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VIA E-FILING

March 22, 2021

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. 21-0255-TP-ACE
Congruex Group LLC Application to Provide Telecommunications Services
(Not Offering Local) Throughout the State of Ohio

Dear Secretary McNeal:

Enclosed for filing is an Application of Congruex Group LLC ("Applicant") for a Certificate to Provide Telecommunications Services (Not Offering Local) throughout the State of Ohio. Pursuant to a Motion for Protective Order, Applicant is seeking confidential treatment for Exhibit H-2 – Financial Statements to its Application ("Confidential Exhibit").

Pursuant to the April 8, 2020 Entry in Case No. 20-591-AU-UNC waiving certain provisions of Ohio Admin. Code 4901-1-02 and Ohio Admin Code 4901-1-24 to permit the electronic filing of documents for which protective or confidential treatment is requested, Applicant is electronically filing its Confidential Exhibit in Case 20-2000-XX-XXX with a Confidential Electronical Filed Document Cover Sheet.

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 202-373-6039.

Respectfully submitted,



Andrew D. Lipman
Danielle Burt

On behalf of Congruex Group LLC

Morgan, Lewis & Bockius LLP

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Washington, DC 20004
United States

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f 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 provide 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 <u>Congruex Group LLC</u> to)	TRF Docket No. 90- -TP-TRF
<u>Provide Telecommunication Services (Not Offering Local)</u>)	Case No. 21-0255-TP-ACE
<u>Throughout the State of Ohio</u>)	NOTE: Unless you have reserved a Case #, leave
)	the "Case No." field BLANK.

Name of Registrant(s) Congruex Group LLC

DBA(s) of Registrant(s)

Address of Registrant(s) 2595 Canyon Blvd, Suite 400; Boulder, CO-80302

Company Web Address https://congruex.com/

Regulatory Contact Person(s) Bill Beans, Jr.

Phone (720)749-2313

Fax () - -

Regulatory Person's Email Address bill@congruex.com

Contact Person for Annual Report Bill Beans, Jr.

Phone (720)749-2313

Consumer Contact Information Bill Beans, Jr.

Phone (720)749-2313

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:

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 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:

Carrier Type: <input type="checkbox"/> Other (Explain below)	For Profit ILEC	Not for Profit ILEC	CLEC
Change terms & conditions of existing BLES.	<input type="checkbox"/> ATA 1-6-14(I)(2) (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)
Introduce non-recurring charge, surcharge or fee to BLES	<input type="checkbox"/> ATA 1-6-14(I) (Auto 30 days)		<input type="checkbox"/> ATA 1-6-14(I) (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(E) (0 day notice)		
Introduce BLES or expand local service area (calling area)	<input type="checkbox"/> ZTA 1-6-14(E) (0 day notice)	<input type="checkbox"/> ZTA 1-6-14(E) (0 day notice)	<input type="checkbox"/> ZTA 1-6-14(E) (0 day notice)
Change BLES Rates	<input type="checkbox"/> TRF 1-6-14(E) & (G) (0 day notice)	<input type="checkbox"/> TRF 1-6-14(E) (0 day notice)	<input type="checkbox"/> TRF 1-6-14(H) (0 day notice)
To obtain BLES pricing flexibility	<input type="checkbox"/> BLS 1-6-14(C)(1)(c) (Auto 30 days)		
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 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 notice)
BLES withdrawal	<input type="checkbox"/> WBL 4927.10 (120 day notice)		<input type="checkbox"/> ZTA 1-6-25(B) (0 day notice)
Other (explain):			

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

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 – Inmate Operator Service Pursuant to Chapter 4901:1-6-22 OAC

Introduce New	Tariff Change	Price Change	Withdraw
<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 1-6-08 (Auto 30-day)*	<input type="checkbox"/> ACE 1-6-08 (Auto 30-day)*	<input checked="" 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 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 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)(1) (Auto 30 days)	<input type="checkbox"/> ACO 1-6-29(E)(1) (Auto 30 days)	<input type="checkbox"/> CIO 1-6-29(C) (0-day notice)
Merger *	<input type="checkbox"/> AMT 1-6-29(E)(1) (Auto 30 days)	<input type="checkbox"/> AMT 1-6-29(E)(1) (Auto 30 days)	<input type="checkbox"/> CIO 1-6-29(C) (0-day notice)
Transfer 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"/> ATC 1-6-29(B) (Auto 30 days)	<input type="checkbox"/> CIO 1-6-29(C) (0-day notice)
FCC Authorized Change in Ownership or Merger	<input type="checkbox"/> CIO 1-6-29 (E)(2) (0-day notice)	<input type="checkbox"/> CIO 1-6-29 (E)(2) (0-day notice)	<input type="checkbox"/> CIO 1-6-29 (E)(2) (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 1-7-07 (Auto 90 days)	<input type="checkbox"/> NAG 1-7-07 (Auto 90 days)
Request for arbitration	<input type="checkbox"/> ARB 1-7-09 (Non-Auto)	<input type="checkbox"/> ARB 1-7-09 (Non-Auto)
Introduce or change carrier to carrier 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 (Auto 30 days)	
Changes in rates, terms & conditions to pole attachments, conduit occupancy and rights of way. (13-579-AU-ORD 11/30/16 Entry)	<input type="checkbox"/> ATA 1-3-04 (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 1-6-24(B) (0 day notice)
Interconnection Agreement or amendment to an approved Agreement.	<input type="checkbox"/> NAG 1-7-07 (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.

(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 _____ at _____

*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, William Beans, Jr., 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.



March 22, 2021

Co-Founder, Chief Executive Officer

*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

The Public Utilities Commission of Ohio
TELECOMMUNICATIONS SUPPLEMENTAL APPLICATION FORM
for CARRIER CERTIFICATION
(Effective: 01/20/2011)

(Pursuant to Case No. 10-1010-TP-ORD)

**NOTE: This SUPPLEMENTAL form must be used WITH the
TELECOMMUNICATIONS FILING FORM for ROUTINE PROCEEDINGS.**

In the Matter of the Application of Congruex Group LLC)
to Provide Telecommunication Services (Not Offering Local) throughout the State of Ohio)
Case No. 21 -0255 **-TP** -ACE)

Name of Registrant(s) Congruex Group LLC
DBA(s) of Registrant(s) _____
Address of Registrant(s) 2595 Canyon Blvd., Suite 400; Boulder, CO-80302

Motion for protective order included with filing? ☒ Yes ☐ No
Motion for waiver(s) filed affecting this case? ☐ Yes ☒ No [Note: waiver(s) tolls any automatic timeframe]

List of Required Exhibits

Tariffs: (Include all that apply)

☐ Interexchange Tariff ☐ Local Tariff ☐ CESTC Tariff
☐ Carrier-to-Carrier (Access) Tariff

Description of Services

☐ Service provisioned via Resale ☐ Service provisioned via Facilities ☐ Both Resold and Facilities-based
☒ Description of Proposed Services ☒ Statement about the provision of CTS services ☒ Description of the general geographic area served
☒ Explanation of how the proposed services in the proposed market area are in the public interest. ☒ Description of the class of customers (e.g., residence, business) that the applicant intends to serve

Business Requirements

Evidence of Registration with: ☐ Ohio Department of Taxation ☐ Ohio Secretary of State¹ & Certificate of Good Standing

Documentation attesting to the applicant's financial viability, including the following:

- ☒ An executive Summary describing the applicant's current financial condition, liquidity, and capital resources. Describe internally generated sources of cash and external funds available to support the applicant's operations that are the subject of this certification application.
- ☒ Copy of financial statements (actual and pro forma income statement and a balance sheet). Indicate if financial statements are based on a certain geographical area(s) or information in other jurisdictions
- ☒ Documentation to support the applicant's cash and funding sources.

Documentation attesting to the applicant's managerial ability and corporate structure, including the following:

- ☒ Documentation attesting to the applicant's technical and managerial expertise relative to the proposed service offering(s) and proposed service area
- ☒ List of names, addresses, and phone numbers of officers and directors, or partners.
- ☒ Documentation indicating the applicant's corporate structure and ownership
- ☒ Information regarding any similar operations in other states.

If this company has been previously certified in the State of Ohio, include that certification number _____

- ☒ Verification that the applicant will follow federal communications commission (FCC) accounting requirements, if applicable.

¹ Certification from Ohio Secretary of State (domestic or foreign corporation, authorized use of fictitious name, etc.), and Certificate of Good Standing is required.

Documentation attesting to the applicant's proposed interactions with other Carriers

- ☒ Explanation as to whether rates are derived through (check all applicable):
☐ interconnection agreement ☐ retail tariffs ☐ resale tariffs
- ☒ Explanation as to which service areas company currently has an approved interconnection or resale agreement.
- ☐ A notarized affidavit accompanied by bona fide letters requesting negotiation pursuant to Sections 251 and 252 of the Telecommunications Act of 1996 and a proposed timeline for construction, interconnection, and offering of services to end users.

Documentation attesting to the applicant's proposed interactions with Customers

- ☐ A sample copy of the customer bill and disconnection notice the applicant plans to utilize.
- ☐ Provide a copy of any customer application form required in order to establish residential service, if applicable.
- ☐ For CLECs, List of Ohio ILEC Exchanges the applicant intends to serve
(Use spreadsheet from: <https://puco.ohio.gov/wps/portal/gov/puco/utilities/telecom/resources/competitive-local-exchange-company-clec-exchange-listing-form>)

If Mirroring the entire ILEC local service areas, tariffs may incorporate by reference. If not mirroring the entire ILEC local exchange areas, the CLEC shall specifically define its local service areas in the tariff.

Affidavit

I am an authorized representative of the applicant corporation Congruex Group LLC

(Name)

and I am authorized to make this statement on its behalf. I attest that I have utilized the Telecommunications Supplemental Application Form for Carrier Certification 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.

Executed on March 22, 2021

at Boulder, Colorado



CEO

(Signature and Title)

March 22, 2021

(Date)

LIST OF EXHIBITS AND ATTACHMENTS

Exhibit A	Description of Proposed Services
Exhibit A-1	Telecommunications Retail Service Offering Form
Exhibit B	Statement About the Provision of CTS Services
Exhibit C	Description of General Geographic Area Served
Exhibit D	Public Interest Statement
Exhibit E	Description of the Class of Customers
Exhibit F	Ohio Department of Taxation Registration
Exhibit G	Registration with Ohio Secretary of State & Certificate of Good Standing
Exhibit H	Summary of Financial Condition, Liquidity and Capital Reserves
Exhibit H-1	Motion for Protective Order
Exhibit H-2	Financial Information
Exhibit I	Managerial Expertise
Exhibit J	Description of Applicant's Ownership Structure
Exhibit J-1	Ownership Structure of Applicant
Exhibit K	Similar Operations in Other States
Exhibit L	Accounting Statement
Exhibit M	Explanation of Rates
Exhibit N	Interconnection and Resale Statement
Exhibit O	Notarized Affidavit Regarding Interconnection Negotiations – NOT APPLICABLE
Exhibit P	Sample Customer Bill and Disconnection Notice

EXHIBIT A

Description of Proposed Services

Congruex Group LLC (“Applicant” or “Congruex”) proposes to build a fiber-based network in support of carrier and enterprise customers in Ohio. Congruex is a national end-to-end provider of design, engineering, construction, and maintenance services to broadband providers. Congruex’s design and build solutions allow providers to efficiently deliver data, bandwidth, and support devices for their end users. Applicant will primarily provide point-to-point telecommunications services such as Private Line and similar services to wholesale customers (e.g., other carriers and providers) and enterprise customers. Applicant will provide services primarily using its own facilities and facilities leased from other carriers, but also seeks authority to provide service via resale arrangements. Applicant provides most of its services using fiber optic cable along with other equipment and facilities to originate, terminate, and amplify signals.

Applicant plans to provide de-tariffed services that are regulated but are not required to be filed in a tariff. Applicant will not be providing retail services. However, as required by the Commission’s procedures, Applicant provides the Telecommunications Retail Service Offering Form attached as Exhibit A-1.

Applicant will follow all applicable Federal Communications Commission (FCC) rules.

EXHIBIT A-1

Telecommunications Retail Service Offering Form

Applicant does not plan to provide retail services but submits this form in order to comply with the Commission's procedures.

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 Congruex Group LLC

Company Address 2595 Canyon Blvd., Suite 400; Boulder, CO-80302

Company Web Address https://www.congruex.com/

Regulatory Contact Person Bill Beans, Jr. Phone (720) 749-2313 Fax _____

Regulatory Contact Person's Email Address bill@congruex.com

Contact Person for Annual Report Bill Beans, Jr. Phone (720) 749-2313 Fax _____

Consumer Contact Information Bill Beans, Jr. Phone (720) 749-2313 Fax _____

TRF Docket No. _____ - TP-TRF

I. Company Type (Check all applicable):

☐ Non-BLES CLEC ☐ IXC ☒ Other (explain) Telecommunications Service Provider Not Offering Local Exchange Service

II. Services offered (Check all applicable):

☐ Toll services (intrastate)

☐ Local Exchange Service (i.e., residential or business bundles)

☒ Other (explain) Private Line

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.
William Beans, Jr., Co-Founder and Chief Executive Officer

I am an officer/agent of the carrier/telephone company, Congruex Group 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.



(Signature and Title)

March 22, 2021

(Date)

EXHIBIT B

Statement about the Provision of CTS Services

As described in this Application, Applicant will provide competitive telecommunications services. Applicant does not seek to provide basic local exchange services or competitive emergency telecommunications carrier services. Applicant will not provide retail services.

EXHIBIT C

Description of General Geographic Area Served

Applicant proposes to provide competitive resold and facilities-based telecommunications services to various points throughout the State of Ohio.

EXHIBIT D

Public Interest Statement

Grant of this Application will promote the public interest by increasing competition in the provision of telecommunications services in Ohio. Applicant may deploy and expand competitive telecommunications infrastructure in the State, thereby placing downward pressure on rates and promoting efficiency in the delivery of services and in the development of new services. These benefits work to maximize the public interest by providing continuing incentives for carriers to reduce costs while simultaneously promoting the availability of potentially desirable services. Applicant will provide customers high quality, cost effective telecommunications services, with an emphasis on customer service. Further, Applicant's operations will be overseen by a well-qualified management team with substantial telecommunications experience and technical expertise.

EXHIBIT E

Description of the Class of Customers

Applicant will primarily provide services to wholesale (e.g., other carriers) and enterprise customers. Applicant will not provide services to residential customers.

EXHIBIT F

Ohio Department of Taxation Registration



REGISTRATION CONFIRMATION

PO Box 182215
Columbus, OH 43218-2215
Tax.ohio.gov

Congruex Group, LLC
2595 Canyon Blvd Ste 400
Boulder, CO 80302-6719

March 19, 2021

RE: Account Type: Seller's Use Tax
Account Number: 99129377
Effective Date: 1/1/2021
Filing Frequency: Monthly
TIN: 00

Please verify that the information listed below is complete and accurate. If there are corrections and/or additions, please note them on this form and return it by mail to PO Box 182215, Columbus, OH 43218-2215 or fax to 1-614-387-2165. You may also contact us by telephone at 1-888-405-4089 or by email through our website at tax.ohio.gov.

Legal Name	Congruex Group, LLC
FEIN/SSN	**_***5924

Filing periods are required to be filed electronically. You can file and pay your sales tax returns electronically through the Ohio Business Gateway at gateway.ohio.gov. Payments may be made directly from your bank account (electronic check) or by credit card.

The Ohio Department of Taxation must receive all returns and payments on or before the 23rd of the month following the end of the reporting period. Failure to file and pay taxes due in a timely manner may result in the loss of discount and the imposition of interest, penalties and/or additional charges. You must file a return even if you made no taxable sales for the filing period.

If you have any questions concerning your tax responsibilities or how to file your return(s), please contact us.

Taxpayer Services Division
Phone: 1-888-405-4089
Fax: 1-614-387-2165
TTY/TDD: 1-800-750-0750

Certificate of Registration
Ohio Department of Taxation
P.O. Box 182215, Columbus, OH 43218-2215

Congruex Group, LLC
2595 Canyon Blvd Ste 400
Boulder, CO 80302-6719

License Type: SELLER'S USE TAX
Account Number: 99129377
Effective Date: 1/1/2021

This is to certify that the above registrant is authorized to make retail sales subject to taxes levied pursuant to Chapter 5741 of the Ohio Revised Code.

A new registration must be obtained if the business is sold or if the form of ownership changes. An ownership change includes, but is not limited to, incorporating a business, changing from a partnership to a sole proprietor, a sole proprietorship to a partnership, or any similar entity change.

Vendor's Guide to Ohio Sales and Use Tax

What Is Sales Tax?

Sales tax is a "trust" tax that must be collected on taxable retail sales to Ohio customers by all Ohio retailers and those out-of-state retailers that are registered with Ohio. It is called a "trust" tax because the consumer has entrusted this tax to retailers with the understanding that it will be reported and paid to the state of Ohio in a timely manner.

Types of Vendors' Licenses

To apply for any of the license types listed below, please visit the Ohio Business Gateway (OBG) at gateway.ohio.gov or for a paper application, the Ohio Department of Taxation's (ODT) Web site at tax.ohio.gov.

Regular County Vendor's License – This type of license is required by vendors making sales from a fixed place of business and vendors that make sales online or by catalog. Vendors of tangible personal property and certain services must have one regular vendor's license for each sales location. The application form is ST 1. Services requiring a regular vendor's license are as follows:

- Fabrication, installation, repair and/or storage of tangible personal property.
- Hotel or similar room rentals.
- Laundry and dry cleaning (excludes coin-operated machine sales).
- Personal care services, including skin care, application of cosmetics, manicures, pedicures, hair removal, tattoos, body piercing, tanning, massage and other similar services. It does not include hair care, cutting, coloring or style. **Note:** If no fixed place of business, these services require a transient vendor's license.
- Physical fitness facility service (membership fees and sales of tangible personal property).
- Recreation and sports club service (membership fees and sales of tangible personal property).
- Towing of motor vehicles, including those wrecked, disabled, or illegally parked.
- Washing (except coin-operated), cleaning, waxing, polishing or painting of motor vehicles.
- Transportation of persons within Ohio (except by public transit systems or commercial airlines).
- Landscaping, lawn care & snow removal services
- Building maintenance & janitorial services

Note: Services are taxed at the location where the customer receives the benefit or makes first use of the service.

Transient Vendor's License – This type of license is required when making sales from a non-fixed location such as a fair, an exhibition or a trade show, when the vendor travels to the customer's location to sell taxable items. These licenses are valid throughout Ohio and allow a vendor to make sales in all 88 counties in Ohio. The application form is ST 1T.

Filing Requirements

The Universal Sales Tax return (UST1) is used for all of the above licenses and must be electronically filed and paid by the due date. The filing frequency is determined by the ODT. Your frequency is stated on the Registration Confirmation notice and you will be informed in writing of any filing frequency changes.

Monthly Filers – The UST1 must be electronically filed and paid by the 23rd day of the month following the reporting period, for all tax collected during the preceding month. If the 23rd is on a weekend or holiday, the due date is the next business day.

Semi-annual Filers – Vendors and sellers whose tax liability is less than \$1,200 per six-month period may file and pay their sales taxes semi-annually. Such returns are due by the 23rd day of the month following the close of each semi-annual period for the tax collected during the preceding six-month period.

- Jan. 1 through June 30 – return and payment are due on or before July 23rd.
- July 1 through Dec. 31 – return and payment are due on or before Jan. 23rd.

Returns must still be filed even if no sales are made or no tax is due. Failing to file a return or remit tax due will result in fines, penalties and possibly criminal charges.

Ohio Tax Alerts – Vendors may sign up to receive tax alerts via e-mail for multiple tax types, including sales and use tax. These alerts include reminders of when semi-annual and monthly universal sales tax (UST1) returns and payments are due. These reminders can assist vendors in remitting timely returns and payments. This can be a very helpful service, as the ODT does not mail returns or information to new or existing vendors. To use this service, simply sign-up from our Web site at tax.ohio.gov.

Mandatory Electronic Filing

Each person holding a vendor's license, regardless of sales volume, is required to file a UST1 return electronically. ODT offers two ways to file a sales tax return electronically.

The Ohio Business Gateway – OBG allows taxpayers to electronically file their UST1 return and accepts electronic checks and credit cards for online payment and also allows taxpayers the option to pay with a paper check. To use this option, please visit gateway.ohio.gov and click on the "Login Now" or "Create an Account" link on the OBG home page.

TeleFile – Vendors with a regular (single) county vendor's license beginning with 01-88 may electronically file their UST1 returns over the phone through Ohio's TeleFile system. TeleFile users can remit payment by electronic check or credit card. To utilize the Ohio Telefile system, a vendor must have their vendor's license number and their two-digit TIN available. This information can be found on the Registration Confirmation issued when their vendor's license was activated. To use this option please call 1-800-697-0440.

Canceling a Vendor's License

If a vendor stops making taxable retail sales, a final UST1 must be filed and all taxes must be paid within 15 days of the final sale. Vendors must complete the space provided on the final UST1 indicating the last day of business. All electronic filing options, including OBG and TeleFile, allow a vendor to cancel their vendor's license when filing their final UST1. If you are a liquor permit holder, you cannot cancel the vendor's license until action has been taken on the liquor permit.

Are Vendors' Licenses Transferable?

Any change in ownership (sole proprietor to partnership, partnership to corporation, corporation to sole proprietor, partnership to sole proprietor, etc.) that requires the issuance of a new Federal Employer Identification Number (FEIN) requires a new license. A final UST1 return must be filed and all taxes paid within 15 days of the last day of business. Any change in location of a fixed place of business for a regular county vendor's license (beginning with 01-88) not within the same county, or if there is also a liquor permit, even within the same county, requires a new license, and a final UST1 return must be filed within 15 days of the last day of business for the preceding license. A change in location of a fixed place of business for a regular county vendor's license within the same county does not require a new license. However, you are required to complete form ST3 TL – Request for Transfer of Vendor's License. A change in the mailing address does not require a new license and can be requested by completing a ST 3C and can be found on ODT's Web site at tax.ohio.gov.

Determining Sales Tax Rates

Please visit the ODT Web site (tax.ohio.gov) or call the Business Taxpayer Services line (1-888-405-4039) for information on the tax rates and rules governing Ohio's sales and use tax. Sign up for Ohio Tax Alert and receive notification of tax rate changes. Sales and use tax rates for any address in Ohio can be verified by using The Finder, an online resource available at tax.ohio.gov.

Important Notes for Sales Tax

Nonprofit organizations exempt under section 501(c)(3) of the Internal Revenue Code that make retail sales no more than six days a year are not required to have a vendor's license or collect tax on those sales. If sales occur on more than six days, the organization must obtain a license and charge and remit tax. School-related, parent-teacher, and booster groups are exempt from registering and collecting the tax.

Sales Tax Exemptions – Blanket Exemption Certificate (STEC B)

– is used to purchase items exempt from sales tax with a valid reason for exemption (resale, agriculture, manufacturing, nonprofit, etc). The exemption form can be obtained from ODT's Web site at tax.ohio.gov. Promoters, organizers or owners of trade shows, fairs, flea markets, exhibitions or similar events where transient vendors make retail sales are required to maintain for at least four years and make available to the ODT records of the vendor's names, addresses, vendor's license numbers and types of goods sold.

What Is Use Tax?

Use tax is a tax on the storage, use or other consumption of tangible personal property and certain taxable services in Ohio. These include purchases made from both Ohio and out-of-state vendors. The tax is a complement to the Ohio sales tax. In general, if you have paid Ohio sales tax on purchases of certain items or certain taxable services, then you do not owe Ohio use tax. If you have not paid Ohio sales tax, then you have a responsibility to remit Ohio use tax directly to the ODT, unless there is an exception or exemption that applies to the transaction. Please refer to the ODT's Web site (tax.ohio.gov) for more information on what is subject to use tax and the appropriate sales/use tax rate for your county. Sales and use tax rates for any address in Ohio can be verified by using The Finder, an online resource available at tax.ohio.gov.

How Do I Remit Use Tax Directly to Ohio?

The Universal Use Tax return (UUT1) is used for filing use tax. Businesses need to register for a Consumer's Use Tax account to begin remitting use tax directly to Ohio. Registration and filing are available on OBG at gateway.ohio.gov. OBG accepts electronic checks and credit cards for online payment and also allows taxpayers the option to print a payment coupon to pay with a paper check.

Important Numbers

Business Taxpayer Assistance	(888) 405-4039
Tax Fraud Hotline	(800) 757-6091
Ohio Relay for the Hearing Impaired	(800) 750-0750

EXHIBIT G

Registration with Ohio Secretary of State & Certificate of Good Standing



DATE	DOCUMENT ID	DESCRIPTION	FILING	EXPED	CERT	COPY
02/24/2021	202104900950	REGISTRATION OF FOREIGN FOR PROFIT LLC (LFP)	99.00	0.00	0.00	0.00

Receipt

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

CONGRUEX GROUP LLC
2595 CANYON BLVD
SUITE 400
BOULDER, CO 80302

STATE OF OHIO CERTIFICATE

Ohio Secretary of State, Frank LaRose
4623139

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

CONGRUEX GROUP LLC

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

Document(s)

REGISTRATION OF FOREIGN FOR PROFIT LLC

Effective Date: 02/18/2021

Document No(s):

202104900950



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
24th day of February, A.D. 2021.

Ohio Secretary of State

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 CONGRUEX GROUP LLC, a Delaware For Profit Limited Liability Company, Registration Number 4623139, filed on February 18, 2021, 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 19th day of March, A.D. 2021.*

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

Ohio Secretary of State

Validation Number: 202107802960

EXHIBIT H

Summary of Financial Condition, Liquidity and Capital Reserves

Applicant possesses the requisite financial resources to provide telecommunications services in Ohio. The most recent annual financial statements of Congruex are provided as CONFIDENTIAL Exhibit H-2. The information provided in CONFIDENTIAL Exhibit H-2 is proprietary and Applicant requests, pursuant to OAC 4901-1-24(D) of the Commission's Rules that this information be treated confidentially, as it contains sensitive information regarding Applicant's business operations which is not normally subject to inspection by the public. As shown in the financial statement, Applicant has sufficient capital resources and is financially qualified to operate within the State of Ohio.

EXHIBIT H-1

Motion for Protective Order

**BEFORE THE
PUBLIC UTILITIES COMMISSION OF OHIO**

Application of)	
)	
)	
Congruex Group LLC)	
)	Case No. 21-0255-TP-ACE
to Provide Telecommunications)	
Services (Not Offering Local))	
Throughout the State of Ohio)	
)	

MOTION FOR PROTECTIVE ORDER

Congruex Group LLC (“Congruex”), by its attorneys and pursuant to OAC 4901-1-24(D), moves for a protective order to prevent public disclosure of the confidential and proprietary financial information included as **Exhibit H-2** in the above-referenced application. In support of this Motion, Congruex states as follows:

1. Congruex is applying for authority to provide telecommunications services throughout the State of Ohio. As part of that Application, Congruex provides its financial statements as **Exhibit H-2** (the “Confidential Exhibit”).

2. Congruex is a privately held company backed by Crestview Partners, a New York –based private equity firm. It is not required to file financial information with the United States Securities and Exchange Commission and does not otherwise disclose its financial information to the public.

3. Congruex uses its best efforts to keep and maintain the confidentiality of the Confidential Exhibit. To the best of the Company’s knowledge, the Confidential Exhibit has not been disclosed or released to the public.

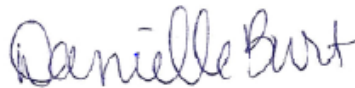
4. The Confidential Exhibit derives economic value from not being generally known to and not being readily ascertainable by proper means by other person who can obtain economic

value from their disclosure and use. Specifically, the information contained therein is extremely sensitive financial information that could be used by competitors to determine revenue and other information damaging to the Company. Disclosure of such information would be extremely detrimental and could be used by the Company's competitors to materially affect the Company's ability to compete effectively.

5. Due to the sensitive nature of the Confidential Exhibit, it is appropriate for the Commission to limit access to it. The Confidential Exhibit should solely be used by the Commission in exercising its governmental functions in considering Congruex's Application. There is no legitimate purpose or public interest to be served in disclosing the Confidential Exhibit to the Company's current or future competitors or to any person other than the appropriate staff of the Commission.

WHEREFORE, Congruex respectfully requests that the Commission grant a Protective Order allowing **Exhibit H-2** of the Application to be treated as confidential.

Respectfully submitted,



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Counsel for Congruex Group LLC

Dated: March 22, 2021

EXHIBIT H-2

Financial Information of Congruex Group LLC

[CONFIDENTIAL - FILED UNDER SEAL]

EXHIBIT I

Managerial Expertise

Applicant has the technical and financial ability to provide the proposed services. Applicant will be managed and operated by capable, experienced executives and employees who possess extensive managerial, financial, and technical experience in the telecommunications industry. These individuals have both highly effective management skills and considerable telecommunications expertise. The biographies of these key executives are submitted as evidence that Applicant possesses the managerial and technical capability necessary to provide high quality services to customers in Ohio. Biographies of the key personnel that will be managing Applicant, are as follows:

Bill Beans, Jr. – Co-Founder, Chief Executive Officer

Mr. Beans is President, CEO, and co-founder of Congruex. Previously, he was the founder, Chairman, and CEO of Open Range Communications, and has served as President of TeleTech Holdings and Director, President, and COO of ICG Communications. Mr. Beans was also Senior Vice President with AT&T Local Services, and he began his career in the construction business working for Peter Kiewit Sons. Mr. Beans holds his Bachelor of Science degree in Construction Engineering from the University of Nebraska - Lincoln.

Kevin O'Hara – Co-Founder, Executive Chairman

Mr. O'Hara is Co-Founder and Executive Chairman for Congruex. Previously, he served as President and CEO of Integra Telecom, and he was a co-founder of Level 3 Communications, where he served as its President and Chief Operating Officer. Mr. O'Hara was also President and CEO of MFS Global Network Services, and he started his career in the construction business working for Peter Kiewit Sons. Mr. O'Hara holds his Bachelor of Science degree in Electrical Engineering from Drexel, and holds his MBA from the University of Chicago Booth School of Business.

Rob Reynolds – Chief Information Officer

Mr. Reynolds is the Chief Information Officer supporting all Congruex Business Units. He is accountable for all global technology platforms, business architecture, and related processes. Prior to Congruex, Mr. Reynolds was the Vice President of Next Generation Systems, Technology Strategy & New Business/Partner Acceleration for Comcast. Additionally Mr. Reynolds brings deep industry experience from AT&T Broadband and TCI Communications. Mr. Reynolds holds his Bachelor of Business Administration degree in Computer Information Systems and

Quantitative Methods from Fort Hays State University, and holds his Masters in Computer Information Systems from the University of Denver.

Andy Carlson – Chief Financial Officer

Mr. Carlson is Chief Financial Officer for Congruex. He has also served as CFO at zColo for the Zayo Group, where he led FP&A, accounting, mergers & acquisition and real estate. Mr. Carlson also worked on Corporate Development at Zayo, focusing on mergers & acquisitions and capital markets transactions. Previously, Mr. Carlson held roles in the private equity and hedge fund industries. He holds his Bachelor of Arts degree in Business Administration from the University of Puget Sound.

Caroline Schuster – Chief People Officer

Ms. Schuster is Chief People Officer for Congruex. She is responsible for leading and implementing the enterprise Human Capital Strategy to enable our Employees and Company to develop, grow and scale. After beginning her career at Accenture, she worked for Level 3 Communications, Time Warner Cable, Wells Fargo, and MetLife in various Human Capital roles. Caroline holds her Bachelor of Arts degree in Business Administration from the Cox School of Business at Southern Methodist University, and she holds her MBA from the Daniels School of Business at the University of Denver.

Lorrie Pope – General Manager, Congruex Engineering

Ms. Pope is the General Manager for Congruex Engineering. Previously, Ms. Pope co-founded CHC Consulting, providing mission critical engineering services to the telecommunications industry. She has trained engineers from the ground-up for Fiber to the Business, Fiber to the Cell Site, Lightspeed, Lightgig, One Fiber and Fiber to the Prem projects. Prior to CHC, Lorrie was an OSP Engineer at AT&T responsible for the management and design of telco facilities for residential customers.

Todd D. Briner, P.E. – General Manager, Congruex Specialty Services

Mr. Briner is General Manager of Congruex Specialty Services, comprised of Terra Technologies and CCLD subsidiaries. Previously, he was a Principal for Terra, and has served as both Vice President and Director of Operations for national engineering companies. Mr. Briner holds his Bachelor of Science degree in Civil Engineering from the University of Wisconsin – Madison.

EXHIBIT J

Description of Applicant's Ownership Structure

Congruex was formed in late 2017 by industry executives, Bill Beans and Kevin O'Hara, in partnership with Crestview Partners ("Crestview"). Crestview is a private equity firm focused on the middle market that manages funds with over nine billion dollars of aggregate capital commitments. Crestview is located at 590 Madison Avenue, 42nd Floor; New York, NY-10022. A chart depicting Applicant's ownership is attached as Exhibit J-1.

EXHIBIT J-1

Ownership Structure of Applicant Chart

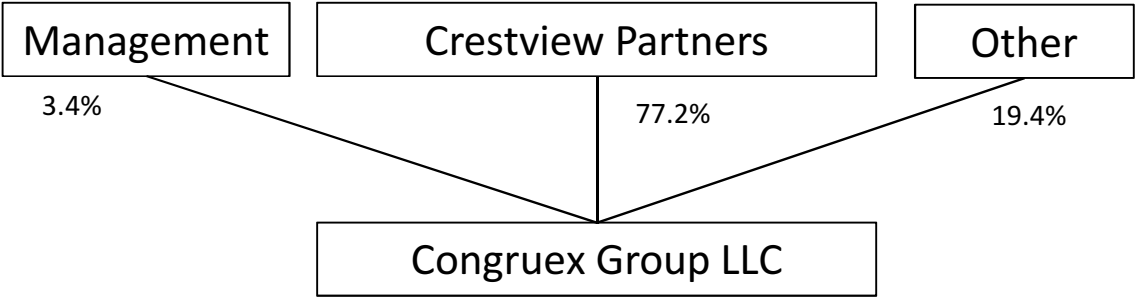


EXHIBIT K

Similar Operations in Other States

Applicant does not hold authorization to provide telecommunications services in any other state.

EXHIBIT L

Accounting Statement

Applicant maintains its books in accordance with Generally Accepted Accounting Principles (“GAAP”). As a competitive provider, Applicant is not subject to Federal Communications Commission accounting requirements.

EXHIBIT M

Explanation of Rates

Applicant's rates will be developed based on market conditions through individually negotiated contracts with its customers. The rates are based on each customer's needs and Applicant's costs to provide each customer's services. Applicant's services typically do not require Applicant to purchase services or network elements through interconnection agreements, retail tariffs or resale tariffs.

EXHIBIT N

Interconnection and Resale Statement

Applicant does not intend to provide services that require an interconnection agreement at this time. Accordingly, Applicant has not entered into negotiations for an interconnection agreement. A notarized affidavit regarding interconnection negotiations is, therefore, unnecessary.

Applicant does not currently have an approved resale agreement.

EXHIBIT O

Notarized Affidavit Regarding Interconnection Negotiations

NOT APPLICABLE

Applicant does not intend to provide services that require an interconnection agreement at this time. Accordingly, Applicant has not entered into negotiations for an interconnection agreement. A notarized affidavit regarding interconnection negotiations is, therefore, unnecessary.

EXHIBIT P

Sample Customer Bill and Disconnection Notice

Applicant has not developed a sample customer bill or a sample disconnection notice.

Applicants' customer billing will likely be done on an individual case basis.

This foregoing document was electronically filed with the Public Utilities

Commission of Ohio Docketing Information System on

3/22/2021 12:18:11 PM

in

Case No(s). 21-0255-TP-ACE

Summary: Application Congruex Group LLC Application to Provide Telecommunications Services (Not Offering Local) Throughout the State of Ohio electronically filed by Ms. Danielle Burt on behalf of Congruex Group LLC