



Gary L. Field

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February 1, 2020

Lisa Felice, Executive Secretary
Michigan Public Service Commission
7109 W. Saginaw Highway
Lansing, MI 48917

Re: Application of **Point Broadband Fiber Holding, LLC** for a temporary and permanent license to provide local exchange service throughout the State of Michigan Case; No. U-20716

Dear Ms. Felice:

Enclosed herein please find **Point Broadband Fiber Holding, LLC's** application, pre-filed direct testimony, and exhibits A and B. Confidential Exhibit C is being filed separately under seal.

Should you have any questions, please contact me at your convenience.

Sincerely,

Field Law Group, PLLC

/s/ Hai Jiang
Hai Jiang

Field Law Group, PLLC
*Counsel for Point Broadband Fiber
Holding, LLC*

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

In the Matter of the Application of	)	
	)	
Point Broadband Fiber Holding, LLC	)	Case No. U-20716
	)	
for a temporary and permanent license	)	
to provide local exchange service	)	
throughout the State of Michigan	)	
_____	)	

APPLICATION OF POINT BROADBAND FIBER HOLDING, LLC

Point Broadband Fiber Holding, LLC (“PBFH” or “Applicant”), by its undersigned counsel and pursuant to Sections 301 and 302 of the Michigan Telecommunications Act, 1991 PA 179, as amended, MCL § 484.2101 *et seq.* (the “MTA”), hereby applies for a temporary and permanent license to provide local exchange telecommunications service throughout the State of Michigan.

Approval of PBFH’s application is in the public interest because PBFH will not only provide Michigan consumers, particularly consumers in rural Michigan, value-added options with specified telecommunications enhancements that embrace emerging technologies, and will also actively implement them for consumers. Grant of the license requested in this Application will further the purposes of the MTA, which specifically authorizes and encourages local exchange service competition. Therefore, PBFH respectfully requests that the Michigan Public Service Commission (the “Commission”) grant it a license to provide local exchange service as described herein. In support of its Application, PBFH provides the following information:

I. NAME AND CONTACTS OF APPLICANT

Applicant's address is:

Point Broadband Fiber Holding, LLC
1791 O.G. Skinner Drive, Suite A
West Point, Georgia 31833
www.point-broadband.com
Toll Free: 844-407-6468

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

Hai Jiang (P67088)
Email: hjiang@fieldlawgroup.com
Gary L. Field (P37270)
Email: gfield@fieldlawgroup.com
Field Law Group, PLLC
3493 Woods Edge Drive, Ste. 100
Okemos, MI 48864
Telephone: (517) 913-5100

Following the grant of a license to PBFH, the Commission should direct all correspondence directly to PBFH's regulatory contact:

Chad Wachter, General Counsel
1791 O.G. Skinner Drive, Suite A
West Point, Georgia 31833
Email: cwachter@itchold.com
Telephone: (706) 773-2663

II. PBFH MEETS THE REQUIREMENTS OF SECTION 302(1) OF THE MTA FOR A LICENSE TO PROVIDE 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 within the geographic area of the license and the applicant intends to provide service within one year from the date the license is granted;

and (b) the grant of a license to the applicant would not be contrary to the public interest. As explained in further detail below, PBFH fully meets the requirements of Section 302(1).

In support of this Application, PBFH is filing with this Application direct testimony of Chad Wachter, and as required by Section 203(7) of the MTA, PBFH's certified Certificate of Formation in Delaware and certified Certificate of Authority to Transact Business in Michigan (Exhibit A), biographies of key personnel (Exhibit B), and financial information (**Confidential** Exhibit C).

PBFH submits the Commission's generic local tariff as its illustrative tariff, linked herein at http://www.michigan.gov/documents/mpsc/generictariff_554692_7.doc. Upon issuance of this license and prior to commencing service, PBFH will submit a final tariff to the Commission.

A. Geographic Area for Which the License is Sought

PBFH seeks authority to provide local exchange service in incumbent local exchange carriers' service territories throughout the state of Michigan. The local calling areas for PBFH's customers will correspond to these carriers' exchange boundaries. PBFH intends to mirror the map and legal description sections of the tariffs filed by the incumbent carriers for the exchanges it proposes to serve. PBFH understands that any future modifications to these exchange boundaries or legal descriptions thereof will be binding upon it. Should PBFH depart from these incumbent carriers' areas and boundaries, it will file detailed maps and legal descriptions on an individual exchange basis with the Commission.

B. Description of the Applicant's Financial, Technical and Managerial Resources

1. Corporate Organization of the Applicant

Applicant's legal name is Point Broadband Fiber Holding, LLC. Applicant is a Delaware limited liability company ("LLC") formed on March 19, 2018 under the laws of Delaware, and is a foreign LLC registered in Michigan on January 27, 2020. FBFH is a wholly owed subsidiary of Point Broadband, LLC ("PBB"). Applicant's headquarters is at 1791 O.G. Skinner Drive, Suite A, West Point, Georgia 31833. PBFH will register in the Commission's ITSP program and will update its registration annually.

A certified copy of Applicant's Certificate of Formation and Certificate of Authority to Transition Business in Michigan is attached hereto as Exhibit A.

2. Technical and Managerial Qualifications

PBFH is technically and managerially qualified to establish and operate its proposed telecommunications operations in Michigan. PBFH is licensed in Virginia, Tennessee, and Georgia, and further, its subsidiaries are licensed in Mississippi, Louisiana, Alabama, Florida, and New York.

PBFH and its subsidiaries have been successfully offering fiber-to-the premises services in Alabama, Tennessee, and Virginia, and offering fiber-fed fixed wireless services in Alabama, Georgia, Louisiana, and Mississippi to both business and residential customers.¹ The senior management of PBFH has extensive experience in wireline, wireless, and internet service provision, and its highly-qualified technical staff will ensure that PBFH's operations will meet high standards for service quality and

¹ <https://point-broadband.com/where-we-are/>

reliability. Its business experience in wireline, wireless, and internet services will make Applicant's advance into the competitive local exchange service market a success.

The officers of PBFH are as follows:

Todd Holt, Chief Executive Officer and President;
Nick DeWeese, Chief Financial Officer and Treasurer; and
Chad Wachter, Vice President, General Counsel and Secretary

All the above officers may be contacted through the Applicant's headquarters list above.

Descriptions of technical, financial, and managerial experience of Applicant's key personnel are attached hereto as Exhibit B.

3. Financial Qualifications

In support of Applicant's financial qualification, financial information for Applicant is provided under seal as **Confidential** Exhibit C². The Confidential Exhibit C includes PBB's most recent available statement of income, balance sheet, and statement of cashflow. PBB is financially supporting PBFH's operations. As evidenced in detail in Exhibit C, Applicant possesses the requisite financial resources to provide facilities-based local exchange and other regulated and unregulated telecommunications services. Therefore, as shown in the attached information, Applicant is financially qualified to operate in the State of Michigan.

C. Intent to Provide Service Within One Year

PBFH intends to start deploying and providing local exchange service shortly after the Commission grants its license.

² PBFH is not a publicly traded company and thus requests that the financial information be submitted separately under seal as confidential information under Section 210 of the MTA, MCL §484.2210.

D. Proposed Services

PBFH plans to offer facilities-based local exchange services and unregulated services to both residential customers and business customers. Those service will be provided via (1) PBFH's own facilities, (2) commercial wholesale agreements with incumbents, or (3) a combination thereof. The facilities-based regulated and unregulated services will include, but not be limited to: local exchange and extended area service, toll restriction, call management features, Caller ID services, telephone number porting, E-911 emergency services, operator services, private line and special access services, broadband services and transport services. Through its interconnection arrangements with incumbent local exchange carriers, PBFH will offer 911/E911 Emergency Services, the Michigan Relay Service, free blocking for 900/976 type services, and white page directory listing services. Through third-party providers, PBFH will provide directory assistance, operator assisted calling, toll-free calling, and operator services.

E. Discussion of the Public Interest

Both the Michigan Legislature and the United States Congress have determined that it is in the public interest to promote competition in the provision of telecommunications services. The Commission, too, has determined that the grant of applications for competing licenses to provide basic local exchange services promotes the public interest.³ The introduction of competition into other telecommunications

³ See, e.g., *In the Matter of the Application of MFS Intelenet of Michigan, Inc., for a License to Provide Basic Local Exchange Service*, Opinion and Order, Case No. U-10721 (May 9, 1995) ("MFS Order"); *In the Matter of the Application of City Signal, Inc., for a License to Provide Basic Local Exchange Service in the Grand Rapids District Exchange*, Case No. U-10555 (October 12, 1994) ("City Signal Order").

markets, such as long distance, has already created significant public interest benefits in those markets.

Grant of this application will promote the public interest by offering Michigan residents and businesses telecommunications services through its up-to-date technologies. PBFH will provide customers with high quality, cost effective telecommunications services in combination with broadband services. These benefits work to maximize the public interest by providing continuing incentives for carriers to reduce costs while, simultaneously, promoting the availability of potentially desirable services.

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

PBFH further requests the granting of a temporary license to provide local exchange service throughout the State of Michigan pursuant to Section 301(2) of the MTA. MCL 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.” Granting PBFH a temporary license will allow PBFH to immediately start installing equipment and deploying services. PBFH will provide regulated service under the temporary license in accordance with the regulatory requirements specified in the MTA. Prior to commencing local exchange service under the temporary license, PBFH will also submit a final tariff reflecting the services that it will offer and identifying zones and exchanges of the approved service area.

IV. NOTICE OF HEARING

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

V. CONCLUSION

In this application, PBFH has demonstrated that it possesses sufficient technical, financial and managerial resources and abilities to provide telecommunications service throughout the state of Michigan. PBFH has also demonstrated that its exercise of this authority will not be contrary to the public interest.

WHEREFORE, Point Broadband Fiber Holding, LLC respectfully requests that the Commission issue an order under Sections 203, 301, and 302 of the MTA that

1. grants Point Broadband Fiber Holding, LLC a temporary license to provide local exchange service throughout the State of Michigan,
2. grants Point Broadband Fiber Holding, LLC a permanent license to provide local exchange service throughout the State of Michigan, and
3. grants such additional or further relief as may be necessary or appropriate.

Respectfully submitted,

Point Broadband Fiber Holding, LLC

Dated: February 1, 2020

/s/ Hai Jiang
By one of its attorneys

Hai Jiang (P67088)
Gary L. Field (P37270)
Field Law Group, PLLC
3493 Woods Edge Drive, Ste. 100
Okemos, MI 48864
Phone: (517) 913-5100

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

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	)	
Point Broadband Fiber Holding, LLC	)	Case No. U-20716
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for a temporary and permanent license	)	
to provide local exchange service	)	
throughout the State of Michigan	)	
_____	)	

**DIRECT TESTIMONY OF CHAD WACHTER
ON BEHALF OF
POINT BROADBAND FIBER HOLDING, LLC**

I. INTRODUCTION

Q. PLEASE STATE YOUR NAME, BUSINESS ADDRESS AND TELEPHONE NUMBER.

A. My name is Chad Wachter. My business address is 1791 O.G. Skinner Drive, Suite A, West Point, Georgia 31833. I can be reached by telephone at (706) 773-2663 and email cwachter@itchold.com.

Q. WHAT IS YOUR POSITION WITH POINT BROADBAND FIBER HOLDING, LLC?

A. I am Vice President, General Counsel, and Secretary of Point Broadband Fiber Holding, LLC ("PBFH") and General Counsel of Point Broadband, LLC ("PBB"), PBFH's parent company.

Q. PLEASE DESCRIBE YOUR EDUCATIONAL BACKGROUND AND PROFESSIONAL EXPERIENCE.

A. I received Juris Doctor degree from Vanderbilt University Law School in 1990 and Bachelor of Science degree in Physics from Birmingham-Southern College in 1987. I served as Assistance General Counsel at Powertel, Inc., the first digital wireless provider in the US, from January 1996 to April 1998. I then served as General Counsel and Managing Director of a subsidiary at Knology, Inc., a publicly traded company, from April 1998 to September 2012. Later, I was President of Bridgeway Diagnostics, LLC from July 2014 to June 2016.

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

A. The purpose of my testimony is to describe facilities-based services that PBFH proposes to offer in Michigan and to review issues related to its request for a license to provide such services. My testimony specifically relates to PBFH's managerial, financial, and technical competence to provide the telecommunications services for which authority is requested, and its compliance with the rules and policies of this Commission.

Q. PLEASE DESCRIBE THE AUTHORITY THAT PBFH SEEKS FROM THE COMMISSION.

A. PBFH seeks to obtain competitive local exchange carrier ("CLEC") license of offering facilities-based local exchange telecommunications services in all incumbent local exchange carriers' service territories throughout the state of Michigan. At this time, PBFH does not seek to terminate any exemption held by a rural telephone company pursuant to 47 U.S.C. § 251(f).

III. LEGAL QUALIFICATIONS

Q. HAS PBFH BEEN AUTHORIZED TO PROVIDE SUCH SERVICE IN ANY OTHER JURISDICTIONS?

A. Yes, PBFH is currently licensed in Virginia, Tennessee, and Georgia.

Q. PLEASE DESCRIBE THE CORPORATE STRUCTURE OF PBFH.

A. Applicant's legal name is Point Broadband Fiber Holding, LLC. PBFH was formed in Delaware on March 19, 2018 under the laws of Delaware. PBFH is a wholly owned subsidiary of Point Broadband, LLC. A certified copy of PBFH's Certificate of Formation in Delaware is attached to the Application as Exhibit A.

Q. IS PBFH LEGALLY AUTHORIZED TO DO BUSINESS IN MICHIGAN?

- A.** Yes. PBFH is a foreign limited liability company registered in Michigan on January 27, 2020. A certified copy of PBFH's Certificate of Authority to Transact Business in Michigan is attached to the Application as Exhibit A.

IV. MANAGERIAL AND TECHNICAL QUALIFICATIONS

Q. PLEASE ADDRESS PBFH'S MANAGERIAL AND TECHNICAL QUALIFICATIONS.

- A.** PBFH possesses the managerial qualifications to provide its proposed local exchange telecommunications services. The senior management of PBFH has extensive experience in telecommunications service provision, and its highly-qualified technical staff will ensure that PBFH's operations will meet high standards for service quality and reliability. Descriptions of the telecommunications and managerial experience of PBFH's key personnel, who have extensive management and technical experience, are provided to the Commission with the Application as Exhibit B.

V. FINANCIAL QUALIFICATIONS

Q. PLEASE DESCRIBE PBFH'S FINANCIAL QUALIFICATIONS.

- A.** As explained in its Application, PBFH possesses the financial qualifications necessary to conduct its telecommunications operations. Financial information of PBB, PBFH's parent company that is financially supporting PBFH's operations, is being provided under seal as **Confidential** Exhibit C to the Application.

VI. PBFH'S PROPOSED SERVICES

Q. PLEASE DESCRIBE THE TYPES OF SERVICES THAT PBFH WILL OFFER IN MICHIGAN.

- A.** PBFH initially plans to offer local exchange service to residential customers and business customers in Michigan. Facilities-based local exchange service will be provided via (1) PBFH's own facilities, (2) commercial wholesale agreements with incumbents, or (3) a combination thereof. PBFH will provide basic and enhanced services with its own high-tech fiber networks.

The facilities-based regulated and unregulated services will include, but not be limited to: local exchange and extended area service, toll restriction, call management features, Caller ID services, telephone number porting, E-911 emergency services, operator services, private line and special access services, broadband services and transport services. Through its interconnection arrangements with incumbent local exchange carriers, PBFH will offer 911/E911 Emergency Services, the Michigan Relay Service, free blocking for 900/976 type services, and white page directory listing services. Through third-party providers, PBFH will provide directory assistance, operator assisted calling, toll-free calling, and operator services.

Q. WHAT FACILITIES WILL PBFH USE TO PROVIDE ITS PROPOSED LOCAL EXCHANGE SERVICES?

- A.** PBFH will provide telecommunications services in the State of Michigan through a combination of its own facilities and facilities leased from other carriers.

Q. WHAT GEOGRAPHIC AREAS WILL PBFH SERVE?

- A.** PBFH seeks authority to provide telecommunications service throughout the State of Michigan. At this time, PBFH does not seek to terminate any exemption held by a rural telephone company pursuant to 47 U.S.C. § 251(f). PBFH's local

calling areas will be identical to the Commission approved local calling areas as documented in these incumbent carriers' local tariffs.

Q. WILL PBFH OFFER SERVICE TO ALL CONSUMERS WITHIN ITS SERVICE AREA?

A. Yes. PBFH will be prepared to serve customers in its service area to the extent that it is required, and to the extent that it has facilities available to provide such service to the public.

Q. DOES PBFH 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. PBFH agrees to abide by all rules and regulations that are deemed to be applicable to PBFH. PBFH also agrees to abide by all 911 requirements at such time as PBFH begins to provide local exchange services.

Q. WHEN WILL PBFH COMMENCE PROVIDING SERVICES?

A. PBFH plans to deploy and provide local exchange service in Michigan shortly after this Commission grants its license.

VII. PUBLIC INTEREST CONSIDERATIONS

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

A. Both the Michigan legislature and the United States Congress, through the Communications Act of 1934, as amended ("Federal Act"), have determined that it is in the public interest to promote competition in the provision of telecommunications services. The Federal Act was designed to promote increased competition in the telecommunications market. Moreover, the Commission has already determined that the grant of applications for competing

licenses to provide telecommunications service is in the public interest. The grant of PBFH's Application will further the public interest by expanding the availability of alternative sources of telecommunications services in the State of Michigan. PBFH's proposed services will provide multiple public benefits by providing users of telecommunications services with enhanced and emerging technologies. In addition, increased competition will create incentives for lower prices, more innovative services, and more responsive customer service.

Q. DOES THIS CONCLUDE YOUR TESTIMONY?

A. Yes.

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

In the Matter of the Application of	)	
	)	
Point Broadband Fiber Holding, LLC	)	Case No. U-20716
	)	
for a temporary and permanent license	)	
to provide local exchange service	)	
throughout the State of Michigan	)	
_____	)	

EXHIBITS

Exhibit A	Certified Certificate of Formation and Certificate of Authority to Transact Business in Michigan
Exhibit B	Key Personnel
Exhibit C	Financial Information (<i>CONFIDENTIAL - Submitted Under Seal</i>)

**STATE OF MICHIGAN
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	)	
Point Broadband Fiber Holding, LLC	)	Case No. U-20716
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throughout the State of Michigan	)	
_____	)	

EXHIBIT A

**Certified Certificate of Formation and Certificate of Authority to Transact
Business in Michigan**

Delaware

The First State

Page 1

I, JEFFREY W. BULLOCK, SECRETARY OF STATE OF THE STATE OF DELAWARE, DO HEREBY CERTIFY "POINT BROADBAND FIBER HOLDING, 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 NINTH DAY OF JANUARY, A.D. 2020.

AND I DO HEREBY FURTHER CERTIFY THAT THE SAID "POINT BROADBAND FIBER HOLDING, LLC" WAS FORMED ON THE NINETEENTH DAY OF MARCH, A.D. 2018.

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



A handwritten signature in black ink, appearing to read "JWB", is written over a horizontal line. Below the line, the text "Jeffrey W. Bullock, Secretary of State" is printed.

6805170 8300

SR# 20200166995

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

Authentication: 202152493

Date: 01-09-20

**CERTIFICATE OF FORMATION
OF**

POINT BROADBAND FIBER HOLDING, LLC

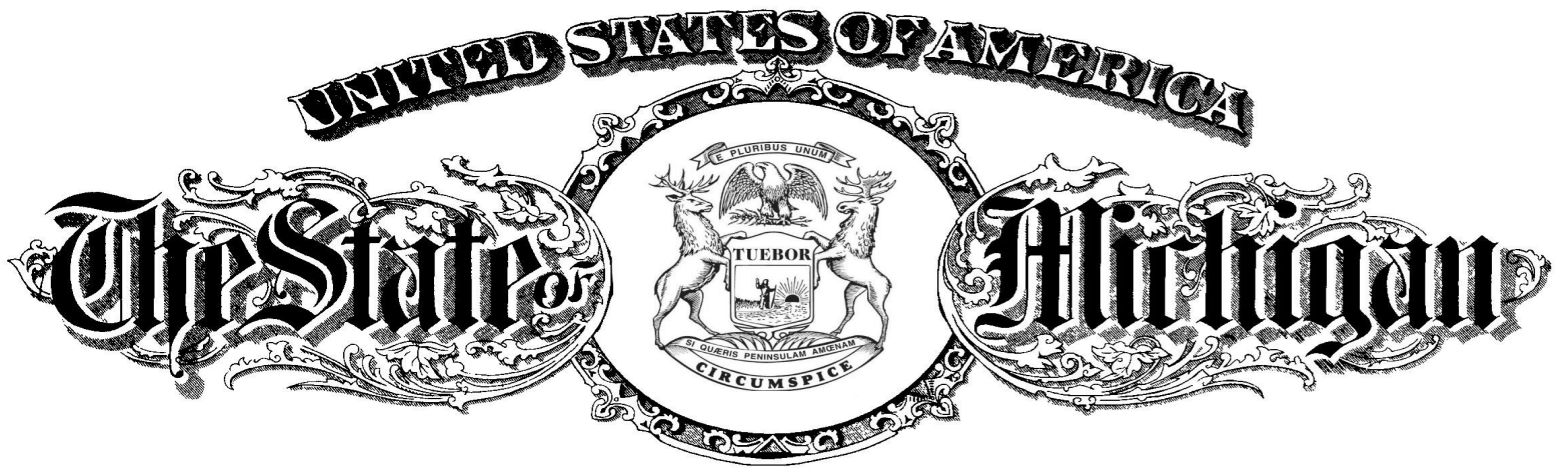
State of Delaware
Secretary of State
Division of Corporations
Delivered 01:53 PM 10/11/2018
FILED 01:53 PM 10/11/2018
SR 20187096457 - File Number 7096517

The undersigned, an authorized natural person, for the purpose of forming Point Broadband Fiber Holding, LLC, a limited liability company, under the provisions and subject to the requirements of the Limited Liability Company Act of the State of Delaware, hereby certifies that:

1. The name of the limited liability company is Point Broadband Fiber Holding, LLC.
2. The address of its registered office in the State of Delaware is: 160 Greentree Drive, Suite 101, in the City of Dover, County of Kent, Delaware 19904. The name of the registered agent at such address is National Registered Agents, Inc.

IN WITNESS WHEREOF, the undersigned has executed this Certificate of Formation as of this 11th day of October, 2018.

/s/ Chad Wachter
Chad Wachter, Authorized Person



Department of Licensing and Regulatory Affairs
Lansing, Michigan

This is to Certify That

POINT BROADBAND FIBER HOLDING, 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 27 day of January , 2020 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 27th day of January , 2020.

Linda Clegg

Linda Clegg, Interim Director

Corporations, Securities & Commercial Licensing Bureau

05



MICHIGAN DEPARTMENT OF LICENSING AND REGULATORY AFFAIRS CORPORATIONS, SECURITIES & COMMERCIAL LICENSING BUREAU	
Date Received JAN 24 2020	AC1 (FOR BUREAU USE ONLY) \$50 ✓ 20012465652285
	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 Sharon Gray c/o Triad Professional Services		
Address 1720 Windward Concourse, Ste. 390		
City Alpharetta, GA 30005	State	ZIP Code

FILED

JAN 27 2020

ADMINISTRATOR
CORPORATIONS DIVISION

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 IN MICHIGAN
 For use by Foreign Limited Liability Companies
 (Please read information and instruction on last page)

Pursuant to the provisions of Act 23, Public Acts of 1993, the undersigned execute the following Application:

1. The name of the limited liability company is:

Point Broadband Fiber Holding, LLC

2. (Complete this item only if the limited liability company name in Item 1 is not available for use in Michigan.)
 The assumed name of the limited liability company to be used in all its dealings with the Bureau and in the transaction of its business in Michigan is:

3. It is organized under the laws of Delaware

The date of its organization is 03/19/2018

The duration of the limited liability company if other than perpetual is _____

4. The address of the office required to be maintained in the state of organization or, if not so required, the principal office of the limited liability company is:

160 Greentree Drive, Suite 101, Dover, DE 19904

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

Handwritten mark or signature.

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

40600 Ann Arbor Rd E, Ste 201 Plymouth, Michigan 48170-4675
(Street Address) (City) (ZIP Code)

b. The mailing address of the registered office, if different than above:

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

c. The name of the resident agent at the registered office is:

National Registered Agents, Inc.

6. The Department is appointed the agent of the foreign limited liability company for service of process if no agent has been appointed, or if appointed, the agent's authority has been revoked, the agent has resigned, or the agent cannot be found or served through the exercise of reasonable diligence.

The name and address of a member or manager or other person to whom the administrator is to send copies of any process served on the administrator is: (Must be different than agent shown in Item 5c)

Chad Wachter c/o Point Broadband
(Name)

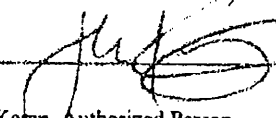
1791 O.G. Skinner Drive, Suite A, West Point, GA 31833
(Street Address) (City) (State) (ZIP Code)

7. The specific business which the limited liability company is to transact in Michigan is as follows:

To provide telecommunications services.

The limited liability company is authorized to transact such business in the jurisdiction of its organization.

Signed this 24th day of January, 2020

By  (Signature)

John A. Kemp, Authorized Person
(Type or Print Name)

(Type or Print Title)

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EXHIBIT B

Key Personnel

Todd Holt

Chief Executive Officer, ITC Capital Partners and Point Broadband LLC

Summary

Todd has extensive experience with start-up organizations as well as mature businesses in the areas of finance, operations, strategy, business development, and investor relations. He has also successfully managed human resources, legal, risk management, marketing and sales organizations within small and larger organizations, and has experienced success with capital structure management and mergers and acquisitions.

Todd spent the majority of his career with Knology, where the company grew from zero customers and zero revenue to approximately 800,000 customer connections and \$550 million in revenue. He helped manage this company through a significant network buildout and heavy customer acquisition activity, IPO, disciplined organic and acquisition growth, and successful exit for the stakeholders of the business.

Todd currently serves as the CEO for ITC Capital Partners (2014 – present) and Point Broadband (2016 – present), an ITC portfolio company (www.itccap.com, www.point-broadband.com).

Experience

Chief Executive Officer

2014 – present

Chief Executive Officer, AMK9

2014 – 2017

The largest commercial anti-terrorism canine security company in the world.

President, Synapse

2013 – 2014

A privately held wireless communications software company.

President, Knology, Inc.

2007 – 2012

NASDAQ traded fiber-based broadband company.

CFO, Knology, Inc.

2005 – 2006

Corporate Controller, Knology, Inc.

1998 – 2004

Audit Manager, Ernst & Young

International professional services firm.

CHAD WACHTER

1791 O. G. Skinner Drive, West Point, Georgia 31833

IN-HOUSE COUNSEL

Corporate Governance & Compliance ▪ Securities ▪ IPOs & Private Placements
Mergers and Acquisitions ▪ Contract Drafting and Negotiation ▪ Secured Financing
Litigation and Risk Management ▪ Intellectual Property

EXPERIENCE

POINT BROADBAND, LLC *General Counsel*

West Point, Georgia
2016 – Present

ITC CAPITAL PARTNERS, LLC *General Counsel*

West Point, Georgia
2016 – Present

Chad serves as the General Counsel for ITC Capital Partners, LLC, and its subsidiaries, including Point Broadband, LLC. Twenty-six years of legal experience managing a broad spectrum of legal affairs on behalf of companies in various industries including wireless, broadband, telecommunications, media, entertainment, software and real estate companies. Served in various capacities within the ITC family of companies, including Knology, Inc. and Powertel, Inc. His expertise includes corporate finance and governance, mergers and acquisitions, governmental affairs, regulatory, operations and litigation management.

TRINITY MANAGEMENT *Owner*

Auburn, AL
September 2012 – June 2016

Legal practice focusing on counseling private investors in the areas of securities law, corporate finance, mergers and acquisitions and general corporate law.

Securities and M&A

- Retained by a family of venture funds to conduct their legal due diligence, draft and negotiate term sheets, letters of intent and definitive agreements. Lead over ten acquisitions in eighteen months, including an acquisition that prevented a hostile takeover of one of the leading providers of software that predicts consumer purchasing behavior. Elimination of hostile partner freed pent up value in the company and lead to quick market cap growth.
- Formed new venture fund for the family and negotiated the purchase of its first acquisition. Acted as their in-house counsel, bringing in work from outside counsels, dramatically lowered their acquisition costs.
- Negotiated and closed real estate acquisitions and co-developed \$42M student housing project in Auburn, Alabama. Ultimately brought in a national REIT and negotiated the sale of the development.
- Provide legal and strategic advice to start-ups in Auburn University's business incubator.
- Evaluate business viability of university sponsored research and technological innovations.

BRIDGEWAY DIAGNOSTICS, LLC. <http://www.2bridgeway.com/> *President*

Auburn, AL
July 2014– June 2016

Bridgeway Diagnostics launched physician-owned diagnostic imaging facilities providing market leading services.

Securities and M&A

- Immediate impact by turning a failed offering into an oversubscribed private placement. Negotiated and closed \$1M in private equity, \$5M in secured debt and \$2M in vendor financing on favorable terms.

CHAD WACHTER

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IN-HOUSE COUNSEL

- Negotiating acquisition of niche imaging center to expand market share.
- Conducted follow-on offering and formed real estate investment vehicle to quickly start second market.

Advisory/Compliance

- Conducted compliance review of HIPAA, Stark, and Anti-Kickback, OSHA and Wage and Hour laws. Project managed credentialing process for radiology practice, new facility and imaging clinic with ACR and insurance providers.

Corporate Governance/Contract

- Created legal structure to facilitate raising equity and debt while managing legal risks.
- Negotiated management agreement between management company and radiology practice. Set up reporting structure to ensure compliance with financial terms of the management agreement.
- Negotiate contracts with insurance providers, software companies, vendors, equipment suppliers, general construction contractor, real estate leases and acquisitions, medical service providers.

Process Initiatives/Administrative

- Implemented AP approval process that reduced expenses by 16.6% without impacting operations.
- Created tracking and reporting system for credentialing and provider billing to give organization visibility to the processes and increase efficiency.

Risk Management

- Analyzed/evaluated insurance programs. Discovered material weakness in coverage and implemented new policies. Increased insurance coverage at a lower cost with a competitive bid process.

KNOLOGY, INC. (NASDAQ:KNOL)

General Counsel and Managing Director for a Subsidiary

West Point, GA

April 1998– September 2012

Knology was a publicly traded internet, cable, and phone company providing services to 300,000 subscribers in 13 markets in the Southeast and Midwest and generating \$520 million in annual revenue. Knology was acquired by WOW! in July 2012 for \$1.5 billion.

Corporate Governance

- Formed and managed legal compliance for 31 operating and license subsidiaries. Managed shareholder meeting, proxy votes, SEC filings and acted as Legal Secretary for Board and Committee meetings. Defended against two hostile take-over attempts. Directed an eleven person department overseeing legal, regulatory and governmental affairs. Ensured legal compliance of Human Resources, Operations and Finance Departments. Drafted and enforced privacy policy, internet use policies and retail arbitration agreements.
- Advised C-level executives, the Board and its Committees with respect to strategic transactions, securities laws and corporate governance matters. Kept corporate minutes and presented all corporate resolutions to the Board.
- Wrote, trained and enforced insider trading policy, drafted Finance and Audit Committee charters and corporate governance documents.
- Managed all outside counsel, over 20+ law firms. Able to reduce legal department budget every year for first five years by moving work from outside counsel to in-house.

Securities and Finance

- Coordinated all SEC reporting, including 34' Act filings. 10-Ks, 10-Qs, 8-Ks, Proxy Statements, Section 16 filings.
- Lead legal team in drafting and filing SEC registrations and filings.
- Ensure compliance with NASDAQ, SEC regulations and Sarbanes-Oxley

M&A

- Structured, negotiated and managed every acquisition and financial transaction from terms sheet to closing. Managed multiple transactions simultaneously to completed over two billion in acquisitions, almost two billion of debt facilities and one-half a billion in

CHAD WACHTER

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IN-HOUSE COUNSEL

equity transactions over fourteen years. Averaged closing two transaction per year. M&A activity provided 50% of company growth. Company grew from one market to twelve operating divisions in eight states.

- Closed all transactions and able to maintain positive relationships with selling companies after the transaction.
- Lowered acquisition costs by bringing significant portion of legal work in-house. Drafted and negotiated terms internally.

Advisory/Compliance

- Developed and trained business units on corporate Code of Ethics.
- Ensured compliance of HR department on EEO laws and harassment policies. Drafted and implemented drug testing policy.
- One of three directors on Company 401(k) committee to represent employees. Restructured 401(k) to simplify employee choices and reduce costs to employees by over 0.5%.

Contracts

- Drafted, negotiated and closed purchase and sales agreements, license agreements, real estate documents.
- Instituted contract management software to give business units visibility and accountability on contracts, budgets and renewals.
- Negotiated real estate purchases, development and construction project agreements and leases.

Litigation

- Provide assistance, settlement guidance, and advice regarding claims to business units from division level operations to senior management.
- Managed all pending litigation and wrote SEC disclosures on material litigation and reported to the Board.
- Selected and managed outside litigation counsel. Reviewed and approved all litigation budgets, legal invoices, pleadings and discovery responses. Defended Department of Justice investigation.

IP

- Managed patent, copyright and trademark filings. Drafted license agreements, confidentiality agreements and employment agreements ensuring ownership of works were maintained by the Company.

Management

- Managing Director of a B to B subsidiary. Created the department, managed operations and delivered annual sales of over \$2M.

POWERTEL, INC. (NASDAQ: PTEL) Assistant General Counsel

West Point, GA
January 1996 – April 1998

First digital wireless provider in the United States. Acquired by T-Mobile USA with 1 million subscribers and annual revenue of \$600 million.

- Supported the General Counsel on mergers, acquisitions and compliance matters, and independently handled all contract negotiations, vendor relationships, governmental affairs, regulatory compliance and operations support.
- Led formation of industry trade groups at the state level to drive legislative change facilitating entry of wireless services into new markets. Drove legislative changes to remove barriers construction of new wireless provider's tower sites.

EDUCATION

VANDERBILT LAW SCHOOL, Juris Doctor
BIRMINGHAM-SOUTHERN, Bachelor of Science in Physics

May 1990
May 1987

Nick DeWeese

Chief Financial Officer

Summary

Nick has several years experience and success in financial planning and analysis, and budgeting. At Point Broadband, Nick is responsible for all accounting and finance functions, business planning and budgeting, billing and collections, financial and operational policies, controls and procedures, and human resources.

Experience

Chief Financial Officer at Point Broadband LLC

January 2017 - Present

Financial Consultant

January 2014 - December 2016

CFO at WOW! Internet, Cable & Phone

August 2013 - December 2013 (5 months)

Vice President of Finance at WOW! Internet, Cable & Phone

August 2012 - August 2013 (1 year 1 month)

Treasurer at Knology, Inc.

April 2010 - August 2012 (2 years 5 months)

Director, Financial Planning & Analysis at Knology, Inc.

January 2009 - March 2010 (1 year 3 months)

Finance Director

June 2002 - December 2008 (6 years 7 months)

Director of Corporate Development

November 2000 - May 2002 (1 year 7 months)

Senior Financial Analyst

June 1997 - November 2000 (3 years 6 months)

Financial Planner at The Ayco Company, LP

June 1995 - June 1997 (2 years 1 month)

Education

University of Georgia - Terry College of Business

MBA, Finance, 1994 - 1995

Auburn University Raymond J. Harbert College of Business

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

In the Matter of the Application of	)	
	)	
Point Broadband Fiber Holding, LLC	)	Case No. U-20716
	)	
for a temporary and permanent license	)	
to provide local exchange service	)	
throughout the State of Michigan	)	
_____	)	

EXHIBIT C

Financial Information

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