

**Before the
South Dakota Public Utilities Commission
Pierre, South Dakota 57501**

In the Matter of)
)
Application of **Middle Mile Infrastructure, LLC** for a Certificate of Authority for Interexchange Service) **TC -**
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Application for the Certificate of Authority for Interexchange Service

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

Middle Mile Infrastructure, LLC
Attn: Traci Biswese, Esq.
1601 Willow Road
Menlo Park, CA 94025
Telephone: (650) 804-3710
E-mail: legal@mmiatlantic.com

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

Applicant Middle Mile Infrastructure, LLC ("MMI") is a Delaware Limited Liability Company. MMI is a wholly-owned subsidiary of Facebook, Inc.. An chart depicting MMI's organizational structure is attached as Exhibit A.

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

N/A.

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

Please see Exhibit B.

(5) 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.

Applicant's registered agent in South Dakota is the Corporation Service Company, 503 South Pierre St., Pierre, SD 57501. Applicant does not have a principal office in South Dakota.

(6) A list and specific description of the telecommunications services the applicant intends to offer.

MMI will offer point-to-point data transmission services, including Wavelength services and other high-capacity telecommunications services, providing customers with mission-critical infrastructure and network redundancy. MMI will also offer wholesale services to other carriers, providing carrier-to-carrier connections and other wholesale carrier services. MMI does not intend to serve residential customers.

(7) A detailed statement of how the applicant will provide its services.

MMI intends to construct, operate, and maintain a fiber-based telecommunications network and provide services primarily through its own facilities.

MMI will employ staff, technicians, and experts with the specific skills necessary to install, operate and maintain its network. Biographies of the Applicant's key personnel, which verify Applicant's technical abilities, are attached as Exhibit C.

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

MMI seeks authority to provide services originating throughout the entire state of South Dakota. Specific service routes have not yet been determined. MMI will not offer voice services in competition with any other carrier in South Dakota.

(9) For the most recent 12-month period, financial statements of the applicant including a balance sheet, income statement, and cash flow statement. The applicant shall provide audited financial statements, if available.

MMI is not yet providing services and has not yet created the financial records requested. However, MMI possesses the resources to finance and provide its proposed services in South Dakota. To demonstrate, MMI incorporates by reference the most recent annual report filed with the Securities and Exchange Commission (SEC Form 10-K) prepared by MMI's parent company, Facebook, Inc., which is available at the following: <https://investor.fb.com/financials/default.aspx>.

(10) The names, addresses, telephone number, facsimile number, E-mail address, and toll-free number of the applicant's representatives to whom all inquiries must be made regarding complaints and regulatory matters and a description of how the applicant handles customer service matters.

Traci Biswese
Middle Mile Infrastructure, LLC
575 7th Street NW, Suite 800
Washington, D.C. 20004
Telephone: (650) 804-3710
E-mail: legal@mmiotlantic.com

(11) Information concerning how the applicant plans to bill and collect charges from customers.

MMI will contract directly with its customers and customers will be billed in accordance with those independently negotiated contracts.

(12) 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 interexchange customers.

MMI will market its services to eligible customers, consisting primarily of large enterprises and other telecommunication carriers. All new customers must enter into an independently negotiated contracts that will include terms preventing the unauthorized switching of interexchange services.

(13) 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.

MMI will market to and contract directly with its customers. All information concerning MMI's current rates, terms, and conditions will be provided to customers in advance and set forth in the contracts.

(14) 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 thirty days in advance of the change.

All services will be provided pursuant to negotiated contracts and customers will be notified of changes to rates, terms and conditions of services, if any, pursuant to the terms set forth therein. MMI's contracts will provide that notification of such changes will occur at least thirty days in advance.

(15) A list of the states in which the 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 in a given state, if applicable.

As of the filing of this application, MMI is authorized to provide telecommunications services in North Carolina, Ohio, Indiana, Georgia, Kentucky, and Illinois. In no instance has any application been denied or rejected. The Applicant is in good standing with the appropriate regulatory agencies in the states where it is registered or certified.

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

MMI will market its service in a targeted fashion, focusing on telecommunications carriers and large business enterprise customers with the need for Applicant's services. Applicant will not implement any multi-level marketing and has not yet produced any materials for marketing its services.

(17) Federal tax identification number and South Dakota sales tax number.

Federal Tax ID No. XX-XXXXX. South Dakota Tax No. FL206474

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

None.

WHEREFORE, Middle Mile Infrastructure, LLC respectfully requests that the South Dakota Public Utilities Commission enter an order granting this Application, and such other relief as may be just and proper.

Respectfully Submitted,