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FILED 2/23/2018
DOCUMENT NO. 01810-2018
FPSC - COMMISSION CLERK

February 22, 2018

Via Federal Express

Ms. Carlotta Stauffer, Commission Clerk
Florida Public Service Commission
2540 Shumard Oak Boulevard
Tallahassee, FL 32399-0850

Nicholas Lawson

Associate
202.350.3706 DIRECT
202.857.6395 FAX
nicholas.lawson@arentfox.com

Reference Number
038809.00001

REDACTED

Re: Peak Tower, LLC – Application to Provide Telecommunications Company Service Within the State of Florida

Dear Ms. Stauffer:

Enclosed for filing please find the original and one (1) copy of the Application to Provide Telecommunications Company Service Within the State of Florida submitted on behalf of Peak Tower, LLC. A check in the amount of \$500.00 is enclosed to cover the filing fee.

Also enclosed, pursuant to the requirements of Rule 25-22.006(5)(a), are one (1) highlighted copy and two (2) redacted copies of the financial statements of Peak Tower, LLC. The enclosed material is confidential and should be treated accordingly pursuant to Chapter 364.183(1), Florida Statutes.

Please acknowledge receipt of this filing by date-stamping the extra copy of this cover letter and returning it to me in the self-addressed, stamped envelope provided for that purpose.

Any questions you may have regarding this filing should be directed to my attention at (202) 350-3706 or via email to nicholas.lawson@arentfox.com. Thank you for your assistance in this matter.

Sincerely,

Nicholas Lawson

cc: Mr. Richard A. Saffir

Enclosures

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COMMISSION CLERK

FLORIDA PUBLIC SERVICE COMMISSION

OFFICE OF TELECOMMUNICATIONS

APPLICATION FORM FOR AUTHORITY TO PROVIDE TELECOMMUNICATIONS COMPANY SERVICE WITHIN THE STATE OF FLORIDA

Instructions

- A. This form is used as an application for an original certificate and for approval of transfer of an existing certificate. In the case of a transfer, the information provided shall be for the transferee (See Page 8).
- B. Print or type all responses to each item requested in the application. If an item is not applicable, please explain.
- C. Use a separate sheet for each answer which will not fit the allotted space.
- D. Once completed, submit the original and one copy of this form along with a non-refundable application fee of **\$500.00** to:

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

- E. A filing fee of **\$500.00** is required for the transfer of an existing certificate to another company.
- F. If you have questions about completing the form, contact:

**Florida Public Service Commission
Office of Telecommunications
2540 Shumard Oak Blvd.
Tallahassee, Florida 32399-0850
(850) 413-6600**

1. 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 of authority rather than apply for a new certificate.

2. Name of company:

3. Name under which applicant will do business (fictitious name, etc.):

4. Official mailing address:

Street/Post Office Box: 591 Lytton Ave.
City: Palo Alto
State: California
Zip: 94301

5. Florida address:

Street/Post Office Box: 9501 International Court North
City: St. Petersburg
State: Florida
Zip: 33716

6. Structure of organization:

- | | |
|--|--|
| <input type="checkbox"/> Individual | <input type="checkbox"/> Corporation |
| <input type="checkbox"/> Foreign Corporation | <input type="checkbox"/> Foreign Partnership |
| <input type="checkbox"/> General Partnership | <input type="checkbox"/> Limited Partnership |
| <input checked="" type="checkbox"/> Other, please specify:
Limited Liability Company (DE) | |

If individual, provide:

Name: _____
Title: _____
Street/Post Office Box: _____
City: _____
State: _____
Zip: _____
Telephone No.: _____
Fax No.: _____
E-Mail Address: _____
Website Address: _____

7. **If incorporated in Florida**, provide proof of authority to operate in Florida. The Florida Secretary of State corporate registration number is:
8. **If foreign corporation**, provide proof of authority to operate in Florida. The Florida Secretary of State corporate registration number is: M10000001574
9. **If using fictitious name (d/b/a)**, provide proof of compliance with fictitious name statute (Chapter 865.09, FS) to operate in Florida. The Florida Secretary of State fictitious name registration number is:
10. **If a limited liability partnership**, please proof of registration to operate in Florida. The Florida Secretary of State registration number is:
11. **If a partnership**, provide name, title and address of all partners and a copy of the partnership agreement.

Name: _____
Title: _____
Street/Post Office Box: _____
City: _____
State: _____
Zip: _____
Telephone No.: _____
Fax No.: _____
E-Mail Address: _____
Website Address: _____

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

13. Provide **F.E.I. Number**: 6 1 - 1 6 1 3 4 1 0

14. Who will serve as liaison to the Commission in regard to the following?

(a) The application:

Name: Nicholas Lawson
Title: Associate, Arent Fox LLP
Street Name & Number: 1717 K St. N.W.
Post Office Box: _____
City: Washington
State: District of Columbia
Zip: 20006
Telephone No.: (202) 350-3706
Fax No.: (202) 857-6395
E-Mail Address: nicholas.lawson@arentfox.com
Website Address: www.arentfox.com

(b) Official point of contact for the ongoing operations of the company:

Name: Allan Bakalar
Title: Vice President and General Manager
Street Name & Number: 9501 International Court North
Post Office Box: _____
City: St. Petersburg
State: Florida
Zip: 33716
Telephone No.: (727) 471-5681
Fax No.: (727) 471-5688
E-Mail Address: _____
Website Address: www.peak-tower.com

(c) Where will you officially designate as your place of publicly publishing your schedule (a/k/a tariffs or price lists)?

- Florida Public Service Commission
- Website – *Website address*: www.peak-tower.com
- Other – *Please provide address*:

15. List the states in which the applicant:

(a) has operated as a telecommunications company.

The applicant has not provided telecommunications service to the public. The applicant does own wireless towers in Florida and North Carolina.

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

None

(c) is certificated to operate as a telecommunications company.

Applicant is certificated to provide intrastate interexchange telephone service in North Carolina.

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

None

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

None

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

None

16. Have any of the officers, directors, or any of the ten largest stockholders previously 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). Yes No

If yes, provide explanation and list the certificate holder and certificate number.

(c) an officer, director, partner or stockholder in any other Florida certificated or registered telephone company. Yes No

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

17. Submit the following:

(a) **Managerial capability:** 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. See Exhibit A.

(b) **Technical capability:** 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. See Exhibit A.

(c) **Financial Capability:** applicant's audited financial statements for the most recent three (3) years. If the applicant does not have audited financial statements, it shall so be stated. Unaudited financial statements should be signed by the applicant's chief executive officer and chief financial officer affirming that the financial statements are true and correct and should include: See Exhibit B.

1. the balance sheet,
2. income statement, and
3. statement of retained earnings.

Note: *It is the applicant's burden to demonstrate that it possesses adequate managerial capability, technical capability, and financial capability. Additional supporting information can be supplied at the discretion of the applicant.*

THIS PAGE MUST BE COMPLETED AND SIGNED

REGULATORY ASSESSMENT FEE: I understand that all telephone companies must pay a regulatory assessment fee. Regardless of the gross operating revenue of a company, a minimum annual assessment fee, as defined by the Commission, is required.

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

APPLICANT ACKNOWLEDGEMENT: By my signature below, I, the undersigned officer, attest to the accuracy of the information contained in this application and attached documents and that the applicant has the technical expertise, managerial ability, and financial capability 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 attest that 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 and orders.

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 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: Richard A. Saffir
Title: Secretary and VP-Legal/HR
Telephone No.: 650-470-7526
E-Mail Address: rsaffir@ptaccess.net

Signature:  Date: 2/15/18

Exhibit A

Managerial & Technical Capacity

Mike Hakimi – Sales & Finance

Mike is primarily responsible for sales and finance on behalf of Peak Tower, LLC and currently serves on its board of managers. Prior to his involvement with Peak Tower, Mike has served in senior executive roles at several successful telecommunications companies. Most recently, he has focused on wireless infrastructure businesses in the Southeastern U.S. including Progress Telecom (metro fiber), PT Holding Company (wireless attachments) and Tower Cloud (fiber backhaul). On behalf of these companies, Mike has also managed strategic transactions including M&A, private equity investments and strategic asset sales.

Joseph Stockwell – Operations

Joe is responsible for overseeing the operation of Peak Tower, LLC's infrastructure and the provision of the related services to Peak Tower's customers. Before his involvement with Peak Tower, Joe served as CEO of the reorganized Exodus Communications after the closing of the sale of the majority of Exodus' assets to Cable & Wireless. Joe lead the execution of that transaction and as CEO managed more than \$500M in assets, guiding his team in identifying strategic buyers for various parts of the company's hosting operations in the U.S. and abroad. Prior to his appointment as CEO, Joe served as Exodus' Senior Vice President for Corporate Development. At Exodus, Joe completed 9 acquisitions with a total value exceeding \$7B. Before joining Exodus, Joe was vice president of business development at Secure Computing and senior director of corporate development at Apple Computer Inc. In addition, Joe has served as a Board member and President of EPIK Communications (lit fiber services), as Board member and Vice Chairman of Progress Telecom (lit fiber services, sold to Level 3 in 2006), and is a co-founder of Tower Cloud, a broadband tower backhaul services provider. Joe received a B.S degree in Marketing from Cleveland State University and a J.D. from Boston College.

Richard A. Saffir – Legal

Prior to Rich's involvement with Peak Tower, LLC, Rich served as lead in-house counsel with respect to the sale of Progress Telecom's fiber optic transport network to Level 3 Communications, and as the founding General Counsel of Tower Cloud (a start up focusing on fiber based backhaul services). Less recently, Rich served as lead counsel in connection with the acquisition of EPIK Communications, Inc. and helped successfully restructure EPIK, and lead it through its merger with Progress Telecommunications. In addition, Rich has served as Special Counsel to Handspring, working on the launch of the Treo PDA, and before that, as the Associate General Counsel of Imagine Media, Inc., a publisher of business and technology related magazines such as Mac Addict and Business 2.0. Before Imagine Media, Rich was a General Partner at Bronson, Bronson & McKinnon, LLP (a San Francisco based full service law firm with over 150 attorneys), where he served as the head of Bronson's Business/Tax Department, and as the California representative to the U.S. Law Firm Group's State and Local Tax Committee. While in private practice, Rich worked primarily for closely held start ups, emerging growth companies, and their owners/founders. His practice areas include mergers and acquisitions, corporate and securities laws matters, as well as intellectual property matters, with a particular emphasis on tax planning, compliance and controversy matters. Prior to law school, Rich received Bachelor's degrees in International Relations and Technical Theatre/Stage Lighting and Design from Harpur College/SUNY Binghamton, a Juris Doctor degree from Albany Law School, and a Master of Laws degree (LLM in taxation) from New York University.

Exhibit B

Financial Capacity

**Peak Tower, LLC
Balance Sheet**

REDACTED

As of December 31, 2017, 2016, and 2015

	<u>12/31/2017</u>	<u>12/31/2016</u>	<u>12/31/2015</u>
ASSETS			
Current Assets			
Total Checking/Savings			
Total Accounts Receivable			
Total Other Current Assets			
Total Current Assets	<hr/>	<hr/>	<hr/>
Fixed Assets			
Property, Plant & Equipment			
Total Monopoles			
Total Accumulated Depreciation			
Total Fixed Assets	<hr/>	<hr/>	<hr/>
TOTAL ASSETS	<hr/> <hr/>	<hr/> <hr/>	<hr/> <hr/>
LIABILITIES & EQUITY			
Liabilities			
Current Liabilities			
Total Accounts Payable			
Total Other Current Liabilities			
Total Current Liabilities	<hr/>	<hr/>	<hr/>
Total Long Term Liabilities	<hr/>	<hr/>	<hr/>
Total Liabilities	<hr/>	<hr/>	<hr/>
Equity			
Total Capital			
Retained Earnings			
Net Income			
Total Equity	<hr/>	<hr/>	<hr/>
TOTAL LIABILITIES & EQUITY	<hr/> <hr/>	<hr/> <hr/>	<hr/> <hr/>

REDACTED

Peak Tower, LLC
Income Statement
For the Periods ending December 31, 2017, 2016, and 2015

	<u>12/31/2017</u>	<u>12/31/2016</u>	<u>12/31/2015</u>
Ordinary Income/Expense			
Revenue			
Recurring Revenue			
Amortization of Deferred Revenue - Monopole			
Total Revenue	<u> </u>	<u> </u>	<u> </u>
Cost of Goods Sold			
Construction COS			
Land Rental			
Property Taxes			
Small Cell Pre-Construction			
Total COGS	<u> </u>	<u> </u>	<u> </u>
Gross Profit	<u> </u>	<u> </u>	<u> </u>
Total SG&A	<u> </u>	<u> </u>	<u> </u>
Net Ordinary Income	<u> </u>	<u> </u>	<u> </u>
Other Income			
Other Expenses			
Depreciation Expense			
Net Other Income (Expense)	<u> </u>	<u> </u>	<u> </u>
Net Income	<u> </u>	<u> </u>	<u> </u>

Peak Tower, LLC
Statement of Retained Earnings
as of December 31, 2017, 2016, and 2015

REDACTED

	<u>12/31/2017</u>	<u>12/31/2016</u>	<u>12/31/2015</u>
Retained Earnings, Beginning Balance			
+ Net Income			
- Dividends			
Retained Earnings, Ending Balance	<u> </u>	<u> </u>	<u> </u>

FINANCIAL STATEMENTS ATTESTATION

I, Michael Hakimi, resident of Deerfield, County of Lake, State of Illinois, do hereby certify, swear or affirm under the penalty of perjury that I am competent to give the following statement based on my personal knowledge, and that the following statement is true and correct to the best of my knowledge

- 1. I am an officer of Peak Tower, LLC.
- 2. As to Peak Tower, LLC's financial statements, I operate as the vice president of finance and treasurer.
- 3. Specifically, I directly oversee the preparation of Peak Tower, LLC's financial statements and review such statements to ensure their accuracy.
- 4. I am personally familiar with and certify to the accuracy of the financial statements provided to the Florida Public Service Commission in accordance with the application requirements for Peak Tower, LLC to receive authority to provide telecommunications company service within the State of Florida.


Michael Hakimi

2/12/18
Date

ACKNOWLEDGEMENT

State of Illinois)
County of Lake)

On 02/12, 2018, before me, Michael Hakimi personally appeared Michael Hakimi, who proved to me on the basis of satisfactory evidence to be the person whose name is subscribed to the within instrument and acknowledged to me that he executed the same in his authorized capacity, and that by his signatures on the instrument he, or the entity upon behalf of which he acted, executed the instrument.

I certify under PENALTY OF PERJURY under the laws of the State of Illinois that the foregoing paragraph is true and correct.

WITNESS my hand and official seal.


(Notary Public Signature)



(Notary Public Seal)