

**LAWLER, METZGER, KEENEY & LOGAN, LLC**

1717 K STREET, NW  
SUITE 1075  
WASHINGTON, D.C. 20006

JAMES C. FALVEY

PHONE (202) 777-7732  
FACSIMILE (202) 777-7763

August 10, 2020

***Via Electronic Filing***

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

**Re: Case No. 20-1367-TP-CIO: In the Matter of the Application of FiberLight, LLC  
to Complete a Pro Forma Intracorporate Restructuring**

To Whom It May Concern:

Enclosed for filing is the Application of FiberLight, LLC to Complete a Pro Forma Intracorporate Restructuring, including all exhibits and attachments.

The enclosed application is being filed electronically. Thank you for your attention to this matter and please do not hesitate to contact me by email at [jfalvey@lawlermetzger.com](mailto:jfalvey@lawlermetzger.com) or by phone at 202.777.7732 if you have any questions regarding the enclosed application.

Sincerely,

/s/ James C. Falvey

Counsel to FiberLight, LLC

Enclosures

cc: Tony Cash, EVP & General Counsel, FiberLight, LLC

*The Public Utilities Commission of Ohio*  
**TELECOMMUNICATIONS FILING FORM**  
(Effective: 04-01-2020)

Per the Commission's 5/29/2019 "Implementation Order" in Case No. 19-0173-TP-ORD

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 anyway.

In the Matter of the Application of FiberLight, LLC to	)	TRF Docket No. 90- -TP-TRF
Complete a Pro Forma Intracorporate Restructuring	)	Case No. 20-1367-TP-CIO
	)	NOTE: Unless you have reserved a Case
	)	#, leave the "Case No." field BLANK.

Name of Registrant(s) FiberLight, LLC

DBA(s) of Registrant(s) Not applicable.

Address of Registrant(s) 3000 Summit Place, Suite 200, Alpharetta, GA 30009

Company Web Address www.FiberLight.com

Regulatory Contact Person(s) Jessica Davila

Phone (678)347-9278

Fax (678)-366-

Regulatory Person's Email Address

0411

Jessica.Davila@FiberLight.com

Contact Person for Annual Report Jessica Davila

Phone (678)347-9278

Consumer Contact Information Tonya Manning  
6634

Phone (678)824-

Address (if different from above) Same as 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:**

Sections I and II are pursuant to Ohio Administrative Code (OAC) [4901:1-6](#).

Section III – Part I - Carrier to Carrier is pursuant to OAC [4901:1-7](#) and Pole Attachment to OAC [4901:1-3](#)

Section III – Part II - Wireless is pursuant to OAC [4901:1-6-24](#).

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 identified section of the Ohio Administrative Code Chapter 4901 and/or the supplemental application form noted.

(3) Information regarding the number of copies required by the PUCO may be obtained from the PUCO's website at [www.PUCO.ohio.gov](http://www.PUCO.ohio.gov) under the docketing information system section (Procedural filing requirements), by calling the Docketing Division at 614-466-4095 or by visiting the Docketing Division at the offices of the PUCO.

(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:

\*Other exhibits may be required under the applicable rule, see the 4901:106-14(E) Filing Requirements on

<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 <a href="#">1-6-14(I)(2)</a> (Auto 30 days)	<input type="checkbox"/> ATA <a href="#">1-6-14(I)</a> (Auto 30 days)	<input type="checkbox"/> ATA <a href="#">1-6-14(I)</a> (Auto 30 days)
Introduce non-recurring charge, surcharge or fee to BLES	<input type="checkbox"/> ATA <a href="#">1-6-14(I)</a> (Auto 30 days)		<input type="checkbox"/> ATA <a href="#">1-6-14(I)</a> (Auto 30 days)
Introduce or Increase Late Payment	<input type="checkbox"/> ATA <a href="#">1-6-14(I)</a> (Auto 30 days)	<input type="checkbox"/> ATA <a href="#">1-6-14(I)</a> (Auto 30 days)	<input type="checkbox"/> ATA <a href="#">1-6-14(I)</a> (Auto 30 days)
Revisions to BLES Cap	<input type="checkbox"/> ZTA <a href="#">1-6-14(E)</a> (0 day notice )		
Introduce BLES or expand local service area (calling area)	<input type="checkbox"/> ZTA <a href="#">1-6-14(E)</a> (0 day notice)	<input type="checkbox"/> ZTA <a href="#">1-6-14(E)</a> (0 day notice )	<input type="checkbox"/> ZTA <a href="#">1-6-14(E)</a> (0 day notice )
Change BLES Rates	<input type="checkbox"/> TRF <a href="#">1-6-14(E) &amp; (G)</a> (0 day notice)	<input type="checkbox"/> TRF <a href="#">1-6-14(E)</a> (0 day notice)	<input type="checkbox"/> TRF <a href="#">1-6-14(H)</a> (0 day notice)
To obtain BLES pricing flexibility	<input type="checkbox"/> BLS <a href="#">1-6-14(C)(1)(c)</a> (Auto 30 days)		
Notice of no obligation to construct facilities and provide BLES	<input type="checkbox"/> ZTA <a href="#">1-6-27(C)</a> (0 day notice)	<input type="checkbox"/> ZTA <a href="#">1-6-27(C)</a> (0 day notice)	
Change in boundary	<input type="checkbox"/> ACB <a href="#">1-6-32</a> (Auto 14 days)	<input type="checkbox"/> ACB <a href="#">1-6-32</a> (Auto 14 days)	
Expand service operation area			<input type="checkbox"/> TRF <a href="#">1-6-08(G)</a> (0 day notice)
BLES withdrawal	<input type="checkbox"/> WBL <a href="#">4927.10</a> (120 day notice)		<input type="checkbox"/> ZTA <a href="#">1-6-25(B)</a> (0 day notice)
<b>Other</b> (explain):			

the PUCO's webpage for a complete list of exhibits.

## Section I – Part II – Customer Notification Offerings Pursuant to Chapter 4901:1-6-07 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>				

## Section I – Part III – Inmate Operator Service Pursuant to Chapter 4901:1-6-22 OAC

<b>Introduce New</b>	<b>Tariff Change</b>	<b>Price Change</b>	<b>Withdraw</b>
----------------------	----------------------	---------------------	-----------------

<input type="checkbox"/> TRF (0 day notice)	<input type="checkbox"/> ATA (Auto 30 days)	<input type="checkbox"/> TRF (0 day notice)	<input type="checkbox"/> UNC (Non-Auto)
--	--	--	--

**Section II – Part I – Carrier Certification – Pursuant to Chapter 4901:1-6-08 & 10 OAC and Competitive Eligible Telecommunications Carrier Designation (CETC) – Pursuant to Chapter 4901:1-6-09 OAC**

ILEC (Out of territory)	CLEC	Telecommunications Service Provider Not Offering Local Service	CESTC	CETC
<input type="checkbox"/> ACE <a href="#">1-6-08</a> (Auto 30-day)*	<input type="checkbox"/> ACE <a href="#">1-6-08</a> (Auto 30-day)*	<input type="checkbox"/> ACE <a href="#">1-6-08</a> (Auto 30-day)*	<input type="checkbox"/> ACE 1-6-10 (Auto 30-day)	<input type="checkbox"/> UNC 1-6-09 (Non-Auto)*

\*Supplemental forms can be found on the PUCO webpage – [Telecommunications application forms](#).

**Section II – Part II – Change in Operation or Ownership**

Change in Operation or Ownership	ILEC	CLEC	Telecommunications Service Provider Not Offering Local Service
Abandon all services		<input type="checkbox"/> ABN <a href="#">1-6-26</a> (Auto 30 days)	<input type="checkbox"/> ABN <a href="#">1-6-26</a> (Auto 30 days)
Change of official name *	<input type="checkbox"/> ACN <a href="#">1-6-29(B)</a> (Auto 30 days)	<input type="checkbox"/> ACN <a href="#">1-6-29(B)</a> (Auto 30 days)	<input type="checkbox"/> CIO <a href="#">1-6-29(C)</a> (0-day notice)
Change in ownership *	<input type="checkbox"/> ACO <a href="#">1-6-29(E)(1)</a> (Auto 30 days)	<input type="checkbox"/> ACO <a href="#">1-6-29(E)(1)</a> (Auto 30 days)	<input checked="" type="checkbox"/> CIO <a href="#">1-6-29(C)</a> (0-day notice)
Merger *	<input type="checkbox"/> AMT <a href="#">1-6-29(E)(1)</a> (Auto 30 days)	<input type="checkbox"/> AMT <a href="#">1-6-29(E)(1)</a> (Auto 30 days)	<input type="checkbox"/> CIO <a href="#">1-6-29(C)</a> (0-day notice)
Transfer certificate *	<input type="checkbox"/> ATC <a href="#">1-6-29(B)</a> (Auto 30 days)	<input type="checkbox"/> ATC <a href="#">1-6-29(B)</a> (Auto 30 days)	<input type="checkbox"/> CIO <a href="#">1-6-29(C)</a> (0-day notice)
Transaction for transfer of lease of property, plant or business *	<input type="checkbox"/> ATR <a href="#">1-6-29(B)</a> (Auto 30 days)	<input type="checkbox"/> ATC <a href="#">1-6-29(B)</a> (Auto 30 days)	<input type="checkbox"/> CIO <a href="#">1-6-29(C)</a> (0-day notice)
FCC Authorized Change Ownership or Merger	<input type="checkbox"/> CIO <a href="#">1-6-29 (E)(2)</a> (0-day notice)	<input type="checkbox"/> CIO <a href="#">1-6-29 (E)(2)</a> (0-day notice)	<input type="checkbox"/> CIO <a href="#">1-6-29 (E)(2)</a> (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 PUCO webpage for a complete list of exhibits.

**Section III – Part I - Carrier to Carrier (Pursuant to 4901:1-7) & Attachments to Utility Equipment or Rights of Way (Pursuant to 4901:1-3)**

Carrier to Carrier	ILEC	CLEC
Interconnection agreement or amendment to an approved agreement	<input type="checkbox"/> NAG <a href="#">1-7-07</a> (Auto 90 days)	<input type="checkbox"/> NAG <a href="#">1-7-07</a> (Auto 90 days)
Request for arbitration	<input type="checkbox"/> ARB <a href="#">1-7-09</a> (Non-Auto)	<input type="checkbox"/> ARB <a href="#">1-7-09</a> (Non-Auto)
Introduce or change carrier to carrier tariff	<input type="checkbox"/> ATA <a href="#">1-7-14</a> (Auto 30 days)	<input type="checkbox"/> ATA <a href="#">1-7-14</a> (Auto 30 days)
Request rural carrier exemption, rural carrier suspension or modification	<input type="checkbox"/> UNC <a href="#">1-7-04 or 05</a> (Auto 30 days)	
Changes in rates, terms & conditions to power attachments, conduit occupancy and right of way. (13-579-AU-ORD 11/30/16 Entry)	<input type="checkbox"/> ATA <a href="#">1-3-04</a> (Auto 60 days)	

### Section III – Part II – Facilities-based Wireless Service Providers (Pursuant to 4901:1-6-24)

Registration and Change in Operations*	<input type="checkbox"/> RCC <a href="#">1-6-24(B)</a> (0 day notice)
Interconnection Agreement or amendment to an approved Agreement.	<input type="checkbox"/> NAG <a href="#">1-7-07</a> (0 day notice)

\*Change in Operations filing must be filed in the original RCC case designation code established during the registration process.

### Section IV. – Attestation

Registrant hereby attests to its compliance with the 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.

[Click here to enter text.](#)

(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 Ohio Adm. Code 4901:1-6-7.

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

Executed on [Click here to enter text.](#) at [Click here to enter text.](#)

---

\*Signature and Title

Date

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

**VERIFICATION**

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

---

/s/ Tony Cash, EVP & General Counsel, FiberLight, LLC

August 10, 2020

\*Signature and Title

Date

*\*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.*

---

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

***Send your completed Filing 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**

<b><u>Exhibit A</u></b>	Not Applicable
<b><u>Exhibit B</u></b>	Not Applicable
<b><u>Exhibit C</u></b>	Description of Transaction
<b><u>Exhibit D</u></b>	Not Applicable

### **LIST OF ATTACHMENTS**

<b>Attachment 1</b>	Pre- and Post-Transaction FiberLight, LLC Ownership Structure
<b>Attachment 2</b>	Certificate of Good Standing for FiberLight, LLC
<b>Attachment 3</b>	List of Officers and Directors



**Exhibit C**  
**Description of Transaction**

FiberLight, LLC ("FiberLight" or the "Company"), through its undersigned counsel, and pursuant to Ohio Administrative Code 4901:1-6-29(C)(1)(a), hereby notifies the Public Utilities Commission of Ohio ("PUCO" or "Commission") of a recent pro forma intracorporate reorganization that does not result in a change of control of FiberLight.

**I. Description of FiberLight, LLC**

FiberLight, LLC's principal place of business address is at 3000 Summit Place, Suite 200, Alpharetta, GA 30009. FiberLight constructs and operates customized fiber optic networks, offering best in breed Carrier Ethernet technology on a \$1 billion diversely constructed optical ring topology network. FiberLight provides significant economies of scale, enabling customers to consolidate leased lines and multiple services onto one private, high-speed, secure platform. Additional information about FiberLight can be found at [www.FiberLight.com](http://www.FiberLight.com). On March 5, 2019, the Commission granted FiberLight its certificate of public convenience and necessity (Certificate Number 90-6430), in Case Number 19-0264-TP-ACE. FiberLight is certificated to provide private line and special access services but the Company does not yet have any customers in Ohio.

**II. Contacts**

Inquiries or copies of any correspondence or other communications concerning this filing should be directed to:

James C. Falvey  
Lawler, Metzger, Keeney & Logan, LLC  
1717 Pennsylvania Ave., N.W.  
Suite 1075  
Washington, D.C. 20006  
Tel: 202.777.7732  
Fax: 202.777.7764  
E-mail: [jfalvey@lawlernetzger.com](mailto:jfalvey@lawlernetzger.com)

With a copy to:

Tony D. Cash, Esq.  
General Counsel  
FiberLight, LLC  
3000 Summit Place  
Suite 200  
Alpharetta, GA 30009  
Tel: 678.824.6625  
Fax: 404.506.9262  
E-mail: [tony.cash@fiberlight.com](mailto:tony.cash@fiberlight.com)

### **III. Description of Intracorporate Transaction**

By this letter and pursuant to Ohio Administrative Code 4901:1-6-29(C)(1)(a), FiberLight provides notice of a recent intracorporate transaction that closed on July 15, 2020. The principal components of the recent FiberLight intracorporate transaction consisted of the owners of FiberLight B, LLC<sup>1</sup> agreeing to contribute their respective membership interests in FiberLight B, LLC in exchange for Class A Units in Individual Investment 2 of FiberLight Holdings I, LLC (“FLHI”), and Thermo Acquisitions, Inc. agreeing to contribute its ownership interest in FiberLight, LLC to FLHI in exchange for Class A Units in Individual Investment 1. FLHI then contributed its ownership interests in FiberLight B and FiberLight to FiberLight Holdings, II, LLC (“FLHII”) in exchange for one-hundred percent (100%) of the ownership interests in FLHII. There is no change of control of FiberLight as a result of this Transaction and the owners of FiberLight remain substantially the same. The result is that two holding companies, FLHI and FLHII, are inserted into the corporate structure between FiberLight and Thermo Acquisitions, Inc. Attached hereto as Attachment 1 are pre- and post-transaction diagrams of the relevant portions of the FiberLight corporate structure.

### **IV. The FiberLight Pro Forma Restructuring is in the Public Interest**

The FiberLight pro forma corporate restructuring described herein will serve the public interest. The restructuring results in the insertion of two intermediate entities, FLHI and FLHII, in the corporate structure between FiberLight and Thermo Acquisitions, Inc. This will provide FiberLight additional flexibility and will not effect a change of control of the Company. FiberLight will continue to have the same requisite financial, managerial, and technical capacity to serve its prospective Ohio customers. FiberLight will, as a result of this pro form transaction, be in a better position to provide competitive services and to continue to attract financial capital to support its networks. The restructuring would be transparent to FiberLight’s customers, although FiberLight does not currently have any customers in Ohio. It will also have no effect on customer service, including no discontinuance, reduction, loss, or impairment of service to customers. FiberLight’s restructuring will allow it to continue to provide the same quality communications services to its customers without interruption. In addition, the Company’s rates, terms, and conditions will not change as a result of the transaction. Accordingly, FiberLight’s pro forma intracorporate restructuring will be in the public interest.

---

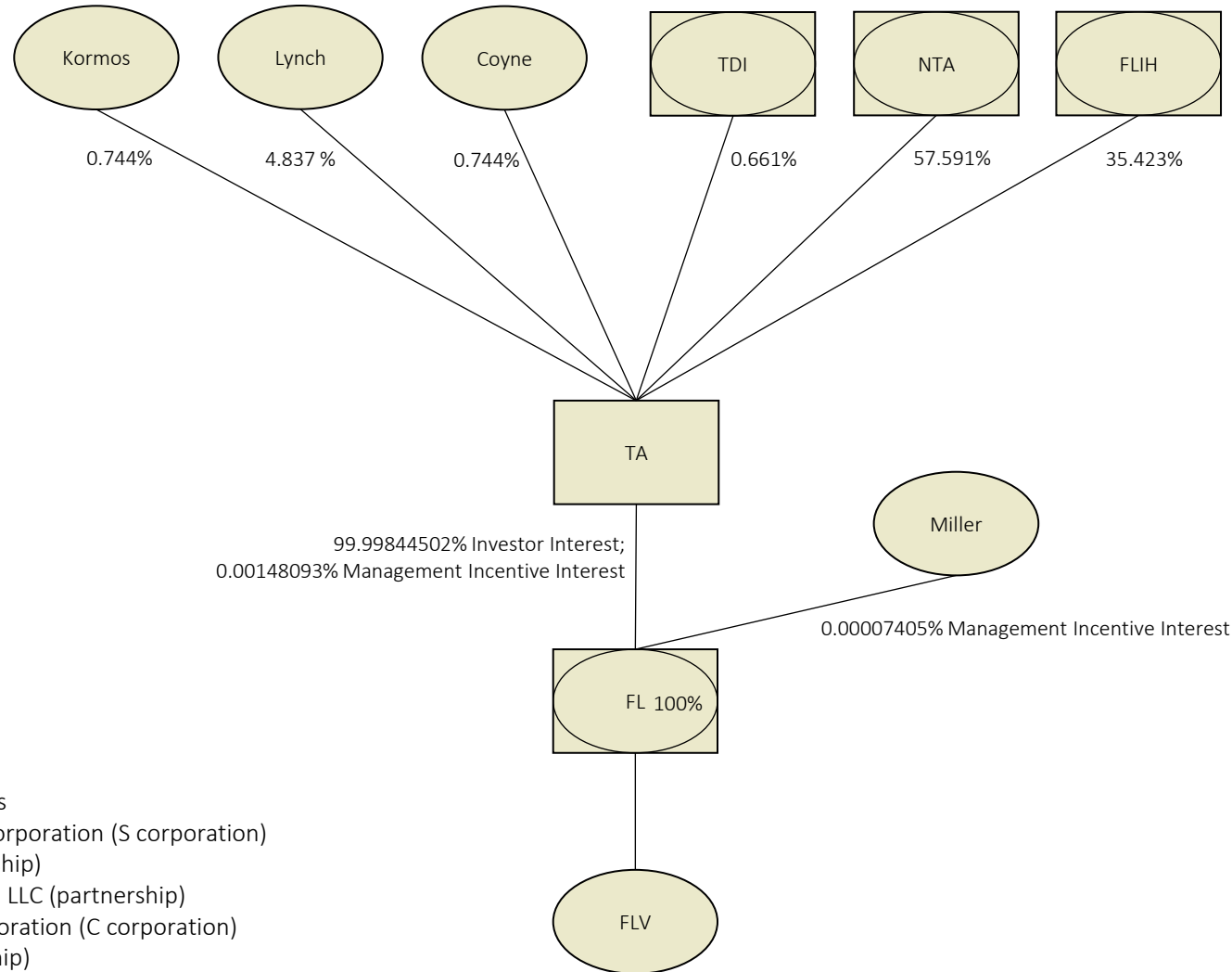
<sup>1</sup> FiberLight, B, LLC is a Delaware limited liability company and unregulated owner of telecommunications equipment and network infrastructure that is affiliated with FiberLight.

## **Attachment 1**

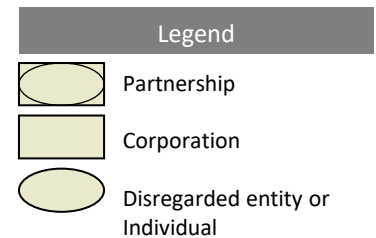
Pre- and Post-Transaction  
FiberLight, LLC Ownership Structure

# FiberLight, LLC

Before Restructuring of FiberLight, LLC as of July 2020

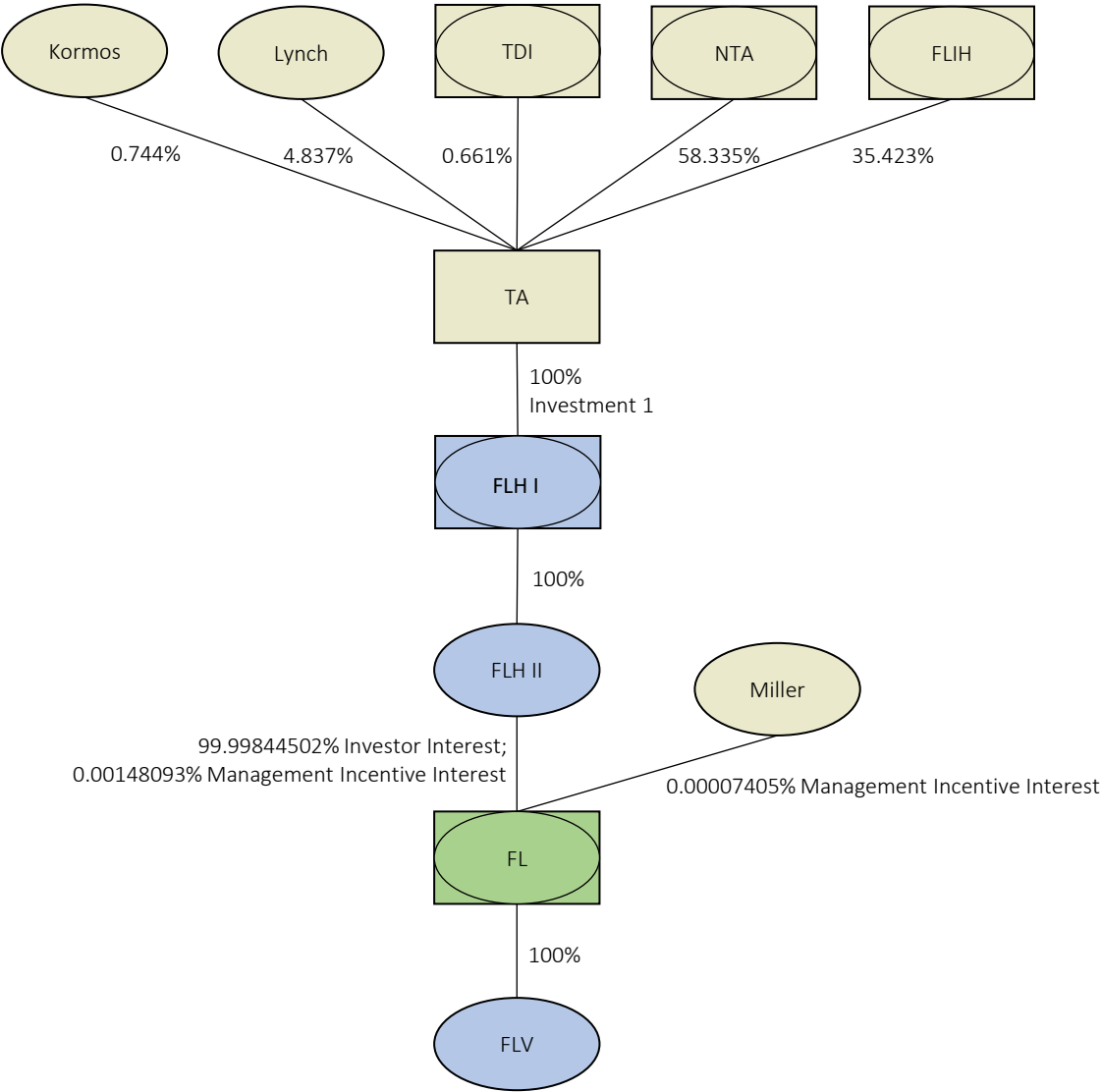


Kormos, Coyne, Lynch, and Miller – individuals  
TDI – Thermo Development Inc. – Colorado corporation (S corporation)  
NTA – NT Assets LLC – Delaware LLC (partnership)  
FLIH – FL Investment Holdings LLC – Delaware LLC (partnership)  
TA – Thermo Acquisitions Inc., Delaware corporation (C corporation)  
FL – FiberLight, LLC – Delaware LLC (partnership)  
FLV – FiberLight of Virginia, LLC – Virginia LLC (disregarded entity)




# FiberLight, LLC


After Restructuring of FiberLight, LLC as of July 2020





FLH I – FiberLight Holdings I, LLC – Colorado LLC (partnership)  
FLH II – FiberLight Holdings II, LLC – Colorado LLC (disregarded entity)  
Investment 1 – membership interests in FLH I which correspond to an underlying interest in FL


Legend


 Partnership

 Corporation

 Disregarded entity or Individual

 Borrower

 Guarantor

 Non-Loan Party

**Attachment 2**

Certificate of Good Standing  
for FiberLight, LLC

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

*I, Frank LaRose, 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 FIBERLIGHT, LLC, a Delaware For Profit Limited Liability Company, Registration Number 4202566, filed on June 15, 2018, 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 5th day of August, A.D. 2020.*

A handwritten signature in blue ink, appearing to read "Frank LaRose".

**Ohio Secretary of State**

**Validation Number: 202021802322**

**Attachment 3**  
**List of Officers and Directors**

Jim Lynch  
Chief Executive Officer and Director<sup>1</sup>

Jon Couch  
Chief Financial Officer

Ron Kormos  
Chief Strategy Officer

Marc Dyman  
Executive Vice President & Chief Revenue Officer

Tony Cash  
Executive Vice President & General Counsel

Jay Anderson  
Chief Engineer

All of the above officers can be reached at the following address:

FiberLight, LLC  
3000 Summit Place  
Suite 200  
Alpharetta, GA 30009

---

<sup>1</sup> Jim Lynch is currently the sole Director of FiberLight, LLC.



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

**Commission of Ohio Docketing Information System on**

**8/10/2020 11:44:07 AM**

**in**

**Case No(s). 20-1367-TP-CIO**

Summary: Application Application of FiberLight, LLC to Complete Pro Forma Intracorporate Restructuring electronically filed by Mr. James C Falvey on behalf of FiberLight, LLC