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22-00025

March 25, 2022

***Via E-Mail and Overnight Courier***

Chairman Kenneth C. Hill  
c/o Ectory Lawless, Dockets and Records Manager  
Tennessee Public Utility Commission  
502 Deaderick Street, 4<sup>th</sup> Floor  
Nashville, TN 37243  
tpuc.docketroom@tn.gov

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

Dear Mr. Hill:

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

**Description of the Parties**

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



Founded in 2002, ESL and its subsidiaries (collectively, "ExteNet") design, build, own and operate distributed networks for use by national and regional wireless service providers

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<sup>1</sup> ESL, formerly known as ExteNet Systems, Inc., filed a letter on January 25, 2022 in Docket No. 2200009 notifying the Commission that the ESL's current name is "ExteNet Systems, LLC" as a result of the Company's conversion from a Delaware corporation to a Delaware limited liability company.

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("WSPs") in key strategic markets in North America. Using fiber-fed distributed antenna systems ("DAS"), small cells, Wi-Fi and other technologies, ExteNet deploys distributed networks to enhance coverage and capacity and enable superior wireless service in both outdoor and indoor environments. Primary markets addressed by ExteNet include outdoor distributed networks in a variety of densely occupied or heavily traveled settings, and venues used for sports and entertainment events, the hospitality industry, commercial buildings, and healthcare facilities. ExteNet also provides private lines or IP-based transport services to other carrier customers.

Collectively, ExteNet holds authorizations to provide intrastate telecommunications services in the District of Columbia and every state except Alaska, Iowa, Maine, Montana, North Dakota, Vermont, and Wyoming. In Tennessee, ESL is authorized to provide competing local exchange and interexchange services pursuant to Docket No. 14-0092; EAE is authorized to provide competing local exchange and interexchange services pursuant to an Order issued in Docket No. 19-00023. ESL also holds authorization from the FCC to provide domestic (interstate) telecommunications services.

### **Designated Contacts**

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

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With a copy to:

Brian S. Kirk  
Vice President & Deputy General  
Counsel  
ExteNet Systems, LLC  
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Lisle, IL 60532  
[compliance@extenetsystems.com](mailto:compliance@extenetsystems.com)

### **Description of the Transaction**

The Transaction was part of a plan to better align the ExteNet businesses with current and future customer focus and growth. As a result of the Transaction, certain contracts and related network assets were assigned from EAE to ESL, including customer accounts and contracts, antennas, fiber, and other telecommunications equipment. Following this Transaction, EAE primarily continues to provide service and networks targeted to WSPs. ESL continues to operate under its existing certificate and will continue to develop, sell, and construct new distributed networks, along with providing "lit" fiber services to commercial users and new services. A diagram demonstrating the Transaction is appended hereto as Exhibit A.

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

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

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

\* \* \* \*

An original and four (4) copies of this letter are enclosed for filing. Please date stamp the extra copy of this letter and return it in the envelope provided. This filing has also been submitted via email to [tpuc.docketroom@tn.gov](mailto:tpuc.docketroom@tn.gov).

Respectfully submitted,

*/s/ Stephany Fan*

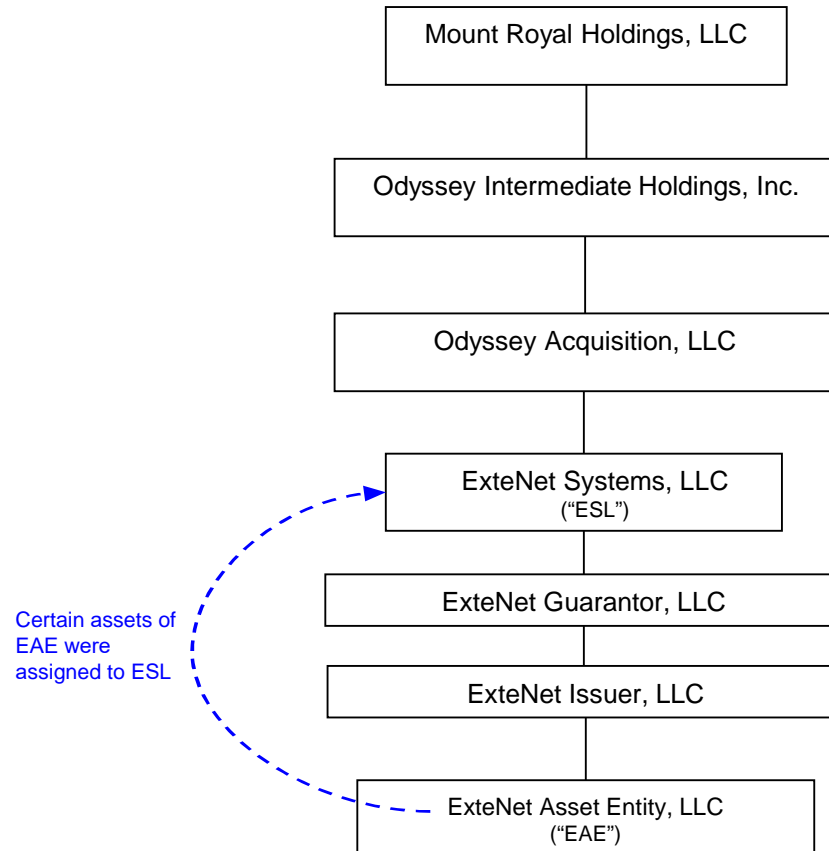
Ronald W. Del Sesto  
Stephany Fan

*Counsel for the Parties*

**EXHIBIT A**

**Depiction of the Transaction**

## Depiction of Transaction\*



All ownership percentages depicted are 100%.

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