

FARRIS BOBANGO, PLC

ATTORNEYS AT LAW

Nashville • Memphis

PHILIPS PLAZA  
414 UNION STREET, SUITE 1105  
NASHVILLE, TENNESSEE 37219

20-00119

(615) 726-1200 telephone • (615) 726-1776 facsimile

Tyler A. Cosby  
tcosby@farris-law.com

(615) 687-4225 (direct)

October 19, 2020

**VIA ELECTRONIC FILING**

Chairman Kenneth C. Hill  
c/o Ectory Lawless  
Tennessee Public Utilities Commission  
502 Deaderick Street, 4<sup>th</sup> Floor  
Nashville, TN 37243

**RE:** *Uniti Dark Fiber LLC's Application for a Certificate to Provide  
Competing Local Exchange and Interexchange Telecommunications  
Services*

Dear Chairman Hill:

Attached for filing, please find Uniti Dark Fiber LLC's Application for a Certificate to Provide Competing Local Exchange and Interexchange Telecommunications Services.

As required, I have mailed the original and four (4) copies to the TPUC office. Please let us know if you require any additional information.

Sincerely,



Tyler A. Cosby

Encls.

Cc: Stephany Fan

IN RE: )  
)  
)  
)  
UNITI DARK FIBER LLC )  
)  
)  
FOR A CERTIFICATE OF CONVENIENCE )  
AND NECESSITY TO PROVIDE COMPETING )  
LOCAL EXCHANGE AND INTEREXCHANGE )  
TELECOMMUNICATIONS SERVICES )

Docket No. 20-00119

Pursuant to applicable Tennessee Statutes and the Rules and Regulations of the Tennessee Public Utility Commission (“Commission”) and Section 253 of the Federal Telecommunications Act of 1996 (“Telecommunications Act of 1996”), Uniti Dark Fiber LLC (“Uniti Dark Fiber” or “Applicant”), by and through counsel, respectfully requests that the Commission grant Uniti Dark Fiber authority to provide competing local exchange and interexchange telecommunications service throughout the State of Tennessee. Applicant is willing and able to adhere to all applicable Commission policies, rules, and orders pertaining to the provision of competing local exchange and interexchange telecommunications services as specified in TCA §65-4-201.

The State of Tennessee has adopted a policy of allowing competition in the local and long-distance telecommunications markets, recognizing that it is in the public interest to develop effective competition to ensure that all consumers will have access to high quality, low cost, and innovative telecommunications services. The federal Telecommunications Act of 1996 also

seeks to promote competition and reduce regulation in order to secure lower prices and higher quality telecommunications services for American consumers. Both goals will be promoted by granting this Application.

The Applicant submits the following information in support of its Application:

1. **The full name, address, and contact information for the Applicant:**

Uniti Dark Fiber LLC  
10802 Executive Center Drive  
Benton Bldg., Suite 300  
Little Rock, AR 72211  
Tel: 501-850-0820  
Fax: 501-537-0769

Questions concerning this application should be directed to:

Charles B. Welch, Jr.  
Farris Bobango  
414 Union Street, Suite 1105  
Nashville, TN 37219  
Tel: 615-726-1200  
Fax: 615-726-1776  
[cwelch@farris-law.com](mailto:cwelch@farris-law.com)

With a copy to:

Ronald W. Del Sesto, Jr.  
Stephany Fan  
Morgan Lewis & Bockius LLP  
1111 Pennsylvania Ave., N.W.  
Washington, DC 20004  
Tel: 202-739-3000  
Fax: 202-739-3001  
[ronald.delsesto@morganlewis.com](mailto:ronald.delsesto@morganlewis.com)  
[stephany.fan@morganlewis.com](mailto:stephany.fan@morganlewis.com)

Contact name and address at the Company is:

Jeffrey R. Strenkowski  
Vice President, Deputy General Counsel of Governmental Affairs  
Uniti Group Inc.  
10802 Executive Center Drive  
Benton Building, Suite 300

Little Rock, Arkansas 72211  
Tel: 501-458-4397  
[jeffrey.strenkowski@uniti.com](mailto:jeffrey.strenkowski@uniti.com)

2. **Organizational Chart of Corporate Structure: Include any pertinent acquisition or merger information.**

Attached as **Exhibit A** is an organizational chart of the Company's corporate structure.

3. **Corporate Information**

Applicant is a Delaware limited liability company formed on December 2, 2015 as "CSL Fiber LLC." On November 7, 2016, the company changed its name to "Uniti Fiber LLC." On March 6, 2017, the company changed its name again to "Uniti Dark Fiber LLC." A copy of its formation documents is attached hereto as **Exhibit B**. A copy of Applicant's Certificate of Authority to Transact Business as a foreign corporation in Tennessee is attached hereto as **Exhibit C**. Applicant is indirectly and wholly owned by Uniti Group Inc. ("Uniti Group" and together with its subsidiaries, "Uniti"), a Maryland corporation (NASDAQ: UNITI) headquartered in 10802 Executive Center Drive Benton Bldg., Suite 300, Little Rock, AR 72211. Uniti Group is a publicly traded real estate investment trust that engages in the acquisition and construction of infrastructure utilized by the communications industry. Uniti Group does not provide telecommunications services in its own right. It owns and operates a number of licensed telecommunications providers in the District of Columbia and a number of states.

The following is a list of Applicant's corporate officers and directors:

<b>Name</b>	<b>Title</b>
Kenneth Gunderman	President and Chief Executive Officer
Mark Wallace	Executive Vice President – Chief Financial Officer and Treasurer
Daniel Heard	Executive Vice President – General Counsel and Secretary
Mike Friloux	Senior Vice President – Chief Technology Officer
Ronald J. Mudry	Senior Vice President – Chief Revenue Officer
Andy Newton	Senior Vice President – Fiber Operations
Greg Ortyl	Senior Vice President – Leasing Strategy
Blake Schuhmacher	Senior Vice President – Chief Accounting Officer
Keith Harvey	Senior Vice President – Deputy General Counsel
Jennifer Ragsdale	Senior Vice President – Human Resources
Allison Taylor	Senior Vice President – Operations
Arnoud Krijt	Senior Vice President – Corporate Development
Sasibeh Beyene	Senior Vice President – Tax
Jeffrey Strenkowski	Vice President – Deputy General Counsel of Governmental Affairs
Julie Plowman	Vice President – Deputy General Counsel
Kelly McGriff	Vice President – Deputy General Counsel
Ricky Chura	Vice President – Chief Information Officer
William Ditullio	Vice President – Investor Relations and FP&A



### **Directors**

Kenny Gunderman - President and Chief Executive Officer  
Francis X. (Skip) Frantz - Chairman  
David Solomon - Director  
Jennifer Banner - Director  
Scott Bruce - Director  
Carmen Perez-Carlton – Director

All officers and directors may be reached at Applicant's principal place of business provided above. There are no principal officers in Tennessee. Further, biographies of key management personnel are provided in **Exhibit D**.

#### **4. Uniti Dark Fiber possesses the managerial, technical, and financial ability to provide local telecommunications service in the State of Tennessee.**

Uniti Dark Fiber possesses the requisite technical, financial and managerial capabilities to operate as a competitive telecommunications provider. These capabilities are explained in detail below.

##### **A. Financial Qualifications and Surety Bond**

Given that Applicant does not maintain financial statements separate from the consolidated financial statements of Applicant's parent company, Uniti Group Inc., for purposes of this Application, Applicant will rely on the financial statements of Uniti Group Inc. to demonstrate Applicant's financial qualification to operate within the State of Tennessee. Uniti Group's 10-K is available at: [https://www.sec.gov/Archives/edgar/data/0001620280/000156459020010520/unit-10k\\_20191231.htm](https://www.sec.gov/Archives/edgar/data/0001620280/000156459020010520/unit-10k_20191231.htm). As shown, Applicant is financially qualified to operate within the State of Tennessee.

T.C.A. § 65-4-125 requires the filing of a surety bond in the amount of twenty thousand dollars (\$20,000) to secure the payment of any monetary sanction imposed in any proceeding brought under this title or the Consumer Telemarketing Protection Act of 1990. Applicant will provide a bond in favor to the Commission in the amount of \$20,000 prior to beginning operations in Tennessee.

##### **B. Managerial Qualifications**

Applicant is managerially qualified to provide competitive local exchange and competitive intrastate telecommunications services in Tennessee. Applicant will be managed by the management team of its ultimate parent company, Uniti Group Inc., which will provide extensive telecommunications business, technical, and managerial expertise to Applicant. Biographies of key management personnel of Applicant, who are responsible for the Applicant's operations, are attached as **Exhibit D**.

**C. Technical Qualifications**

Applicant will satisfy the minimum standards established by the Commission. To the extent required, Applicant will file and maintain tariffs in the matter prescribed by the Commission and will meet minimum basic local standards, including quality of service and billing standards required of all Local Exchange Carriers regulated by the Commission. Applicant will not require Customers to purchase CPE which cannot be used with the Incumbent Local Exchange Carrier's systems. As noted in the biographies provided in Exhibit D, applicant's operations will be overseen by a well-qualified management team with substantial telecommunications experience and technical expertise.

**5. Proposed Service Area**

Applicant proposes to offer services throughout the State of Tennessee. Applicant has not been denied authority to provide telecommunications services in any state, nor has any state revoked the authority of Applicant to operate therein. Applicant does not hold any authority from the Federal Communications Commission.

Uniti Dark Fiber seeks authority to provide competing local exchange and interexchange non-voice telecommunications services throughout the State of Tennessee to and from all points that are currently or become open to competition. At this time, Uniti Dark Fiber does not seek to terminate any small or rural exemptions existing under Section 251(f)(1) of the Federal Telecommunications Act of 1996; however, Uniti Dark Fiber seeks statewide authority so that it may expand its service areas as those areas become open to competition.

**6. Types of Local Exchange Service To Be Provided**

Applicant is primarily engaged in the provision of communications capacity services to large enterprise and carrier customers. The company may sell such capacity from the network owned by its affiliates, including Uniti National, Uniti Fiber, and other entities owned by its corporate parent, Uniti Group Inc. Applicant does not currently anticipate providing any telecommunications services in Tennessee besides private line services (i.e., high-capacity backhaul Ethernet), but may provide other arrangements such as dark fiber, fiber spectrum leases, or other high-capacity services.<sup>1</sup>

Uniti Dark Fiber will primarily serve enterprise and carrier customers. Uniti Dark Fiber does not have plans to provide retail switched voice services, including dial-tone to end-user customers in Tennessee. In the event that Applicant decides to expand its

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<sup>1</sup> Please note that Applicant's affiliate, Uniti National LLC, is filing an application with the Commission seeking similar authority as this application filed by Uniti Dark Fiber. Uniti Dark Fiber will primarily be engaged in the provision of network capacity and services utilizing Uniti Fiber's network footprint in Tennessee and nationwide. Uniti National will primarily be engaged in the similar provision of network capacity and services utilizing the extra network capacity from the fiber infrastructure that it is obtaining from a number of Windstream's competitive local exchange carriers as part of a settlement agreement between Uniti Group and Windstream.



services to include voice services as dictated by marketplace conditions, Applicant will seek such authority at that time and will provide those services required by Rule 1220-4-8-.04(3)(b). To the extent it provides voice services in the future, Applicant will provide emergency 911 services to its customers consistent with the applicable statutes and rules of the TPUC and the Federal Communications Commission and directory and operator assistance services to its customers consistent with the applicable statutes and rules of the TPUC and the Federal Communications Commission by contracting with a third-party entity. Applicant will not operate as an alternative operator service ("AOS") provider. To the extent it provides voice services in the future, Applicant will provide consumer access to and support for the Tennessee Relay Center in the same manner as incumbent local exchange companies, free blocking for 900 and 976 numbers, lifeline and linkup services to qualifying citizens, and educational discounts in existence as of June 6, 1995.

7. **Repair and Maintenance**

Uniti Dark Fiber will primarily rely on its affiliate, Uniti Fiber LLC, to perform network and equipment maintenance necessary to ensure compliance with any quality of service requirements and will comply with all applicable Commission rules, regulations and standards and will provide safe, reliable and high-quality telecommunications services within Tennessee. Customers with complaints or inquiries should contact the Company toll free at 877-652-2321, or by e-mail at [NOC@uniti.com](mailto:NOC@uniti.com), or by mail to:

Network Operations Center  
107 St. Francis Street, Ste. 1800  
Mobile, AL 36602

The Commission may also contact the persons provided in Question 1 for Uniti Dark Fiber's ongoing operations in Tennessee.

8. **Small and Minority-Owned Telecommunications Business Participation Plan**

As required pursuant to TCA § 65-5-112, attached as **Exhibit G** is Applicant's plan for purchasing goods and services from Small and Minority telecommunications businesses and information on programs to provide technical assistance to such businesses.

9. **Toll Dialing Parity Plan**

Not applicable. Applicant does not intend to provide voice services at this time.

10. **Notice Requirements**

Applicant has served notice of this Application to the eighteen (18) incumbent local exchange telephone Companies, as well as the Consumer Advocate and Protection Division of the Office of the Tennessee Attorney General with a statement regarding the

Company's intention to operate throughout the State of Tennessee. Attached as **Exhibit H** is the Notice and a Certificate of Service confirming compliance.

**11. Numbering Issues**

Please see the statement provided in **Exhibit I**.

**12. Tennessee Specific Operation Issues**

Please see the statement provided in **Exhibit J**.

**13. Miscellaneous and Supporting Documentation**

A. Attached as **Exhibit F** is the sworn pre-filed testimony of Jeffrey R. Strenkowski, Vice President and Deputy General Counsel of Governmental Affairs of Uniti Group, Inc.

B. Applicant will not collect deposits from its customers in the State of Tennessee.

C. As of the filing of this Application, Uniti Dark Fiber has not been the subject of any complaints in any of the states within which they are certified and currently providing service.

D. Subsequent to the approval of this Application, Uniti Dark Fiber will file any necessary tariffs prior to providing the proposed services within the State of Tennessee as outlined in this Application.

E. Applicant seeks authority to provide local services in all service territories that are open to competition. To the extent Uniti Dark Fiber provides such services, the exchanges are intended to mirror the exchange of the incumbent local exchange carrier in whose service territory Uniti Dark Fiber will provide service. Uniti Dark Fiber seeks authority to provide interexchange services statewide.

In conclusion, this application demonstrates that Uniti Dark Fiber possesses the technical, financial and managerial resources to provide resold local exchange and interexchange service in the State of Tennessee. Furthermore, granting this Application will promote the public interest by increasing the level of competition in the Tennessee telecommunications market. Ultimately, competition will compel all exchange telecommunications service providers to operate more efficiently and with resulting reduced prices for consumers. These benefits work to maximize the public interest by providing continuing incentives for carriers to reduce costs while simultaneously promoting the availability of potentially desirable services.

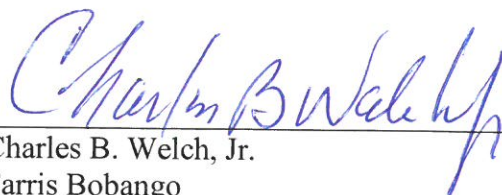
Wherefore, Uniti Dark Fiber respectfully requests that the Commission grant a Certificate of Convenience and Necessity as a competing telecommunications service provider and authority to provide competing local exchange and interexchange non-voice telecommunications services throughout the State of Tennessee in the service areas of the Incumbent Local Exchange Carriers that do not enjoy a rural exemption under Section 251(f) of the Telecommunications Act of



1996. For the reasons stated above, Uniti Dark Fiber's provision of these services would promote the public interest by providing high-quality service at competitive prices and by creating greater economic incentives for the development and improvement for all competing providers.

Respectfully submitted,

By:



Charles B. Welch, Jr.  
Farris Bobango  
414 Union Street, Suite 1105  
Nashville, TN 37219  
Tel: 615-726-1200  
Fax: 615-726-1776  
cwelch@farris-law.com

*Counsel for the Applicant*

Dated: October 9, 2020

## **EXHIBITS**

- Exhibit A** - Organizational Chart
- Exhibit B** - Formation Documents
- Exhibit C** - Authority to Transact Business
- Exhibit D** - Management Biographies
- Exhibit E** - Financial Information
- Exhibit F** - Sworn Pre-filed Testimony
- Exhibit G** - Small and Minority-Owned Telecommunications Business Participation Plan
- Exhibit H** - Notice of Application
- Exhibit I** - Numbering Issues
- Exhibit J** - Tennessee Specific Operational Issues

**Exhibit A**

**Organizational Chart**





**Exhibit B**

**Formation Documents**

# Delaware

The First State

Page 1

I, JEFFREY W. BULLOCK, 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 "CSL FIBER LLC", FILED  
IN THIS OFFICE ON THE SECOND DAY OF DECEMBER, A.D. 2015, AT  
6:38 O'CLOCK P.M.



  
Jeffrey W. Bullock, Secretary of State

5896639 8100  
SR# 20151165710

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

Authentication: 10539362  
Date: 12-03-15

**STATE OF DELAWARE  
LIMITED LIABILITY COMPANY  
CERTIFICATE OF FORMATION**

State of Delaware  
Secretary of State  
Division of Corporations  
Delivered 06:38 PM 12/02/2015  
FILED 06:38 PM 12/02/2015  
SR 20151165710 - File Number 5896639

December 2, 2015

First: The name of the limited liability company is CSL Fiber LLC.

Second: The address of its registered office in the State of Delaware is 1209 Orange Street in the City of Wilmington, Delaware 19801. The name of its registered agent at such address is The Corporation Trust Company.

[SIGNATURE PAGE FOLLOWS]

IN WITNESS WHEREOF, the undersigned has executed this Certificate of Formation as of the date first written above.

  
\_\_\_\_\_  
Geoffrey D. Neal, Authorized Person



# Delaware

The First State

Page 1

I, JEFFREY W. BULLOCK, SECRETARY OF STATE OF THE STATE OF  
DELAWARE, DO HEREBY CERTIFY THE ATTACHED IS A TRUE AND CORRECT  
COPY OF THE CERTIFICATE OF AMENDMENT OF "CSL FIBER LLC",  
CHANGING ITS NAME FROM "CSL FIBER LLC" TO "UNITI FIBER LLC",  
FILED IN THIS OFFICE ON THE SEVENTH DAY OF NOVEMBER, A.D. 2016,  
AT 11:42 O'CLOCK A.M.



  
Jeffrey W. Bullock, Secretary of State

5896639 8100  
SR# 20166524640

Authentication: 203291843  
Date: 11-07-16

State of Delaware  
Secretary of State  
Division of Corporations  
Delivered 11:42 AM 11/07/2016  
FILED 11:42 AM 11/07/2016  
SR 20166524640 - File Number 5896639

**STATE OF DELAWARE  
CERTIFICATE OF AMENDMENT  
TO  
CERTIFICATE OF FORMATION  
OF  
CSL FIBER LLC**


November 7, 2016

1. The name of the limited liability company is CSL Fiber LLC.
2. The Certificate of Formation of the limited liability company is hereby amended by deleting and replacing Article First in its entirety as follows:

First: The name of the limited liability company is Uniti Fiber LLC.

[SIGNATURE PAGE FOLLOWS]

IN WITNESS WHEREOF, the undersigned has executed this Certificate of Amendment  
as of the date first written above.

  
\_\_\_\_\_  
Daniel L. Heard, Authorized Person

# Delaware

The First State

Page 1

I, JEFFREY W. BULLOCK, SECRETARY OF STATE OF THE STATE OF  
DELAWARE, DO HEREBY CERTIFY THE ATTACHED IS A TRUE AND CORRECT  
COPY OF THE CERTIFICATE OF AMENDMENT OF "UNITI FIBER LLC",  
CHANGING ITS NAME FROM "UNITI FIBER LLC" TO "UNITI DARK FIBER  
LLC", FILED IN THIS OFFICE ON THE SIXTH DAY OF MARCH, A.D.  
2017, AT 5:52 O`CLOCK P.M.



  
Jeffrey W. Bullock, Secretary of State

5896639 8100  
SR# 20171619645

Authentication: 202150532  
Date: 03-06-17



**STATE OF DELAWARE  
CERTIFICATE OF AMENDMENT  
TO  
CERTIFICATE OF FORMATION  
OF  
UNITI FIBER LLC**

State of Delaware  
Secretary of State  
Division of Corporations  
Delivered 05:52 PM 03/06/2017  
FILED 05:52 PM 03/06/2017  
SR 20171619645 - File Number 5896639

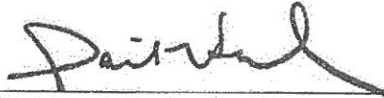
March 6, 2017

1. The name of the limited liability company is Uniti Fiber LLC.
2. The Certificate of Formation of the limited liability company is hereby amended by deleting and replacing Article First in its entirety as follows:

First: The name of the limited liability company is Uniti Dark Fiber LLC.

[SIGNATURE PAGE FOLLOWS]

IN WITNESS WHEREOF, the undersigned has executed this Certificate of Amendment  
as of the date first written above.

A handwritten signature in black ink, appearing to read "Daniel L. Heard", written over a horizontal line.

Daniel L. Heard, Authorized Person

**Exhibit C**

**Authority to Transact Business**



**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

Uniti Dark Fiber, LLC  
STE 3  
10802 EXECUTIVE CENTER DR  
LITTLE ROCK, AR 72211-4354

May 16, 2018

### Filing Acknowledgment

Please review the filing information below and notify our office immediately of any discrepancies.

<b>SOS Control # :</b>	<b>000964177</b>	Formation Locale:	DELAWARE
Filing Type:	Limited Liability Company - Foreign	Date Formed:	12/02/2015
Filing Date:	05/16/2018 1:13 PM	Fiscal Year Close:	12
Status:	Active	Annual Report Due:	04/01/2019
Duration Term:	Perpetual	Image # :	B0549-0435
Managed By:	Manager Managed		

### Document Receipt

Receipt # : 004088959	Filing Fee:	\$300.00
Payment-Check/MO - KUTAK ROCK LLP, OMAHA, NE		\$300.00

**Registered Agent Address:**  
C T CORPORATION SYSTEM  
300 MONTVUE RD  
KNOXVILLE, TN 37919-5546

**Principal Address:**  
STE 3  
10802 EXECUTIVE CENTER DR  
LITTLE ROCK, AR 72211-4354

Congratulations on the successful filing of your **Application for Certificate of Authority** for **Uniti Dark Fiber, LLC** in the State of Tennessee which is effective on the date shown above. Please visit the Tennessee Department of Revenue website ([apps.tn.gov/bizreg](http://apps.tn.gov/bizreg)) to determine your online tax registration requirements. If you need to obtain a Certificate of Existence for this entity, you can request, pay for, and receive it from our website.

You must file an Annual Report with this office on or before the Annual Report Due Date noted above and maintain a Registered Office and Registered Agent. Failure to do so will subject the business to Administrative Dissolution/Revocation.

Tre Hargett  
Secretary of State

Processed By: Brooklyn Harrington



RECEIVED BY THE SECRETARY OF THE STATE OF TENNESSEE 11:13 PM 05/16/2018

# APPLICATION FOR CERTIFICATE OF AUTHORITY LIMITED LIABILITY COMPANY (ss-4233)

Page 1 of 2



Business Services Division  
Tre Hargett, Secretary of State  
State of Tennessee

312 Rosa L. Parks AVE, 6th Fl.  
Nashville, TN 37243-1102  
(615) 741-2286

Filing Fee: \$50.00 per member  
(minimum fee = \$300, maximum fee = \$3,000)

For Office Use Only

# FILED

## To The Secretary of the State of Tennessee:

Pursuant to the provisions of T.C.A. §48-249-904 of the Tennessee Revised Limited Liability Company Act, the undersigned hereby applies for a certificate of authority to transact business in the State of Tennessee, and for that purpose sets forth:

1. The name of the Limited Liability Company is: Uniti Dark Fiber LLC

If different, the name under which the certificate of authority is to be obtained is: \_\_\_\_\_

**NOTE:** The Secretary of State of the State of Tennessee may not issue a certificate of authority to a foreign Limited Liability Company if its name does not comply with the requirements of T.C.A. §48-249-106 of the Tennessee Revised Limited Liability Company Act. If obtaining a certificate of authority under an assumed Limited Liability Company name, an application must be filed pursuant to T.C.A. §48-249-106(d).

2. The state or country under whose law it is formed is: Delaware

and the date of its formation is: 12 / 02 / 15 and the date it commenced doing business in Tennessee is: \_\_\_\_\_ / \_\_\_\_\_ / \_\_\_\_\_  
Month Day Year Month Day Year

**NOTE:** Additional filing fees and proof of tax clearance confirming good standing may apply if the Limited Liability Company commenced doing business in Tennessee prior to the approval of this application. See T.C.A. §48-249-913(d) and T.C.A. §48-249-905(c)

3. This company has the additional designation of: \_\_\_\_\_

4. The name and complete address of its registered agent and office located in the state of Tennessee is:

Name: C T Corporation System

Address: 300 Montvue Rd

City: Knoxville State: TN Zip Code: 37919-5546 County: Knox

5. Fiscal Year Close Month: December

6. If the document is not to be effective upon filing by the Secretary of State, the delayed effective date and time is: (Not to exceed 90 days)

Effective Date: \_\_\_\_\_ / \_\_\_\_\_ / \_\_\_\_\_ Time: \_\_\_\_\_  
Month Day Year

7. The LLC will be: ☐ Member Managed ☒ Manager Managed ☐ Director Managed ☐ Board Managed ☐ Other

8. Number of Members at the date of filing: 1

9. Period of Duration: ☒ Perpetual ☐ Other \_\_\_\_\_ / \_\_\_\_\_ / \_\_\_\_\_  
Month Day Year

10. The complete address of its principal executive office is:

Address: 10802 Executive Center Drive, Benton Building, Suite 300, Little Rock, AR 72211

City: Little Rock State: AR Zip Code: 72211

# APPLICATION FOR CERTIFICATE OF AUTHORITY LIMITED LIABILITY COMPANY (ss-4233)

Page 2 of 2



Business Services Division  
Tre Hargett, Secretary of State  
State of Tennessee

312 Rosa L. Parks AVE, 6th Fl.  
Nashville, TN 37243-1102  
(615) 741-2286

Filing Fee: \$50.00 per member  
(minimum fee = \$300, maximum fee = \$3,000)

For Office Use Only

The name of the Limited Liability Company is: Uniti Dark Fiber LLC

11. The complete mailing address of the entity (If different from the principal office) is:

Address: \_\_\_\_\_

City: \_\_\_\_\_ State: \_\_\_\_\_ Zip Code: \_\_\_\_\_

12. Non-Profit LLC (required only if the Additional Designation of "Non-Profit LLC" is entered in section 3.)

- ☐ I certify that this entity is a Non-Profit LLC whose sole member is a nonprofit corporation, foreign or domestic, incorporated under or subject to the provisions of the Tennessee Nonprofit Corporation Act and who is exempt from franchise and excise tax as not-for-profit as defined in T.C.A. §67-4-2004. The business is disregarded as an entity for federal income tax purposes.

13. Professional LLC (required only if the Additional Designation of "Professional LLC" is entered in section 3.)

- ☐ I certify that this PLLC has one or more qualified persons as members and no disqualified persons as members or holders.  
☐ I certify that this entity meets the requirement of T.C.A. §48-249-1123(b)(3)

Licensed Profession: \_\_\_\_\_

14. Series LLC (required only if the Additional Designation of "Series LLC" is entered in section 3.)

- ☐ I certify that this entity meets the requirements of T.C.A. §48-249-309(i)

If the provisions of T.C.A. §48-249-309(i) (relating to foreign series LLCs) apply, then the information required by that section should be attached as part of this document.

15. Obligated Member Entity (list of obligated members and signatures must be attached)

- ☐ This entity will be registered as an Obligated Member Entity (OME) Effective Date: \_\_\_\_\_  
Month Day Year

- ☐ I understand that by statute: THE EXECUTION AND FILING OF THIS DOCUMENT WILL CAUSE THE MEMBER(S) TO BE PERSONALLY LIABLE FOR THE DEBTS, OBLIGATIONS AND LIABILITIES FOR THE LIMITED LIABILITY COMPANY TO THE SAME EXTENT AS A GENERAL PARTNER OF A GENERAL PARTNERSHIP. CONSULT AN ATTORNEY.

16. Other Provisions: \_\_\_\_\_

5 / 15 /2018

Signature Date

Authorized Representative

Signer's Capacity (if other than individual capacity)

Signature

Keith Harvey

Name (printed or typed)

# Delaware

The First State

Page 1

I, JEFFREY W. BULLOCK, SECRETARY OF STATE OF THE STATE OF DELAWARE, DO HEREBY CERTIFY "UNITI DARK FIBER 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 THIRTEENTH DAY OF APRIL, A.D. 2018.

AND I DO HEREBY FURTHER CERTIFY THAT THE ANNUAL TAXES HAVE BEEN PAID TO DATE.



5896639 8300

SR# 20182688267

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

A handwritten signature of Jeffrey W. Bullock in black ink, written over a horizontal line.

Jeffrey W. Bullock, Secretary of State

Authentication: 202512433

Date: 04-13-18

BB549-0437 05/16/2018 1:13 PM Received by Tennessee Secretary of State Tre Hargett



# KUTAKROCK

Kutak Rock LLP  
124 West Capitol Avenue, Suite 2000, Little Rock, AR 72201-3740  
office 501.975.3000

Nicholas R. Alvarez  
direct 501.975.3130  
nicholas.alvarez@kutakrock.com

May 15, 2018

VIA FEDEX

Tennessee Secretary of State  
312 Rosa L. Parks Avenue  
6<sup>th</sup> Floor – Snodgrass Tower  
Attn: Corporate Filing  
Nashville, TN 37243

Re: Foreign Qualification of Uniti Dark Fiber LLC,  
a Delaware limited liability company

Dear Sir/Madam:

On behalf of our client, enclosed for filing are the following:

1. Original Application for Certificate of Authority of Foreign Limited Liability Company;
2. Certificate of Good Standing issued by the Delaware Secretary of State on April 13, 2018;
3. Our firm's check for \$300.00 payable to "Tennessee Secretary of State"; and
4. A self-addressed, stamped envelope for your use in returning the file-stamped foreign qualification evidence.

If you have any questions regarding our filing, please contact me at the number / email address above. We look forward to hearing from you.

Sincerely,



Nicholas R. Alvarez

NRA:crv  
Enclosures

RECEIVED BY TENNESSEE SECRETARY OF STATE  
MAY 15 2018 11:13 PM

## **Exhibit D**

### **Management Biographies**

#### **Kenny Gunderman**

*CHIEF EXECUTIVE OFFICER*

Kenny Gunderman is president and chief executive officer of Uniti Group Inc. He has 20 years of experience in the telecommunications industry and is focused on growing Uniti's real estate portfolio of mission critical communications infrastructure. He has prior experience at Stephens, Lehman Brothers and KPMG. He currently serves on the board of the Arkansas Game and Fish Foundation and the Hendrix College Board of Trustees. Mr. Gunderman holds a Bachelor of Arts degree from Hendrix College and an MBA from Yale.

#### **Mark A. Wallace**

*EXECUTIVE VICE PRESIDENT – CHIEF FINANCIAL OFFICER AND TREASURER*

Mark A. Wallace is an executive vice president, chief financial officer and treasurer of Uniti (formerly CS&L). Wallace is a veteran of the real estate investment trust ("REIT") industry and responsible for the company's corporate reporting, finance, capital markets, capital planning, information technology, human resources, tax, Internal audit, risk management, investor relations, and treasury teams.

Mr. Wallace has 30 years of experience, previously serving as a managing director at Fortress Investment Group Inc., a global private equity, real estate and asset management firm. At Fortress, he also served as CFO and treasurer of New Senior Investment Group Inc., a NYSE listed senior housing REIT that completed a spin-off in late 2014. He was previously the senior vice president, CFO and treasurer of Westwood Holdings Group Inc., a global asset management firm, and the executive vice president, chief financial officer and treasurer of HCP, Inc., an S&P 500 healthcare REIT. Mr. Wallace has a bachelor's in business administration from Texas Tech University and an MBA from Colorado State University. He is a certified public accountant in Texas.

#### **Daniel Heard**

*EXECUTIVE VICE PRESIDENT – GENERAL COUNSEL AND SECRETARY*

Daniel Heard is an executive vice president, general counsel and secretary for Uniti (formerly CS&L). Heard is responsible for the company's legal affairs and corporate governance. Mr. Heard previously was a partner in the law offices of Kutak Rock LLP in Little Rock, Arkansas. At Kutak Rock, Heard represented public companies in corporate, securities and merger and acquisition transactions. His clients comprised a wide range of industries, including telecommunications, information technology and food processing. He has more than 17 years' experience in negotiating, structuring and consummating mergers and acquisitions, public offerings of debt and equity securities and other corporate finance transactions. Mr. Heard graduated from the William H. Bowen School of Law at the University of Arkansas at Little Rock and has a Bachelor of Arts from the University of Central Arkansas.



**Michael Friloux***SENIOR VICE PRESIDENT AND CHIEF TECHNOLOGY OFFICER*

Michael Friloux is a senior vice president and the chief technology officer of Uniti (formerly CS&L). He has over 30 years of telecommunications and information systems technology experience and is focused on future proofing Uniti's information technology systems. Mr. Friloux previously was chief executive officer and president of PEG Bandwidth where he led the wireless backhaul provider through a time of rapid expansion serving 2,400 cell towers over a 15,000 route mile network through 16 states. Prior to joining PEG Bandwidth, Mr. Friloux served as president and chief operations officer for Citynet Fiber Networks where he developed the company into a leading regional wholesale carrier network spanning 13 states and 8,000 route miles. Mr. Friloux started his career as a software engineer for Sabre Computer Services (American Airlines.) He holds a Bachelor of Science degree from Oklahoma State University.

**Andy Newton***PRESIDENT, UNITI FIBER*

Andy Newton is President of Uniti Fiber where he stewards Uniti's efforts to design, build and operate its fiber network infrastructure. Mr. Newton was the co-founder of Southern Light, and for the previous 19 years served as its President and CEO where he led the overall operations, strategic guidance and culture of the company. Under his direction, Southern Light grew to become one of the top 10 largest pure fiber optic providers in the country. Mr. Newton received an Economics degree from Birmingham Southern College and enjoys providing leadership to non-profits that focus on education and community planning and development.

**Greg Ortyl***SR. VP – SALES*

Greg Ortyl is senior vice president of sales at Uniti Fiber. Mr. Ortyl is a seasoned technology sales executive with a long history of building lasting relationships across the telecommunications industry. Prior to the creation of Uniti Fiber Ortyl held the same role at PEG Bandwidth and has focused much of his career on the wireless backhaul industry.

Prior to working at PEG, Mr. Ortyl served as vice president and director of backhaul sales at Level 3 Communications. In this role he managed a team of sales people and formed key relationships with major US wireless carriers. He also held the position of national account director at FiberTower. Mr. Ortyl holds a bachelor's degree in communications and an MBA from St. Louis University.

## **Exhibit E**

### **Financial Information**

Given that Applicant does not maintain financial statements separate from the consolidated financial statements of Applicant's parent company, Uniti Group Inc., for purposes of this Application, Applicant will rely on the financial statements of Uniti Group Inc. to demonstrate Applicant's financial qualification to operate within the State of Tennessee. Uniti Group's 10-K is available at:

[https://www.sec.gov/Archives/edgar/data/0001620280/000156459020010520/unit-10k\\_20191231.htm](https://www.sec.gov/Archives/edgar/data/0001620280/000156459020010520/unit-10k_20191231.htm). As shown, Applicant is financially qualified to operate within the State of Tennessee.

**Exhibit F**

**Sworn Pre-Filed Testimony**

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

Application of )  
)  
)

**UNITI DARK FIBER LLC** )  
)

for a Certificate of Public Convenience and )  
Necessity to Provide Competing )  
Local Exchange and Interexchange )  
Telecommunications Services in the )  
State of Tennessee )  
)

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

**PRE-FILED TESTIMONY OF JEFFREY R. STRENKOWSKI**

I, Jeffery R. Strenkowski, do hereby testify as follows in support of the application of Uniti Dark Fiber LLC ("Uniti Dark Fiber") 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 Jeffery R. Strenkowski. My title is Vice President and Deputy General Counsel of Governmental Affairs for Uniti Group Inc. ("Uniti Group"). My business address is 10802 Executive Center Drive, Benton Bldg., Suite 300, Little Rock, AR 72211.

**Q: Please briefly describe your duties.**

A: I am responsible for various legal and regulatory matters for Uniti Group Inc. and its subsidiaries, including Uniti Dark Fiber (together, "Uniti"). I preside over all legal and regulatory matters for Uniti. In total, I have nearly 20 years of experience in the telecommunications industry. I am currently the Vice President & General Counsel of Governmental Affairs at Uniti Group. I have served in my role at Uniti Group since 2017.

**Q: Please describe your business experience and educational background.**

A: I earned my law degree from The American University Washington College of Law, and a Bachelor's Degree from the University of Maryland. Prior to my current role, I was most recently an Of Counsel in the telecommunications practice group at Morgan Lewis & Bockius LLP, an international law firm, where I represented various telecommunications providers and technology companies.

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

A: Yes.

**Q: Please describe the current corporate structure of Uniti Dark Fiber.**

A: Applicant is indirectly and wholly owned by Uniti Group Inc. ("Uniti Group" and together with its subsidiaries, "Uniti"), a Maryland corporation (NASDAQ: UNIT) headquartered in 10802 Executive Center Drive Benton Bldg., Suite 300, Little Rock, AR 72211. Uniti Group is a publicly traded real estate investment trust that engages in the acquisition and construction of infrastructure utilized by the communications industry. Uniti Group does not provide telecommunications services in its own right. It owns and operates a number of licensed telecommunications providers in the District of Columbia and a number of states. The current corporate structure is as illustrated in **Exhibit A** to the above-referenced application.

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

A: Yes.

**Q: Please describe Uniti Dark Fiber's financial qualifications.**



A: As explained in the Application, Uniti Dark Fiber possesses the financial qualifications necessary to conduct its telecommunications operations. Given that Uniti Dark Fiber does not maintain financial statements separate from the consolidated financial statements of Uniti Dark Fiber's parent company, Uniti Group, for purposes of this Application, Uniti Dark Fiber will rely on the financial statements of Uniti Group to demonstrate Uniti Dark Fiber's financial qualification to operate within the State of Tennessee. Uniti Group's 10-K is available at:

[https://www.sec.gov/Archives/edgar/data/0001620280/000156459020010520/unit-10k\\_20191231.htm](https://www.sec.gov/Archives/edgar/data/0001620280/000156459020010520/unit-10k_20191231.htm). As shown, Applicant is financially qualified to operate within the State of Tennessee. Uniti Dark Fiber will provide a bond in favor to the Commission in the amount of \$20,000 prior to beginning operations in Tennessee.

**Q: Please describe Uniti Dark Fiber's managerial and technical qualifications.**

A: Uniti Dark Fiber is technically and managerially qualified to provide competitive local exchange and interexchange services in Tennessee. Uniti Dark Fiber will be managed by the management team of its ultimate parent company, Uniti Group Inc., which will provide extensive telecommunications business, technical, and managerial expertise to Uniti Dark Fiber. Applicant will satisfy the minimum technical standards established by the Commission. To the extent required, Applicant will file and maintain tariffs in the matter prescribed by the Commission and will meet minimum basic local standards, including quality of service and billing standards required of all Local Exchange Carriers regulated by the Commission. Applicant will not require Customers to purchase CPE which cannot be used with the Incumbent Local Exchange Carrier's systems. As noted in the biographies

provided in **Exhibit D**, applicant's operations will be overseen by a well-qualified management team with substantial telecommunications experience and technical expertise.

**Q: What services will Uniti Dark Fiber offer?**

A: Uniti Dark Fiber seeks statewide authority to provide competing local exchange and interexchange telecommunications services in Tennessee. Applicant will acquire certain fiber optic assets (telephone plan, line or system) from certain of Windstream Holdings Inc.'s competitive local exchange carrier subsidiaries (collectively, "Windstream") and will grant a 20-year indefeasible right of use ("IRU") to Windstream for those fiber assets that Windstream uses to provide services. Applicant will have access to lease, sell or otherwise utilize those fiber assets that are not being granted back to Windstream. Applicant may sublease those facilities to one or more of its affiliates that have operating authority to do business in Tennessee, or may itself provision services to business customers, other carriers, or other third parties. Using the spare capacity on fiber assets not granted back to Windstream via the IRU, Applicant may itself provision services to business customers, other carriers, or other third parties. Applicant does not currently anticipate providing any service besides private line services (i.e., high-capacity backhaul Ethernet), but may provide other arrangements such as dark fiber, fiber spectrum leases, or other high-capacity services.

**Q: Will Uniti Dark Fiber offer service to all consumers within its service area?**

A: Uniti Dark Fiber will primarily serve enterprise and carrier customers. Uniti Dark Fiber does not have plans to provide retail switched voice services, including dial-tone to end-user customers in Tennessee.

**Q: Does Uniti Dark Fiber 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: Uniti Dark Fiber seeks authority to provide local exchange services in all service territories that are open to competition. To the extent Uniti Dark Fiber operates exchanges, it will mirror the exchange of the incumbent local exchange carrier in whose service territory Uniti Dark Fiber will provide service. Uniti Dark Fiber seeks authority to provide interexchange services statewide.

**Q: Will the granting of a certificate of convenience and necessity to Uniti Dark Fiber serve the public interest?**

A: Granting this Application will promote the public interest by increasing the level of competition in the Tennessee telecommunications market. Ultimately, competition will compel all exchange telecommunications service providers to operate more efficiently and with resulting reduced prices for consumers. These benefits work to maximize the public interest by providing continuing incentives for carriers to reduce costs while simultaneously promoting the availability of potentially desirable services.

**Q: Does Uniti Dark Fiber intend to comply with all TPUC rules, statutes, and orders pertaining to the provision of telecommunications services in Tennessee, including those for disconnection and reconnection of service?**

A: Yes.

**Q: Has any state ever denied Uniti Dark Fiber or one of its affiliates authorization to provide intrastate service?**

A: No.

**Q: Has any state ever revoked the certification of Uniti Dark Fiber or one of its affiliates?**

A: No.

**Q: Has Uniti Dark Fiber 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 Uniti Dark Fiber's operations and will serve as Uniti Dark Fiber's regulatory and customer service contact?**

A: For inquiries regarding the ongoing operations of Uniti Dark Fiber, the regulatory contact information is:

Jeffery R. Strenkowski  
Vice President, Deputy General Counsel of Governmental Affairs  
Uniti Group Inc.  
10802 Executive Center Drive  
Benton Building, Suite 300  
Little Rock, Arkansas 72211  
Tel: 301-774-0461  
[jeffrey.strenkowski@uniti.com](mailto:jeffrey.strenkowski@uniti.com)

Customer service-related inquiries, such as repairs, maintenance, complaints, billing questions, and refunds, customers may contact Uniti's network operations center at any time:

Network Operations Center  
107 St. Francis Street, Suite 1800  
Mobile, AL 36602  
1-877-652-2321  
[NOC@uniti.com](mailto:NOC@uniti.com)

**Q: Please explain in detail Uniti Dark Fiber's proposed procedures for responding to information requests from the TPUC and its staff.**

A: Information requests related to this Application should be directed to:

Charles B. Welch, Jr.  
Farris Bobango  
414 Union Street, Suite 1105  
Nashville, TN 37219  
Tel: 615-726-1200  
Fax: 615-726-1776  
[cwelch@farris-law.com](mailto:cwelch@farris-law.com)

With a copy to:

Ronald W. Del Sesto, Jr.  
Stephany Fan  
Morgan Lewis & Bockius LLP  
1111 Pennsylvania Ave., N.W.  
Washington, DC 20004  
Tel: 202-739-3000  
Fax: 202-739-3001

ronald.delsesto@morganlewis.com  
stephany.fan@morganlewis.com

**Q: Does this conclude your testimony?**

A: Yes.

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

\_\_\_\_\_  
Jeffery R. Strenkowski  
Vice President & Deputy General Counsel of Government Affairs  
Uniti Group Inc.

Respectfully submitted this \_\_\_\_\_ day of October, 2020

\_\_\_\_\_  
Notary Public

State of Maryland

County of Montgomery

My commission expires \_\_\_\_\_

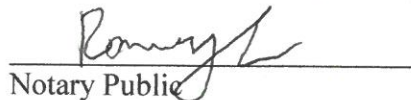


I swear that the foregoing testimony is true and correct to the best of my knowledge.

  
\_\_\_\_\_  
Jeffery R. Strenkowski

Vice President & Deputy General Counsel of Government Affairs  
Uniti Group Inc.

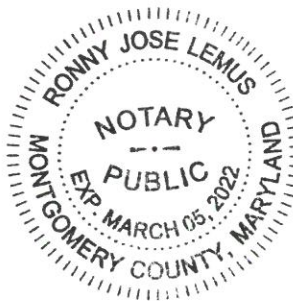
Respectfully submitted this 25 day of September, 2020

  
\_\_\_\_\_  
Notary Public

State of Maryland

County of Montgomery

My commission expires 03/05/2022



**EXHIBIT G**

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

**Uniti Dark Fiber LLC**

**SMALL AND MINORITY-OWNED TELECOMMUNICATIONS  
BUSINESS PARTICIPATION PLAN**

- (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 Public Utilities 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 §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 Utilities 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 Unit Dark Fiber 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 through which Applicant intends 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**

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

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

Uniti National LLC

By: 

Jeffery R. Strenkowski

Vice President, Deputy General Counsel of Governmental Affairs

Dated: 9/15/2020



**EXHIBIT H**

**Notice of Application**

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

Application of )  
)  
)

**Uniti Dark Fiber LLC** )

for a Certificate of Public Convenience and )  
Necessity to Provide Competing )  
Local Exchange and Interexchange )  
Telecommunications Services in the )  
State of Tennessee )  
)

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

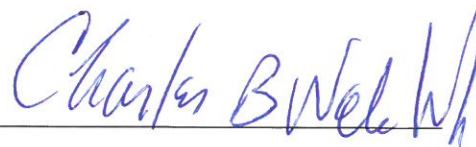
**NOTICE OF FILING**

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 October 19, 2020, Uniti Dark Fiber LLC filed an Application for a Certificate of Public Convenience and Necessity to Provide Competing Local Exchange and Interexchange Telecommunications Services in the State of Tennessee.

This 19<sup>th</sup> day of October, 2020.

By: \_\_\_\_\_



Charles B. Welch, Jr.

### CERTIFICATE OF SERVICE

The undersigned hereby certifies that a copy of the Notice of Filing of the Application of Uniti Dark Fiber LLC, for Authority to Provide Competing Local Exchange and Interexchange Service was served upon the following parties of record by depositing a copy of same in the United States Mail, First Class, Postage Prepaid, to their last known address as follows:

**Ardmore Telephone Company**

237 N. 8<sup>th</sup> Street  
Mayfield, KY 42066

**CenturyTel of Adamsville**

P.O. Box 680644  
Franklin, TN 37068

**Century Tel of Ooltewah-Collegedale**

P.O. Box 680644  
Franklin, TN 37068

**Crockett Telephone Company**

P.O. Box 24207  
Jackson, MS 39225

**Frontier Communications of the Volunteer State**

5003 S. Miami Blvd., Suite 300  
Durham, NC 27703

**Loretto Telephone Company**

P.O. Box 130  
Loretto, TN 38469

**Peoples Telephone Company**

P.O. Box 24207  
Jackson, MS 39225

**Tennessee Telephone Company**

P.O. Box 22995  
Knoxville, TN 37933

**United Telephone Southeast, LLC**

P.O. Box 680644  
Franklin, TN 37068

**BellSouth Telecommunications, LLC**

333 Commerce Street  
Nashville, TN 37201-3300

**CenturyTel of Claiborne**

P.O. Box 680644  
Franklin, TN 37068

**Concord Telephone Exchange, Inc.**

P.O. Box 22995  
Knoxville, TN 37933-0995

**Frontier Communications of Tennessee**

5003 S. Miami Blvd., Suite 300  
Durham, NC 27703

**Humphreys County Telephone Company**

P.O. Box 22995  
Knoxville, TN 37933

**Millington Telephone Company, Inc.**

4880 Navy Road  
Millington, TN 38053

**Tellico Telephone Company**

P.O. Box 22995  
Knoxville, TN 37933

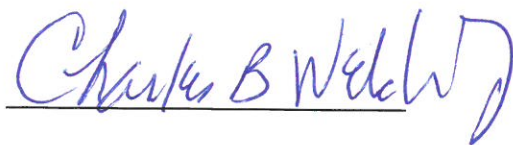
**United Telephone Company, Inc.**

P.O. Box 38  
Chapel Hill, TN 37034

**West Tennessee Telephone Co.**

P.O. Box 24207  
Jackson, MS 39225

This the 19<sup>th</sup> day of October, 2020.



Charles B. Welch, Jr.

## **EXHIBIT I**

### **Numbering Issues**

Please provide answers to the following questions concerning numbering within your proposed service areas.

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

**Not applicable, as Applicant does not intend to provide voice services at this time.**

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

**Not applicable, as Applicant does not intend to provide voice services at this time.**

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

**Not applicable, as Applicant does not intend to provide voice services at this time.**

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

**Not applicable, as Applicant does not intend to provide voice services at this time.**

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

**Not applicable, as Applicant does not intend to provide voice services at this time.**

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, as Applicant does not intend to provide voice services at this time.**



## **EXHIBIT J**

### **Tennessee Specific Operational Issues**

Please provide answers to the following questions concerning 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.

**Not applicable, as Applicant does not intend to provide voice services at this time.**

2. Is the company aware of the Tennessee County Wide Calling database maintained by BellSouth and the procedures to enter your telephone numbers in the database?

**Yes.**

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.

**Not applicable, as Applicant does not intend to provide voice services at this time.**

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

**Uniti operates a 24-hour network operations center that manages all customer outage, billing, and other related issues. It is open every hour of the day, every day of the year. The number is 1-877-652-2321, and can also be reached at [NOC@uniti.com](mailto:NOC@uniti.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?

**Applicant is aware of the above-referenced telemarketing status and regulations and will abide by them to the extent it undertakes telemarketing in Tennessee in the future.**

## **Verification**

STATE OF MARYLAND  
COUNTY OF MONTGOMERY

§  
§  
§

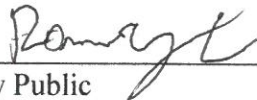
VERIFICATION

I Jeffery R. Strenkowski, state that I am the Vice President and Deputy General Counsel of Governmental Affairs of Uniti Group Inc. ("Uniti Group"); that I am authorized to make this Verification on behalf of Uniti Group; that the foregoing filing was prepared under my direction and supervision; and that the contents with respect to the Company are true and correct to the best of my knowledge, information, and belief.



Jeffery R. Strenkowski  
Vice President and Deputy General Counsel of  
Government Affairs  
Uniti Group Inc.

Sworn and subscribed before me this 25 day of September, 2020.



Notary Public

My commission expires 03/05/2022

