

BINGHAM

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March 19, 2014

**Via E-Filing**

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

**Re: Crown Castle NG East LLC - Request for Name Change**

Dear Ms. Cole:

Crown Castle NG East LLC (f/k/a Crown Castle NG East Inc.) (the “Company”) hereby notifies the Commission (1) that it converted from a Delaware corporation to a Delaware limited liability company<sup>1</sup> and (2) of the resulting name change to “Crown Castle NG East LLC.” The Company requests that the Commission update its records, including the Company’s CLEC and AAV Certificates,<sup>2</sup> to reflect the conversion and resulting name change and, to the extent necessary, approve these changes. Attached hereto are the Company’s conversion documents and authorization to transact business in Florida.

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

Respectfully submitted,

*/s/ Brett P. Ferenchak*

Jean L. Kiddoo  
Brett P. Ferenchak

Counsel for the Company

<sup>1</sup> The conversion of the Company to a limited liability company was merely a change in its corporate form – the conversion was accomplished through the filing of Certificate of Conversion in Delaware and did not entail any merger or other transactions that extinguish the existence of the Company.

<sup>2</sup> The Company is authorized to provide competitive local exchange services pursuant to CLEC Certificate No. 8516 and alternative access vendor services pursuant to AAV Certificate No. 8515. See Order No. PSC-12-0622-FOF-TP, Docket No. 120273-TP.

Beijing  
Boston  
Frankfurt  
Hartford  
Hong Kong  
London  
Los Angeles  
New York  
Orange County  
San Francisco  
Santa Monica  
Silicon Valley  
Tokyo  
Washington

Bingham McCutchen LLP  
2020 K Street NW  
Washington, DC  
20006-1806

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F +1.202.373.6001  
bingham.com

**ATTACHMENT**

**Conversion Documents and Authority to Transact Business**

# Delaware

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*The First State*

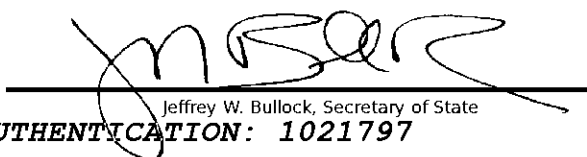
I, JEFFREY W. BULLOCK, SECRETARY OF STATE OF THE STATE OF DELAWARE DO HEREBY CERTIFY THAT THE ATTACHED IS A TRUE AND CORRECT COPY OF THE CERTIFICATE OF CONVERSION OF A DELAWARE CORPORATION UNDER THE NAME OF "CROWN CASTLE NG EAST INC." TO A DELAWARE LIMITED LIABILITY COMPANY, CHANGING ITS NAME FROM "CROWN CASTLE NG EAST INC." TO "CROWN CASTLE NG EAST LLC", FILED IN THIS OFFICE ON THE TWENTY-FOURTH DAY OF DECEMBER, A.D. 2013, AT 1:43 O'CLOCK P.M.

AND I DO HEREBY FURTHER CERTIFY THAT THE EFFECTIVE DATE OF THE AFORESAID CERTIFICATE OF CONVERSION IS THE THIRTY-FIRST DAY OF DECEMBER, A.D. 2013, AT 11:59 O'CLOCK P.M.

3587157 8100V

131473409



  
Jeffrey W. Bullock, Secretary of State  
AUTHENTICATION: 1021797

DATE: 12-30-13

**Certificate of Conversion  
of  
Crown Castle NG East Inc.  
to  
Crown Castle NG East LLC**

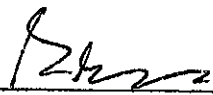
**Pursuant to Section 18-214 of the Limited Liability Company Act**

Crown Castle NG East Inc., a Delaware corporation ("Company"), does hereby certify that:

- 1. Name of Corporation to be Converted.** The name of the Company immediately prior to conversion is Crown Castle NG East Inc., and the name under which the Company was originally formed was NextG Networks of NY, Inc.
- 2. Original Date and Jurisdiction of Incorporation.** The original certificate of incorporation of the Company was filed on November 4, 2002 with the Secretary of State of the State of Delaware.
- 3. Name of Limited Liability Company.** The name of the limited liability company into which the Company will be converted is Crown Castle NG East LLC.
- 4. Approval of Conversion.** This conversion has been approved by the board of directors and sole stockholder of the Company.
- 5. Effective Time.** The conversion of the Company to a limited liability company shall be effective at 11:59 p.m. on December 31, 2013.

IN WITNESS WHEREOF, the undersigned has executed this Certificate of Conversion as of December 19, 2013.

**Crown Castle NG East Inc.**

By:   
E. Blake Hawk  
Executive Vice President

19 Dec 2013

# Delaware

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*The First State*

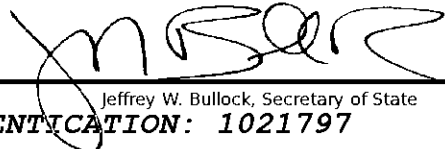
I, JEFFREY W. BULLOCK, SECRETARY OF STATE OF THE STATE OF DELAWARE DO HEREBY CERTIFY THAT THE ATTACHED IS A TRUE AND CORRECT COPY OF CERTIFICATE OF FORMATION OF "CROWN CASTLE NG EAST LLC" FILED IN THIS OFFICE ON THE TWENTY-FOURTH DAY OF DECEMBER, A.D. 2013, AT 1:43 O'CLOCK P.M.

AND I DO HEREBY FURTHER CERTIFY THAT THE EFFECTIVE DATE OF THE AFORESAID CERTIFICATE OF FORMATION IS THE THIRTY-FIRST DAY OF DECEMBER, A.D. 2013, AT 11:59 O'CLOCK P.M.

3587157 8100V

131473409



  
Jeffrey W. Bullock, Secretary of State  
AUTHENTICATION: 1021797


DATE: 12-30-13

**Certificate of Formation**  
**of**  
**Crown Castle NG East LLC**

This Certificate of Formation of Crown Castle NG East LLC ("LLC"), dated as of December 19, 2013, has been duly executed and is being filed by E. Blake Hawk, as an authorized person, to form a limited liability company under the Delaware Limited Liability Company Act (6 Del.C. §18-101, et seq.)

1. The name of the limited liability company is Crown Castle NG East LLC.
2. The address of the registered office of the LLC in the State of Delaware is c/o The Corporation Trust Company, Corporation Trust Center, 1209 Orange Street, in the City of Wilmington, County of New Castle.
3. The name and address of the registered agent for service of process of the LLC in the State of Delaware is The Corporation Trust Company, Corporation Trust Center, 1209 Orange Street, in the City of Wilmington, County of New Castle, Delaware.
4. This Certificate of Formation shall be effective at 11:59 p.m. on December 31, 2013.

IN WITNESS WHEREOF, the undersigned has executed this Certificate of Formation of Crown Castle NG East LLC as of the date first written above.

  
\_\_\_\_\_  
E. Blake Hawk, Authorized Person  
19 Dec 2013



January 23, 2014

FLORIDA DEPARTMENT OF STATE  
Division of Corporations

CROWN CASTLE NG EAST LLC  
1220 AUGUSTA DRIVE, SUITE 600  
HOUSTON, TX 77057

Qualification documents for CROWN CASTLE NG EAST LLC were filed on January 15, 2014, and assigned document number M1400000404. 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.

This document was electronically received and filed under FAX audit number H14000011692.

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. Contact the IRS at 1-800-829-4933 for an SS-4 form or go to [www.irs.gov](http://www.irs.gov).

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.

Neysa Culligan  
Regulatory Specialist II  
Registration/Qualification Section  
Division of Corporations

Letter Number: 714A00001517

**COVER LETTER**

**TO:** Registration Section  
Division of Corporations

**SUBJECT:** Crown Castle NG East LLC  
Name of Limited Liability Company

The enclosed "Application by Foreign Limited Liability Company for Authorization to Transact Business in Florida," Certificate of Existence, and check are submitted to register the above referenced foreign limited liability company to transact business in Florida..

Please return all correspondence concerning this matter to the following:

Lynn Howell  
Name of Person

Crown Castle NG East LLC  
Firm/Company

1220 Augusta Drive, Suite 600  
Address

Houston, Texas 77057  
City/State and Zip Code

lynn.howell@crowncastle.com  
E-mail address: (to be used for future annual report notification)

For further information concerning this matter, please call:

Lynn Howell at ( 713 ) 570-3000  
Name of Person Area Code Daytime Telephone Number

**MAILING ADDRESS:**  
Division of Corporations  
Registration Section  
P.O. Box 6327  
Tallahassee, FL 32314

**STREET ADDRESS:**  
Division of Corporations  
Registration Section  
Clifton Building  
2661 Executive Center Circle  
Tallahassee, FL 32301

Enclosed is a check for the following amount:

- \$125.00 Filing Fee     \$130.00 Filing Fee & Certificate of Status     \$155.00 Filing Fee & Certified Copy     \$160.00 Filing Fee, Certificate of Status & Certified Copy



**APPLICATION BY FOREIGN LIMITED LIABILITY COMPANY FOR AUTHORIZATION TO  
TRANSACT BUSINESS IN FLORIDA**

*IN COMPLIANCE WITH SECTION 605.0902, FLORIDA STATUTES, THE FOLLOWING IS SUBMITTED TO REGISTER A FOREIGN LIMITED LIABILITY COMPANY TO TRANSACT BUSINESS IN THE STATE OF FLORIDA:*

1. Crown Castle NG East LLC  
(Name of Foreign Limited Liability Company; must include "Limited Liability Company," "L.L.C.," or "LLC.")

(If name unavailable, enter alternate name adopted for the purpose of transacting business in Florida and attach a copy of the written consent of the managers or managing members adopting the alternate name. The alternate name must include "Limited Liability Company," "L.L.C.," "LLC.")

2. Delaware 3. 51-0437800  
(Jurisdiction under the law of which foreign limited liability company is organized) (FEI number, if applicable)

4. Upon qualification  
(Date first transacted business in Florida, if prior to registration.)  
(See sections 605.0904 & 605.0905, F.S. to determine penalty liability)

5. 1220 Augusta Drive, Suite 600  
Houston, Texas 77057  
(Street Address of Principal Office)

6. 1220 Augusta Drive, Suite 600  
Houston, Texas 77057  
(Mailing Address)

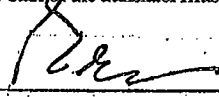
7. The name, title or capacity and address of the person(s) who has/have authority to manage is/are:

E. Blake Hawk, 1220 Augusta Drive, Suite 600, Houston, Texas 77057 manager

Jay A. Brown 1220 Augusta Drive, Suite 600, Houston, Texas 77057 manager

W. Benjamin Moreland 1220 Augusta Drive, Suite 600, Houston, Texas 77057 manager

8. Attached is an original certificate of existence, no more than 90 days old, duly authenticated by the official having custody of records in the jurisdiction under the law of which it is organized. (A photocopy is not acceptable. If the certificate is in a foreign language, a translation of the certificate under oath of the translator must be submitted.)

 6 JAN 2013

Signature of an authorized person

(In accordance with section 605.0203, F.S., the execution of this document constitutes an affirmation under the penalties of perjury that the facts stated herein are true. I am aware that any false information submitted in a document to the Department of State constitutes a third degree felony as provided for in s.817.155, F.S.)

E. Blake Hawk, Manager

Typed or printed name of signee

**CERTIFICATE OF DESIGNATION OF  
REGISTERED AGENT/REGISTERED OFFICE**

PURSUANT TO THE PROVISIONS OF SECTION 605.0113 or 605.0902 (1)(d), FLORIDA STATUTES, THE UNDERSIGNED LIMITED LIABILITY COMPANY SUBMITS THE FOLLOWING STATEMENT TO DESIGNATE A REGISTERED OFFICE AND REGISTERED AGENT IN THE STATE OF FLORIDA.

1. The name of the Limited Liability Company is:

Crown Castle NG East LLC

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If unavailable, the alternate to be used in the state of Florida is:

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2. The name and the Florida street address of the registered agent and office are:

C T Corporation System

---

(Name)

1200 South Pine Island Road

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Florida Street Address (P.O. Box NOT ACCEPTABLE)

Plantation

---

FL 33324

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City/State/Zip

*Having been named as registered agent and to accept service of process for the above stated limited liability company at the place designated in this certificate, I hereby accept the appointment as registered agent and agree to act in this capacity. I further agree to comply with the provisions of all statutes relating to the proper and complete performance of my duties, and I am familiar with and accept the obligations of my position as registered agent as provided for in Chapter 605, Florida Statutes.*

By:

C T Corporation System

(Signature)

**Jayna Nickell  
Asst. Secretary**

**\$ 100.00 Filing Fee for Application**  
**\$ 25.00 Designation of Registered Agent**  
**\$ 30.00 Certified Copy (optional)**  
**\$ 5.00 Certificate of Status (optional)**

# Delaware

PAGE 1

*The First State*

I, JEFFREY W. BULLOCK, SECRETARY OF STATE OF THE STATE OF DELAWARE, DO HEREBY CERTIFY "CROWN CASTLE NG EAST LLC" IS DULY FORMED UNDER THE LAWS OF THE STATE OF DELAWARE AND IS IN GOOD STANDING AND HAS A LEGAL EXISTENCE SO FAR AS THE RECORDS OF THIS OFFICE SHOW, AS OF THE THIRTEENTH DAY OF JANUARY, A.D. 2014.

AND I DO HEREBY FURTHER CERTIFY THAT THE ANNUAL TAXES HAVE BEEN PAID TO DATE.

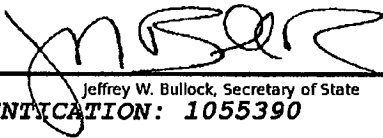
AND I DO HEREBY FURTHER CERTIFY THAT THE ANNUAL REPORTS HAVE BEEN FILED TO DATE.

3587157 8300

140042528

You may verify this certificate online  
at [corp.delaware.gov/authver.shtml](http://corp.delaware.gov/authver.shtml)



  
Jeffrey W. Bullock, Secretary of State  
AUTHENTICATION: 1055390

DATE: 01-13-14