

September 21, 2017

Director Al Andrews  
Department of Public Works & Assets  
444 South Fifth Street, Suite 400  
Louisville, KY 40202

**RE: KY BACKHAUL TRANSMISSION NETWORKS, LLC'S APPLICATION FOR COMMUNICATIONS  
FRANCHISE WITH LOUISVILLE JEFFERSON COUNTY METRO GOVERNMENT**

Dear Director Andrews:

Thank you for your time to discuss KY Backhaul Transmission Networks, LLC's ("KY Backhaul") deployment plans within the right-of-way of Louisville Jefferson County Metro, Kentucky ("Louisville Metro"). As discussed, KY Backhaul is a wholly-owned, state-level subsidiary of Mobilitie, LLC, a wireless infrastructure company that develops intelligent infrastructure solutions to densify and optimize wireless carriers' services and geographic reach. Pursuant to Chapter 116.71 (D) of the Louisville Metro Code of Ordinances ("Code"), KY Backhaul is hereby making an application to Louisville Metro for permission to operate within the right-of-way.

**SMALL CELL FACILITIES**

At this time, KY Backhaul is deploying Small Cell facilities within the right-of-way. These facilities are essential in bringing large amounts of data capacity, where it is needed the most, by bringing the network closer to the users. Consumers are increasingly relying on their cell phones and hand-held devices for all kinds of uses and applications including communicating, navigating and surfing the internet. The insatiable demand for immediate data access and content strains the wireless networks because the existing infrastructure is too far or non-existent. KY Backhaul's Small Cell deployment is the solution to the public demand for wireless services. These facilities have smaller footprints so they can be safely, expeditiously and unobtrusively installed within the right-of-way to supplement the wireless networks and deliver higher speeds and greater data capacity to each user.

**REQUEST FOR APPROVAL**

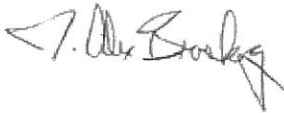
KY Backhaul respectfully requests that Louisville Metro review and approve the attached Communications Franchise Application supplemented with the enclosed information. KY Backhaul values Louisville Metro's input on our proposal, and will work closely with Louisville Metro to determine the locations, heights, and form factor of the Small Cell facilities. Further, KY Backhaul intends to comply with all applicable permit requirements pursuant to the Code to complete work for its deployment.

**RECEIVED**  
9-25-17  
AA

KY Backhaul looks forward to working with Louisville Metro and values its partnership to provide your constituents with high-speed connectivity. If you have any questions about the application and supplemented materials, please do not hesitate to contact me at (502) 709-1600 or at ABrosky@mobilitie.com.

Thank you for your attention to this matter.

Respectfully submitted,



J. Alex Brosky  
Permitting Manager

**Schedule of Enclosure and Attachments:**

Communications Franchise Application  
\$1,000 filing fee check  
KY Backhaul's authorization to transact business in Kentucky  
Preliminary network maps  
Profile elevation drawings  
Project plan  
Engineering statement  
Supplementary, additional or other information  
KY Backhaul's Utility Information with the Kentucky Public Service Commission  
Certificate of Insurance  
Franchise Bond

APPROVED



# Louisville Metro Public Works & Assets

## Communications Franchise Application

### Applicant Information

Applicant Name: KY Backhaul Transmission Networks, LLC

(Complete Legal Name as Registered with the Kentucky Secretary of State)

Address: 660 Newport Center Drive, Suite 200

City: Newport Beach

State: California

Zip Code: 92660

E-mail Address: ABrosky@mobilitie.com

Phone Number: +1 (270) 234-3444

Fax Number: \_\_\_\_\_

### Local Representative Information

Name: Alex Brosky, Permitting Manager

Address: 120 S. Riverside Plaza, Suite 1800

City: Chicago

State: Illinois

Zip Code: 60606

E-mail Address: ABrosky@mobilitie.com

Phone Number: +1 (502) 709-1600

Fax Number: \_\_\_\_\_

Emergency Contact Information: Site Verification Support Center (SVSC) - 877-244-7889

Description of Proposed System: See attached Supplementary, Additional or Other Information for Communications Franchise Application.

Description of All Types of Service Proposed: See attached Supplementary, Additional or Other Information for Communications Franchise Application.

Applicant Organization: Limited Liability Company

Disclosure of Ownership of Facilities: See attached Supplementary, Additional or Other Information. . .

Technical Description of the Type of System Proposed by the Applicant and the Applicant's Plan for the Installation of the System:

See attached Preliminary Network Map, Profile Elevation Drawings, and Project Plan.

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Engineering Statement: See attached Engineering Statement.

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**Additional Requirements - Please submit the following (if applicable):**

1. Supplementary, additional or other information that the applicant deems reasonable for consideration.
2. Copy of the applicant's certificate of authority from the Public Service Commission ("PSC") or a signed statement that applicant is not lawfully required to have such certificate from the PSC.
3. Copy of the applicant's certificate of authority from the FCC or a signed statement that the applicant is not lawfully required to have such certificate from the FCC.
4. Copy of all required insurance policies and certificates with a signed statement from Louisville Metro's Insurance and Risk Coordinator that such policies and certificates are acceptable to Louisville Metro.
5. A statement signed by the applicant that the applicant agrees to be bound by all provisions of the Franchise and agrees to obtain all application permits and authorizations prior to constructing, installing or operating a System in the right-of-way.

**Louisville Metro hereby puts the applicant on notice of the following:**

1. Applications may be modified at any time prior to the opening of the applications, provided that any modifications must be duly executed in the manner that the applicant's application must be executed.
2. Louisville Metro reserves the right to require such supplementary, additional or other information that it deems reasonable necessary for its determinations.
3. Louisville Metro reserves the right to waive all formalities and/or technicalities where the best interest of Louisville Metro may be served.



## CERTIFICATION

Applicant hereby certifies that the information provided by the applicant is true and correct and that the person signing on behalf of the applicant is authorized to do so. Applicant further acknowledges and certifies that is shall be responsible to certify to Louisville Metro any material changes to the information provided in the completed application during the term of any Franchise.

Complete Legal Name of Applicant: KY Backhaul Transmission Networks, LLC

By: 

Title: Senior Vice President, General Counsel

Date: 01/19/17

## **NOTICE TO APPLICANTS**

Information submitted on applications is a public record under the Kentucky Open Records Act, Sections 61.870, et. seq. of the Kentucky Revised Statutes. Under that law, certain kinds of proprietary and trade information are exempt from disclosure. Should an applicant believe that any information required to be submitted involves confidential proprietary or trade information, the applicant should contact the Metro Public Works Department before the application is filed and request a determination as to whether the information is covered by the exemption. If no such request is made prior to the filing of the application, the applicant will be deemed to have waived any entitlement to confidentiality under the Open Records Act.



**COMMONWEALTH OF KENTUCKY**  
**ALISON LUNDERGAN GRIMES, SECRETARY OF STATE**

**0946097.06** dcornish  
ADD  
Alison Lundergan Grimes  
Kentucky Secretary of State  
Received and Filed:  
3/3/2016 2:31 PM  
Fee Receipt: \$90.00

Division of Business Filings  
Business Filings  
PO Box 718  
Frankfort, KY 40602  
(502) 564-3490  
www.sos.ky.gov

**Certificate of Authority**  
**(Foreign Business Entity)**

FBE

Pursuant to the provisions of KRS 14A and KRS 271B, 273, 274, 275, 362 and 386 the undersigned hereby applies for authority to transact business in Kentucky on behalf of the entity named below and, for that purpose, submits the following statements:

1. The entity is a :  profit corporation (KRS 271B).  nonprofit corporation (KRS 273).  professional service corporation (KRS 274).  
 business trust (KRS 386).  limited liability company (KRS 275).  professional limited liability company (KRS 275).  
 limited partnership (KRS 362).

2. The name of the entity is KY Backhaul Transmission Networks, LLC  
(The name must be identical to the name on record with the Secretary of State.)

3. The name of the entity to be used in Kentucky is (if applicable): \_\_\_\_\_  
(Only provide if "real name" is unavailable for use; otherwise, leave blank.)

4. The state or country under whose law the entity is organized is Delaware

5. The date of organization is February 17, 2016 and the period of duration is \_\_\_\_\_  
(If left blank, the period of duration is considered perpetual.)

6. The mailing address of the entity's principal office is  
869 E. Schaumburg Rd., #324 Schaumburg IL 60194-3653  
Street Address City State Zip Code

7. The street address of the entity's registered office in Kentucky is  
306 W. Main Street, Suite 512 Frankfort KY 40601  
Street Address (No P.O. Box Numbers) City State Zip Code

and the name of the registered agent at that office is National Registered Agents, Inc.

8. The names and business addresses of the entity's representatives (secretary, officers and directors, managers, trustees or general partners):

Name	Street or P.O. Box	City	State	Zip Code
Melissa Williams	3972 Barranca Parkway, Suite J-606,	Irvine	CA	92606

9. If a professional service corporation, all the individual shareholders, not less than one half (1/2) of the directors, and all of the officers other than the secretary and treasurer are licensed in one or more states or territories of the United States or District of Columbia to render a professional service described in the statement of purposes of the corporation.

10. I certify that, as of the date of filing this application, the above-named entity validly exists under the laws of the jurisdiction of its formation.

11. If a limited partnership, it elects to be a limited liability limited partnership. Check the box if applicable:

12. If a limited liability company, check box if manager-managed:

13. This application will be effective upon filing, unless a delayed effective date and/or time is provided.  
The effective date or the delayed effective date cannot be prior to the date the application is filed. The date and/or time is \_\_\_\_\_

[Signature] Melissa Williams, Authorized Representative 02/25/16  
Signature of Authorized Representative Printed Name & Title Date  
(Delayed effective date and/or time)

National Registered Agents, Inc. consent to serve as the registered agent on behalf of the business entity.  
Type/Print Name of Registered Agent

<u>Linda Stauffer</u>	Linda Stauffer	Assistant Secretary	02/23/2016
Signature of Registered Agent	Printed Name	Title	Date

Commonwealth of Kentucky  
Alison Lundergan Grimes, Secretary of State

L906

0946097  
Alison Lundergan Grimes  
KY Secretary of State  
Received and Filed  
7/20/2016 5:35:52 PM  
Fee receipt: \$10.00

Alison Lundergan Grimes  
Secretary of State  
P. O. Box 718  
Frankfort, KY 40602-0718  
(502) 564-3490  
<http://www.sos.ky.gov>

Statement of Change of  
Principal Office Address

POC

Pursuant to the provisions of KRS chapters 271B, 273, 275, or 362, the undersigned hereby applies to change the principal office on behalf of

**KY BACKHAUL TRANSMISSION NETWORKS, LLC**

which is organized in the state of Delaware, and for that purpose submits the following statements:

**1. Address of current principal office**

869 E. SCHAUMBURG RD  
#324  
SCHAUMBURG, IL 60194-3653

**2. Principal office is hereby changed to:**

2220 University Drive  
Newport Beach, CA 92660

**3. Signature of officer or chairman of the board**

Melissa Williams, Corporate Secretary

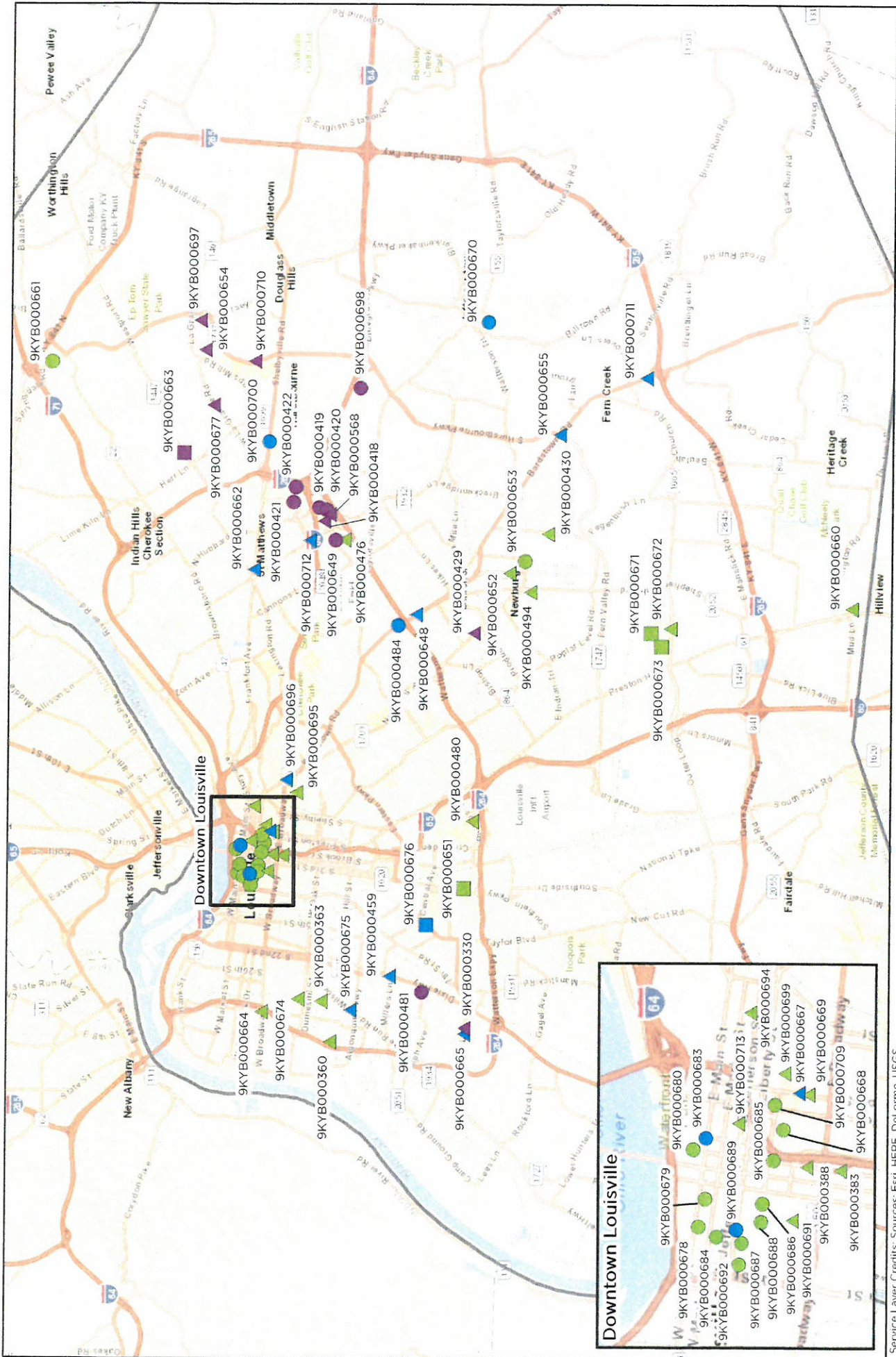
Signature and Title

Type or print name and title

7/20/2016 5:35 PM

Date





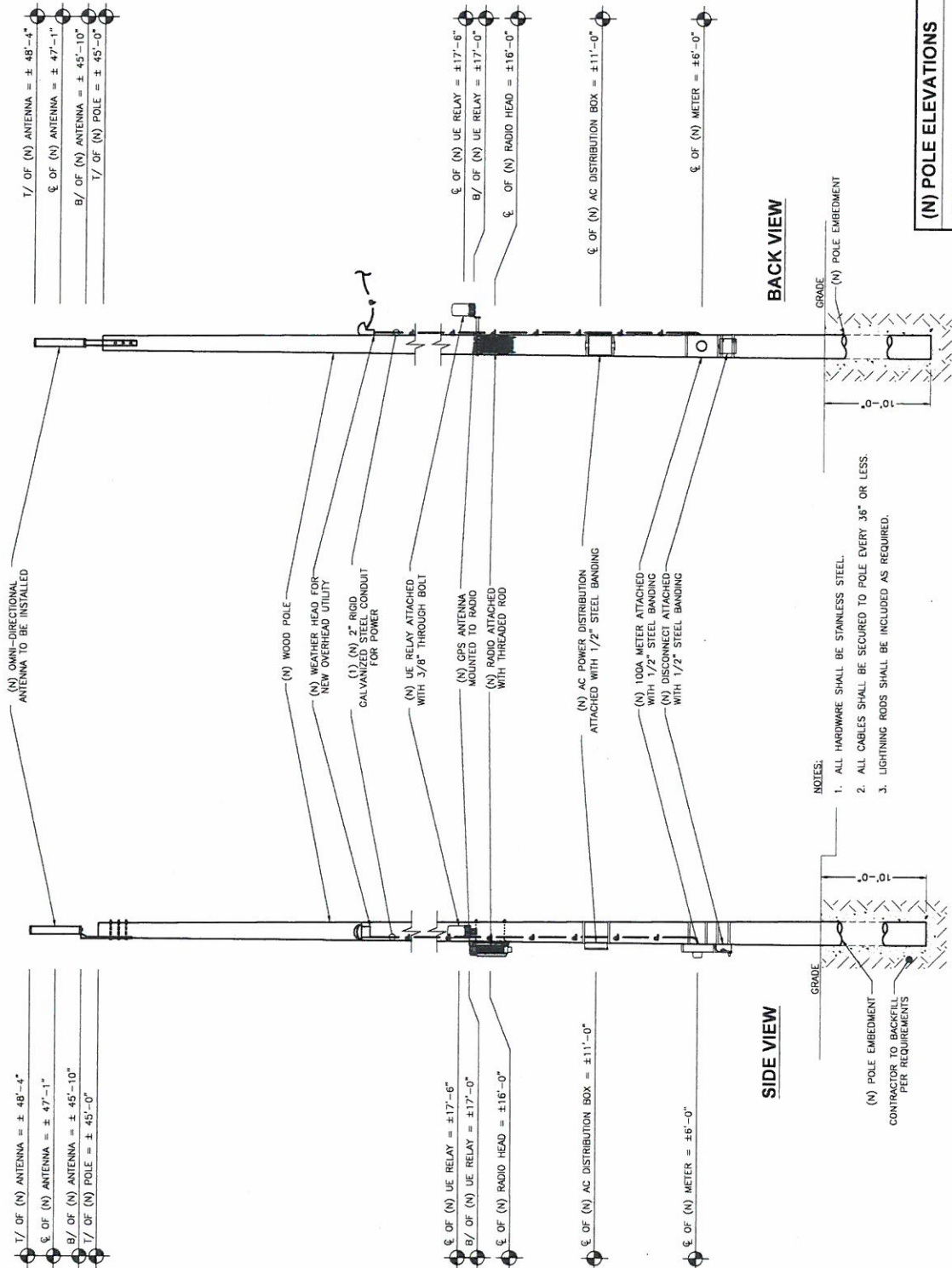
- ### Legend
- Jefferson County, Attach to Existing
  - Jefferson County, New Pole
  - Jefferson County, Replacement Pole
  - Jefferson County, Attach to Existing
  - Jefferson County, New Pole
  - Jefferson County, Replacement Pole
  - Other Jurisdiction, Attach to Existing
  - Other Jurisdiction, New Pole
  - Other Jurisdiction, Replacement Pole
  - Jefferson County

# Jefferson County, Kentucky

## 67 Proposed Candidates

Date Created: 8/16/2017 12:33:33 PM  
 Candidate locations as of date created

Service Layer Credits: Sources: Esri, HERE, DeLorme, USGS.

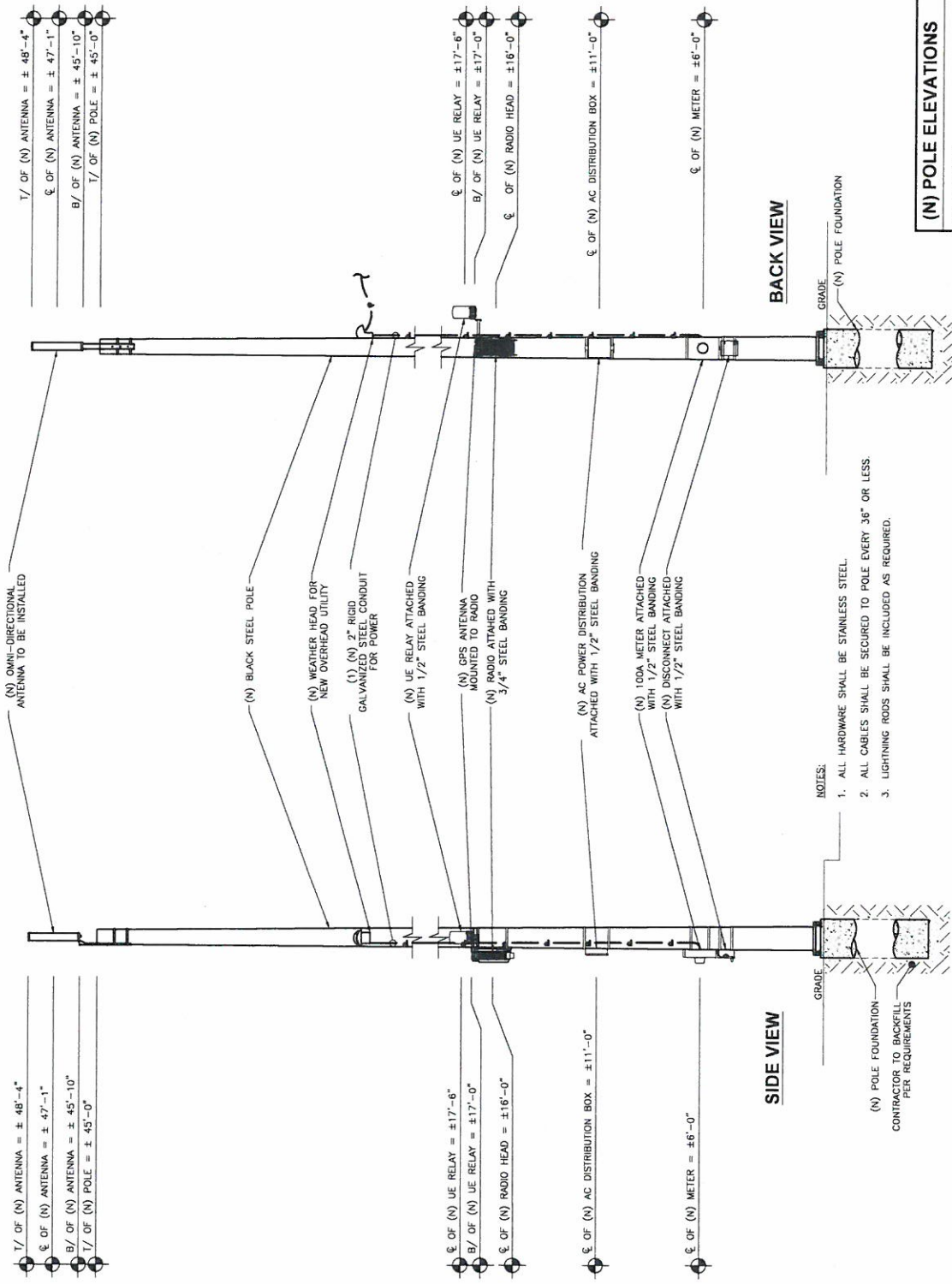


(N) POLE ELEVATIONS

SCALE: 1" = 5'



PRELIMINARY



**BACK VIEW**

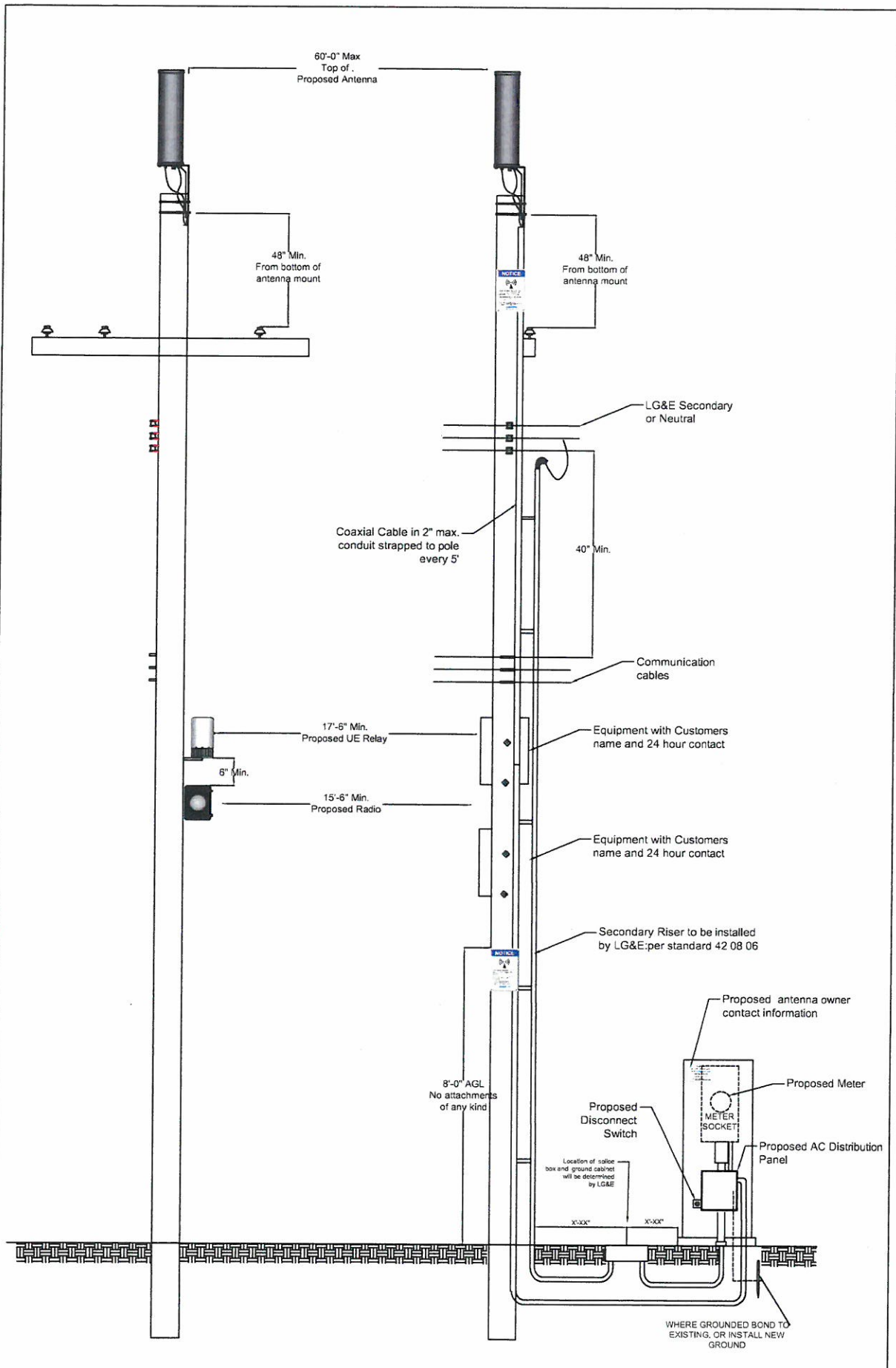
**SIDE VIEW**


- NOTES:
1. ALL HARDWARE SHALL BE STAINLESS STEEL.
  2. ALL CABLES SHALL BE SECURED TO POLE EVERY 36" OR LESS.
  3. LIGHTNING RODS SHALL BE INCLUDED AS REQUIRED.

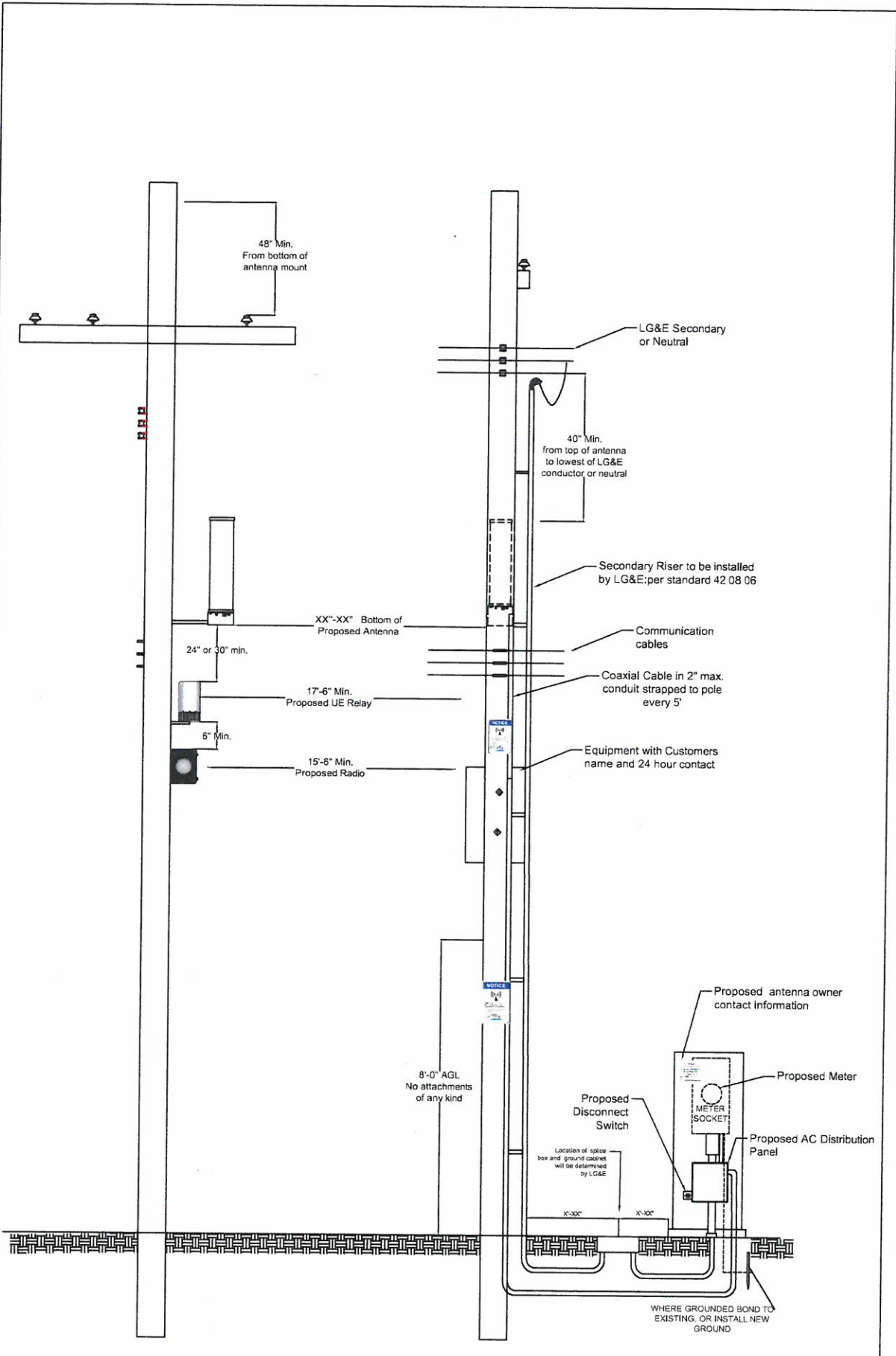
(N) POLE ELEVATIONS

SCALE: 1" = 5'

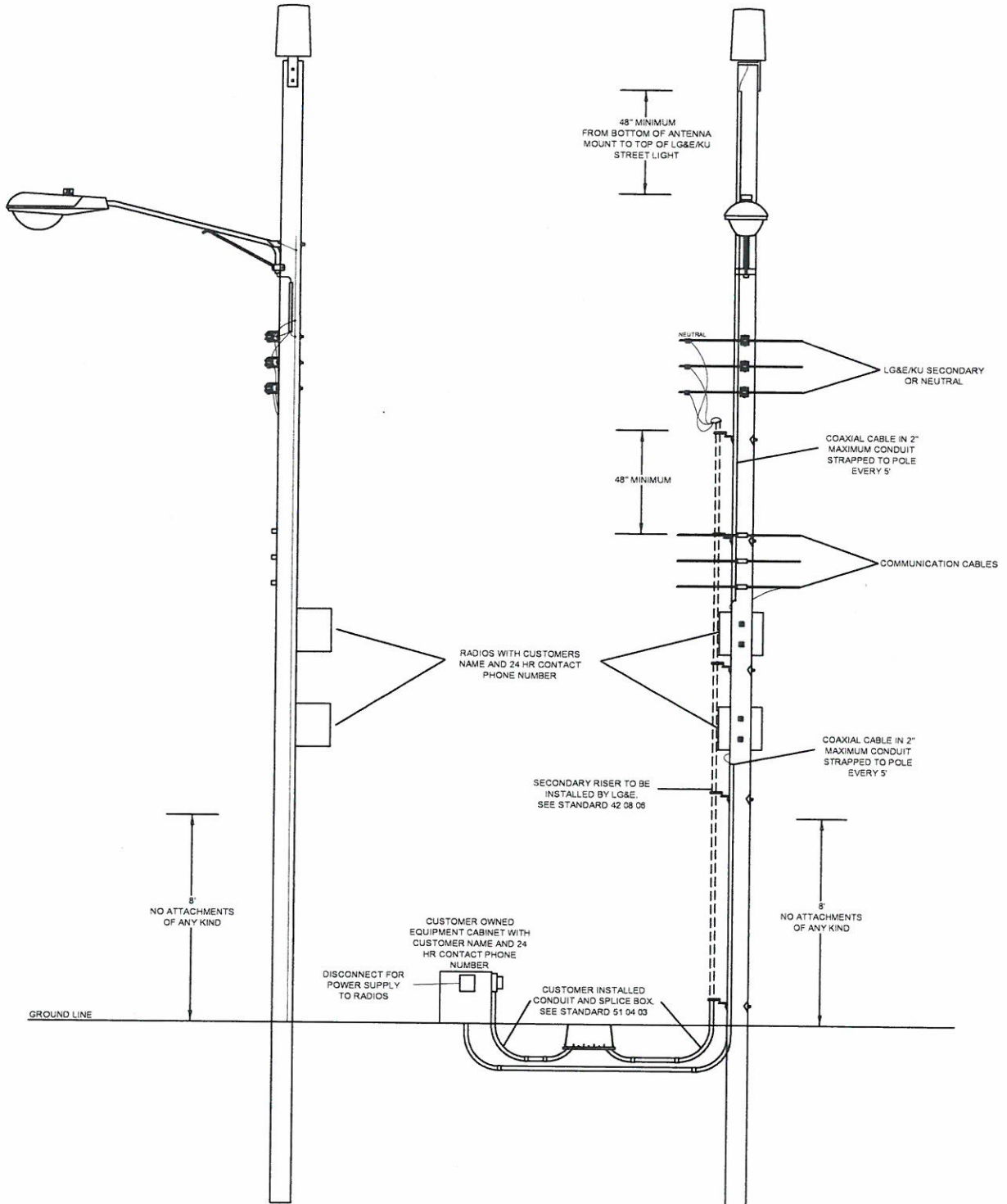




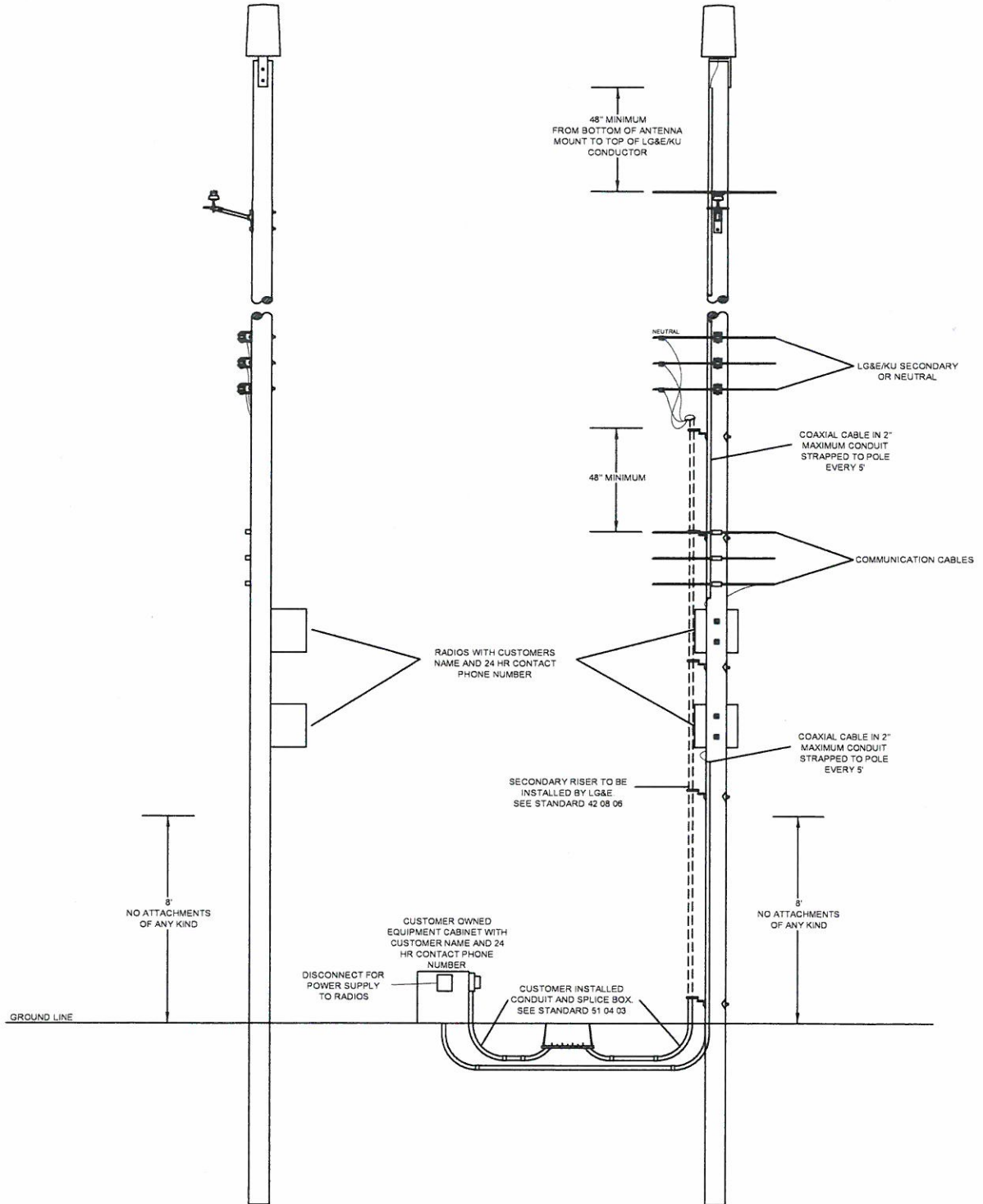
	A&E SOLUTIONS PORTFOLIO		DATE: 12-13-2016	REV:	Type: Attachment
	FILE NAME: Primary Power Pole- Pole top Antenna		REV #: V3	A = Issued	
	Utility: LG&E KU	Inst Type: Pole Top	BY: A&E	Z = Draft	
				# = Version	



SECONDARY POLE WITH ANTENNA ABOVE SECONDARY



1Ø POLE WITH ANTENNA ABOVE PRIMARY







# PROJECT PLAN

TASK NAME	DURATION	START	FINISH
Draft KY Backhaul - Louisville Jefferson County Metro	885 days	4/18/2016	9/20/2018
<b>PROJECT DEFINED</b>			
Permitting and Construction	882 days	4/18/2016	9/17/2018
Select Initial Locations	21 days	4/18/2016	12/20/2017
Field Verify	7 days	4/29/2016	12/27/2017
Client Approval	21 days	5/4/2016	1/17/2018
Application Drawings	14 days	5/24/2017	1/31/2018
Submittal & Approval for Pole Installation Permits	30 days	10/16/2017	3/2/2018
Additional Permits	45 days	11/29/2017	4/16/2018
NEPA/SHPO for New Poles not Categorically Exempt	90 days	10/18/2017	7/15/2018
Power Walk with Local Utilities	30 days	11/29/2017	8/14/2018
A&E Construction Drawings	14 days	1/16/2018	8/28/2018
Construction Start	20 days	1/30/2018	9/17/2018
Equipment Ordering, Configuration, and Test	232 days	1/31/2018	9/20/2018
Pole Ready	1 day	1/31/2018	9/18/2018
Installation Complete	1 day	2/1/2018	9/19/2018
On-Air	1 day	2/2/2018	9/20/2018





# Project Plan - Louisville-Jefferson County

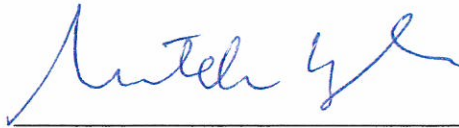
Current as of 8/21/2017  
Additional sites to be created

Mobilitie Site ID	Installation Type	Site Created	Field Verification Conducted	All Agreements Complete	Application Submitted	Permit Approved	All Permits Complete	Power Design Received	All Regulatory Complete	100% Construction Dwgs Complete	Construction Start	Pole Ready	Installation Complete	On Air
9KYB000434	Attach to Existing P	1/26/2017	3/10/2017	10/9/2017	10/16/2017	11/15/2017	12/30/2017	10/6/2017	8/30/2017	12/20/2017	2/21/2018	3/2/2018	3/8/2018	3/17/2018
9KYB000653	New Pole	1/26/2017	5/11/2017	10/9/2017	10/16/2017	11/15/2017	11/29/2017	12/21/2017	10/18/2017	10/12/2017	1/23/2018	2/1/2018	2/7/2018	2/16/2018
9KYB000661	New Pole	1/26/2017	5/4/2016	10/9/2017	10/16/2017	11/15/2017	11/29/2017	12/24/2018	10/18/2017	10/12/2017	1/23/2018	2/1/2018	2/7/2018	2/16/2018
9KYB000664	Attach to Existing P	1/26/2017	4/29/2016	10/9/2017	10/16/2017	11/15/2017	12/30/2017	12/21/2017	11/27/2017	10/12/2017	2/21/2018	3/2/2018	3/8/2018	3/17/2018
9KYB000668	New Pole	1/26/2017	5/24/2017	10/9/2017	10/16/2017	11/15/2017	11/29/2017	12/21/2017	10/18/2017	10/12/2017	1/23/2018	2/1/2018	2/7/2018	2/16/2018
9KYB000674	Attach to Existing P	1/26/2017	4/29/2016	10/9/2017	10/16/2017	11/15/2017	12/30/2017	12/21/2017	11/15/2017	10/12/2017	2/21/2018	3/2/2018	3/8/2018	3/17/2018
9KYB000680	New Pole	1/26/2017	5/10/2016	10/9/2017	10/16/2017	11/15/2017	11/29/2017	12/24/2018	10/18/2017	10/12/2017	1/23/2018	2/1/2018	2/7/2018	2/16/2018
9KYB000685	New Pole	1/26/2017	6/27/2017	10/9/2017	10/16/2017	11/15/2017	11/29/2017	12/21/2017	8/30/2017	10/12/2017	1/23/2018	2/1/2018	2/7/2018	2/16/2018
9KYB000688	New Pole	1/26/2017	5/9/2016	10/9/2017	10/16/2017	11/15/2017	11/29/2017	12/24/2018	10/18/2017	10/12/2017	1/23/2018	2/1/2018	2/7/2018	2/16/2018
9KYB000695	Attach to Existing P	1/26/2017	6/23/2017	10/9/2017	10/16/2017	11/15/2017	12/30/2017	12/21/2017	8/30/2017	10/12/2017	2/21/2018	3/2/2018	3/8/2018	3/17/2018
9KYB000709	New Pole	1/26/2017	6/21/2016	10/9/2017	10/16/2017	11/15/2017	11/29/2017	12/21/2017	11/21/2017	10/12/2017	1/23/2018	2/1/2018	2/7/2018	2/16/2018
9KYB000651	Attach to Existing P	1/26/2017	9/15/2017	10/9/2017	10/16/2017	11/15/2017	12/30/2017	9/6/2017	8/30/2017	9/8/2017	2/21/2018	3/2/2018	3/8/2018	3/17/2018
9KYB000679	New Pole	2/5/2017	3/28/2017	10/9/2017	10/16/2017	11/15/2017	11/29/2017	12/21/2017	10/18/2017	10/12/2017	1/23/2018	2/1/2018	2/7/2018	2/16/2018
9KYB000678	New Pole	2/5/2017	3/28/2017	10/9/2017	10/16/2017	11/15/2017	11/29/2017	12/21/2017	10/18/2017	10/12/2017	1/23/2018	2/1/2018	2/7/2018	2/16/2018
9KYB000687	New Pole	3/3/2017	5/24/2017	10/9/2017	10/16/2017	11/15/2017	11/29/2017	12/21/2017	10/5/2017	10/12/2017	1/23/2018	2/1/2018	2/7/2018	2/16/2018
9KYB000669	Attach to Existing P	4/19/2017	6/26/2017	10/9/2017	10/16/2017	11/15/2017	12/30/2017	12/18/2017	11/21/2017	10/12/2017	2/21/2018	3/2/2018	3/8/2018	3/17/2018
9KYB000383	Attach to Existing P	4/25/2017	7/24/2017	10/9/2017	10/16/2017	11/15/2017	12/30/2017	12/21/2017	11/27/2017	1/10/2018	2/21/2018	3/2/2018	3/8/2018	3/17/2018
9KYB000692	New Pole	5/2/2017	7/24/2017	10/9/2017	10/16/2017	11/15/2017	11/29/2017	12/21/2017	12/4/2017	8/25/2017	1/26/2018	2/4/2018	2/12/2018	2/19/2018
9KYB000684	New Pole	5/9/2017	8/21/2017	10/9/2017	10/16/2017	11/15/2017	11/29/2017	10/13/2017	12/11/2017	9/1/2017	2/2/2018	2/11/2018	3/21/2018	2/26/2018
9KYB000476	Attach to Existing P	5/15/2017	6/20/2017	10/9/2017	10/16/2017	11/15/2017	12/30/2017	12/15/2017	12/15/2017	9/7/2017	2/21/2018	3/2/2018	3/27/2018	3/17/2018
9KYB000363	Attach to Existing P	6/1/2017	8/21/2017	10/9/2017	10/16/2017	11/15/2017	12/30/2017	10/13/2017	1/3/2018	9/26/2017	2/27/2018	3/8/2018	4/13/2018	3/23/2018
9KYB000430	Attach to Existing P	6/1/2017	7/24/2017	10/9/2017	10/16/2017	11/15/2017	12/30/2017	12/22/2017	1/3/2018	9/26/2017	2/27/2018	3/8/2018	4/13/2018	3/23/2018
9KYB000672	Attach to Existing P	6/1/2017	7/24/2017	10/9/2017	10/16/2017	11/15/2017	12/30/2017	12/22/2017	1/3/2018	9/26/2017	3/21/2018	4/11/2018	4/18/2018	6/11/2018
9KYB000480	Attach to Existing P	6/1/2017	9/15/2017	10/9/2017	10/16/2017	11/15/2017	12/30/2017	12/22/2017	1/3/2018	9/26/2017	2/27/2018	3/8/2018	4/13/2018	3/23/2018
9KYB000671	Replacement Pole	6/1/2017	9/15/2017	10/9/2017	10/16/2017	11/15/2017	12/30/2017	12/22/2017	1/3/2018	9/26/2017	2/27/2018	3/8/2018	4/13/2018	3/23/2018
9KYB000494	Attach to Existing P	6/1/2017	8/9/2017	10/9/2017	10/16/2017	11/15/2017	12/30/2017	12/22/2017	1/3/2018	9/26/2017	2/27/2018	3/8/2018	4/13/2018	3/23/2018
9KYB000673	Replacement Pole	6/1/2017	7/24/2017	10/9/2017	10/16/2017	11/15/2017	12/30/2017	12/22/2017	1/3/2018	9/26/2017	2/27/2018	3/8/2018	4/13/2018	3/23/2018
9KYB000652	Attach to Existing P	6/1/2017	9/15/2017	10/9/2017	10/16/2017	11/15/2017	12/30/2017	12/22/2017	1/3/2018	9/26/2017	2/27/2018	3/8/2018	4/13/2018	3/23/2018
9KYB000660	Attach to Existing P	6/1/2017	7/24/2017	10/9/2017	10/16/2017	11/15/2017	12/30/2017	12/22/2017	1/3/2018	9/26/2017	2/27/2018	3/8/2018	4/13/2018	3/23/2018
9KYB000686	New Pole	6/1/2017	7/24/2017	10/9/2017	10/16/2017	11/15/2017	11/29/2017	12/22/2017	1/3/2018	9/26/2017	2/27/2018	3/8/2018	4/13/2018	3/23/2018
9KYB000694	Attach to Existing P	6/1/2017	7/24/2017	10/9/2017	10/16/2017	11/15/2017	12/30/2017	12/22/2017	1/3/2018	9/26/2017	2/27/2018	3/8/2018	4/13/2018	3/23/2018
9KYB000699	Attach to Existing P	6/1/2017	7/24/2017	10/9/2017	10/16/2017	11/15/2017	12/30/2017	12/22/2017	1/3/2018	1/10/2018	2/27/2018	3/8/2018	4/13/2018	3/23/2018
9KYB000713	Attach to Existing P	6/21/2017	8/21/2017	10/9/2017	10/16/2017	11/15/2017	12/30/2017	11/3/2017	1/23/2018	10/16/2017	3/19/2018	3/28/2018	5/3/2018	4/12/2018
9KYB000360	Attach to Existing P	6/22/2017	8/21/2017	10/9/2017	10/16/2017	11/15/2017	12/30/2017	11/3/2017	1/24/2018	10/17/2017	3/20/2018	3/29/2018	5/4/2018	4/13/2018
9KYB000691	Attach to Existing P	6/27/2017	8/21/2017	10/9/2017	10/16/2017	11/15/2017	12/30/2017	11/10/2017	1/29/2018	10/20/2017	3/23/2018	4/1/2018	5/9/2018	4/16/2018



**KY BACKHAUL TRANSMISSION NETWORKS, LLC**  
**ENGINEERING STATEMENT**  
**(LMCO § 116.71(D)(1)(g))**

As Director of Deployment for KY Backhaul Transmission Networks, LLC (“KY Backhaul”), I submit this statement as part of KY Backhaul’s application for a Communications Franchise from the Louisville-Jefferson County Metro Government (“Louisville Metro”). Pursuant to Section 116.71(D)(1)(g) of the Louisville Metro Communication Services Franchise Ordinance (the “Ordinance”), I hereby advise that the KY Backhaul planned system and operations thereof will meet all the requirements set forth in the Ordinance and in KY Backhaul’s application for a Communications Franchise.



---

Mitchell Wywiorski  
Area VP, Network Deployment  
KY Backhaul Transmission Networks, LLC



**KY BACKHAUL TRANSMISSION NETWORKS, LLC'S  
SUPPLEMENTARY, ADDITIONAL OR OTHER INFORMATION FOR COMMUNICATIONS FRANCHISE  
APPLICATION  
(LMCO § 116.71(D)(1))**

**1. SUPPLEMENTARY INFORMATION:**

**DESCRIPTION OF PROPOSED SYSTEM (LMCO § 116.71(D)(1)(c))**

Small Cell facilities densify a wireless carrier's network to address the significantly increasing mobile data demands by providing coverage redundancy. Specifically, these facilities add coverage and capacity to the existing wireless networks by relieving data traffic congestion on macrocell sites in high-density areas where crowds gather or there is a geographic gap in service.

Small Cell facilities typically involve the installation of four (4) small, low-powered equipment components: (i) a slender transmit-receive antenna that communicates with wireless devices; (ii) a wireless backhaul antenna (i.e., UE Relay or microwave) that connects the facility to the carrier's core network; (iii) a compact remote radio unit; and (iv) an AC distribution unit. In some cases, these facilities may utilize fiber optic cables. In addition, there may be a small electrical meter box if required by the utility provider. All of the foregoing components are mounted on newly installed poles while installations to existing Louisville Gas & Electric ("LG&E") owned poles will require a pedestal meter per LG&E requirements.

Locations of each proposed Small Cell facility in the right-of-way is identified in the attached preliminary network map.

**DESCRIPTION OF ALL TYPES OF SERVICES PROPOSED (LMCO § 116.71(D)(1)(d))**

KY Backhaul Transmission Networks, LLC ("KY Backhaul") provides non-switched RF transport and backhaul services to other telecommunications carriers; in particular, the wireless carriers. KY Backhaul's facilities and equipment that transport RF signals (i.e., its wireless customer's traffic) are attached to, without limitation, poles, fiber termination equipment, and other similar structures. These facilities utilize dedicated point-to-point transmissions between locations specified by its customers to transport their traffic. Specifically, KY Backhaul is deploying facilities that transmit its wireless customer's communications from one point (i.e., the end-user's mobile device) to another (i.e., its customer's network) using backhaul methods such as radio waves (i.e., microwaves or UE Relay) or fiber optic cables.

**DISCLOSURE OF OWNERSHIP OF FACILITIES (LMCO § 116.71(D)(1)(e))**

KY Backhaul Transmission Networks, LLC ("KY Backhaul") will construct, control, and maintain the network. Certain components of the network transmit RF signal at FCC frequencies controlled exclusively by a third party carrier customer ("Customer") and such components may be owned by the Customer.

**2. AUTHORITY FROM THE PUBLIC SERVICE COMMISSION:** A copy of KY Backhaul's Utility Information and the Kentucky Public Service Commission's ("PSC") Utility Master Search Directory reflecting that KY Backhaul operates in Kentucky and reports to the PSC are enclosed.

**3. CERTIFICATE OF AUTHORITY FROM FEDERAL COMMUNICATIONS COMMISSION:** Although KY Backhaul is not required by law to hold any federal licenses to deploy and operate the contemplated telecommunication network in the rights-of-way, KY Backhaul is a federally-registered telecommunications carrier (FCC Registration # 0025802505).

**4. INSURANCE:** Please see enclosed a Franchise Bond and Certificate of Insurance ("COI") from KY Backhaul naming the Louisville Jefferson County Metro Government as an additional insured. Please

advise as to whether this Franchise Bond and COI is acceptable to the Louisville Metro Insurance and Risk Coordinator in accordance with LMCO § 116.71(D)(h)(5).

5. **APPLICANT STATEMENT:** The applicant, KY Backhaul Transmission Networks, LLC, agrees to be bound by all provisions of the franchise and agrees to obtain all applicable permits and authorizations prior to constructing, installing, or operating its system in the right-of-way.

I submit the above statements in fulfillment of the supplementary information and additional requirements for KY Backhaul's Communications Franchise application.



Chris Glass  
Senior Vice President, General Counsel  
KY Backhaul Transmission Networks, LLC



Date

## KY Public Service Commission

### Utility Information

General	Address	Comments	Counties	Groups
<b>Utility ID</b>	<b>Company</b>			
5055550	KY Backhaul Transmission Networks, LLC			
<b>Utility Type</b>				
505	Competitive Local Exchange Carrier			
<b>Utility Status</b>	<b>Utility Made Active Date</b>	<b>Utility Inactive Date</b>		
A	3/16/2007			
<b>Class</b>	<b>Report Required</b>	<b>Total Customers</b>		
D	N			
<b>Mult Service</b>	<b>Mult Service Type</b>	<b>Default Address</b>		
	Not a Multi Service Company	Correspondence		
<b>Web Address</b>				
<a href="http://www.mobilitie.com">www.mobilitie.com</a>				
Last Changed: 7/11/2016				

**UTILITIES OPERATING IN THE STATE OF KENTUCKY AND REPORTING TO THE PUBLIC SERVICE COMMISSION OF KENTUCKY**

<b>100</b>	<b>Investor-Owned Electric Utilities</b>
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<b>NAME &amp; ADDRESS - PRINCIPAL OFFICE</b>	<b>CLASS</b>	<b>MANAGER OR OTHER OFFICES</b>
--	--------------	---------------------------------

<p><b>ID: 1001200</b>  <b>Duke Energy Kentucky, Inc.</b>                  139 East Fourth Street                  Cincinnati, OH 45202                  (513) 287-2225 Fax: (513) 287-3259</p>	<p><b>A</b></p>	<p><b>MANAGER</b>                  Jim P Henning                  Chairman, President &amp; CEO                  139 East Fourth Street                  Cincinnati, OH 45202                  (513) 287-2225 Fax: (513) 287-3259</p>
--	-----------------	---

Comments: The Union Light, Heat and Power merged with Duke Energy per letter of 3/9/2006. Contact information updated 6/13/2007 per 4/25/2007 email. Changed Correspondence address and contact from Gainer to D'Ascenzo 7/30/2008 and Manager contact from Walker to Arnold per Consumer Services Staff. Manager and Consumer

**SEND CORRESPONDENCE TO**  
 Rocco D'Ascenzo  
 Senior Counsel  
 139 East Fourth Street  
 Cincinnati, OH 45201  
 (513) 419-1852 Fax: (513) 419-1846

**ACCOUNTING FORMS TO**  
 Danielle Weatherston  
 Accounting Manager  
 4580 Olympic Blvd  
 Erlanger, KY 41018

**SEND COMPLAINTS TO**  
 Marlis Peterson  
 644 Linn Street  
 Cincinnati, OH 45203

<p><b>ID: 300</b>  <b>Kentucky Power Company</b>                  855 Central Avenue, Suite 200                  Ashland, KY 41101                  (614) 716-3162 Fax: (614) 716-1449</p>	<p><b>A</b></p>	<p><b>MANAGER</b>                  Matthew J Satterwhite                  President &amp; COO                  101 A Enterprise Drive                  P. O. Box 5190                  Frankfort, KY 40602-7006                  (502) 696-7007 Fax: (614) 716-1449</p>
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Comments: Accounting contact modified per 3/4/2010 notice. Company name changed from American Electric Power per Legal 10/30/2012. Changed Accounting contact per 2014 GOR. Changed Manager contact per 1/4/2017 notice. Changed physical company address record and Correspondence contact address per 2/3/2017 notice.

**SEND CORRESPONDENCE TO**  
 Ranie Wohnhas  
 Managing Director, Reg & Finance  
 855 Central Avenue, Suite 200  
 Ashland, KY 41101  
 (606) 327-2605 Fax: (606) 327-2616

**ACCOUNTING FORMS TO**  
 Jerri L Ruggiero  
 Manager Regulated Accounting  
 1 Riverside Plaza, 26th Floor  
 Columbus, OH 43215  
 (614) 716-2674 Fax: (614) 716-1449

<p><b>ID: 400</b>  <b>Kentucky Utilities Company</b>                  220 W. Main Street                  P. O. Box 32010                  Louisville, KY 40232-2010                  (502) 627-4830 Fax: (502) 627-4030</p>	<p><b>A</b></p>	<p><b>MANAGER</b>                  Victor A Staffieri                  President                  220 W. Main Street                  P. O. Box 32010                  Louisville, KY 40232-2010</p>
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Comments: Manager contact changed per letter of 8/30/2007. Moved Bellar to Correspondence contact and added Staffieri to Manager contact 11/4/2009. Correspondence contact changed per correspondence dated 1/31/2013. Added Accounting contact per 2013 GOR. Changed Correspondence contact per 12/14/2015

**SEND CORRESPONDENCE TO**  
 Robert Conroy  
 VP - State Regulation and Rates  
 220 W. Main Street  
 P. O. Box 32010  
 Louisville, KY 40202  
 (502) 627-4830 Fax: (502) 627-4030

NAME & ADDRESS - PRINCIPAL OFFICE	CLASS	MANAGER OR OTHER OFFICES
<p><b>ID: 5057030</b>  <b>Jive Communications, Inc.</b>            1275 West 1600 North            Orem, UT 84057            (801) 426-5782 Fax: (866) 372-5429</p> <p>Comments: Established per 8/13/2013 Application for authority to operate as a Fixed VoIP Provider. Changed address and contacts per 2013 GOR. Changed address per 6/18/2014 information from KSOS. Created Active Date per Comment info 5/27/2016</p>	B	<p><b>SEND CORRESPONDENCE TO</b>            Michael Sharp            COO            1275 West 1600 North            Orem, UT 84057            (801) 426-5782 Fax: (801) 372-5429</p> <p><b>ACCOUNTING FORMS TO</b>            Mark G Lammert            Tax Preparer            c/o Compliance Solutions, Inc.            242 Rangeline Road            Longwood, FL 32750            (407) 260-1011 Fax: (407) 260-1033</p>
<p><b>ID: 5057380</b>  <b>Kentucky Communications Network Authority</b>            Capitol Annex            Room 456            Frankfort, KY 40601            (502) 782-9549 Fax: (502) 564-6785</p> <p>Comments: Established per 11/6/2015 notice of intent to operate as a CLEC. Created Active Date per Comment info 5/27/2016</p>	D	<p><b>SEND CORRESPONDENCE TO</b>            Doug Hendrix            Capitol Annex            Room 456            Frankfort, KY 40601            (502) 782-9549 Fax: (502) 564-6785</p> <p><b>SEND COMPLAINTS TO</b>            Mike Hayden            Capitol Annex            Room 456            Frankfort, KY 40601            (502) 782-9549 Fax: (502) 564-6785</p>
<p><b>ID: 5056590</b>  <b>Kentucky Hearing and Telephone Corporation d/b/a Kentucky</b>            5070 Mark IV Parkway            Fort Worth, TX 76106            (817) 838-1800 Fax: (817) 838-1821</p> <p>Comments: Established per 7/23/2010 tariff and application for authority to operate as a CLEC and Long Distance provider. Accounting contact added per 2011 GOR. Contacts updated per 1/30/2014 Info Form.</p>	D	<p><b>MANAGER</b>            Michael Hatfield            President of Operations            5070 Mark IV Parkway            Brownsville, TX 78526            (817) 509-1228 Fax: (817) 838-1821</p> <p><b>ACCOUNTING FORMS TO</b>            Dana Hoyle            Regulatory Consultant            5070 Mark IV Parkway            Fort Worth, TX 76106</p> <p><b>SEND COMPLAINTS TO</b>            Michael Hatfield            President of Operations            5070 Mark IV Parkway            Fort Worth, TX 76016            (817) 509-1228 Fax: (817) 838-1821</p>
<p><b>ID: 5055550</b>  <b>KY Backhaul Transmission Networks, LLC</b>            2220 University Drive            Newport Beach, CA 92660</p> <p>Comments: Established per 3/16/2007 filing. Address changed 8/1/2008 per Information Form. Correspondence updated per 3/14/2011 Telecom Info Form. Contacts updated per 3/11/2013 Info Form. Address and contacts changed per 2013 GOR. Complaint Contact updated per 3/31/2015 Info Form. Formerly Mobilite, LLC; Name changed 5/17/2016 per</p>	D	<p><b>MANAGER</b>            Jim Grass            Vice President, Corporate Counsel            2220 Univeristy Drive            Newport Beach, CA 92660            (949) 717-6020 Fax: (949) 274-7556</p> <p><b>SEND CORRESPONDENCE TO</b>            Chester Bragado            Accounting Manager            2220 University Drive            Newport Beach, CA 92660            (949) 515-1500 Fax: (949) 274-7556</p>





**Franchise Bond**

KNOW ALL PERSONS BY THESE PRESENTS: That we KY Backhaul Transmission Networks, LLC, a corporation duly organized under the laws of the State of Delaware, as Principal and The Hanover Insurance Company, as Surety, are held and firmly bound unto Louisville-Jefferson County Metro Department of Public Works as Obligee, in the amount of One Million and 00/100 Dollars (\$1,000,000.00) for the payment of which, well and truly to be made, we bind ourselves, our heirs, executors, administrators, successors and assigns, jointly and severally, firmly by these presents, the liability of the Surety being limited to the penal sum of this bond regardless of the number of years the bond is in effect.

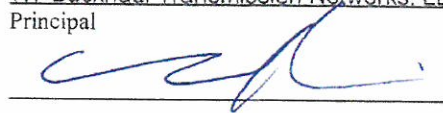
WHEREAS the above bound Principal contemplates constructing communications facilities in the public right of way within the jurisdiction of said Obligee, and that has been issued a license/permit by said Obligee for this purpose. The above mentioned license/permit sets forth the terms and conditions which govern the access and use of the right of way and said license/permit is hereby specifically referred to and made part of this bond, with like force and effect as if herein at length set forth.

NOW, THEREFORE, if the principal does and shall well and truly observe, perform, fulfill, and keep its obligations as set forth in the above mentioned license/permit, then this obligation is void otherwise to remain in full force and effect unless cancelled as set forth below:

1. It shall be a condition precedent to any right of recovery hereunder that, in the event of any default on the part of the Principal, a written statement of the particular facts of such default shall be, within Thirty (30) days, delivered to Surety at its Home Office located at 440 Lincoln Street, Worcester, MA 01653 by registered mail to the Surety and the Surety shall not be obligated to perform Principals obligation until sixty (60) days after Surety's receipt of such statement.
2. The surety may cancel this bond at any time by giving Thirty (30) days notice, by registered mail or overnight courier service to 444 South 5th Street, Suite 200, Metro Development Center Louisville, KY 40202 (Obligee).
3. No action, suit, or proceeding shall be maintained against the Surety on this bond unless the action is brought within twelve (12) months of the cancellation date of this bond.
4. Regardless of the number of years this bond may be renewed; in no event shall the liability of the Surety exceed the penal sum of this bond.
5. It is understood that the non-renewal of this bond by the Surety, or failure or inability of the Principal to file a replacement bond shall not constitute a loss recoverable by the Obligee under this bond.

Signed, sealed, and witnessed this 24th day of April, 2017.

KY Backhaul Transmission Networks, LLC  
Principal



[Signature]  
Witness

The Hanover Insurance Company  
Surety

[Signature]  
Daniel Huckabay, Attorney-in-Fact

[Signature]  
Witness Karen Ritto



# California All-Purpose Certificate of Acknowledgment

A notary public or other officer completing this certificate verifies only the identity of the individual who signed the document to which this certificate is attached, and not the truthfulness, accuracy, or validity of that document.

State of California

County of Orange

s.s.

On May 2, 2017 before me, Lara Braish, Notary Public

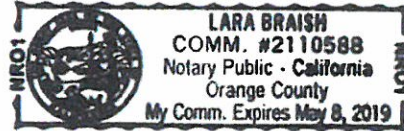
personally appeared Christos Karmis

who proved to me on the basis of satisfactory evidence to be the person(s) whose name(s) is/are subscribed to the within instrument and acknowledged to me that he/she/they executed the same in his/her/their authorized capacity(ies), and that by his/her/their signature(s) on the instrument the person(s), or the entity upon behalf of which the person(s) acted, executed the instrument.

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

WITNESS my hand and official seal.

Lara Braish



OPTIONAL INFORMATION

## Description of Attached Document

The preceding Certificate of Acknowledgment is attached to a document titled/for the purpose of \_\_\_\_\_

containing \_\_\_\_\_ pages, and dated \_\_\_\_\_

The signer(s) capacity or authority is/are as:

- Individual(s)
- Attorney-in-fact
- Corporate Officer(s) \_\_\_\_\_

- Guardian/Conservator
- Partner - Limited/General
- Trustee(s)
- Other: \_\_\_\_\_

representing: \_\_\_\_\_

## Method of Signer Identification

Proved to me on the basis of satisfactory evidence:

- form(s) of identification
- credible witness(es)

Notarial event is detailed in notary journal on:

Page # \_\_\_\_\_ Entry # \_\_\_\_\_

Notary contact: \_\_\_\_\_

Other

- Additional Signer
- Signer(s) Thumbprints(s)

\_\_\_\_\_

# ACKNOWLEDGMENT

A notary public or other officer completing this certificate verifies only the identity of the individual who signed the document to which this certificate is attached, and not the truthfulness, accuracy, or validity of that document.

State of California  
County of Orange

On April 24, 2017 before me, Karen L. Ritto, Notary Public  
(insert name and title of the officer)

personally appeared Daniel Huckabay  
who proved to me on the basis of satisfactory evidence to be the person(s) whose name(s) is/~~are~~  
subscribed to the within instrument and acknowledged to me that he/~~she/they~~  
his/~~her/their~~ authorized capacity(~~ies~~), and that by his/~~her/their~~ signature(s) on the instrument the  
person(s), or the entity upon behalf of which the person(s) acted, executed the instrument.

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

WITNESS my hand and official seal.

Signature  (Seal)  
Karen L. Ritto



**THE HANOVER INSURANCE COMPANY  
MASSACHUSETTS BAY INSURANCE COMPANY  
CITIZENS INSURANCE COMPANY OF AMERICA**

**POWER OF ATTORNEY**

**THIS Power of Attorney limits the acts of those named herein, and they have no authority to bind the Company except in the manner and to the extent herein stated.**

**KNOW ALL PERSONS BY THESE PRESENTS:**

That THE HANOVER INSURANCE COMPANY and MASSACHUSETTS BAY INSURANCE COMPANY, both being corporations organized and existing under the laws of the State of New Hampshire, and CITIZENS INSURANCE COMPANY OF AMERICA, a corporation organized and existing under the laws of the State of Michigan, (hereinafter individually and collectively the "Company") does hereby constitute and appoint,

**Daniel Huckabay, Arturo Ayala, Dwight Reilly, Drew Ebright, Andrew Waterbury, Michael Castaneda and/or Shaunna Rozelle Ostrom**

Of **Commercial Surety Bond & Insurance Agency Inc., of Orange, CA** each individually, if there be more than one named, as its true and lawful attorney(s)-in-fact to sign, execute, seal, acknowledge and deliver for, and on its behalf, and as its act and deed any place within the United States, any and all surety bonds, recognizances, undertakings, or other surety obligations. The execution of such surety bonds, recognizances, undertakings or surety obligations, in pursuance of these presents, shall be as binding upon the Company as if they had been duly signed by the president and attested by the secretary of the Company, in their own proper persons. Provided however, that this power of attorney limits the acts of those named herein, and they have no authority to bind the Company except in the manner stated and to the extent of any limitation stated below:

**Any such obligations in the United States, not to exceed Twenty Five Million and No/100 (\$25,000,000) in any single instance**

That this power is made and executed pursuant to the authority of the following Resolutions passed by the Board of Directors of said Company, and said Resolutions remain in full force and effect:

RESOLVED: That the President or any Vice President, in conjunction with any Vice President, be and they hereby are authorized and empowered to appoint Attorneys-in-fact of the Company, in its name and as it acts, to execute and acknowledge for and on its behalf as surety, any and all bonds, recognizances, contracts of indemnity, waivers of citation and all other writings obligatory in the nature thereof, with power to attach thereto the seal of the Company. Any such writings so executed by such Attorneys-in-fact shall be binding upon the Company as if they had been duly executed and acknowledged by the regularly elected officers of the Company in their own proper persons.

RESOLVED: That any and all Powers of Attorney and Certified Copies of such Powers of Attorney and certification in respect thereto, granted and executed by the President or Vice President in conjunction with any Vice President of the Company, shall be binding on the Company to the same extent as if all signatures therein were manually affixed, even though one or more of any such signatures thereon may be facsimile. (Adopted October 7, 1981 – The Hanover Insurance Company; Adopted April 14, 1982 – Massachusetts Bay Insurance Company; Adopted September 7, 2001 – Citizens Insurance Company of America)

IN WITNESS WHEREOF, THE HANOVER INSURANCE COMPANY, MASSACHUSETTS BAY INSURANCE COMPANY and CITIZENS INSURANCE COMPANY OF AMERICA have caused these presents to be sealed with their respective corporate seals, duly attested by two Vice Presidents, this 30<sup>th</sup> day of **November, 2016**.



THE HANOVER INSURANCE COMPANY  
MASSACHUSETTS BAY INSURANCE COMPANY  
CITIZENS INSURANCE COMPANY OF AMERICA

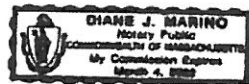
*Robert Thomas*  
Robert Thomas, Vice President

THE HANOVER INSURANCE COMPANY  
MASSACHUSETTS BAY INSURANCE COMPANY  
CITIZENS INSURANCE COMPANY OF AMERICA

*J. Michael Pate*  
J. Michael Pate, Vice President

THE COMMONWEALTH OF MASSACHUSETTS )  
COUNTY OF WORCESTER ) ss.

On this 30<sup>th</sup> day of **November, 2016** before me came the above named Vice Presidents of The Hanover Insurance Company, Massachusetts Bay Insurance Company and Citizens Insurance Company of America, to me personally known to be the individuals and officers described herein, and acknowledged that the seals affixed to the preceding instrument are the corporate seals of The Hanover Insurance Company, Massachusetts Bay Insurance Company and Citizens Insurance Company of America, respectively, and that the said corporate seals and their signatures as officers were duly affixed and subscribed to said instrument by the authority and direction of said Corporations.



*Diane J. Marino*  
Diane J. Marino, Notary Public  
My Commission Expires March 4, 2017

I, the undersigned Vice President of The Hanover Insurance Company, Massachusetts Bay Insurance Company and Citizens Insurance Company of America, hereby certify that the above and foregoing is a full, true and correct copy of the Original Power of Attorney issued by said Companies, and do hereby further certify that the said Powers of Attorney are still in force and effect.

GIVEN under my hand and the seals of said Companies, at Worcester, Massachusetts, this 24<sup>th</sup> day of **April, 2017**

CERTIFIED COPY

*Thomas G. Martens*  
Thomas G. Martens, Vice President



Wells Fargo  
San Francisco, 94163

Check Number [REDACTED]  
Check Date 4/12/2017  
11-24/1210



Mobilitie Services, LLC  
2220 University Dr, Newport Beach CA 92660

**Pay Exactly**

ONE THOUSAND AND 00/100\*\*\*\*\*

**\$\*\*\*\*\*1,000.00**

Void 180 days from issue

TO  
THE  
ORDER  
OF

Louisville Metro  
444 S 5th Street  
Louisville KY 40202

BORDER CONTAINS MICROPRINTING



Payor: Mobilitie Services, LLC  
Vendor: 126263 Louisville Metro

Check Date: 4/12/2017

Check No: [REDACTED]

Invoice Date	Invoice Number or Description	Gross Amount	Net Amount
04/11/17	04/11/2017 Franchise Filing Fee	1,000.00	1,000.00
<b>Check Total</b>		<b>1,000.00</b>	<b>1,000.00</b>