BEFORE THE NEBRASKA PUBLIC SERVICE COMMISSION

In the Matter of the Joint	()	Application No. C-5002
Application of Crown Castle)	
Fiber, LLC, and Crown Castle NG)	
Central, LLC, of Canonsburg,)	
Pennsylvania, seeking approval)	
of a Pro Forma Consolidation)	ORDER GRANTING APPLICATION
and Acquisition of Customers)	
and Certain Assets, including)	
the Certificate of Public)	
Convenience and Necessity, of)	
Crown Castle NG Central, LLC.	,) ·	Entered: October 16, 2018

BY THE COMMISSION:

On August 31, 2018, an application was jointly filed with the Nebraska Públic Service Commission ("Commission") by Crown Castle Fiber LLC ("Crown Fiber"), of New York, NY, and Crown Castle NG Central LLC ("CCNG-Central") of Canonsburg, PA (collectively "Applicants"), seeking approval for Crown Fiber to acquire the customers and certain assets of CCNG-Central. These assets include CCNG-Central's Certificate of Public Convenience and Necessity, as well as customer contracts now held by Crown Fiber.

Notice of the application was published in The Daily Record, Omaha, Nebraska, on September 6, 2018. No protests were filed; therefore, this application is processed pursuant to the Commission's Rule of Modified Procedure.

OPINION AND FINDINGS

The Parties:

Both applicants are indirect, wholly owned subsidiaries of a parent company, Crown Castle International Corp. ("CCIC"), a publicly traded corporation incorporated under the laws of the State of Delaware. The purpose of this application is to facilitate a series of intracompany transactions intended to simplify CCIC's corporate structure.

Crown Fiber is a New York limited liability company formed on December 24, 2001. Crown Fiber has been authorized by the Secretary of State to operate in Nebraska as a foreign corporation. CCNG-

Application No. C-5002

Page 2

Central is a Delaware limited liability company. Both parties' corporate headquarters are located in Houston, Texas.

Crown Fiber is not currently authorized to provide telecommunications services in Nebraska; however, CCNG-Central is authorized to provide non-switched local transport service in Nebraska, pursuant to the order granted on October 28, 2014 in Commission Docket No. C-4700.

Description of the Transaction:

The Applicants propose a pro forma consolidation of CCNG-Central into Crown Fiber. Upon completion of this consolidation, CCNG-Central will cease to exist and Crown Fiber will continue fiber-based services CCNG-Central's to wholesale customers pursuant to the same contracts and other service arrangements as those customers currently have with CCNG-Central. Under this consolidation, Crown Fiber will acquire the customers and certain assets of CCNG-Central, including Certificate of Public Convenience and Necessity, issued ÑΟ. C-4700. Ūpon completion οf Commission Docket the consolidation, Crown Fiber will be a direct, wholly owned subsidiary of Crown Castle Fiber Holdings Corp., a Delaware Corporation. Diagrams depicting the current and proposed corporate structure were attached to the application as Exhibit E.

The Applicants state that this transition will be seamless and will not result in any change to customers' rates, terms, or conditions of service, and that customers will be notified of the consolidation pursuant to their contracts. A copy of the proposed customer notice was attached to the application as Exhibit F.

The Applicants state that this transaction is in the public interest, as it will simplify CCIC's existing corporate structure and reduce its reporting and accounting burdens and provide other operational efficiencies. The Applicants state that Crown Fiber will continue to provide high-quality services without interruption, and that the reorganization will allow the corporation to keep its costs low. The Applicants state their intention to complete the *pro forma* consolidation no later than December 31, 2018.

Based upon the evidence presented, the Commission finds the application to be fair and reasonable and in the public interest. The application should be granted.

Application No. C-5002

Page 3

ORDER

IT IS THEREFORE ORDERED by the Nebraska Public Service Commission that Application No. C-5002 be, and it is hereby, granted.

IT IS FURTHER ORDERED that the authority granted by the Commission to Crown Castle NG Central LLC remain in effect until such time as the *pro forma* consolidation is completed, at which time the authority shall be held by Crown Castle Fiber LLC.

MADE AND ENTERED at Lincoln, Nebraska, this 16th day of October, 2018.

NEBRASKA PUBLIC SERVICE COMMISSION

COMMISSIONERS CONCURRING:

Chair

ATTEST:

Executive Director

//s//Frank E. Landis
//s//Mary Ridder