

# Morgan Lewis

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August 7, 2017

## ***VIA E-FILING***

Barcy McNeal, Commission Secretary  
Public Utilities Commission of Ohio  
180 East Broad Street, 11th Floor  
Columbus, OH 43215-3793  
Attention: Docketing Division

**Re: Case No. 17-1734-TP-CIO;**

**Application for Approval of the Proposed Indirect Transfer of Control of Fiber Technologies Networks, L.L.C. to Crown Castle International Corp.**

Dear Secretary McNeal:

Enclosed for filing is an Application for Approval of the Proposed Transfer of Indirect Control of Fiber Technologies Networks, L.L.C. to Crown Castle International Corp.

Please acknowledge receipt and acceptance of this application. Should you have any questions concerning this filing, please do not hesitate to contact the undersigned at 202-739-3000.

Respectfully Submitted,

*/s/ Brett P. Ferenchak*

Tamar E. Finn  
Brett P. Ferenchak

*Counsel for Crown Castle International Corp.*

## **Morgan, Lewis & Bockius LLP**

1111 Pennsylvania Avenue, NW  
Washington, DC 20004-2541  
United States

📞 +1.202.739.3000  
📠 +1.202.739.3001

*The Public Utilities Commission of Ohio*  
**TELECOMMUNICATIONS FILING FORM**

(Effective: 9-2-2015)

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 for Approval of the Proposed )  
Transfer of Indirect Control of Fiber Technologies Networks, )  
L.L.C. to Crown Castle International Corp. )  
)

TRF Docket No.

Case No. **17-1734-TP-CIO**

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

Name of Registrant(s) **Fiber Technologies Networks, L.L.C.**

DBA(s) of Registrant(s)

Address of Registrant(s) **80 Central Street, Boxborough, MA 01719**

Company Web Address **http://www.lighttower.com/**

Regulatory Contact Person(s) **David L. Mayer**

Phone **978-264-6080**

Fax

Regulatory Contact Person's Email Address **dmayer@lighttower.com**

Contact Person for Annual Report **David L. Mayer**

Phone **978-264-6080**

Address (if different from above)

Consumer Contact Information **David L. Mayer**

Phone **978-264-6080**

Address (if different from above)

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](http://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) <b>Not Applicable. No tariff changes are anticipated</b>
B	The Tariff pages subject to the proposed change(s), reflecting the change, with the change(s) marked in the right margin. <b>Not Applicable.</b>
C	A short description of the nature of the change(s), the intent of the change(s), and the customers affected. <b>See Exhibit C for a description of the Transaction.</b>
D	A copy of the notice provided to customers, along with an affidavit that the notice was provided according to the applicable rule(s). <b>Not Applicable. Applicant will continue to provide service without change to rates, terms or conditions.</b>

## Section I – Part I - Common Filings

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

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

<b>Type of Notice</b>	<b>Direct Mail</b>	<b>Bill Insert</b>	<b>Bill Notation</b>	<b>Electronic Mail</b>
<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"/>
<b>Date Notice Sent:</b> Not Applicable				

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

<b>IOS</b>	<b>Introduce New</b>	<b>Tariff Change</b>	<b>Price Change</b>	<b>Withdraw</b>
<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 <u>1-6-08</u> * (Auto 30- day)	<input type="checkbox"/> ACE <u>1-6-08</u> *(Auto 30 day)	<input type="checkbox"/> ACE <u>1-6-08</u> *(Auto 30 day)	<input type="checkbox"/> ACE <u>1-6-10</u> (Auto 30 day)	<input type="checkbox"/> UNC <u>1-6-09</u> *(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 <u>1-6-26</u> (Auto 30 days)	<input type="checkbox"/> ABN <u>1-6-26</u> (Auto 30 days)
Change of Official Name *	<input type="checkbox"/> ACN <u>1-6-29(B)</u> (Auto 30 days)	<input type="checkbox"/> ACN <u>1-6-29(B)</u> (Auto 30 days)	<input type="checkbox"/> CIO <u>1-6-29(C)</u> (0 day Notice)
Change in Ownership *	<input type="checkbox"/> ACO <u>1-6-29(E)</u> (Auto 30 days)	<input type="checkbox"/> ACO <u>1-6-29(E)</u> (Auto 30 days)	<input checked="" type="checkbox"/> CIO <u>1-6-29(C)</u> (0 day Notice)
Merger *	<input type="checkbox"/> AMT <u>1-6-29(E)</u> (Auto 30 days)	<input type="checkbox"/> AMT <u>1-6-29(E)</u> (Auto 30 days)	<input type="checkbox"/> CIO <u>1-6-29(C)</u> (0 day Notice)
Transfer a Certificate *	<input type="checkbox"/> ATC <u>1-6-29(B)</u> (Auto 30 days)	<input type="checkbox"/> ATC <u>1-6-29(B)</u> (Auto 30 days)	<input type="checkbox"/> CIO <u>1-6-29(C)</u> (0 day Notice)
Transaction for transfer or lease of property, plant or business *	<input type="checkbox"/> ATR <u>1-6-29(B)</u> (Auto 30 days)	<input type="checkbox"/> ATR <u>1-6-29(B)</u> (Auto 30 days)	<input type="checkbox"/> CIO <u>1-6-29(C)</u> (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 <u>1-7-07</u> (Auto 90 day)	<input type="checkbox"/> NAG <u>1-7-07</u> (Auto 90 day)
Request for Arbitration	<input type="checkbox"/> ARB <u>1-7-09</u> (Non-Auto)	<input type="checkbox"/> ARB <u>1-7-09</u> (Non-Auto)
Introduce or change c-t-c service tariffs,	<input type="checkbox"/> ATA <u>1-7-14</u> (Auto 30 day)	<input type="checkbox"/> ATA <u>1-7-14</u> (Auto 30 day)
Request rural carrier exemption, rural carrier suspension or modification	<input type="checkbox"/> UNC <u>1-7-04</u> or <u>05</u> (Non-Auto)	
Changes in rates, terms & conditions to Pole Attachment, Conduit Occupancy and Rights- of-Way.	<input type="checkbox"/> ATA <u>1-3-04</u> (Auto 30 days)	
<b>Wireless Providers</b> See <u>4901:1-6-24</u>	<input type="checkbox"/> RCC [Registration & Change in Operations] (0 day)	<input type="checkbox"/> NAG [Interconnection Agreement or Amendment] (Auto 90 days)

#### 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) \_\_\_\_\_ at (Location) \_\_\_\_\_

\*(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, David L. Mayer, 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.

/s/ David L. Mayer, General Counsel and EVP Business Development of Lightower Fiber Networks

\*(Signature and Title) \_\_\_\_\_ (Date) August 7, 2017

*\*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.*

**Filed document electronically as directed in case number 06-900-AU-WVR**

***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**

### **LIST OF EXHIBITS AND ATTACHMENTS**

Exhibit A	Existing Tariff Title Page – <b>NOT APPLICABLE</b>
Exhibit B	Replacement Tariff Page – <b>NOT APPLICABLE</b>
Exhibit C	Description of Transaction
Exhibit C-1	Diagrams of the Pre- and Post-Transaction Corporate Organization Structures
Exhibit D	Customer Notice and Customer Notice Affidavit – <b>NOT APPLICABLE</b>
Attachment 1	Certificate of Good Standing
Attachment 2	List of Officers and Directors

## **EXHIBIT C**

### **DESCRIPTION OF TRANSACTION**

Crown Castle International Corp. (“CCIC” or “Transferee”), LTS Group Holdings LLC (“Transferor”), and Fiber Technologies Networks, L.L.C. (“Fibertech”) (Transferee, Transferor and Fibertech collectively, “Applicants”) hereby notify the Commission of the transfer of indirect control of Fibertech to CCIC (the “Transaction”).

#### **Description of the Applicants**

##### **A. Crown Castle International Corp.**

CCIC is a publicly traded (NYSE: CCI) Delaware corporation that does not have 20 percent owners. Since January 1, 2014, CCIC has operated as a real estate investment trust (“REIT”) for U.S. federal income tax purposes. CCIC, through certain of its indirect subsidiaries, owns, operates, leases, or manages approximately 40,000 towers and rooftop sites for wireless communications equipment with a significant presence in the top 100 U.S. markets. (CCIC and its subsidiaries are collectively referred to as “Crown Castle”.)

Crown Castle Operating Company (“CCOC”), a subsidiary of CCIC, is the direct owner of Crown Castle Solutions LLC (“Solutions”). Subsidiaries of CCOC provide transport, backhaul, and distributed antenna system (“DAS”)/small cell services as well as dedicated point-to-point telecommunications services. Subsidiaries of CCOC deploy small cell nodes supported by approximately 29,000 route miles of fiber in the United States. Wholly owned subsidiaries of CCOC hold authorizations to provide intrastate telecommunications services in the District of Columbia and every state except Alaska, Maine, Montana, Vermont, and Wyoming.<sup>1</sup> In Ohio, the following subsidiaries of CCOC (the “OH OpCos”) are authorized to provide intrastate telecommunications services:

Crown Castle NG East LLC (“CCNG-East”), which is authorized to provide competitive telecommunications services pursuant to Revised Certificate No. 90-6225 granted in Case No. 15-0657-TP-CIO.

Sunesys, LLC is authorized to provide competitive telecommunications services pursuant to Revised Certificate No. 09-6177 granted in Case No. 06-1243-TP-CIO.

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<sup>1</sup> In addition, a wholly owned subsidiary of CCOC is authorized to provide intrastate telecommunications services in the Commonwealth of Puerto Rico.

CCNG-East and Sunesys, LLC (along with other subsidiaries of CCOC) also provide domestic interstate telecommunications services as competitive carriers pursuant to Federal Communications Commission ("FCC") regulations.

Additional information concerning the legal, technical, managerial and financial qualifications of Crown Castle has been submitted to the Commission with various prior filings with respect to various transactions and is therefore already a matter of public record. Applicants request that the Commission take official notice of these existing descriptions of Crown Castle's qualifications and incorporate them by reference herein. In support of the financial qualifications of CCOC, the financial statements from CCIC'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 CCIC's senior management team can be found at <http://www.crowncastle.com/leadership.aspx>.

**B. LTS Group Holdings LLC and Fibertech**

Transferor is a limited liability company formed under the laws of Delaware, and Fibertech is a limited liability company formed under the laws of New York. The corporate headquarters of Transferor and Fibertech (collectively referred to herein as "Lighttower") is located at 80 Central Street, Boxborough, MA 01719. Lighttower operates as a competitive provider of fiber network services that serve enterprise, government, carrier and data center customers. Lighttower's network consists of approximately 30,000 route miles, providing access to over 20,000 service locations in the Northeast, Mid-Atlantic and Midwest.

In Ohio, Fibertech is authorized to provide intrastate telecommunications services pursuant to Revised Certificate No. 90-9220 issued in Case No 90-9220-TP-TRF.

**Contacts**

Questions, correspondence or other communications concerning this filing should be directed to:

For Transferee:

Tamar E. Finn  
Brett P. Ferenczak  
Morgan, Lewis & Bockius LLP  
1111 Pennsylvania Avenue, N.W.  
Washington, DC 20004-2541  
202-739-3000 (tel)  
202-739-3001 (fax)

With copies for Transferee to:

Mark Mazzei, Esq.  
Associate General Counsel  
Crown Castle  
ATTN: Michelle Salisbury, Legal Dept.  
2000 Corporate Drive  
Canonsburg, PA 15317



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[brett.ferenchak@morganlewis.com](mailto:brett.ferenchak@morganlewis.com)

[mark.mazzei@crowncastle.com](mailto:mark.mazzei@crowncastle.com)

For Transferor and Fibertech:

Mace Rosenstein  
Yaron Dori  
Michael Beder  
Covington & Burling LLP  
One CityCenter  
850 Tenth Street, N.W.  
Washington, DC 20001  
202-662-6000 (tel)  
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[ydori@cov.com](mailto:ydori@cov.com)  
[mbeder@cov.com](mailto:mbeder@cov.com)

With copies for Transferor and Fibertech to:

David L. Mayer, Esq.  
General Counsel & Exec. Vice President  
Lightower Fiber Networks  
80 Central Street  
Boxborough, MA 01719  
[dmayer@lightower.com](mailto:dmayer@lightower.com)

### **Description of the Transaction**

Pursuant to a certain Agreement and Plan of Merger dated July 18, 2017, the parties thereto will complete a series of mergers, including the merger of LTS Group Holdings Merger Sub, Inc. (“Merger Sub”) with and into Transferor, with Transferor as the surviving entity (the “Transaction”). As a result of the Transaction, Transferor will be a direct, wholly owned subsidiary of CCOC; Fibertech will be an indirect, wholly owned subsidiary of CCOC and ultimately of CCIC. Diagrams depicting the pre- and post-Transaction corporate ownership structure of Fibertech are provided as Exhibit C-1.

### **Public Interest Considerations**

#### **A. The Transaction is in the Public Interest**

The Transaction will serve the public interest. The financial, technical, and managerial resources that CCIC will bring to Fibertech are expected to enhance the ability of Fibertech to compete in the telecommunications marketplace. Further, the existing network of Fibertech will enhance the ability of CCIC’s other indirect subsidiaries, including the OH OpCos, to serve their customers. At the same time, the proposed Transaction will have no adverse impact on the customers of Fibertech. Immediately following the Transaction, Fibertech will continue to provide service at the same rates, terms, and conditions, as governed by existing contracts. The Transaction will be transparent to customers because the only change immediately following the

closing from a customer's perspective is that ultimately CCIC will be the new indirect owner of Fibertech.

The Transaction will directly benefit business and wholesale customers by offering them services that today are only offered by either Crown Castle or Lightower. The combined company will be able to offer a wider range of services to their respective customers than Crown Castle and Lightower currently do as unaffiliated companies. Customers of Crown Castle will gain access to Lightower's suite of products and Lightower service locations; Lightower's customers will gain access to Crown Castle's small cell platforms. Multi-location customers of each company also will have access to the combined company's services in additional locations given the expanded Tier 1 and Tier 2/3 geographic reach of the combined company.

Lightower's fiber platform (people, systems, and processes), which is recognized as a leading platform in the industry, can be scaled to support a national fiber business and incorporate Crown Castle's other recent fiber business acquisitions, including Sunesys, LLC. Extending that platform to Crown Castle's existing footprint is expected to improve Crown Castle's existing fiber solutions business and point-to-point fiber services offered to its customers.

Combining Lightower's dense metro fiber footprint with Crown Castle's industry-leading small cells platform also will enhance the small cell opportunities available to Crown Castle and Lightower customers, thus reducing the time and capital required to serve the existing Lightower footprint. Further, Lightower's experience in fiber build-outs, together with Crown Castle's DAS and small cell platform, may help reduce the time for small cell deployment to new areas and markets. The Transaction, therefore, is expected to expand the combined company's ability to meet the small cell deployment needs of its wireless carrier customers.

Similarly, Lightower's existing fiber-to-the-tower and other wireless backhaul solutions will further augment Crown Castle's existing small cell nodes and tower businesses. Together, the combined company will be able to provide its customers better and more comprehensive service offerings in the highly competitive wireless infrastructure market.

#### **B. The Transaction Will be Seamless to Customers**

The Transaction will be largely seamless to Fibertech' customers, all of whom will continue to receive their services pursuant to their current contracts. Post-Transaction, the parties will continue to honor all contracts with their retail and wholesale customers. The

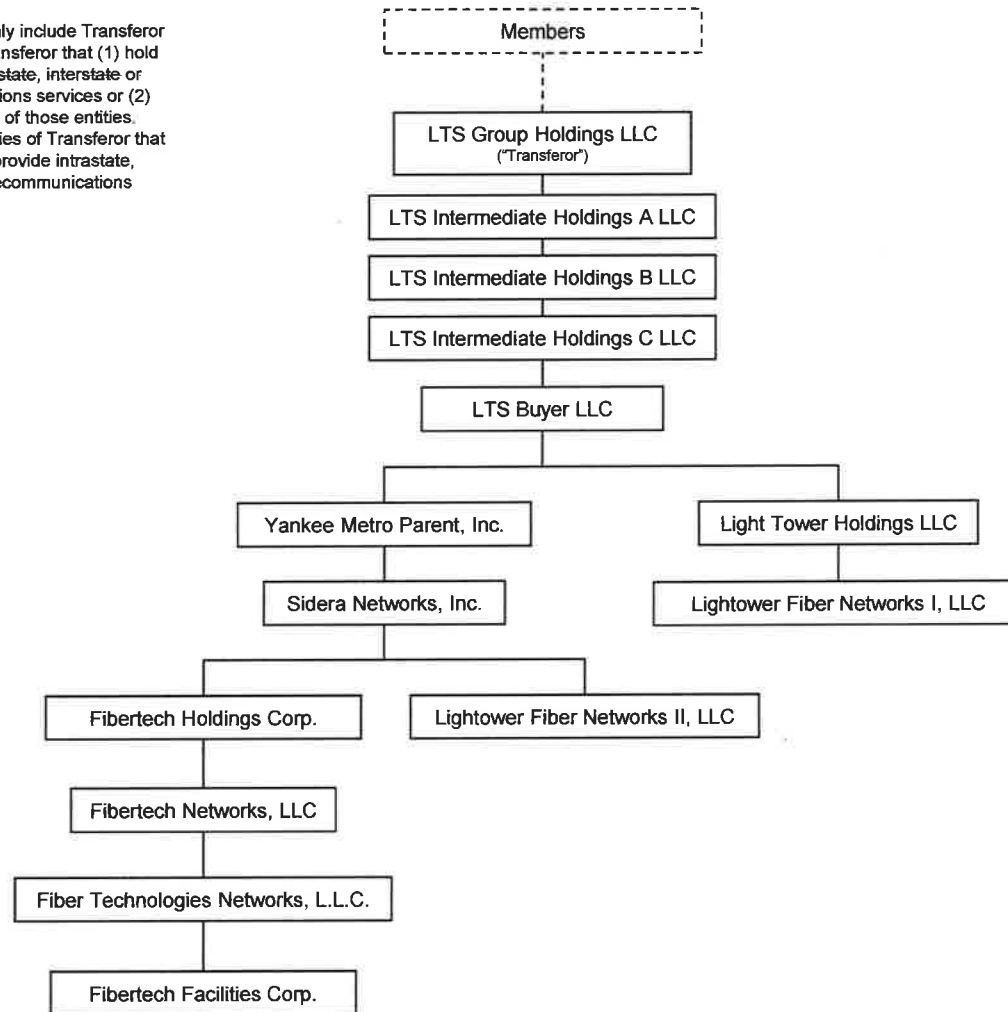
Transaction will not affect adversely the rates or other terms of service that customers currently experience, nor is it expected to have any adverse effect on the already high quality of service that Fibertech's customers currently receive. As the parties integrate their operations, they expect to be able to offer each other's unique services to all the customers of the combined company, thus increasing the competitive service offerings available to existing and potential customers.

**EXHIBIT C-1**

**Pre- and Post-Transaction Corporate Ownership Structures**

## PRE-TRANSACTION OWNERSHIP STRUCTURE OF LIGHTOWER\*

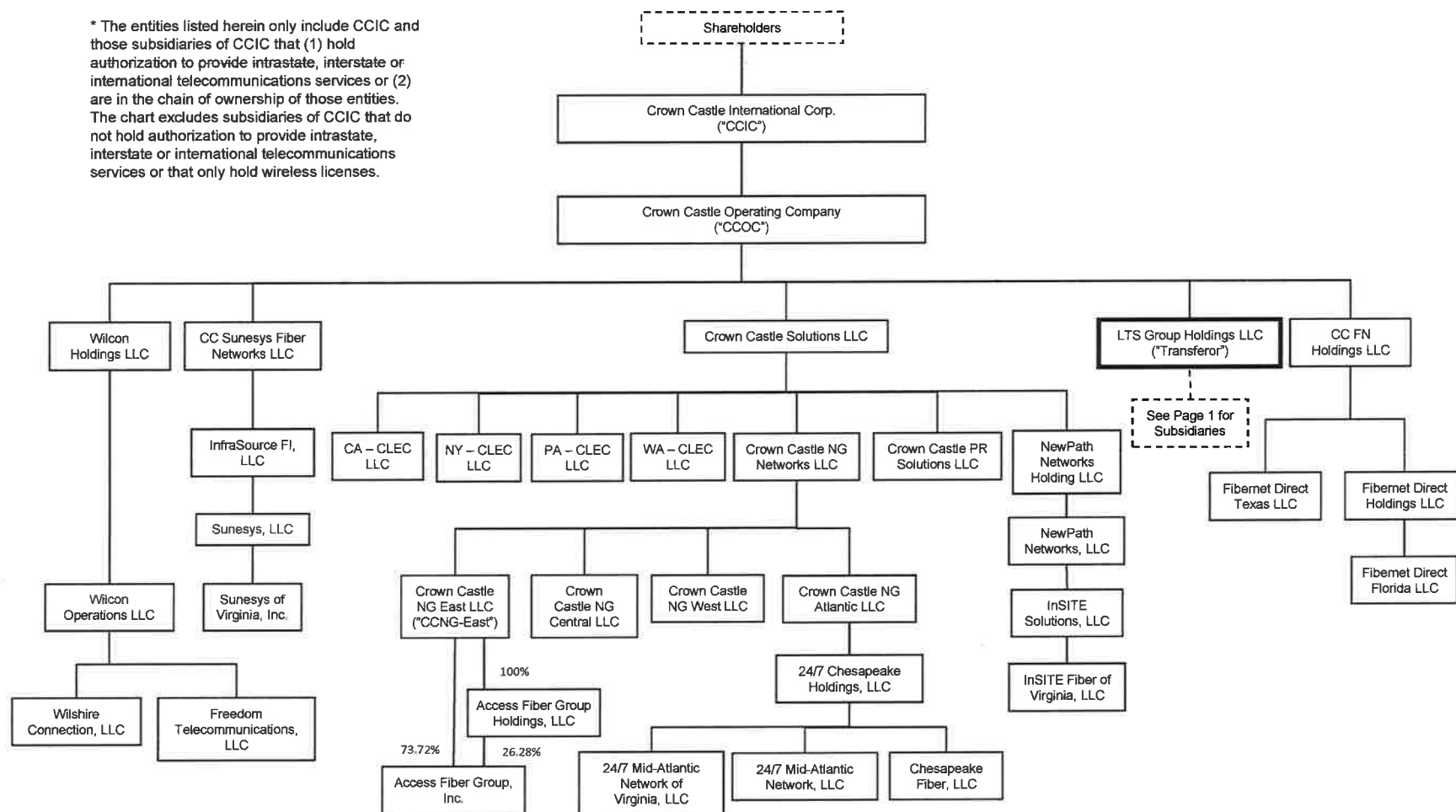
\* The entities listed herein only include Transferor and those subsidiaries of Transferor that (1) hold authorization to provide intrastate, interstate or international telecommunications services or (2) are in the chain of ownership of those entities. The chart excludes subsidiaries of Transferor that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



Unless otherwise indicated all ownership percentages are 100%.

## POST-TRANSACTION OWNERSHIP STRUCTURE OF CROWN CASTLE AND LIGHTTOWER\*

\* The entities listed herein only include CCIC and those subsidiaries of 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 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%.

**ATTACHMENT 1**

**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 FIBER TECHNOLOGIES NETWORKS, L.L.C., a New York Limited Liability Company, Registration Number 1291296, filed on January 22, 2002, 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 2nd day of August, A.D. 2017.*

*Jon Husted*

Ohio Secretary of State

Validation Number: 201721401234



## **ATTACHMENT 2**

### **List of Officers and Directors**

Each of the directors and officers of Crown Castle International Corp. listed below may be contacted at its principal office address at 1220 Augusta Drive, Suite 600, Houston, Texas 77057-2261:

#### **Board of Directors:**

Jay A. Brown  
Cindy Christy  
P. Robert Bartolo  
W. Benjamin Moreland  
Robert E. Garrison II  
J. Landis Martin, Chairman of the Board  
Edward C. Hutcheson, Jr.  
Ari Q. Fitzgerald  
Lee W. Hogan  
Anthony J. Melone  
Robert F. McKenzie

#### **Officers**

Jay A. Brown, President and Chief Executive Officer  
Kenneth J. Simon, Senior Vice President and General Counsel  
Daniel K. Schlanger, Senior Vice President and Chief Financial Officer  
James Young, Senior Vice President and Chief Operating Officer  
Michael J. Kavanagh, Senior Vice President and Chief Commercial Officer  
Laura Nichol, Senior Vice President –Business Support  
Philip M. Kelley, Senior Vice President – Corporate Development and Strategy  
W. Benjamin Moreland, Executive Vice Chairman  
Donald J. Reid, Corporate Secretary  
Thomas D. Bone, Vice President – Tax  
Mike Manczka, Vice President – Operational Finance and Accounting  
Robert S. Collins, Vice President and Corporate Controller  
Son Nguyen, Vice President – Corporate Finance and Treasurer

Fiber Technologies Networks, L.L.C. is a single member, member-managed limited liability company. The only manager of Fiber Technologies Networks, L.L.C is Fibertech Networks LLC. The managers of the ultimate parent (LTS Group Holdings, LLC) are:

#### **Directors**

Robert J. Shanahan  
John Kelly  
Frank Chiaino  
Larry Hamelsky

Randy Peeler  
Donald Shassian  
Walker Simmons

Officers


Robert J. Shanahan, Chief Executive Officer  
Jason Campbell, Chief Operations Officer  
Doug Dalissandro, Chief Revenue Officer  
Eric Sandman, Chief Financial Officer  
Philip Olivero, Chief Technical Officer  
David Mayer, General Counsel, Executive Vice President and Secretary

## VERIFICATION

COMMONWEALTH OF MASSACHUSETTS      §  
    §  
 COUNTY OF MIDDLESEX                      §

## VERIFICATION

I, David L. Mayer, state that I am General Counsel and Executive Vice President of LTS Group Holdings LLC and its subsidiaries (collectively, the “Company”); that I am authorized to make this Verification on behalf of the Company; that the foregoing filing was prepared under my direction and supervision; and that the contents with respect to the Company are true and correct to the best of my knowledge, information, and belief.

  
David L. Meyer

David L. Mayer  
General Counsel and Executive Vice President  
LTS Group Holdings LLC

Sworn and subscribed before me this 26<sup>th</sup> day of July.

day of July, 2019

CAROLINE O. MILLER  
MY COMMISSION EXPIRES  
MAR. 23, 2023


Notary Public  
COMMONWEALTH OF MASSACHUSETTS

3-23

My commission expires 3-25-25

## VERIFICATION

I, Kenneth J. Simon, state that I am the Senior Vice President and General Counsel of Crown Castle International Corp. (the “Company”); that I am authorized to make this Verification on behalf of the Company; that the foregoing filing was prepared under my direction and supervision; and that the contents with respect to the Company and its subsidiaries are true and correct to my knowledge, information, and belief.

A handwritten signature in black ink, appearing to read "Kenneth J. Simon", is written over a horizontal line.

Kenneth J. Simon  
Senior Vice President and General Counsel  
Crown Castle International Corp.

Dated: 4 August, 2017.

**This foregoing document was electronically filed with the Public Utilities**

**Commission of Ohio Docketing Information System on**

**8/7/2017 3:42:32 PM**

**in**

**Case No(s). 17-1734-TP-CIO**

Summary: Application Application for Approval of the Proposed Indirect Transfer of Control of Fiber Technologies Networks, L.L.C. to Crown Castle International Corp. electronically filed by Ms. Danielle Burt on behalf of Fiber Technologies Networks, L.L.C. and Crown Castle International Corp. and LTS Group Holdings LLC