

COMMUNICATIONS TARIFF APPLICATION

DATE PSC RECEIVED: 11/1/2022 4:10:43 PM

AUTHORITY NUMBER:
T20220050

OFFICIAL FILING DATE: 10/17/2022 12:00:00 AM

PROCESSED BY: OPR PENNY
MALLOW

COMPANY CODE: TY194

COMPANY NAME: Netsync Fiber Inc

A. SYNOPSIS

1. ANTICIPATED EFFECTIVE DATE: 11/3/2022

2. IF DIFFERENT, COMPANY REQUESTED EFFECTIVE DATE:

3. DESCRIPTION OF THE FILING:

Filing changes the company name from Netsync Fiber Inc to Crosstown Fiber IL LLC.

B. ACTION TO BE TAKEN WITH THIS FILING

1. TO BECOME EFFECTIVE A1 (A1 or A2)

SUBJECT: TNG

2. PLACE ON COMMISSION AGENDA FOR DATE:

3. RECOMMENDATION DUE DATE: 11/3/2022

4. DOCKET NO: 20220173

5. ORDER NO:

C. FINAL ACTION

1. EFFECTIVE DATE: 11/3/2022

PROTESTED? YES OR NO (CIRCLE ONE)

2. REVISION REPLACEMENTS? REQUESTED: N/A RECEIVED: N/A

3. REVISION DISCREPANCIES:

4. COMMENTS:

5. REVISIED PAGES VERIFIED AGANIST E-TARIFF: N/A

6. E-TARIFF UPDATED: N/A

Case Assignment and Scheduling Record

Section 1 - Office of Commission Clerk

Docket No. 20220173-TX Date Docketed: 10/17/2022 Title: Request for approval of name change on Certificate of Authority No. 8958 from Netsync Fiber Inc to Crosstown Fiber IL LLC.

Company: Crosstown Fiber IL LLC, Netsync Fiber Inc

Official Filing Date: Expiration:

Last Day to Suspend:

Referred To:

("O") indicates OPR)

AFD	AIT	APA	CAO	CLK	DET	ECO	ENG	GCL (IDM)	TEL
								X	X

Section 2 - OPR Completes and returns to CLK in 10 workdays.

Time Schedule

Program Module B1d

WARNING: THIS SCHEDULE IS AN INTERNAL PLANNING DOCUMENT. IT IS TENTATIVE AND SUBJECT TO REVISION. FOR UPDATES CONTACT THE RECORDS SECTION: (850) 413-6770

Staff Assignments

OPR Staff P Mallow, S Deas, G Fogleman

Staff Counsel M Jones

Recommended assignments for hearing and/or deciding this case:

Full Commission __ Commission Panel __

Hearing Examiner __ Staff X

Date filed with CLK: 10/19/2022

Initials OPR GFOGLEMA

Initials Staff Counsel AHARPER

<input type="checkbox"/> 0	Current CASR revision level	Due Date	Completion Date
1.	Close Docket	11/10/2022	11/10/2022
2.	Memo to Docket File/Close Docket	11/17/2022	11/03/2022

Section 3 - Chariman Completes

Assignments as follows

Hearing Officer(s)

Commissioners						Hrg Exam	Staff
ALL	FY	GH	CK	LR	PS		
							X

Prehearing Officer

Commissioners					ADM
FY	GH	CK	LR	PS	
					X

Where panels are assigned the senior Commissioner is Panel Chairman: the identical panel decides the case. Where one Commissioner, a Hearing Examiner or a Staff Member is assigned the full Commission decides the case.

Approved: FY/TIBROWN

Date: 10/20/2022

Comments:

State of Florida



Public Service Commission

CAPITAL CIRCLE OFFICE CENTER • 2540 SHUMARD OAK BOULEVARD
TALLAHASSEE, FLORIDA 32399-0850

-M-E-M-O-R-A-N-D-U-M-

DATE: November 10, 2022

TO: Adam J. Teitzman, Commission Clerk, Office of Commission Clerk

FROM: Penny Mallow, Public Utility Analyst II, Office of Industry Development and Market Analysis
Matthew Jones, Attorney, Office of the General Counsel *AEH* *JF*

RE: Docket No. 20220173-TX-Request for approval of name change on Certificate of Authority No. 8958 from Netsync Fiber Inc to Crosstown Fiber IL LLC.

On November 3, 2022, staff filed a memo approving a name change for certificate number 8958. However, due to a scrivener's error, the memo incorrectly spelled the former company's name as "Netsync Fiber, Inc.". The correct spelling of the company's name is "Netsync Fiber Inc". The company's name should appear without punctuation. Therefore, staff is amending the memo set on November 3, 2022 to reflect that the name change should be from "Netsync Fiber Inc to Crosstown Fiber IL LLC". The docket should be closed.

State of Florida



Public Service Commission

CAPITAL CIRCLE OFFICE CENTER • 2540 SHUMARD OAK BOULEVARD
TALLAHASSEE, FLORIDA 32399-0850

-M-E-M-O-R-A-N-D-U-M-

DATE: November 8, 2022

TO: Adam J. Teitzman, Commission Clerk, Office of Commission Clerk

FROM: Penny Mallow, Public Utility Analyst II, Office of Industry Development and Market Analysis *PT*
Matthew Jones, Attorney, Office of the General Counsel

RE: Docket No. 20220173-TX-Request for approval of name change on Certificate of Authority No. 8958 from Netsync Fiber, Inc. to Crosstown Fiber IL LLC.

Staff requests this docket be reopened to address the incorrect spelling of the company name in the memo submitted November 3, 2022. Please also change the docket title to "Request for approval of name change on Certificate of Authority No. 8958 from Netsync Fiber Inc to Crosstown Fiber IL LLC."

reopened

[Signature]
11/8/22

COMMISSION
CLERK

2022 NOV -8 PM 2:11

RECEIVED-FPSC

State of Florida



Public Service Commission

CAPITAL CIRCLE OFFICE CENTER • 2540 SHUMARD OAK BOULEVARD
TALLAHASSEE, FLORIDA 32399-0850

-M-E-M-O-R-A-N-D-U-M-

DATE: November 3, 2022

TO: Adam J. Teitzman, Commission Clerk, Office of Commission Clerk

FROM: Penny Mallow, Public Utility Analyst II, Office of Industry Development and Market Analysis *GF*
Matthew Jones, Attorney, Office of the General Counsel *AEH*

RE: Docket No. 20220173-TX-Request for approval of name change on Certificate of Authority No. 8958 from Netsync Fiber, Inc. to Crosstown Fiber IL LLC.

Netsync Fiber, Inc., has requested approval of a name change on Certificate No. 8958 to Crosstown Fiber IL LLC. This name change has been filed with the Florida Department of State, Division of Corporations. Since this name change does not involve a transfer of certificate, the name change is acknowledged and the docket should be closed.

As required by Section 2.07.C.2.a., Administrative Procedures Manual, this is to inform you that staff concurs with the name change on Certificate No. 8958.



[Department of State](#) / [Division of Corporations](#) / [Search Records](#) / [Search by Entity Name](#) /

Detail by Entity Name

Foreign Limited Liability Company
CROSSTOWN FIBER IL LLC

Filing Information

Document Number M22000014533
FEI/EIN Number NONE
Date Filed 09/14/2022
State IL
Status ACTIVE

Principal Address

600 MONTGOMERY STREET 19TH FLOOR
SAN FRANCISCO, CA 94111

Mailing Address

600 MONTGOMERY STREET 19TH FLOOR
SAN FRANCISCO, CA 94111

Registered Agent Name & Address

C T CORPORATION SYSTEM
1200 SOUTH PINE ISLAND ROAD
PLANTATION, FL 33324

Authorized Person(s) Detail

Name & Address

Title M

CROSSTOWN FIBER LLC
600 MONTGOMERY STREET 19TH FL
SAN FRANCISCO, CA 94111

Annual Reports

No Annual Reports Filed

Document Images

[09/14/2022 -- Foreign Limited](#) [View image in PDF format](#)

ROWLAND & MOORE LLP
ATTORNEYS AT LAW
SUITE 600
1603 ORRINGTON AVE.
EVANSTON, ILLINOIS 60201

E-MAIL: TOM@TELECOMREG.COM

VOICE: (312) 803-1000

October 27, 2022

Filing Clerk
Florida Public Service Commission
2540 Shumard Oak Blvd.
Tallahassee, Florida 32399-0850

Re: Docket 20220173-TX

Dear Clerk:

Pursuant to the request of the Staff of the Florida Public Service Commission, attached please find a copy of the Pre and Post Transaction Structure Chart of Crosstown Fiber IL LLC, filed in Docket 20220173-TX. The chart is related to the Company's October 4, 2022 Notice of Conversion, Change of Ownership and Change of Name that is the subject of the above-referenced docket.

Please do not hesitate to contact me should you have any questions.

Thanks,

s/ Thomas H. Rowland

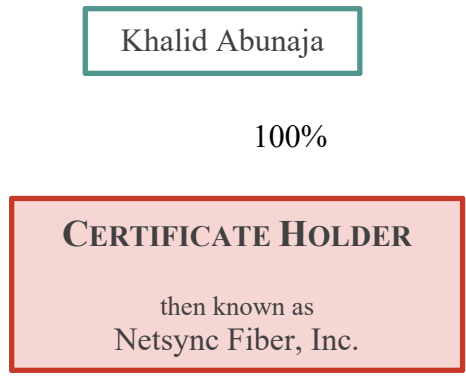
Thomas H. Rowland

Counsel for Crosstown Fiber IL LLC

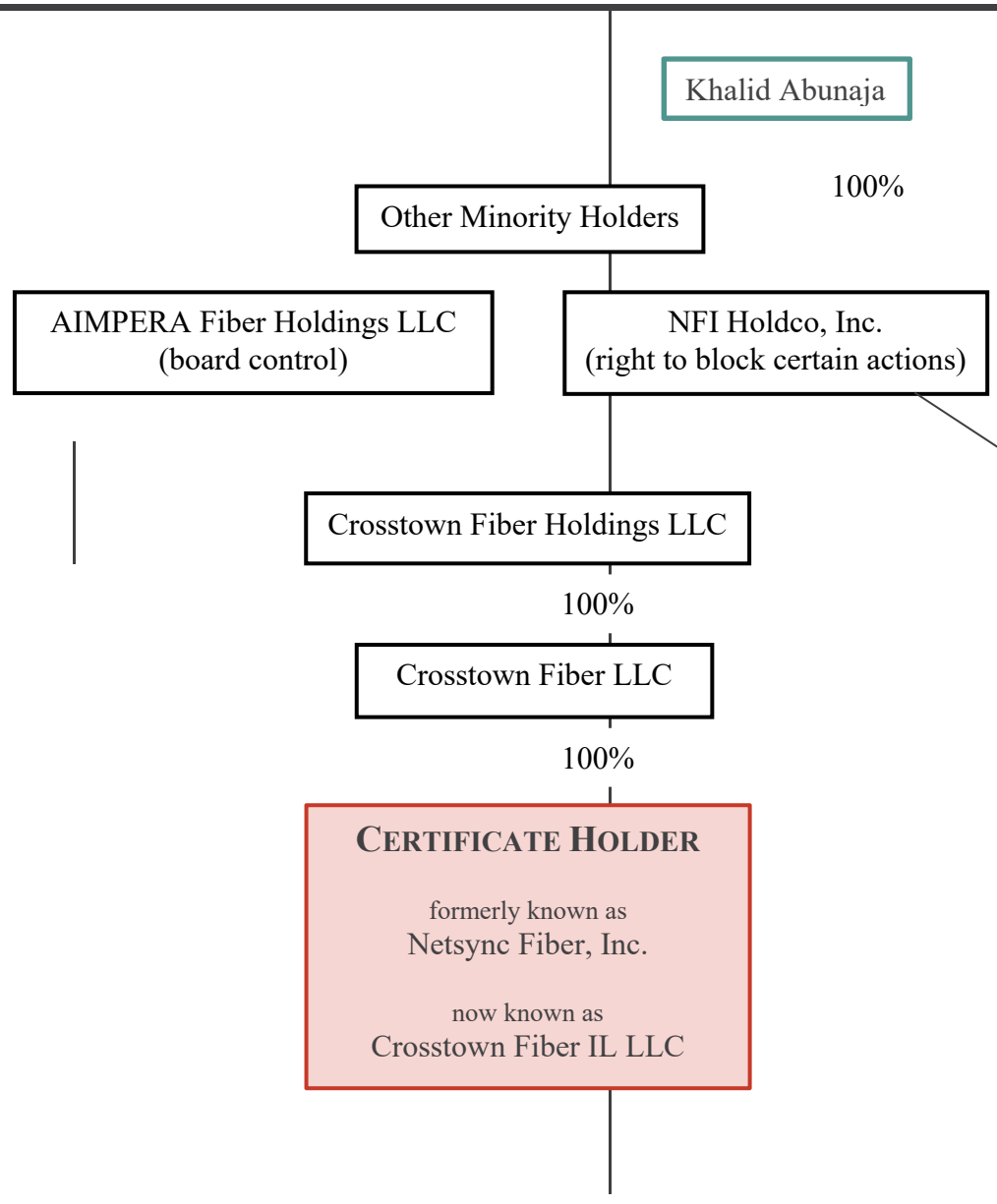
THR/ac
enclosure

Pre and Post Transaction Structure Chart
Crosstown Fiber IL LLC

Pre Transaction Structure



Post Transaction Structure



ROWLAND & MOORE LLP

ATTORNEYS AT LAW
SUITE 600
1603 ORRINGTON AVE
EVANSTON, ILLINOIS 60201

E-MAIL: TOM@TELECOMREG.COM

VOICE: (312) 803-1000

October 4, 2022

Clerk's Office
Florida Public Service Commission
2540 Shumard Oak Blvd.
Tallahassee, Florida 32399-0850

RECEIVED-FPSC
2022 OCT 17 PM 2:03
COMMISSION
CLERK

Re: Notice of Conversion, Change in Ownership and Change of Name

Dear Filing Clerk:

By this letter, Crosstown Fiber IL LLC, an Illinois limited liability company formerly known as Netsync Fiber, Inc., a Texas corporation (the "Company"), provides the Florida Public Service Commission notice of an effected conversion, change of control and reorganization of the Company pursuant to which the Company changed its corporate form from a Texas corporation to an Illinois limited liability company, changed its name from Netsync Fiber, Inc. to Crosstown Fiber IL LLC,¹ and became an indirect, wholly-owned subsidiary of Crosstown Fiber Holdings LLC, a Delaware limited liability company ("Crosstown Holdings"). The conversion, change of control and reorganization of the Company will be transparent to customers, and will not result in any change in services received or the rates, terms, and conditions of those services. The conversion, change of control and reorganization of the Company occurred in July and August of 2022.

¹In connection with the change of its corporate form, the Company name was initially changed from Netsync Fiber, Inc. to Netsync Fiber, LLC.

I. Introduction

The Company is certificated to provide local telecommunications service pursuant to the Commission’s Order in Docket 20200253-TX.² Following receipt of this letter, the designated contacts for all correspondence, notices, inquiries, and orders in relation to this Notice should be sent to:

Representatives:

Thomas H. Rowland
Kevin D. Rhoda
Rowland & Moore LLP
1603 Orrington Ave., Suite 600
Evanston, Illinois 60201
(312) 803-1000
tom@telecomreg.com
krhoda@telecomreg.com

For Crosstown Fiber IL LLC:

Crosstown Fiber IL LLC
Attn: Michael Underdown
c/o Crosstown Fiber Holdings LLC
600 Montgomery St., 19th Floor
San Francisco, CA 94111
munderdown@crosstownfiber.com

With a copy to Crosstown Fiber Holdings LLC:

Crosstown Fiber Holdings LLC
Attn: Ed Leung
600 Montgomery St., 19th Floor
San Francisco, CA 94111
eleung@aimpera.com

²*In re: Application for certificate to provide local telecommunications service by Netsync Fiber Inc.,* Docket No. 20200253-TX, Order No. PSC-2021-0038-PAA-TX (Jan. 19, 2021).

II. Description of the Transactions

On July 18, 2022, the Company entered into a Contribution and Sale Agreement (the “Contribution Agreement”) by and among Crosstown Holdings, AIMPERA Fiber Holdings LLC, a Delaware limited liability company (“AIMPERA”), The Daigle Living Trust, a trust created June 16, 2004 under the laws of the State of California (“The Daigle Trust”), NFI Holdco, Inc., a Delaware corporation (“NFI Holdco”), and Khalid Abunaja, an individual (“Abunaja”). Subject to the terms and conditions of the Contribution Agreement, on July 26, 2022 the Company’s then-sole member, Mr. Khalid Abunaja, contributed 100% of the issued and outstanding membership interests of the Company to NFI Holdco, which is wholly owned by Mr. Abunaja. Such contribution caused the Company to become a subsidiary of NFI Holdco. Further, subject to the terms and conditions of the Contribution Agreement, on August 1, 2022, in exchange for certain membership interests in Crosstown Holdings (a) NFI Holdco contributed 100% of the issued and outstanding membership interests of the Company to Crosstown Holdings and (b) AIMPERA and The Daigle Living Trust contributed cash to Crosstown Holdings. Subsequently, on August 10, 2022, the Company’s sole member, Crosstown Holdings, contributed 100% of the issued and outstanding membership interests of the Company to Crosstown Fiber LLC, a Delaware limited liability company and wholly owned subsidiary of Crosstown Holdings. As a result of the transactions described above, the Company became an indirect, wholly-owned subsidiary of Crosstown Holdings, with a new name, new controlling equity owners and greater access to capital resources. Crosstown Holdings has appointed Mr. Michael Underdown as Chief Executive Officer of the Company. As Chief Executive

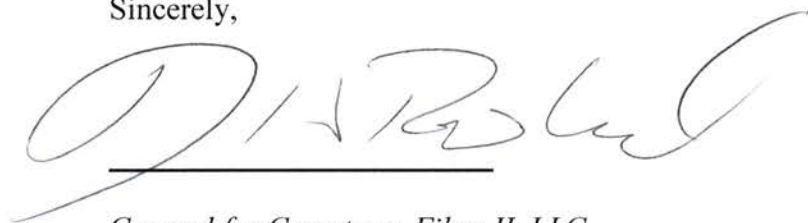
Officer, Mr. Underdown oversees the day-to-day management and daily activities of the Company.

At the time of its conversion described above, the Company was registered as a foreign corporation doing business in the State of Florida as Netsync Fiber, Inc. As instructed by the Florida Department of State Division of Corporations, on September 14, 2022, the Company filed an Application by Foreign Limited Liability Company for Authorization to Transact Business in Florida with the Florida Department of State.

III. Conclusion

Please date-stamp the extra copy of this letter and return it to my office in the enclosed postage-prepaid envelope. Please do not hesitate to contact me at (312) 803-1000, should you have any questions concerning this letter.

Sincerely,



A handwritten signature in cursive script, appearing to read "D. Underdown", is written over a horizontal line. The signature is positioned above the typed name of the signatory.

Counsel for Crosstown Fiber IL LLC