

**BEFORE THE PUBLIC UTILITIES COMMISSION
OF THE STATE OF SOUTH DAKOTA**

In the Matter of the Application of)
 Crown Castle NG Central LLC for a)
 Certificate of Authority to Provide) TC 14- _____
 Non-Switched Local Transport Services)
 in the State of South Dakota)

APPLICATION

In accordance with S.D. Admin. R. 20:10:32:03, Crown Castle NG Central LLC (“Crown Castle” or “Applicant”) hereby submits this Application for a Certificate of Authority to provide Non-Switched Local Transport Services in the State of South Dakota. In support of its Application, Crown Castle hereby states as follows:

(1) The applicant’s name, address, telephone number, facsimile number, web page URL, and E-mail address

Name:	Crown Castle NG Central LLC
Address:	2000 Corporate Drive Canonsburg, PA 15317
Telephone Number:	(724) 416 – 2000
Facsimile Number:	(724) 274 – 7583
Web Page URL:	http://www.crowncastle.com
E-mail address:	robert.millar@crowncastle.com

(2) A description of the legal and organizational structure of the applicant's company

Crown Castle is a foreign for-profit limited liability company duly organized under the laws of the State of Delaware. A copy of Applicant’s Certificate of Formation is attached as Exhibit A. A copy of Applicant’s current organizational chart is included as Exhibit B.

(3) The name under which the applicant will provide local exchange services if different than in subdivision (1) of this section

Crown Castle will be the entity providing services in South Dakota.

(4) The location of the applicant's principal office, if any, in this state and the name and address of its current registered agent, if applicable

Currently Crown Castle does not have a principal office in South Dakota. Crown Castle's registered agent in South Dakota is:

CT Corporation System
319 S. Coteau Street
Pierre, SD 57501

(5) A copy of the applicant's certificate of authority to transact business in South Dakota from the Secretary of State

A copy of the Crown Castle's certificate of authority to transact business in South Dakota is attached hereto as Exhibit C.

(6) A description of the applicant's experience providing any telecommunications services in South Dakota or in other jurisdictions, including the types of services provided, and the dates and nature of state or federal authorization to provide the services:

To date, Applicant has been granted authority to provide telecommunications services in Arkansas, Illinois, Kansas, Kentucky, Louisiana, Michigan, Minnesota, Mississippi, Missouri, North Dakota, Oklahoma, Tennessee, Texas, West Virginia and Wisconsin. Applicant also has an application pending for a Certificate of Authority in Nebraska. Applicant's affiliates have been authorized to provide service in Alabama, Arizona, California, Connecticut, Delaware, the District of Columbia, Florida, Georgia, Hawaii, Idaho, Indiana, Maryland, Massachusetts, Nevada, New Jersey, New Mexico, New York, North Carolina, Ohio, Oregon, Pennsylvania, Rhode Island, South Carolina, Utah, Virginia and Washington. Crown Castle has not been denied authority in any state.

Crown Castle has the technical and managerial qualifications necessary to provide the proposed services. Attached as Exhibit D are the biographies of Crown Castle's key management and technical personnel. These biographies reflect that Crown Castle has significant technical and managerial expertise for operating a telecommunications company, consistent with the Commission's requirements.

(7) Names and addresses of applicant's affiliates, subsidiaries, and parent organizations, if any:

Applicant is a wholly-owned subsidiary of Crown Castle NG Networks Inc., a Delaware Corporation. Crown Castle NG Networks, Inc. is a wholly owned subsidiary of Crown Castle Solutions Corp., also a Delaware corporation. Applicant and these corporations share the following mailing address: 2000 Corporate Drive, Canonsburg, PA 15317. A diagram of the Applicant's organizational chart is included as Exhibit B.

(8) A list and specific description of the types of services the applicant seeks to offer and how the services will be provided, including:

a. Information indicating the classes of customers the applicant intends to serve:

Crown Castle intends to market and provide its non-switched local transport services to wireless providers and other sophisticated enterprise customers. Crown Castle does not intend to serve residential or small business customers at this point in time.

b. Information indicating the extent to and time-frame by which applicant will provide service through the use of its own facilities, the purchase of unbundled network elements, or resale:

Applicant intends to provide service as soon as practicable upon approval of this application and will provide service primarily through the use of its own facilities and, where appropriate, the facilities provided by its customers.

c. A description of all facilities that the applicant will utilize to furnish the proposed local exchange services, including any facilities of underlying carriers.

Applicant does not propose to provide local exchange services.

d. Information identifying the types of services it seeks authority to provide by reference to the general nature of the service:

Crown Castle acts as a facilities-based wholesale transport carrier for wireless and other large enterprise customers. Crown Castle typically provides "RF transport services" using fiber optic technology, including multi-wavelength optical technology over dedicated transport facilities,

to provide other service providers with transport options. RF transport services are used to transport voice and data communications between wireless capacity equipment (i.e., antennas) and hub facilities. The hub facility can be customer or Crown Castle-provided. Bi-directional, RF-to-optical conversion equipment allows Crown Castle to accept RF traffic from its customer and then send bi-directional traffic transmissions across the appropriate optical networks. At the remote end, Crown Castle or the customer company provide RF-to-optical conversion equipment that allows bi-directional conversion between optical signals and RF signals. RF signals can be received and radiated at this remote node by the customer company.

(9) A service area map or narrative description indicating with particularity the geographic area proposed to be served by the applicant:

Crown Castle requests authority to provide its services throughout the state of South Dakota.

(10) Information regarding the technical competence of the applicant to provide its proposed local exchange services including:

a. A description of the education and experience of the applicant's management personnel who will oversee the proposed local exchange services;

The names, titles, education and experience of key management for the Applicant who will oversee the proposed local exchange service are attached as Exhibit D. These biographies reflect that Crown Castle possesses significant technical and managerial expertise for operating a telecommunications company.

b. Information regarding policies, personnel, or arrangements made by the applicant which demonstrates the applicant's ability to respond to customer complaints and inquiries promptly and to perform facility and equipment maintenance necessary to ensure compliance with any commission quality of service requirements

Crown Castle has a toll-free number for customer service matters: 1-800-788-7011. Crown Castle does not offer traditional residential or business local telephone service. Instead, Crown Castle will provide telecommunications service to a small number of large, sophisticated

carrier customers. These customers require service that is safe and meets exacting standards for reliability. The company strives to resolve any problems directly with its customers in an expeditious, efficient and customized manner.

(11) Information explaining how the applicant will provide customers with access to emergency services such as 911 or enhanced 911, operator services, interexchange services, directory assistance, and telecommunications relay service.

These above referenced services are not applicable to the non-switched local transport service Applicant will be providing. As detailed in response to question 23 below, due to the nature of its non-switched local transport service offering, Crown Castle requests a waiver of the Commission's rules that require it to provide customers with access to emergency services, operator services, interexchange services, directory assistance and telecommunications relay services. Crown Castle's customers make these services available to end users either using their own facilities or through contractual arrangements with other carriers.

(12) For the most recent 12 month period, financial statements of the applicant consisting of balance sheets, income statements, and cash flow statements. The applicant shall provide audited financial statements, if available.

Crown Castle is financially qualified to render the proposed services. In particular, Crown Castle has access to the financing and working capital necessary to fulfill any obligations it may undertake with respect to the operation and maintenance of all requested services. Crown Castle's financial statements are attached as Exhibit E, along with a corresponding petition for confidential treatment.

(13) Information detailing the following matters associated with interconnection to provide proposed local exchange services:

- a. The identity of all local exchange carriers with which the applicant plans to interconnect.**

Applicant's proposed service offering does not currently require interconnection with incumbent LECs. Interconnection arrangements with LECs are generally made by Crown Castle's customers, which are the entities that ultimately serve end users.

b. The likely timing of initiation of interconnection service and a statement as to when negotiations for interconnection started or when negotiations are likely to start.

For the reasons discussed above, Crown Castle does not intend to request interconnection with any LEC at this time.

c. A copy of any request for interconnection made by the applicant to any local exchange carrier.

For the reasons discussed above, Crown Castle has not made any requests for interconnection with any LEC.

(14) A description of how the applicant intends to market its local exchange services, its target market, whether the applicant engages in multilevel marketing, and copies of any company brochures that will be used to assist in sale of the services.

Crown Castle will not be providing local exchange services. Instead, Crown Castle will provide telecommunications service to a small number of large, sophisticated customers. Crown Castle intends to solicit customers for its telecommunications services from its existing customer base and through business-to-business marketing. Crown Castle will not engage in multilevel marketing. Crown Castle's proposed initial tariff, which provides additional detail about its service offerings, is attached hereto as Exhibit F.

(15) If the applicant is seeking authority to provide local exchange service in the service area of a rural telephone company, the date by which the applicant expects to meet the service obligations imposed pursuant to § 20:10:32:15 and applicant's plans for meeting the service obligations.

Not applicable. As discussed above, Crown Castle proposes to offer non-switched local transport service in South Dakota. Applicant does not intend to serve residential or small business customers in the service area of any rural telephone company.

- (16) A list of the states in which applicant is registered or certified to provide telecommunications services, whether the applicant has ever been denied registration or certification in any state and the reasons for any such denial, a statement as to whether or not the applicant is in good standing with the appropriate regulatory agency in the states where it is registered or certified, and a detailed explanation of why the applicant is not in good standing, if applicable.**

To date, Crown Castle has been granted authority to provide telecommunications services in Arkansas, Illinois, Kansas, Kentucky, Louisiana, Michigan, Minnesota, Mississippi, Missouri, North Dakota, Oklahoma, Tennessee, Texas, West Virginia and Wisconsin. Applicant also has a pending application for a Certificate of Authority in Nebraska. Applicant's affiliates have been authorized to provide service in Alabama, Arizona, California, Connecticut, Delaware, the District of Columbia, Florida, Georgia, Hawaii, Idaho, Indiana, Maryland, Massachusetts, Nevada, New Hampshire, New Jersey, New Mexico, New York, North Carolina, Ohio, Oregon, Pennsylvania, Rhode Island, South Carolina, Utah, Virginia and Washington.

Crown Castle has not been denied registration or certification in any state. Applicant is also in good standing in each of the jurisdictions where it has been authorized to provide service.

- (17) The names, addresses, telephone numbers, email addresses, and facsimile numbers of the applicant's representatives to whom all inquiries must be made regarding customer complaints and other regulatory matters.**

Crown Castle's contact for complaints and regulatory matters is:

Robert Millar
Associate General Counsel
ATTN: Michelle Salisbury, Legal
Crown Castle NG Central LLC
2000 Corporate Drive
Canonsburg, PA 15317
Phone: (510) 290-3086
Fax: (724) 416-4239
Email: robert.millar@crowncastle.com

Questions pertaining to this application may be directed to:

Jennifer Toland Frewer
Davis Wright Tremaine LLP
1919 Pennsylvania Avenue NW
Suite 800
Washington, D.C. 20006
Phone: (202) 973-4282
Fax: (202) 973-4499
Email: jenniferfrewer@dwt.com

(18) Information concerning how the applicant plans to bill and collect charges from customers who subscribe to its proposed local exchange services.

Crown Castle intends to render invoices directly to its customers and will not utilize billing agents. All billings statements will include the Applicant's name, address and contact information for customer inquiries or concerns.

(19) Information concerning the applicant's policies relating to solicitation of new customers and a description of the efforts the applicant shall use to prevent the unauthorized switching of local service customers by the applicant, its employees or agents.

As discussed in Question 14, Crown Castle will provide telecommunications service to a small number of large, sophisticated, enterprise customers, and does not intend to serve residential or small business end users. Crown Castle intends to solicit customers for its telecommunications services from its existing customer base and through business-to-business marketing. Crown Castle does not intend to provide switched access services, and therefore, anti-slamming measures are not applicable to Crown Castle.

(20) The number and nature of complaints filed against the applicant with any state or federal commission regarding the unauthorized switching of a customer's telecommunications provider and the act of charging customers for services that have not been ordered.

There have been no complaints filed against Crown Castle with any state or federal regulatory commission regarding the unauthorized switching of a customer's

telecommunications provider or the act of charging customers for services that have not been rendered.

- (21) Information concerning how the applicant will make available to any person information concerning the applicant's current rates, terms and conditions for all of its telecommunications services.**

Applicant's tariff will be posted on the applicant's web site. Applicant's proposed tariff is also attached hereto as Exhibit F.

- (22) Information concerning how the applicant will notify a customer of any materially adverse change to any rate, term, or condition of any telecommunications service being provided to the customer. The notification must be made at least 30 days in advance of the change.**

As set forth in Applicant's proposed initial tariff, notice of any materially adverse change to any rate, term or condition of any telecommunications service will be provided in writing (via U.S. mail) to customers at least 30 days prior to the effective date of the change.

- (23) A written request for waiver of those rules believed to be inapplicable.**

Crown Castle requests a waiver of S.D. Admin. R. 20:10:32:10, which requires that South Dakota local exchange carriers make the following services available to their customers (1) access to the public switched telephone network; (2) access to emergency services such as 911 or enhanced 911; (3) access to a local directory and directory assistance; (4) access to operator services; (5) telecommunications relay service capability or access necessary to comply with state and federal regulations; (6) non-published service upon written request or verbal request of the customer; and (7) access to interexchange services.

These rules are inapplicable to Crown Castle's non-switched local transport service. Crown Castle does not serve residential or small business end users. Rather, the services enumerated in (1) through (7) above are made available to end users by Crown Castle's customers, who generally make these services available through either their own facilities or

through contractual arrangements with other carriers. Crown Castle acts as a short-haul, wireline based wholesaler for such companies. Moreover, the requested waiver is not contrary to universal service, public safety and welfare or quality of service standards because Crown Castle's non-switched network is fully compatible with these services even though Crown Castle itself does not provided them to its carrier customers.

(24) Federal tax identification number

Applicant's Federal Tax ID Number is: 20-0533840.

(25) Other information requested by the Commission needed to demonstrate that the applicant has sufficient technical, financial, and managerial capabilities to provide the local exchange services it intends to offer consistent with the requirements of this chapter and other applicable rules and laws:

Crown Castle will provide any additional information in response to specific inquiries from the Commission.

WHEREFORE, Crown Castle NG Central LLC respectfully requests that the South Dakota Public Utilities Commission enter and order granting this Application, and such other relief as may be just and proper.

Respectfully submitted,

Crown Castle NG Central LLC

By:



Scott Thompson
Jennifer Toland Frewer
DAVIS WRIGHT TREMAINE LLP
1919 Pennsylvania Ave., N.W., Suite 800
Washington, D.C. 20006-3401
Tel: (202) 973 - 4200
Fax.: (202) 973 - 4499

Counsel for Crown Castle NG Central LLC

Dated: September 25, 2014.