

The Public Utilities Commission of Ohio
TELECOMMUNICATIONS FILING FORM

(Effective: 01/20/2011)

This form is intended to be used with most types of required filings. It provides check boxes with rule references for the most common types of filings. It does not replace or supersede Commission rules in any way.

In the Matter of the Application of Crown Castle NG East)
LLC and Request for Approval of a Name Change and Pro)
Forma Change in Indirect Ownership)
)

TRF Docket No. **90-6225-TP-TRF**

Case No. **15-0657-TP-CIO**

NOTE: Unless you have reserved a Case #, leave the "Case No" fields
BLANK.

Name of Registrant(s) **Crown Castle NG East LLC**

DBA(s) of Registrant(s)

Address of Registrant(s) **1220 Augusta Drive, Suite 600, Houston, TX 77075**

Company Web Address **www.crowncastle.com**

Regulatory Contact Person(s) **Michelle Salisbury**

Phone **724-416-2239**

Fax **724-416-4239**

Regulatory Contact Person's Email Address **michelle.salisbury@crowncastle.com**

Contact Person for Annual Report **Michelle Salisbury**

Phone **724-416-2239**

Address (if different from above) **2000 Corporate Drive, Canonsburg, PA 15317**

Consumer Contact Information **Michelle Salisbury**

Phone **724-416-2239**

Address (if different from above) **2000 Corporate Drive, Canonsburg, PA 15317**

Motion for protective order included with filing? ☐ Yes ☒ No

Motion for waiver(s) filed affecting this case? ☐ Yes ☒ No [Note: Waivers may toll any automatic timeframe.]

Notes:

Section I and II are Pursuant to Chapter [4901:1-6](#) OAC.

Section III – Carrier to Carrier is Pursuant to [4901:1-7](#) OAC, and Wireless is Pursuant to [4901:1-6-24](#) OAC.

Section IV – Attestation.

(1) Indicate the Carrier Type and the reason for submitting this form by checking the boxes below.

(2) For requirements for various applications, see the identified section of Ohio Administrative Code Section 4901 and/or the supplemental application form noted.

(3) Information regarding the number of copies required by the Commission may be obtained from the Commission's web site at www.puco.ohio.gov under the docketing information system section, by calling the docketing division at 614-466-4095, or by visiting the docketing division at the offices of the Commission.

(4) An Incumbent Local Exchange Carrier (ILEC) offering basic local exchange service (BLES) outside its traditional service area should choose CLEC designation when proposing to offer BLES outside its traditional service area or when proposing to make changes to that service.

All Filings that result in a change to one or more tariff pages require, at a minimum, the following exhibits.

Exhibit	Description:
A	The tariff pages subject to the proposed change(s) as they exist before the change(s) Not Applicable. Attached as Exhibit A is an updated Telecommunications Retail Service Offering Form.
B	The Tariff pages subject to the proposed change(s), reflecting the change, with the change(s) marked in the right margin. Not Applicable.
C	A short description of the nature of the change(s), the intent of the change(s), and the customers affected. See Exhibit C.
D	A copy of the notice provided to customers, along with an affidavit that the notice was provided according to the applicable rule(s). Not Applicable. Applicant will continue to provide service without change to rates, terms or conditions.

Section I – Part I - Common Filings

Carrier Type <input type="checkbox"/> Other (explain below)	<input type="checkbox"/> For Profit ILEC	<input type="checkbox"/> Not For Profit ILEC	<input type="checkbox"/> CLEC
Change terms & conditions of existing BLES	<input type="checkbox"/> ATA 1-6-14(H) (Auto 30 days)	<input type="checkbox"/> ATA 1-6-14(H) (Auto 30 days)	<input type="checkbox"/> ATA 1-6-14(H) (Auto 30 days)
Introduce non-recurring charge, surcharge, or fee to BLES			<input type="checkbox"/> ATA 1-6-14(H) (Auto 30 days)
Introduce or Increase Late Payment	<input type="checkbox"/> ATA 1-6-14(I) (Auto 30 days)	<input type="checkbox"/> ATA 1-6-14(I) (Auto 30 days)	<input type="checkbox"/> ATA 1-6-14(I) (Auto 30 days)
Revisions to BLES Cap.	<input type="checkbox"/> ZTA 1-6-14(F) (0 day Notice)		
Introduce BLES or expand local service area (calling area)	<input type="checkbox"/> ZTA 1-6-14(H) (0 day Notice)	<input type="checkbox"/> ZTA 1-6-14(H) (0 day Notice)	<input type="checkbox"/> ZTA 1-6-14(H) (0 day Notice)
Notice of no obligation to construct facilities and provide BLES	<input type="checkbox"/> ZTA 1-6-27(C) (0 day Notice)	<input type="checkbox"/> ZTA 1-6-27(C) (0 day Notice)	
Change BLES Rates	<input type="checkbox"/> TRF 1-6-14(F) (0 day Notice)	<input type="checkbox"/> TRF 1-6-14(F)(4) (0 day Notice)	<input type="checkbox"/> TRF 1-6-14(G) (0 day Notice)
To obtain BLES pricing flexibility	<input type="checkbox"/> BLS 1-6-14(C)(1)(c) (Auto 30 days)		
Change in boundary	<input type="checkbox"/> ACB 1-6-32 (Auto 14 days)	<input type="checkbox"/> ACB 1-6-32 (Auto 14 days)	
Expand service operation area			<input type="checkbox"/> TRF 1-6-08(G) (0 day)
BLES withdrawal			<input type="checkbox"/> ZTA 1-6-25(B) (0 day Notice)
Other* (explain) Name Change			

Section I – Part II – Customer Notification Offerings Pursuant to Chapter [4901:1-6-7 OAC](#)

Type of Notice	Direct Mail	Bill Insert	Bill Notation	Electronic Mail
<input type="checkbox"/> 15-day Notice	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
<input type="checkbox"/> 30-day Notice	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
Date Notice Sent: N/A				

Section I – Part III –IOS Offerings Pursuant to Chapter [4901:1-6-22 OAC](#)

IOS	Introduce New	Tariff Change	Price Change	Withdraw
<input type="checkbox"/> IOS	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>

Section II – Part I – Carrier Certification - Pursuant to Chapter [4901:1-6-08, 09 & 10 OAC](#)

Certification	ILEC (Out of Territory)	CLEC	Telecommunication s Service Provider Not Offering Local	CESTC	CETC
* See Supplemental form	<input type="checkbox"/> ACE 1-6-08 * (Auto 30- day)	<input type="checkbox"/> ACE 1-6-08 *(Auto 30 day)	<input type="checkbox"/> ACE 1-6-08 *(Auto 30 day)	<input type="checkbox"/> ACE 1-6-10 (Auto 30 day)	<input type="checkbox"/> UNC 1-6-09 *(Non-Auto)

*Supplemental Certification forms can be found on the Commission Web Page.

Section II – Part II – Certificate Status & Procedural

Certificate Status	ILEC	CLEC	Telecommunications Service Provider Not Offering Local
Abandon all Services		<input type="checkbox"/> ABN 1-6-26 (Auto 30 days)	<input type="checkbox"/> ABN 1-6-26 (Auto 30 days)
Change of Official Name *	<input type="checkbox"/> ACN 1-6-29(B) (Auto 30 days)	<input type="checkbox"/> ACN 1-6-29(B) (Auto 30 days)	<input checked="" type="checkbox"/> CIO 1-6-29(C) (0 day Notice)
Change in Ownership *	<input type="checkbox"/> ACO 1-6-29(E) (Auto 30 days)	<input type="checkbox"/> ACO 1-6-29(E) (Auto 30 days)	<input checked="" type="checkbox"/> CIO 1-6-29(C) (0 day Notice)
Merger *	<input type="checkbox"/> AMT 1-6-29(E) (Auto 30 days)	<input type="checkbox"/> AMT 1-6-29(E) (Auto 30 days)	<input type="checkbox"/> CIO 1-6-29(C) (0 day Notice)
Transfer a Certificate *	<input type="checkbox"/> ATC 1-6-29(B) (Auto 30 days)	<input type="checkbox"/> ATC 1-6-29(B) (Auto 30 days)	<input type="checkbox"/> CIO 1-6-29(C) (0 day Notice)
Transaction for transfer or lease of property, plant or business *	<input type="checkbox"/> ATR 1-6-29(B) (Auto 30 days)	<input type="checkbox"/> ATR 1-6-29(B) (Auto 30 days)	<input type="checkbox"/> CIO 1-6-29(C) (0 day Notice)

* Other exhibits may be required under the applicable rule(s). ACN, ACO, AMT, ATC, ATR and CIO applications see [the 4901:1-6-29 Filing Requirements on the Commission's Web Page](#) for a complete list of exhibits.

Section III – Carrier to Carrier (Pursuant to [4901:1-7](#)), and Wireless (Pursuant to [4901:1-6-24](#))

Carrier to Carrier	ILEC	CLEC
Interconnection agreement, or amendment to an approved agreement	<input type="checkbox"/> NAG 1-7-07 (Auto 90 day)	<input type="checkbox"/> NAG 1-7-07 (Auto 90 day)
Request for Arbitration	<input type="checkbox"/> ARB 1-7-09 (Non-Auto)	<input type="checkbox"/> ARB 1-7-09 (Non-Auto)
Introduce or change c-t-c service tariffs,	<input type="checkbox"/> ATA 1-7-14 (Auto 30 day)	<input type="checkbox"/> ATA 1-7-14 (Auto 30 day)
Request rural carrier exemption, rural carrier suspension or modification	<input type="checkbox"/> UNC 1-7-04 or 05 (Non-Auto)	
Changes in rates, terms & conditions to Pole Attachment, Conduit Occupancy and Rights- of-Way.	<input type="checkbox"/> UNC 1-7-23(B) (Non-Auto)	
Wireless Providers See 4901:1-6-24	<input type="checkbox"/> RCC [Registration & Change in Operations]	<input type="checkbox"/> NAG [Interconnection Agreement or

Section IV. – Attestation

Registrant hereby attests to its compliance with pertinent entries and orders issued by the Commission.

AFFIDAVIT
Compliance with Commission Rules

I am an officer/agent of the applicant corporation _____, and am authorized to make this statement on its behalf.

(Name)

Please Check ALL that apply:

☐ I attest that these tariffs comply with all applicable rules for the state of Ohio. I understand that tariff notification filings do not imply Commission approval and that the Commission's rules as modified and clarified from time to time, supersede any contradictory provisions in our tariff. We will fully comply with the rules of the state of Ohio and understand that noncompliance can result in various penalties, including the suspension of our certificate to operate within the state of Ohio.

☐ I attest that customer notices accompanying this filing form were sent to affected customers, as specified in Section II, in accordance with Rule 4901:1-6-7, Ohio Administrative Code.

I declare under penalty of perjury that the foregoing is true and correct.

Executed on (Date) April 6, 2015 at (Location) Washington, DC

*(Signature and Title) _____ (Date)

- *This affidavit is required for every tariff-affecting filing. It may be signed by counsel or an officer of the applicant, or an authorized agent of the applicant.*

VERIFICATION

I, Brett P. Ferenchak verify that I have utilized the Telecommunications Filing Form for most proceedings provided by the Commission and that all of the information submitted here, and all additional information submitted in connection with this case, is true and correct to the best of my knowledge.

*(Signature and Title) /s/ Brett P. Ferenchak., Counsel to Applicant (Date) April 6, 2015

**Verification is required for every filing. It may be signed by counsel or an officer of the applicant, or an authorized agent of the applicant.*

Send your completed Application Form, including all required attachments as well as the required number of copies, to:

**Public Utilities Commission of Ohio
Attention: Docketing Division
180 East Broad Street, Columbus, OH 43215-3793**

Or

Make such filing electronically as directed in Case No 06-900-AU-WVR

LIST OF EXHIBITS AND ATTACHMENTS

Exhibit A	Existing Tariff Title Page - Not Applicable
Exhibit A-1	Updated Telecommunications Retail Service Offering Form
Exhibit B	Replacement Tariff Page - Not Applicable
Exhibit C	Description of Filing
Exhibit C-1	Conversion Documents and Authority to Transact Business
Exhibit C-2	Pre- and Post-REIT Transaction Corporate Structure
Exhibit D	Customer Notice and Customer Notice Affidavit - Not Applicable
Attachment A	Certificate of Good Standing
Attachment B	List of Officers and Directors

EXHIBIT A-1

Updated Telecommunications Retail Service Offering Form

The Public Utilities Commission of Ohio
TELECOMMUNICATIONS RETAIL SERVICE OFFERING FORM
For Non-BLES Carriers

Per the Commission's 01/19/2011 "Implementation Order" in Case No. 10-1010-TP-ORD
(Effective: 01/20/2011)

Company Name Crown Castle NG East LLC
Company Address 1220 Augusta Drive, Suite 600, Houston, TX 7707
Company Web Address www.crowncastle.com
Regulatory Contact Person Michelle Salisbury Phone 724-416-2239 Fax 724-416-4239
Regulatory Contact Person's Email Address michelle.salisbury@crowncastle.com
Contact Person for Annual Report Michelle Salisbury Phone 724-416-2239 Fax 724-416-4239
Consumer Contact Information Michelle Salisbury Phone 724-416-2239 Fax 724-416-4239
TRF Docket No. 90 - 6225-TP-TRF

I. Company Type (Check all applicable):

☐ Non-BLES CLEC ☐ IXC ☒ Other (explain) Competitive Telecommunications Services

II. Services offered (Check all applicable):

☐ Toll services (intrastate)
☐ Local Exchange Service (i.e., residential or business bundles)
☒ Other (explain) Fiber-based backhaul and distributed antenna and small cell services

III. Tariffed Provisions/Services (To the extent offered, check all applicable and attach tariff pages):

☐ Toll Presubscription
☐ Intrastate Special and Switched Access Services to Carriers (facilities-based local carriers only)*
☐ N-1-1 Service
☐ Pole Attachment and Conduit Occupancy
☐ Pay Telephone Access Lines
☐ Inmate Operator Service
☐ Telephone Relay Service

*Access service tariffs shall be maintained separately and are subject to the Commission's carrier-to-carrier rules found in Chapter 4901:1-7, Ohio Administrative Code.

Part IV. – Attestation

Carrier hereby attests to its compliance with pertinent entries and orders issued by the Commission.

Monica Gambino

I am an officer/agent of the carrier/telephone company, Crown Castle NG East LLC, and am authorized to make statements on it behalf.
(Name)

I understand that Telephone companies have certain responsibilities to its customers under the Telecommunications Rules (Ohio Adm. Code 4901:1-6). These responsibilities include: warm line service; not committing unfair or deceptive acts and practices; truth in billing requirements; and slamming and preferred carrier freeze requirements. We will comply with the rules of the state of Ohio and understand that non-compliance can result in various penalties, including the suspension of our certificate to operate within the state of Ohio.

I declare under penalty of perjury that the foregoing is true and correct.

Monica Gambino, VP LEGAL

(Signature and Title)

March 31, 2015

(Date)

EXHIBIT C

DESCRIPTION OF FILING

Crown Castle NG East LLC (formerly known as Crown Castle NG East Inc. and NextG Networks of New York Inc.) (“CCNG-East” or “Registrant”) hereby notifies the Commission of (1) a change in its official name and (2) a *pro forma* change in indirect ownership of the Company that occurred in connection with the conversion of Registrant’s ultimate, publicly held, parent company (“Holdco”) into a publicly held real estate investment trust (“REIT”). While the *pro forma* change resulted in a change to the ultimate parent of Registrant, the *pro forma* change did not result in a change to the direct parent of Registrant or to the ultimate owners of the Registrant (i.e., the shareholders of Holdco).

A. Description of the Registrant

Registrant is currently a Delaware limited liability company and indirect wholly owned subsidiary of Crown Castle Solutions Corp. (“Solutions”), a Delaware corporation. Solutions is a direct wholly owned subsidiary of Crown Castle Operating Company (“CCOC”), a Delaware corporation and direct wholly owned subsidiary of Crown Castle International Corp. (formerly known as Crown Castle REIT Inc. and the surviving entity of the REIT Transaction described below) (“REIT-Parent” and, collectively with its subsidiaries, “Crown Castle”). REIT-Parent is currently a publicly traded (NYSE: CCI) Delaware corporation that, to its knowledge, does not have any 10% or greater owners. Crown Castle has executive offices at 1220 Augusta Drive, Suite 600, Houston, Texas 77057-2261. REIT-Parent, through certain of its indirect subsidiaries, owns, operates, leases, and manages over 39,600 towers and rooftop sites for wireless communications with a significant presence in the top 100 U.S. markets. Solutions and its subsidiaries, including CCNG-East, have deployed approximately 14,000 distributed antenna system (“DAS”) small cell nodes supported by approximately 7,000 miles of fiber. Wholly-owned subsidiaries of Solutions hold authorizations to provide intrastate telecommunications services in the District of Columbia and every state except Alaska, Maine, Montana, South Dakota, Vermont, and Wyoming.

In Ohio, the Company is authorized to provide competitive telecommunications services pursuant to Certificate No. 90-6225 granted in Case No. 05-240-TP-ACE.¹ Registrant is also authorized by the FCC to provide domestic telecommunications services. Additional information concerning Registrant’s legal, technical, managerial and financial qualifications has been submitted to the Commission with various prior filings with respect to various transactions and is therefore already a matter of public record. Registrant requests that the Commission take official notice of these existing descriptions of Registrant’s qualifications and incorporate them by reference herein. Registrant does not maintain financial statements separate from the consolidated financial statements of REIT-Parent (and its predecessor in interest). The financial statements from Holdco’s most recent SEC Forms 10-K and 10-Q are available at <http://investor.crowncastle.com/phoenix.zhtml?c=107530&p=irol-sec>. Biographies of REIT-Parent’s management team can be found at <http://www.crowncastle.com/leadership.aspx>.

¹ The Certificate was granted in the name NextG Networks of New York, Inc.

A. Change in Official Name

Registrant hereby notifies the Commission that the Company's current name is "Crown Castle NG East LLC" as a result of (1) a name change from "NextG Networks of New York Inc." to "Crown Castle NG East Inc." and (2) its subsequent conversion from a Delaware corporation to a Delaware limited liability company. The conversion of Registrant to a limited liability company was merely a change in its corporate form accomplished through the filing of Certificate of Conversion in Delaware and did not entail any merger or other transactions that extinguish the existence of the Registrant. The Registrant's conversion documents and authority to transact business in Ohio are provided as **Exhibit C-1** hereto. The Registrant requests that the Commission update its records, including the Registrant's Certificate, to reflect its current name, "Crown Castle NG East LLC".

Customers of the Registrant continue to be served by the same entity from whom they previously obtained service and continue to receive invoices for services from "Crown Castle" (under the same rates, terms and conditions of service as before the changes. Therefore, notice to customers of the change in name is not necessary.

B. Pro Forma Change in Indirect Ownership

A *pro forma* change to the ultimate parent of Registrant occurred in connection with the conversion of Holdco into a REIT. Specifically, in order to facilitate compliance with the rules governing real estate investment trusts by ensuring the effective adoption of certain charter provisions that implement ownership limitations and transfer restrictions related to its capital stock, (1) REIT-Parent was formed as a direct wholly owned subsidiary of Registrant's prior ultimate parent company that was also named Crown Castle International Corp. ("Predecessor-CCIC"), and then (2) REIT-Parent merged with and into Predecessor-CCIC, whereupon the separate existence of Predecessor-CCIC ceased and REIT-Parent was the surviving entity (the "*Pro Forma* Change" or "REIT Transaction"). The name of REIT-Parent was then changed to "Crown Castle International Corp." The ultimate owners of Registrant (i.e., the shareholders of Holdco) did not change since the shareholders of Predecessor-CCIC automatically converted to shareholders of REIT-Parent in the REIT Transaction. Further, the direct owner of Registrant did not change. For the Commission's reference, charts depicting the pre- and post-REIT Transaction corporate ownership structure of Registrant are provided as Exhibit C-2.

Registrant submits that the REIT Transaction is in the public interest. The REIT Transaction will enable Crown Castle to enjoy greater financial efficiencies and lower costs thereby allowing Crown Castle to invest further in telecommunications infrastructure and network improvements and upgrades necessary to meet growing customer demand for expanded high quality services. In particular, the REIT Transaction is expected to lower Crown Castle's weighted average cost of capital thereby strengthening its financial qualifications, and thus Registrant's financial qualifications as a competitive provider of high quality telecommunications services in Ohio. The REIT Transaction was entirely transparent to Registrant's customers and did not result in any change in their services. In particular, the rates, terms and conditions of their services did not change as a result of the purely *pro forma* change to Registrant's indirect ultimate parent.

EXHIBIT C-1

Conversion Documents and Authority to Transact Business

Delaware

PAGE 1

The First State

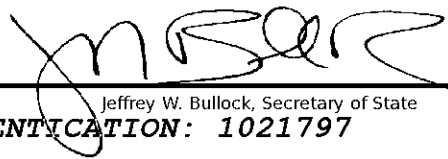
I, JEFFREY W. BULLOCK, SECRETARY OF STATE OF THE STATE OF DELAWARE DO HEREBY CERTIFY THAT THE ATTACHED IS A TRUE AND CORRECT COPY OF THE CERTIFICATE OF CONVERSION OF A DELAWARE CORPORATION UNDER THE NAME OF "CROWN CASTLE NG EAST INC." TO A DELAWARE LIMITED LIABILITY COMPANY, CHANGING ITS NAME FROM "CROWN CASTLE NG EAST INC." TO "CROWN CASTLE NG EAST LLC", FILED IN THIS OFFICE ON THE TWENTY-FOURTH DAY OF DECEMBER, A.D. 2013, AT 1:43 O'CLOCK P.M.

AND I DO HEREBY FURTHER CERTIFY THAT THE EFFECTIVE DATE OF THE AFORESAID CERTIFICATE OF CONVERSION IS THE THIRTY-FIRST DAY OF DECEMBER, A.D. 2013, AT 11:59 O'CLOCK P.M.

3587157 8100V

131473409




Jeffrey W. Bullock, Secretary of State
AUTHENTICATION: 1021797

DATE: 12-30-13

**Certificate of Conversion
of
Crown Castle NG East Inc.
to
Crown Castle NG East LLC**

Pursuant to Section 18-214 of the Limited Liability Company Act

Crown Castle NG East Inc., a Delaware corporation ("Company"), does hereby certify that:

1. **Name of Corporation to be Converted.** The name of the Company immediately prior to conversion is Crown Castle NG East Inc., and the name under which the Company was originally formed was NextG Networks of NY, Inc.

2. **Original Date and Jurisdiction of Incorporation.** The original certificate of incorporation of the Company was filed on November 4, 2002 with the Secretary of State of the State of Delaware.

3. **Name of Limited Liability Company.** The name of the limited liability company into which the Company will be converted is Crown Castle NG East LLC.

4. **Approval of Conversion.** This conversion has been approved by the board of directors and sole stockholder of the Company.

5. **Effective Time.** The conversion of the Company to a limited liability company shall be effective at 11:59 p.m. on December 31, 2013.

IN WITNESS WHEREOF, the undersigned has executed this Certificate of Conversion as of December 19, 2013.

Crown Castle NG East Inc.

By: 

E. Blake Hawk

Executive Vice President

19 Dec 2013

Delaware

PAGE 2

The First State

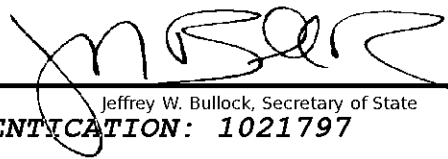
I, JEFFREY W. BULLOCK, SECRETARY OF STATE OF THE STATE OF DELAWARE DO HEREBY CERTIFY THAT THE ATTACHED IS A TRUE AND CORRECT COPY OF CERTIFICATE OF FORMATION OF "CROWN CASTLE NG EAST LLC" FILED IN THIS OFFICE ON THE TWENTY-FOURTH DAY OF DECEMBER, A.D. 2013, AT 1:43 O'CLOCK P.M.

AND I DO HEREBY FURTHER CERTIFY THAT THE EFFECTIVE DATE OF THE AFORESAID CERTIFICATE OF FORMATION IS THE THIRTY-FIRST DAY OF DECEMBER, A.D. 2013, AT 11:59 O'CLOCK P.M.

3587157 8100V

131473409




Jeffrey W. Bullock, Secretary of State
AUTHENTICATION: 1021797


DATE: 12-30-13

Certificate of Formation
of
Crown Castle NG East LLC

This Certificate of Formation of Crown Castle NG East LLC ("LLC"), dated as of December 19, 2013, has been duly executed and is being filed by E. Blake Hawk, as an authorized person, to form a limited liability company under the Delaware Limited Liability Company Act (6 Del.C. §18-101, et seq.)

1. The name of the limited liability company is Crown Castle NG East LLC.
2. The address of the registered office of the LLC in the State of Delaware is c/o The Corporation Trust Company, Corporation Trust Center, 1209 Orange Street, in the City of Wilmington, County of New Castle.
3. The name and address of the registered agent for service of process of the LLC in the State of Delaware is The Corporation Trust Company, Corporation Trust Center, 1209 Orange Street, in the City of Wilmington, County of New Castle, Delaware.
4. This Certificate of Formation shall be effective at 11:59 p.m. on December 31, 2013.

IN WITNESS WHEREOF, the undersigned has executed this Certificate of Formation of Crown Castle NG East LLC as of the date first written above.



E. Blake Hawk, Authorized Person
19 Dec 2013



DATE	DOCUMENT ID	DESCRIPTION	FILING	EXPED	PENALTY	CERT	COPY
03/21/2014	201408000323	CONVERSION WITHIN SOS RECORDS (CVS)	125.00	100.00		.00	.00

Receipt

This is not a bill. Please do not remit payment.

CT CORPORATION SYSTEM
ATTN: CHRIS RICKARD
4400 EASTON COMMONS WAY, STE 125
COLUMBUS, OH 43219

STATE OF OHIO CERTIFICATE

Ohio Secretary of State, Jon Husted**1517732**

It is hereby certified that the Secretary of State of Ohio has custody of the business records for

CROWN CASTLE NG EAST LLC

and, that said business records show the filing and recording of:

Document(s):

Document No(s):

CONVERSION WITHIN SOS RECORDS**201408000323****Effective Date: 03/20/2014**

CHANGE BUSINESS TYPE FOR. PROFIT LIM. LIAB. CO.



United States of America
State of Ohio
Office of the Secretary of State

Witness my hand and the seal of the
Secretary of State at Columbus,
Ohio this 21st day of March, A.D.
2014.

Ohio Secretary of State



Form 700 Prescribed by:

JON HUSTED
Ohio Secretary of State

 Central Ohio: (614) 466-3910
 Toll Free: (877) SOS-FILE (767-3453)
www.OhioSecretaryofState.gov
Busserv@OhioSecretaryofState.gov

Makes checks payable to Ohio Secretary of State

 Mail this form to one of the following:
 Regular Filing (non expedite)
 P.O. Box 1329
 Columbus, OH 43216

 Expedite Filing (Two-business day processing
 time requires an additional \$100.00).
 P.O. Box 1390
 Columbus, OH 43216

Certificate for Conversion for Entities Converting Within or Off the Records of the Ohio Secretary of State

Filing Fee: \$125

(CHECK ONLY ONE (1) BOX)

 (1) ☒ Converting **Within** The Records of the Ohio
 Secretary of State

 (2) ☐ Converting **Off** The Records of the Ohio
 Secretary of State
 (187-VXX)

Name of the converting entity

Crown Castle NG East Inc.

Jurisdiction of Formation

DE

Charter/Registration Number

1517732

 The converting entity is a:
 (Check Only (1) One Box)

- ☐ Domestic Corporation (For-Profit or Nonprofit)
☒ Foreign Corporation (For-Profit or Nonprofit)
☐ Domestic Nonprofit Limited Liability Company
☐ Foreign Nonprofit Limited Liability Company
☐ Domestic For-Profit Limited Liability Company
☐ Foreign For-Profit Limited Liability Company

- ☐ Partnership
☐ Domestic Limited Partnership
☐ Foreign Limited Partnership
☐ Domestic Limited Liability Partnership
☐ Foreign Limited Liability Partnership

 The converting entity hereby states that it has complied with all laws in the jurisdiction under which it exists
 and that those laws permit the conversion.

Name of the converted entity	Crown Castle NG East LLC
Jurisdiction of Formation	Delaware
The converted entity is a: (Check Only (1) One Box)	
<input type="checkbox"/> Domestic Corporation (For-Profit)	<input type="checkbox"/> Partnership
<input type="checkbox"/> Foreign Corporation (For-Profit or Nonprofit)	<input type="checkbox"/> Domestic Limited Partnership
<input type="checkbox"/> Domestic Nonprofit Limited Liability Company	<input type="checkbox"/> Foreign Limited Partnership
<input type="checkbox"/> Foreign Nonprofit Limited Liability Company	<input type="checkbox"/> Domestic Limited Liability Partnership
<input type="checkbox"/> Domestic For-Profit Limited Liability Company	<input type="checkbox"/> Foreign Limited Liability Partnership
<input checked="" type="checkbox"/> Foreign For-Profit Limited Liability Company	

Effective Date (Optional)	(The conversion is effective upon the filing of this certificate or on a later date specified in the certificate)	
Name and address of the person or entity that will provide a copy of the declaration of conversion upon written request.		
Lynn Howell		
Name		
1220 Augusta Drive, Suite 600		
Mailing Address		
Houston	TX	77057
City	State	Zip Code

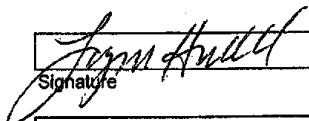
Required information that must accompany conversion certificate if box 2 is checked		
If the converting entity is a domestic or foreign entity that will not be licensed in Ohio, provide the name and address of the statutory agent upon whom any process, notice or demand may be served.		
Name of Statutory Agent		
Mailing Address		
City	Ohio	Zip Code
	State	
<input type="checkbox"/> If the agent is an individual using a P.O. Box, check this box to confirm that the agent is an Ohio resident.		

See instructions for additional filing requirements if
(1) the conversion creates a new domestic entity,
(2) the converted entity is a foreign entity that desires to transact business in Ohio; or
(3) if a domestic corporation or foreign corporation licensed in Ohio is the converting entity.

IN WITNESS WHEREOF, the conversion is authorized on behalf of the converting entity and that each person signing the certificate of conversion is authorized to do so.

Required

Must be signed by an authorized representative.


Signature

By (if applicable)

Lynn Howell

Print Name

Signature

By (if applicable)

Print Name

Signature

By (if applicable)

Print Name

Complete the information in this section.

AFFIDAVIT

In lieu of dissolution releases from various governmental authorities.

Crown Castle NG East Inc.

Name of Corporation

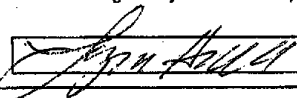
The undersigned, being first duly sworn, declares that on the dates indicated below, each of the named state governmental agencies was advised IN WRITING of the scheduled date of filing of the Certificate and was advised IN WRITING of the acknowledgement by the corporation of the applicability of the provisions of section 1701.95 of the ORC.

Agency	Date Notified	Agency	Date Notified
Ohio Bureau of Workers' Compensation 30 W. Spring Street Columbus, Ohio 43215	1/15/2014	Ohio Job & Family Services Status and Liability Section Data Correspondence Control Fax: 614-752-4811 Phone: 614-466-2319 Overnight: P.O. Box 182413 Columbus, OH 43218-2413	01/15/2014 Regular: P.O. Box 182413 Columbus, OH 43218-2413
*Only required for domestic for-profit corporations		<input type="checkbox"/> The corporation is not required to pay or the department of taxation has not assessed any personal property tax.	
Ohio Department of Taxation Taxpayer Services Division/Tax Release Unit PO Box 182382 Columbus, OH 43218-2382 Dissolution@tax.state.oh.us	01/15/2014		
Complete this date notified field only if the corporation is a domestic non-profit corporation or foreign corporation. [see note below]			

*Note: Domestic for-profit corporations must submit with this filing a Certificate of Tax Clearance issued by the Ohio Department of Taxation.

Note: This affidavit must be signed by one or more persons executing the certificate or by an officer of the corporation.

Signature



Title

Asst. Secretary

Lynn Howell

Name

1220 Augusta Drive, Suite 600

Mailing Address

Houston

City

Texas

State

77057

Zip Code

Acknowledged before me and subscribed in my presence on

3/7/2014

Date

Seal




Notary Public

Commission Expires

2/16/2016

Date

Form 700

Page 4 of 5

Last Revised: 9/30/13

AFFIDAVIT OF PERSONAL PROPERTY

State of PennsylvaniaCounty of WashingtonThomas D. Bone

Name of Officer

VP - Corporate Tax

Title of Officer

of

Crown Castle NG East Inc.

Name of Corporation

and that this affidavit is made in compliance with Section 1703.17 of the Ohio Revised Code.

That above-named corporation: (Check one (1) of the following)

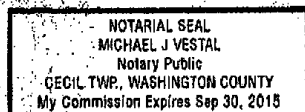
☐ Has no personal property in any county in Ohio☐ Is the type required to pay personal property taxes to state authorities only☒ Has personal property in the following county (ies)ButlerCuyahogaFranklin, HamiltonSignature: Thomas D. BoneTitle: V.P. - Tax

Acknowledged before me and subscribed in my presence on

Date

03/19/2014

Seal

Michael J Vestal
Notary Public

Expiration date of Notary Public's Commission

Date

30 Sept 2015



Form 533B Prescribed by:
Ohio Secretary of State
JON HUSTED
Ohio Secretary of State

Central Ohio: (814) 466-3910
Toll Free: (877) SOS-FILE (767-3453)
www.OhioSecretaryofState.gov
Busserv@OhioSecretaryofState.gov

Mail this form to one of the following:

Regular Filing (non expedite)
P.O. Box 670
Columbus, OH 43216

Expedite Filing (Two-business day processing
time requires an additional \$100.00).
P.O. Box 1390
Columbus, OH 43216

Registration of a Foreign Limited Liability Company

Filing Fee: \$125

CHECK ONLY ONE (1) BOX

- (1) ☒ Registration of a Foreign For-Profit Limited Liability Company
(106-LFA)
ORC 1705

Jurisdiction of Formation

Date of Formation

- (2) ☐ Registration of a Foreign Nonprofit Limited Liability Company
(106-LFA)
ORC 1705

Jurisdiction of Formation

Date of Formation

Name of Limited Liability Company in its jurisdiction of formation

Name under which the foreign limited liability company desires to transact business in Ohio (if different from its name in its jurisdiction of formation) is:

Name must include one of the following words or abbreviations: "limited liability company," "limited," "LLC," "L.L.C.," "Ltd.," or "Ltd"

The address to which interested persons may direct requests for copies of the limited liability company's operating agreement, bylaws, or other charter documents of the company is:

Name

Mailing Address

City

State

ZIP Code

The limited liability company hereby appoints the following as its agent upon whom process against the limited liability company may be served in the state of Ohio. The name and complete address of the agent is

CT Corporation System

Name

1300 East 9th Street

Mailing Address

Cleveland

City

Ohio

State

44114

ZIP Code

☐ If the agent is an individual and using a P.O. Box, check this box to confirm that the agent is an Ohio resident.

The limited liability company irrevocably consents to service of process on the agent listed above as long as the authority of the agent continues, and to service of process upon the Ohio Secretary of State if:

- a. an agent is not appointed, or
- b. an agent is appointed but the authority of that agent has been revoked, or
- c. the agent cannot be found or served after the exercise of reasonable diligence.

By signing and submitting this form to the Ohio Secretary of State, the undersigned hereby certifies that he or she has the requisite authority to execute this document.

Required

Must be signed by an authorized representative.

If authorized representative is an individual, then they must sign in the "signature" box and print their name in the "Print Name" box.

If authorized representative is a business entity, not an individual, then please print the business name in the "signature" box, an authorized representative of the business entity must sign in the "By" box and print their name in the "Print Name" box.

Signature

By (if applicable)

E. Blake Hawk

Print Name

Signature

By (if applicable)

Print Name

Signature

By (if applicable)

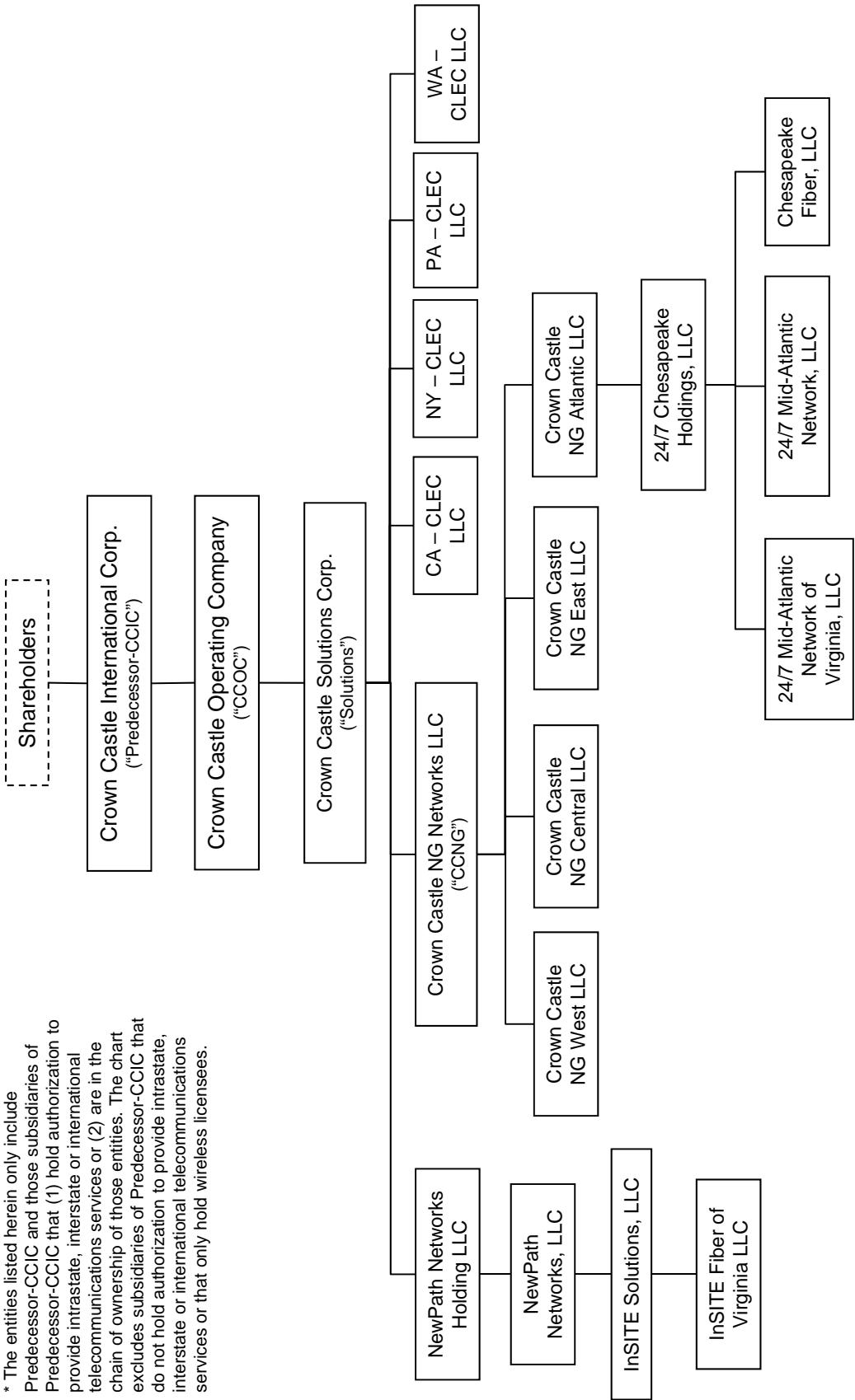
Print Name

EXHIBIT C-2

Pre- and Post-REIT Transaction Corporate Structure

Pre-REIT Transaction Corporate Structure

* The entities listed herein only include Predecessor-CCIC and those subsidiaries of Predecessor-CCIC that (1) hold authorization to provide intrastate, interstate or international telecommunications services or (2) are in the chain of ownership of those entities. The chart excludes subsidiaries of Predecessor-CCIC that do not hold authorization to provide intrastate, interstate or international telecommunications services or that only hold wireless licenses.

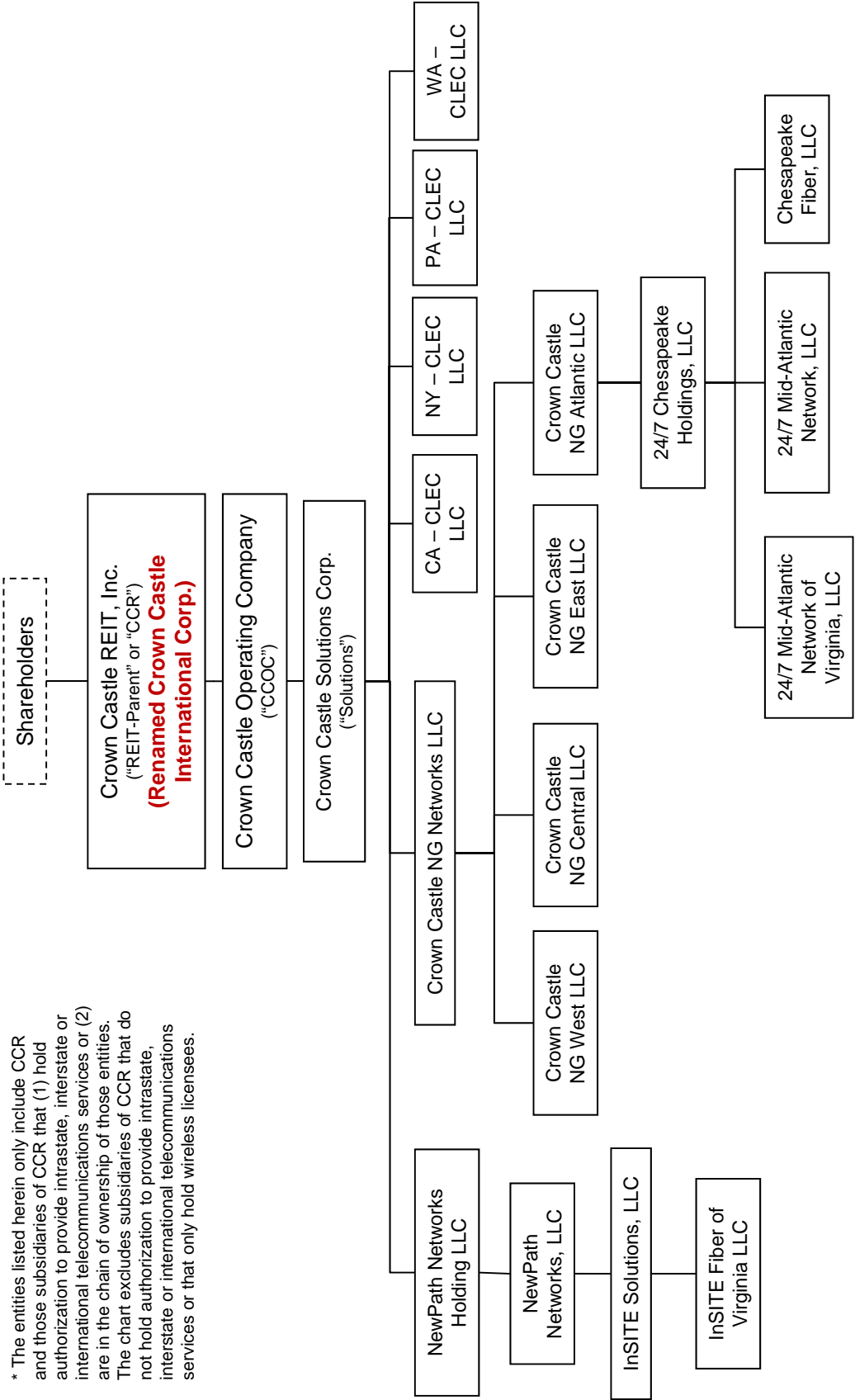


Unless otherwise indicated all ownership percentages are 100%.

* The entities listed herein only include Predecessor-CCIC and those subsidiaries of Predecessor-CCIC that (1) hold authorization to provide intrastate, interstate or international telecommunications services or (2) are in the chain of ownership of those entities. The chart excludes subsidiaries of Predecessor-CCIC that do not hold authorization to provide intrastate, interstate or international telecommunications services or that only hold wireless licenses.



Current Corporate Structure



Unless otherwise indicated all ownership percentages are 100%.

ATTACHMENT A

Certificate of Good Standing

UNITED STATES OF AMERICA
STATE OF OHIO
OFFICE OF THE SECRETARY OF STATE

I, Jon Husted, do hereby certify that I am the duly elected, qualified and present acting Secretary of State for the State of Ohio, and as such have custody of the records of Ohio and Foreign business entities; that said records show CROWN CASTLE NG EAST LLC, a Delaware For Profit Limited Liability Company, Registration Number 1517732, filed on February 9, 2005, is currently in FULL FORCE AND EFFECT upon the records of this office.



*Witness my hand and the seal of the
Secretary of State at Columbus, Ohio
this 6th day of April, A.D. 2015.*

A handwritten signature in dark ink that reads "Jon Husted". The signature is written in a cursive, flowing style.

Ohio Secretary of State

Validation Number: **201509600791**

ATTACHMENT B

List of Officers and Directors

Unless specified below, each of the directors and officers of Crown Castle NG East LLC listed below may be contacted at its principal office address at 1220 Augusta Drive, Suite 600, Houston, Texas 77057-2261:

Board of Directors:

E. Blake Hawk
W. Benjamin Moreland

Officers

W. Benjamin Moreland, President and Chief Executive Officer
E. Blake Hawk, Executive Vice President
Jay A. Brown, Senior Vice President, Chief Financial Officer and Treasurer
James D. Young, Senior Vice President and Chief Operating Officer
Philip M. Kelley, Senior Vice President – Corporate Development and Strategy
Patrick Slowey, Senior Vice President – Chief Commercial Officer
Mike Kavanagh, President – Small Cell Sales
Mike Ramke, Vice President – Small Cell Finance
Rob Ward, President – Small Cell Networks
Thomas D. Bone, Vice President – Tax
Monica Gambino, Vice President – Legal and Assistant Secretary
Fiona McKone, Vice President – Corporate Communications and Marketing
Mike Manczka, Vice President – Operational Finance and Accounting
John Kearney, Vice President – Financial Planning and Analysis
Rob Fisher, Vice President and Controller
Son Nguyen, Vice President – Corporate Finance and Assistant Treasurer
Dave Tanczos, Vice President – National Site Development
Cliff Abbio, Vice President – Engineering and Operations
Richard Platt, Vice President – Small Cell Sales
Bo Piekarski, Vice President – Product Management and Development
Mike Hughes, Vice President – Small Cell RF Engineering
Todd Schultz, Vice President – Small Cell Implementation
Kirk Wampler, Vice President – Network Real Estate
Lewis Kessler, Vice President General Manager – Northeast
Paul Blaser, Vice President General Manager – Southeast
Keith Monahan, Director – Tower Acquisitions
Matt Tomlin, Vice President – National Small Cell Sales
Alan Bock, Director – Corporate Development and Strategy
Donald J. Reid, Secretary
Lynn Howell, Assistant Secretary
Mike Crawford, Tax Officer

Mr. Kavanagh may be contacted at the following address: Westlake Union Center, 1505 Westlake Avenue North, Suite 800, Seattle, WA 98109.

Mr. Abbio, Mr. Bock, Mr. Bone, Mr. Crawford, Mr. Fisher, Ms. Gambino, Mr. Kearney, Mr. Manczka, Mr. Platt, Mr. Slowey, Mr. Ward and Mr. Young may be contacted at the following address: 2000 Corporate Drive, Canonsburg, PA 15317.

Mr. Hughes may be contacted at 3200 Horizon Drive, Suite 150, King of Prussia, PA 19406.

This foregoing document was electronically filed with the Public Utilities

Commission of Ohio Docketing Information System on

4/6/2015 10:15:31 AM

in

Case No(s). 15-0657-TP-CIO

Summary: Application Application of Crown Castle NG East LLC and Request for Approval of a Name Change and Pro Forma Change in Indirect Ownership electronically filed by Mr. Brett P Ferencak on behalf of Crown Castle NG East LLC