

# Morgan Lewis

**Ronald W. Del Sesto**

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February 3, 2022

## **Via E-File**

Patricia Van Gerpen, Executive Director  
South Dakota Public Utilities Commission  
500 East Capital Avenue  
Pierre, South Dakota 57501

### **Re: ExteNet Systems, LLC Notification of Conversion and Resulting Name Change**

Dear Director Van Gerpen:

ExteNet Systems, LLC (formerly known as ExteNet Systems, Inc.) (the "Company") hereby notifies the Commission that the Company'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 (the "Conversion"). The Conversion was merely a change in the Company's corporate form accomplished through the filing of a Certificate of Conversion and a Certificate of Formation (together, the "Conversion Documents") with the Delaware Secretary of State and did not entail any merger or other transactions interrupting the existence of the Company.<sup>1</sup> The Conversion Documents are provided as Attachment A and the Company's authorization to transact business in South Dakota is provided as Attachment B. The Company requests that the Commission update its records, including the Company's Certificate,<sup>2</sup> to reflect the conversion and resulting name change and, to the extent necessary, approve these changes. The Company will separately submit any required tariff filing(s) to reflect these changes upon request.

Customers of the Company continue to be served by the same entity from whom they previously obtained service and continue to receive invoices for services from "ExteNet"



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<sup>1</sup> See 8 Del. C. § 266(h) (stating "[w]hen a corporation has been converted to another entity or business form pursuant to this section, the other entity or business form shall, for all purposes of the laws of the State of Delaware, be deemed to be the same entity as the corporation.")

<sup>2</sup> In South Dakota, the Company is authorized to provide non-switched virtual local transport service granted in Docket No. TC17-009 on June 13, 2017.

**Morgan, Lewis & Bockius LLP**

1111 Pennsylvania Avenue, NW  
Washington, DC 20004  
United States

 +1.202.739.3000  
 +1.202.739.3001

Patricia Van Gerpen, Executive Director  
February 3, 2022  
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under the same contracts, rates, terms and conditions of service as before the conversion name change. Further, notifying customers of the minor change from "Inc." to "LLC" may cause confusion. Therefore, notice to customers of the change in name is not necessary.

Please acknowledge receipt and acceptance of this filing. Should you have any questions, please do not hesitate to contact the persons below.

Respectfully submitted,

*/s/ Stephany Fan*

Ronald W. Del Sesto  
Stephany Fan

*Counsel for ExteNet Systems, LLC*

**Attachment A**

**Conversion Documents**

# Delaware

The First State

Page 1

I, JEFFREY W. BULLOCK, SECRETARY OF STATE OF THE STATE OF DELAWARE, DO HEREBY CERTIFY THAT THE ATTACHED IS A TRUE AND CORRECT COPY OF THE CERTIFICATE OF CONVERSION OF A DELAWARE CORPORATION UNDER THE NAME OF "EXTENET SYSTEMS, INC." TO A DELAWARE LIMITED LIABILITY COMPANY, CHANGING ITS NAME FROM "EXTENET SYSTEMS, INC." TO "EXTENET SYSTEMS, LLC", FILED IN THIS OFFICE ON THE TWENTY-NINTH DAY OF DECEMBER, A.D. 2021, AT 8:38 O`CLOCK A.M.

AND I DO HEREBY FURTHER CERTIFY THAT THE EFFECTIVE DATE OF THE AFORESAID CERTIFICATE OF CONVERSION IS THE THIRTIETH DAY OF DECEMBER, A.D. 2021 AT 9 O`CLOCK A.M.



  
Jeffrey W. Bullock, Secretary of State

3574949 8100V  
SR# 20214245173

Authentication: 205107432  
Date: 12-29-21

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

State of Delaware  
Secretary of State  
Division of Corporations  
Delivered 08:38 AM 12/29/2021  
FILED 08:38 AM 12/29/2021  
SR 20214245173 - FileNumber 3574949

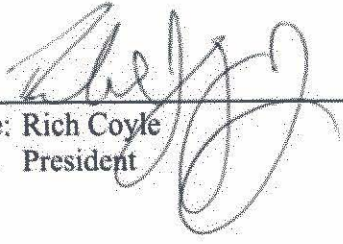
**STATE OF DELAWARE  
CERTIFICATE OF CONVERSION  
FROM A CORPORATION TO A  
LIMITED LIABILITY COMPANY PURSUANT TO  
SECTION 18-214 OF THE LIMITED LIABILITY  
COMPANY ACT**

1. The jurisdiction where the Corporation first formed is Delaware.
2. The jurisdiction immediately prior to filing this Certificate is Delaware.
3. The date the Corporation first formed is October 1, 2002.
4. The name of the Corporation immediately prior to filing this Certificate is ExteNet Systems, Inc.
5. The name of the Limited Liability Company as set forth in the Certificate of Formation is ExteNet Systems, LLC.
6. This Certificate of Conversion shall be effective as of 9:00 AM, Eastern Time, on December 30, 2021.

*[Signature Page Follows]*

IN WITNESS WHEREOF, the undersigned has duly executed this Certificate on this 29th day of December, 2021.

**EXTENET SYSTEMS, INC.**

By:   
Name: Rich Coyle  
Title: President

[Signature Page to ExteNet Systems, Inc. Certificate of Conversion]

# Delaware

The First State

Page 1

I, JEFFREY W. BULLOCK, SECRETARY OF STATE OF THE STATE OF DELAWARE DO HEREBY CERTIFY THAT THE ATTACHED IS A TRUE AND CORRECT COPY OF THE CERTIFICATE OF FORMATION OF "EXTENET SYSTEMS, LLC" FILED IN THIS OFFICE ON THE TWENTY-NINTH DAY OF DECEMBER, A.D. 2021, AT 8:38 O`CLOCK A.M.

AND I DO HEREBY FURTHER CERTIFY THAT THE EFFECTIVE DATE OF THE AFORESAID CERTIFICATE OF FORMATION IS THE THIRTIETH DAY OF DECEMBER, A.D. 2021 AT 9 O`CLOCK A.M.



  
Jeffrey W. Bullock, Secretary of State

3574949 8100V  
SR# 20214245173

Authentication: 205107432  
Date: 12-29-21

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**STATE OF DELAWARE  
CERTIFICATE OF FORMATION  
OF  
EXTENET SYSTEMS, LLC**

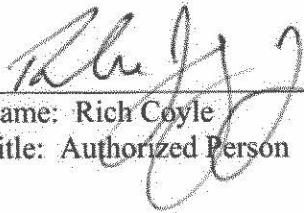
This Certificate of Formation of ExteNet Systems, LLC (the “Company”) has been duly executed and is being filed by the undersigned authorized person to form a limited liability company under the Delaware Limited Liability Company Act, 6 Del. C. § 18-101 *et seq.*, as amended from time to time.

1. Name. The name of the limited liability company formed hereby is ExteNet Systems, LLC.
2. Registered Office. The address of the registered office of the Company in the State of Delaware is c/o Corporation Service Company, 251 Little Falls Drive, Wilmington, New Castle County, Delaware 19808.
3. Registered Agent. The name and address of the registered agent for service of process on the Company in the State of Delaware is Corporation Service Company, 251 Little Falls Drive, Wilmington, New Castle County, Delaware 19808.
4. Effective Time. This Certificate of Formation shall be effective as of 9:00 AM, Eastern Time, on December 30, 2021.

*[Signature Page Follows]*



IN WITNESS WHEREOF, the undersigned authorized person has duly executed this Certificate of Formation this 29th day of December, 2021.



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Name: Rich Coyle  
Title: Authorized Person

**Attachment B**

**Authorization to Transact Business**

# State of South Dakota

Office of the Secretary of State

## Certificate of Authority

Foreign Limited Liability Company

I, **Steve Barnett**, Secretary of State of the State of South Dakota, hereby certify that the Application for Certificate of Authority to transact business in this state for

**EXTENET SYSTEMS, LLC**

BUSINESS ID# FL217475

with an effective date of: December 30, 2021, duly signed and verified, pursuant to the provisions of the South Dakota Limited Liability Company Act, has been received in this office and is found to conform to law.

**ACCORDINGLY**, and by virtue of the authority vested in me by law, I hereby issue this Certificate of Authority and attach hereto a duplicate of the Application for Certificate of Authority.



**IN TESTIMONY WHEREOF**, I have hereunto set my hand and caused to be affixed the Great Seal of the State of South Dakota, in Pierre, the Capital City, this day, December 30, 2021.

*Steve Barnett*

**Steve Barnett**  
Secretary of State

12/30/2021 1:46 PM

Secretary of State Office  
500 E Capitol Ave  
Pierre, SD 57501  
(605)773-4845  
[corpinfo@state.sd.us](mailto:corpinfo@state.sd.us)

**APPLICATION FOR  
CERTIFICATE OF AUTHORITY  
FOREIGN LIMITED LIABILITY COMPANY**  
SDCL 47-34A-1002

**FILING FEE: \$765**

Make check payable to SECRETARY OF STATE

Application must be accompanied by a one page Original Certificate of Existence issued by the Secretary of State or other official having custody of the organizational records in the state or other jurisdiction under whose law it is organized.

1. The name of the company:

ExteNet Systems, LLC

2. If the name indicated above does not include Limited Liability Company, Limited Company or the abbreviation L.L.C., LLC, L.C. or LC. (Limited may be abbreviated as Ltd. and company may be abbreviated as Co.), then what is the alternative name adopted:

3. The name of the state or other jurisdiction under whose laws it is organized: Delaware

4. The address of its principal office (this is the address of the executive offices of the company):

3030 Warrenville Road, Suite 340                      Lisle                      IL                      60532

Street Address    City    State    ZIP+4

Mailing Address if different from street address                      City    State    ZIP+4

Email Address (Optional)

5. If the jurisdiction under which the company is formed requires the company to maintain an office in that jurisdiction then provide for that office:

c/o Corporation Service Company, 251 Little Falls Dr.                      Wilmington                      DE                      19808

Street Address    City    State    ZIP+4

Mailing Address if different from street address                      City    State    ZIP+4

6. The South Dakota Registered Agent's name:

South Dakota law permits the registered agent to be either: A) noncommercial registered agent (this may be an individual) or B) a commercial registered agent. Complete only one below, either (a) or (b).

(a) The South Dakota Noncommercial Registered Agent's name

Actual Street Address in this State                      City    State    ZIP+4

Mailing Address in this State, if Different from Street Address                      City    State    ZIP+4

Email Address (Optional)

2021-05-07 12:38:20 1:20PM REG 4 BY SD SOS

(b) When listing a Commercial Registered Agent, please state their CRA#. This number can be obtained from the Commercial Registered Agent.

Corporation Service Company

CR000003

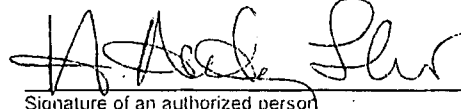
Commercial Registered Agent Name

CRA#

No person may execute this report knowing it is false in any material respect. Any violation may be subject to a criminal penalty (SDCL 22-39-36).

Dated 12/15/21

Email \_\_\_\_\_  
(Optional)



Signature of an authorized person

H. Anthony Lehv

Printed Name

Sr. Vice President and Secretary

Title

2021-0000 12/30/2021 1:29:04 PM 00 00

# Delaware

The First State

Page 1

I, JEFFREY W. BULLOCK, SECRETARY OF STATE OF THE STATE OF DELAWARE, DO HEREBY CERTIFY "EXTENET SYSTEMS, 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 THIRTIETH DAY OF DECEMBER, A.D. 2021.

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



3574949 8300

SR# 20214260642

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

A handwritten signature in black ink, appearing to read "JBULLOCK", is written over a horizontal line. Below the line, the text "Jeffrey W. Bullock, Secretary of State" is printed in a small font.

Authentication: 205120711

Date: 12-30-21

2021-0000 12/30/2021 1:20PM REC'D BY SO SOS