

Electronically Filed in TPUC Docket Room
on December 5, 2025 at 3:35 p.m.



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VIA E-FILING AND MAIL DELIVERY

December 5, 2025

25-00091

Earl Taylor, Executive Director
Tennessee Public Utility Commission
502 Deaderick Street, 4th Floor
Nashville, TN 37243

RE: Application of VA FIBER 1 PROPCO, LLC for Certificate of Public Convenience and Necessity to Provide Facilities-Based and Resold Competitive Local Exchange and Interexchange Telecommunications Services in Tennessee

Dear Mr. Taylor:

On behalf of VA FIBER 1 PROPCO, LLC, enclosed for electronic filing is the above-referenced Application. Certain financial information is being filed under separate cover, and Applicant respectfully requests protection from public disclosure pursuant to Tenn. Code § 47-25-1701 *et seq*, due to the proprietary and confidential nature of such information.

Should you have any questions concerning this filing, please contact the undersigned.

Respectfully submitted,

A handwritten signature in black ink, appearing to read 'Edlira Kuka'.

Mike Hazzard
Edlira Kuka
DLA Piper (US)
500 Eight Street, NW
Washington, DC 20004

Counsel to VA FIBER 1 PROPCO, LLC

**BEFORE THE
TENNESSEE PUBLIC UTILITY COMMISSION**

Application of)
)
VA FIBER 1 PROPCO, LLC) Case No. **25-00091**
)
for a Certificate of Public Convenience and)
Necessity to Provide Facilities-Based Local)
Exchange and Interexchange Telecommunications)
Services)

**APPLICATION OF
VA FIBER 1 PROPCO, LLC**

VA FIBER 1 PROPCO, LLC (“Applicant”), by its undersigned counsel and pursuant to applicable statutes and regulations of the Tennessee Public Utility Commission (“Commission”) and Section 253 of the Federal Telecommunications Act of 1996 (“Act”), respectfully requests that the Commission grant the Applicant authority to provide facilities-based local exchange, access and interexchange telecommunications services in Tennessee.

In order to allow the Applicant to proceed with the deployment of service as quickly as possible, Applicant respectfully request that the Commission expedite its consideration of this Application to the extent possible.

The Applicant submits the following information in support of this request:

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

VA FIBER 1 PROPCO, LLC
c/o Critical Infrastructure Partners
835 Lowcounty Boulevard
Mount Pleasant, SC 29464

Questions or communications regarding this application should be directed to:

Mike Hazzard
Edlira Kuka
DLA Piper (US)
500 8th Street, NW
Washington, D.C. 20004
Phone: 202-799-4560

Email: mike.hazzard@us.dlapiper.com; Edlira.kuka@us.dlapiper.com

Contact name and address at the Company is:

Bryan McCombs
835 Lowcounty Boulevard
Mount Pleasant, SC 29464
Phone: 843-478-2468
Email: bryan@crinpa.com

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

See **Exhibit A.**

3. Corporate information:

Applicant is a Virginia limited liability company formed on October 12, 2023. Applicant is a wholly-owned subsidiary of VA Fiber 1, LLC, a Delaware limited liability company, which is the sole member of the Applicant (“Member”). Member’s current address is 835 Lowcounty Boulevard, Mount Pleasant, SC 29464. A copy of Applicant’s formation documents are attached hereto as **Exhibit B.** A copy of Applicant’s authority to transact business in the State of Tennessee is provided in **Exhibit C.** The Applicant’s Manager is Bryan McCombs (“Manager”). Applicant has additional consultants that support its business and operations. As a managed limited liability company, Applicant does not have directors. Rather, Applicant is managed by its Manager, who may be reached at Applicant’s principal place of business. There are no managers or consultants located in Tennessee. Management names and addresses are provided as **Exhibit D.** Biographies of key management personnel of Applicant are attached as **Exhibit E.**

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

A. Financial Qualifications

Applicant is well-capitalized through its Member. Applicant has substantial startup resources to successfully pursue infrastructure development in Tennessee. As a newly-formed company, Applicant does not currently have historical financial statements, and instead is relying on resources made available by its sole Member. Applicant submits under seal as **Exhibit F** its Member's current balance sheet, demonstrating that the Applicant has access to ample financial resources to complete the development and deployment of infrastructure and provide services in Tennessee. Applicant requests that **Exhibit F** be afforded confidential treatment in accordance with Tenn. Code § 47-25-1701 et seq, due to the proprietary and confidential nature of such information, which, if disclosed, would result in substantial harm to Applicant's competitive position. As shown in the information provided, Applicant is financially qualified to operate in Tennessee. A Surety Bond is provided as **Exhibit G.**

B. Managerial Ability

As demonstrated in **Exhibit E**, Applicant is technically and managerially qualified to establish and operate its proposed telecommunications operations in Tennessee. Applicant will be managed by individuals with experience in the telecommunications industry who are well equipped to manage the proposed services in Tennessee. Applicant's highly-qualified personnel will ensure that its operations in Tennessee will meet high standards for service quality and reliability. Applicant's related companies and managers own or have owned and managed hundreds of millions of dollars of telecommunications assets, including fiber and data center assets throughout the United States, and routinely employ third-party consultants to assist with management and technical expertise. Neither Applicant nor its Manager has been or is currently the subject of any civil or criminal

proceedings pending before any state or federal regulatory commission, administrative agency, or law enforcement agency that could adversely affect Applicant's ability to provide telecommunications services in Tennessee.

C. Technical Qualifications:

Applicant will comply with all applicable Commission rules, regulations and standards, and will provide safe, reliable and high-quality telecommunications services in Tennessee. Applicant's planned service offerings will meet or exceed all quality of service requirements and provide services of the highest quality to meet the needs of its customers. In addition, connectivity of Applicant's network will not impair the statewide public switched network. To ensure top-quality service, Applicant will be available for customer inquiries 24 hours, 7 days a week. Applicant's services will satisfy the minimum standards established by the Tennessee Public Utility Commission. Applicant does not intend to tariff its retail telecommunications services but rather provide such services pursuant to individually-negotiated contracts.

5. Proposed Service Area:

Applicant seeks authority to provide all forms of local exchange and access telecommunications services to and from all points in Tennessee that are currently open, and that become open, to competition, and to provide interexchange telecommunications statewide. While Applicant's business will initially focus on the construction and provision of dark fiber and high-speed broadband services, such as Digital Signal, Optical Signal, Ethernet, and Wavelength, Applicant seeks authority sufficient to expand its offerings to meet customer demand for telecommunications services.

Currently, Applicant is authorized to provide telecommunications services in Virginia. Applicant has a pending CLEC application in Alabama.

6. Types of Local Exchange Service to be provided:

Applicant seeks authority to provide a full range of resold and facilities-based local exchange, access and interexchange telecommunications services in order to meet customer demand for connectivity and advanced telecommunications services in Tennessee. Applicant will primarily provide services utilizing its own facilities, but may also lease facilities from others to supplement its network footprint. Applicant seeks the authority to provide telecommunications service so that it may interconnect its network with other carriers' networks, lease unbundled network elements, and obtain services on a resold basis to the extent necessary to serve customers.

7. Repair and Maintenance:

The Company's state of the art telecommunications infrastructure will provide repair and maintenance capabilities consistent with those made available by modern network operators. Similarly the Company will utilize efficient and high-quality customer communication options for customers to interact with the Company for purposes of billing, repair, maintenance and similar requests.

Granting this Application will promote the public interest by allowing the deployment of telecommunications services to be completed, in order to provide customers with high-quality, cost-effective alternatives, with an emphasis on customer service and quality.

Further, granting this Application will promote the public interest by increasing the level of competition in the provision of telecommunications services in Tennessee. The increase in competition will also promote efficiencies in the delivery of services and in the

development of new services. These benefits will serve the public interest by providing continuing incentives for enhanced competition and availability of desirable fiber-based services.

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

See **Exhibit H.**

9. Toll Dialing Parity Plan:

Applicant will not be providing traditional voice services, but its offerings will make available toll dialing parity consistent with state of the art telecommunications offerings.

10. Applicant has served notice of this application to the incumbent local exchange telephone companies in Tennessee with a statement regarding the company's intention of operating geographically. See **Exhibit I** for the service list.

11. Numbering Issues:

Applicant will not be providing voice service, therefore this section is not applicable.

12. Tennessee Specific Operational Issues:

Applicant's statement is provided in **Exhibit J.**

13. Miscellaneous

A. Sworn pre-filed testimony: **Exhibit K.**

B. Applicant does not require customer deposits.

C. To date, Applicant has not been subject to complaints in any of the states in which it is doing business.

D. Applicant plans to provide a tariff in the future, subsequent to application approval, as applicable to regulated service offerings.

CONCLUSION

For the reasons set forth above, Applicant respectfully submits that the public interest, convenience, and necessity would be furthered by an expeditious grant of this Application for the authority to provide all types of facilities-based and resold local exchange, access and interexchange telecommunications services in Tennessee.

Respectfully submitted,



Mike Hazzard
Edlira Kuka
DLA Piper (US)
500 Eight Street, NW
Washington, DC 20004
202-799-4560
mike.hazzard@us.dlapiper.com

Counsel for VA FIBER 1 PROPCO, LLC

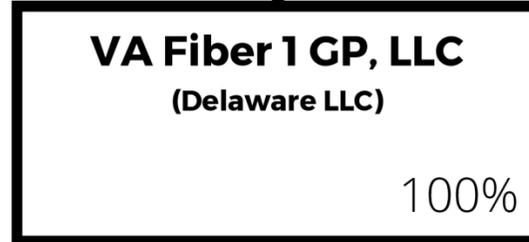
Dated: December 5, 2025

EXHIBIT A

Organizational Chart & Acquisition/Merger Information

VA FIBER 1

Org Chart



MERGER & ACQUISITION INFORMATION

VA Fiber 1 PropCo LLC is wholly owned and controlled by VA Fiber 1, LLC, and VA Fiber 1 GP LLC (collectively, the “VA Fiber 1 LLC Vehicles”) are controlled by Critical Infrastructure Partners LLC , which serves as the general partner of each of the VA Fiber 1 Vehicles.

Critical Infrastructure Partners is a leading North American-based private equity group founded in 2023 and has experience building, owning and operating data center and telecommunications assets across the United States.

EXHIBIT B

Formation Documents



Form
LLC1011
(Rev. 04/23)

State Corporation
Commission

Articles of Organization of a Virginia Limited Liability Company

Section I: Enter a unique name. It must contain **limited liability company, limited company or an abbreviation.**
LLC Complete a [Name Availability Check](#) to confirm the name is unique.

Information

LLC Name VA Fiber 1 PropCo, LLC

LLC Contact Number (optional): _____ LLC Email (optional): _____

Section II: Enter the complete physical address of the LLC principal executive office. Provide a street number and name.

Principal
Office
Address

Address Line 1: 835 Lowcountry Blvd, Suite A

Address Line 2: _____

City: Mt Pleasant State: SC Zip Code: 29464

Section III: Enter the initial registered agent's name. The LLC cannot act as their own registered agent.

Registered
Agent

Registered Agent Name Registered Agent Solutions, Inc.

Registered Agent Email (optional) _____

Section IV: Choose **one** qualification for the registered agent.

Qualification

1) An Individual who is a resident of Virginia **and**

- a member of the Virginia State Bar.
 a member or manager of the LLC.
 an officer or director of a corporation that is a member or manager of the LLC.
 a general partner of a general or limited partnership that is a member or manager of the LLC.
 a trustee of a trust that is a member or manager of the LLC.
 a member or manager of an LLC that is a member or manager of the LLC or

2) a domestic or foreign stock or nonstock corporation, limited liability company or registered limited liability partnership authorized to transact business in Virginia.

Section V: Enter the physical address of the initial registered office which is identical to the business office of the registered agent. Provide a street number and name.

Registered
Office
Address

Address Line 1: 7288 Hanover Green Drive

Address Line 2: _____

City: Mechanicsville State VA Zip Code 23111

City County County / City name: Hanover

Section VI: Organizer(s) must sign

Signatures

Signature *Jim La Marche* Printed name Jim La Marche Date 10/12/2023

9E8839FA92864E3...

Commonwealth of Virginia



STATE CORPORATION COMMISSION

Richmond, October 12, 2023

This is to certify that the certificate of organization of

VA Fiber 1 PropCo, LLC

was this day issued and admitted to record in this office and that the said limited liability company is authorized to transact its business subject to all Virginia laws applicable to the company and its business.

Effective date: October 12, 2023



STATE CORPORATION COMMISSION

Attest:

A handwritten signature in cursive script, appearing to read "Bernard J. St. John".

Clerk of the Commission

**COMMONWEALTH OF VIRGINIA
STATE CORPORATION COMMISSION**

AT RICHMOND, OCTOBER 12, 2023

The State Corporation Commission has found the accompanying articles of organization submitted on behalf of

VA Fiber 1 PropCo, LLC

to comply with the requirements of law, and confirms payment of all required fees. Therefore, it is ORDERED that this

CERTIFICATE OF ORGANIZATION

be issued and admitted to record with the articles of organization in the Office of the Clerk of the Commission, effective October 12, 2023.

The limited liability company is granted the authority conferred on it by law in accordance with the articles of organization, subject to the conditions and restrictions imposed by law.

STATE CORPORATION COMMISSION

By

A handwritten signature in black ink, appearing to read "Jehmal T. Hudson", with a long horizontal flourish extending to the right.

Jehmal T. Hudson
Commissioner

Limited Liability Company - Articles of Organization

Entity Information

Entity Name: VA Fiber 1 PropCo, LLC Entity Type: Limited Liability Company

Business Type

Industry Code: 0 - General

Duration

Perpetual(forever)

Registered Agent Information

RA Type: Entity

Locality: HANOVER COUNTY

RA Qualification: N/A

Name: Registered Agent Solutions,
Inc.

Email Address: rorozco@rasi.com

The company's registered office address, including the street and number, if any, which is identical to the business office of the registered agent, is:

Registered Office Address: 7288 Hanover Green Dr,
Mechanicsville, VA, 23111 -
1709, USA

Contact Number: N/A

Principal Office Address

Address: 835 Lowcountry Blvd Ste A, Mount Pleasant, SC, 29464 - 3024, USA

Principal Information

Management Structure: N/A

Signature Information

Date Signed: 10/12/2023

Executed in the name of the limited liability company by:

Printed Name	Signature	Title
Jim La Marche	Jim La Marche	Organizer

EXHIBIT C

Authority to Transact Business in TN



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

VA FIBER 1 PROPCO, LLC
STE A
835 LOWCOUNTRY BLVD
MOUNT PLEASANT, SC 29464

August 6, 2024

Filing Acknowledgment

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

SOS Control # :	001566056	Formation Locale:	VIRGINIA
Filing Type:	Limited Liability Company - Foreign	Date Formed:	10/12/2023
Filing Date:	08/06/2024 11:59 AM	Fiscal Year Close:	12
Status:	Active	Annual Report Due:	04/01/2025
Duration Term:	Perpetual	Image # :	B1516-9539
Managed By:	Member Managed		

Document Receipt

Receipt # : 009170224	Filing Fee:	\$300.00
Payment-Check/MO - CAPITAL FILING SERVICE, INC , NASHVILLE, TN		\$300.00

Registered Agent Address:
REGISTERED AGENT SOLUTIONS, INC.
STE B
992 DAVIDSON DR
NASHVILLE, TN 37205-1051

Principal Address:
STE A
835 LOWCOUNTRY BLVD
MOUNT PLEASANT, SC 29464

Congratulations on the successful filing of your **Application for Certificate of Authority** for **VA FIBER 1 PROPCO, LLC** in the State of Tennessee which is effective on the date shown above. Please visit the Tennessee Department of Revenue website (www.tn.gov/revenue) 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: Stephanie Booker



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



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

For Office Use Only

FILED

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

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: VA FIBER 1 PROPCO, 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: Virginia

and the date of its formation is: 10 / 12 / 2023 and the date it commenced doing business in Tennessee is: 08 / 02 / 2024
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: Registered Agent Solutions, Inc.
Address: 992 Davidson Drive Suite B
City: Nashville State: TN Zip Code: 37205 County: Davidson

5. Fiscal Year Close Month: _____

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: 835 Lowcountry Blvd., Ste. A
City: Mount Pleasant State: SC Zip Code: 29464
Business Email: jim@crinpa.com

B1516-9539 08/06/2024 11:59 AM Received by Tennessee Secretary of State Tre Hargett



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



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

For Office Use Only

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

The name of the Limited Liability Company is: VA FIBER 1 PROPCO, 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: _____

8/5/2024
Signature Date

DocuSigned by:
Jim La Marche
9E9839FA92864E3
Signature

Member
Signer's Capacity (if other than individual capacity)

Jim La Marche
Name (printed or typed)

B1516-9540 08/06/2024 11:59 AM Received by Tennessee Secretary of State Tre Hargett

Commonwealth of Virginia



State Corporation Commission

CERTIFICATE OF FACT

I Certify the Following from the Records of the Commission:

That VA Fiber 1 PropCo, LLC is duly organized as a Limited Liability Company under the law of the Commonwealth of Virginia;

That the Limited Liability Company was formed on October 12, 2023; and

That the Limited Liability Company is in existence in the Commonwealth of Virginia as of the date set forth below.

Nothing more is hereby certified.



Signed and Sealed at Richmond on this Date:

August 5, 2024

A handwritten signature in cursive script, appearing to read "Bernard J. Logan".

Bernard J. Logan, Clerk of the Commission

B1516-9541 08/06/2024 11:59 AM Received by Tennessee Secretary of State Tre Hargett

EXHIBIT D

Key Managers and Addresses

EXHIBIT D

Names and Addresses of Key Managerial Personnel

1. Matt Chapdelaine, Partner
835 Lowcounty Boulevard
Mount Pleasant, SC 29464
Phone: 843-478-2468
Email: matt@crinpa.com

2. Bryan McCombs, Partner
835 Lowcounty Boulevard
Mount Pleasant, SC 29464
Phone: 843-478-2468
Email: bryan@crinpa.com

3. Jim LaMarche, Partner
835 Lowcounty Boulevard
Mount Pleasant, SC 29464
Phone: 843-478-2468
Email: jim@crinpa.com

EXHIBIT E

Biographies of Key Managerial Personnel

Exhibit E

Biographies of Key Managerial Personnel

Matt Chapdelaine: Matt is a seasoned sponsor and developer in the critical infrastructure and telecommunications industry. He has worked in commercial real estate for over 20 years, having successfully completed billions of dollars in commercial real estate transactions and developments in his career. As a co-founder and managing partner at Critical Infrastructure Partners (CIP) which has over \$1BN in assets under management of data center and fiber assets spanning the United States. This includes over 1MM SF of data center space capacity and 60,000 strand miles of telecommunications fiber. He began his career as a public accountant at Deloitte LLP providing tax, accounting & due diligence services for a variety of asset classes across the country including apartments, office, industrial, land, and retail. In 2015, Matt built and launched a venture backed predictive analytics platform that successfully forecasts future real estate outcomes that is still in use by insurance companies across the country. Matt successfully sold that company in 2018.

Bryan McCombs: Bryan started his career in the IT industry in the late 1990s with LucentTechnologies. While there, he worked on high-speed fiber optic transport systems, cell site implementations, and central office switches. From there he moved to a value-added reseller working with enterprise voice and data networking. He attained numerous certifications from companies such as Cisco, Avaya, Juniper, Aruba, HP, and Mist. Before joining Critical Infrastructure Partners, he was the President of Southeast Communications as well as their sister company N2N Optics. They worked throughout the US on large fiber and WiFi installations for the public and private sectors. Bryan enjoys time with his wife and 2 dogs as well as growing hot peppers, live music and being outside as much as possible.

Jim La Marche: Jim is a development entrepreneur and investor across multiple asset classes and geographies. Jim is a managing partner at Critical Infrastructure Partners (CIP), a firm that he co-founded. Since inception, CIP and its portfolio company, EdgePWR, have acquired over 1MM square feet of telecom data center assets and developed over 60,000 strand miles of dark fiber assets. Prior to his work in telecom, Jim was a partner in True North Studio, a Phoenix based development company with a diversified portfolio of assets. The portfolio includes both greenfield

development assets as well as redevelopment projects in both Chicago and Phoenix. The portfolio includes greenfield development products ranging from hotel and retail to Class A and Class B+ office re-developments. Prior to True North Studio, Jim resided in Tokyo, Japan, where he assisted with the launch of Blue Energy Partners, a solar development company that was among the first to enter Japan's growing renewable energy market following the Fukushima Daiichi nuclear disaster. First Solar FSLR (NASDAQ), a leading global provider of comprehensive photovoltaic solar systems, ultimately acquired the company's broad portfolio of utility scale assets. Before working in development and capital markets, Jim was the managing director of the Thunderbird School of Global Management's private equity and venture capital department. Jim graduated from Arizona State University with a focus on Political Science, and from Seton Hall University with a Master's in Foreign Policy Analysis. Jim and his wife reside in Chicago, IL and enjoy spending time with their young daughter.

EXHIBIT F

CONFIDENTIAL

Financial Information

EXHIBIT F

CONFIDENTIAL FINANCIAL INFORMATION

Information included in Exhibit F is provided to the Commission under separate cover and requires confidential treatment.

EXHIBIT G
SURETY BOND

TENNESSEE PUBLIC UTILITY COMMISSION

TENNESSEE TELECOMMUNICATIONS SERVICE PROVIDER'S SURETY BOND

Bond #: AL105098

WHEREAS, VA Fiber 1, LLC (the "Principal"), has applied to the Tennessee Public Utility Commission for authority to provide telecommunications services in the State of Tennessee; and

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

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

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

This bond shall become effective on the 25th day of November, 2025, and shall be continuous; provided, however, that each annual renewal period or portion thereof shall constitute a new bond term. Regardless of the number of years this bond may remain in force, the liability of the Surety shall not be cumulative, and the aggregate liability of the Surety for any and all claims, suits or actions under this bond shall not exceed Twenty Thousand Dollars (\$20,000.00). The Surety may cancel this bond by giving thirty (30) days written notice of such cancellation to the TPUC and Principal by certified mail, it being understood that the Surety shall not be relieved of liability that may have accrued under this bond prior to the date of cancellation.

PRINCIPAL

VA Fiber 1, LLC
Name of Company authorized by the TPUC

Company ID # as assigned by TPUC

SIGNATURE OF PRINCIPAL

By: _____
Name:
Title:

SURETY

First Indemnity of America Insurance Company
Name of Surety
2740 Route 10 West, Suite 205
Morris Plains, NJ 07950
Address of Surety



SIGNATURE OF SURETY AGENT

By: Adam T. Grap
Name: Adam T. Grap
Title: Attorney-in-Fact

Address of Surety Agent:
Marsh & McLennan Agency Known locally as Insurance Associates
8830 Stanford Blvd, Suite 250
Columbia, MD 21045

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

ACKNOWLEDGMENT OF PRINCIPAL

STATE OF _____
COUNTY OF _____

Before me, a Notary Public of the State and County aforesaid, personally appeared _____ with whom I am personally acquainted and who, upon oath, acknowledged himself to be the individual who executed the foregoing bond on behalf of _____ VA Fiber 1, LLC _____, and he acknowledged to me that he executed the same.

WITNESS my hand and seal this _____ day of _____, _____.

My Commission Expires:

Notary Public

ACKNOWLEDGMENT OF SURETY

STATE OF Maryland
COUNTY OF Howard

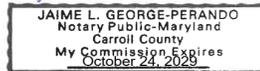
Before me, a Notary Public of the State and County aforesaid, personally appeared Adam T. Grap with whom I am personally acquainted and who, upon oath, acknowledged himself to be the individual who executed the foregoing bond on behalf of First Indemnity of America Insurance Company, the within named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

WITNESS my hand and seal this 25th day of November, 2025.

My Commission Expires:

October 24, 2029

Jaime L. George-Perando
Notary Public



APPROVAL AND INDORSEMENT

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

Name:
Title:

FIRST INDEMNITY OF AMERICA
INSURANCE COMPANY

2740 Route 10 West, Suite 205, Morris Plains, N.J. 07950
Telephone: (973) 402-1200

POWER OF ATTORNEY FOR BONDS AND UNDERTAKINGS

Know All Men By These Presents: That First Indemnity of America Insurance Company, a Corporation of the State of New Jersey does hereby appoint: Jaime Lynn George-Perando, Rush H. Seale, Adam T. Grap, Manuel Jones, Aldo Pasquariello, Karen L. Wilson, Maki F. Tyree, Anne Schevker, Stephen A. Spencer, Paul M. Troeschel, Daniel R. West, Brenda L. Pattishall, Susan B. Willett, Beatrice Saint-Felix, Ryan Hays, Rohan Nabar, its true and lawful Attorneys-in-Fact: to make, execute, sign, acknowledge, affix the Company Seal to, deliver any and all surety bonds, Consents of Surety, undertakings, recognizances and other contracts of indemnity and writings obligatory in the nature of a bond, for and on behalf of said Company and as an act and deed of said Company.

IN WITNESS WHEREOF, First Indemnity of America Insurance Company of the State of New Jersey has executed these presents this 21st day of May, 2025.



Patrick J. Lynch
Patrick J. Lynch, President

STATE OF NEW JERSEY)
COUNTY OF MORRIS) ss:

On this 21st day of May, 2025, before me came the above named authorized representative of First Indemnity of America Insurance Company, to me personally known to be the individual and representative described herein, and acknowledge that he executed the foregoing instrument and affixed the seal of said corporation thereto by authority of this office.



Kathleen Fochesto
KATHLEEN FOCHESTO
Commission # 2394310
Notary Public, State of New Jersey
My Commission Expires
March 16, 2030

CERTIFICATE

Excerpts of Resolutions adopted by the Board of Directors of First Indemnity of America Insurance Company of the State of New Jersey adopted May 21, 2025.

RESOLVED, that the President, or any one of the Vice Presidents specially authorized to do so by the Board of Directors, shall have the power to appoint Attorneys-in-Fact as the business of the company may require, or to authorize any person or persons to execute on behalf of the Company any bonds, Consents of Surety, undertakings, recognizances, stipulations, policies, contracts, agreements, deeds, and release and assignment of judgments, decrees, mortgages and instruments in the nature of mortgages, and also all other instruments and documents which the business of the Company may require and to affix the Seal of the Company thereto.

FURTHER RESOLVED, that the signatures and attestations of such officers and the seal of the Company may be affixed to any such Power of Attorney or to any certificate relating to the Power of Attorney by electronic means and any such Power of Attorney or certificate bearing such electronic signatures or electronic seal shall be valid and binding upon the Company with respect to any bond, undertaking, recognizances or other contract of indemnity of writing obligatory in the nature thereof.

I, Jane E. Lynch, Secretary of First Indemnity of America Insurance Company of New Jersey, do hereby certify that the foregoing Resolutions were adopted by the Board of Directors of the Corporation and the Powers of Attorney issued pursuant thereto, are true and correct and that both the Resolution and the Powers of Attorney are in full force and effect.

IN WITNESS WHEREOF, I have herewith set my hand and affixed the seal of said Corporation this 21st day of May, 2025. This is notice that the Power of Attorney cited above is effective this 25th day of November, 2025.



Jane E. Lynch
Jane E. Lynch, Secretary

AL105098

EXHIBIT H

Small and Minority-Owned Telecommunications Business Participation Plan

**BEFORE THE
TENNESSEE PUBLIC UTILITY COMMISSION**

Application of)
)
VA FIBER 1 PROPCO, LLC) Case No.
)
for a Certificate of Public Convenience and)
Necessity to Provide Facilities-Based Local)
Exchange and Interexchange Telecommunications)
Services)

**SMALL AND MINORITY-OWNED TELECOMMUNICATIONS BUSINESS
PARTICIPATION PLAN OF VA FIBER 1 PROPCO, LLC**

Pursuant to T.C.A. § 65-5-112, as amended, Applicant submits this small and minority-owned Telecommunications business participation plan, along with its Application for a Certificate of Public Convenience and Necessity.

I. PURPOSE

The purpose of §65-5-112 is to provide opportunities for small and minority-owned businesses that provide goods and services to Telecommunications service providers. Applicant is committed to the goals of §65-5-112 and to taking steps to support the participation of small and minority-owned Telecommunications businesses in Tennessee. Applicant will endeavor to provide opportunities for small and minority-owned Telecommunications businesses to compete for contracts and subcontracts for goods and services where possible. As part of its procurement process, Applicant will make efforts to identify and inform minority-owned and small businesses that are qualified and capable of providing goods and services to Applicant of such opportunities, where applicable. Applicant is a newly formed entity and plans to primarily offer services on an as-needed basis to enterprise customers and may not initially have applicable opportunities for any businesses, including small and minority owned businesses, to participate at this time. Applicant representatives plan to conduct outreach to 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 as Applicant prepares to provision service, in the event that Applicant may have business needs for contractors and subcontractors or other vendors in the future. Moreover, Applicant will strive to the best of its abilities and position as a new provider to increase awareness of such opportunities so that companies not otherwise identified will have sufficient information to participate in the procurement process, should Applicant engage in procurement activities for its services.

II. DEFINITIONS

As defined in § 965-5-112, 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

Applicant's Plan will be overseen and administered by the individual named below, who will be responsible for carrying out and promoting Applicant's full efforts to provide equal opportunities for small and minority-owned businesses. The Administrator of the Plan will be:

Bryan McCombs
835 Lowcountry Boulevard
Mount Pleasant, SC 29464
Phone: 843-478-2468

Email: bryan@crinpa.com

The Administrator's responsibilities will include:

1. Maintaining an updated Plan in full compliance with § 65-5-112 and the rules and orders of the Tennessee Regulatory Authority.
2. Establishing and developing policies and procedures necessary for the successful implementation of the Plan.
3. Serving as the primary liaison to and cooperate with the Tennessee Regulatory Authority, other agencies of the State of Tennessee, and small and minority-owned businesses to locate and use qualified small and minority-owned businesses as defined in § 65-5-112.
4. Identifying opportunities to use small and minority-owned businesses and engaging with such businesses to encourage participation in and bid on contracts and subcontracts, to the extent Applicant will have bid opportunities available.
5. Providing records and reports and cooperating in any authorized surveys as required by the Tennessee Regulatory Authority.
6. Establishing a record-keeping system to track engagement with qualified small and minority-owned businesses and efforts to use such businesses.

In performance of these duties, the Administrator will utilize a number of resources, including: chambers of commerce, federal and state business administration resources and programs, and community resources.

IV. RECORDS AND COMPLIANCE REPORTS

Applicant will maintain records of qualified small and minority-owned business and efforts to use the goods and services of such businesses. In addition, Applicant will maintain records of

educational and training activities conducted or attended and of the internal procurement procedures adopted to support this plan. Applicant will submit records and reports required by the Tennessee Regulatory Authority concerning the Plan. Moreover, Applicant will cooperate fully with any surveys and studies required by the Tennessee Regulatory Authority.

VA FIBER 1 PROPCO, LLC

By: c/o Bryan McCombs

EXHIBIT I

NOTICE TO EXCHANGE COMPANIES

**BEFORE THE
TENNESSEE PUBLIC UTILITY COMMISSION**

Application of)
)
VA FIBER 1 PROPCO, LLC) Case No.
)
for a Certificate of Public Convenience and)
Necessity to Provide Facilities-Based Local)
Exchange and Interexchange Telecommunications)
Services)

NOTICE OF FILING

TO: ALL INCUMBENT LOCAL EXCHANGE CARRIERS (ILECS) PLEASE TAKE NOTICE,
that in accordance with the Tennessee Regulatory Authority Rules for the Provision of Competitive
Intrastate Telecommunications Services, you are hereby given notice that on December 5, 2025,
VA FIBER 1 PROPCO, LLC filed an Application for a Certificate of Public Convenience and
Necessity to Provide Competing Local Telecommunications Services.

This 5th day of December, 2025.

VA FIBER 1 PROPCO, LLC

BY: c/o Bryan McCombs
PARTNER

Incumbent Local Exchange Carriers (ILEC s)

ID	Company Name					
21	Ardmore Telephone Company	100 WK&T Technology Drive		Mayfield	KY	42066-9084
1	BellSouth Telecommunications, LLC	333 Commerce Street	Suite 2106	Nashville	TN	37201-3300
3	Brightspeed Of Appalachia, LLC	P.O. Box 1330		Fayetteville	NC	28302
15	Brightspeed Of East Tennessee, LLC	P.O. Box 1330		Fayetteville	NC	28302
17	Brightspeed Of Southern Tennessee, LLC	P.O. Box 1330		Fayetteville	NC	28302
14	BrightSpeed Of Western Tennessee, LLC	P.O. Box 1330		Fayetteville	NC	28302
16	Crockett Telephone Company	P.O. Box 24207	Attention Lisa Wigington	Jackson	MS	39225
74668	Frontier Communications of Tennessee	300 Bland Street		Bluefield	WV	24701
22	Humphreys County Telephone Company	525 Junction Road		Madison	WI	53717
23	Loretto Telephone Company	P.O. Box 130		Loretto	TN	38469
24	Millington Telephone Company, LLC	P.O. Box 17040		Jonesboro	AR	72403
18	Peoples Telephone Company	P.O. Box 24207	Attention Lisa Wigington	Jackson	MS	39225
12	Tellico Telephone Company	525 Junction Road		Madison	WI	53717
25	United Telephone Company, Inc.	P.O. Box 38		Chapel Hill	TN	37034
19	West Tennessee Telephone Co.	P.O. Box 24207	Attention Lisa Wigington	Jackson	MS	39225

EXHIBIT J

TENNESSEE SPECIFIC OPERATIONAL ISSUES

EXHIBIT J

Tennessee Specific Operational Issues

VA FIBER 1 PROPCO, LLC provides its responses to the following questions:

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

Applicant does not provide calls and does not plan to do so at this time. Applicant is aware of the Tennessee Code requirements pertaining to provisioning of voice service. Applicant provides data transport services and the provisions of the Tennessee Code do not apply to its service.

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, Applicant is aware of this requirement.

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

Yes, Applicant is aware of this requirement.

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.

Applicant does not provide voice service at this time. Should Applicant provide voice service in the future, it will implement sufficient procedures to assure that 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 on resolving customer complaints.

Bryan McCombs, Partner. Telephone number: 843-478-2468.

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

Applicant intends to telemarket its services in Tennessee. Applicant is aware of the telemarketing statutes and regulations found in TCA §65-4-401 et seq. and Chapter 1220-4-11.

EXHIBIT K

SWORN PRE-FILED TESTIMONY

**BEFORE THE
TENNESSEE PUBLIC UTILITY COMMISSION**

Application of)
)
VA FIBER 1 PROPCO, LLC)
)
for a Certificate of Public Convenience and)
Necessity to Provide Facilities-Based Local)
Exchange and Interexchange Telecommunications)
Services)

PRE-FILED TESTIMONY OF BRYAN MCCOMBS

I, Bryan McCombs, do hereby testify as follows in support of the application of VA Fiber 1 PropCo, LLC, hereinafter “Applicant,” 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 Bryan McCombs. I am the Member and one of the partners at Critical Infrastructure Partners, of which the Applicant is a subsidiary. My business address is: 835 Lowcounty Boulevard, Mount Pleasant, SC 29464.

Q: Please briefly describe your duties.

A: I am responsible for strategic growth, funding, and operational duties.

Q: Please describe your business experience and educational background.

A: I have extensive experience as a development entrepreneur, private equity, asset management and capital investment. I was previously the President of Southeast Communications as well as their sister company N2N Optics, working throughout the U.S. on large fiber and WiFi installations for the public and private sectors.

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

A: Yes.

Q: Please describe the current corporate structure of Applicant.

A: VA FIBER 1 PROPCO, LLC is wholly owned and controlled by VA Fiber 1, LLC, and CA Fiber 1 GP LLC, which are controlled by Critical Infrastructure Partners LLC, the general partner of each of the VA Fiber 1 Vehicles. Critical Infrastructure Partners is a leading North American-based private equity group founded in 2023, and has experience building, owning and operating data centers and telecommunications assets across the United States.

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

A: Yes.

Q: Please describe Applicant's financial qualifications.

A: Applicant has the financial resources to adequately provide service in Tennessee. As further detailed in its confidential attachment providing details of its financial resources, Applicant is funded adequately to provision service in Tennessee, without straining its resources.

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

A: Applicant is managed by myself and two other partners. All of us have significant experience and successful track record of managing and growing complex businesses, including telecommunications businesses. Our combined experience and qualifications are detailed in Exhibit E.

Q: What services will Applicant offer?

A: Applicant seeks authority to provide all forms of local exchange and access telecommunications services to and from all points in Tennessee that are currently open, and that

become open, to competition, and to provide interexchange telecommunications statewide. While Applicant's business will initially focus on the construction and provision of dark fiber and high-speed broadband services, such as Digital Signal, Optical Signal, Ethernet, and Wavelength, Applicant seeks authority sufficient to expand its offerings to meet customer demand for telecommunications services.

Q: Will Applicant offer service to all consumers within its service area?

A: Applicant plans to offer service to enterprise customers state-wide and does not plan to render service to residential customers.

Q: Does Applicant 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: Applicant intends to offer service statewide to the extent open to competition.

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

A: Grant of a certificate of convenience and necessity to Applicant will serve the public interest and benefit the telecommunications market of Tennessee. Applicant will comply with all applicable Commission rules, regulations and standards, and will provide safe, reliable and high-quality telecommunications services in Tennessee. Applicant's planned service offerings will meet or exceed all quality of service requirements and provide services of the highest quality to meet the needs of its customers. In addition, connectivity of Applicant's network will not impair the statewide public switched network. To ensure top-quality service, Applicant will be available for customer inquiries 24 hours, 7 days a week. Applicant's services will satisfy the minimum standards established by the Tennessee Public Utility Commission.

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

A: Yes. Applicant will comply with all TRA rules, statutes, and orders pertaining to the provision of telecommunications services in Tennessee, including those for disconnection and reconnection of service.

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

A: No. No state has ever denied an authorization of Applicant or any of its affiliates to provide intrastate service.

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

A: No. No state has ever revoked the certification of Applicant or any of its affiliates.

Q: Has Applicant or one of its affiliates ever been investigated or sanctioned by any regulatory authority for service or billing irregularities?

A: No, Applicant and its affiliates have not been investigated or sanctioned by any regulatory authority for service or billing irregularities.

Q: Who is knowledgeable about Applicant's operations and will serve as Applicant's regulatory and customer service contact?

A: Applicant's operations primary contact for regulator and customer service will be Bryan McCombs. His contact information is provided in Applicant's CPCN application.

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

A: Applicant. has a dedicated internal team and legal counsel that will timely respond

to information requests from TRA and its staff, to ensure all information requests are thoroughly addressed.

Q: Does this conclude your testimony?

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

Signature Page to Pre-filed Testimony

Bryan Franklin McCombs

Bryan McCombs

Critical Infrastructure Partners

Respectfully submitted on this 5th day of November, 2025

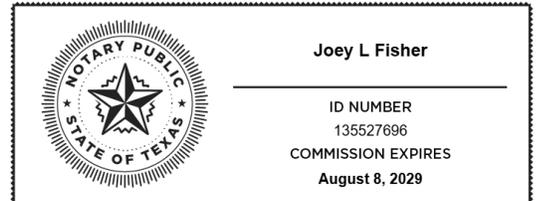
Notary Public

State of Texas

County of Bexar

My Commission expires on 08/08/2029

Joey L Fisher



Electronically signed and notarized online using the Proof platform.