



1717 Pennsylvania Avenue, N.W.
12th Floor
Washington, D.C. 20006

James C. Falvey
jfalvey@eckertseamans.com
Phone: (202) 659-6655

December 21, 2018

Via Overnight Express Mail and Electronic Mail

Docket No. 18-00130

Chairman, Tennessee Public Utility Commission
c/o Sharla Dillon, Dockets and Records Manager
502 Deaderick Street, 4th Floor
Nashville, Tennessee 37243

Re: Certification Application of FiberLight, LLC

Dear Ms. Dillon:

On behalf of FiberLight, LLC, please find enclosed an original and four copies of the PUBLIC version of the Application of FiberLight, LLC to provide facilities-based and resold local exchange and interexchange telecommunications services throughout the State of Tennessee. Please also find enclosed the \$25.00 filing fee as required with this Application. Also enclosed are the **Confidential** attachments to the application in a separately sealed envelope which are to be maintained as Confidential and not made public.

Thank you for your attention to this matter. If you have any questions concerning the enclosed Application, please do not hesitate to contact me at jfalvey@eckertseamans.com, or by phone at 202.659.6655.

Sincerely,

A handwritten signature in dark ink, appearing to read "J. C. Falvey", written over a printed name.

James C. Falvey

Enclosures

**BEFORE THE
TENNESSEE PUBLIC UTILITY COMMISSION
NASHVILLE, TENNESSEE**

IN THE MATTER OF THE APPLICATION)
OF FIBERLIGHT, LLC FOR A CERTIFICATE)
TO PROVIDE COMPETING LOCAL)
TELECOMMUNICATION SERVICES)

DOCKET NO. _____

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

Pursuant to applicable Tennessee Statutes and the Rules and Regulations of the Tennessee Public Utility Commission ("Commission" or "PUC") and Section 253 of the Federal Telecommunications Act of 1996 ("Act"), FiberLight, LLC ("FiberLight" or "Applicant") respectfully requests that the Tennessee Public Utility Commission grant to FiberLight, LLC authority to provide competing local telecommunications services, including exchange access telecommunications services, within the State of Tennessee. FiberLight, LLC is willing and able to comply with all applicable rules and regulations in Tennessee pertaining to the provision of competing local telecommunications services, including but not limited to TCA § 65-4-201.

In support of its Application, FiberLight, LLC submits the following:

1. The full name and address of the Applicant is:

FiberLight, LLC
11700 Great Oaks Way, Suite 100
Alpharetta, GA 30022
Telephone: (678) 366-0027

Questions regarding this application should be directed to:

James C. Falvey, Esq.
Eckert Seamans Cherin & Mellott, LLC
1717 Pennsylvania Ave., NW
12th Floor
Washington, D.C. 20006

Telephone: (202) 659-6655
Facsimile: (202) 659-6699
Email: jfalvey@eckertseamans.com

Or:

Henry M. Walker, Esq.
Bradley Arant Boult Cummings LLP
Roundabout Plaza
1600 Division St.
Suite 700
Nashville, TN 32703
Telephone: (615) 252-2363
Facsimile: (615) 252-6363
hwalker@bradley.com

Contact name and address at the Company is:

Randall Covard, Esq.
Corporate Counsel
FiberLight, LLC
11700 Great Oaks Way
Suite 100
Alpharetta, GA 30022
Telephone: 678-824-6656
Facsimile: 678-366-0411
Randall.Covard@FiberLight.com

2. Organizational Chart of Corporate Structure:

See Exhibit A.

3. Corporate information:

FiberLight, LLC was formed in the state of Delaware on March 30, 2005. A copy of FiberLight's Articles of Formation is provided in Exhibit B. A copy of FiberLight's authority to transact business in the State of Tennessee is provided in Exhibit C. The names and addresses of FiberLight's principal corporate officers are in Exhibit D. There are no officers in Tennessee. The biographies of the principal officers and other key technical staff are in Exhibit E. FiberLight is not currently involved in any merger or acquisition.

4. **FiberLight possesses the managerial, technical, and financial ability to provide local telecommunications service in the State of Tennessee as demonstrated below:**

A. **Financial Qualifications:**

In support of its financial qualifications, FiberLight submits its most recent Confidential audited 2017 financial statement as **Confidential Exhibit F**. FiberLight is a facilities-based carrier that constructs and owns fiber optic networks throughout metropolitan and statewide areas and currently intends to operate similarly in Tennessee. FiberLight's fiber networks consist of buried and/or aerial conduit systems with high count (*e.g.*, 432 strand) fiber optic cables. We deploy various additional network equipment, including Ethernet Switches, DWDM gear and other optical equipment throughout our networks to provide best-in-class managed services and IP solutions. FiberLight provides not only local but also long distance service, primarily on a facilities-based basis. FiberLight also may provide long and long distance telecommunications services on a resale basis in Tennessee.

Confidential Exhibit F includes a Confidential summary of FiberLight's 2017 financial performance. Because FiberLight is not a publicly traded company, FiberLight also submits as Confidential its 2017 audited financials, including income statements, balance sheets, and statement of cash flows for year-end 2017. Also included in **Confidential Exhibit F** are financial projections for 2019, 2020, and 2021, including income statements, balance sheets, and statement of cash flows. FiberLight will supplement Exhibit F with interim statements from September 2018. Based on this showing, FiberLight asserts that it has the financial resources necessary to operate as a competitive local service provider in Tennessee.

FiberLight will also supplement this application with a **Confidential Exhibit G**, containing a capital expenditures budget for FiberLight in Tennessee for 2019, 2020, and 2021

indicating the type of equipment to be purchased, cost, and sources for funding of projected capital expenditures. Neither FiberLight's financials nor their projected financials reflect any revenues or expenses associated with reciprocal compensation.

FiberLight's recognizes its responsibility to provide a corporate surety bond or irrevocable letter of credit as required by the Commission and will supplement by providing an **Exhibit H** to this Application with such evidence at the appropriate time.

B. Managerial Ability:

As shown in **Exhibit E** to this Application, FiberLight has the managerial expertise to successfully operate a telecommunications enterprise in Tennessee. As described in the attached biographical information, FiberLight's management team has extensive management and business experience in telecommunications.

C. Technical Qualifications:

FiberLight services will satisfy the minimum standards established by the Commission. The company will file and maintain tariffs in the manner prescribed by the Commission and will meet minimum basic local standards, including quality of service and billing standards required of all LECs regulated by the Tennessee Public Utility Commission. Applicant will not require customers to purchase Customer Premises Equipment, which cannot be used with the Incumbent Local Exchange Carrier's systems. As noted in the biographies of FiberLight's principal officers, attached hereto as **Exhibit E**, there are several officers with extensive backgrounds and decades of experience in telecommunications operations and engineering, including Don MacNeil (CEO), Ron Kormos (Chief Strategy Officer), and Jay Anderson (SVP, Engineering). With these experienced professionals, 14,000 route miles of fiber already built throughout its markets, and bandwidth options up to 100 Gbps, FiberLight is certainly technically qualified to

provide local exchange service in Tennessee.

5. Proposed Service Area:

FiberLight is already authorized to provide telecommunications services in Florida, Georgia, Virginia, Louisiana, Texas, Maryland, Oklahoma, New Mexico, North Carolina (IXC only) and the District of Columbia. Additionally, FiberLight has pending applications for authority in West Virginia, South Carolina, and Alabama.

The Applicant proposes to offer its services throughout the State of Tennessee in the service areas of BellSouth, GTE and Sprint and any other ILEC that does not enjoy a rural exemption under Section 251(f) of the Telecommunications Act of 1996. FiberLight intends to offer this broad range of telecommunications services through the use of its own facilities, resold facilities, unbundled network elements, as available, and through a combination of these provisioning methods.

6. Types of Local Exchange Service to be provided:

FiberLight expects to offer a broad variety of wholesale and retail local exchange services, primarily although not exclusively to business customers in Tennessee. FiberLight offers both local and long distance services. FiberLight's services include lit transport services, dark fiber, wireless backhaul, dedicated Internet access, and Ethernet carrier-to-carrier network-to-network interfaces. FiberLight will comply with Chapter 1220-4-8-.04 (3)(b) and all other applicable Commission policies, rules and orders.

7. Repair and Maintenance:

FiberLight understands the importance of effective customer service for local service customers. FiberLight has made arrangements for its customers to call the company at its toll-free customer service number: 1-800-672-0181. In addition, customers may contact the company

in writing at the headquarters address, as well as via email at NOC@FiberLight.com. The toll free number will be printed on the customer's monthly billing statements. The Tennessee contact person knowledgeable about FiberLight's operations is Randall Covard, Corporate Counsel. *See* Mr. Covard's contact information in section (1) above.

Grant of the 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 FiberLight to provide local exchange telecommunications services will enhance materially the telecommunications infrastructure in the State of Tennessee and will facilitate economic development.

Applicant will deploy and expand competitive telecommunications infrastructure in Tennessee. Applicant will provide customers high quality, cost effective telecommunications services, with an emphasis on customer service. In addition to driving prices closer to cost, thereby ensuring just and reasonable rates, competition also promotes efficiency in the delivery of services and in the development of innovative new services.

In particular, the public will benefit both directly, through the use of the competitive services to be offered by FiberLight and indirectly, because FiberLight's presence in Tennessee will also provide an incentive for other telecommunications providers to operate more efficiently, offer more innovative services, reduce their prices, and improve their quality of service. Grant of this Application will further enhance the service options available to Tennessee citizens for the reasons set forth above.

8. **Small and Minority-Owned Telecommunications Business Participation Plan (65-5-112):**

See **Exhibit I**.

9. **Toll Dialing Parity Plan:**

FiberLight does not intend immediately to provide voice grade service in Tennessee. If FiberLight chooses at some point in the future to provide voice grade service, FiberLight will file an appropriate toll dialing parity plan for TRA consideration at least 60 days prior to offering voice grade service.

10. **Notice of Application:** Applicant has served notice of this Application to the seventeen (18) incumbent local exchange telephone companies in Tennessee with a statement regarding the company's intention of operating geographically. See **Exhibit K** for the list.

11. **Numbering Issues:** See statement provided in **Exhibit L**.

12. **Tennessee Specific Operational Issues:** See statements provided in **Exhibit M**.

13. **Miscellaneous:**

A. Sworn Pre-filed testimony: The pre-filed testimony of Tony Cash is provided as **Exhibit N**.

B. Applicant does not require customer deposits.

C. As of now, FiberLight has not been subject to complaints with federal regulatory agencies or in any of the states in which it is doing business.

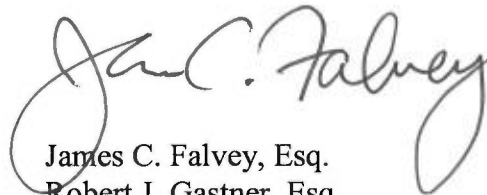
D. Subsequent to the approval of this Application, FiberLight will file any necessary tariffs prior to providing the proposed services covered by this Application.

E. Applicant intends to operate pursuant to market regulation, in accordance with amended TCA § 65-5-109 enacted May 21, 2009.

Wherefore, based on the information provided in this Application, FiberLight respectfully

requests that the Tennessee Public Utility Commission enter an order granting it a certificate of convenience and necessity to operate as a competing telecommunications service provider and authority to provide a full range of local exchange on a facilities-based and resale basis throughout the State of Tennessee in the service areas of BellSouth, GTE and Sprint and any other ILEC that does not enjoy a rural exemption under Section 251(f) of the Telecommunications Act of 1996. For the reasons stated above, FiberLight's provision of these competitive wholesale and retail services would promote the public interest by providing high-quality telecommunications services at competitive prices and by creating greater economic incentives for the development and improvement for all competing providers.

Respectfully Submitted,



James C. Falvey, Esq.
Robert J. Gastner, Esq.
Eckert Seamans Cherin & Mellott, LLC
1717 Pennsylvania Ave., NW
12th Floor
Washington, D.C. 20006
Telephone: (202) 659-6655
jfalvey@eckertseamans.com

Henry M. Walker, Esq.
Bradley Arant Boult Cummings LLP
Roundabout Plaza
1600 Division St.
Suite 700
Nashville, TN 32703
Telephone: (615) 252-2363
hwalker@bradley.com

*Attorneys for Applicant
FiberLight, LLC*

Dated: December 21, 2018

LIST OF FIBERLIGHT EXHIBITS

- Exhibit A:** Organizational Chart of FiberLight, LLC Corporate Structure
- Exhibit B:** FiberLight, LLC Articles of Formation
- Exhibit C:** FiberLight, LLC Authority to Transact Business in Tennessee
- Exhibit D:** Name and Address of Principal Corporate Officers
- Exhibit E:** Management Biographies Demonstrating Managerial and Technical Qualification
- Exhibit F:** **CONFIDENTIAL:** Financial Summary, Audited Financial Statement, Partial Year 2018 and Projected Financials Statements
- Exhibit G:** **CONFIDENTIAL:** Capital Expenditure Budget
- Exhibit H:** Surety Bond/Letter of Credit
- Exhibit I:** FiberLight, LLC Small and Minority-Owned Telecommunications Business Participation Plan
- Exhibit J:** Toll Dialing Parity Plan
- Exhibit K:** Service List of Tennessee Incumbent Local Exchange Carriers
- Exhibit L:** Numbering Issues Statement
- Exhibit M:** Tennessee Specific Operational Issues
- Exhibit N:** Pre-Filed Testimony of Tony Cash

Exhibit A

**Organizational Chart of FiberLight, LLC
Corporate Structure**

Exhibit E
Corporate Organizational Chart

Ownership of FiberLight, LLC

(as reported on FCC Form 602, 47

C.F.R. 1.2112(a)(2))

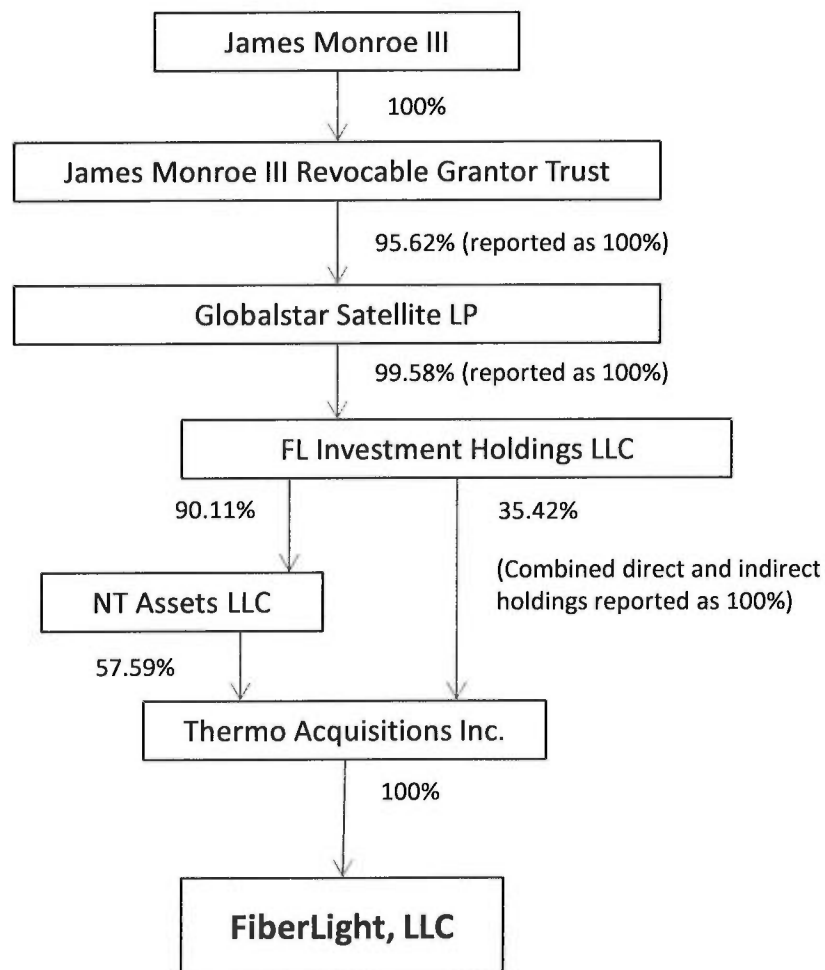


Exhibit B

FiberLight, LLC Articles of Formation

Delaware

PAGE 1

The First State

I, HARRIET SMITH WINDSOR, SECRETARY OF STATE OF THE STATE OF DELAWARE, DO HEREBY CERTIFY THE ATTACHED IS A TRUE AND CORRECT COPY OF THE CERTIFICATE OF FORMATION OF "FIBERLIGHT, LLC", FILED IN THIS OFFICE ON THE EIGHTEENTH DAY OF MARCH, A.D. 2005, AT 11:30 O'CLOCK A.M.



3942271 8100

050229192

Harriet Smith Windsor
Harriet Smith Windsor, Secretary of State

AUTHENTICATION: 3776587

DATE: 03-30-05

State of Delaware
Secretary of State
Division of Corporations
Delivered 11:30 AM 03/18/2005
FILED 11:30 AM 03/18/2005
SRV 050229192 - 3942271 FILE

STATE of DELAWARE
LIMITED LIABILITY COMPANY
CERTIFICATE of FORMATION

- First: The name of the limited liability company is FiberLight, LLC
- Second: The address of its registered office in the State of Delaware is 1209 Orange Street in the City of Wilmington 19801. The name of its Registered agent at such address is The Corporation Trust 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 _____.")
- Fourth: (Insert any other matters the members determine to include herein.)

In Witness Whereof, the undersigned have executed this Certificate of Formation this
17th day of March, 2005.

By: James M. Zimmerman
Authorized Person(s)

Name: James M. Zimmerman
Typed or Printed

Exhibit C

**FiberLight, LLC Authority to
Transact Business in Tennessee**



Tre Hargett
Secretary of State

Division of Business Services

Department of State

State of Tennessee
312 Rosa L. Parks AVE, 6th FL
Nashville, TN 37243-1102

RANDALL COVARD

December 21, 2018

RANDALL COVARD

SUITE 100

11700 GREAT OAKS WAY

ALPHARETTA, GA 30022

Request Type: Certificate of Existence/Authorization

Issuance Date: 12/21/2018

Request #: 0300475

Copies Requested: 1

Document Receipt

Receipt #: 004426963

Filing Fee: \$20.00

Payment-Credit Card - State Payment Center - CC #: 3746367358

\$20.00

Regarding: FiberLight, LLC

Filing Type: Limited Liability Company - Foreign

Control #: 989361

Formation/Qualification Date: 10/10/2018

Date Formed: 03/18/2005

Status: Active

Formation Locale: DELAWARE

Duration Term: Perpetual

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

FiberLight, 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, interest, 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 #: 031163728

Exhibit D

Name and Address of Principal Corporate Officers

Exhibit D

Name and Address of Principal Corporate Officers

All of FiberLight's principal corporate officers listed below can be contacted at the following business address:

FiberLight, LLC
11700 Great Oaks Way
Suite 100
Alpharetta, GA 30022

The following are the names and additional contact information for FiberLight's principal company officers:

Don MacNeil
Chief Executive Officer
Phone: (678) 824-6636
Email: Don.MacNeil@FiberLight.com

Kevin B. Coyne
Chief Financial Officer
Phone: (678) 824-6636
Email: Kevin.Coyne@FiberLight.com

Ronald Kormos
Chief Strategy Officer
Phone: (678) 824-6636
Email: Ron.Kormos@FiberLight.com

Tony D. Cash
Executive Vice President and General Counsel
Phone: (678) 824-6625
Email: Tony.Cash@FiberLight.com

Marc Dyman
Executive Vice President & Chief Revenue Officer
Phone: (678) 824-6636
Email: Mrc.Dyman@FiberLight.com

Exhibit E

**Management Biographies Demonstrating Managerial
and Technical Qualifications**

FiberLight Management Biographies

Don MacNeil – Chief Executive Officer

Don MacNeil has over 25 years of experience in network architecture and design; network engineering, access and optimization; customer operations; produce and more. In his role as Chief Operating Officer for FiberLight, he will be responsible leading revenue growth efforts, enhancing the customer experience, and expanding the company's network and product portfolio.

Before joining FiberLight, Don served as Chief Technology Officer for EdgeConneX, where he was responsible for identifying the introducing new technologies and product capabilities to address evolving data center needs. His industry experience also includes roles as EVP, Chief Operating Officer, CMO and Vice President of Carrier Services Operations during a 15-year tenure with XO Communications. Don retired from the United States Navy in 2013, where his duties as a Surface Warfare Officer included serving at-sea in operational leadership roles as well as various leadership roles in weapon system design and procurement.

Don has an MBA, Business Administration from William and Mary and a Master's Degree of Physics from the United States Naval Postgraduate School. He completed his BS in Naval Architecture from the United States Naval Academy.

Kevin B. Coyne – Chief Operating Officer

Kevin Coyne is a founding member of the FiberLight team. In his capacity as CFO, Kevin Coyne manages the day-to-day activities of the organization's finance, tax, accounting and treasury functions.

Before joining ACSI NT in 1998, Kevin was with Deloitte & Touches, LLP. He worked for 10 years as a public accountant serving high exposure clients such as Nextel and Cendant Corporation. At the end of 2002, he joined Internap Network Services Corporation as Vice President of Finance where he restructured \$25 million of capital leases and participated in a \$10 million common pipe transaction.

Kevin Coyne earned his M.S. in Taxation at University of Baltimore and his B.S. in Accounting at Towson State University. He is a Certified Public Accountant and a member of the American Institute of Certified Public Accountants.

Ronald Kormos – Chief Strategy Officer

Ron Kormos is a founding member of FiberLight and has been with the organization since 2000. After serving as FiberLight's Chief Development Officer for five years, Ron Kormos was promoted to President of Texas Operations in 2013 and named FiberLight's Chief Strategy Officer in 2014. Ron Kormos began his FiberLight career as Vice President of Construction

with FiberLight's predecessor ACSI NT, in 2000. With ACSI NT and Xspedius Communications, he also served as Vice President of Operations.

Ron Kormos is a 30 year veteran of the utility construction industry, with a specialized background in the placing, splicing and testing of fiber optics. He also has 20 years of experience in operational budgeting and contract management.

Marc Dyman – Executive Vice President and Chief Revenue Officer

Marc Dyman has over 25 years' experience in sales – including executive sales leadership – marketing, product management and sales operations. In his role as FiberLight's Chief Revenue Officer, he will be responsible for developing and implementing go-to-market strategies in support of revenue growth, revenue management, marketing, product development and customer satisfaction. Marc will bring to the position his reputation for as a results-driven leadership and his talents in executive successful sales strategies which drive sustainable long-term results.

Prior to joining FiberLight, Marc served as Senior Vice President of Sales for Digital Realty Trust, where he oversaw the team responsible for network operators, cloud service providers, MSOs, MNOs, IaaS providers, international carriers, gaming companies, CDNs and other large content players. His telecom and technology experience also includes leading Time Warner Cable's wholesale business as Vice President of Sales, where he focused on fiber access and mobile backhaul infrastructure solutions, as well as various executive leadership roles within XO Communications, including roles as Vice President of Carrier Services and Vice President of Enterprise Sales.

Tony D. Cash – Executive Vice President and General Counsel

Tony Cash has worked in the telecommunications industry for over 20 years. Prior to becoming FiberLight's General Counsel in 2012, he previously held positions with AT&T and BellSouth, co-founded and served as General Counsel for technology licensing company Fero Networks and practiced law privately for 10 years.

Tony Cash attended Clemson University (B.A.), Duke University (M.B.A.) and Georgia State University (J.D.).

Tony Cash is a member of the State Bar of Georgia and the American Bar Association. He is admitted to practice in the following courts: Georgia Superior Courts, Georgia Court of Appeals, Supreme Court of Georgia, U.S. District Court for the Northern District of Georgia, U.S. District Court for the Middle District of Georgia and U.S. Court of Appeals for the Eleventh District.

Jay Anderson – Chief Engineer

Jay Anderson has more than 17 years of Networking Engineering and Management Leadership experience within the telecommunications industry. As FiberLight's Senior Vice President of Engineering, he leads the company in network design, planning and evolution in addition to steering alignment across functional teams throughout the business. During his tenure at

FiberLight, Jay has held multiple other responsibilities, through which he has promoted organizational growth via new initiatives and effective use of processes and software.

Prior to joining FiberLight, Jay was Director of Regional Engineering for FiberTower LLC, where he managed a team of engineers focused on planning, designing and implementing backhaul networks supporting the major Wireless Carriers in the United States. Other past experiences include Bluegrass Cellular and AT&T Wireless where he designed and managed cellular and backhaul networks.

Jay is a graduate of the Louisiana Tech University, where he earned as B.S. In Electrical Engineering.

Exhibit F

CONFIDENTIAL

**Financial Summary, Audited Financial Statements
and Projected Financial Statements**

Exhibit G

CONFIDENTIAL

Capital Expenditure Budget

FiberLight Capital Expenditure Budget

FiberLight will supplement this Application with its Confidential Tennessee capital expenditure budget for 2019, 2020, and 2020, indicating the type of equipment to be purchased, cost, and sources for funding of projected capital expenditures.

Exhibit H

Surety Bond/Letter of Credit

Exhibit H

Surety Bond/Letter of Credit

In accordance with T.C.A. § 65-4-125(j), Applicant will supplement this Application at the appropriate time with a corporate surety bond or irrevocable letter of credit, as applicable.

Exhibit I

FiberLight, LLC Small and Minority-Owned Telecommunications Business Participation Plan

Exhibit I

FiberLight, LLC Small and Minority-Owned Telecommunications Business Participation Plan

Pursuant to T.C.A. § 65-5-112, as amended, FiberLight, LLC ("FiberLight") submits this small and minority-owned telecommunications business participation plan ("Plan") as Exhibit I to its Application for a Certificate of Public Convenience and Necessity to provide competing local exchange services in Tennessee.

I. PURPOSE

The purpose of § 65-5-112, T.C.A. is to provide opportunities for small and minority-owned businesses to provide goods and services to telecommunications service providers. FiberLight is committed to the goals of § 65-5-112, T.C.A. and to taking steps to support the participation of small and minority-owned telecommunications businesses in the telecommunications industry. FiberLight 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, FiberLight will make efforts to identify and inform minority-owned and small businesses that are qualified and capable of providing goods and services to FiberLight of such opportunities.

Once it begins operations, FiberLight will contact 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, FiberLight 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

The following definitions are as defined in § 65-5-112, T.C.A.:

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

FiberLight's 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 FiberLight's full efforts to provide equal opportunities for small and minority-owned businesses.

The Administrator of the Plan will be:

Tony D. Cash
Executive Vice President and General Counsel
FiberLight, LLC
11700 Great Oaks Way
Suite 100
Alpharetta, GA 30022
Phone: (678) 824-6625
Email: Tony.Cash@FiberLight.com

The Administrator's responsibilities will include:

- (1) Maintaining an updated Plan in full compliance with T.C.A. § 65-5-112 and the rules and orders of the Tennessee Public Utility Commission.
- (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 Public Utility Commission, including the filing of required annual updates.
- (4) Serving as the primary liaison to and cooperating with the Tennessee Public Utility Commission, 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 T.C.A. § 65-5-112.
- (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 cooperating in any authorized surveys as required by the Tennessee Public Utility Commission.
- (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 FiberLight 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

FiberLight will maintain records of qualified small and minority-owned business and efforts to use the goods and services of such businesses. In addition, FiberLight will maintain records of educational and training activities conducted or attended and of the internal procurement procedures adopted to support this plan.

FiberLight will submit records and reports required by the Tennessee Public Utility Commission concerning the Plan. Moreover, FiberLight will cooperate fully with any surveys and studies required by the Tennessee Public Utility Commission.

By: Tony Cash
Administrator

Dated: December 21, 2018

Exhibit J
Toll Dialing Parity Plan

FiberLight Toll Dialing Parity Plan

Fiberlight will file its toll dialing parity plan in advance of FiberLight provisioning voice grade services, consistent with FCC Docket No. 96-98.

Exhibit K

**Service List of Tennessee
Incumbent Local Exchange Carriers**

Service List of Tennessee
Incumbent Local Exchange Carriers

1. Ardmore Telephone Company, Inc.
P.O. Box 549
517 Ardmore Avenue
Admore, TN 38449
2. BellSouth Telecommunications, Inc.
333 Commerce Street
Nashville, TN 37201-3300
3. CenturyTel of Adamsville
P.O. Box 405
116 Oak Street
Adamsville, TN 38310
4. CenturyTel of Claiborne
P.O. Box 100
507 Main Street
New Tazewell, TN 37825
5. CenturyTel of
Ooltewah-Collegedale, Inc.
5616 Main Street
Ooltewah, TN 37363
6. Citizens Telecommunications
Company of Tennessee
P.O. Box 770
300 Bland Street
Bluefield, WV 24701
7. Citizens Telecommunications
Company of the Volunteer State
P.O. Box 770
300 Bland Street
Bluefield, WV 24701
8. Loretto Telephone Company, Inc.
P.O. Box 130
Loretto, TN 38469
9. Millington Telephone Company, Inc.
4884 Navy Road
Millington, TN 38083

10. Sprint-United
112 Sixth Street
Bristol, TN 37620
11. TDS Telecom-Concord Telephone
Exchange, Inc.
P.O. Box 22610
701 Concord Road
Knoxville, TN 37933-0610
12. TDS-Telecom-Humphreys County
Telephone Company
P.O. Box 552
203 Long Street
New Johnsonville, TN 37134-0552
13. TDS Telecom-Tellico Telephone
Company
P.O. Box 9
102 Spence Street
Tellico Plains, TN 37385-0009
14. TDS Telecom-Tennessee Telephone
Company
P.O. Box 18139
Knoxville, TN 37928-2139
15. TEC-Crockett Telephone Company,
Inc.
P.O. Box 7
Friendship, TN 38034
16. TEC-People's Telephone Company,
Inc.
P.O. Box 310
Erin, TN 37061
17. TEC-West Tennessee Telephone
Company, Inc.
P.O. Box 10
244 E Main Street
Bradford, TN 38316
18. United Telephone Company
P.O. Box 38
120 Taylor Street
Chapel Hill, TN 37034

Exhibit L

Numbering Issues Statement

FiberLight Numbering Issues Statement

1. What is your company's expected demand for NXXs per NPA within a year of approval of your application?

FiberLight expects to be primarily focused on building network facilities within the first year of approval of this Application. As such, FiberLight does not expect to have any demand for NXXs assigned to it within a year of approval.

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

When FiberLight initiates switched services in Tennessee, we would initially expect to require no more than three NXX's.

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

FiberLight will likely provide service in NPAs served by AT&T Tennessee. FiberLight will initially be providing dedicated dark fiber and special access services. As such, at this time, FiberLight cannot estimate its precise entry date for switched services or the exact NPAs where FiberLight would enter the market.

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

Yes, FiberLight will sequentially assign telephone numbers within its NXXs.

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

FiberLight would plan on working closely with code and number pooling administrators in order to conserve numbering resources. FiberLight would expect to follow all numbering rules and numbering administration guidelines to conserve numbering resources and ensure that it does not contribute to number exhaust problems.

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?

FiberLight uses an 80% fill rate threshold before requesting new number resources.

Exhibit M

Tennessee Specific Operational Issues

Tennessee Specific 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.

FiberLight will initially mirror the local calling areas of AT&T Tennessee ("AT&T") for its local service offerings. In order to comply with TCA 65-21-114, FiberLight will provide the same countywide toll-free calling arrangements as AT&T. FiberLight will do so, in part, by entering its telephone numbers into the Tennessee County Wide Calling database. This will ensure that any telephone call made between two (2) points in the same county in Tennessee by FiberLight customers shall be classified as toll-free and shall not be billed to any customer.

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

Yes, the Applicant is aware of the database and the procedures involved.

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

Yes, FiberLight is aware of the local calling areas of the Incumbent Local Exchange Carriers ("ILECs") in its proposed service areas.

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.

FiberLight intends to mirror the local calling areas of the ILECs in the service areas where FiberLight intends to compete. This will assure that FiberLight customers will not be billed long distance charges for calls within the metro calling areas.

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

Ms. Carla Hicks
Paralegal
11700 Great Oaks Way, Suite 100
Alpharetta, GA 30022
Telephone: 1(800) 672-0181
Facsimile: (678) 366-0411
Email: Legal@FiberLight.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?

FiberLight does not currently intend to telemarket its services in Tennessee. If at some time in the future FiberLight decides to market its services through telemarketing, FiberLight will

comply with Tennessee statutes and regulations, including TCA §65-4-401 et seq. and Chapter 1220-4-11.

Exhibit N

Pre-Filed Testimony of Tony Cash

**BEFORE THE
TENNESSEE PUBLIC UTILITY COMMISSION
NASHVILLE, TENNESSEE**

IN THE MATTER OF THE APPLICATION)
OF FIBERLIGHT, LLC FOR A CERTIFICATE) DOCKET NO. _____
TO PROVIDE COMPETING LOCAL)
TELECOMMUNICATION SERVICES)

PRE-FILED TESTIMONY OF TONY CASH

I, Tony Cash, do hereby testify as follows in support of the Application of FiberLight, LLC (“FiberLight”) 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 full name, business address, and position.

A: My name is Tony Cash. My business address is 1700 Great Oaks Way, Suite 100
Alpharetta, GA 30022. I am Executive Vice President (“EVP”) and General Counsel of
FiberLight.

Q: Please briefly describe your duties.

A: My responsibility as EVP and General Counsel is to guide the company’s stakeholders and executive leadership on organizational business practices and other decision-making activities. In addition, I oversee all of FiberLight’s legal, regulatory, and human resource functions.

Q: Please describe your business experience and educational background.

A: I have a breadth of legal knowledge built on twenty years of prior in-house telecommunications experience with both AT&T and BellSouth, experience founding a startup technology licensing company, and a decade working in private practice. I have received degrees from Clemson University (BA), Duke University (MBA), and Georgia State University (JD).

Q: Are all statements in FiberLight's application true and correct to the best of your knowledge, information and belief?

A: Yes.

Q: Please describe the current corporate structure of FiberLight, LLC.

A: FiberLight, LLC is virtually 100% (greater than 99%) owned by Thermo Acquisitions, Inc., more than 90% of which is owned by two entities, NT Assets, LLC and FL Investment Holdings, LLC. Additional detail relating to FiberLight's corporate structure is contained in **Exhibit A** to the Application.

Q: Does FiberLight possess the requisite managerial, financial, and technical abilities to provide the services for which it has applied for authority?

A: FiberLight has decades of experience in designing, engineering, building, and optimizing fiber optic networks. FiberLight designs, builds, and deploys mission-critical networks and responsive customer experiences for customers ranging from the nation's largest wireless carriers to enterprise and small businesses. Formed in 2005, FiberLight has deployed network to 430 cities, 931 on-net buildings, 1,116 towers, and 121 on-net data centers. As detailed in FiberLight's audited 2017 financials, attached to FiberLight's Application as **Exhibit F**, FiberLight is financially qualified to successfully provide local service in Tennessee. FiberLight has an experienced management team (*see* Exhibit E), with operational, engineering, financial and legal expertise, that provides the requisite managerial and technical capacity to provide local service in Tennessee.

Q: Please describe FiberLight's financial qualifications.

A: FiberLight's financials are detailed in its 2017 audited financials, attached to FiberLight's application as **Exhibit F**. A summary of FiberLight's recent financial highlights is also included in **Exhibit F**.

Q: Please describe FiberLight's managerial and technical qualifications.

A: FiberLight has the requisite managerial and technical qualifications to provide local service in Tennessee as demonstrated by the management bios provided as **Exhibit E** to the Application. As described in the attached biographical information, FiberLight's management team has extensive management and business experience in telecommunications. Based on my telecommunications experience detailed above, I am responsible for all legal and regulatory matters and Kevin Coyne, has substantial financial experience in the telecommunications industry. As noted in the management biographies of FiberLight's principal officers, FiberLight also features several officers with extensive backgrounds and decades of experience in telecommunications operations and engineering, including Don MacNeil (CEO), Ron Kormos (Chief Strategy Officer), and Jay Anderson (SVP, Engineering). With these experienced professionals, 14,000 route miles of fiber already built throughout its markets, and bandwidth options up to 100 Gbps, FiberLight is both technically and managerially qualified to provide local exchange service in Tennessee.

Q: What services will FiberLight offer?

A: Initially, FiberLight's services will include lit transport services, dark fiber, wireless backhaul, dedicated Internet access, and Ethernet carrier-to-carrier network-to-network interfaces. FiberLight may also provide more traditional basic local exchange and long distance services at some time in the future.

Q: Does FiberLight 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: FiberLight is seeking statewide certification. However, FiberLight has no intention to offer basic switched local exchange service in areas served by any incumbent local exchange telephone company with fewer than 100,000 total access lines at this time.

Q: Will the granting of a certificate of convenience and necessity to FiberLight serve the public interest?

A: Yes, as detailed in FiberLight's application for a certificate of convenience and necessity, grant of this certificate to FiberLight will serve the public interest. By granting FiberLight's Application, the Commission 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, FiberLight's intrastate services will provide Tennessee customers increased efficiencies and cost savings. Authorizing FiberLight to provide local exchange telecommunications services will enhance materially the telecommunications infrastructure in the State of Tennessee and will facilitate economic development.

FiberLight will deploy and expand competitive telecommunications infrastructure in Tennessee, providing customers high quality, cost effective telecommunications services, with an emphasis on customer service. In addition to driving prices closer to cost, thereby ensuring just and reasonable rates, competition by FiberLight in Tennessee will also promote efficiency in the delivery of services and in the development of innovative new services. While providing these direct benefits in terms of the value of new competitive services, FiberLight's competitive

presence will also provide an incentive for other incumbent and competitive telecommunications providers in Tennessee to operate more efficiently, offer more innovative services, reduce their prices, and improve their quality of service. Accordingly, for all these reasons, grant of this Application will serve the public interest.

Q: Does FiberLight intend to comply with all Tennessee Public Utility Commission rules, statutes, and orders pertaining to the provision of telecommunications services in Tennessee, including those for disconnection and reconnection of service?

A: Yes, FiberLight intends to comply with all Commission rules, statutes and orders.

Q: Has any state ever denied FiberLight or one of its affiliates authorization to provide intrastate service?

A: No.

Q: Has any state ever revoked the certification of FiberLight or one of its affiliates?

A: No.

Q: Has FiberLight 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 FiberLight's operations and will serve as FiberLight's regulatory and customer service contact?

A: Randall Covard, Esq., FiberLight Corporate Counsel is knowledgeable about FiberLight's operations and will serve as FiberLight's regulatory contact. Mr. Covard's complete contact information is contained in FiberLight's Application. In addition, FiberLight understands the importance of effective customer service for local service and other customers. FiberLight has made arrangements for its customers to call the company at its toll-free

customer service number: 1-800-672-0181. In addition, customers may contact the company via email at NOC@FiberLight.com.

Q: Please explain in detail FiberLight's proposed procedures for responding to information requests from the Commission and its staff.

A: Information requests from the Commission and its staff will be handled by Randall Covard, Esq., Corporate Counsel. Randall reports directly to me and Randall will work with me with respect to any requests that require my attention.

Q: Does this conclude your testimony?

A: Yes it does.

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

Tony Cash
Executive Vice President and General Counsel
FiberLight, LLC

Respectfully submitted this _____ day of _____, _____.

Notary Public

State of Georgia

County of _____

My commission expires _____

**BEFORE THE
TENNESSEE PUBLIC UTILITY COMMISSION
NASHVILLE, TENNESSEE**

IN THE MATTER OF THE APPLICATION)
OF FIBERLIGHT, LLC FOR A CERTIFICATE)
TO PROVIDE COMPETING LOCAL)
TELECOMMUNICATION SERVICES)

DOCKET NO. _____

NOTICE OF FILING

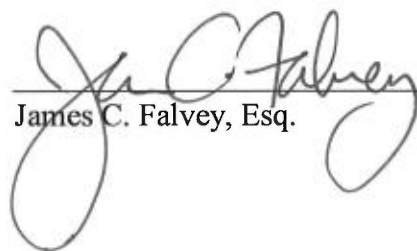
TO: ALL INCUMBENT LOCAL EXCHANGE CARRIERS (ILECS)

PLEASE TAKE NOTICE, that in accordance with the Tennessee Public Utility Commission Rules for the Provision of Competitive Intrastate Telecommunications Services, you are hereby given notice that on December 21, 2018, FiberLight, LLC filed an Application for a Certificate of Public Convenience and Necessity to Provide Competing Local Telecommunications Services.

This 21st day of December 21, 2018.

FiberLight, LLC

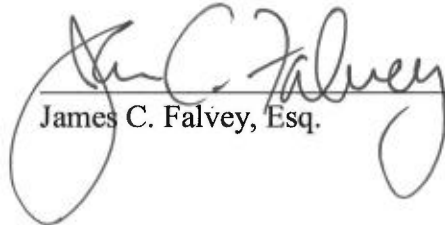
BY: _____


James C. Falvey, Esq.

CERTIFICATE OF SERVICE

I hereby certify that I have this day served a notice of the filing upon the enclosed list of incumbent local exchange carriers operating in the state of Tennessee, by mailing such copy by first class mail, postage prepaid or equivalent service.

This 21st day of December, 2018.



James C. Falvey, Esq.

List of Tennessee Incumbent Local Exchange Carriers

1. Ardmore Telephone Company, Inc.
P.O. Box 549
517 Ardmore Avenue
Admore, TN 38449
2. BellSouth Telecommunications, Inc.
333 Commerce Street
Nashville, TN 37201-3300
3. CenturyTel of Adamsville
P.O. Box 405
116 Oak Street
Adamsville, TN 38310
4. CenturyTel of Claiborne
P.O. Box 100
507 Main Street
New Tazewell, TN 37825
5. CenturyTel of
Ooltewah-Collegedale, Inc.
5616 Main Street
Ooltewah, TN 37363
6. Citizens Telecommunications
Company of Tennessee
P.O. Box 770
300 Bland Street
Bluefield, WV 24701
7. Citizens Telecommunications
Company of the Volunteer State
P.O. Box 770
300 Bland Street
Bluefield, WV 24701
8. Loretto Telephone Company, Inc.
P.O. Box 130
Loretto, TN 38469
9. Millington Telephone Company, Inc.
4884 Navy Road
Millington, TN 38083

10. Sprint-United
112 Sixth Street
Bristol, TN 37620
11. TDS Telecom-Concord Telephone
Exchange, Inc.
P.O. Box 22610
701 Concord Road
Knoxville, TN 37933-0610
12. TDS-Telecom-Humphreys County
Telephone Company
P.O. Box 552
203 Long Street
New Johnsonville, TN 37134-0552
13. TDS Telecom-Tellico Telephone
Company
P.O. Box 9
102 Spence Street
Tellico Plains, TN 37385-0009
14. TDS Telecom-Tennessee Telephone
Company
P.O. Box 18139
Knoxville, TN 37928-2139
15. TEC-Crockett Telephone Company,
Inc.
P.O. Box 7
Friendship, TN 38034
16. TEC-People's Telephone Company,
Inc.
P.O. Box 310
Erin, TN 37061
17. TEC-West Tennessee Telephone
Company, Inc.
P.O. Box 10
244 E Main Street
Bradford, TN 38316
18. United Telephone Company
P.O. Box 38
120 Taylor Street
Chapel Hill, TN 37034