

COMMUNICATIONS TARIFF APPLICATION

DATE PSC RECEIVED: 8/4/2022 10:58:00 AM

AUTHORITY NUMBER:
T20220040

OFFICIAL FILING DATE: 6/8/2022 12:00:00 AM

PROCESSED BY: OPR SAMUEL DAY

COMPANY CODE: TY209

COMPANY NAME: Accelecom GA LLC

A. SYNOPSIS

1. ANTICIPATED EFFECTIVE DATE: 9/14/2022

2. IF DIFFERENT, COMPANY REQUESTED EFFECTIVE DATE: 9/14/2022

3. DESCRIPTION OF THE FILING:

Application for certificate to provide local telecommunications service by Accelecom GA LLC.

B. ACTION TO BE TAKEN WITH THIS FILING

1. TO BECOME EFFECTIVE A1 (A1 or A2)

SUBJECT: NEWAP

2. PLACE ON COMMISSION AGENDA FOR DATE: 8/2/2022

3. RECOMMENDATION DUE DATE: 7/21/2022

4. DOCKET NO: 20220109

5. ORDER NO:

C. FINAL ACTION

1. EFFECTIVE DATE: 9/14/2022 PROTESTED? 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. 20220109-TX

Date Docketed: 6/8/2022

Title: Application for certificate to provide local telecommunications service by Accelecom GA LLC.

Company: Accelecom GA LLC

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 B1a

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 S Day, S Deas, G Fogleman

Staff Counsel W Trierweiler

Recommended assignments for hearing and/or deciding this case:

Full Commission Commission Panel

Hearing Examiner Staff

Date filed with CLK: 6/9/2022

Initials OPR GFOGLEMA

Initials Staff Counsel LTAN

	Due Date	Completion Date
<input type="checkbox"/> Current CASR revision level		
1. Staff Recommendation	07/21/2022	07/21/2022
2. Commission Conference (Agenda)	08/02/2022	08/02/2022
3. PAA Order	08/22/2022	
4. Consummating Order if No Protest - Close Docket	09/14/2022	

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: 6/9/2022

Comments:

Case Management System

[Home](#) [Search](#) [Report Builder](#) [CLK Report Library](#)

Welcome Jeff Bates!

1 2 3 4 »

20220109-TX

Page 1 of 4

Party of Record for Docket

Utility Code	<input type="text" value="TY209"/>
<input checked="" type="checkbox"/> Official Party of Record	
Name	<input type="text" value="Accelecom GA LLC"/>
Attention	<input type="text" value="Rosemary Watkins"/>
Address Line 1	<input type="text" value="1700 Eastpoint Parkway, Suite 230"/>
Address Line 2	<input type="text"/>
Zip Code	<input type="text" value="40223"/>
City	Louisville
State	KY
Phone1	<input type="text" value="(502) 586-7600"/>
Phone 2	<input type="text"/>
Fax	<input type="text"/>
Email Address	<input type="text" value="rosemary.watkins@openfiberky.com"/>
<input checked="" type="checkbox"/> rosemary.watkins@openfiberky.com	
Alphabetized By	ACCELECOM GA LLC
Represents	<input type="text"/>
Represented By	<input type="text" value="Morgan Law Firm"/>
Added	BSchultz 6/8/2022 5:12:35 PM
Last Modified	DMENASCO 6/9/2022 4:59:10 PM

Case Management System

[Home](#) [Search](#) [Report Builder](#) [CLK Report Library](#)

Welcome Jeff Bates!



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

Detail by Entity Name

Foreign Limited Liability Company
ACCELECOM GA LLC

Filing Information

Document Number M22000007897
FEI/EIN Number NONE
Date Filed 05/19/2022
State DE
Status ACTIVE

Principal Address

1700 EASTPOINT PKWY, STE. 230
LOUISVILLE, KY 40223

Mailing Address

1700 EASTPOINT PKWY, STE. 230
LOUISVILLE, KY 40223

Registered Agent Name & Address

CORPORATION SERVICE COMPANY
1201 HAYS STREET
TALLAHASSEE, FL 32301-2525

Authorized Person(s) Detail

Name & Address

Title AP

FLESSAS, DAVID
1700 EASTPOINT PKWY, STE. 230
LOUISVILLE, KY 40223

Title AP

WATKINS, ROSEMARY K
1700 EASTPOINT PKWY, STE. 230
LOUISVILLE, KY 40223

Annual Reports

No Annual Reports Filed

Document Images

[05/19/2022 -- Foreign Limited](#)

[View image in PDF format](#)

Florida Department of State, Division of Corporations

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: August 4, 2022

TO: Collin Roehner, Commission Deputy Clerk II, Office of Commission Clerk

FROM: Debra Betton, Administrative Assistant III, Office of Industry Development & Market Analysis

RE: Quarterly Inventory of Confidential Documents by Division/Office as of August 2, 2022

31

I am in receipt of the listing of confidential documents as of July 20, 2022, identifying whether each document should be retained at the Commission or returned to the source. The following list of documents may be returned to the source:

Docket #20220000	Document #03534-2022
	Document #04131-2022
Docket #20220074	Document #03994-2022
Docket #20220108	Document #03494-2022
Docket #20220109	Document #03509-2022

RECEIVED-FPSC
2022 AUG -5 AM 10:40
COMMISSION
CLERK

FLORIDA PUBLIC SERVICE COMMISSION

Item 1

VOTE SHEET

August 2, 2022

FILED 8/2/2022
DOCUMENT NO. 05162-2022
FPSC - COMMISSION CLERK

Consent Agenda

A) Applications for Certificate of Authority to Provide Telecommunications Service.

DOCKET NO.	COMPANY NAME
20220104-TX	Ubiquity Florida, LLC
20220109-TX	Accelecom GA LLC
20220116-TL	Gold Data USA Inc.

Recommendation: The Commission should approve the action requested in the dockets referenced above and close these dockets.

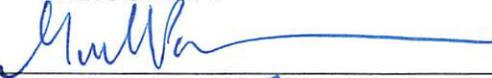
APPROVED

COMMISSIONERS ASSIGNED: All Commissioners

COMMISSIONERS' SIGNATURES

MAJORITY

DISSENTING







REMARKS/DISSENTING 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: July 21, 2022

TO: Office of Commission Clerk (Teitzman)

FROM: Office of Industry Development and Market Analysis (Day, Deas, ^{CH}
Fogleman)
Office of the General Counsel (Imig, Jones, Trierwieler) ^{TLT}

RE: Applications for Certificate of Authority to Provide Telecommunications Service

AGENDA: 8/2/2022 - Consent Agenda - Proposed Agency Action - Interested Persons May Participate

SPECIAL INSTRUCTIONS: None

Please place the following Applications for Certificate of Authority to Provide Telecommunications Service on the consent agenda for approval.

<u>DOCKET NO.</u>	<u>COMPANY NAME</u>	<u>CERT. NO.</u>
20220104-TX	Ubiquity Florida, LLC	8973
20220109-TX	Accelecom GA LLC	8974
20220116-TL	Gold Data USA Inc.	8975

The Commission is vested with jurisdiction in this matter pursuant to Section 364.335, Florida Statutes. Pursuant to Section 364.336, Florida Statutes, certificate holders must pay a minimum annual Regulatory Assessment Fee if the certificate is active during any portion of the calendar year. A Regulatory Assessment Fee Return Notice will be mailed each December to the entities listed above for payment by January 30.

Morgan Lewis

Frank G. Lamancusa
Brett P. Ferenchak
Frank.lamancusa@morganlewis.com
brett.ferenchak@morganlewis.com

ORIGINAL

FILED 6/30/2022
DOCUMENT NO. 04382-2022
FPSC - COMMISSION CLERK

June 29, 2022

Via E-Filing & Overnight Courier

Adam Teitzman, Commission Clerk
Florida Public Service Commission
Gerald Gunter Building
2540 Shumard Oak Blvd.
Tallahassee, Florida 32399

RECEIVED-FPSC
2022 JUN 30 AM 11:00
COMMISSION
CLERK

Re: Docket No. 20220109-TX
Application of Accelecom GA LLC for Authority to Provide
Telecommunications Services Within the State of Florida

Dear Mr. Teitzman:

On behalf of Accelecom GA LLC ("Accelecom" or "Applicant"), attached for filing is the public version of Supplemental Exhibit C-1 ("Supplemental Exhibit C-1") to the above-referenced Original Application for Authority to Provide Telecommunications Services. Supplemental Exhibit C-1 contains the pro forma financial statements for Applicant, which are provided to supplement the financial information previously submitted in Application.

Pursuant to Sections 364.183(1) and 364.183(3), Florida Statutes, Applicant respectfully requests confidential treatment of the financial statements provided as **Confidential Supplemental Exhibit C-1** to the Application. Applicant, therefore, submits two (2) paper copies of **Confidential Supplemental Exhibit C-1** under seal. Pursuant to FL Admin Code Section 25-22.006, one copy of **Confidential Supplemental Exhibit C-1** has been highlighted to show the specific information that Applicant considers to be Privileged and Confidential.

Please acknowledge receipt of the electronic copy and date-stamp the enclosed extra copy this letter return it in the envelope provided. Should you have any questions

Morgan, Lewis & Bockius LLP

1111 Pennsylvania Avenue, NW
Washington, DC 20004
United States

T +1.202.739.3000
F +1.202.739.3001

FPSC - T20220040

Adam Teitzman, Commission Clerk
June 29, 2022
Page 2

concerning this supplemental filing, please do not hesitate to contact the undersigned at
(202) 739-3000.

Respectfully submitted,

A handwritten signature in blue ink, appearing to read "Frank G. Lamancusa". The signature is fluid and cursive, with a long horizontal stroke extending to the right.

Frank G. Lamancusa
Brett P. Ferencak
Tanya Tiwari

Counsel for Accelecom GA LLC

CK# 1347
\$ 500.00
6-7-22
RF

Morgan Lewis

Frank G. Lamancusa
Brett P. Ferenchak
Tanya Tiwari
Frank.lamancusa@morganlewis.com
brett.ferenchak@morganlewis.com
tanya.tiwari@morganlewis.com

DATE DEPOSIT

JUN 10 2022 5 57 -

June 8, 2022

Via E-Filing & Federal Express

Adam Teitzman, Commission Clerk
Florida Public Service Commission
Gerald Gunter Building
2540 Shumard Oak Blvd.
Tallahassee, Florida 32399

DET #: 20220109

**Re: Application of Accelecom GA LLC for Authority to Provide
Telecommunications Services Within the State of Florida**

Dear Mr. Teitzman:

On behalf of Accelecom GA LLC ("Accelecom" or "Applicant"), attached for filing is the public version of the above-referenced Original Application for Authority to Provide Telecommunications Services. Pursuant to Sections 364.183(1) and 364.183(3), Florida Statutes, Applicant respectfully requests confidential treatment of the financial statements provided as **Confidential Exhibit C** to the Application. Applicant, therefore, submits two (2) paper copies of **Confidential Exhibit C** under seal. Pursuant to FL Admin Code Section 25-22.006, one copy of **Confidential Exhibit C** has been highlighted to show the specific information that Applicant considers to be Privileged and Confidential. A check in the amount of \$500 is enclosed for the required filing fee.

Please acknowledge receipt of the electronic copy and date-stamp the enclosed extra copy this letter transmitting the filing fee and Confidential Exhibit and return it in the envelope provided. Should you have any questions concerning this filing, please do not hesitate to contact the undersigned at (202) 739-3000.

Respectfully submitted,

Brett P Ferenchak

Frank G. Lamancusa
Brett P. Ferenchak
Tanya Tiwari

Counsel for Accelecom GA LLC

RECEIVED-FPSC
2022 JUN 10 AM 11:50
COMMISSION
CLERK

Morgan, Lewis & Bockius LLP

1111 Pennsylvania Avenue, NW
Washington, DC 20004
United States

T +1.202.739.3000
F +1.202.739.3001

June 9, 2022

VIA E-FILING

Braulio L. Baez, Executive Director
Florida Public Service Commission
Office of the Commission Clerk
2540 Schumard Oak Boulevard
Tallahassee, FL 32399-0850

**Re: Notification Regarding the Proposed Assignment of Certain Assets from
Georgia Public Web, Inc. to Acelecom GA LLC**

Dear Executive Director Baez:

By this letter, Georgia Public Web, Inc. ("GPW") and Acelecom GA LLC ("Acelecom") (collectively, the "Parties"), notify the Commission that Acelecom will acquire certain assets, including telecommunications network infrastructure assets, of GPW (the "Transaction"). Since Commission approval is not required to complete the transaction described herein, the Parties submit this letter for informational purposes.

Description of the Parties

A. Georgia Public Web, Inc.

GPW is a private, non-profit Georgia corporation that is located at 1470 Riveredge Parkway, Atlanta, Georgia 30328. GPW was formed for the purpose of operating a telecommunications network for the benefit of its members, which collectively own GPW. GPW's thirty-two (32) members consist of thirty-one (31) municipalities¹ and one (1) county in Georgia, including Adel, Albany, Barnesville, Blakely, Cairo, Calhoun, Camilla, Cartersville, Commerce, Covington, Crisp County, Douglas, Elberton, Ellaville, Fairburn, Fitzgerald, Fort Valley, Forsyth, Griffin, LaGrange, Marietta, Monticello, Moultrie, Newnan, Norcross, Palmetto, Quitman, Sandersville, Sylvania, Thomaston, Thomasville, and Washington (collectively, "Members").

GPW is a facilities-based technology solutions provider that offers high-speed internet access and point-to-point private line services to its Members and to other carrier, enterprise, and governmental customers over its telecommunications network, which is comprised of fiber optic cables, electronics, and telecommunications capacity that GPW owns or leases or otherwise acquires from other carriers. In Florida, GPW holds (1) Certificate No. 7986 to provide alternative local exchange telecommunications service granted in Docket No. 011284-TX, and (2) registration

¹ Certain municipalities hold their interest in GPW through a municipal corporation, such as a municipal utility or power board.

Braulio L. Baez, Executive Director
June 9, 2022
Page 2

(IXC Registration Code TK202) to operate as an interexchange ("IXC") company issued in Docket No. 080233-TI.

B. Accelecom GA LLC

Accelecom is a Delaware limited liability company with its business headquarters located at 1700 Eastpoint Parkway, Suite 230, Louisville, Kentucky 40223. Accelecom, as a newly-formed entity, is not currently engaged in the provision of telecommunications services in Florida or elsewhere, and as such, does not currently hold a Certificate or other similar authorization in Florida. In connection with the Transaction, Accelecom (Company Code TY209) is seeking a Certificate to Provide Telecommunications Services in Florida, which is pending in Docket No. 20220109-TX.

Accelecom is a direct, wholly owned subsidiary of Accelecom Holdings LLC ("Holdings"), a Delaware limited liability company. Holdings is jointly controlled by Macquarie Communications Infrastructure Holdings, LLC ("MCIH") and GVC Marshal Holdings, LLC ("GVC-MH"), each a Delaware limited liability company.

MCIH is a direct, wholly owned subsidiary of Macquarie Holdings (U.S.A.) Inc. ("Macquarie USA"), a Delaware corporation that is headquartered at 125 West 55th Street, Level 22, New York, New York 10019. Macquarie USA is an indirect, wholly owned subsidiary of Macquarie Group Limited ("MGL"), a publicly traded company incorporated in Australia. MGL is a diversified financial group providing clients with asset management and finance, banking, advisory and risk and capital solutions across debt, equity and commodities.

GVC-MH is a direct, wholly owned subsidiary of Golden VinzClortho, LLC ("GVC"), a Delaware limited liability company formed in July 2019 by the California State Teacher's Retirement System ("CalSTRS") and UBS Asset Management (Americas) Inc. ("UBS") as a global infrastructure partnership with capital commitments funded 99% by CalSTRS and 1% by UBS. GVC is managed by a Management Committee including three members, two of whom are appointed by CalSTRS and one by UBS.

CalSTRS was established by law in 1913 to provide retirement benefits to California's public-school educators. Today CalSTRS is the largest educator-only pension fund in the world and the second largest pension fund in the United States. CalSTRS' portfolio has a net asset value totaling approximately \$322 billion, including \$12.9 billion within its inflation sensitive asset class that includes infrastructure.

UBS acts as the investment manager of GVC, utilizing the services of the Infrastructure Equity team within UBS Real Estate and Private Markets ("UBS REPM"). UBS REPM is a business division of UBS Asset Management which is a large-scale asset manager with around 3,400 employees in 22 countries. Funds managed by UBS REPM currently hold investments in power generation, renewables, toll roads, utilities and telecommunications globally.

Contacts

Inquiries or copies of any correspondence, orders, or other materials pertaining to this Letter should be directed to:

On behalf of Accelecom:

Frank G. Lamancusa
Brett P. Ferenchak
Trina Kwon
Morgan Lewis & Bockius LLP
1111 Pennsylvania Ave., N.W.
Washington, DC 20004
202-739-3000 (tel)
202-739-3001 (fax)
frank.lamancusa@morganlewis.com
brett.ferenchak@morganlewis.com
trina.kwon@morganlewis.com

With a copy to:

Rosemary Watkins, Controller
Accelecom
1700 Eastpoint Parkway, Suite 230
Louisville, KY 40223
rosemary.watkins@openfiberky.com

On behalf of GPW:

Charles A. Hudak
Laura Arredondo-Santisteban
Friend, Hudak & Harris, LLP
Three Ravinia Drive
Suite 1700
Atlanta, GA 30346
770-399-9500 (tel)
770-395-0000 (fax)
CHudak@fh2.com
LArredondo@fh2.com

With a copy to:

Eric Snell
President and Chief Executive Officer
Georgia Public Web, Inc.
1470 Riveredge Parkway,
Atlanta, GA 30328
esnell@gapublicweb.net

Description of the Transaction

On April 29, 2022, the Parties entered into an Asset Purchase Agreement, whereby Accelecom will acquire, along with other things, GPW's fiber assets, certain customer contracts, rights in third party fiber, and associated telecommunications equipment used to provision services or facilities to GPW's customers (the "Acquired Assets"). None of GPW's customers affected by the Transaction are residential end users; instead, all customers are either other carriers, enterprise customers, or governmental entities.

Braulio L. Baez, Executive Director
June 9, 2022
Page 4

GPW will not be transferring its Certificate to provide alternative local exchange telecommunications service nor its registration to operate as an IXC company in Florida to Accelecom as a part of this Transaction. Instead, Accelecom is applying for a new Certificate to Provide Telecommunications Services in Florida.

As referenced above, all of the affected non-governmental entity customers are either other carriers or enterprises that currently receive contracted services from GPW. These carrier and enterprise customers are sophisticated consumers of high-capacity telecommunications offerings and related services. Consistent with the requirements of these customers' contracts with GPW, the Parties will advise (and in some cases request consent from) the affected customers prior to the assignment of their contracts to Accelecom. Following completion of the Transaction, the affected customers will continue to receive their services or facilities pursuant to those contracts, including under the same terms, conditions and rates. Affected customers, therefore, will not suffer any adverse consequences as a result of the Transaction.

Accelecom and its owners are managerially, technically, and financially well-qualified to manage and operate the Acquired Assets in Florida. MGL and its subsidiaries and other affiliates are experienced asset managers and operators of comparable companies with a focus on utilities and energy, transportation, and communications infrastructure in the U.S. and globally. As a result, Accelecom will be able to leverage its owners' considerable track record to effectively manage and operate the Acquired Assets in Florida, and provide robust, facilities and facilities-based services on a competitive basis to Florida carriers, enterprise customers, and governmental entities. Further, Accelecom plans to invest in and expand the network it is acquiring from GPW and therefore provide the affected customers access to on-net services facilities across a larger footprint. Thus, the Transaction will enhance the telecommunications market in Florida.

Braulio L. Baez, Executive Director
June 9, 2022
Page 5

Conclusion

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

Respectfully submitted,

/s/ Laura Arredondo-Santisteban

Charles A. Hudak
Laura Arredondo-Santisteban
Friend, Hudak & Harris, LLP
Three Ravinia Drive
Suite 1700
Atlanta, GA 30346
770-399-9500 (tel)
770-395-0000 (fax)
CHudak@fh2.com
LArredondo@fh2.com

Counsel for Georgia Public Web, Inc.

/s/ Brett P. Ferenchak

Frank G. Lamancusa
Brett P. Ferenchak
Trina Kwon
Morgan Lewis & Bockius LLP
1111 Pennsylvania Ave., N.W.
Washington, DC 20004
202-739-3000 (tel)
202-739-3001 (fax)
frank.lamancusa@morganlewis.com
brett.ferenchak@morganlewis.com
trina.kwon@morganlewis.com

Counsel for Accelecom GA LLC

VERIFICATIONS

VERIFICATION

I, David Flessas, state that I am the Chief Executive Officer of Accelecom GA LLC ("Accelecom"); that I am authorized to make this Verification on behalf of Accelecom; that the foregoing filing was prepared under my direction and supervision; and that the contents with respect to Accelecom are true and correct to the best of my knowledge, information, and belief.

I declare under penalty of perjury that the foregoing is true and correct. Executed this 27th of May, 2022.

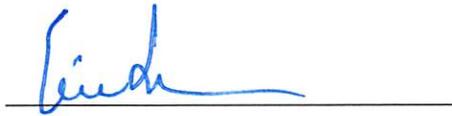


David Flessas
Chief Executive Officer
Accelecom GA LLC

VERIFICATION

I, Eric Snell, state that I am the President and Chief Executive Officer of Georgia Public Web, Inc. ("GPW"); that I am authorized to make this Verification on behalf of GPW; that the foregoing filing was prepared under my direction and supervision; and that the contents with respect to GPW are true and correct to the best of my knowledge, information, and belief.

I declare under penalty of perjury that the foregoing is true and correct. Executed this 3 of JUNE, 2022.



Eric Snell
President & Chief Executive Officer
Georgia Public Web, Inc.

Morgan Lewis

Frank G. Lamancusa
Brett P. Ferenchak
Tanya Tiwari
Frank.lamancusa@morganlewis.com
brett.ferenchak@morganlewis.com
tanya.tiwari@morganlewis.com

Check received with filing and forwarded
to Fiscal for deposit. Fiscal to forward
deposit information to Records.

Initials of person who forwarded check:

JS

June 8, 2022

Via E-Filing & Federal Express

Adam Teitzman, Commission Clerk
Florida Public Service Commission
Gerald Gunter Building
2540 Shumard Oak Blvd.
Tallahassee, Florida 32399

**Re: Application of Accelecom GA LLC for Authority to Provide
Telecommunications Services Within the State of Florida**

Dear Mr. Teitzman:

On behalf of Accelecom GA LLC ("Accelecom" or "Applicant"), attached for filing is the public version of the above-referenced Original Application for Authority to Provide Telecommunications Services. Pursuant to Sections 364.183(1) and 364.183(3), Florida Statutes, Applicant respectfully requests confidential treatment of the financial statements provided as **Confidential Exhibit C** to the Application. Applicant, therefore, submits two (2) paper copies of **Confidential Exhibit C** under seal. Pursuant to FL Admin Code Section 25-22.006, one copy of **Confidential Exhibit C** has been highlighted to show the specific information that Applicant considers to be Privileged and Confidential. A check in the amount of \$500 is enclosed for the required filing fee.

Please acknowledge receipt of the electronic copy and date-stamp the enclosed extra copy this letter transmitting the filing fee and Confidential Exhibit and return it in the envelope provided. Should you have any questions concerning this filing, please do not hesitate to contact the undersigned at (202) 739-3000.

Respectfully submitted,

Brett P Ferenchak

Frank G. Lamancusa
Brett P. Ferenchak
Tanya Tiwari

Counsel for Accelecom GA LLC

RECEIVED-FPSC
2022 JUN -9 AM 10:14
COMMISSION
CLERK

Morgan, Lewis & Bockius LLP

1111 Pennsylvania Avenue, NW
Washington, DC 20004
United States

T +1.202.739.3000
F +1.202.739.3001

Morgan Lewis

Frank G. Lamancusa

Brett P. Ferenchak

Tanya Tiwari

Frank.lamancusa@morganlewis.com

brett.ferenchak@morganlewis.com

tanya.tiwari@morganlewis.com

June 8, 2022

Via E-Filing & Federal Express

Adam Teitzman, Commission Clerk
Florida Public Service Commission
Gerald Gunter Building
2540 Shumard Oak Blvd.
Tallahassee, Florida 32399

**Re: Application of Accelecom GA LLC for Authority to Provide
Telecommunications Services Within the State of Florida**

Dear Mr. Teitzman:

On behalf of Accelecom GA LLC ("Accelecom" or "Applicant"), attached for filing is the public version of the above-referenced Original Application for Authority to Provide Telecommunications Services. Pursuant to Sections 364.183(1) and 364.183(3), Florida Statutes, Applicant respectfully requests confidential treatment of the financial statements provided as **Confidential Exhibit C** to the Application. Applicant, therefore, submits two (2) paper copies of **Confidential Exhibit C** under seal. Pursuant to FL Admin Code Section 25-22.006, one copy of **Confidential Exhibit C** has been highlighted to show the specific information that Applicant considers to be Privileged and Confidential. A check in the amount of \$500 is enclosed for the required filing fee.

Please acknowledge receipt of the electronic copy and date-stamp the enclosed extra copy this letter transmitting the filing fee and Confidential Exhibit and return it in the envelope provided. Should you have any questions concerning this filing, please do not hesitate to contact the undersigned at (202) 739-3000.

Respectfully submitted,



Frank G. Lamancusa

Brett P. Ferenchak

Tanya Tiwari

Counsel for Accelecom GA LLC

Morgan, Lewis & Bockius LLP

1111 Pennsylvania Avenue, NW
Washington, DC 20004
United States

T +1.202.739.3000
F +1.202.739.3001

FPSC - T20220040

FLORIDA PUBLIC SERVICE COMMISSION

OFFICE OF INDUSTRY DEVELOPMENT AND MARKET ANALYSIS

APPLICATION FOR ORIGINAL AUTHORITY OR TRANSFER OF AUTHORITY TO PROVIDE TELECOMMUNICATIONS SERVICE IN THE STATE OF FLORIDA

INSTRUCTIONS

This form should be used as the application for an original certificate and transfer of an existing certificate (from a Florida certificated company to a non-certificated company). In the case of a transfer, the information shall be provided by the transferee. If you have other questions about completing the form, call **(850) 413-6600**.

Print or type all responses to each item requested in the application. If an item is not applicable, please explain. All questions must be answered. If unable to answer the question in the allotted space, please continue on a separate sheet.

Once completed, submit the **original and one copy** of this form along with a **non-refundable** fee of **\$500.00** to:

**Florida Public Service Commission
Office of Commission Clerk
2540 Shumard Oak Blvd.
Tallahassee, Florida 32399-0850
(850) 413-6770**

APPLICATION

This is an application for (check one):

Original certificate (new company)

Approval of transfer of existing certificate: Example, a non-certificated company purchases an existing company and desires to retain the original certificate rather than apply for a new certificate.

Please provide the following:

1. Full name of company, including fictitious name(s), that must match identically with name(s) on file with the Florida Department of State, Division of Corporations registration:

Accelecom GA LLC

2. The Florida Secretary of State corporate registration number: M22000007897
Please see EXHIBIT A for evidence of Applicant's authority to transact business in Florida.

3. F.E.I. Number: 88-2521302

4. Structure of organization:

The company will be operating as a:
(Check all that apply):

- | | |
|--|--|
| <input type="checkbox"/> Corporation | <input type="checkbox"/> General Partnership |
| <input type="checkbox"/> Foreign Corporation | <input type="checkbox"/> Foreign Partnership |
| <input type="checkbox"/> Limited Liability Company | <input type="checkbox"/> Limited Partnership |
| <input type="checkbox"/> Sole Proprietorship | <input checked="" type="checkbox"/> Other, please specify below: |

Foreign (Delaware) Limited Liability Company

If a partnership, provide a copy of the partnership agreement.

If a foreign limited partnership, proof of compliance with the foreign limited partnership statute (Chapter 620.169, FS). The Florida registration number is:

5. Who will serve as point of contact to the Commission in regard to the following?

(a) This application:

Name: **Rosemary Watkins**
Title: **Controller**
Street Address: **1700 Eastpoint Parkway, Suite 230**
Post Office Box:
City: **Louisville**
State: **Kentucky**
Zip: **40223**
Telephone No.: **502-586-7600**
Fax No.:
E-Mail Address: Rosemary.Watkins@openfiberky.com

(b) Ongoing operations of the company:

(This company liaison will be the point of contact for FPSC correspondence. This point of contact can be updated if a change is necessary but this must be completed at the time the application is filed).

Name: **David Flessas**
Title: **CEO**
Street Address: **1700 Eastpoint Parkway, Suite 230**
Post Office Box:
City: **Louisville**
State: **Kentucky**
Zip: **40223**
Telephone No.: **502-586-7600**
Fax No.:
E-Mail Address: David.Flessas@openfiberky.com
Company Homepage: www.accelecom.net

(c) Optional secondary point of contact or liaison:

(This point of contact will not receive FPSC correspondence but will be on file with the FPSC).

Name: **Rosemary Watkins**
Title: **Controller**
Street Address: **1700 Eastpoint Parkway, Suite 230**
Post Office Box:
City: **Louisville**
State: **Kentucky**
Zip: **40223**
Telephone No.: **502-586-7600**
Fax No.:
E-Mail Address: Rosemary.Watkins@openfiberky.com

6. Physical address for the applicant that will do business in Florida:

Street address: 1700 Eastpoint Parkway, Suite 230
City: Louisville
State: Kentucky
Zip: 40223
Telephone No.: 502-586-7600
Fax No.: _____
E-Mail Address: Rosemary.Watkins@openfiberky.com

7. List the state(s), and accompanying docket number(s), in which the applicant has:

(a) **operated** as a telecommunications company.

Applicant has not operated as a telecommunications company in any state. Applicant's affiliate, OpenFiber Kentucky, LLC d/b/a Accelecom, provides intrastate telecommunications services in the states of Ohio (Certificate No. 90-6444 issued in Case No. 21-0484-TP-ACE) and Kentucky (Utility ID 5057990).

(b) **applications pending** to be certificated as a telecommunications company.

Pursuant to the Asset Purchase Agreement dated April 29, 2022, Applicant will acquire certain assets of Georgia Public Web, Inc. ("GPW")¹ including, along with other things, GPW's fiber assets, certain customer contracts, rights in third party fiber, and associated telecommunications equipment used to provision services or facilities to the affected customers (the "Asset Transfer"). In connection with the Asset Transfer, Applicant is seeking authority to provide intrastate telecommunications services in Alabama and Georgia. In addition, Applicant intends to acquire GPW's authorization to provide intrastate telecommunications service in Tennessee.

(c) **been certificated** to operate as a telecommunications company.

None. See responses to Items 7(a) and 7(b).

(d) **been denied authority** to operate as a telecommunications company and the circumstances involved.

Applicant has not been denied authority in any jurisdiction to operate as a telecommunications company.

(e) **had regulatory penalties imposed** for violations of telecommunications statutes and the circumstances involved.

Applicant has not been subject to regulatory penalties imposed for violations of telecommunications statutes in any jurisdiction.

(f) **been involved in civil court proceedings** with another telecommunications entity, and the circumstances involved.

Applicant has not been involved in any civil court proceedings with another

¹ **GPW (TX618) holds Certificate No. 7986 issued by the Commission.**

telecommunications company.

8. The following questions pertain to the officers and directors. Have any been:

(a) adjudged bankrupt, mentally incompetent (and not had his or her competency restored), or found guilty of any felony or of any crime, or whether such actions may result from pending proceedings? Yes No

If yes, provide explanation.

(b) granted or denied a certificate in the State of Florida (this includes active and canceled certificates)? Granted Denied Neither

If granted provide explanation and list the certificate holder and certificate number.

If denied provide explanation.

(c) an officer, director, and partner in any other Florida certificated telecommunications company? Yes No

If yes, give name of company and relationship. If no longer associated with company, give reason why not.

9. Florida Statute 364.335(1)(a) requires a company seeking a certificate of authority to demonstrate its managerial, technical, and financial ability to provide telecommunications service.

Note: *It is the applicant's burden to demonstrate that it possesses adequate managerial ability, technical ability, and financial ability. Additional supporting information may be supplied at the discretion of the applicant. For the purposes of this application, financial statements MUST contain the balance sheet, income statement, and statement of retained earnings.*

(a) **Managerial ability:** An applicant must provide resumes of employees/officers of the company that would indicate sufficient managerial experiences of each. Please explain if a resume represents an individual that is not employed with the company and provide proof that the individual authorizes the use of the resume.

(b) **Technical ability:** An applicant must provide resumes of employees/officers of the company that would indicate sufficient technical experiences or indicate what company has been contracted to conduct technical maintenance. Please explain if a resume represents an individual that is not employed with the company and provide proof that the individual authorizes the use of the resume.

- (c) **Financial ability:** An applicant must provide financial statements demonstrating financial ability by submitting a balance sheet, income statement, and retained earnings statement. An applicant that has audited financial statements for the most recent three years must provide those financial statements. If a full three years' historical data is not available, the application must include both historical financial data and pro forma data to supplement. An applicant of a newly established company must provide three years' pro forma data. If the applicant does not have audited financial statements, it must be so stated and signed by either the applicant's chief executive officer or chief financial officer affirming that the financial statements are true and correct.

Applicant provides the following to demonstrate its managerial, technical, and financial ability to provide telecommunications service, pursuant to Florida Statute 364.335(1)(a):

To support Applicant's managerial and technical qualifications, as requested in Questions 9(a)-(b), biographies of Applicant's management team are provided as EXHIBIT B.

As a newly-formed company, Applicant does not have historical financial statements of its own. For purposes of demonstrating Applicant's financial ability, therefore, consolidated financial statements of Accelecom Holdings, LLC are enclosed as CONFIDENTIAL EXHIBIT C. The financial statements in Confidential Exhibit C demonstrate that Applicant has sufficient financial resources to initiate and maintain the services and related operations in Florida as proposed in this Application. Accelecom Holdings, LLC also is a newly-formed company that does not have historical financial statements.

Because Applicant is a privately held company, Applicant requests that the financial statements provided as Confidential Exhibit C be treated as confidential and proprietary, pursuant to Rule 25-22.006(5), and not be made part of the public record.

- 10. Where will you officially designate as your place of publicly publishing your schedule a/k/a tariffs or price lists)? (Tariffs or price lists MUST be publicly published to comply with Florida Statute 364.04).**

Florida Public Service Commission

Website – Please provide Website address: www.accelecom.net

Other – Please provide address: _____

THIS PAGE MUST BE COMPLETED AND SIGNED

REGULATORY ASSESSMENT FEE: I understand that all telecommunications companies must pay a regulatory assessment fee. A minimum annual assessment fee, as defined by the Commission, is required.

RECEIPT AND UNDERSTANDING OF RULES: I understand the Florida Public Service Commission's rules, orders, and laws relating to the provisioning of telecommunications company service in Florida.

APPLICANT ACKNOWLEDGEMENT: By my signature below, I, the undersigned owner or officer, attest to the accuracy of the information contained in this application and attached documents and that the applicant has the technical ability, managerial ability, and financial ability to provide telecommunications company service in the State of Florida. I have read the foregoing and declare that, to the best of my knowledge and belief, the information is true and correct. I have the authority to sign on behalf of my company and agree to comply, now and in the future, with all applicable Commission rules, orders and laws.

Further, I am aware that, pursuant to Chapter 837.06, Florida Statutes, "**Whoever knowingly makes a false statement in writing with the intent to mislead a public servant in the performance of his or her official duty shall be guilty of a misdemeanor of the second degree, punishable as provided in s. 775.082 and s. 775.083.**"

I understand that any false statements can result in being denied a certificate of authority in Florida.

COMPANY OWNER OR OFFICER

Print Name: David Flessas
Title: CEO
Telephone No.: 502-586-7600
E-Mail Address: David.Flessas@openfiberky.com

Signature: _____



Date: _____

May 27, 2022

EXHIBIT A

Authority to Transact Business in Florida



FLORIDA DEPARTMENT OF STATE
Division of Corporations

May 20, 2022

CSC
ALEXXIS WEILAND

Qualification documents for ACCELECOM GA LLC were filed on May 19, 2022, and assigned document number M22000007897. Please refer to this number whenever corresponding with this office.

Your limited liability company is authorized to transact business in Florida as of the file date.

To maintain "active" status with the Division of Corporations, an annual report must be filed yearly between January 1st and May 1st beginning in the year following the file date or effective date indicated above. If the annual report is not filed by May 1st, a \$400 late fee will be added.

A Federal Employer Identification Number (FEI/EIN) will be required when this report is filed. Apply today with the IRS online at:

<https://sa.www4.irs.gov/modiein/individual/index.jsp>.

Please notify this office if the limited liability company address changes.

Should you have any questions regarding this matter, please contact this office at the address given below.

Karen A Saly
Regulatory Specialist II
Regulatory/Qualification Section
Division of Corporations

Letter Number: 622A00011559

Account number: I20000000195

Amount charged: 125.00

www.sunbiz.org

EXHIBIT B

Managerial and Technical Ability

Applicant's management team is experienced in local wireline, wireless and cable operations, as well as regulatory, planning, engineering, service delivery and service assurance. See below for the experience of key officers.

David Flessas – CEO

Mr. David Flessas is the CEO of Accelecom GA LLC and has 38 years in the telecommunications industry. Previously, Mr. Flessas was a Senior Vice President of Network Operations and Planning at Time Warner Cable and also an officer of Time Warner Cable Business LLC. In that role Mr. Flessas was responsible for operations planning, methods, and procedures, the Global Network Operations Center in Herndon, VA and OSS development.

Mr. Flessas joined Time Warner Cable in October 2008 after 17 years at Sprint in various Senior and executive level positions in operations and engineering roles, including capital planning, customer service, installation and repair, engineering standards, broadband local networks, and wireline and wireless network management.

Mr. Flessas started his career in 1983 in regulatory and finance management at Wisconsin Telephone.

He is a graduate of the University of Wisconsin and Marquette University.

Rosemary Watkins CPA – Controller

Ms. Watkins leads finance and Human Resources of the company. Ms. Watkins is a former Army Officer and has more than 20 years of accounting experience, beginning in Public Accounting.

Subsequently, Rosemary was the CFO of the Detroit Zoo and the CFO of Social Security Disability Services in Michigan. She also spent several years leading the Finance Team for Clinical Engineering at Trinity Health for over 90 hospitals in 21 states.

Ms. Watkins holds a B.S. in Economics from University of South Alabama and completed Master's Degree in Accounting at Indiana University.

Rich Lockard – Chief Revenue Officer

Rich Lockard is Chief Revenue Officer at Accelecom, where for the last 2 years he has lead the sales, marketing, product and business development efforts for the company across the Commonwealth. Prior to Accelecom, Rich was VP-Sales at Altice Cable, responsible for large teams and double-digit growth across 16 markets across the US. His 30 - plus year career also includes senior sales roles at Suddenlink, Cablevision, and BellSouth. In addition to a long track record of early-stage sales success, Rich brings energy and passion to sustain important relationships and motivate his team toward critical business goals. Rich has a bachelor's degree in Economics from Washington University in St. Louis.

Mike Johnson – VP – Engineering and Planning

Mike Johnson has been VP – Engineering and Planning at Accelecom for the past year. In that role, he is responsible for the evolution and continued growth of our state-of-the-art network, and the engineering back office that allows for rapid service provisioning and delivery. Prior to joining

Accelecom, Mike lead the digital evolution of Papa John's retail store environment, modernizing stores, call centers, network design and systems. In his 30 year career, Mike has also held engineering leadership positions at Bluegrass Cellular, Bluegrass Networks, LLC Lightyear, Intermedia Communications, and WilTel. He holds a Bachelor of Science in electrical engineering from Texas A&M University.

John Binkley – Director of Service Delivery

John Binkley is Director of Service Delivery at Accelecom. In that role, he is responsible for providing timely, high speed connectivity to enthusiastic customers across Accelecom's service area. John has been in the communications industry for over thirty years, specializing in site development, outside plant and construction. Prior to joining Accelecom almost 2 years ago, he held leadership positions at Dycom Industries and Crown Castle, as well as a long and successful stint running his independent construction business. John attended the University of Southern California.

PUBLIC - CONFIDENTIAL INFORMATION EXTRACTED

CONFIDENTIAL EXHIBIT C

Financial Ability

CONFIDENTIAL - FILED UNDER SEAL

Attachment 1 to CONFIDENTIAL EXHIBIT C

Chief Executive Officer Statement

I, David Flessas, am the Chief Executive Officer of Acelecom GA LLC and, by my signature below, certify and acknowledge that the financial statements contained in this application are, to the best of my knowledge, true and correct. I confirm that Applicant, which is a newly formed entity, does not have audited financial statements.

Signature: David Flessas Date: May 27, 2022