

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 of Nextlink Wireless, Inc.)
to Change its Official Name)
)
)

TRF Docket No. 90-_____

Case No. 16 - 0116 - **TP** - ACN

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

Name of Registrant(s) Nextlink Wireless, Inc.

DBA(s) of Registrant(s) _____

Address of Registrant(s) 13865 Sunrise Valley Drive, Herndon, VA 20171

Company Web Address www.xo.com

Regulatory Contact Person(s) Kelly Faul Phone 703-547-2536 Fax 703-547-3665

Regulatory Contact Person's Email Address kelly.faul@xo.com

Contact Person for Annual Report Sharon Adams Phone 703-547-2615

Address (if different from above) _____

Consumer Contact Information Teresa Miller Phone 877-912-4829

Address (if different from above) 3rd Floor, 92201 N Central Expressway, Dallas, TX 75231

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) |
| B | The Tariff pages subject to the proposed change(s), reflecting the change, with the change(s) marked in the right margin. |
| C | A short description of the nature of the change(s), the intent of the change(s), and the customers affected. |
| D | A copy of the notice provided to customers, along with an affidavit that the notice was provided according to the applicable rule(s). |

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) _____ | | | |

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: | | | | |

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 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 checked="" type="checkbox"/> ACO 1-6-29(E) (Auto 30 days) | <input 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 days) | <input type="checkbox"/> ATA 1-7-14 (Auto 30 days) |
| 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"/> ATA 1-3-04 (Auto 30 days) | |
| | | |
| 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, XO Communications Services, Inc., and am authorized to make this statement on its behalf.

Kelly Faul

(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) 1/19/2016 at (Location) Herndon, VA

*(Signature and Title) Kelly Faul (Date) 1/19/2016

Digitally signed by Kelly Faul
DN: cn=Kelly Faul, o=XO Communications
Services, Inc., ou=Regulatory Affairs,
email=kelly.faul@xo.com, c=US
Date: 2016.01.19 13:16:20 -0500

- 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, Kelly Faul 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) Kelly Faul (Date) 1/19/2016

Digitally signed by Kelly Faul
DN: cn=Kelly Faul, o=XO Communications Services, Inc., ou=Regulatory
Affairs, email=kelly.faul@xo.com, c=US
Date: 2016.01.19 13:16:51 -0500

*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

EXHIBIT A

201431600385

| | | | | | | | |
|------------|--------------|---|--------|--------|---------|------|------|
| DATE: | DOCUMENT ID | DESCRIPTION | FILING | EXPED | PENALTY | CERT | COPY |
| 11/12/2014 | 201431600385 | REG. OF FOR. PROFIT LIM. LIAB. CO. (LFP) | 125.00 | 100.00 | .00 | .00 | .00 |

Receipt

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

NSI
145 BAKER ST.
ATTN:MARINA REEL
MARION, OH 43302

**STATE OF OHIO
CERTIFICATE**

Ohio Secretary of State, Jon Husted

2341728

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

NEXTLINK WIRELESS, LLC

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

Document(s)

REG. OF FOR. PROFIT LIM. LIAB. CO.

Document No(s):

201431600385

Effective Date: 11/10/2014



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 12th day of November, A.D. 2014.

A handwritten signature in cursive script that reads "Jon Husted".

Ohio Secretary of State



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

Central Ohio: (614) 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

COPY

CHECK ONLY ONE (1) BOX

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

Jurisdiction of Formation

Date of Formation

- (2) ☐ Registration of a Foreign Nonprofit Limited Liability Company
(108-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

RECEIVED
SECRETARY OF STATE
2014 NOV 10 AM 10:42
CLIENT SERVICE CENTER

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

CSC-Lawyers Incorporating Service (Corporation Service Company)

Name

50 West Broad Street, Suite 1800

Mailing Address

Columbus

City

Ohio

State

43215

ZIP Code

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)

Navid C. Haghighi, authorized representative

Print Name

Signature

By (if applicable)

Print Name

Signature

By (if applicable)

Print Name



Form 590 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

Consent for Use of Similar Name

(To be filed with new business formation document or amendment to
change business name where a name conflict will occur.)

Name of Entity/Individual Giving Consent

Charter/Registration/License Number of Entity giving Consent

Gives It Consent To

To Use The Name

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

Consent form must
be signed by an authorized
representative of the
consenting entity.

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)

Print Name

Signature

By (If applicable)

Print Name

EXHIBIT B

CORPORATION SERVICE COMPANY

www.cscglobal.com

CSC- Springfield

801 Adlai Stevenson Drive
Springfield, IL 62703
217-544-5900
217-492-2727 (Fax)

Matter# NOT PROVIDED

Order# 953345-2

Project Id :

Order Date 01/11/2016

Additional Reference : NOT PROVIDED

Entity Name: NEXTLINK WIRELESS, LLC

Jurisdiction: OH - Secretary of State

Request for: Certificate of Status

Result: Document Retrieved

Ordered by SIRI SLAGLE at XO COMMUNICATIONS SERVICES, INC.

Thank you for using CSC. For real-time 24 hour access to the status of any order placed with CSC, access our website at www.cscglobal.com.

If you have any questions concerning this order or CSCGlobal, please feel free to contact us.

Susan Enstrom
menstrom@cscinfo.com

The responsibility for verification of the files and determination of the information therein lies with the filing officer; we accept no liability for errors or omissions.

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 NEXTLINK WIRELESS, LLC, a Virginia For Profit Limited Liability Company, Registration Number 2341728, filed on November 10, 2014, 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 11th day of January, A.D. 2016.*

Jon Husted

Ohio Secretary of State

Validation Number: 201601102214

EXHIBIT C

SEPTEMBER 2011 SVX, SVA & PORTAL BILL MESSAGES

NEW MESSAGES

Markets: All Customers in SVX, SVA, and Portal

Message ID: Corporate Changes

Heading: Corporate Changes

Message...

"XO Communications Services, Inc.," "XO International, Inc.," "XO Interactive, Inc.," and "Nextlink Wireless, Inc.," have undergone *pro forma* changes in beneficial ownership that are not substantial. In addition, these four companies, respectively, have become "XO Communications Services, LLC," "XO International, LLC," "XO Interactive, LLC," and "Nextlink Wireless, LLC." These changes will not affect your XO services or your contract rights and obligations.

EXHIBIT D

**DESCRIPTION OF AND RATIONALE FOR THE INVOLVED TRANSACTION,
INCLUDING PUBLIC INTEREST CONSIDERATIONS**

Nextlink Wireless, Inc. (“Nextlink” or “Company”) respectfully notifies the Public Utilities Commission of Ohio (“Commission”) that the Company was converted from a Delaware corporation to a Delaware limited liability company and, as a result, its name has been changed to Nextlink Wireless, LLC. The effects of this conversion are pro forma in nature and, as a practical matter, are transparent to customers. It effects no change whatsoever to the Company’s ownership or to its operations. It does, however, result in a minor change to the Company’s name.

NEXTLINK

Nextlink is a direct, wholly-owned subsidiary of XO Holdings. In Ohio, Nextlink has been authorized as a competitive carrier to provide local exchange services.¹ Nextlink offers broadband wireless access services, managed network services, and wireless access solutions for mobile and wireline voice, data, and video applications to wireless and wireline communications carriers, businesses, and government agencies in the U.S. Nextlink is authorized to provide intrastate services in 26 states as well as the District of Columbia.

Through a number of intermediary companies, Carl C. Icahn, a U.S. citizen, holds 100% ownership of XO Holdings and Nextlink.

Nextlink is located at 13865 Sunrise Valley Drive, Herndon, Virginia 20171, (703) 547-2000.

The Transaction

For internal corporate purposes, the Company was converted from a Delaware corporation into a Delaware limited liability company. In conjunction with this conversion, the name changed to Nextlink Wireless, LLC. Under Delaware law, this conversion is treated as a continuation of the original corporate entity. The ownership interests in the entity have been converted from corporate stock to membership interests; however, the entities holding the ownership of Nextlink has not changed. XO, LLC continues to hold 100% ownership of

¹ Nextlink holds Certificate No. 90-9235 issued pursuant to Case Number 06-832-TP-CIO.

Nextlink. Carl C. Icahn continues to hold 100% ultimate ownership of Nextlink. Similarly, there has been no change whatsoever to the assets and obligations which Nextlink holds as a result of these changes. Finally, Nextlink, as a limited liability company, continues to be subject to the Commission's rules and orders exactly as it was prior to the conversion and change of operating name.

The converted entity has registered with the Ohio Secretary of State as a foreign limited liability company and thus is qualified to do business in the state

Public Interest Considerations

The conversion described above serves the public interest, as it enhances the strategic and financial flexibility of the Company. This flexibility benefits customers of the Company in Ohio and elsewhere. At the same time, the conversion and resulting name change hold no adverse consequences for consumers. But for the minor change from "Inc." to "LLC" in the Company's name, the conversion is entirely transparent to the Company's customers. There has been no change to the ownership, management or operations of the Company as a result of this change. There has been no change to the services provided to customers nor to the terms and conditions under which these services are delivered. Finally, there has been no change to the Company's overall operational and financial qualifications to provide competitive telecommunications services as a result of the conversions or changes of operating name.

EXHIBIT E

VIA ELECTRONIC FILING

January 20, 2016

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

Re: Nextlink Wireless, Inc. – Name Change
Case No. 16-0116-TP-ACN

To Whom It May Concern:

Attached please find the Telecommunications Filing Form for the name change of XO Communications Services, Inc. This form includes an Affidavit that all rules, including the customer notice requirements to provide notice to the customer have been complied with. Attached to this form are the following exhibits:

- Exhibit A: Certification from Ohio Secretary of State
- Exhibit B Certificate of Good Standing from the Secretary of State
- Exhibit C The bill message that was provided to customers as a bill message
- Exhibit D Description of and rationale for the involved transaction, including public interest considerations.
- Exhibit E Transmittal

Additionally, Nextlink does not have a tariff on file with this Commission, therefore no revised tariff title pages are included in this name change filing.

These revisions are being filed with an issued date of January 21, 2016 and effective date of February 20, 2016.

If you have any questions, please contact Dan Ostroff at 703-547-2635 or daniel.ostroff@xo.com.

Sincerely,

/s/ Daniel G. Ostroff

Daniel G. Ostroff
Senior Regulatory Analyst

Enclosures

This foregoing document was electronically filed with the Public Utilities

Commission of Ohio Docketing Information System on

1/21/2016 9:11:37 AM

in

Case No(s). 16-0116-TP-ACN

Summary: Tariff Company name change electronically filed by Mr. Dan Ostroff on behalf of XO Communications Services, Inc. and Ostroff, Daniel G Mr.