

BEFORE THE TENNESSEE REGULATORY AUTHORITY

In the Matter of the Application of eNetworks, LLC.	)	Docket No. <u>16-00054</u>
For a Certificate to Provide Competing	)	
Local Telecommunications Services	)	
_____	)	

**APPLICATION OF eNetworks, LLC. FOR CERTIFICATE TO PROVIDE  
COMPETING LOCAL TELECOMMUNICATIONS SERVICES**



By and through Regulatory Counsel  
for eNetworks, LLC.:  
**Edward A. Maldonado, Esq.**

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**APPLICATION OF eNETWORKS, LLC. FOR CERTIFICATE TO PROVIDE  
COMPETING LOCAL TELECOMMUNICATIONS SERVICES**

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### **APPLICATION OF eNETWORKS, LLC. FOR CERTIFICATE TO PROVIDE COMPETING LOCAL TELECOMMUNICATIONS SERVICES**

Pursuant to applicable Tennessee Statutes and the Rules and Regulations of the Tennessee Regulatory Authority and Section 253 of the Federal Telecommunications Act of 1996 (“Act”), eNetworks, LLC. (“eNetworks” or “Applicant”) respectfully requests that the Tennessee Regulatory Authority (“TRA”) grant to eNetworks authority to provide competing local telecommunications services, including exchange access telecommunications services, within the State of Tennessee. eNetworks is willing and able to comply with all applicable rules and regulations in Tennessee pertaining to the provision of competing local telecommunications services. TCA 65-4-201

#### **PART I.           Administrative Requirements**

In support of its Application, eNetworks submits the following:

1.   The full name and address of the Applicant is:  
      **eNetworks, LLC.**  
      c/o Ms. Gina Lawrence, CFO  
      11020 David Taylor Drive, Suite 103  
      Charlotte, NC 28262  
      Tel: 704-658-3787  
      Email: [gina.lawrence@essentia-inc.com](mailto:gina.lawrence@essentia-inc.com)

2. Questions regarding this application should be directed to:

Edward A. Maldonado, Regulatory Counsel  
Maldonado Law / The Law Offices of Edward A. Maldonado, P.A.  
2850 Douglas Road, Suite 303, Coral Gables, FL 33134  
Tel: 305-477-7580 Fax: 305-477-7504  
E-mail: [eam@maldonado-group.com](mailto:eam@maldonado-group.com)

3. Organizational chart: See Exhibit 1 of this Application.
4. The name, number and electronic mailing addresses (if available) of the person(s) designated as a contact for the Commission Staff for resolving complaints, inquiries and matters concerning rates and price lists or tariffs.

For Administrative and Reporting

Ms. Gina Lawrence, CFO  
11020 David Taylor Drive, Suite 103  
Charlotte, NC 28262  
Tel: 704-658-3787  
Email: [gina.lawrence@essentia-inc.com](mailto:gina.lawrence@essentia-inc.com)

For All Other Matters, Including Legal and Complaints

Ms. Gina Lawrence, CFO  
Tel: 704-658-3787  
Email: [gina.lawrence@essentia-inc.com](mailto:gina.lawrence@essentia-inc.com)

5. The name, number and electronic mailing addresses (if available) of the person(s) designated as a contact for the Commission Staff for resolving complaints, inquiries and matters concerning applicable rates and price lists or tariffs.

Ms. Gina Lawrence, CFO  
11020 David Taylor Drive, Suite 103  
Charlotte, NC 28262  
Tel: 704-658-3787  
Email: [gina.lawrence@essentia-inc.com](mailto:gina.lawrence@essentia-inc.com)

6. Corporate information.

Applicant was formed as a Delaware corporation on March 28, 2016. A copy of Applicant's Articles of Incorporation is attached as **Exhibit 2** of this Application.

7. The names and addresses of the officers and directors of Applicant.

Officer Name	Title
<b>Mr. Mark Austin Frazier</b>	President
<b>Michael Gary Buss</b>	Vice President
<b>Ms. Gina Lawrence</b>	CFO
<b>Mr. Jarrod Tyson Hayes</b>	CEO
<b>Mr. Baxter McLindon Hayes III</b>	CEO

All officers and directors may be contacted at Applicant's address. Personal addresses are available upon request by the TRA.

8. Description of Business Plan.

Service to be Offered eNetworks will operate in Tennessee as a wholesale provider offering non-switched dedicated Point-To-Point Private Circuit Transport Service to wireless and other carriers via owned and leased fiber optic cabling between Nodes and data centers in their network within the State of Tennessee.

**PART II. Managerial Requirements**

The names and qualifications of the Officers of the Company are set forth in **Exhibit 3** of this Application. The senior management team has extensive management and telecommunications experience. Therefore the Company is well-qualified to provide facilities-based services in the State of Tennessee.

### **PART III. Technical Requirements**

#### **1. eNetworks Facilities.**

eNetworks will provide non-switched dedicated Point-To-Point Private Circuit Transport Service on a wholesale basis to other carriers via fiber optic cabling between Nodes and data centers that form its network. This service is offered primarily to Wireless Services Providers (“WSPs”) so that they can improve their coverage area in Tennessee and increase their capacity to provide services in certain geographic areas. eNetworks will provide its Point-to-Point Transport Services on fiber optic cable through a combination of its own deployed fiber optic network and facilities, and, facilities leased from a variety of other suppliers, primarily data centers.

#### **2. Description of Network.**

eNetworks’ networks begin at the eNetworks Base Station/Node with WSPs being responsible for providing or obtaining necessary circuits and equipment to connect their networks to the eNetworks Node and thereafter furnish their respective services. The eNetworks Node will connect with the Wireless Carriers’ circuit originating and terminating equipment, known as a Base Transceiver Station, to convert the Wireless Carriers’ Radio Frequency signals into optical signals, and place those signals onto fiber optic facilities of eNetworks to transport those signals to one or more remote locations of the WSP, or to another connected Node of eNetworks at a corresponding data center. The network is bi-directional and shall be demise leased to WSPs on a dedicated basis by long term lease with eNetworks. eNetworks shall maintain the fiber and Node connections, and the WSP shall maintain all other aspects of the service including its own switched voice services, wireless or dial tone services. eNetworks does not intend to furnish any switched voice services or dial tone, and will not provide such service to the Wireless Service Provider or any end user customer in the State of Tennessee. eNetworks will provide service only to other carriers on a wholesale basis, and more particularly on a demised leased monthly capacity over an extended term of time (e.g. five to ten years). eNetworks’ services are subject to availability of equipment and technical/economic feasibility of constructing or leasing necessary facilities. eNetworks installs its equipment

on or in existing infrastructure in the state of Tennessee such as existing data centers and conduit wherever possible, but will place its own fiber infrastructure if there are no feasible options using existing infrastructure.

3. eNetworks will Meet TRA Standards

eNetworks' services will satisfy the minimum standards established by the TRA. The Company will file and maintain tariffs in the manner prescribed by the TRA and will meet minimum basic local standards, including quality of service and billing standards required of all LECs regulated by the TRA. Applicant will not require customers to purchase CPE, which cannot be used with the Incumbent Local Exchange Carrier's systems. eNetworks is technically qualified to provide competing telecommunications services in Tennessee.

4. Proposed Service Area:

The Applicant is requesting the ability to offer exchange wholesale competing telecommunications services to other providers on a statewide basis in locations where wholesale carrier customer demand arises.

5. Repair and Maintenance

eNetworks understands the importance of effective customer service and it had in place processes, including a toll-free customer service **1-844-222-2344** to resolve customer inquiries and complaints expeditiously. In addition, customers may contact the company in writing at the headquarters address, as well as via email at the addresses listed at:

**eNetworks, LLC.**  
c/o Ms. Gina Lawrence, CFO  
11020 David Taylor Drive, Suite 103  
Charlotte, NC 28262  
Tel: 704-658-3787 and **1-844-222-2344**  
Email: [gina.lawrence@essentia-inc.com](mailto:gina.lawrence@essentia-inc.com)

#### **PART IV. Financial Requirements**

eNetworks is financially qualified to operate as a provider of facilities-based intrastate local and interexchange telecommunications services in Tennessee. eNetworks' financial statements (including balance sheet, statement of operation and statement of cash flows) are provided under seal as Confidential **Exhibit 4** of this Application. eNetworks financials are further supported by the support and financial backing of its sister company, held under common ownership, Essentia, Inc. In support of this commitment by Essentia, Inc. to eNetworks, the financials of Essentia, Inc are also provided under Confidential **Exhibit 4** of this Application. This information demonstrates that eNetworks has sufficient financial resources available to fund its operations fully, and eNetworks is committed to doing so. eNetworks is a privately-held company and therefore its financial information is not publicly available. eNetworks takes all reasonable steps to protect the privacy of its financial information. In situations where eNetworks must provide its financial information to other public utilities commissions or governmental entities, it does so under seal and requests confidential treatment. Therefore, eNetworks submits its Financial Statements under seal as **Exhibit 4** of this Application. Applicant's equipment and/or facilities in Tennessee will not be in excess of \$5,000,000 USD therefore Applicant's (Corporate Surety Bond in the amount of \$20,000 USD) is provided as Exhibit 8 of this Application.

#### **PART V. Small & Minority-Owned Telecommunications Business Participation Plan:**

See Exhibit 5 of this Application.

#### **PART VI. Service of Application**

Applicant certifies that it has served notice of its application on the eighteen (18) incumbent local exchange telephone companies in Tennessee with a statement regarding eNetworks' intention of operating statewide geographically as customer demand arises. A certificate of service is attached as **Exhibit 6** of this Application.



## **PART VII. Toll Dialing Parity Plan**

Applicant provides exclusively wholesale point to point fiber optic transport services to wireless And other carriers and will not serve any type of end user. eNetworks therefore respectfully requests a waiver from the requirement to submit a toll dialing parity plan.

## **PART VIII. Numbering Issues**

1. Applicant's expected demand for NXXs per NPA within a year of approval of its Application is answered below:

Applicant provides only wholesale point to point fiber optic transport services to wireless carriers and will not serve any type of end user, or obtain or assign telephone numbers. eNetworks therefore has no expected demand for NXXs in any NPA in Tennessee.

2. How many NXXs do you estimate that you will request from NANPA when you establish your service footprint?

Not applicable. See Applicant response to PART VIII. (1.).

3. When and in what NPA do you expect to establish your service footprint?

Nashville 615 immediately, Chattanooga 423 and Knoxville 865 within approximately six (6) months of certification.

Not applicable. See Applicant response to PART VIII. (1.).

4. Will the company sequentially assign telephone numbers within NXXs?

Not applicable. See Applicant response to PART VIII. (1.).

5. What measures does the company intend to take to conserve Tennessee numbering resources?

Not applicable. See Applicant response to PART VIII. (1.).

6. When ordering new NXXs for growth, what percentage fill of an existing NXX does the company use to determine when a request for a new NXX will be initiated?

Not applicable. See Applicant response to PART VIII. (1.).

## **PART IX. Operational Issues**

1. How does the company intend to comply with TCA §65-21-114? In its description, please explain technically how the company will not bill for countywide calls within Tennessee?

Applicant provides only wholesale point to point fiber optic transport services to wireless carriers and will not serve any type of end user. Therefore, no end user can originate calls directly on Applicant's network and consequently Applicant will not bill for any end user calls, including county-wide calls within Tennessee.

2. Is the company aware of the Tennessee County Wide Calling database maintained by AT&T and the procedures to enter your telephone numbers on the database?

Generally Yes. However, Applicant will not provide telephone numbers to any end users. therefore it will not enter any telephone numbers into the Tennessee County-Wide Calling database.

3. Is your company aware of the local calling areas provided by the Incumbent Local Exchange Carriers in your proposed service areas?

Yes.

4. Explain the procedures that will be implemented to assure that your customers will not be billed long distance charges for calls within the metro calling areas.

See Response to the question in PART XI.(1) in connection with this Response: Applicant provides only wholesale services to other carriers and will not serve end users of any type. Therefore, no end user can originate calls directly on Applicant's network and consequently Applicant will not bill for any end user calls, including county-wide calls within Tennessee.

5. Please provide the name and telephone number of an employee of your company that will be responsible to work with the TRA on resolving customer complaints.

All customer complaints should be directed to:

**eNetworks, LLC.**  
c/o Ms. Gina Lawrence, CFO  
11020 David Taylor Drive, Suite 103  
Charlotte, NC 28262  
Tel: 704-658-3787  
Email: [gina.lawrence@essentia-inc.com](mailto:gina.lawrence@essentia-inc.com)

6. Does the company intend to telemarket its services in Tennessee? If yes, is the company aware of the telemarketing statutes and regulations found in TCA §65-4-401 *et seq.* And Chapter 1220-4-11?

No. eNetworks will not use telemarketing in Tennessee. eNetworks markets its services directly to its carrier customer at the wholesale level.

## **PART X.      Public Interest**

Granting eNetworks' Application will further the goals of the Tennessee Legislature and further the public interest by expanding the availability of competitive telecommunications services in the State of Tennessee. In addition, intrastate offering of these services is in the public interest because the services will provide Tennessee customers increased efficiencies and cost savings. Authorizing eNetworks to provide local exchange telecommunications services will enhance materially the telecommunications infrastructure in the State of Tennessee and will facilitate economic development. This will benefit the public directly, through the use of the competitive services to be offered by eNetworks and indirectly, due to eNetworks' presence in Tennessee that will incentivize other telecommunications providers to operate more efficiently, offer more innovative services, reduce their prices, and improve their quality of service. The grant of this Application only further enhances the service options available to Tennessee citizens.

eNetworks' services will also enable Wireless Services Providers to improve coverage in areas that are unserved or underserved due to challenging terrain, topology or other logistical reasons. eNetworks' facilities and services will allow Wireless Services Providers to provide better quality cellular signals more consistently and with clear wireless coverage. This will ultimately benefit Tennessee wireless customers, and will help address concerns expressed by wireless services customers over deficient cellular coverage in some geographical areas. All of this adds to the capacity of wireless providers and carriers to meet localized needs of wireless telephony, data usage and high-speed data applications and to enhance public safety by providing increased access to 911 and E911 services.

## **PART XI. Miscellaneous Issues**

- A. Sworn pre-filed testimony is attached to **Exhibit 7** of this Application.
- B. Tariffs, if any applicable, will be filed after this Application is granted.
- C. Applicant is not currently involved in any mergers or acquisitions. Applicant's corporate structure is found in **Exhibit 1** of this Application.
- D. Applicant does not require customer deposits.
- E. Applicant has never received a slamming or any other complaint filed with a state or federal regulatory agency involving Applicant or its affiliated entities.
- F. Applicant will not offer services in areas served by any incumbent local exchange telephone company with fewer than 100,000 total access lines; unless that carrier's rural exemption has been eliminated.

## **PART X. Conclusion**

WHEREFORE, eNetworks, LLC. requests that the Commission:

- (a) Grant Applicant authorization to provide facilities-based and resold local exchange and interexchange services in eligible incumbent local exchange carrier areas service provider throughout the State of Tennessee in the service areas of AT&T and any other ILEC that does not have a rural exemption under Section 251(f) of the Federal Telecommunications Act of 1996, as amended [47 U.S.C. § 251(f)].
- (b) Make the grant effective on the date of issuance;
- (c) Authorize the filing of tariffs after the effective date of such a grant, if applicable to the services of eNetworks, such tariffs being effective upon Commission approval; AND
- (d) Grant such further relief as the Commission may deem just and reasonable.

Respectfully Submitted,

Date: Tuesday, April 19, 2016

By eNetworks, LLC through their regulatory counsel:



/s/ Edward A. Maldonado /s/

Edward A. Maldonado, Esq.

**MALDONADO LAW GROUP**

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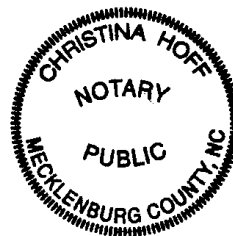
[www.maldonado-group.com](http://www.maldonado-group.com)

## VERIFICATION OF APPLICATION

*[Handwritten signature]*

Christina Hoff  
Notary Public

My Commission Expires: 10/4/20



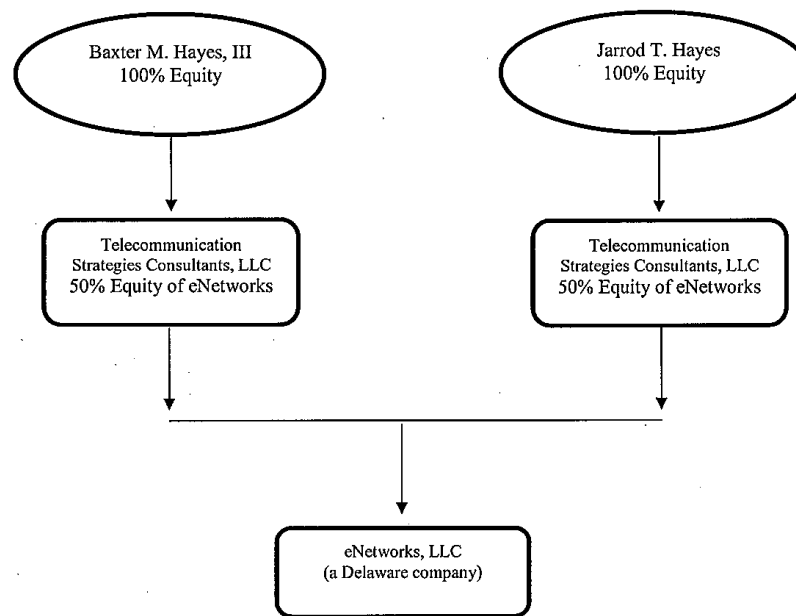
**APPLICATION OF eNETWORKS, LLC. FOR CERTIFICATE TO PROVIDE  
COMPETING LOCAL TELECOMMUNICATIONS SERVICES**

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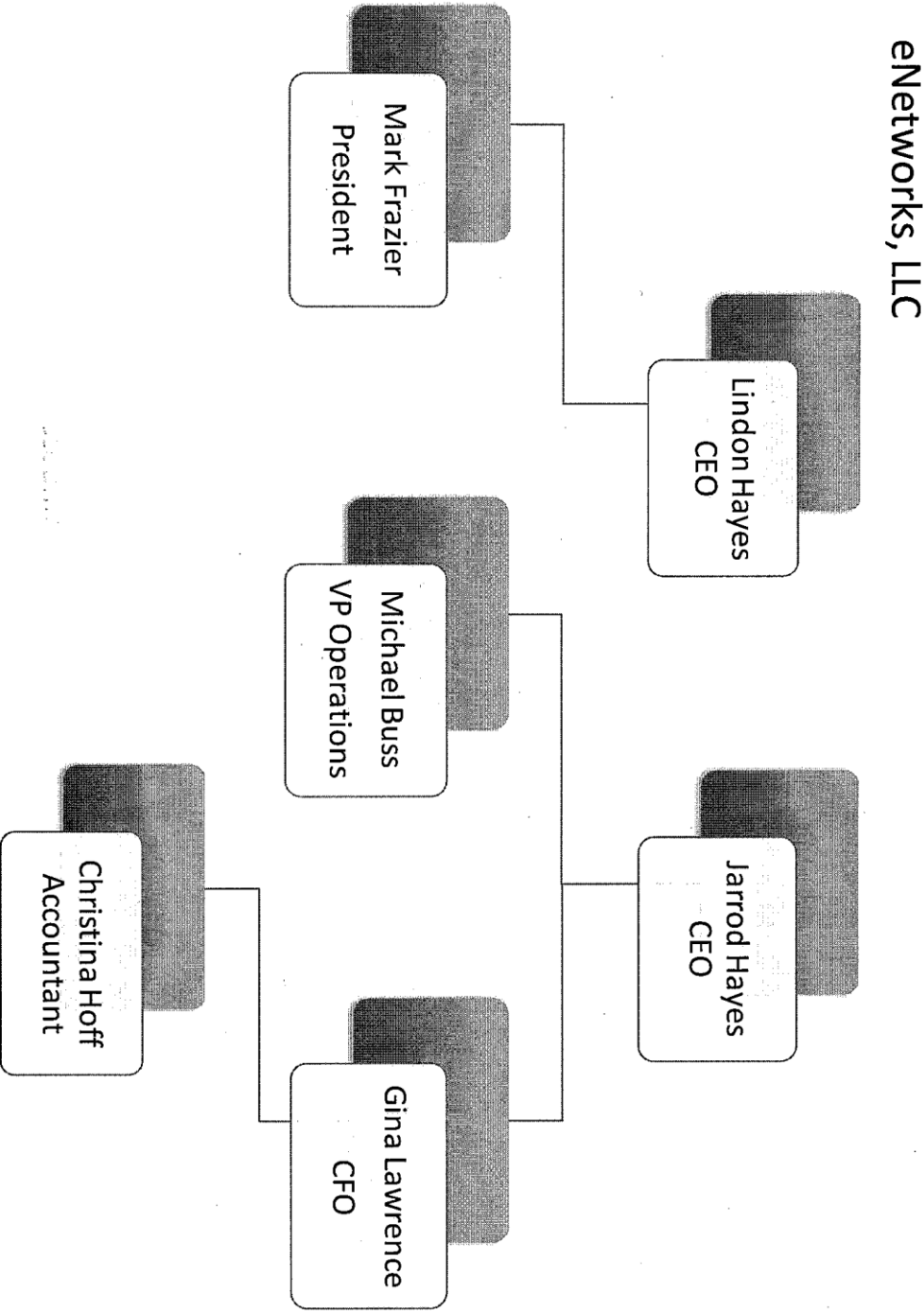


## EXHIBIT 1 Corporate Organizational Chart

eNetworks, LLC is owned by Telecommunication Strategies Consultants, LLC, a Delaware company, and Project Management and Design Services, LLC, a Delaware company. Telecommunication Strategies Consultants, LLC is solely owned by Mr. Baxter M. Hayes, III and Project Management and Design Services, LLC is solely owned by Mr. Jarrod T. Hayes. Telecommunication Strategies Consultants, LLC holds 50% of the equity in eNetworks, and Project Management and Design Services, LLC holds 50% of the equity.



Corporate Management Chart



## EXHIBIT 2

Articles of Organization and Certificate of Status Issued by the Tennessee Secretary of State

# Delaware

The First State

Page 1

I, JEFFREY W. BULLOCK, SECRETARY OF STATE OF THE STATE OF  
DELAWARE, DO HEREBY CERTIFY "ENETWORKS, LLC" IS DULY FORMED UNDER  
THE LAWS OF THE STATE OF DELAWARE AND IS IN GOOD STANDING AND HAS A  
LEGAL EXISTENCE SO FAR AS THE RECORDS OF THIS OFFICE SHOW, AS OF  
THE FIFTH DAY OF APRIL, A.D. 2016.



6000110 8300

SR# 20162090843

You may verify this certificate online at [corp.delaware.gov/authver.shtml](http://corp.delaware.gov/authver.shtml)

A handwritten signature in black ink, appearing to read "JB", is written over a horizontal line. Below the line, the text "Jeffrey W. Bullock, Secretary of State" is printed.

Jeffrey W. Bullock, Secretary of State

Authentication: 202097726

Date: 04-05-16

STATE of DELAWARE  
LIMITED LIABILITY COMPANY  
CERTIFICATE of FORMATION

**First:** The name of the limited liability company is eNetworks, LLC

**Second:** The address of its registered office in the State of Delaware is \_\_\_\_\_  
2711 Centerville Road, Suite 400 in the City of Wilmington.  
Zip code 19808. The name of its Registered agent at such address is  
Corporation Service Company

**Third:** (Use this paragraph only if the company is to have a specific effective date of dissolution: "The latest date on which the limited liability company is to dissolve is N/A \_\_\_\_\_.")

**Fourth:** (Insert any other matters the members determine to include herein.)

This LLC will be member managed.

**In Witness Whereof,** the undersigned have executed this Certificate of Formation this  
25th \_\_\_\_\_ day of March, 2016.

By:   
Authorized Person (s)

Name: Errin L. Jensen

## **ENETWORKS OPERATING AGREEMENT**

**[Confidential Information Filed under Seal]**



**STATE OF TENNESSEE**  
**Tre Hargett, Secretary of State**  
Division of Business Services  
William R. Snodgrass Tower  
312 Rosa L. Parks AVE, 6th FL  
Nashville, TN 37243-1102

**GINA LAWRENCE**  
STE 103  
11020 DAVID TAYLOR DRIVE  
CHARLOTTE, NC 28262

April 14, 2016

**Request Type: Certificate of Existence/Authorization**  
Request #: 0199374

Issuance Date: 04/14/2016  
Copies Requested: 1

**Document Receipt**

Receipt #: 002646702

Filing Fee: \$20.00

Payment-Credit Card - State Payment Center - CC #: 3669852325

\$20.00

**Regarding: ENETWORKS, LLC**  
Filing Type: Limited Liability Company - Foreign  
Formation/Qualification Date: 04/13/2016  
Status: Active  
Duration Term: Perpetual

Control #: 843972  
Date Formed: 03/28/2016  
Formation Locale: DELAWARE  
Inactive Date:

**CERTIFICATE OF AUTHORIZATION**

I, Tre Hargett, Secretary of State of the State of Tennessee, do hereby certify that effective as of the issuance date noted above

**ENETWORKS, LLC**

- \* is a Limited Liability Company formed in the jurisdiction set forth above and is authorized to transact business in this State;
- \* has paid all fees, taxes and penalties owed to this State (as reflected in the records of the Secretary of State and the Department of Revenue) which affect the existence/authorization of the business;
- \* has appointed a registered agent and registered office in this State;
- \* has not filed an Application for Certificate of Withdrawal.

  
Tre Hargett  
Secretary of State

Processed By: Cert Web User

Verification #: 016933531

Phone (615) 741-6488 \* Fax (615) 741-7310 \* Website: <http://tnbear.tn.gov/>

## EXHIBIT 3

### Biographies of Management and Directors

#### Jarrold T. Hayes

##### ESSENTIA, INC.

August 2013 – **CEO & Founder**

**CHARLOTTE, NC**

Present      Essentia designs, deploys, and manages networks and integrated technologies for Global Integrators, Carriers, Stadium & Arena Platforms, Federal Integrators and Enterprises. Our customers include four of the five largest US-based telecommunications companies, three of the four largest US-Based MSOs, two of the four largest federal prime contractors and two of the four largest systems integrators.

##### UTILIPATH, LLC

July 2003 – **Co-Owner**

**CHARLOTTE, NC**

August 2013

Manage operations in 17 states for over a dozen customers including 5 of the top 7 largest wireline communications companies. Manage up to 12 simultaneous projects and up to 50 in-house and subcontract crews. Responsible for project delivery of the turnkey wireline deployments, including OSP construction, engineering, permitting, maintenance, inspection, program management, construction management, damage prevention/locate services, equipment installation, electrical wiring, and structured cabling.

Key Accomplishments: Rapidly expanded footprint, including operations in 17 states with authorization to operate in 20 states. Won qualification as Master Contractor for BellSouth, AT&T, Qwest Communications, Verizon, and Level 3. Secured \$40 million in bonding capacity. Awarded program management contract by BellSouth for Federal Aviation Administration and Veterans Administration build-outs in the southeast. Completed numerous homeland security projects, including Ft. Bragg, Wright-Patterson, Ft. Gordon, Shaw, and Yuma military installations. Completed turnkey design, engineering, and installation of a Gigabit Ethernet solution for Carolina International School, which included OSP, cabling, and equipment infrastructure. Recruited superior senior managers, mid-level managers, field and administrative personnel. Secured credit facilities sufficient to triple revenues.

##### FIRST SOUTH UTILITY CONSTRUCTION, INC.

June 2000 – **General Manager of Operations**

**GREENSBORO, NC**

July 2003      Managed 50 employees in fourteen states across four functional areas – engineering, CADD, construction, and plant protection. Responsible for projects for three major customers representing 40% of 2003 revenue. Managed construction, engineering, and permitting of a 1000-mile fiber optic network from Greensboro, NC to Newark, NJ as part of a \$140 million turnkey contract. Reported to President.

Key Accomplishments: Streamlined operations and strategically utilized turnkey agreements with subcontractors to reduce risk, increase production, and reduce actual costs to 50% of budget. Empowered engineering and permitting personnel by establishing cross-functional responsibilities resulting in an increase in quality and a 30% reduction in overhead. Centralized document control in inspection and billing departments increasing accuracy of billing and field records and effectiveness of field inspectors. Rationalized unprofitable crews, transferred underutilized equipment, and redesigned billing process to transform failing operation to one of company's most profitable operations with over 30% operating margin.

Jan. 2000 – **General Manager of Administration**

**GREENSBORO, NC**

June 2000      Managed corporate payroll, human resources, safety, and recruiting departments including four managers and eight other personnel. Reported to Chief Financial Officer.

Key accomplishments: Implemented process improvements and reorganized departments improving productivity, eliminating overtime, and reducing overhead by 40% while corporate revenues increased by over 50%.

## **BARRINGTON ASSOCIATES**

July 1998 – **Analyst, Investment Banking**

**LOS ANGELES, CA**

Dec. 2000 Developed valuation models used to price client companies, including valuations of publicly traded comparable companies, historical merger and acquisition valuations, and discounted cash flow analyses. Interacted with consumer products manufacturers, telecommunications infrastructure services, food-processing machinery manufacturers, and aerospace companies. Prepared information memoranda and management presentations used in marketing client companies to potential strategic and financial acquirers. Led due diligence interviews and participated in negotiations involving client company executive officers, senior investment bankers, and potential acquirers.

Key accomplishments: Staffed on six successful deal teams, advised one public and five privately held companies on sell-side assignments with aggregate transaction value in excess of \$300 million. Marketed client companies domestically and internationally to potential strategic and financial acquirers resulting in exceptional valuations and significant shareholder liquidity.

## **EDUCATION**

2003 – **DUKE UNIVERSITY DURHAM, NC**

2005 Masters of Business Administration

1994-1998 **UNIVERSITY OF NORTH CAROLINA CHAPEL HILL, NC**

Bachelor of Science with Honors and Highest Distinction in Business Administration

- Overall GPA 3.8
- Honors Thesis - *The Effects of the Deregulation of the Electric Utility Industry on Executive Compensation*
- Earned T.N. Norwood, Fred B. James, and ABC Scholarships for academic excellence
- Gamma Sigma Alpha national honor fraternity, Golden Key national honor society, Dean's List – all semesters
- Kappa Sigma Fraternity, Treasurer and Fundraising Chairman
- Valedictorian, Hendersonville High School



## **Lindon Hayes**

Lindon Hayes is the CEO and Founder of Essentia. Essentia designs, builds, and manages voice, data, and video networks for some of the largest companies and venues in the world. Essentia is heavily concentrated in the following verticals:

- Telecom: Essentia serves 4 of the 5 largest US-based telcos
- CATV: 3 of the 5 largest CATV companies
- Global Systems Integrators: 2 of the 4 largest global systems integrators
- Federal Prime Contractors: 2 of the 4 largest federal prime contractors
- Transportation: Amtrak, Federal Aviation Administration, Waste Management
- Stadiums and venues: Football stadiums (NFL and college), F1 tracks, NASCAR, MLS, NBA, and Major League Soccer

### ***Utilipath***

Lindon Hayes was the Founder and Managing Member of Utilipath, LLC. Utilipath was a nationwide network services provider and grew to become the 120th largest private company in North Carolina in only 10 years. Utilipath was honored with the Hire Power awards from Inc. Magazine for growing by 97 employees in one year. Other growth awards included Inc Magazine's 5000 list (3 consecutive years), North Carolina Mid-Market Fast 40 (2 consecutive years), and the Charlotte Fast 50 (2 consecutive years). Utilipath was sold to a private equity firm in 2013.

### ***Employment History***

Prior to founding Utilipath Lindon was General Manager of Operations with First South Utility Construction, a telecommunications infrastructure services company headquartered in Greensboro, North Carolina. At First South, he managed construction projects with annual sales of \$25 million, specializing in federal government, plant protection, long-haul construction, and structured cabling projects.

Lindon worked as an Equity Analyst and Portfolio Manager at Myers and Company before joining First South. Lindon, along with a team of three other analysts, determined capital allocation for approximately \$1 billion in assets.

Previous to his experience with Myers and Company, Lindon held the position of Senior Consultant with Kaiser Associates, a global strategy management consulting firm whose clients include two-thirds of the Fortune 500. At Kaiser, Lindon advised senior management of Procter and Gamble, Raytheon, NCR, John Deere, The Mutual Group, and General Motors.

### ***Awards***

Lindon has been recognized for the Charlotte 40 under 40, Florida Governor's Innovation Award, the Top 50 Charlotte Entrepreneurs, and Movers and Shakers of Charlotte.

### ***Education***

Lindon graduated Phi Beta Kappa with Highest Honors from the University of North Carolina at Chapel Hill after attending the North Carolina School of Science and Mathematics

# Mark Austin Frazier

## VERIZON WIRELESS

### **Region President, Warrendale, PA (2010 – 2015)**

Spearheaded sales, revenues, network services, marketing, and overall company operations throughout the Ohio/Pennsylvania/West Virginia Region. Develop and maintain a strong Regional leadership team with more than 3000 employees, to achieve company goals and sales targets.

- Established the region wide strategic direction, distribution strategy including the expansion of company owned stores, network expansion priorities and customer experience.
- Manage a regional budget, year over year growth, in all measurable metrics, community relations, and employee development through a performance-driven culture. Maintain customer base of over 7.5M and service revenues of \$5B plus.
- Implemented distribution and design strategy for over a 110 corporate owned stores, over 490 national retailers and over 340 local agents.
- Serve as an active member of the communities in the region and increase market share through quality growth and strong retention efforts.

### **Director Sales and Training Operations, Chicago, IL (2007 – 2010)**

Managed integration/communications plans to Mid West area leadership team and Alltel Mid west area core team.

- Partnered with area/HQ business leaders to determine integration strategies with finance, marketing, IT, network, HR, customer service, and legal.
- Worked with area real estate team/channels to determine sales and distribution integration strategies.
- Directed all aspects of leading, managing and developing a large remote work group consisting of Associate Directors, Managers, Supervisors, Consultants of training, and Training Coordinators.
- Utilized business results, trends and internal customer feedback to develop, implement and track the effectiveness of training solutions that assist in the achievement of key performance indicators including but not limited to gross adds, revenue growth, customer retention and customer satisfaction.
- Accountable for achieving training team productivity objectives including platform, curriculum development, project management, reporting and analysis and professional development.
- Directed the building, implementing, tracking, trending and analyzing training effectiveness of training programs delivered to area employees including but not limited to new hire, embedded base, systems, product and services and operations.
- Created extensive interaction with other functional departments especially National Workforce Development. Area Sales, Marketing, Customer Service and Finance to drive increased employee capabilities and Key Performance Indicators.

### **Director Retail Sales, Southfield, MI (2004 – 2007)**

Established a performance management culture responsible for managing operations, budgeting, sales and revenue quota for 125 locations. Recommend, develop and implement sales, marketing and merchandising business strategies. Trade area propensity analyst.

**Mark Austin Frazier, 412-209-8000**

**Page 2**

(Director Retail Sales, continued)

- Increase presence in the community by developing relationships with local Chamber of Commerce personal. Managed and oversaw third party vendor relationships. Ensures service vendor is providing customer service and resolving technical issues in a timely and effective manner.
- Led identification of new store location, store retrofits and handled facilities opening of new locations.
- Staffing and development for the new store channel. Foster leadership qualities in retail sales district managers to motivate and coach their teams to achieve high performance results. Ensure channel compliance with business code of conduct and sales compensation plan.
- Monitor financial reporting, budget reporting and sales reporting for all retail locations. Take action based on reports to improve performance.
- Customer retention issues evaluated to identify opportunities to work cross-functional with other business units. Serve as a senior management escalation point for customer issues. Work to develop customer retention tools. Postpaid churn .82 of 7.5 million customers

**Director Business Sales, St. Louis, MO (2001 – 2007)**

Directed the strategic and technical management of the business sales channel.

- Created new culture of the market to increase growth and penetration,
- Developed sales plans and strategies to achieve sales goals and objectives to attain net adds, increase ARPU, manage churn and increase market penetration.
- Handle the management and development of business channel employees as well as operations management of the channel with regards to systems, process and budgets.
- Implemented Major and National account penetration programs.
- Developed Balanced performance plans for the region.
- Increased overall productivity per rep based on balanced performance.
- Implemented quarterly regional business summit operation reviews.

**Director Strategic Sales, Indianapolis, IN (04/2001 – 10/2001)**

Handled direct management of all sales/retention functions of the business sales channel while managing the region's budget performance.

- Overall market objectives for new account sales and profitable revenue growth.
- Development and implementation of effective sales plans.
- Monitored departmental expense and optimize impact to net income.
- Developed a Go To Market Strategy for implementation of new national retailers and local agents.

## **PREVIOUS EXPERIENCE**

**VERIZON WIRELESS – GTE MOBILENET (Acquisition), GM Indirect Sales, Indianapolis, IN**

**GTE MOBILENET, Business Sales Manager, Indianapolis, IN**

**US CELLULAR, Sales Manager, Wichita Falls, TX**

## **EDUCATION / PROFESSIONAL DEVELOPMENT**

Business, State Technical Institute of Knoxville - Knoxville, TN

Verizon Leading Sig Sigma

## **Michael Buss**

### **Essentia**

Mike serves as Essentia's VP of Operations and manages all aspects of complex company projects. Mike's responsibilities include delivering exceptional quality and leadership while maximizing efficiency. His areas of responsibility and experience include:

- Underground and Aerial Fiber Engineering and Construction
- Small Cell Fiber Performance in 6 cities across the Southeast
  - Orlando, FL, St. Augustine, FL, Charlotte, NC, Augusta, GA, Wilmington, NC & Charleston, SC.
- \$3.5 Million in total projects
- Project Attributes-
  - Coordinating with multiple permitting authorities to get approval in complex, historic, high traffic areas.
  - 9 out of 10 Customer Satisfaction rating for Engineering Drawings
  - Brought 60,000 ft. of conduit, 80,000 ft. of cable, 56 splice locations, and 30 nodes online in 1 month.
  - Placed 20,000 ft. of conduit with hand holes in 2 weeks
  - 700,000 ft. of underground and aerial engineering completed ahead of schedule

### **Utilipath**

Mike started with Utilipath in 2010 as a General Manager in the New Orleans area managing an AT&T master contract valued at \$12 million. When Utilipath took over this contract the area was recovering from 2 major hurricanes and the city of New Orleans was underwater, Utilipath's team got the city back up and running for AT&T. Mike's team set 10,000 utility poles in first 90 days.

Mike went on to manage several other important contracts for Utilipath:

- Kentucky AT&T master contract covering approximately one third of the state including Louisville and Frankfurt with a 98% quality rating on this contract.
- Qwest/CenturyLink master contract in 9 states and performed emergency restoration, maintenance, etc.
- Verizon/Frontier master contract in North Carolina and South Carolina with 4 offices. This contract spanned more than 7 years including multiple renewals.

In 2014 Mike was promoted to Vice President of Operations. In this role he was responsible for managing high profile contracts for several customers in the South East region as well as bid operations for the company.

Mike has also been involved in all aspects of projects for USDA's Rural Utilities Service.

### **First South**

Prior to Utilipath Mike worked at First South Utility as Senior Construction Manager overseeing bid construction activities. Mike oversaw construction of many hundreds of miles of fiber in areas ranging from Oklahoma to New York, and major cities like Tulsa, Miami, Raleigh, Buffalo, Norfolk, Richmond, Wilmington DE, and DC. The projects were valued from \$1 million to \$75 million.

Mike has completed multiple telecom builds on multiple military bases setting hundreds of manholes and miles of duct packages in very sensitive area including McDill AFB, Eglin AFB, Hurlburt Field, and

Quantico. He has also completed hundreds of miles of fiber placement on ITS projects across multiple states.

Major projects include:

- PF.Net, Greensboro, NC to NYC – 1400 miles of cable placement which included metro areas 150 crews, 7 supervisors, 6 offices - Mike served as Senior Construction manager, all crews were under his direction, he was the direct customer interface in charge of billing, change orders, and scheduling. He also performed QC of inspectors and drafters.
- MFS, from Erie, PA to Rochester, NY – Mike managed all conduit placement, fiber installation and splicing for more than 150 miles of construction, 40 crews, and 4 offices spanning this 2 year long project.
- Williams Pipeline - 200 miles of fiber placement across North Carolina.
- AT&T OJUS build Hollywood FL, 10 miles of city build to connect transatlantic cable, resulting in nearly \$3.5 million total project value.
- GaDOT, bridge conduit construction on the outer loop of Atlanta Ga prior to the Olympics.
- TCI, Pittsburg Pa, constructed conduit systems on 20+ bridges.

## **EXHIBIT 4**

Financial Projection Statements – eNetworks, LLC.  
[Confidential Information filed under Seal]

**EXHIBIT 4** Letter of Support and Financial Statements – Essentia, Inc. (Supporting)  
[Confidential Information filed under Seal]

## **EXHIBIT 5**

### **Small and Minority-Owned Telecommunications Business Participation Plan**

#### **eNetworks, LLC. Small and Minority-Owned Telecommunications Business Participation Plan**

Pursuant to T.C.A. §65-5-212, as amended, eNetworks, LLC. (“eNetworks”) submits this small and minority-owned Telecommunications business participation plan (the “Plan”) along with its Application for a Certificate of Public Convenience and Necessity to provide competing intrastate and local exchange services in Tennessee.

#### **I. PURPOSE**

The purpose of TCA §65-5-212 is to provide opportunities for small and minority-owned businesses to provide goods and services to Telecommunications service providers. eNetworks is committed to the goals of §65-5-212 and to taking steps to support the participation of small and minority-owned telecommunications businesses in the telecommunications industry. eNetworks will endeavor to provide opportunities for small and minority-owned Telecommunications businesses to compete for contracts and subcontracts for goods and services.

As part of its procurement process, eNetworks will make efforts to identify and inform minority owned and small businesses that are qualified and capable of providing goods and services to the company of such opportunities. eNetworks’ representatives have already contacted the Department of Economic and Community Development, the administrator of the small and minority-owned telecommunications assistance program, to obtain a list of qualified vendors. Moreover, eNetworks will seek to increase awareness of such opportunities so that companies not otherwise identified will have sufficient information to participate in the procurement process.

#### **II. DEFINITIONS**

As defined in TCA §65-5-212.

Minority-Owned Business. Minority-owned business shall mean a business which is solely owned, or at least fifty-one percent (51%) of the assets or outstanding stock of which is owned, by an individual who personally manages and controls daily operations of such business, and who is impeded from normal entry into the economic mainstream because of race, religion, sex or national origin and such business has annual gross receipts of less than four million dollars (\$4,000,000).



Small Business. Small Business shall mean a business with annual gross receipts of less than four million dollars (\$4,000,000).

### III. ADMINISTRATION

eNetworks' Plan will be overseen and administered by the individual named below, hereinafter referred to as the Administrator, who will be responsible for carrying out and promoting eNetworks' full efforts to provide equal opportunities for small and minority-owned businesses.

The Administrator of the Plan will be:

Ms. Gina Lawrence, CFO  
11020 David Taylor Drive, Suite 103  
Charlotte, NC 28262  
Tel: 704-658-3787  
Email: [gina.lawrence@essentia-inc.com](mailto:gina.lawrence@essentia-inc.com)

The Administrator's responsibilities will include:

- 1) Maintaining an updated Plan in full compliance with §65-5-212 and the rules and orders of the Tennessee Regulatory Authority.
- 2) Establishing and developing policies and procedures necessary for the successful implementation of the Plan.
- 3) Preparing and submitting such forms as may be required by the Tennessee Regulatory Authority, including the filing of required annual updates.
- 4) Serving as the primary liaison to and cooperate with the Tennessee Regulatory Authority, other agencies of the State of Tennessee, and small and minority-owned businesses to locate and use qualified small and minority-owned businesses as defined in §65-5-212.
- 5) Searching for and developing opportunities to use small and minority-owned businesses and encouraging such businesses to participate in and bid on contracts and subcontracts.
- 6) Providing records and reports and cooperate in any authorized surveys as required by the Tennessee Regulatory Authority.
- 7) Establishing a record-keeping system to track qualified small and minority-owned businesses and efforts to use such businesses.

- 8) Providing information and educational activities to persons within the Company and training such persons to seek out, encourage, and promote the use of small and minority-owned businesses.

In performance of these duties, the Administrator will utilize a number of resources, including:

- Chambers of Commerce
- The Tennessee Department of Economic and Community Development
- The United States Department of Commerce
- Small Business Administration
- Office of Minority Business
- The National Minority Supplier Development Counsel
- The National Association of Women Business Owners
- The National Association of Minority Contractors
- Historically Black Colleges, Universities, and Minority Institutions

The efforts to promote and ensure equal opportunities for small and minority-owned businesses are primarily spelled out in the Administrator's duties above. Additional efforts to provide opportunities to small and minority-owned businesses will include offering, where appropriate and feasible, small and minority-owned businesses assistance with technical, insurance, bonding, licensing, production, and deadline requirements.

#### IV. RECORDS AND COMPLIANCE REPORTS

eNetworks will maintain records of qualified small and minority-owned business and efforts to use the goods and services of such businesses. In addition, eNetworks will maintain records of educational and training activities conducted or attended and of the internal procurement procedures adopted to support this plan. eNetworks will submit records and reports required by the Tennessee Regulatory Authority concerning the Plan. Moreover, eNetworks will cooperate fully with any surveys and studies required by the Tennessee Regulatory Authority.

/s/ Gina Lawrence /s/

Ms. Gina Lawrence, CFO  
eNetworks, LLC.

April 19, 2016

**EXHIBIT 6**

BEFORE THE TENNESSEE REGULATORY AUTHORITY

In the Matter of the Application of eNetworks, LLC.     )  
For a Certificate to Provide Competing                     )  
Local Telecommunications Services                         )  
\_\_\_\_\_)

Docket No. \_\_\_\_\_

**NOTICE OF FILING**

TO: ALL INCUMBENT LOCAL EXCHANGE CARRIERS (ILECS)

**PLEASE TAKE NOTICE**, that in accordance with the Tennessee Regulatory Authority Rules for the Provision of Competitive Intrastate Telecommunications Services, you are hereby given notice that on April 19, 2016, eNetworks, LLC. filed an Application for a Certificate of Public Convenience and Necessity to Provide Competing Local Telecommunications Services.

Respectfully Submitted,

Date: Tuesday, April 19, 2016

By eNetworks, LLC through their regulatory counsel:



/s/ Edward A. Maldonado /s/

Edward A. Maldonado, Esq.

**MALDONADO LAW GROUP**

2850 Douglas Road, Suite 303 Coral Gables, FL 33134

Tel: 305-477-7580 Fax: 305-477-7504 Toll-Free: 1+ (877) 245-6326

[www.maldonado-group.com](http://www.maldonado-group.com)

### CERTIFICATE OF SERVICE

The undersigned certifies that on this Tuesday, April 19, 2016, copies of the following document: (1) Notice of Filing; and (2) Application of eNetworks, LLC. for a Certificate to Provide Competing Local Telecommunications Services was caused to be delivered via U.S. mail, first-class postage prepaid, all properly addressed as follows:

Ardmore Telephone Company, Inc. PO Box 549 Ardmore, TN 38449	Frontier Communications of the Volunteer State f/k/a Citizens Communications of the Volunteer State 300 Bland St., PO Box 770 Bluefield, WV 24701	TEC - Peoples Telephone Company, Inc. PO Box 310 Erin, TN 37061
BellSouth Telecommunications, Inc. 333 Commerce Street Nashville, TN 37201	TDS Telecom -Concord Telephone Exchange 701 Concord Road Knoxville, TN 37933	Sprint-United 112 Sixth Street Bristol, TN 37620
CenturyTel of Adamsville 116 N Oak Street Adamsville, TN 38310	TEC-Crockett Telephone Company, Inc. PO Box 7 Friendship, TN 38034	TDS Telecom-Tellico Telephone Company 102 Spence Street Tellico Plains, TN 37385
CenturyTel of Claiborne, Inc. 507 Main Street New Tazewell, TN 37825	TDS Telecom-Humphrey's County Telephone Co. 203 Long Street New Johnsonville, TN 37134	TEC-West Tennessee Telephone Company 244 E Main St. Bradford, TN 38316
CenturyTel of Ooltewah- Collegedale, Inc. 5616 Main Street Ooltewah, TN 37363	Loretto Telephone Company, Inc. PO Box 130 Loretto, TN 38469	United Telephone Company PO Box 38 Chapel Hill, TN 37034
Frontier Communications of Tennessee f/k/a Citizens Communications of Tennessee 300 Bland St., PO Box 770 Bluefield, WV 24701	Millington Telephone Company, Inc. 4880 Navy Road Millington, TN 38083-0429	TDS Telecom – Tennessee Telephone Company PO Box 18139 Knoxville, TN 37928



/s/ Edward A. Maldonado /s/

Edward A. Maldonado, Esq.

**MALDONADO LAW GROUP**

2850 Douglas Road, Suite 303 Coral Gables, FL 33134

Tel: 305-477-7580 Fax: 305-477-7504 Toll-Free: 1+ (877) 245-6326

[www.maldonado-group.com](http://www.maldonado-group.com)

## EXHIBIT 7

### BEFORE THE TENNESSEE REGULATORY AUTHORITY

In the Matter of the Application of eNetworks, LLC.     )  
For a Certificate to Provide Competing     )  
Local Telecommunications Services     )  
\_\_\_\_\_)

Docket No. \_\_\_\_\_

#### PREFILED TESTIMONY OF Baxter McLindon Hayes, III FILED ON BEHALF OF eNetworks, LLC.

I, Baxter McLindon Hayes, III, do hereby testify as follows in support of the application of eNetworks, LLC. (eNetworks) for a Certificate of convenience and necessity as a competing telecommunications services provider to provide telecommunication services throughout the State of Tennessee

Q: PLEASE STATE YOUR NAME, TITLE, AND BUSINESS ADDRESS FOR THE RECORD.

- A. I am, Baxter McLindon Hayes, III. I am the Chief Executive Officer of eNetworks, LLC. eNetworks' business address is 11020 David Taylor Drive, Suite 103, Charlotte, North Carolina, zip code 28262.

Q: PLEASE BRIEFLY DESCRIBE YOUR DUTIES.

- A. In my capacity as CEO of eNetworks I am responsible for overseeing and ensuring multiple aspects of the company's business and operations. This includes business strategy, business development, growth initiatives, and operations, which further includes all aspects of operations from project bidding, construction, compliance with rules and regulations, contractual dealings, and performance quality and control.

Q: PLEASE DESCRIBE YOUR BUSINESS EXPERIENCE AND EDUCATIONAL BACKGROUND.

A. I have 20years in managerial and operations experience in the field of telecommunications and the construction of telecommunications networks. I am the founder and CEO of Essentia, LLC (\_2013 to 2016). Essentia designs, builds, and manages voice, data, and video networks for some of the largest companies and venues in the world. In my time with Essentia, I oversaw relationships, operations and projects for four of the largest U.S. based telecommunications companies, three of the largest CATV operators, two of the largest system integrators, two of the largest Federal Prime contractors. This work has included projects and ongoing relationships with the Federal Aviation Administration (FAA), Waste Management, Amtrak and even large scale stadiums and venues for NFL and college football, the NBA, MLB, Formula One racing, and NASCAR motorsports. I received my B.A. from the University of North Carolina at Chapel Hill. My full resume is available for further details in Exhibit 3 of eNetworks' Application to the TRA.

Q: ARE ALL STATEMENTS IN ENETWORKS, LLC.'S APPLICATION TRUE AND CORRECT TO THE BEST OF YOUR KNOWLEDGE, INFORMATION AND BELIEF?

A. Yes, they are.

Q: PLEASE DESCRIBE THE CURRENT CORPORATE STRUCTURE OF ENETWORKS, LLC

A. eNetworks, LLC is a Delaware limited liability company, formed in 2015. eNetworks, LLC is owned by Telecommunication Strategies Consultants, LLC, a Delaware company, and Project Management and Design Services, LLC, a Delaware company, and it is managed by co-CEOs, Baxter M. Hayes, III and Jarrod T. Hayes. Telecommunication Strategies Consultants, LLC is solely owned by Baxter M. Hayes, III and Project Management and Design Services, LLC is solely owned by Jarrod T. Hayes. Telecommunication Strategies Consultants, LLC holds 50% of the equity in eNetworks,

and Project Management and Design Services, LLC holds 50% of the equity. Each company appoints Managers and directors in proportion to their equity interest.

**Q: DOES ENETWORKS, LLC. POSSESS THE REQUISITE MANAGERIAL, FINANCIAL, AND TECHNICAL ABILITIES TO PROVIDE THE SERVICES FOR WHICH IT HAS APPLIED FOR AUTHORITY?**

- A. Yes. eNetworks has a team of managers and operational personnel with the experience, practical know-how and talent to support the financial and technical operation of eNetworks in Tennessee. Their qualifications and experience are found under Exhibit 3 of the Application for further details and particulars.

**Q: PLEASE DESCRIBE ENETWORKS, LLC.'S FINANCIAL QUALIFICATIONS.**

- A. eNetworks is a start-up company that is financially backed by Essentia. In support of eNetworks, Essentia has committed a bonding capacity of up to Two Million Dollars (\$2,000,000.00 USD) and a separate line of credit for Seven Hundred Fifty Thousand Dollars (\$750,000.00 USD). Essentia has also committed to backing financial operational costs during this phase of eNetworks' development. This capacity will be used by eNetworks as needed and as it builds its network for wireless and other carriers. eNetworks will not provide services to end-users, just existing telecommunications operators in Tennessee. In support of this commitment, Essentia has submitted its audited financials under Exhibit 4 of the Application. In addition, eNetworks has submitted projections for the TRA's review. These projections are found in Exhibit 4 of the application. Taken together, these demonstrate that eNetworks has the financial qualifications to provide the services it seeks under this Application.

With regard to Exhibit 4, eNetworks has requested confidential treatment of its financial information and that of Essentia under Exhibit 4 of the application. eNetworks and Essentia are privately-held companies and therefore their financial information is not publically available and is held as a trade secret by the

respective companies. In situations where eNetworks must supply financial information of itself and Essentia to a public utility commissions or government entities for licensure or approval, it does so under seal and request for confidential treatment. eNetworks and Essentia have submitted their Confidential Financial Information and Statements under seal that includes a sworn affidavit verifying that the information qualifies for confidential treatment in accordance with the TRA's rules. The Request for Confidential Treatment and the sworn affidavit are found in Exhibit 4 of the application. I wish to re-affirm this in my testimony here.

Furthermore, eNetworks' equipment and/or facilities in Tennessee will not be in excess of \$5,000,000.00 USD and therefore eNetworks' Surety Bond in the amount of \$20,000.00 USD is provided under Exhibit 9.

**Q: HAS ENETWORKS PROVIDED TELECOMMUNICATIONS SERVICES IN THE PAST, OR IS CURRENTLY PROVIDING TELECOMMUNICATIONS SERVICES IN TENNESSEE?**

A. No.

**Q: WHAT SERVICES WILL ENETWORKS, LLC. OFFER?**

A. In the state of Tennessee, eNetworks intends to build and leases on mobile infrastructure (primarily dark fiber and metro cell nodes) to mobility companies, such as Verizon Wireless, AT&T, Sprint, and T-Mobile, on a "build to suit" basis. The location of these projects will depend on the demand growth of the carriers' networks for data, device, and population growth. Thus the fiber and node locations are not dependent upon traditional exchange boundaries and will be directed primarily by the mobile carriers. The carriers will typically own the equipment and the data and eNetworks will be merely leasing fiber and node services to these mobile operators. eNetworks will not offer any services to end-user consumers in the State of Tennessee.

The network of eNetworks that will be leased to carriers and mobile operators will not be dependent upon traditional exchange boundaries. eNetworks intends to



deploy fiber and outdoor metro cell nodes at the direction of the mobility carriers, for example Verizon Wireless, AT&T, Sprint, and T-Mobile. A metro cell node is comprised of equipment and an antenna most typically mounted on or near a utility pole or light pole. Over 20,000 nodes have been deployed across the United States. The footprint of a node is typically far, far less intrusive to a municipality than that of a traditional macro cell, for example cell towers. eNetworks may also rely on existing facilities, for example leased fiber, utility pole owner attachment agreements, and etc., to deploy its network in some cases. eNetworks will also construct its own facilities in many cases. This will vary on the mobile operators needs within specific regions or locales within Tennessee.

Q: WILL ENETWORKS, LLC. OFFER SERVICE TO ALL CONSUMERS WITHIN ITS SERVICE AREA?

A. No. Services, and leased facilities, will only be offered to carriers and specifically mobile carriers.

Q: DOES ENETWORKS, LLC. PLAN TO OFFER LOCAL EXCHANGE TELECOMMUNICATIONS SERVICES IN AREAS SERVED BY ANY INCUMBENT LOCAL EXCHANGE TELEPHONE COMPANY WITH FEWER THAN 100,000 TOTAL ACCESS LINES?

A. No.

Q: WILL THE GRANTING OF A CERTIFICATE OF CONVENIENCE AND NECESSITY TO ENETWORKS, LLC. SERVE THE PUBLIC INTEREST?

A. Yes.

Q: DOES ENETWORKS, LLC. INTEND TO COMPLY WITH ALL TRA RULES, STATUTES, AND ORDERS PERTAINING TO THE PROVISION OF TELECOMMUNICATIONS SERVICES IN TENNESSEE, INCLUDING THOSE FOR DISCONNECTION AND RECONNECTION OF SERVICE?

A. Yes, all applicable TRA Rules.

Q: HAS ANY STATE EVER DENIED ENETWORKS, LLC. OR ONE OF ITS AFFILIATES AUTHORIZATION TO PROVIDE INTRASTATE SERVICE?

A. No.

Q: HAS ANY STATE EVER REVOKED THE CERTIFICATION OF ENETWORKS, LLC. OR ONE OF ITS AFFILIATES?

A. No.

Q: HAS ENETWORKS, LLC. OR ONE OF ITS AFFILIATES EVER BEEN INVESTIGATED OR SANCTIONED BY ANY REGULATORY AUTHORITY FOR SERVICE OR BILLING IRREGULARITIES?

A. No.

Q: WHO IS KNOWLEDGEABLE ABOUT ENETWORKS, LLC.'S OPERATIONS AND WILL SERVE AS ENETWORKS, LLC.'S REGULATORY AND CUSTOMER SERVICE CONTACT?

A. Ms. Gina Lawrence, the CFO of eNetworks will serve in that capacity and her contact information is listed in the Application.

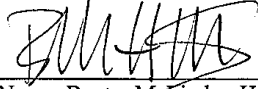
Q: PLEASE EXPLAIN IN DETAIL ENETWORKS, LLC.'S PROPOSED PROCEDURES FOR RESPONDING TO INFORMATION REQUESTS FROM THE TRA AND ITS STAFF.

A. Information Requests from the TRA will be first directed to Ms. Lawrence. She will maintain all the day-to-day regulatory requests. Depending on the complexity of information needed the TRA, I be forwarded the matter and meet with Ms. Lawrence to determine division of work on the part of eNetworks based on the request and the appropriate timetable. Division of work would be internally through the management team, and in conjunction with external accountants and regulatory counsel, if needed. All communications and correspondence shall be through Ms. Lawrence or our regulatory counsel, depending on the matter. Routine compliance requests shall be through Ms. Lawrence.

Q: DOES THIS CONCLUDE YOUR TESTIMONY?

A. Yes.

I swear that the foregoing testimony is true and correct to the best of my knowledge



Name: Baxter McLindon Hayes, III  
Title: CEO

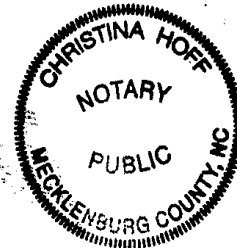
eNetworks, LLC.  
11020 David Taylor Drive, Suite 103  
Charlotte, NC 28262

IN THE STATE OF NORTH CAROLINA     )  
  )  
MECKLENBURG COUNTY                    )

The foregoing was sworn before me this 2 day of May 2016, by Baxter McLindon Hayes, III,  
who is personally known to me or who has produced personally known as identification and who did  
take an oath.

  
Notary Public

Seal:



My Commission Expires: 10/4/20

EXHIBIT 8 eNetworks, LLC. Surety Bond Documentation

TENNESSEE REGULATORY AUTHORITY

TENNESSEE TELECOMMUNICATIONS SERVICE PROVIDER'S SURETY BOND

Bond #: 018037256

**WHEREAS**, eNetworks, LLC (the "Principal"), has applied to the Tennessee Regulatory Authority for authority to provide telecommunications services in the State of Tennessee; and

**WHEREAS**, under the provisions of Title 65, Chapter 4, Section 125(j) of the Tennessee Code Annotated, as amended, the Principal is required to file this bond in order to obtain such authority and to secure the payment of any monetary sanction imposed in any enforcement proceeding brought under Title 65 of the Tennessee Code Annotated or the Consumer Telemarketing Act of 1990 by or on behalf of the Tennessee Regulatory Authority (the "TRA"); and

**WHEREAS**, Liberty Mutual Insurance Company (the "Surety"), a corporation licensed to do business in the State of Tennessee and duly authorized by the Tennessee Commissioner of Insurance to engage in the surety business in this state pursuant to Title 56, Chapter 2 of the Tennessee Code Annotated, has agreed to issue this bond in order to permit the Principal to comply with the provisions of Title 65, Chapter 4, Section 125(j) of the Tennessee Code Annotated;

**NOW THEREFORE, BE IT KNOWN**, that we the Principal and the Surety are held and firmly bound to the STATE OF TENNESSEE, in accordance with the provisions of Tennessee Code Annotated, Title 65, Chapter 4, Section 125(j), in the full amount of twenty thousand dollars (\$20,000.00) lawful money of the United States of America to be used for the full and prompt payment of any monetary sanction imposed against the Principal, its representatives, successors or assigns, in any enforcement proceeding brought under Title 65 of Tennessee Code Annotated or the Consumer Telemarketing Act of 1990, by or on behalf of the TRA, for which obligation we bind ourselves, our representatives, successors and assigns, each jointly and severally, firmly and unequivocally by these presents.

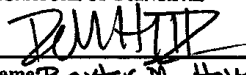
This bond shall become effective on the 26th day of April, 2016, and shall be continuous; provided, however, that each annual renewal period or portion thereof shall constitute a new bond term. Regardless of the number of years this bond may remain in force, the liability of the Surety shall not be cumulative, and the aggregate liability of the Surety for any and all claims, suits or actions under this bond shall not exceed Twenty Thousand Dollars (\$20,000.00). The Surety may cancel this bond by giving thirty (30) days written notice of such cancellation to the TRA and Principal by certified mail, it being understood that the Surety shall not be relieved of liability that may have accrued under this bond prior to the date of cancellation.

PRINCIPAL

eNetworks, LLC  
Name of Company authorized by the TRA

Company ID # as assigned by TRA

SIGNATURE OF PRINCIPAL

  
Name: Baxter M. Hayes, III  
Title: CEO

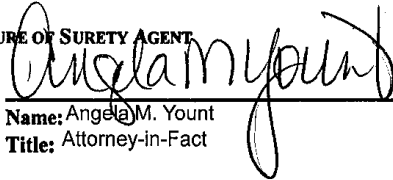
SURETY

Liberty Mutual Insurance Company  
Name of Surety

175 Berkeley Street Boston, MA 02116

Address of Surety

SIGNATURE OF SURETY AGENT

  
Name: Angela M. Yount  
Title: Attorney-in-Fact

Address of Surety Agent:  
5605 Carnegie Blvd., Suite 300  
Charlotte, NC 28209

THIS BOND IS ISSUED IN ACCORDANCE WITH THE PROVISIONS OF SECTION 125, CHAPTER 4, TITLE 65 OF THE TENNESSEE CODE ANNOTATED AS AMENDED BY CHAPTER NO. 586, 2000 PUBLIC ACTS. SHOULD THERE BE ANY CONFLICT WITH THE TERMS HEREOF AND THE STATUTE OR REGULATIONS PROMULGATED THEREUNDER, THE STATUTE OR REGULATIONS SHALL PREVAIL. (POWER OF ATTORNEY FROM AN APPROVED INSURANCE COMPANY MUST BE ATTACHED.)

ACKNOWLEDGMENT OF PRINCIPAL

STATE OF North Carolina  
COUNTY OF Mecklenburg

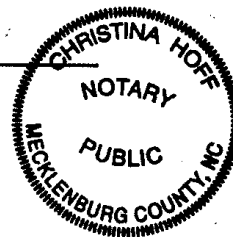
Before me, a Notary Public of the State and County aforesaid, personally appeared Linton Hayes  
with whom I am personally acquainted and who, upon oath, acknowledged himself to be the individual who executed the foregoing  
bond on behalf of eNetworks, LLC, and he acknowledged to me that he executed the same.

WITNESS my hand and seal this 27 day of April, 2016.

My Commission Expires:

October 4, 2020

Christina Hoff  
Notary Public



ACKNOWLEDGMENT OF SURETY

STATE OF North Carolina  
COUNTY OF Stanly

Before me, a Notary Public of the State and County aforesaid, personally appeared Angela M. Yount  
with whom I am personally acquainted and who, upon oath, acknowledged himself to be the individual who executed the  
foregoing bond on behalf of Liberty Mutual Insurance Company, the within named Surety, a corporation licensed to do business in the  
State of Tennessee and duly authorized by the Tennessee Commissioner of Insurance to engage in the surety business in this state  
pursuant to Title 56, Chapter 2 of the Tennessee Code Annotated, and that he as such an individual being authorized to do so,  
executed the foregoing bond, by signing the name of the corporation by himself and as such individual.

WITNESS my hand and seal this 26th day of April, 2016.

My Commission Expires:

October 23, 2016

Wendy E. Lahm  
Notary Public  
Wendy E. Lahm

APPROVAL AND INDORSEMENT

This is to certify that I have examined the foregoing bond and found the same to be sufficient and in conformity to law, that the  
sureties on the same are good and worth the penalty thereof, and that the same has been filed with the Tennessee Regulatory  
Authority, State of Tennessee, this \_\_\_\_\_ day of \_\_\_\_\_.

\_\_\_\_\_  
Name:  
Title:

\*This Power of Attorney limits the acts of those named herein, and they have no authority to bind the Company except in the manner and to the extent herein stated. Not valid for mortgage, note, loan, letter of credit, bank deposit, currency rate, interest rate or residual value guarantees. To confirm the validity of this Power of Attorney call 610-832-8240 between 9:00 am and 4:30 pm EST on any business day.

American Fire and Casualty Company  
The Ohio Casualty Insurance Company

Liberty Mutual Insurance Company  
West American Insurance Company

## POWER OF ATTORNEY

KNOWN ALL PERSONS BY THESE PRESENTS: That American Fire & Casualty Company and The Ohio Casualty Insurance Company are corporations duly organized under the laws of the State of New Hampshire, that Liberty Mutual Insurance Company is a corporation duly organized under the laws of the State of Massachusetts, and West American Insurance Company is a corporation duly organized under the laws of the State of Indiana (herein collectively called the "Companies"), pursuant to and by authority herein set forth, does hereby name, constitute and appoint Angela M. Yount of the city of Charlotte, state of NC its true and lawful attorney-in-fact, with full power and authority hereby conferred to sign, execute and acknowledge the following surety bond:

Principal Name: eNetworks, LLC

Obligee Name: State of Tennessee

Surety Bond Number: 018037256

Bond Amount: See Bond Form

IN WITNESS WHEREOF, this Power of Attorney has been subscribed by an authorized officer or official of the Companies and the corporate seals of the Companies have been affixed thereto this 18<sup>th</sup> day of November, 2013.



American Fire and Casualty Company  
The Ohio Casualty Insurance Company  
Liberty Mutual Insurance Company  
West American Insurance Company

By: David M. Carey  
David M. Carey, Assistant Secretary

STATE OF PENNSYLVANIA ss  
COUNTY OF MONTGOMERY

On this 18<sup>th</sup> day of November, 2013, before me personally appeared David M. Carey, who acknowledged himself to be the Assistant Secretary of American Fire and Casualty Company, Liberty Mutual Insurance Company, The Ohio Casualty Insurance Company, and West American Insurance Company, and that he, as such, being authorized so to do, execute the foregoing instrument for the purposes therein contained by signing on behalf of the corporations by himself as a duly authorized officer.

IN WITNESS WHEREOF, I have hereunto subscribed my name and affixed my notarial seal at Plymouth Meeting, Pennsylvania, on the day and year first above written.



COMMONWEALTH OF PENNSYLVANIA  
Notarial Seal  
Teresa Pastella, Notary Public  
Plymouth Twp., Montgomery County  
My Commission Expires March 28, 2017  
Member, Pennsylvania Association of Notaries

By: Teresa Pastella  
Teresa Pastella, Notary Public

This Power of Attorney is made and executed pursuant to and by authority of the following By-laws and Authorizations of American Fire and Casualty Company, The Ohio Casualty Insurance Company, Liberty Mutual Insurance Company, and West American Insurance Company which resolutions are now in full force and effect reading as follows:

**ARTICLE IV – OFFICERS – Section 12. Power of Attorney.** Any officer or other official of the Corporation authorized for that purpose in writing by the Chairman or the President, and subject to such limitation as the Chairman or the President may prescribe, shall appoint such attorneys-in-fact, as may be necessary to act in behalf of the Corporation to make, execute, seal, acknowledge and deliver as surety any and all undertakings, bonds, recognizances and other surety obligations. Such attorneys-in-fact, subject to the limitations set forth in their respective powers of attorney, shall have full power to bind the Corporation by their signature and execution of any such instruments and to attach thereto the seal of the Corporation. When so executed, such instruments shall be as binding as if signed by the President and attested to by the Secretary. Any power or authority granted to any representative or attorney-in-fact under the provisions of this article may be revoked at any time by the Board, the Chairman, the President or by the officer or officers granting such power or authority.

**ARTICLE XIII – Execution of Contracts – SECTION 5. Surety Bonds and Undertakings.** Any officer of the Company authorized for that purpose in writing by the chairman or the president, and subject to such limitations as the chairman or the president may prescribe, shall appoint such attorneys-in-fact, as may be necessary to act in behalf of the Company to make, execute, seal, acknowledge and deliver as surety any and all undertakings, bonds, recognizances and other surety obligations. Such attorneys-in-fact subject to the limitations set forth in their respective powers of attorney, shall have full power to bind the Company by their signature and execution of any such instruments and to attach thereto the seal of the Company. When so executed such instruments shall be as binding as if signed by the president and attested by the secretary.

**Certificate of Designation –** The President of the Company, acting pursuant to the Bylaws of the Company, authorizes David M. Carey, Assistant Secretary to appoint such attorneys-in-fact as may be necessary to act on behalf of the Company to make, execute, seal, acknowledge and deliver as surety any and all undertakings, bonds, recognizances and other surety obligations.

**Authorization –** By unanimous consent of the Company's Board of Directors, the Company consents that facsimile or mechanically reproduced signature of any assistant secretary of the Company, wherever appearing upon a certified copy of any power of attorney issued by the Company in connection with surety bonds, shall be valid and binding upon the Company with the same force and effect as though manually affixed.

I, Gregory W. Davenport, the undersigned, Assistant Secretary, of American Fire and Casualty Company, The Ohio Casualty Insurance Company, Liberty Mutual Insurance Company, and West American Insurance Company do hereby certify that the original power of attorney of which the foregoing is a full, true and correct copy of the Power of Attorney executed by said Companies, is in full force and effect and has not been revoked.

IN TESTIMONY WHEREOF, I have hereunto set my hand and affixed the seals of said Companies this 26<sup>th</sup> day of April, 2016.



By: Gregory W. Davenport  
Gregory W. Davenport, Assistant Secretary