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January 6, 2020

VIA ELECTRONIC FILING

Ms. Kavita Kale, Executive Secretary
Michigan Public Service Commission
7109 W. Saginaw Hwy.
Lansing, MI 48917

Re: *In the Matter of the Application of High Speed Connect Michigan LLC For a License to Provide Basic Local Exchange Service Throughout the State of Michigan*
Case No. U-20662

Dear Ms. Kale:

Enclosed for filing in the above-referenced matter, please find the Amended Application of High Speed Connect Michigan LLC, as set forth above.

If there are any questions, please do not hesitate to contact the undersigned. Thank you for your assistance.

Sincerely,

/s/ Phillip R. Marchesiello
Phillip R. Marchesiello
WILKINSON BARKER KNAUER, LLP
1800 M Street, NW, Suite 800N
Washington, DC 20036
(202) 783-4141

Counsel for High Speed Connect Michigan LLC

Enclosures

**STATE OF MICHIGAN
BEFORE THE
MICHIGAN PUBLIC SERVICE COMMISSION**

_____)	
In the Matter of the Application of)	
)	
High Speed Connect Michigan LLC)	
)	
For a License to Provide)	
Basic Local Exchange Service)	Case No. U-20662
)	
_____)	

AMENDED APPLICATION OF HIGH SPEED CONNECT MICHIGAN, LLC

High Speed Connect Michigan LLC (“High Speed” or “Applicant”), by its undersigned counsel and pursuant to the Michigan Telecommunications Act (“MTA”), 1991 PA 179, as amended, M.C.L. 484.2101 et seq., MSA 22.1469 (101) et seq., hereby applies to the Michigan Public Service Commission (“Commission”) for a temporary and permanent license to provide basic local exchange service throughout the State of Michigan.

In support thereof, High Speed provides the following information:

I. NAME AND ADDRESS OF APPLICANT

Applicant’s mailing address is:

High Speed Connect Michigan LLC
P.O. Box 309
Goshen, IN 46527
Tel: (888) 274-6381
Fax: (219) 326-5535
support@surfairwireless.us
www.surfairwireless.com

Applicant’s physical address is:

High Speed Connect Michigan LLC
1705 State Street
La Porte, IN 46350

All correspondence and communications with respect to this Application should be addressed or directed as follows:

Phillip R. Marchesiello
Wilkinson Barker Knauer, LLP
1800 M Street, NW, Suite 800N
Washington, DC 20036
Tel: (202) 783-4141
Fax: (202) 783-5851
pmarchesiello@wbklaw.com

Questions concerning the ongoing operations of High Speed following license should be directed to:

Chelsea DeVries
Marketing Analyst
680 S. Broadway Street
Coal City, IL 60416
Tel: (815) 205-0342
Fax: (219) 326-5535
cdevries@surfairwireless.us

A description of the current corporate structure and ownership of High Speed is provided in Exhibit A.

II. APPLICANT FULLY MEETS THE REQUIREMENTS OF SECTION 302(1) OF THE MTA FOR A LICENSE TO PROVIDE BASIC LOCAL EXCHANGE SERVICE

Section 302(1) of the MTA provides that, after notice and hearing, the Commission shall approve an Application for a license if it finds that: (a) the applicant possesses sufficient technical, financial, and managerial resources and abilities to provide basic local exchange service to every person within the geographic area of the license and the applicant intends to provide service within one year from the date the licenses is granted; and (b) grant of a license to the applicant would not be contrary to the public interest. As explained in further detail below, High Speed fully meets the requirements of Section 302(1).

In addition, as required by Section 203(7) of the MTA, High Speed is filing the supporting testimony of Gene Crusie, President of High Speed Connect Michigan LLC, as Exhibit B. This testimony includes references to certain exhibits in support of the Application. Upon issuance of a license and before offering services, High Speed will promptly file a tariff that complies with all Commission rules and regulations and lists the rates, terms, and conditions of service.

A. DESCRIPTION OR IDENTIFICATION OF GEOGRAPHIC AREA FOR WHICH THE LICENSE IS SOUGHT

High Speed seeks to provide services throughout the State of Michigan and in all the Michigan local zone and exchange service areas presently served by the Michigan Incumbent Local Exchange Carriers (“ILECs”). High Speed will serve the exchanges as mapped and described by the ILECs. The local calling area for High Speed’s customers will have the same local calling scope as if they were customers of the ILECs. At this time, High Speed intends to mirror the map and legal description sections of the tariffs filed by the ILECs for the exchanges it proposes to serve and adopts the Commission’s illustrative tariff by reference. High Speed understands that any future modifications to these exchange boundaries or legal descriptions of these boundaries will be automatically mirrored by High Speed on a going forward basis. If not mirrored, new detailed maps and legal descriptions will be filed with the Commission for approval.

B. DESCRIPTION OF THE APPLICANT’S GENERAL FINANCIAL, TECHNICAL, AND MANAGERIAL RESOURCES

1. Background Corporate Information

High Speed is a limited liability company organized under the laws of Delaware and authorized to conduct business in Michigan. A copy of High Speed’s Certificate of Organization and a Certificate of Authority to Transact Business or Conduct Affairs in Michigan are attached

in Exhibits C and D, respectively. High Speed will offer basic local exchange service, as well as offer broadband, Internet, point-to-point data services, and Voice over Internet Protocol (“VoIP”) voice services for residents and businesses of all sizes in the State of Michigan.

High Speed is a member of the commonly controlled Surf Air Wireless family of businesses (“SAW Group”) which provide communications services throughout Illinois, Indiana, Michigan, and Ohio. High Speed will hold the Competitive Local Exchange Carrier license that is the subject of this Application and will conduct operations in Michigan in conjunction with its commonly controlled sister company and operating affiliate, Surf Air Wireless, LLC (“SAW”)¹. A corporate organizational chart is included as Exhibit A. Both SAW and High Speed are wholly owned by Surf Air Wireless Holdings, LLC (“SAW Holdings”), which is the SAW Group’s ultimate parent company. SAW Holdings also owns and controls several other operating companies that collectively comprise the SAW Group and they collectively operate in Indiana, Michigan, Illinois, and Ohio.² The SAW Group has been operating for four years and SAW has been operating for eight years. Accordingly, the SAW Group has extensive experience in the provision of communications and information technology services to consumer and enterprise customers. This experience and the SAW Group’s resources will be available to High Speed in the State of Michigan.

The following officers will manage the day-to-day operations of High Speed:

- Gregory B. Armstrong, Chief Executive Officer
- Gene Crusie, President
- Jason Lehman, Chief Financial Officer

¹ Surf Air Wireless, LLC will change its operating name in early 2020 to Surf Broadband Solutions, LLC.

² In addition to SAW and High Speed Connect Michigan LLC, other companies in the SAW Group include: High Speed Internet Services, Inc.; MNW Intermediate Holdco; Commercial Broadband Solutions, Inc.; High Speed Connect Indiana LLC; High Speed Connect Illinois LLC; MNW Telecom, Inc.; and MapleNet Wireless, Inc.

- Patrick McCauley, Director of Operations Commercial Services
- Patrick Wheeland, Vice President of Technical Operations and Eastern Region Manager
- Ryan Coates, Vice President of Business Development
- Steve Carender, Vice President of Sales

Biographies of these officers are provided in Exhibit E. All may be contacted at the address of High Speed's corporate address.

2. Financial Qualifications

High Speed and the SAW Group are financially qualified to possess a license to provide services in Michigan. In support of High Speed's financial capabilities, the company provides in Exhibit F (filed under seal), the financial statements of Surf Air Wireless Holdings, LLC, High Speed's ultimate parent company. High Speed and its affiliates possess the sound financial support necessary to competently and effectively provide the services in connection with the authority requested by this Application.

3. Managerial and Technical Qualifications

High Speed and the SAW Group possess the managerial and technical qualifications to provide its proposed local telecommunications services. The senior management of High Speed has extensive experience in the provision of telecommunications services. High Speed's highly-qualified technical staff will ensure that High Speed's operations will meet the most demanding standards for service quality and reliability. Descriptions of High Speed senior managers' telecommunications experiences are provided in the above-mentioned biographies included in Exhibit E.

C. DEMONSTRATION OF APPLICANT'S INTENT TO PROVIDE SERVICE WITHIN ONE YEAR FROM THE DATE THE LICENSE IS GRANTED

As demonstrated in Section B above, High Speed possesses the requisite technical, financial, and managerial resources and abilities to provide telecommunications services in Michigan. High Speed intends to offer service within one year of the date a license is granted by the Commission. Prior to the provision of service in Michigan, however, High Speed will need to complete the following tasks: secure a license from the Commission; successful negotiation of interconnection agreements with the incumbent carriers; successful completion of the installation of any facilities High Speed needs to provide service in the State; and the completion and filing of an appropriate tariff as required for such services.

When High Speed begins offering services, High Speed will implement the procedures necessary to prevent deceptive and unfair marketing practices and comply with applicable Commission service and billing standards as well as all other applicable Commission rules, regulations and standards, including those relating to 9-1-1 service, 2-1-1 service, and telecommunication relay service. High Speed will comply with the applicable intraLATA access requirements of incumbent local exchange telephone companies to the extent applicable.

D. PUBLIC INTEREST CONSIDERATIONS

The granting of this Application will promote the public interest. High Speed's operations will be overseen by a well-qualified management team with substantial telecommunications experience and technical expertise. High Speed's entry into the Michigan telecommunications market will enhance competition in the provision of telecommunications services in the State. By enhancing competition, High Speed will bring significant benefits to telecommunications users throughout the State of Michigan by providing: (a) low prices and high-quality service; (b) innovative telecommunications services; (c) efficient use of existing

communications resources; and (d) increased diversification in the supply of communications services. High Speed's proposed services are designed to meet the needs of subscribers and permit subscribers to realize cost savings in communications services. Accordingly, High Speed anticipates that its proposed services will provide its subscribers with better quality services and will increase consumer choice through innovative, diversified, and reliable service and equipment offerings.

High Speed respectfully submits that grant of this Application will thereby serve the public interest by providing end users with a broader choice of competitively priced telecommunications services than currently exists.

III. APPLICANT MEETS THE REQUIREMENTS OF SECTION 301(2) OF THE MTA FOR A TEMPORARY LICENSE TO PROVIDE BASIC LOCAL EXCHANGE SERVICE

High Speed further 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, MCL Section 484.2301(2), which 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." Granting High Speed a temporary license will allow it to promptly begin the negotiation of interconnection arrangements with the ILECs, which is a necessary prerequisite to High Speed's commencement of service in the State of Michigan. High Speed may 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, High Speed will submit a final tariff reflecting the services that it will offer and identifying the specific zone and exchanges in which it will offer service.

IV. CONCLUSION

For the reasons stated above, the public interest, convenience, and necessity will be furthered by approval of this application. High Speed has demonstrated that it possesses sufficient technical, financial, and managerial resources and abilities to provide service in Michigan. High Speed has also demonstrated that its exercise of this authority will not be contrary to the public interest.

WHEREFORE, High Speed respectfully requests that the Commission enter an order which it grants High Speed a license to provide basic local exchange service in the zone and exchange areas throughout the State of Michigan, pursuant to Section 302(1) of the MTA and grants such additional or further relief as may be necessary or appropriate in connection therewith.

Respectfully submitted,



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Counsel for High Speed

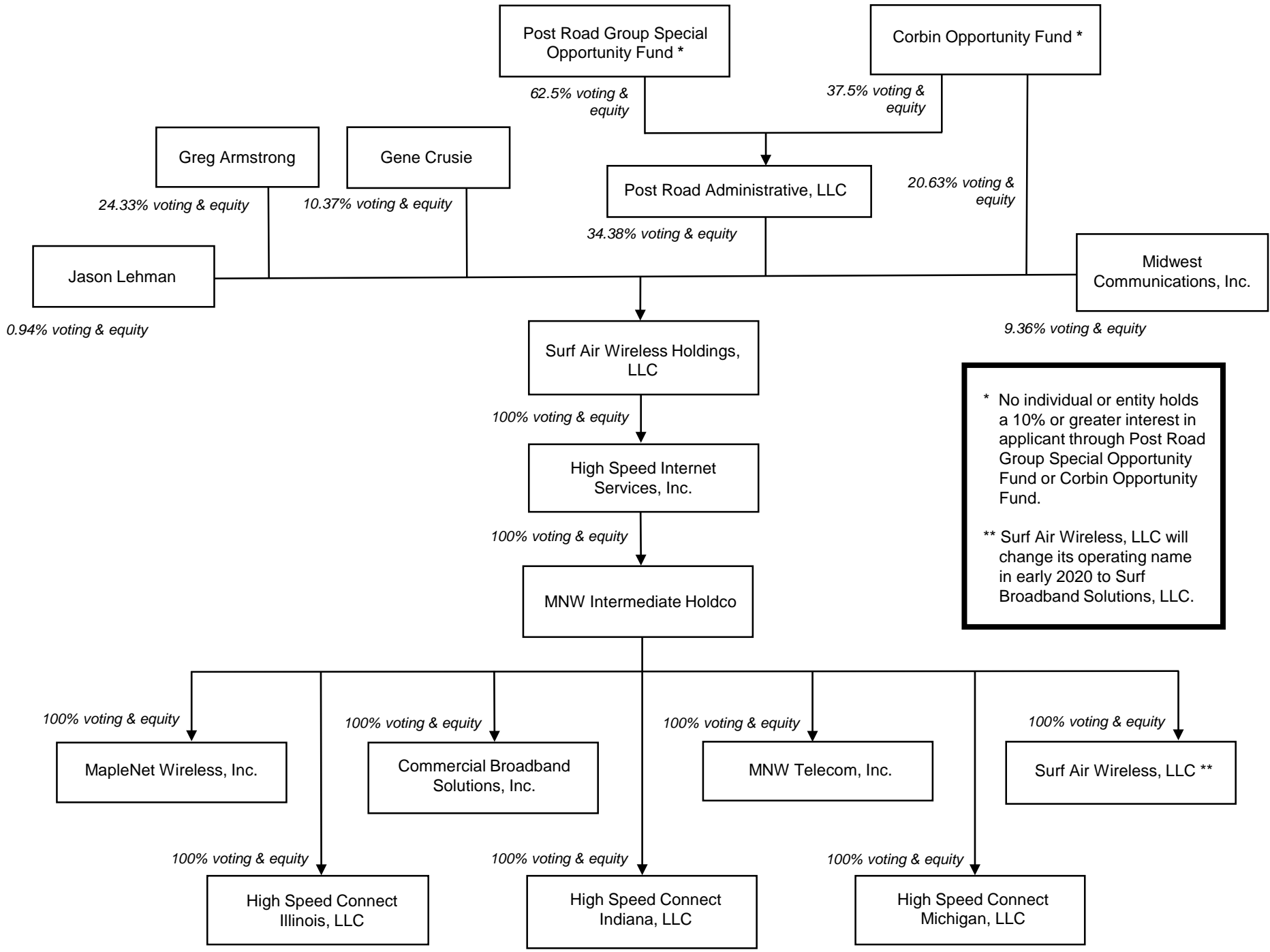
Date: January 6, 2020

LIST OF EXHIBITS

<u>Exhibit A</u>	Organizational Diagram
<u>Exhibit B</u>	Direct Testimony of Gene Crusie
<u>Exhibit C</u>	Certificate of Organization
<u>Exhibit D</u>	Certificate of Authority to Transact Business or Conduct Affairs in Michigan
<u>Exhibit E</u>	Biographies
<u>Exhibit F</u>	Financial Statements (Confidential – Filed Under Seal)

EXHIBIT A

ORGANIZATIONAL DIAGRAM



* No individual or entity holds a 10% or greater interest in applicant through Post Road Group Special Opportunity Fund or Corbin Opportunity Fund.

** Surf Air Wireless, LLC will change its operating name in early 2020 to Surf Broadband Solutions, LLC.

EXHIBIT B

DIRECT TESTIMONY OF GENE CRUSIE

Q. PLEASE STATE YOUR NAME, TITLE, AND BUSINESS ADDRESS FOR THE RECORD.

A. My name is Gene Crusie, and I am the President of High Speed Connect Michigan LLC (“High Speed”). The company’s mailing address is P.O. Box 309, Goshen, IN 46527.

Q. PLEASE GIVE A BRIEF DESCRIPTION OF YOUR BACKGROUND AND PROFESSIONAL EXPERIENCE.

A. I am currently President of four prominent Indiana-based communications companies; Surf Air Wireless, MapleNet Wireless, MNW Telecom, and Commercial Broadband Solutions. I have been involved in several other startup companies including Goshen Technical Services, Goshen Computer Associates, Heart City Enclosures, Skybridge Wireless and Techknowledge, Inc. I have won many awards, including Top 40 Leaders Under 40; Ceragon Top North American Value-Added Reseller five of the past six years; Business of the Year, 1 Mile Tower Construction award, and many others. In the early 1990s, I launched my first business, Goshen Technical Services, which later expanded to include a sister company Goshen Computer Associates generating nearly \$1M in revenue with 4 employees. In 1995, I helped establish a dialup internet service provider business, which eventually led to my assisting many different ISP startups. In 1997, I helped a corporate client in rural northern Indiana with dedicated internet access by creating a unique outdoor fixed wireless point-to-point radio configuration using 900Mhz indoor print sharing devices capable of 256k wireless throughput and later up to 1Mb.

Q. WHAT IS THE PURPOSE OF YOUR TESTIMONY IN THIS PROCEEDING?

A. The purpose of my testimony is to describe and support High Speed's Application for a license to provide service throughout the State of Michigan.

Q. PLEASE DESCRIBE THE APPLICANT AND ITS CURRENT OPERATIONS.

A. High Speed is a Delaware LLC and is authorized to do business in Michigan. A copy of High Speed's Certificate of Organization and a Certificate of Authority to Transact Business or Conduct Affairs in Michigan are attached as Exhibits C and D to High Speed's Application, respectively. High Speed is a member of the commonly controlled Surf Air Wireless family of businesses which provide communications services throughout Illinois, Indiana, Michigan, and Ohio. High Speed will hold the license that is the subject of this Application and will operate in Michigan in conjunction with its commonly controlled sister company and operating affiliate, Surf Air Wireless, LLC. A corporate organizational chart is included as Exhibit A to the Application. High Speed and its affiliates offer basic local exchange service, as well as a variety of unregulated communication services on a competitive basis for residents and businesses of all sizes.

Q. DOES APPLICANT CURRENTLY PROVIDE TELECOMMUNICATIONS SERVICES IN ANY OTHER STATES OR HAVE APPLICATIONS PENDING?

A. High Speed and its affiliates are in the process of obtaining communications authorizations in Illinois, Indiana, and Michigan. Neither High Speed nor its affiliates have had communications license applications denied or dismissed in any jurisdiction.

Q. PLEASE DESCRIBE THE APPLICANT'S MANAGERIAL AND TECHNICAL QUALIFICATIONS.

A. High Speed is highly financially, technically, and managerially qualified to provide services in Michigan. Descriptions of the technical and managerial experience of personnel at High Speed and its affiliates are attached as Exhibit E to the Application. As indicated in the Exhibit, High Speed has access to communications professionals with extensive experience in the telecommunications industry.

Q. PLEASE DESCRIBE APPLICANT'S FINANCIAL ABILITY TO PROVIDE SERVICE.

A. High Speed is financially qualified to operate as a provider of telecommunications services in Michigan. The proposed initiation of services in Michigan will be funded by High Speed and its affiliates. Financial statements of High Speed's ultimate parent company, Surf Air Wireless Holdings, LLC, describing the capital and operational financial resources available to High Speed, are provided as Exhibit F (filed under seal) to the Application. This information demonstrates that High Speed has sufficient financial resources to fully fund operations.

Q. DOES APPLICANT AGREE TO ABIDE BY ALL RULES, REGULATIONS, POLICIES, AND ORDERS OF THIS COMMISSION, AND THE LAWS OF THE STATE OF MICHIGAN, IN ITS PROVISION OF TELECOMMUNICATIONS SERVICE?

A. Yes.

Q. HOW ARE CUSTOMER INQUIRIES/DISPUTES HANDLED?

A. The company monitors all network connections and network interface devices on customer premise and notifies its on-call technical staff of any detected service outages.

Technicians have up to 4 hours to respond to notified outages. Customers may call a toll-free support number 24 hours per day, 7 days per week. The customer service agent who answers the phone is trained to diagnose technical issues, dispatch repair technicians, and resolve billing issues directly. Typical problems are resolved next business day and are scheduled on a best effort basis with existing customers receiving the highest service priority while requests for new services are generally secondary. Whenever a problem cannot be resolved with the first level customer support representative, the problem is escalated to the second level support representative. If the problem cannot be resolved at this level, the case is escalated to the local manager for billing/non-technical issues and directly to the network engineering team for technical/service issues. The regional manager, Sr. Vice President, and President are all available to assist in resolving complaints. Typical resolution times are less than 1 hour for complaints that are resolvable by level 1 or 2 technicians as well as most billing and non-technical matters. All other complaints which are more technical in nature or which require the dispatching of a repair technician are typically resolved within 2 business days following receipt of the complaint. All complaint calls, service tickets and field repairs are documented in the companies' customer relationship management software called SONAR.

Q. PLEASE PROVIDE THE CONTACT INFORMATION FOR THE CUSTOMER SERVICE DIVISION FOR COMPLAINT RESOLUTION.

A. Customers with billing questions or complaints may reach High Speed at (866) 669-4737 or support@surfairwireless.us. Personnel are also available to field questions or concerns at 400 76th Street SW #15, Byron Center, MI 49315.

Q. PLEASE DESCRIBE THE PUBLIC INTEREST BENEFITS ASSOCIATED WITH APPLICANT'S PROPOSED OFFERING OF TELECOMMUNICATIONS SERVICES IN MICHIGAN.

A. Grant of High Speed's Application will promote the public interest and benefit all telecommunication consumers in Michigan. High Speed's operations will be overseen by highly-experienced, well-qualified management and technical personnel. High Speed's provision of telecommunications services will enhance competition in the provision of telecommunication services in the State of Michigan, which will place price pressure on all competing providers, and it will provide Michigan's consumers with additional diverse options for obtaining services.

Q. DO YOU RATIFY AND CONFIRM THE STATEMENTS MADE IN APPLICANT'S APPLICATION?

A. Yes.

Q. DOES THIS CONCLUDE YOUR TESTIMONY?

A. Yes.

EXHIBIT C

CERTIFICATE OF ORGANIZATION

Delaware

Page 1

The First State

I, JEFFREY W. BULLOCK, SECRETARY OF STATE OF THE STATE OF DELAWARE, DO HEREBY CERTIFY "HIGH SPEED CONNECT MICHIGAN 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 SEVENTH DAY OF AUGUST, A.D. 2019.



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

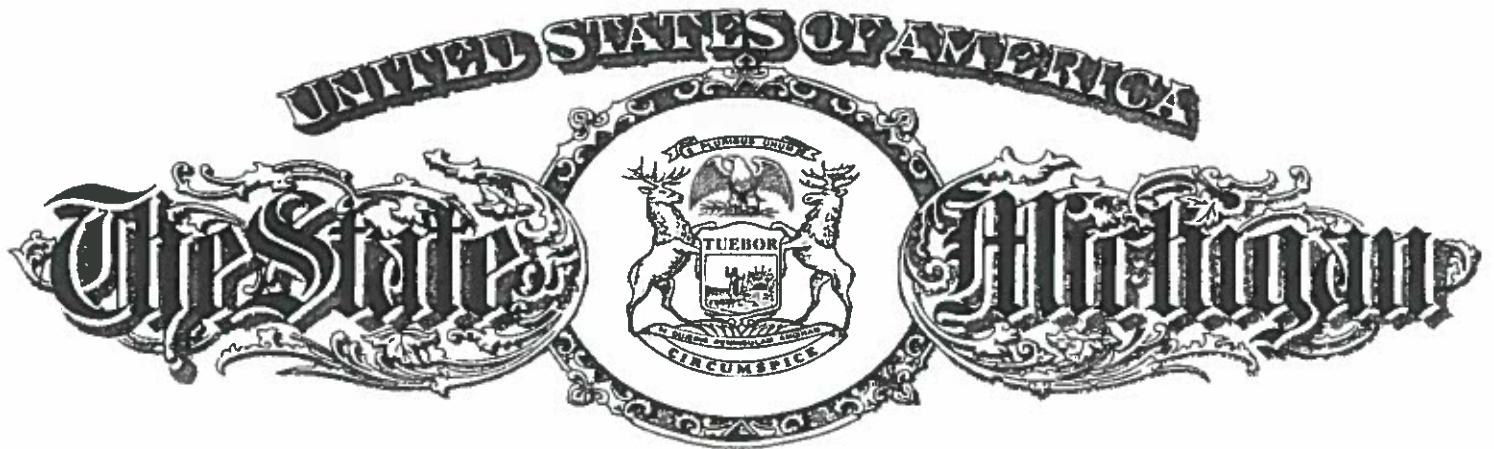

Jeffrey W. Bullock, Secretary of State

Authentication: 203370665

Date: 08-07-19

EXHIBIT D

CERTIFICATE OF AUTHORITY TO TRANSACT BUSINESS OR CONDUCT AFFAIRS IN MICHIGAN



Department of Licensing and Regulatory Affairs

Lansing, Michigan

This is to Certify That

HIGH SPEED CONNECT MICHIGAN LLC

a FOREIGN LIMITED LIABILITY COMPANY existing under the laws of the state of Delaware

was validly authorized to transact business in Michigan on the 22 day of August , 2019 in conformity with 1993 PA 23.

Said company is authorized to transact in this state any business of the character set forth in its application which a domestic company formed under this act may lawfully conduct. The authority shall continue as long as the company retains its authority to transact such business in the jurisdiction of its organization, its authority to transact business in this state has not been suspended or revoked, and the company has not surrendered its authority to transact business in this state.

This certificate is in due form, made by me as the proper officer, and is entitled to have full faith and credit given it in every court and office within the United States.

In testimony whereof, I have hereunto set my hand, in the City of Lansing, this 23rd day of August , 2019.

Julia Dale, Director

Corporations, Securities & Commercial Licensing Bureau



GOLD SEAL APPEARS ONLY ON ORIGINAL

EXHIBIT E

BIOGRAPHIES

GREGORY B. ARMSTRONG
Chief Executive Officer

Since the early 1970's, Mr. Armstrong has been involved in the Cable television business in numerous capacities, beginning as a trainee in the San Francisco Bay Area and including serving as the Chief Operating Officer of a multi-billion dollar cable broadband network in Japan. He has built cable systems from the ground up both for his own businesses, as well as for others. Mr. Armstrong has been involved in the acquisition and sale of cable properties, and was an early consolidator in the private cable industry.

As President and Co-Founder of Cable Management Group, Inc., Mr. Armstrong was responsible for raising equity, organizing and managing the investment partnership, negotiating debt financing, and actively participating in the business operations, up to and through the successful sale of the partnerships assets.

Mr. Armstrong spent twelve years (1994-2006) in the TCI/Liberty Media family of companies, and his final position was as the Chief Operating Officer (COO) of Jupiter Telecommunications Co., Ltd. (J:COM), a multi-billion dollar "triple play" service provider in Japan. The Japanese business under Mr. Armstrong succeeded in fully deploying an Internet and telephony offering, thereby balancing its triple play service and fueling the company's revenue growth by over 50 percent to over US\$1.6 billion annually.

In August 2005, Mr. Armstrong took the lead for one of two J:COM management teams successfully completing a three (3) week international initial public offering "road show" that raised in excess of \$1 billion.

In July 2006, Mr. Armstrong was recruited to be CO-COO for WorldSpace, Inc., a digital satellite radio business. WorldSpace was a Washington D.C.-based international operating company with designs of launching an infrastructure based media business in overseas markets such as India. At WorldSpace, Mr. Armstrong was responsible for worldwide Engineering Operations, including product development, customer service, and business operations in India and the Middle East. Mr. Armstrong left WorldSpace in June of 2008.

Later that same year he founded Magnum Wireless, LLC (Magnum), which targeted the fixed wireless broadband industry. At the end of May 2011, Magnum successfully completed its initial acquisition of 2,000 customers in northwestern Indiana. In October of 2014, Magnum purchased the assets of a neighboring wireless internet service provider CSInet. He integrated the two companies into a 5,000-customer business resulting in the creation of Surf Air Wireless, LLC (SAW).

In January 2016, SAW acquired MapleNet Wireless, which was a configuration of three companies focused on commercial connectivity in the same general geography. The acquisition of MapleNet Wireless expanded SAW's footprint while launching the

company into the commercial and school governmental E-rate business, as well as encompassing a successful value added reseller of licensed microwave equipment.

SAW continued acquiring complimentary businesses in 2017 and 2018, thereby crafting a strong wireless and fiber network footprint across the top of Indiana, Illinois and Michigan that served approximately 11,000 residential customers and hundreds of business and governmentally contracted educational and healthcare-related customers.

GENE CRUSIE

President

Mr. Crusie is currently President of four prominent Indiana-based communications companies; Surf Air Wireless, MapleNet Wireless, MNW Telecom, and Commercial Broadband Solutions. Mr. Crusie has been involved in several other startup companies including Goshen Technical Services, Goshen Computer Associates, Heart City Enclosures, Skybridge Wireless and Techknowledgy, Inc. Mr. Crusie is well known in wireless circles and frequently speaks at trade shows, conferences and other events around the country.

His companies have successfully built and launched dozens of wireless internet service providers throughout the United States and abroad. Through Mr. Crusie's leadership, he or his companies have earned many awards, including Top 40 Leaders Under 40; Ceragon Top North American Value-Added Reseller five of the past six years; Business of the Year, 1 Mile Tower Construction award, and many others. Mr. Crusie serves on the board of advisors for Singer Executive Development.

In the early 1990s, Mr. Crusie launched his first business, Goshen Technical Services, which later expanded to include a sister company Goshen Computer Associates generating nearly \$1M in revenue with 4 employees. In 1995, Mr. Crusie was approached by a local entrepreneur to help establish a dialup internet service provider business, which eventually led to him assisting many different ISP startups. In 1997, a key corporate client in rural northern Indiana had outgrown its 56k dialup service and needed dedicated internet access to support its growing tech business. Mr. Crusie and his colleagues created a unique outdoor fixed wireless point-to-point radio configuration using 900Mhz indoor print sharing devices capable of 256k wireless throughput and later up to 1Mb. This revolutionary solution garnered regional attention from other ISP's and MapleNet was born. Specifically, in 1999, Mr. Crusie sold Goshen Computer Associates and merged Goshen Technical Services to form MapleNet, Inc. For several years the MapleNet team traveled around the region helping other ISP's deliver internet via fixed wireless.

In 2007, Mr. Crusie and a few key employees purchased the wireless business from Mr. Crusie's partner and formed MapleNet Wireless and MapleNet Broadband with a strategic focus on wireless connectivity. In 2008, MapleNet Wireless sold the residential business of MapleNet Broadband in order to focus on commercial and educational connectivity. In 2016, MapleNet Wireless was acquired and merged with Surf Air

Wireless to recognized the synergies of merging a residentially focused company with a commercially focused company.

Mr. Crusie is a graduate of Concord High School, Goshen College, and Purdue University, and he lives in Elkhart, Indiana with his wife Michelle and their three children. In addition to his professional commitments, Mr. Crusie is active in his local church. He also serves as chairman of the board for Elkhart-based Ribbon of Hope cancer support ministry, and he is a member of the management team and volunteer servant leader for Denver-based Marked Men for Christ ministries. He also is a member of the Fellowship of Christian Athletes national triathlon team and is currently ranked in the top one percent of Ironman 70.3 athletes in the world. In his spare time, Mr. Crusie enjoys hunting, fishing, and competing in triathlon events.

JASON LEHMAN

Chief Financial Officer

Mr. Lehman began his career in public accounting at a regional firm, Stauffer & Company, LLC, which provided him the opportunity to work with small and medium-sized clients across a wide array of industries both on the audit and tax side.

Mr. Lehman's time at Stauffer & Company ultimately led him to a compliance and staff accounting position at LaCasa of Goshen, an affordable housing company. Over a three-year span at LaCasa, Mr. Lehman was promoted to Controller and ultimately Chief Financial Officer. His tenure was marked by a transparent communication style and a focus on developing and nurturing the accounting department. While at LaCasa, Mr. Lehman and his team steered the company through a series of clean governmental and financial statement audits, as well as assisted in securing a financing package that brought more than \$3 million in tax credits and grants into the community to finance redevelopment work.

Following his tenure at LaCasa, Mr. Lehman took a position as Chief Financial Officer at MapleNet Wireless, Inc. Mr. Lehman, again, was able to develop a series of policies and procedures to grow a nascent accounting team. While at MapleNet Wireless, Mr. Lehman oversaw the divestiture of an underperforming line of business and assisted with the creation of two new special-purpose entities to take advantage of growing opportunities in the E-Rate and leased Transport space.

At the height of the recession, an opportunity presented itself for Mr. Lehman to split his efforts between MapleNet Wireless and Horvath Communications, Inc. (Horvath), which is a company focused on building and developing cell phone towers across the United States. Starting in 2012, Mr. Lehman's time was allocated full-time to Horvath. During his tenure, he was involved in raising \$120M in debt and equity financing as well as assisting with the sale of a 140-tower portfolio.

After seven years at Horvath, Mr. Lehman was invited to join MapleNet Wireless' new parent company, Surf Air Wireless (SAW) as its Chief Financial Officer. In this role, Mr.

Lehman and his team have overseen the acquisition of five different entities and raised over \$42M in equity and debt commitments.

PATRICK MCCAULEY

Director of Operations Commercial Services

There are very few people in North America—perhaps even the world—who can boast of Mr. McCauley's range and depth of experience in broadband wireless and tower construction. Mr. McCauley sets the bar for MapleNet Wireless' dedication and is the originator/champion of the company's "Whatever It Takes" ethos. He has successfully instilled in all MapleNet team members a commitment to safety, best practices, and customer service. Having grown up in the company, Mr. McCauley takes a leadership approach that develops other team members into leaders themselves. His professional development trajectory involves both technical skills and a commitment to his community. He has participated in programs involving OSHA certification, leadership development, construction management, and engineering.

During his tenure at MapleNet, Mr. McCauley has led a variety of projects including, for example, the deployment of a wide area network connecting all school buildings in the U.S. Virgin Islands, a low-latency trading microwave network connecting New York to Chicago, an intelligent traffic monitoring system for the Tennessee Department of Transportation, and numerous other projects. In total, Mr. McCauley has installed or managed over 2000 wireless installation projects.

PATRICK WHEELAND

Vice President for Tech Ops and Eastern Region Manager

In 2000, Mr. Wheeland joined CSInet Internet Access Corp. as a field technician for the recently created wireless internet division of the company. At that time, CSInet had less than twenty customers and three broadcast sites. CSInet's wireless internet customer base expanded, along with Mr. Wheeland's skillset and role within the company. After approximately a year of performing customer installation work, Mr. Wheeland took the initiative to obtain the training and skills to perform tower work. This allowed CSInet to bring installation and maintenance of tower broadcast sites in-house so that the company would no longer have to outsource the work, as was previously the case. Over the next two years, CSInet's customer base continued to grow, and the installation field tech pool also grew. Mr. Wheeland's technical and managerial abilities were recognized and acknowledged by the company when that elevated him to the position of Wireless Operations Manager.

Over the next few years under Mr. Wheeland's leadership, CSInet expanded its customer base to over 2,000 customers. All the while, Mr. Wheeland continued to grow his skill set through the real world experience of interacting with customers, managing employees, and maintaining a growing wireless network. In 2009, the position of Network Administrator opened in the company. Mr. Wheeland took the initiative to learn the set of skills used by the previous network administrator and added this role to his position.

CSInet continued to grow to over 3,000 customers and nearly 100 broadcast sites with the help of Mr. Wheeland's leadership, and it was then acquired by Surf Air Wireless in 2014. After the acquisition, Mr. Wheeland was promoted to Operations Manager of Surf Air Wireless.

Through his experiences in his different rolls, Mr. Wheeland developed a broad and deep understanding of the various operations of the company. He is very operationally focused and has a keen desire for efficiency without sacrificing quality. He has a high attention to detail and works to elevate his employees' knowledge and drive. Mr. Wheeland received his Bachelors degree in Information Technology from Purdue University in 2000.

RYAN COATES

Vice President of Business Development

Mr. Coates joined MapleTronics Computers in 1997 as a Senior Network Engineer. In this role, he worked with the City of Goshen to build their first metro fiber network connecting offices across the city. In 2004, he became a Corporate Account Manager after graduating from Goshen College with a Bachelors in Organizational Management.

In 2006, Mr. Coates joined Cincinnati Bell as a Senior Account Executive, overseeing contract negotiations and builds with clients in local government, subcontractors, rights-of-way holders, and utility pole owners. He supervised the first Elkhart County Metro Fiber network, connecting all County government offices with overbuilt fiber for private use.

Mr. Coates left Cincinnati Bell in 2009 and founded his own IT support firm, Acruity, during the height of the economic downturn. Mr. Coates' creative leadership drove rapid growth across the upper Midwest, while similar firms faced declines. He became a member of the board of directors of Elkhart County Fiber, and partnered with MapleNet Wireless on Elkhart County Fiber projects.

In 2014, he negotiated the sale of Acruity and founded Coates System Solutions, an IT consulting firm focusing on enterprise customers, high level network and system design, application development, project management, and MSP services. He merged Coates System Solutions with Surf Air Wireless in 2017, and he became Vice President of Business Development at Maplenet Wireless. Mr. Coates' fiber optics experience facilitated increased company investment in fiber optic projects resulting in significant incremental value for the company over the subsequent two years.

STEVE CARENDER

Vice President of Sales

Mr. Carender has been with the MapleNet Wireless team since May of 2002, and his professional background in internet technologies stretches back to 1995. Mr. Carender's project portfolio is extensive and diverse: industrial automation wireless, tower site development, public safety networks, utility automation/metering, and healthcare

WANs/LANs. Another of Mr. Carender's areas of focus is rural broadband development. Few people in the United States can match his depth of experience with building networks from the ground up. Mr. Carender also has developed strategic partnerships with the National Rural Telecommunications Cooperative, CDW, and Motorola Federal Markets Division. In addition, he has provided solutions for Fortune 500 companies include ADM, GE, Honeywell, Charter Communications, CSX, Navistar, Steel Dynamics and Zimmer Biomet.

EXHIBIT F

FINANCIAL STATEMENTS

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