

STATE OF MICHIGAN

BEFORE THE MICHIGAN PUBLIC SERVICE COMMISSION

In the Matter of the Application of)	
)	
UP Fiber, Inc.)	Case No. U-21913
)	
For a Temporary and Permanent License to)	
Provide Basic Local Exchange Services in)	
the State of Michigan in Certain Areas)	
Served by AT&T Michigan)	

**APPLICATION OF UP FIBER, INC.
TO PROVIDE BASIC LOCAL EXCHANGE SERVICES**

UP Fiber, Inc. (“Applicant” or “UP Fiber”), by its undersigned counsel and pursuant to §§ 203, 301, and 302 of the Michigan Telecommunications Act (“MTA”), as amended, Mich. Comp. Laws 484.2203, 484.2301, and 484.2302, hereby applies to the Michigan Public Service Commission (“Commission”) for a temporary and, ultimately, a permanent license to provide basic local exchange service. Applicant seeks authority to provide service in certain specific geographic areas currently served by AT&T Michigan¹ as shown on **Exhibit A**. Sections 301 and 302 of the MTA provide the Commission with the authority to approve an application for a license to provide basic local exchange services. UP Fiber respectfully requests the issuance of a temporary license while this Application is pending to allow UP Fiber to enter the Michigan marketplace as soon as possible. This Application is supported by the Direct Testimony of Daniel M. Miller, filed simultaneously with this Application.

I. DESCRIPTION OF THE APPLICANT

UP Fiber is a privately held Delaware corporation. UP Fiber was incorporated on August 29, 2024, and is owned and controlled by United States citizens Daniel M. Miller and Mario J.

¹ Michigan Bell Telephone Company operates under the name “AT&T Michigan” pursuant to an assumed name filing with the State of Michigan.

Gabelli, who have extensive experience managing ILECs and other providers of high-speed internet, voice, video, mobile, home automation and managed hosting.

Applicant's principal place of business is located at:

One Corporate Center,
Rye, New York 10580
Attention: Daniel M. Miller
Email: DMiller@gabelli.com

Correspondence concerning this Application should be directed to Applicant's attorneys:

Steven A. Luxton (P78454)
Morgan, Lewis & Bockius LLP
1111 Pennsylvania Ave., N.W.
Washington, DC 20004
202-739-3000 (Tel.)
202-739-3001 (Fax)
steven.luxton@morganlewis.com

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danielle.burt@morganlewis.com
patricia.cave@morganlewis.com

The primary regulatory contact for UP Fiber is:

Daniel M. Miller
One Corporate Center,
Rye, New York 10580
Tel: (914) 921-5193
Email: DMiller@gabelli.com

II. APPLICANT QUALIFICATIONS

Section 302(1) of the MTA provides that the Commission shall approve a license application if, after notice and hearing, it finds: "(a) [t]he applicant possesses sufficient technical,

financial, and managerial resources and abilities to provide basic local exchange service within the geographic area of the license and that the applicant intends to provide service within 1 year from the date the license is granted” and “(b) [t]he granting of a license to the applicant would not be contrary to the public interest.”

1. The Geographic Area of the Proposed License

Applicant seeks a license to provide basic local exchanges services identified in **Exhibit A** currently served by AT&T Michigan.

2. UP Fiber’s Technical, Financial and Managerial Resources and Abilities to Provide Basic Local Exchange Services Within the Geographic Area of the License

UP Fiber possesses the necessary technical, managerial, and financial resources and abilities to provide the proposed service. UP Fiber intends to provide service in Michigan within one year from the license grant date. UP Fiber’s management reflects substantial managerial and technical expertise operating a variety of communications services across multiple jurisdictions, as detailed in the management biographies provided as **Exhibit B**. UP Fiber expects to have approximately 36 employees when it starts operating. Management may be reached at Applicant’s principal place of business.

UP Fiber also possesses the requisite financial resources to provide telecommunications services in Michigan. In support of UP Fiber’s financial capabilities, Applicant provides under seal as **CONFIDENTIAL Exhibit C** a certified statement of capitalization signed by UP Fibers’ Chief Executive Officer. UP Fiber commits to draw on its resources and abilities to provide high quality telecommunications services.

III. PUBLIC INTEREST CONSIDERATIONS

Granting UP Fiber a license to provide basic local exchange services will allow it to provide service to residential and other customers and to deploy new technologies to enhance and expand

services available in the Upper Peninsula of Michigan. UP Fiber sees this as an exciting opportunity to accelerate the development of broadband communications for the people who live and work in the Upper Peninsula. UP Fiber has an ambitious plan to invest in a network across the Upper Peninsula, build state-of-the-art fiber optic cable networks, and upgrade customers to higher speed services that better meet their connectivity needs. Moreover, UP Fiber's owners have substantial experience investing in communications infrastructure assets. Customers will benefit from the financial and operational expertise of UP Fiber's owners as well as the provision of advanced, high-quality telecommunications services. As noted, UP Fiber will seek to build on and improve services to customers in the Upper Peninsula, support investment in new infrastructure to serve new customers, and offer high-quality services to customers. Applicant thus respectfully submits that the public interest, convenience, and necessity would be furthered by a grant of this Application for a temporary and ultimately permanent license to provide basic local exchange services as described herein.

IV. APPLICANT MEETS THE REQUIREMENTS FOR A TEMPORARY LICENSE

Applicant requests the granting of a temporary license to provide basic local exchange service throughout the State of Michigan pursuant to Section 301(2) of the MTA. Mich. Comp. Laws 484.2301(2). Section 301(2) states, "pending the determination of an application for a license, the commission without notice and hearing may issue a temporary license for a period not to exceed one year." As discussed above, UP Fiber requests a temporary license because a temporary license will allow UP Fiber to enter the Michigan marketplace and begin its plan of expanding access to state-of-the art services in the Upper Peninsula as soon as possible. Applicant will provide basic local exchange service under the temporary license in accordance with the regulatory requirements specified in the MTA. Prior to commencing basic local exchange service

under the temporary license, Applicant will submit a tariff reflecting the services that it will offer and identifying the specific zone and exchanges in which it will offer service.


V. NOTICE OF HEARING

Section 302 of the MTA requires a hearing in connection with the issuance of a new license. Applicant will therefore consult with the Commission's Executive Secretary to identify interested persons and to determine the proper format and procedure for giving notice.

VI. CONCLUSION

For the reasons stated above, Applicant respectfully submits that the public interest, convenience, and necessity would be furthered by a grant of this Application for a temporary and ultimately permanent license to provide basic local exchange services as described herein. Accordingly, Applicant requests that the Commission grant this Application on an expedited basis and issue a basic local exchange service license for the provision of the requested services as soon as possible.

Respectfully submitted,

By: 
Steven A. Luxton (P78454)
Morgan, Lewis & Bockius LLP
1111 Pennsylvania Ave., N.W.
Washington, DC 20004
202-739-3000 (Tel.)
202-739-3001 (Fax)
steven.luxton@morganlewis.com

Counsel for UP Fiber, Inc.

Dated: April 24, 2025

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**Direct Testimony and Verification of Daniel M. Miller
on Behalf of UP Fiber, Inc.**

1 **Q. Please state your name, title, and business address.**

2 A. My name is Daniel M. Miller, and I am the Chief Executive Officer of UP Fiber, Inc. (“UP
3 Fiber” or “Applicant”). My business address is One Corporate Center, Rye, New York
4 10580.

5 **Q. Please give a brief description of your background and professional experience.**

6 A. I am the Chief Executive Officer of UP Fiber. I also serve as the Chairman and CEO of
7 MachTen, Inc., a rural broadband and telecommunications firm and owner of
8 telecommunications service providers Upper Peninsula Telephone Company dba Michigan
9 Broadband Services (“Michigan Broadband Services”), Michigan Central Broadband
10 Company, LLC (“Michigan Central Broadband”), and Alpha Enterprises Limited, Inc.
11 (“Alpha Enterprises”). Michigan Broadband Services has been providing service to the
12 public in Michigan since 1927 (initially as Wallace Telephone Company), and in its August
13 14, 1992, Order in Case No. U-10054, the Michigan Public Service Commission
14 (“Commission”) granted Michigan Broadband Services a license to provide basic local
15 exchange service. The Commission granted Michigan Central Broadband a license to
16 provide basic local exchange services in a May 12, 2009, Order in Case No. U-15786.

1 Finally, Alpha Enterprises Limited, Inc. is registered with the Commission as a broadband
2 provider and toll reseller pursuant to Commission Order U-11900 and Sec. 211a of the
3 Michigan Telecommunications Act.

4 **Q. What is the purpose of your testimony in this proceeding?**

5 A. The purpose of my testimony is to provide support for UP Fiber's application to provide
6 basic local exchange service in certain exchanges currently served by AT&T Michigan as
7 depicted in Exhibit A to UP Fiber's Application. My testimony specifically addresses UP
8 Fiber's managerial, technical, and financial resources and ability to provide the
9 telecommunications services for which authority is requested, and its compliance with the
10 rules and policies of the Commission. Additionally, UP Fiber respectfully requests that the
11 Commission grant it a temporary license to provide basic local exchange services as soon
12 as possible, so that it may provide services in Michigan as soon as possible.

13 **Q. Please describe the authority that UP Fiber seeks from the Commission.**

14 A. UP Fiber seeks a temporary and permanent license to provide basic local exchange services
15 in Michigan as soon as possible. UP Fiber intends to be prepared within one year or sooner
16 to offer and provide basic local exchange services.

17 **Q. Please describe the geographic area UP Fiber plans to serve.**

18 A. UP Fiber seeks authority to provide service in the wire centers identified in Exhibit A to
19 the Application. UP Fiber will serve those exchanges as mapped and described by AT&T
20 Michigan and the local calling area for UP Fiber will be the same as the as AT&T
21 Michigan's existing exchange boundaries. Further, UP Fiber intends to mirror the map and
22 legal description sections of the tariffs filed by AT&T Michigan for the exchanges UP
23 Fiber proposes to serve.

1 **Q. Is UP Fiber authorized to do business in Michigan?**

2 A. Yes. Please see the application for Certificate of Authority to Transact Business in
3 Michigan attached as **Exhibit D** to UP Fiber's application to provide basic local exchange
4 service.

5 **Q. Has UP Fiber been authorized to provide telecommunications service in any other**
6 **jurisdictions?**

7 A. No, UP Fiber is a newly formed entity that has not been authorized to provide
8 telecommunications service in any other states. However, I am the CEO and Chairman and
9 CEO of MachTen, Inc., a rural broadband and telecommunications firm and owner of
10 telecommunications service providers Michigan Broadband Services, Michigan Central
11 Broadband, and Alpha Enterprises Limited, Inc., as stated above.

12 **Q. Please describe UP Fiber's technical and managerial qualifications.**

13 A. UP Fiber's management has substantial managerial and technical expertise operating
14 communications services in Michigan, as detailed in the management biographies provided
15 as **Exhibit B**. As demonstrated by these biographies, UP Fiber is managed by a highly
16 skilled team with substantial expertise and experience in communications and business
17 management. UP Fiber expects to have approximately 36 employees when it starts
18 operating.

19 **Q. Please describe UP Fiber's financial qualifications.**

20 A. UP Fiber possesses the requisite financial resources to provide telecommunications
21 services in Michigan, as demonstrated by the certified statement of capitalization provided
22 under seal as **CONFIDENTIAL Exhibit C**. UP Fiber commits to draw on its resources
23 and abilities to provide high quality telecommunications services.

1 **Q. Does UP Fiber intend to provide service within one year of the date the license is**
2 **granted?**

3 A. Yes, it does. UP Fiber would like to provide service as soon as possible within one year of
4 the date the license is granted.

5 **Q. If the Commission grants the requested license, will UP Fiber abide by the rules,**
6 **regulations, policies, and orders of the Commission, and the laws of Michigan, in its**
7 **provision of services?**

8 A. Yes, UP Fiber commits to abide by all the above and will implement procedures necessary
9 to prevent any prohibited practices.

10 **Q. Please describe the public interest benefits associated with UP Fiber's offering of**
11 **telecommunications services in Michigan.**

12 A. As stated in the Application, UP Fiber sees an exciting opportunity to accelerate the
13 development of broadband communications for the people who live and work in the Upper
14 Peninsula. UP Fiber has an ambitious plan to invest in a network across the Upper
15 Peninsula, build state-of-the-art fiber-optics, and upgrade customers to higher speed
16 services that better meet their connectivity needs. Michigan customers will benefit from
17 the financial and operational expertise of UP Fiber's owners, as well as the provision of
18 advanced, high-quality telecommunications services. Thus, Commission approval of the
19 Application will reaffirm the principle of competition in the telecommunications market
20 within the state and will benefit Michigan residents by providing access to additional
21 advanced communications systems.

22 **Q. Is UP Fiber prepared to file a tariff prior to providing service?**

23 A. Yes. UP Fiber will submit a tariff prior to providing basic local exchange services.

1 **Q. Do you ratify and confirm the statements made in UP Fiber's application?**

2 A. Yes.

3 **Q. Does this conclude your testimony?**

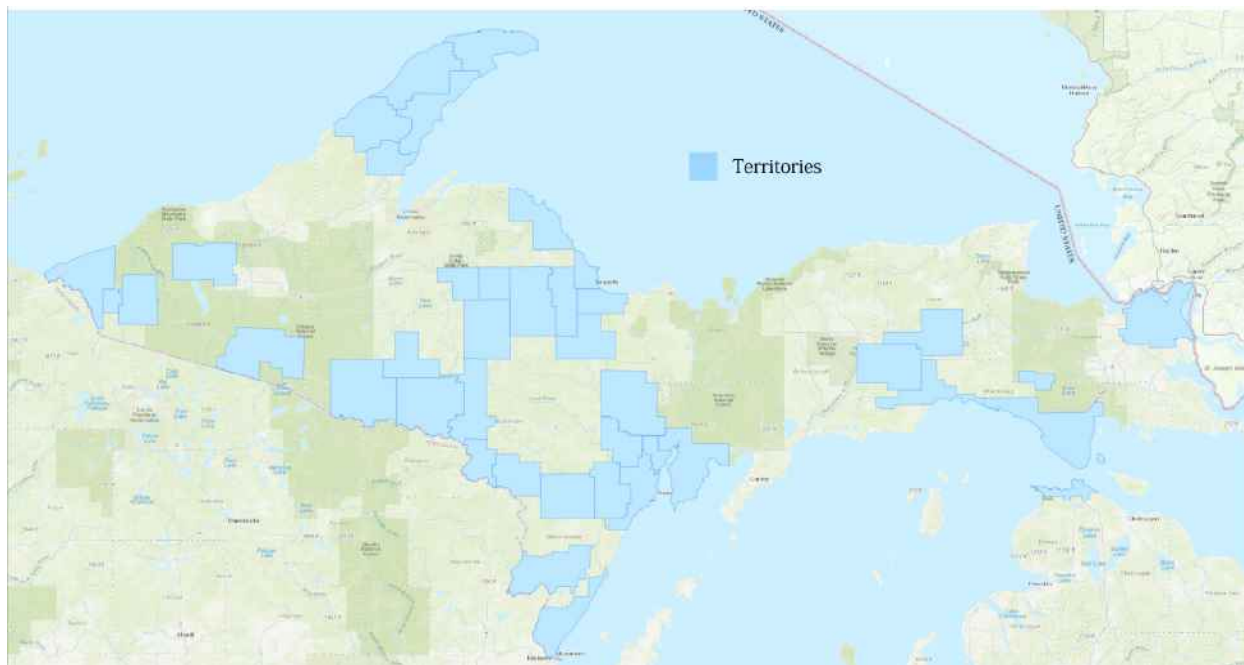
4 A. Yes.

EXHIBIT LIST

Exhibit A	Description of Geographic Area to be Served
Exhibit B	Management Biographies
Exhibit C	Financial Statements [CONFIDENTIAL – FILED UNDER SEAL]
Exhibit D	Application for Certificate of Authority to Transact Business in Michigan

EXHIBIT A

Description of Geographic Area to be Served



As reflected on the above map, the geographic area UP Fiber, Inc. intends to serve includes the following exchanges: Amasa, Bark River, Bergland, Bessemer, Calument, Champion, Channing, Cornell, Crystal Falls, Curtis, Engadine, Escanaba, Gladstone, Gwinn, Houghton, Iron Mountain, Iron River, Ironwood, Ishpeming, Keweenaw, Lake Linden, Mackinac Island, Mackinaw City, Marquette, Menominee, Michigamme, Negaunee, Newberry, Norway, Powers, Rapid River, Republic, Rock, Saint Ignace, Sault Sainte Marie, Stephenson, Wakefield, and Watersmeet. These exchanges are currently served by Michigan Bell Telephone Company dba AT&T Michigan.

EXHIBIT B

Management Biographies

DANIEL MILLER, *Founder & CEO*

Daniel M. Miller serves as Chairman & Chief Executive Officer of UP Fiber, Inc. and MachTen, Inc. (OTC: MACT), the publicly traded holding company. MachTen was spun-off from LICT Corporation in 2023, and is the parent company of Michigan Broadband Services, Upper Peninsula Telephone Company, Michigan Central Broadband, and Alpha Enterprises. In addition, Mr. Miller is an Executive Vice President of Gabelli Funds, LLC, a registered investment advisor (since 2016), responsible for the distribution of the firm's products to financial intermediaries. He is also lead portfolio manager of the Gabelli Focused Growth & Income Fund (since 2012) and the Gabelli Pet Parents Fund (since June 2018), is on the Gabelli Equity Trust and Gabelli Dividend & Income investment teams, and is a Managing Director of GAMCO Asset Management, an institutional and private wealth advisory business (since 2012). Mr. Miller joined an affiliate of Gabelli Funds in June 2002, after graduating Magna Cum Laude from the University of Miami. Previously, Mr. Miller joined the Board of ICTC Group Inc. in 2015, a publicly traded rural broadband and telecommunications provider. He became Chairman & CEO of ICTC Group in January 2016, and led the company until it was acquired in 2018. Mr. Miller has served as Board Chair of Hilarity for Charity ("HFC"), a national 501(c)(3) involved in Alzheimer's care, support and education, since its founding in 2018.

EXHIBIT C

Financial Statements

[CONFIDENTIAL - SUBMITTED UNDER SEAL]

EXHIBIT D

Application for Certificate of Authority to Transact Business in Michigan



MICHIGAN DEPARTMENT OF LICENSING AND REGULATORY AFFAIRS
CORPORATIONS, SECURITIES & COMMERCIAL LICENSING BUREAU

Date Received

AC1

(FOR BUREAU USE ONLY)

This document is effective on the date filed, unless a subsequent effective date within 90 days after received date is stated in the document.

Name

UP Fiber, Inc., Attn: Daniel M. Miller

Address

One Corporate Center

City

Rye

State

NY

ZIP Code

10580

EFFECTIVE DATE:

Document will be returned to the name and address you enter above.
If left blank, document will be returned to the registered office.

APPLICATION FOR CERTIFICATE OF AUTHORITY
TO TRANSACT BUSINESS OR CONDUCT AFFAIRS IN MICHIGAN
For use by Foreign Corporations

(Please read information and instructions on the last page)

Pursuant to the provisions of Act 284, Public Acts of 1972 (profit corporations), or Act 162, Public Acts of 1982 (nonprofit corporations), the undersigned execute the following Application:

1. The name of the corporation is:

UP Fiber, Inc.

2. (Complete this item only if the corporate name in item 1 is not available for use in Michigan.)

The assumed name of the corporation to be used in all its dealings with the Bureau and in the transaction of its business or conducting of its affairs in Michigan is:

3. It is incorporated under the laws of Delaware.

The date of its incorporation is August 29, 2024, and the term of existence

if other than perpetual is _____.

4. a. The address of the main business or headquarters office of the corporation is:

One Corporate Center Rye NY 10580
(Street Address) (City) (State) (ZIP Code)

b. The mailing address if different than above:

(Street Address) (City) (State) (ZIP Code)

PUBLIC VERSION - CONFIDENTIAL INFORMATION EXTRACTED

5. The street address of its registered office in Michigan is:

397 US 41 N Carney, Michigan 49812
(Street Address) (City) (ZIP Code)

The mailing address of the registered office in Michigan, if different than above:

_____, Michigan _____
(Street Address or P.O. Box) (City) (ZIP Code)

The name of the resident agent at the registered office is: Lori Van

The resident agent is an agent of the corporation upon whom process against the corporation may be served.

6. The specific business or affairs which the corporation is to transact or conduct in Michigan is as follows:
Telecommunications Services

The corporation is authorized to transact such business or conduct those affairs in the jurisdiction of its incorporation.

7. (To be completed by profit corporations only)

The total authorized shares of the corporation are: 5,000

8. If the applicant is a trust, please specify any powers or privileges possessed by the trust that are not possessed by an individual or a partnership.

Signed this 21st day of April, 2025

By  _____
(Signature of Authorized Officer or Agent)

Daniel M. Miller
(Type or Print Name)

Delaware

The First State

I, CHARUNI PATIBANDA-SANCHEZ, SECRETARY OF STATE OF THE STATE OF DELAWARE, DO HEREBY CERTIFY "UP FIBER, INC." IS DULY INCORPORATED UNDER THE LAWS OF THE STATE OF DELAWARE AND IS IN GOOD STANDING AND HAS A LEGAL CORPORATE EXISTENCE SO FAR AS THE RECORDS OF THIS OFFICE SHOW, AS OF THE TWENTY-SECOND DAY OF APRIL, A.D. 2025.

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

AND I DO HEREBY FURTHER CERTIFY THAT THE SAID "UP FIBER, INC." WAS INCORPORATED ON THE TWENTY-NINTH DAY OF AUGUST, A.D. 2024.

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



4893762 8300

SR# 20251695854

You may verify this certificate online at corp.delaware.gov/authver.shtml

A handwritten signature in black ink that reads "C. P. Sanchez".

Charuni Patibanda-Sanchez, Secretary of State

Authentication: 203497864

Date: 04-22-25

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VERIFICATION


State of New York §
 §
 County of Westchester §

I, Daniel Miller, state that I am Chief Executive Officer for UP Fiber, Inc. (the “Company”); that I am authorized to make this Verification on behalf of the Company; that the foregoing 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.

I declare under penalty of perjury under the laws of the State of Michigan that the foregoing is true and correct.


 Daniel Miller
 Chief Executive Officer
 UP Fiber, Inc.

Sworn and subscribed before me this 21 day of April, 2025.


 Notary Public

My commission expires 4/22/2026

Peter D. Goldstein
 Notary Public, State of New York
 Registration No. 02GO4771798
 Qualified in Westchester County
 My Commission Expires April 22, 2026