

**BEFORE THE
SOUTH DAKOTA PUBLIC UTILITIES COMMISSION**

Application of)	
)	
)	
Fiber AssetCo LLC)	
)	Docket No. _____
for a Certificate of Authority)	
to Provide Resold and Facilities-Based)	
Local Exchange and Interexchange)	
Telecommunications Services throughout)	
the State of South Dakota)	
)	

APPLICATION OF FIBER ASSETCO LLC

Fiber AssetCo LLC (“Fiber AssetCo” or “Applicant”), by its undersigned counsel and pursuant to Sections 20:10:32:03 and 20:10:24:02 of the South Dakota Administrative Rules, hereby applies for a Certificate of Authority to provide resold and facilities-based local exchange and interexchange telecommunications services throughout the State of South Dakota. At this time, Applicant only seeks a Certificate to provide facilities-based and resold local exchange telecommunications services that do not require an interconnection agreement in the State of South Dakota. Therefore, Applicant does not seek to provide switched access services.

Applicant submits the following information in support of its request:

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

Applicant’s legal name is Fiber AssetCo LLC, and its address is:

Fiber AssetCo LLC
8020 Katy Freeway
Houston, TX 77024
Tel: (877) 486-9377
PUC.Correspondence@crowncastle.com
Website: www.CrownCastle.com

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

Applicant is a Delaware limited liability company formed on April 30, 2025. Applicant's sole member is Fiber NewCo LLC, a Delaware limited liability company with its sole member being Crown Castle Fiber LLC ("CCF"). CCF is an indirect, wholly owned subsidiary of Crown Castle Inc. ("CCI"), a publicly traded corporation (NYSE: CCI) that is incorporated under the laws of the State of Delaware. Copies of Applicant's formation documents, and organizational structure chart are provided as **Exhibit A** and **Exhibit B**, respectively.

This Application is being filed in connection with a larger transaction whereby, in part, certain fiber assets and customers will be transferred from CCF to Fiber AssetCo. The transfer of certain fiber assets will be undertaken to separate CCF's fiber and small cells businesses in connection with a larger transaction whereby a subsidiary of Front Range Intermediate, Inc. ("Zayo Parent," the indirect parent of Zayo Group, LLC) will acquire Fiber AssetCo and a subsidiary of the EQT Active Core Infrastructure Fund will acquire CCF. Prior notice is hereby provided to the Commission concerning the proposed the transfer of certain fiber assets, including customer contracts, from CCF to Fiber AssetCo pursuant to S.D. Codified Laws § 49-31-59.

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

Applicant will provide service in South Dakota under its legal name identified in subdivision (1) of this section, Fiber AssetCo LLC.

(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;

Applicant does not maintain an office or personnel within the State of South Dakota. Responsibility for South Dakota operations will be handled by Applicant's management team from its Houston, Texas location. Applicant's registered agent in South Dakota is:

C T Corporation System
319 South Coteau Street
Pierre, South Dakota 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 Applicant's Certificate of Authority to transact business as a foreign limited liability company in South Dakota is attached 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;**

Applicant does not currently provide, and has not previously provided, any telecommunications services in South Dakota. Certain affiliates of Applicant, including CCF, are authorized to provide intrastate telecommunications services in the District of Columbia and every state, except Alaska. In South Dakota, CCF is authorized to provide competitive local exchange and interexchange services pursuant to a Certificate granted by the Commission in Docket TC18-057 on December 18, 2018. CCF is also authorized to provide interstate telecommunications services pursuant to its blanket domestic section 214 authority granted by the Federal Communications Commission.

Applicant's business is building communications solutions for enterprise and carrier customers individually for each project's needs. Applicant seeks to provide primarily services to wholesale customers (*e.g.*, other carriers) and customers in government, health care, education, financial services, and other enterprises, primarily providing facilities-based Private Line, Ethernet, and Wavelength services. Applicant will primarily provide services using its own facilities, which will be assigned from CCF, and facilities leased from other carriers, but also seeks authority to provide service for resale. Applicant does not intend to provide service to residential customers and does not intend to provide traditional switched local exchange, interexchange, voice or switched access services. Neither Applicant nor its affiliates has had any certification or authorization denied, suspended, terminated, or revoked by any state. In addition to South Dakota,

Applicant has applications pending for or intends to seek authorization or registration to provide intrastate telecommunications service in the District of Columbia and every state, except Alaska.

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

As noted above, Applicant's indirect parents are CCF and CCI. CCF's principal place of business is 2000 Corporate Drive, Canonsburg, Pennsylvania 15317. CCI has the same principal place of business as Applicant. Applicant does not currently have any subsidiaries.

(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;

Applicant will provide services to wholesale customers (*e.g.*, other carriers) and customers in government, health care, education, financial services, and other enterprises.

(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 will primarily provide services using its own facilities and facilities leased from other carriers, but also seeks authority to provide service for resale. Applicant does not have plans to deploy specific facilities in South Dakota at this time. Applicant plans to begin providing telecommunications services in South Dakota after it has obtained the requisite Certificate of Authority.

(c) A description of all facilities that the applicant will utilize to furnish the proposed local exchange and interexchange services, including any facilities of underlying carriers; and

Please see response to (b) above. Applicant intends to provide its services using fiber optic cable, along with other equipment and facilities, to originate, terminate, and amplify signals. Applicant will not provide traditional switched local exchange services.

(d) Information identifying the types of services it seeks authority to provide by reference to the general nature of the service;

Though Applicant seeks authority to provide facilities-based and resold local exchange and interexchange telecommunications services, Applicant will not provide traditional switched local exchange, interexchange, voice or switched access services.¹ Applicant will provide primarily facilities-based Private Line, Ethernet, and Wavelength services. Applicant's business is building communications solutions for enterprise and carrier customers individually for each project's needs.

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

Applicant seeks authority to provide its services throughout the State of South Dakota.

Accordingly, a map of Applicant's proposed service area is not attached.

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

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

Applicant has the managerial and technical qualifications necessary to provide the proposed services in South Dakota. Applicant is managed by a highly skilled team with substantial expertise and experience in the communications industry, including extensive telecommunications business, technical, and managerial expertise. Applicant's operations will be directed by its indirect parents, including CCF and CCI, existing corporate management, technical, and operations staffs responsible for the telecommunications operations of Applicant and its affiliates.

Applicant's directors and officers are as follows:

¹ In the event that Applicant decides to expand its services to include voice services as dictated by marketplace conditions, Applicant will seek such authority at that time.

Directors:

- Daniel K. Schlanger
- Edward B. Adams, Jr.

Officers:

- Daniel K. Schlanger - Interim President and Chief Executive Officer
- Sunit S. Patel - Executive Vice President and Chief Financial Officer
- Christopher D. Levandos - Executive Vice President and Chief Operating Officer – Fiber
- Edward B. Adams, Jr. - Executive Vice President and General Counsel
- Donald J. Reid - Secretary
- Scott Zahorchak - Vice President – Tax
- Mike Manczka - Vice President – Operational Finance and Accounting
- Robert S. Collins - Vice President and Corporate Controller
- Kristoffer Hinson - Vice President – Corporate Finance and Treasurer
- Inge Pasman - Assistant Secretary
- Sophie Truong - Assistant Secretary
- Deborah Kelly - Tax Officer

All management can be reached through Applicant's place of business or by telephone at 713-570-3000. Biographies of key management personnel of Applicant, who are responsible for the Applicant's operations, are attached as **Exhibit D**. Neither Applicant nor any of its officers or directors have been or are 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 South Dakota. Thus, Applicant possesses the managerial and technical qualifications necessary to operate a competitive telecommunications company in the State of South Dakota, consistent with the Commission's requirements.

- (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;**

The Company will investigate and respond to billing disputes and customer complaints within sixty (60) days of receipt. If the Customer and the Company are unable to resolve a dispute or complaint to their mutual satisfaction, the Company will inform the Customer of the right to

file a complaint with the Commission. Customers with complaints or inquiries may contact Applicant by phone using its 24/7 toll-free number at 855-913-4237, via email at FiberSupport@crowncastle.com, or by mail to 2000 Corporate Drive, Canonsburg, PA 15317. Customer support will be available twenty-four (24) hours per day, seven (7) days per week to ensure the prompt handling of customer inquiries and complaints. Applicants will provide customers with high quality telecommunications services. Applicant will work with each customer to customize services for their specific needs, and each customer will have their own service agreement, which will also lend to the specificity of their unique business.

Applicant will perform network and equipment maintenance necessary to ensure compliance with any quality-of-service requirements. Applicant will comply with all applicable Commission rules, regulations and standards, and will provide safe, reliable and high-quality telecommunications services in South Dakota.

(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 services;

Applicant will not be providing traditional switched local exchange services or dial tone services within South Dakota. Therefore, Applicant will not have any interaction with emergency services such as 911 or enhanced 911, operator services, interexchange services, directory assistance, and telecommunications relay services.

(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;

Applicant possesses the requisite financial resources to provide telecommunications services in South Dakota. As a newly formed company, Applicant does not have historical financial statements. For purposes of this Application, Applicant will rely on the financial statements of CCI to demonstrate Applicant's financial qualification to operate within South Dakota. The most recent annual consolidated financial statements of CCI are provided as **Exhibit**

E. As shown in these documents, Applicant has sufficient capital resources and is financially qualified to operate within the State of South Dakota.

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

Applicant's proposed service offerings do not currently require interconnection with incumbent LECs.

(a) The identity of all local exchange carriers with which the applicant plans to interconnect;

Not applicable. See Response to Question 13 above.

(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; and

Not applicable. See Response to Question 13 above.

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

Not applicable. See Response to Question 13(b) above.

(14) A description of how the applicant intends to market its local exchange and interexchange 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;

As previously noted, Applicant will not be providing traditional switched local exchange services. For the services that it provides, Applicant intends to solicit customers for its telecommunications services from its existing customer base and through business-to-business marketing. Applicant will not engage in multilevel marketing. As a newly formed company, Applicant does not currently have any company brochures that will be used to assist in the sale of its proposed services, but, to the extent required, will provide such information to the Commission as it becomes available.

- (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. Applicant will provide only non-switched services and will not provide traditional switched local exchange service. Applicant also does not intend to provide service to residential customers in the service area of any rural telephone company, nor will Applicant's services in South Dakota's rural service areas require it to request interconnection services from rural telephone companies. Applicant also does not seek status as an Eligible Telecommunications Carrier as described in § 20:10:32:15 of the S.D. Admin. Rules. Applicant is willing to be subject to the same rural safeguards that the Commission has conditioned Certificates of Authority granted to other competitive telecommunications providers on. In the future, if Applicant chooses to provide telephone exchange services or switched access services within any area served by a rural telephone company, Applicant will seek permission from the Commission in another proceeding before providing local service in that rural service area pursuant to 47 U.S.C. § 253(f). Applicant does not seek to affect the exemptions, suspensions, and modifications for rural telephone companies found in 47 U.S.C. § 251(f).

- (16) 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;**

Applicant is not currently authorized to provide telecommunications services in any state but is seeking authorization in the District of Columbia and every state, except Alaska. Applicant has not had a certification or authorization denied, suspended, terminated, or revoked by any state. As Applicant is not currently authorized to provide telecommunications services in any state, Applicant possesses no current standing with any regulatory agencies in any state.

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

Correspondence concerning this Application should be directed to Applicant's counsel:

Russell M. Blau
Danielle Burt
Leetal Weiss
Morgan, Lewis & Bockius LLP
1111 Pennsylvania Ave., N.W.
Washington, D.C. 20004
202-739-3000 (tel)
202-739-3001 (fax)
russell.blau@morganlewis.com
danielle.burt@morganlewis.com
leetal.weiss@morganlewis.com

with a copy to

Edward B. Adams, Jr.
Executive Vice President and General Counsel
Crown Castle Inc.
8020 Katy Freeway
Houston, TX 77024
Tel: (877) 486-9377 or (713) 570-3000
PUC.Correspondence@crowncastle.com

Following grant of this Application, the Commission should direct all correspondence regarding customer complaints and other regulatory matters to:

Deborah Kelly
2000 Corporate Drive
Canonsburg, PA 15317
Tel: 724-416-2686
Fax: 724-416-6473
deborah.kelly@crowncastle.com

Applicant's primary point of contact for customer service is:

Rebecca Hussey
Associate General Counsel
2000 Corporate Drive
Canonsburg, PA 15317
Tel: 614-657-4294
rebecca.hussey@crowncastle.com

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

Applicant will bill its customers directly for the proposed telecommunications services, typically on a monthly basis. Applicant's name shall appear on customer's monthly bills and invoices. Bills will be presented in paper or electronic format, and will identify individual state and federal taxes, surcharges, and fees, as appropriate. All applicable taxes and surcharges will be collected and remitted to the proper authorities.

- (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;**

Applicant intends to solicit customers for its telecommunications services from its existing customer base and through business-to-business marketing. Applicant does not intend to provide switched voice services, and therefore, anti-slamming measures are not applicable to Applicant.

- (20) 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;**

Applicant has not been the subject of complaints for the unauthorized switching of a customer's telecommunications provider, nor for charging customers for services that were not ordered.

- (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;**

Information regarding Applicant's services including terms, conditions, rates and charges are available through the Company's regulatory contact as provided in Response to Question 17 and general terms and conditions are also available on the Company's website at www.fiber.crowncastle.com.

- (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 thirty days in advance of the change;**

Applicant will provide notice to its affected customers of any materially adverse change to any rate, term or condition of any telecommunications service consistent with the terms of their contracts with Applicant and applicable law, at least thirty (30) days prior to the effective date of the change.

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

As Applicant will not be providing traditional switched local exchange and voice services, Applicant respectfully requests a waiver of S.D. Admin. Rule 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.

- (24) Federal tax identification number and South Dakota sales tax number; and**

Applicant's Federal Taxpayer Identification Number is 334987371. Applicant has not yet applied for a South Dakota sales tax number.

- (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.**

Granting this Application will promote the public interest by increasing competition in the South Dakota competitive telecommunications market. Applicant will deploy and expand a competitive telecommunications infrastructure in the State, thereby driving prices closer to costs and ensuring just and reasonable rates in addition to promoting efficiency in the delivery of services and

in the development of new services. Applicant will provide customers high quality, cost effective telecommunications services, with an emphasis on customer service. Applicant's operations will be overseen by a well-qualified management team with substantial telecommunications experience and technical expertise. These benefits work to maximize the public interest by providing continuing incentives for carriers to reduce costs while simultaneously promoting the availability of desirable services.

For the reasons stated above, Applicant respectfully submits that the public interest, convenience, and necessity would be furthered by a grant of this Application for the authority to provide all types of facilities-based and resold local and interexchange telecommunications services. Accordingly, Applicant requests that the Commission expeditiously grant this Application.

Respectfully submitted,

By: /s/Danielle Burt
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Counsel for Fiber AssetCo LLC

Dated: June 12, 2025