# **Morgan Lewis**

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March 24, 2022

#### VIA E-FILING

Braulio L. Baez, Executive Director Florida Public Service Commission Office of the Commission Clerk 2540 Schumard Oak Boulevard Tallahassee, FL 32399-0850

## Re: Notification Regarding the Transfer of Assets from ExteNet Systems, LLC to ExteNet Asset Entity, LLC

Dear Mr. Baez:

By this letter, ExteNet Asset Entity, LLC ("EAE"), and ExteNet Systems, LLC ("ESL") (together, the "Parties"), notify the Florida Public Service Commission ("Commission") that effective January 1, 2022, EAE acquired certain assets including customer contracts and related telecommunications network infrastructure assets of its indirect parent, ESL (the "Transaction"). Commission approval or prior notice was not required to complete the transaction described herein. Accordingly, the Parties submit this letter for informational purposes.

#### **Description of the Parties**

EAE is a Delaware limited liability company and direct, wholly owned subsidiary of ExteNet Issuer, LLC, which in turn is wholly owned by ExteNet Guarantor, LLC, which in turn is wholly owned by ESL. ESL is a privately held Delaware corporation and a direct, wholly owned subsidiary of Odyssey Acquisition, LLC ("Odyssey"), a Delaware limited liability company. Odyssey is an indirect, wholly owned subsidiary of Mount Royal Holdings, LLC ("Parent"), a Delaware limited liability company. Parent has executive offices located at 750 Park of Commerce Drive, Suite 200, Boca Raton, Florida 33487. Parent has no majority owner, but rather is owned by multiple private equity firms, an insurance company, and certain individuals in management of ESL.

Founded in 2002, ESL and its subsidiaries (collectively, "ExteNet") design, build, own and operate distributed networks for use by national and regional wireless service providers ("WSPs") in key strategic markets in North America. Using fiber-fed distributed antenna systems ("DAS"), small cells, Wi-Fi and other technologies, ExteNet deploys distributed networks to enhance coverage and capacity and enable superior wireless service in both outdoor and indoor environments. Primary

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markets addressed by ExteNet include outdoor distributed networks in a variety of densely occupied or heavily traveled settings, and venues used for sports and entertainment events, the hospitality industry, commercial buildings, and healthcare facilities. ExteNet also provides private lines or IPbased transport services to other carrier customers.

Collectively, ExteNet holds authorizations to provide intrastate telecommunications services in the District of Columbia and every state except Alaska, Iowa, Maine, Montana, North Dakota, Vermont, and Wyoming. In Florida, EAE is authorized to provide competitive telecommunications service pursuant to Certificate No. 8930 granted in Docket No. 20190046-TX; and ESL is holds authority to provide competitive telecommunications services pursuant to a Certificate granted in Docket No. 060163-TX.<sup>1</sup> ESL and EAE also hold authorization from the FCC to provide domestic (interstate) telecommunications services.

#### **Designated Contacts**

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

With a copy to:

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#### **Description of the Transaction**

The Transaction was part of a plan to expand the ExteNet family of authorized operating companies to better align their businesses with current and future customer focus and growth and to obtain additional debt financing. As a result of the Transaction, certain contracts and related network assets were assigned from ESL to EAE, including customer accounts and contracts, antennas, fiber, and other telecommunications equipment. Following this intra-corporate Transaction, EAE primarily provides service and networks targeted to WSPs and ESL continues to develop, sell, and construct new distributed networks, along with providing "lit" fiber services to commercial users and new services. A diagram demonstrating the Transaction is appended hereto as <u>Exhibit A</u>.

To assure seamless and uninterrupted service, all customers assigned to EAE continue to receive service under the same rates, terms and conditions of services as governed by their existing contracts with ESL. EAE offers point-to-point telecommunications services to WSPs, other telecommunications

<sup>&</sup>lt;sup>1</sup> This authority originally was issued in the name of ClearLinx Network Corporation, which subsequently changed its name to ExteNet Systems, Inc. *See* Docket No. 060812-TX. ExteNet Systems, Inc. changed its name to "ExteNet Systems, LLC" as acknowledged by the Commission on February 17, 2022 in Docket No. 20220025-TX.

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carriers and communications providers. Future changes in the rates, terms and conditions of service to the affected customers will be undertaken pursuant to customer contracts and any applicable federal and state notice and tariff requirements.

The Transaction will not cause confusion or disruption to customers because EAE markets and performs its services under the "ExteNet" brand with which customers are familiar, provides existing customers with the same rates and terms of service, and operates through the same customer service, technical, operational and managerial personnel, who remain employed by ESL.

\* \* \* \*

Please acknowledge receipt and acceptance of this filing. Should you have any questions regarding this filing, please do not hesitate to contact the undersigned.

Respectfully submitted,

/s/ Stephany Fan

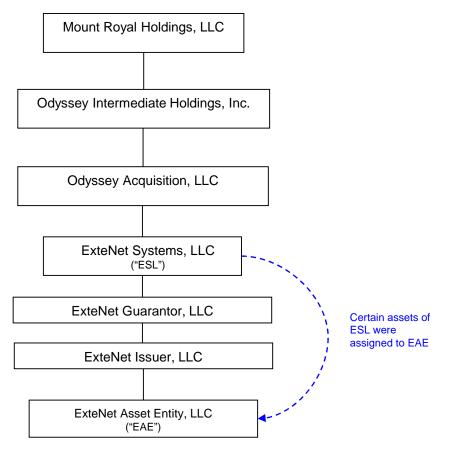
Ronald W. Del Sesto Stephany Fan

Counsel for the Parties

#### EXHIBIT A

Depiction of the Transaction

### **Depiction of Transaction\***



All ownership percentages depicted are 100%.

\* The entities listed herein include only those entities that (1) are parties to the Transaction or (2) are in the chain of ownership of those entities. The chart excludes all other subsidiaries of ESL.