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From: Wideman, Lauren B. [lauren.wideman@bingham.com]
Sent: Tuesday, July 27, 2010 1:20 PM
To: Filings@psc.state.fl.us
Subject: Electronic Filing: Notification of Indirect Transfer of Control of InSITE Solutions, LLC and NewPath Networks, LLC
Attachments: NewPath-Crown - Florida _FL_ IXC TOC Notice Letter.pdf

Hello,

Please find the nine-page document "Notification of NewPath Networks, Inc., NewPath Networks, LLC, InSITE Solutions, LLC and Crown Castle Solutions Corp. Regarding the " attached for filing on behalf of NewPath Networks, Inc., NewPath Networks, LLC, InSITE Solutions, LLC and Crown Castle Solutions Corp.

Please acknowledge receipt and acceptance of this filing, and should you have any questions regarding this filing please feel free to contact us.

Thank you,

Lauren B. Wideman, Esq.

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Jean L. Kiddoo
Brett P. Ferenchak
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Our file no.: 0000350467

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July 27, 2010

Via Electronic Filing

Ann Cole, Commission Clerk
Florida Public Service Commission
2540 Shumard Oak Blvd.
Tallahassee, Florida 32399-0850
filings@psc.state.fl.us

Re: Notification of NewPath Networks, Inc., NewPath Networks, LLC, InSITE Solutions, LLC and Crown Castle Solutions Corp. Regarding the Indirect Transfer of Control of InSITE Solutions, LLC and NewPath Networks, LLC

Dear Ms. Cole:

NewPath Networks, Inc. ("NP-Parent"), its wholly owned direct subsidiaries InSITE Solutions, LLC ("InSITE"), NewPath Networks, LLC ("NewPath" and together with InSITE and NP-Parent, the "Company") and Crown Castle Solutions Corp. ("Solutions") (the Company and Solutions collectively the "Parties"), notify the Florida Public Service Commission ("Commission") of the Parties' intent to consummate a transaction between NP-Parent and Solutions through which Solutions will acquire indirect control of NewPath and InSITE (the "Transaction").

It is the Parties understanding that Commission approval is not required for the transactions described herein. Accordingly, the Parties submit this letter for informational purposes only to ensure the continuing accuracy of the Commission's records. In support of this filing, the Parties provide the following information:

Description of the Parties

A. NewPath Networks, Inc., InSITE Solutions, LLC and NewPath Networks, LLC

NewPath Networks, Inc. is a Delaware corporation with its principal office located at 768 Garfield Street, Seattle, Washington 98109. The Company is a wireless infrastructure company that, through its operating subsidiaries including InSITE and NewPath, designs, develops and operates fiber-fed wireless carrier networks to improve signal strength and network capacity. The Company increases existing carrier footprints by adding network coverage in hard-to-reach areas to increase quality for the wireless customers. The Company's network typically is run over existing infrastructure, such as telephone poles and street lights to expand carrier networks with solutions that are aesthetically acceptable to local communities and municipalities. Where necessary, the Company may install telephone poles and other facilities

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specifically designed to accommodate its network equipment. The Company focuses on bringing turnkey wireless communications solutions to areas where traditional network build-out is difficult due to zoning or cost constraints, such as large corporate, retail, or university campuses, sports arenas and stadiums and neighborhood areas.

InSITE is a Maryland limited liability company, while NewPath is a New Jersey limited liability company. InSite is wholly owned direct subsidiary of NewPath, which is a wholly owned direct subsidiary of NP-Parent. InSITE and NewPath have the same principal place of business as NP-Parent. InSITE and NewPath provide transport and backhaul services to other carriers, primarily wireless telecommunications providers and other wireless information service providers, using a Distributed Antenna System ("DAS"). In Florida, InSITE is authorized to provide interexchange telecommunications services pursuant to IXC Registration Code TK014 issued in Docket No. 050507-TI on September 22, 2005 and NewPath is authorized to provide interexchange telecommunications service pursuant to IXC Registration Code TK302 issued in Docket No. 100303-T on June 17, 2010.

B. Crown Castle Solutions Corp.

Crown Castle Solutions Corp. is a Delaware corporation and wholly owned indirect subsidiary of Crown Castle International Corp. ("CCI"), a publicly traded (NYSE: CCI) Delaware corporation. Solutions and CCI have principal offices at 1220 Augusta Drive, Suite 500, Houston, Texas 77057-2261. CCI facilitates wireless coverage to the majority of the top 100 U.S. markets, owns and manages over 22,500 tower and rooftop sites throughout the United States and is one of the largest tower operators in the country. Solutions has deployed eight DAS networks and has three DAS additional networks in process with numerous others under consideration. Wholly owned subsidiaries of Solutions hold authorization to provide intrastate telecommunications services in California, Colorado, Florida, Illinois, Massachusetts, Maryland, Nevada, New Jersey, New York, Pennsylvania, Virginia, Washington, and the District of Columbia. In Florida, Solutions is authorized to provide (1) alternative access vendor services pursuant to AAV Certificate No. 8705 granted in Docket No. 070659-TA and (2) competitive local exchange services pursuant to CLEC Certificate No. 8706 granted in Docket No. 070658-TX.

Contacts

Questions or any correspondence, orders, or other materials pertaining to this filing should be directed to the following.

For NP-Parent, InSITE and NewPath: For Solutions:

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Description of Transaction

NP-Parent, Solutions and CCNP Corp., a subsidiary of Solutions created specifically for this transaction, entered into an Agreement and Plan of Merger dated as of June 30, 2010 (the "Agreement"). Pursuant to the Agreement, CCNP Corp. will merge with and into NP-Parent, with NP-Parent surviving. As a result, NP-Parent will become a wholly owned, direct subsidiary of Solutions and Solutions will acquire indirect control of InSITE and NewPath. The Parties therefore notify the Commission of the transfer of indirect control of InSITE and NewPath to Solutions, and ultimately to CCI. For the Commission's convenience, pre- and post-transaction corporate organizational structure charts are provided as Attachment A.

Public Interest Considerations

The Parties submit that the proposed transaction will serve the public interest. The proposed transaction will increase competition in the Florida telecommunications market by reinforcing the status of the Company as a viable competitor. Immediately following the consummation of the proposed transaction, InSITE and NewPath will continue to offer service with no change in the rates or terms and conditions of service. Further, InSITE and NewPath will continue to provide service to their customers under the same names, and will continue to be led by experienced management teams. Therefore, the indirect transfer of control of InSITE and NewPath will be seamless and virtually transparent to consumers in Florida.

Ann Cole, Commission Clerk
July 27, 2010
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Conclusion

Please acknowledge receipt and acceptance of this filing. Should you have any questions regarding this filing, please do not hesitate to contact Brett Ferenchak at 202-373-6697.

Respectfully submitted,

/s/ Brett P. Ferenchak

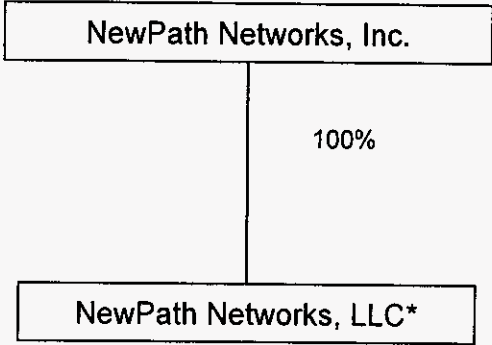
Jean L. Kiddoo
Brett P. Ferenchak

Counsel for NP-Parent, InSITE and NewPath

Attachment A

Pre- and Post-Transaction Corporate Organizational Structure

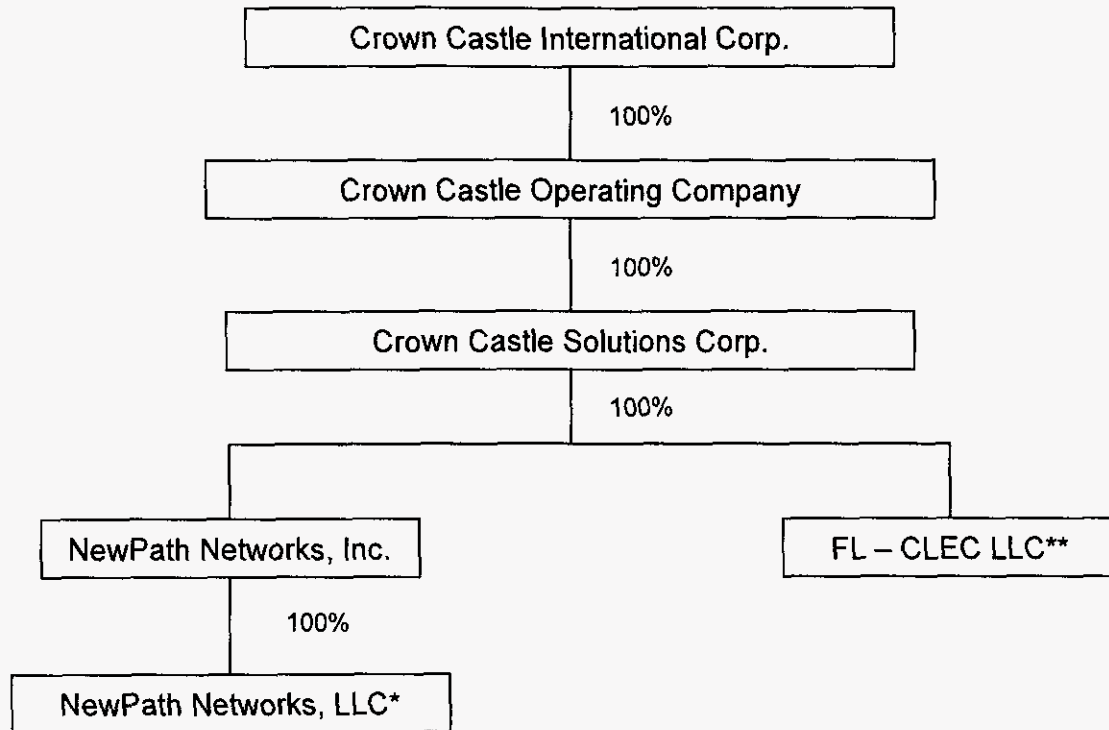
Pre-Transaction Corporate Structure
of NewPath Networks, LLC



* Certificated entity

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**Post-Transaction Corporate Structure
of NewPath Networks, LLC**



* Certificated entity

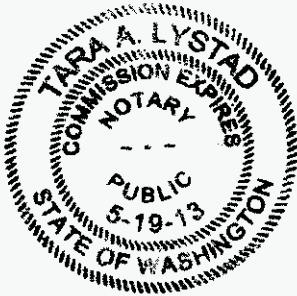
** Pending Certificate Application


STATE OF WASHINGTON
COUNTY OF KING

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VERIFICATION

I, Michael Kavanagh, state that I am the Chief Executive Officer of NewPath Networks, Inc., NewPath Networks, LLC and InSITE Solutions, LLC (collectively, the "Company"); that I am authorized to make this Verification on behalf of the Company; that the foregoing filing was prepared under my direction and supervision; and that the contents with respect to the Company are true and correct to the best of my knowledge, information, and belief.




Michael Kavanagh
Chief Executive Officer
NewPath Networks, Inc.
NewPath Networks, LLC
InSITE Solutions, LLC

Sworn and subscribed before me this 7th day of July, 2010.

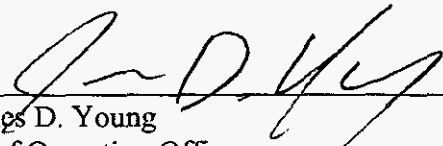

Notary Public *in and for the State of Washington*

My commission expires 5.19.13

COMMONWEALTH OF PENNSYLVANIA §
 § SS:
COUNTY OF WASHINGTON §

VERIFICATION

I, James D. Young, state that I am the Chief Operating Officer of Crown Castle Solutions Corp. (the "Company"); that I am authorized to make this Verification on behalf of the Company; that the foregoing filing was prepared under my direction and supervision; and that the contents with respect to the Company are true and correct to the best of my knowledge, information, and belief.



James D. Young
Chief Operating Officer
Crown Castle Solutions Corp.

Sworn and subscribed before me this 7th day of July, 2010.



Notary Public

My commission expires 11/13/10

COMMONWEALTH OF PENNSYLVANIA
Notarial Seal
Sheila Osborne, Notary Public
Canonsburg Boro, Washington County
My Commission Expires Nov. 13, 2010
Member, Pennsylvania Association of Notaries