000
VSA WITH TAX

Patti Petersen-Klein
September 18, 2012
Page 2

Finally, there will be no change in Time Warner Cable's continuing commitment to provide our customers with the best variety and quality in entertainment and information, all at competitive rates with excellent customer care.

Should you have any questions regarding the Transaction, please contact me at monique.crawford@twcable.com or (703) 345-3175.

Sincerely,

TIME WARNER CABLE INC.

By: 

Monique R. Crawford
Administrator, Regulatory Affairs

cc: Jared Falk
Patricia McCausland


Received
onKANSAS CORPORATION COMMISSION
TELECOMMUNICATIONS SECTIONForm VSA IA
July 2006
Form must be Typed
Form must be Signed


SEP 19 2012

KANSAS VIDEO SERVICE AUTHORIZATION
INITIAL APPLICATIONby
State Corporation Commission
of KansasDate: September 11, 2012Applicant's Name: Time Warner Cable Midwest LLCd/b/a: Time Warner CableAddress 1: 6550 Winchester AvenuePhone: (816) 222-5001

Address 2: _____

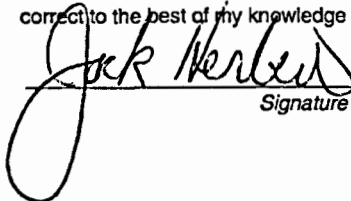
City: Kansas CityState: MissouriZip: 64133Federal Employer Identification Number (FEIN): 45-4593320

1. As an attachment, list company principal officers, titles and addresses.
2. As an attachment, list designated company contacts with addresses, phone numbers and email addresses, responsible for this application, ongoing regulatory contacts and consumer complaint matters.
3. Standing with Kansas Secretary of State's Office Active and in good standing as of June 8, 2012
4. Date of filing FCC Cable Community Registration form 322: See attachment
Community Unit Identification Number (CUID) (Assigned by the FCC): See attachment
5. By submitting this application, the applicant agrees to comply with all applicable federal and state statutes and regulations; and that applicant agrees to comply with all lawful and applicable municipal regulations regarding the use and occupation of public rights-of-way in the delivery of video services, including the police powers of the municipalities in which the service is delivered.
Initial indicating concurrence: 
6. As an attachment, identify the municipalities and provide a legal description of the service area footprint(s) to be served using Section, Township and Range references. Include the attached description on a computer disc in ESRI compatible format (.E00, or .shp) with a defined projection file. Each footprint should clearly state the date by which the provider will pass 100% of the encompassed households. Multiple service areas may be included.
7. As an attachment, provide a general description and drawing of the type or types of technologies to be used in serving the footprint(s) described above.

By submitting this application, the applicant agrees that it may not deny access to service to any group of potential residential subscribers because of the income of the residents in the local area in which such group resides. Initial indicating concurrence: 

Verification

I, Jack Herbert, of lawful age, and being first duly sworn, now state: As an officer of the Applicant, I am authorized to do and hereby make the above commitments. I further affirm that all statements made above are true and correct to the best of my knowledge and belief.



Signature

Regional Vice President, Residential Services

Title

**Kansas Corporation Commission
Telecommunications Section**

Kansas Video Service Authorization Initial Application Attachments

1. Time Warner Cable Midwest LLC Principal Officers, titles and addresses

William R. Goetz, Jr.	President	60 Columbus Circle New York, NY 10023
Amos Smith	Regional Chief Financial Officer, West Region	11011 E Peakview Avenue Centennial, CO 80111
John Keib	President, Residential Services, West Region	550 North Continental Blvd. El Segundo, CA 90245
Craig Collins	President, Commercial Services, West Region	550 North Continental Blvd. El Segundo, CA 90245
Matthew Stanek	President, Network Operations & Engineering, West Region	11921 N. MoPac Expwy. Austin, TX 78759
Jack Herbert	Regional Vice President, Residential Services	1015 Olentangy River Road Columbus, OH 43212
Paul Robinson	Regional Vice President, Business Services	1015 Olentangy River Road Columbus, OH 43212
Ed Kozelek	Regional Vice President, Government Relations	1015 Olentangy River Road Columbus, OH 43212
Satish Adige	Senior Vice President, Investments	60 Columbus Circle New York, NY 10023
David A. Christman	Senior Vice President & Secretary	60 Columbus Circle New York, NY 10023
Gary Matz	Senior Vice President, State Government Relations	901 F St NW, Suite 800 Washington D.C. 20004
William F. Osbourn	Senior Vice President & Controller	7910 Crescent Executive Drive Charlotte, NC 28217
Mark Schichtel	Senior Vice President, Tax	7910 Crescent Executive Drive Charlotte, NC 28217
Matthew Siegel	Senior Vice President & Treasurer	60 Columbus Circle New York, NY 10023
Jeffrey Zimmerman	Senior Vice President	60 Columbus Circle New York, NY 10023
Susan A. Wasenberg	Assistant Secretary	60 Columbus Circle New York, NY 10023
Ellen Alderdice	Assistant Treasurer	7910 Crescent Executive Drive Charlotte, NC 28217
Meredith Garwood	Assistant Treasurer	7910 Crescent Executive Drive Charlotte, NC 28217

**Kansas Corporation Commission
Telecommunications Section**

Kansas Video Service Authorization Initial Application Attachments

2. Designated Company Contacts

Initial Application Contact

Monique R. Crawford
Regulatory Affairs
13820 Sunrise Valley Drive
Herndon, VA 20171

703 345-3175 Tel.
703 554-5019 Mobile
704 697-4933 E-Fax
monique.crawford@twcable.com

Regulatory and Division Contact

Jarad Falk
Director of Government Relations (Kansas City)
6550 Winchester Avenue
Kansas City, MO 64133

816 222-5391 Tel.
816 358-7987 Fax
jarad.falk@twcable.com

Customer Service Contact

Vickie Minor
Senior Director of Customer Care
6550 Winchester Avenue
Kansas City, MO 64113

816 222-5838 Tel
816 358-7987 Fax
vickie.minor@twcable.com

**Kansas Corporation Commission
Telecommunications Section**

Kansas Video Service Authorization Initial Application Attachments

3. Standing with Kansas Secretary of State's Office

Attached.

KRIS W. KOBACH
Secretary of State



Memorial Hall, 1st Floor
120 S.W. 10th Avenue
Topeka, KS 66612-1594
(785) 296-4564

STATE OF KANSAS

June 08, 2012

LINDA MCBRIDE

RE: TIME WARNER CABLE MIDWEST LLC

ID. # 4622023 (USE IN ALL CORRESPONDENCE WITH OUR OFFICE)

Enclosed is certified copy of the foreign limited liability company application for registration in the state of Kansas. Your foreign limited liability company's business entity identification number is at the top of this page. This business entity identification number should be used in all correspondence with our office.

Every foreign limited liability company must file an annual report with our office and pay a filing fee. The annual report and fee are due together on the 15th day of the fourth month following the tax closing month. (For example, if the tax closing month is December, the due date is April 15 of the following year). The annual report may be filed as early as January 1. An annual report is not required if the company has not been incorporated for six months prior to its first tax year end. If the company operates on a tax year end other than the calendar year, you must notify our office in writing prior to December 31.

The annual report may be filed electronically at www.sos.ks.gov or you may obtain a paper form from the Web site.

PLEASE NOTE: Your business entity may be required by Kansas law to file Form K-150 and a possible franchise tax with the Kansas Department of Revenue each year. For information regarding Form K-150 contact the Kansas Department of Revenue at (785) 368-8222 or www.ksrevenue.org.

ch

**Kansas Corporation Commission
Telecommunications Section**

Kansas Video Service Authorization Initial Application Attachments

4. FCC Community Unit Identification Numbers

<u>Community Name (KS)</u>	<u>Community Unit (CUID)</u>	<u>Registration Date</u>
Kansas City	KS0045	10/26/1973
Overland Park	KS0064	12/21/1973
Leavenworth	KS0077	04/13/1973
DeSoto	KS0081	07/30/1973
Bonner Springs	KS0084	07/30/1973
Lenexa	KS0087	12/21/1973
Leawood	KS0088	12/21/1973
Mission	KS0089	12/21/1973
Roeland Park	KS0090	12/21/1973
Fairway	KS0091	12/21/1973
Shawnee	KS0092	12/21/1973
Prairie Village	KS0093	12/21/1973
Merriam	KS0094	12/21/1973
Edwardsville	KS0096	02/18/1981
Mission Hills	KS0213	02/19/1980
Lansing	KS0260	11/10/1980
Johnson County	KS0287	07/08/1981
Lake Quivira	KS0419	01/09/1985
Leavenworth County	KS0724	03/05/2003
Olathe	KS0761	01/16/2008

**Kansas Corporation Commission
Telecommunications Section**

Kansas Video Service Authorization Initial Application Attachments

6. Municipalities Served and Legal Description of service area footprints

MTRS	MTRS	MTRS	MTRS
KS06T0080S0220E015	KS06T0100S0230E014	KS06T0100S0250E028	KS06T0110S0230E033
KS06T0080S0220E026	KS06T0100S0230E015	KS06T0100S0250E029	KS06T0110S0230E034
KS06T0080S0220E027	KS06T0100S0230E021	KS06T0100S0250E030	KS06T0110S0230E035
KS06T0080S0220E028	KS06T0100S0230E022	KS06T0100S0250E031	KS06T0110S0230E036
KS06T0080S0220E033	KS06T0100S0230E023	KS06T0100S0250E032	KS06T0110S0240E001
KS06T0080S0220E034	KS06T0100S0230E024	KS06T0100S0250E033	KS06T0110S0240E002
KS06T0080S0220E035	KS06T0100S0230E025	KS06T0100S0250E034	KS06T0110S0240E003
KS06T0080S0220E036	KS06T0100S0230E026	KS06T0110S0220E025	KS06T0110S0240E004
KS06T0090S0220E001	KS06T0100S0230E027	KS06T0110S0220E036	KS06T0110S0240E005
KS06T0090S0220E002	KS06T0100S0230E028	KS06T0110S0230E001	KS06T0110S0240E006
KS06T0090S0220E003	KS06T0100S0230E033	KS06T0110S0230E002	KS06T0110S0240E007
KS06T0090S0220E004	KS06T0100S0230E034	KS06T0110S0230E003	KS06T0110S0240E008
KS06T0090S0220E009	KS06T0100S0230E035	KS06T0110S0230E005	KS06T0110S0240E009
KS06T0090S0220E010	KS06T0100S0230E036	KS06T0110S0230E011	KS06T0110S0240E010
KS06T0090S0220E011	KS06T0100S0240E020	KS06T0110S0230E012	KS06T0110S0240E011
KS06T0090S0220E012	KS06T0100S0240E021	KS06T0110S0230E013	KS06T0110S0240E012
KS06T0090S0220E013	KS06T0100S0240E022	KS06T0110S0230E014	KS06T0110S0240E014
KS06T0090S0220E014	KS06T0100S0240E023	KS06T0110S0230E015	KS06T0110S0240E015
KS06T0090S0220E015	KS06T0100S0240E024	KS06T0110S0230E017	KS06T0110S0240E016
KS06T0090S0220E016	KS06T0100S0240E025	KS06T0110S0230E018	KS06T0110S0240E017
KS06T0090S0220E023	KS06T0100S0240E026	KS06T0110S0230E019	KS06T0110S0240E018
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KS06T0090S0220E026	KS06T0100S0240E029	KS06T0110S0230E023	KS06T0110S0240E021
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KS06T0090S0230E018	KS06T0100S0240E031	KS06T0110S0230E025	KS06T0110S0240E023
KS06T0090S0230E019	KS06T0100S0240E032	KS06T0110S0230E026	KS06T0110S0240E024
KS06T0090S0230E030	KS06T0100S0240E033	KS06T0110S0230E027	KS06T0110S0240E025
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KS06T0100S0230E007	KS06T0100S0250E019	KS06T0110S0230E031	KS06T0110S0240E029
KS06T0100S0230E013	KS06T0100S0250E027	KS06T0110S0230E032	KS06T0110S0240E030

**Kansas Corporation Commission
Telecommunications Section**

Kansas Video Service Authorization Initial Application Attachments

MTRS	MTRS	MTRS	MTRS
KS06T0110S0240E031	KS06T0120S0220E001	KS06T0120S0230E024	KS06T0120S0240E025
KS06T0110S0240E032	KS06T0120S0220E025	KS06T0120S0230E026	KS06T0120S0240E026
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KS06T0110S0240E036	KS06T0120S0220E029	KS06T0120S0230E030	KS06T0120S0240E030
KS06T0110S0250E002	KS06T0120S0220E032	KS06T0120S0230E031	KS06T0120S0240E031
KS06T0110S0250E003	KS06T0120S0220E033	KS06T0120S0230E032	KS06T0120S0240E032
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KS06T0110S0250E005	KS06T0120S0220E035	KS06T0120S0240E001	KS06T0120S0240E034
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KS06T0110S0250E020	KS06T0120S0230E011	KS06T0120S0240E012	KS06T0120S0250E010
KS06T0110S0250E021	KS06T0120S0230E012	KS06T0120S0240E013	KS06T0120S0250E011
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KS06T0110S0250E026	KS06T0120S0230E014	KS06T0120S0240E015	KS06T0120S0250E015
KS06T0110S0250E027	KS06T0120S0230E015	KS06T0120S0240E016	KS06T0120S0250E016
KS06T0110S0250E028	KS06T0120S0230E016	KS06T0120S0240E017	KS06T0120S0250E017
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KS06T0110S0250E033	KS06T0120S0230E021	KS06T0120S0240E022	KS06T0120S0250E022
KS06T0110S0250E034	KS06T0120S0230E022	KS06T0120S0240E023	KS06T0120S0250E023
KS06T0110S0250E035	KS06T0120S0230E023	KS06T0120S0240E024	KS06T0120S0250E026

**Kansas Corporation Commission
Telecommunications Section**

Kansas Video Service Authorization Initial Application Attachments

MTRS	MTRS	MTRS	MTRS
KS06T0120S0250E027	KS06T0130S0240E035	KS06T0140S0220E014	KS06T0140S0240E016
KS06T0120S0250E028	KS06T0130S0240E036	KS06T0140S0220E015	KS06T0140S0240E017
KS06T0120S0250E029	KS06T0130S0250E002	KS06T0140S0220E021	KS06T0140S0240E019
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KS06T0130S0240E014	KS06T0130S0250E022	KS06T0140S0230E028	KS06T0140S0250E004
KS06T0130S0240E015	KS06T0130S0250E023	KS06T0140S0230E030	KS06T0140S0250E005
KS06T0130S0240E016	KS06T0130S0250E026	KS06T0140S0240E001	KS06T0140S0250E006
KS06T0130S0240E021	KS06T0130S0250E027	KS06T0140S0240E002	KS06T0140S0250E007
KS06T0130S0240E022	KS06T0130S0250E028	KS06T0140S0240E003	KS06T0140S0250E008
KS06T0130S0240E023	KS06T0130S0250E029	KS06T0140S0240E008	KS06T0140S0250E009
KS06T0130S0240E024	KS06T0130S0250E030	KS06T0140S0240E009	KS06T0140S0250E010
KS06T0130S0240E025	KS06T0130S0250E031	KS06T0140S0240E010	KS06T0140S0250E011
KS06T0130S0240E026	KS06T0130S0250E032	KS06T0140S0240E011	KS06T0140S0250E014
KS06T0130S0240E027	KS06T0130S0250E033	KS06T0140S0240E012	KS06T0140S0250E015
KS06T0130S0240E028	KS06T0130S0250E034	KS06T0140S0240E013	KS06T0140S0250E016
KS06T0130S0240E033	KS06T0130S0250E035	KS06T0140S0240E014	KS06T0140S0250E017
KS06T0130S0240E034	KS06T0140S0220E013	KS06T0140S0240E015	KS06T0140S0250E018

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MTRS	MTRS
KS06T0140S0250E019	KS06T0150S0240E005
KS06T0140S0250E020	KS06T0150S0240E008
KS06T0140S0250E021	KS06T0150S0240E009
KS06T0140S0250E022	KS06T0150S0240E010
KS06T0140S0250E023	KS06T0150S0240E011
KS06T0140S0250E026	KS06T0150S0240E012
KS06T0140S0250E027	KS06T0150S0250E002
KS06T0140S0250E028	KS06T0150S0250E003
KS06T0140S0250E029	KS06T0150S0250E004
KS06T0140S0250E030	KS06T0150S0250E005
KS06T0140S0250E031	KS06T0150S0250E006
KS06T0140S0250E032	KS06T0150S0250E007
KS06T0140S0250E033	KS06T0150S0250E008
KS06T0140S0250E034	KS06T0150S0250E009
KS06T0140S0250E035	KS06T0150S0250E010
KS06T0150S0240E001	KS06T0150S0250E011
KS06T0150S0240E002	KS06T0150S0250E016
KS06T0150S0240E003	KS06T0150S0250E017
KS06T0150S0240E004	

*Applicant's hybrid fiber coaxial cable system is currently capable of providing video programming to the majority of households in the requested service area footprint. Applicant will be capable of providing service in the remaining households in the requested service areas within 5 years. A shape file (.shp) depicting the above service area footprint is included in this filing.

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7. Description and drawing of the type of technologies to be used in serving the footprints

There will be no change to the technologies used in serving the footprints as a result of the transfer of the VSA to Time Warner Cable Midwest LLC. The company will continue to operate a hybrid fiber-coax system.