PUBLIC VERSION - TRADE SECRET INFORMATION EXTRACTED

Morgan Lewis

Andrew D. Lipman
Danielle Burt
Leetal Weiss
andrew.lipman@morganlewis.com
danielle.burt@morganlewis.com
leetal.weiss@morganlewis.com

February 23, 2023

Via Alternative E-File and Overnight Courier

Reece McAlister, Executive Secretary
Georgia Public Service Commission
244 Washington Street, S.W.
Atlanta, GA 30334

Re: Application of CNS Networks LLC for a Certificate of Authority to Construct or Operate a Telephone Line, Plant, or System

Dear Mr. McAlister:

On behalf of CNS Networks LLC ("Applicant") enclosed for electronic filing with the Commission is the above-referenced Application. Pursuant to GA. Comp. R. & Regs. r. 515-3-1.11, Applicant respectfully requests trade secret protection of **TRADE SECRET Exhibit E, "Financial Information of Applicant"** (the "Trade Secret Exhibit") to the Application, submitted as Trade Secret attachment in the Alternative e-File system. The Trade Secret Exhibit contains business and financial information that is trade secret confidential, sensitive, and proprietary. Therefore, Applicant respectfully requests that the Commission protect the Trade Secret Exhibit as trade secret and not release it to the public without its express consent (except as provided for under GA. Comp. R. & Regs. r. 515-3-1.11). In support, Applicant encloses a copy of the Request for Trade Secret Treatment supported by an affidavit.

Applicant is sending one copy of the Application, Trade Secret Exhibit, and Request for Trade Secret Treatment to the Commission via overnight courier. Please date-stamp the enclosed extra copy of this letter transmitting the Trade Secret Exhibit and Request for Trade Secret Treatment and return it in the envelope provided.

Please acknowledge receipt and acceptance of this filing. Should you have any questions concerning this filing, please do not hesitate to contact the undersigned.

Respectfully submitted,

/s/ Danielle Burt

Andrew D. Lipman
Danielle Burt
Leetal Weiss

Counsel for CNS Networks LLC

Morgan, Lewis & Bockius LLP

1111 Pennsylvania Avenue, NW
Washington, DC 20004
United States

T +1.202.739.3000
F +1.202.739.3001

Georgia Public Service Commission
244 WASHINGTON STREET, SW
ATLANTA GEORGIA 30334-5701

APPLICATION FOR CERTIFICATE OF AUTHORITY
TO CONSTRUCT OR OPERATE TELEPHONE LINE, PLANT, OR SYSTEM

I. APPLICANT ADDRESS

NAME OF COMPANY **CNS Networks LLC**

ADDRESS: STREET **2595 Canyon Blvd. Suite 400**

CITY **Boulder** STATE **CO** ZIP CODE **80302**

TEL. NO. **(720) 510-8326** FAX NO.

EMPLOYEE DESIGNATED TO RECEIVE AND RESPOND TO COMMISSION REQUESTS:

NAME **Bill Beans, Jr.** TEL. NO. **(720) 510-8326**

TITLE **Co-Founder and CEO** FAX NO.

E-MAIL **legalrequests@congruex.com**

EMPLOYEE ADDRESS (*IF DIFFERENT FROM ABOVE*):

STREET _____

CITY _____ STATE _____ ZIP CODE _____

NOTE: FAILURE TO NOTIFY THE COMMISSION, IN WRITING, WHEN THERE IS A CHANGE IN THE CONTACT PERSON OR ADDRESS(ES) LISTED IN THIS APPLICATION WILL RESULT IN CANCELLATION OF THE APPLICATION OR SUBSEQUENT CERTIFICATE.

II. ATTORNEY OR AGENT ADDRESS

IF APPLICANT IS NOT A GEORGIA CORPORATION, GIVE NAME AND ADDRESS OF AN ATTORNEY OR AGENT IN THE STATE OF GEORGIA UPON WHOM PROCESS MAY BE SERVED IN ANY SUIT AGAINST APPLICANT.

NAME _____

NAME OF FIRM CT Corporation System

ADDRESS: STREET 289 S. Culver St

CITY Lawrenceville STATE GA ZIP CODE 30046

TEL. NO. (770) 870-1912 FAX NO. ( )

III. ORGANIZATION

1. TYPE OF ORGANIZATION: (CHECK ONE)

   [X] LLC

   [ ] INDIVIDUAL

   [ ] PARTNERSHIP

   [ ] CORPORATION

   [ ] MUTUAL OR COOPERATIVE (INC./UNINC.)

   [ ] OTHER (SPECIFY): _____

2. IF APPLICANT IS A CORPORATION OR LIMITED PARTNERSHIP, INSERT THE SEVEN-DIGIT CONTROL NUMBER FROM "CERTIFICATE OF AUTHORITY TO TRANSACT BUSINESS" ISSUED BY THE SECRETARY OF STATE OF THE STATE OF **GEORGIA.**

   CONTROL NUMBER: 22266465

   ATTACH A COPY OF GEORGIA SECRETARY OF STATE CERTIFICATE, MARKED **EXHIBIT A**.

3. IF APPLICANT IS A CORPORATION, ATTACH COPY OF CHARTER, MARKED **EXHIBIT B**. ALSO ATTACH A LIST OF ALL DIRECTORS AND PRINCIPAL STOCKHOLDERS WITH THE NUMBER OF SHARES HELD BY EACH, **(see below)**, AND GIVE NAME AND ADDRESSES OF THE FOLLOWING OFFICERS:

   Applicant is a Delaware limited liability company (rather than a corporation) and provides a copy of its formation and name change documents as Exhibit B. Applicant is wholly owned by Congruex Group LLC, which is in turn directly and indirectly owned by three intermediate companies (Congruex Intermediate III LLC, Congruex Intermediate II LLC, Congruex Intermediate Parent LLC). Applicants' ultimate parent is Congruex LLC. Applicant, Congruex Group, LLC, the three intermediate companies and Congruex LLC are headquartered at 2595 Canyon Blvd., Suite 400, Boulder, CO 80302. Congruex LLC was formed in late 2017 by industry executives, Bill Beans and Kevin O'Hara, in partnership with Crestview Partners ("Crestview"), a private equity firm focused on middle market that manages fund with over nine billion dollars of aggregate capital commitments.

   Applicant is a single member-managed limited liability company. The following individuals are officers of Applicant's ultimate parent, Congruex LLC.

   PRESIDENT, CEO **Bill Beans, Jr.** ADDRESS **2595 Canyon Blvd., Suite 400 Boulder, CO 80302**

   EX. CHAIRMAN **Kevin O'Hara** ADDRESS **2595 Canyon Blvd., Suite 400 Boulder, CO 80302**

   CHIEF FINANCIAL OFFICER **Neel Dev** ADDRESS **2595 Canyon Blvd., Suite 400 Boulder, CO 80302**

   CHIEF OPERATING OFFICER **David Howson** ADDRESS **2595 Canyon Blvd., Suite 400 Boulder, CO 80302**

   CHIEF INFORMATION OFFICER **Rob Reynolds** ADDRESS **2595 Canyon Blvd., Suite 400 Boulder, CO 80302**

   STATE AND DATE OF INCORPORATION: STATE **Delaware** DATE **August 23, 2019**

4. IF APPLICANT IS A PARTNERSHIP OR COOPERATIVE, PROVIDE AN ATTACHMENT, MARKED EXHIBIT ___, WITH NAMES AND ADDRESSES OF PARTNERS, OFFICERS OR MEMBERS. **Not applicable.**

5. IF APPLICANT IS A SUBSIDIARY, PARENT, OR AFFILIATE OF ANY OTHER COMPANY, REGARDLESS OF TYPE OR INDUSTRY, PROVIDE A CHART, MARKED **EXHIBIT C**, SHOWING THE RELATIONSHIPS BETWEEN THE APPLICANT AND ALL AFFILIATED COMPANIES. **See Exhibit C.**

IV. EXISTING AUTHORITY

1. DOES THE APPLICANT OR ANY AFFILIATE PRESENTLY HAVE AN EXISTING CERTIFICATE(S) OF AUTHORITY ISSUED BY THE GEORGIA PUBLIC SERVICE COMMISSION?

[**X**] NO

[ ] YES

IF YES, CHECK CERTIFICATE TYPE(S) AND INSERT CERTIFICATE NUMBERS:

[ ] COMPETITIVE LOCAL EXCHANGE SERVICE (CLEC): L-____

[ ] RESELLER OF LONG DISTANCE (RESALE): R -____

[ ] ALTERNATE OPERATOR SERVICE (AOS): A-____

[ ] INSTITUTIONAL TELECOMMUNICATIONS SERVICE (ITS): P-____

[ ] PAYPHONE SERVICE PROVIDER (PSP): ____

[ ] AUTOMATIC DIALING AND ANNOUNCING DEVICE (ADAD): ____

[ ] TELEPHONE SERVICE OBSERVING EQUIPMENT (TSOE): ____

2. A) DOES THE APPLICANT OR ANY AFFILIATE PRESENTLY HAVE CERTIFICATE AUTHORITY IN ANY OTHER STATE OR FEDERAL JURISDICTION(S)?

[ ] NO

[**X**] YES

IF YES, LIST STATES IN WHICH AUTHORITY HAS BEEN GRANTED: **Applicant is authorized to provide telecommunications services Colorado, Minnesota, Nevada, New Mexico, Oregon and Wisconsin. In addition, Applicant's parent, Congruex Group LLC, is authorized to provide telecommunications services in Ohio.**

B) DOES THE APPLICANT OR ANY AFFILIATE PRESENTLY HAVE PENDING APPLICATIONS IN ANY OTHER STATE OR FEDERAL JURISDICTION(S)?

[ ] NO

[**X**] YES

IF YES, LIST STATES IN WHICH APPLICATIONS ARE PENDING: **Applicant has pending applications in Arizona, California, and Florida.**

C) HAS THE APPLICANT BEEN DENIED CERTIFICATION IN ANY JURISDICTION?

[**X**] NO

[ ] YES

IF YES, WHICH STATE(S) OR JURISDICTION(S)? _____

ATTACH A COPY OF THE ORDER(S) DENYING CERTIFICATION.

V. INTEREXCHANGE SERVICE

1. WHAT CUSTOMER CLASS(ES) DOES THE APPLICANT PROPOSE TO SERVE (CHECK ALL THAT APPLY)?

   [ ] RESIDENTIAL

   [**X**] BUSINESS

   [**X**] OTHER: **Wholesale (e.g., carriers and providers)**

2. WHAT SERVICES WILL THE APPLICANT PROVIDE (CHECK ALL THAT APPLY)?

   [ ] MESSAGE TELECOMMUNICATIONS SERVICE (MTS)/ DIRECT DISTANCE DIALING (DDD)

   [ ] WIDE AREA TELECOMMUNICATIONS SERVICE (WATS)

   [**X**] PRIVATE LINE

   [ ] CALLING CARD

   [ ] TRAVEL CARD

   [ ] DEBIT OR PRE-PAID CARD (PROVIDE A WORKING DEBIT CARD WITH APPLICATION MATERIALS)

   [ ] TOLL LINE (GENERALLY ONLY APPLIES TO INCUMBENT LOCAL EXCHANGE CARRIERS)

   [ ] OTHER:_____

3. IF PROVIDING TOLL LINE SERVICE, ANSWER THE FOLLOWING:

   (A) EXCHANGES BETWEEN WHICH TOLL LINE OPERATES: _____

   _____

   (B) NAME OF ALL EXCHANGES WHICH RECEIVE INTEREXCHANGE SERVICE THROUGH THIS TOLL LINE:

   _____

   (C) LOCATION OF TOLL STATIONS, IF ANY: _____

   (D) TOTAL LENGTH OF LINE INCLUDING SPURS: _____

   (E) GENERAL ROUTE OF TOLL LINE: _____

4. TARIFFS FOR INTEREXCHANGE SERVICES ARE NO LONGER REQUIRED. DOES THE COMPANY WISH TO MAINTAIN AN INTEREXCHANGE SERVICES TARIFF WITH THE GEORGIA PUBLIC SERVICE COMMISSION?

   [**X**] NO

   [ ] YES

   IF YES, ATTACH AN **INTEREXCHANGE SERVICES TARIFF**, MARKED EXHIBIT ___, WHICH INCLUDES THE RATES, TERMS, AND CONDITIONS FOR ALL SERVICES.

5. AN ACCESS SERVICES TARIFF MUST BE FILED WITH THE GEORGIA PUBLIC SERVICE COMMISSION IN ORDER TO PROVIDE ACCESS SERVICES (SEE O.C.G.A. § 46-5-166(e)). DOES THE COMPANY INTEND TO PROVIDE ACCESS SERVICES?

   [**X**] NO

   [ ] YES

   IF YES, ATTACH AN **ACCESS SERVICES TARIFF**, MARKED EXHIBIT ___, WHICH INCLUDES THE RATES, TERMS, AND CONDITIONS FOR ALL SERVICES.

VI. FACILITIES-BASED SERVICE

1. IF AUTHORITY SOUGHT IS FACILITIES-BASED, ANSWER THE FOLLOWING:

A) AUTHORITY REQUESTED (CHECK ALL THAT APPLY):

[**X**] CONSTRUCTION OF NEW FACILITIES

[**X**] ACQUISITION OF FACILITIES (LEASE OR PURCHASE)

[**X**] PRIVATE LINE SERVICE

B) IF ACQUIRING FACILITIES FROM ANOTHER CARRIER, PLEASE PROVIDE DESCRIPTION AND MAPS.

Applicant has no current plans to acquire facilities from another carrier, although it may lease dark fiber or lit facilities from another carrier in Georgia in the future.

C) DO YOU CURRENTLY HAVE FACILITIES DEPLOYED IN GEORGIA?

[**X**] NO

[ ] YES

IF YES:

PLEASE PROVIDE MAPS INDICATING THE LOCATION(S) OF FACILITIES (E.G., SWITCHES, FIBER, ETC.). HOW ARE THESE FACILITIES CURRENTLY BEING UTILIZED?

_____

_____

_____

_____

D) WHAT FACILITIES DO YOU PROPOSE TO DEPLOY IN GEORGIA? (PROVIDE DESCRIPTION AND MAPS)

Applicant does not have plans to deploy specific facilities in Georgia at this time. Applicant proposes to build a fiber-based network to support of carrier and enterprise customers in Georgia. Applicant will primarily provide point-to-point telecommunications services such as private line and similar services to wholesale customers (e.g., other carriers and providers) and enterprise customers. Applicant proposes to provide most of its services using fiber optic cable along with other equipment and facilities to originate, terminate, and amplify signals. Applicant will use existing network infrastructure, including fiber optic lines, poles, conduit, ducts and other access methods, where appropriate to provide its services.

2. PROVIDE BREAKDOWN OF ALL COSTS ASSOCIATED WITH THE FACILITIES TO BE DEPLOYED IN GA.

Because Applicant does not have specific plans to deploy facilities in Georgia at this time, it cannot provide a breakdown of such costs at this time. The costs to deploy facilities will depend on construction required to meet a particular customer's needs.

VII. TECHNICAL CAPABILITY

1. PROVIDE RESUMES AND/OR PROFILES OF THE APPLICANT'S MANAGEMENT TEAM, MARKED **EXHIBIT D**. DESCRIBE EACH TEAM MEMBER'S TECHNICAL QUALIFICATIONS, WHICH INCLUDE ANY RELEVANT WORK EXPERIENCE, EDUCATION, AND TRAINING.

2. DESCRIBE MECHANISM BY WHICH APPLICANT INTENDS TO BILL FOR SERVICES. APPLICANT'S NAME MUST APPEAR ON END-USER'S BILL.

   Applicant's customer billing will be handled internally (and not through a third-party agent) and may be electronic or paper depending on customer's preference. Applicant's name will appear on end-user bills.

3. DETAIL THE PROCESSES BY WHICH THE COMPANY PROPOSES TO HANDLE CUSTOMER SERVICE ORDERS, INQUIRIES, AND COMPLAINTS. CUSTOMER SERVICE MUST OPERATE DURING NORMAL BUSINESS HOURS (i.e., 9:00 AM - 5:00 PM, or similar) MONDAY-FRIDAY; DURING NON-BUSINESS HOURS, CUSTOMERS SHOULD BE ABLE TO LEAVE MESSAGES VIA VOICEMAIL OR A MESSAGE SERVICE. DESCRIBE HOW THE APPLICANT WILL COMPLY WITH THIS REQUIREMENT. LIST TELEPHONE NUMBERS THAT WILL BE USED FOR CUSTOMER SERVICE. APPLICANT MUST PROVIDE A TOLL-FREE NUMBER WHEREUPON INQUIRIES AND COMPLAINTS CAN BE SERVED.

   Customers may contact Applicant at (866) 886-4757 during normal business hours and will be able to leave messages via a voicemail or a message service during non-business hours. Applicant's primary point of contact for customer service is:

   Matt Brouker, General Manager
   CNS Networks LLC
   2595 Canyon Blvd., Suite 400
   Boulder CO 80302
   legalrequests@congruex.com
   (720) 510-8326

4. PLEASE STATE WHETHER THE APPLICANT HAS EXPERIENCED CUSTOMER COMPLAINTS LODGED WITH ANY JURISDICTION'S REGULATORY AGENCY OR ATTORNEY GENERAL'S OFFICE FROM ANY NUMBER OF CUSTOMERS REPRESENTING MORE THAN 0.5% OF ALL CUSTOMERS SERVED BY THE APPLICANT WITHIN SUCH JURISDICTION.

   [**X**] NO

   [ ] YES

   IF YES:

   PLEASE STATE THE NAME (INCLUDING CONTACT PERSON) OF EACH REGULATORY AGENCY OR ATTORNEY GENERAL'S OFFICE, DESCRIBE THE NATURE OF THE COMPLAINTS, EXPLAIN WHETHER AND HOW SUCH COMPLAINTS HAVE BEEN RESOLVED, AND STATE YOUR PLANS TO PREVENT SUCH COMPLAINTS FROM OCCURING AGAIN.

VIII. FINANCIAL CAPABILITY

1. PROVIDE THE MOST RECENT CERTIFIED REPORT ON THE EXAMINATION OF APPLICANT'S FINANCIAL STATEMENTS ALONG WITH BUSINESS PLAN ASSUMPTIONS. IF APPLICANT DOES NOT HAVE CERTIFIED FINANCIAL REPORTS PROVIDE THIS COMMISSION WITH CERTIFIED DOCUMENTATION OF FUNDS TO BE USED FOR CAPITALIZATION.

   For purposes of this Application, Applicant will rely on the financial statements of Congruex LLC to demonstrate Applicant's financial qualification to operate within Georgia. The most recent audited consolidated financial statements of Congruex LLC are provided as TRADE SECRET Exhibit E pursuant to O.C.G.A. § 10-1-760 *et seq* and GA R&R 515-3-1-.11.

2. IS APPLICANT PRESENTLY INVOLVED IN ANY LITIGATION?

   [**X**] NO

   [ ] YES

   IF YES, PLEASE DESCRIBE IN DETAIL: _____

3. DOES THE APPLICANT AGREE TO FILE FINANCIAL REPORTS ON AN ANNUAL BASIS WITH THE COMMISSION AFTER CERTIFICATION IS GRANTED?

   [ ] NO

   [**X**] YES

PUBLIC VERSION - TRADE SECRET INFORMATION EXTRACTED

AFFIDAVIT 1 - VERACITY OF APPLICATION AND AGREEMENT TO COMPLY WITH GEORGIA LAWS AND AGENCY RULES/ORDERS

Name: **Bill Beans Jr.**

Company: **CNS Networks LLC**

Title/Position: **Co-Founder and CEO**

Address: **2595 Canyon Blvd., Suite 400**

Boulder, CO 80302

Tel. No. **(720) 749-2313**

THE INDIVIDUAL NAMED ABOVE (HEREINAFTER, "APPLICANT") PERSONALLY APPEARED BEFORE THE UNDERSIGNED, AN OFFICER DULY AUTHORIZED TO ADMINISTER OATHS. THE APPLICANT, AFTER FIRST BEING DULY SWORN, DEPOSES AND CERTIFIES THAT HE OR SHE HAS READ THE APPLICATION AND KNOWS THE CONTENTS THEREOF, AND THAT THE STATEMENTS MADE HEREIN ARE TRUE TO THE BEST OF HIS OR HER KNOWLEDGE AND BELIEF.

APPLICANT FURTHER AGREES TO ABIDE BY ALL APPLICABLE LAWS UNDER THE STATE OF GEORGIA, AS CODIFIED IN THE OFFICIAL CODE OF GEORGIA ANNOTATED; ALL APPLICABLE RULES AND REGULATIONS OF THE GEORGIA PUBLIC SERVICE COMMISSION; AND ALL FINDINGS, CONCLUSIONS, TERMS, AND CONDITIONS SET FORTH IN PERTINENT COMMISSION ORDERS.

UNDER PENALTIES OF PERJURY, APPLICANT DECLARES THAT THE STATEMENTS MADE IN THE FOREGOING APPLICATION, INCLUDING ACCOMPANYING STATEMENTS AND ATTACHMENTS ARE TRUE, COMPLETE, AND CORRECT. I UNDERSTAND THAT ANY FALSE OR MISLEADING INFORMATION IN, OR IN CONNECTION WITH, MY APPLICATION MAY BE CAUSE FOR DENIAL OR LOSS OF CERTIFICATE.

Signature of Affiant

2/21/23
Date

State of Colorado; County of Boulder

Subscribed and sworn before me this

21 day of February, 20 23.

Cindy M Knaisch
(NOTARY PUBLIC)

commission expires May 10, 2026

(SEAL)

CINDY M KNAISCH
NOTARY PUBLIC
STATE OF COLORADO
NOTARY ID 20224018876
MY COMMISSION EXPIRES MAY 10, 2026

AFFIDAVIT 2 – UNIVERSAL ACCESS FUND

The Applicant hereby acknowledges that participation and compliance with the Universal Access Fund (UAF) requirements developed by the Georgia Public Service Commission, as mandated in the Telecommunications and Competition Act of 1995 (O.C.G.A. □ 46-5-160 and O.C.G.A. □ 46-5-167), will be complied with.

That Applicant further acknowledges that compliance with the requirements of the UAF is necessary to receive and maintain an active Certificate of Authority to provide telecommunications service in Georgia.

The Applicant also agrees to file quarterly reports for quarters subsequent to the effective date of certification including any portion of the quarter when certificated, in conformance with the instructions attached hereto (see "Addendum – Universal Access Fund") with the full understanding that not to do so may result in revocation of this same certificate. This attested to by signature below of proper authorized company official.

CNS Networks LLC
(COMPANY)

(SIGNATURE)

State of Colorado, County of Boulder

Subscribed and sworn before me this

21 day of February 20 23

(NOTARY PUBLIC)

Commission expires May 10, 2026

(SEAL)

CINDY M KNAISCH
NOTARY PUBLIC
STATE OF COLORADO
NOTARY ID 20224018876
MY COMMISSION EXPIRES MAY 10, 2026

AFFIDAVIT 3 – FAMILY VIOLENCE SHELTER CONFIDENTIALITY ACT

Personally appeared before me, an officer duly authorized to administer oaths, **Bill Beans, Jr.** who, after being duly sworn, deposes and says that he or she is **Co-Founder and CEO** of Applicant, certified telephone service provider or directory information provider.

1.

I make this affidavit on the basis of my personal knowledge.

2.

I have read the May 13, 2005 Order and the August 30, 2005 Amendatory Order in Georgia Public Service Commission ("Commission") Docket No. 19553-U, Implementation of Senate Bill 147, the Family Violence Shelter Confidentiality Act of 2004 (O.C.G.A. § 46-5-7). I have also read the Commission Staff Memorandum dated May 1, 2007 (see "Addendum – Family Violence Shelter Confidentiality Act") that summarizes the requirements under O.C.G.A. § 46-5-7 and the Commission orders issued pursuant to that Code Section of providers of telephone service in the State of Georgia or any other entity that publishes, disseminates, or otherwise provides telephone directory information or listings of telephone subscribers in the State of Georgia.

3.

The Applicant agrees that it will satisfy the minimum requirements set forth in the Commission orders and Staff Memorandum referenced in paragraph 2 of this affidavit to protect the confidentiality of the location and address of family violence shelters in the State of Georgia.

4.

Pursuant to O.C.G.A. § 46-5-7, the Applicant submits this affidavit as its plan to protect the confidentiality of the location and address of family violence shelters in the State of Georgia.

FURTHER AFFIANT SAITH NOT.

CNS Networks LLC
(COMPANY)

(SIGNATURE)

State of Colorado, County of Boulder

Subscribed and sworn before me this

21 day of February, 20 23

Cindy M Knaisch
(NOTARY PUBLIC)

Commission expires May 10, 2026

(SEAL)

CINDY M KNAISCH
NOTARY PUBLIC
STATE OF COLORADO
NOTARY ID 20224018876
MY COMMISSION EXPIRES MAY 10, 2026

PUBLIC VERSION - TRADE SECRET INFORMATION EXTRACTED

EXHIBIT A

Georgia Authority to Transact Business

PUBLIC VERSION - TRADE SECRET INFORMATION EXTRACTED

Control Number : 22266465

STATE OF GEORGIA

Secretary of State

Corporations Division
313 West Tower
2 Martin Luther King, Jr. Dr.
Atlanta, Georgia 30334-1530

CERTIFICATE OF AUTHORITY

I, **Brad Raffensperger**, the Secretary of State and the Corporation Commissioner of the State of Georgia, hereby certify under the seal of my office that

CNS NETWORKS LLC
a **Foreign Limited Liability Company**

has been duly formed under the laws of **Delaware** and has filed an application meeting the requirements of Georgia law to transact business as a **Foreign Limited Liability Company** in this state.

WHEREFORE, by the authority vested in me as Secretary of State, the above **Foreign Limited Liability Company** is hereby granted, on **12/22/2022**, a certificate of authority to transact business in the State of Georgia as provided by Title 14 of the Official Code of Georgia Annotated. Attached hereto is a true and correct copy of said application.

WITNESS my hand and official seal in the City of Atlanta and the State of Georgia on **12/29/2022**.

Brad Raffensperger

Brad Raffensperger
Secretary of State

PUBLIC VERSION - TRADE SECRET INFORMATION EXTRACTED

APPLICATION FOR CERTIFICATE OF AUTHORITY

Electronically Filed
Secretary of State
Filing Date: 12/22/2022 12:32:25 PM

BUSINESS INFORMATION

CONTROL NUMBER	22266465
BUSINESS NAME	CNS NETWORKS LLC
BUSINESS TYPE	Foreign Limited Liability Company
EFFECTIVE DATE	12/22/2022
HOME JURISDICTION	Delaware
DURATION	Perpetual
NAME IN HOME STATE	CNS NETWORKS LLC
DATE OF FORMATION IN HOME JURISDICTION	08/23/2019
COMMENCEMENT DATE IN GEORGIA	12/22/2022

PRINCIPAL OFFICE ADDRESS

ADDRESS	2595 Canyon Blvd, Suite 400, Boulder, CO, 80302, USA

RECORDS ADDRESS

ADDRESS	2595 Canyon Blvd, Suite 400, Boulder, CO, 80302, USA

REGISTERED AGENT

NAME	ADDRESS	COUNTY
C T Corporation System	289 S Culver St, Lawrenceville, GA, 30046, USA	Gwinnett

MANAGER(S)

NAME	TITLE	ADDRESS
William Beans, Jr.	MANAGER	2595 Canyon Blvd, Suite 400, Boulder, CO, 80302, USA

AUTHORIZER INFORMATION

AUTHORIZER SIGNATURE	William Beans, Jr.
AUTHORIZER TITLE	Member

The foreign limited liability company undertakes to keep its records at the address shown above until its registration in Georgia is canceled or withdrawn. The foreign limited liability company, in accordance with Title 14 of the Official Code of Georgia Annotated, appoints the Secretary of State as agent for service of process if no agent has been appointed in Georgia or, if appointed, the agent's authority has been revoked or the agent cannot be found or served by the exercise of reasonable diligence.

PUBLIC VERSION - TRADE SECRET INFORMATION EXTRACTED

EXHIBIT B

Formation and Name Change Documents

PUBLIC VERSION - TRADE SECRET INFORMATION EXTRACTED

Delaware

The First State

I, JEFFREY W. BULLOCK, SECRETARY OF STATE OF THE STATE OF DELAWARE, DO HEREBY CERTIFY THE ATTACHED IS A TRUE AND CORRECT COPY OF THE CERTIFICATE OF FORMATION OF "CONGRUEX IMAGING LLC", FILED IN THIS OFFICE ON THE TWENTY-THIRD DAY OF AUGUST, A.D. 2019, AT 3:58 O`CLOCK P.M.

Jeffrey W. Bullock, Secretary of State

7574650 8100
SR# 20196690400

Authentication: 203468357
Date: 08-23-19

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

PUBLIC VERSION - TRADE SECRET INFORMATION EXTRACTED

State of Delaware
Secretary of State
Division of Corporations
Delivered 03:58 PM 08/23/2019
FILED 03:58 PM 08/23/2019
SR 20196690400 - File Number 7574650

CERTIFICATE OF FORMATION

OF

CONGRUEX IMAGING LLC

This Certificate of Formation of Congruex Imaging LLC (the "LLC") has been duly executed as of August 23, 2019, and is being filed by the undersigned, as an authorized person, to form a limited liability company under the Delaware Limited Liability Company Act (6 *Del. C.* §18-201, *et seq.*).

FIRST. The name of the limited liability company formed hereby is Congruex Imaging LLC.

SECOND. The address of the registered office of the LLC in the State of Delaware is 1209 Orange Street, Corporation Trust Center, New Castle County, Wilmington, Delaware 19801.

THIRD. The name and address of the registered agent for service of process on the LCC in the State of Delaware are The Corporation Trust Company, 1209 Orange Street, Corporation Trust Center, New Castle County, Wilmington, Delaware 19801.

IN WITNESS WHEREOF, the undersigned has duly executed this Certificate of Formation as of the date first written above.



By: _____
Name: William Beans, Jr.
Title: Authorized Person

PUBLIC VERSION - TRADE SECRET INFORMATION EXTRACTED
PSC REF#:413624

Public Service Commission of Wisconsin
RECEIVED: 06/14/2021 5:14:31 PM

Delaware

The First State

I, JEFFREY W. BULLOCK, SECRETARY OF STATE OF THE STATE OF DELAWARE, DO HEREBY CERTIFY THE ATTACHED IS A TRUE AND CORRECT COPY OF THE CERTIFICATE OF AMENDMENT OF "CONGRUEX IMAGING LLC", CHANGING ITS NAME FROM "CONGRUEX IMAGING LLC" TO "CONGRUEX NETWORKS LLC ", FILED IN THIS OFFICE ON THE SEVENTH DAY OF APRIL, A.D. 2021, AT 5:46 O`CLOCK P.M.

Jeffrey W. Bullock, Secretary of State

7574650 8100
SR# 20211214385

Authentication: 203300433
Date: 05-26-21

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

PUBLIC VERSION - TRADE SECRET INFORMATION EXTRACTED

STATE OF DELAWARE
CERTIFICATE OF AMENDMENT

1. Name of Limited Liability Company: Congruex Imaging LLC

2. The Certificate of Formation of the limited liability company is hereby amended as follows:

Change name from Congruex Imaging LLC to:

Congruex Networks LLC

IN WITNESS WHEREOF, the undersigned have executed this Certificate on the 7th day of April, A.D. 2021.

By: _____

Authorized Person(s)

Name: William Beans, Jr.

Print or Type

State of Delaware
Secretary of State
Division of Corporations
Delivered 05:46 PM 04/07/2021
FILED 05:46 PM 04/07/2021
SR 20211214385 - File Number 7574650

PUBLIC VERSION - TRADE SECRET INFORMATION EXTRACTED

Delaware

The First State

I, JEFFREY W. BULLOCK, SECRETARY OF STATE OF THE STATE OF DELAWARE, DO HEREBY CERTIFY THE ATTACHED IS A TRUE AND CORRECT COPY OF THE CERTIFICATE OF AMENDMENT OF "CONGRUEX NETWORKS LLC", CHANGING ITS NAME FROM "CONGRUEX NETWORKS LLC" TO "CNS NETWORKS LLC", FILED IN THIS OFFICE ON THE FIFTEENTH DAY OF DECEMBER, A.D. 2021, AT 4:09 O`CLOCK P.M.

Jeffrey W. Bullock, Secretary of State

7574650 8100
SR# 20214107391

Authentication: 202361468
Date: 01-10-22

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

PUBLIC VERSION - TRADE SECRET INFORMATION EXTRACTED

STATE OF DELAWARE
CERTIFICATE OF AMENDMENT

1. Name of Limited Liability Company: Congruex Networks LLC

2. The Certificate of Formation of the limited liability company is hereby amended as follows:

Change name from Congruex Networks LLC to:

CNS Networks LLC

IN WITNESS WHEREOF, the undersigned have executed this Certificate on the 15th day of December, A.D. 2021.

By: _____

Authorized Person(s)

Name: William Beans, Jr.

Print or Type

State of Delaware
Secretary of State
Division of Corporations
Delivered 04:09 PM 12/15/2021
FILED 04:09 PM 12/15/2021
SR 20214107391 - File Number 7574650

PUBLIC VERSION - TRADE SECRET INFORMATION EXTRACTED

Delaware

The First State

I, JEFFREY W. BULLOCK, SECRETARY OF STATE OF THE STATE OF DELAWARE, DO HEREBY CERTIFY "CNS NETWORKS 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 TENTH DAY OF JANUARY, A.D. 2022.

Jeffrey W. Bullock, Secretary of State

7574650 8300

SR# 20214107391

Authentication: 202361469

Date: 01-10-22

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

PUBLIC VERSION - TRADE SECRET INFORMATION EXTRACTED

EXHIBIT C

Ownership Structure of Applicant

PUBLIC VERSION - TRADE SECRET INFORMATION EXTRACTED

Ownership Structure of Applicant

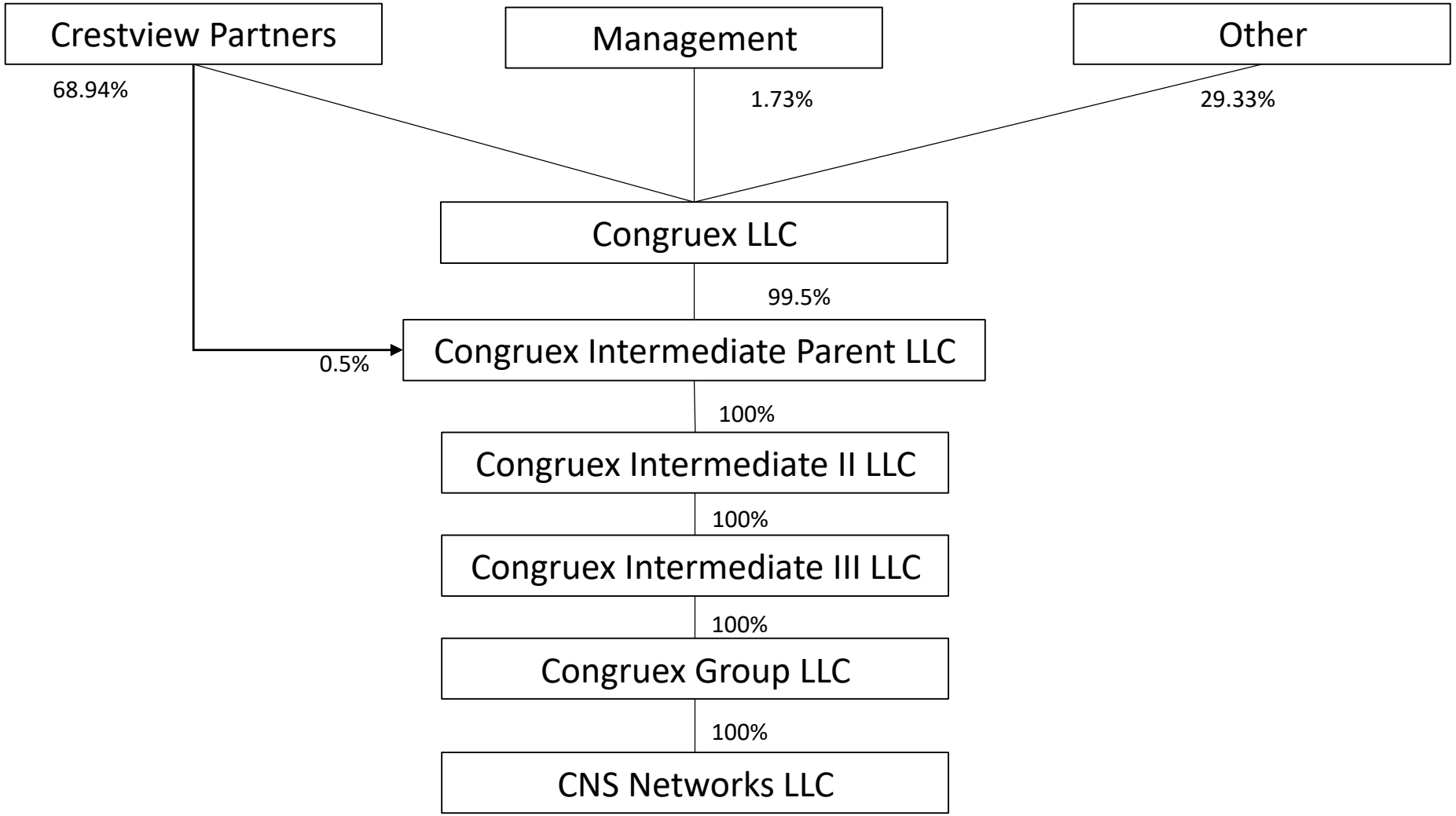


EXHIBIT D

Key Management Personnel Biographies of Applicant's Parent Congruex LLC

Bill Beans, Jr. – President, CEO, and Co-Founder
(720) 510-8326
bill@congruex.com

Mr. Bill Beans, Jr., is the President, CEO, and co-founder of Congruex LLC. Previously, he was the founder, Chairman, and CEO of Open Range Communications, and has served as President of TeleTech Holdings and Director, President, and COO of ICG Communications. Mr. Beans was also Senior Vice President with AT&T Local Services, and he began his career in the construction business working for Peter Kiewit Sons. Mr. Beans holds his Bachelor of Science degree in Construction Engineering from the University of Nebraska – Lincoln.

Kevin O'Hara – Co-Founder and Executive Chairman
(720) 510-8326
kevin@congruex.com

Mr. Kevin O'Hara is Co-Founder and Executive Chairman of Congruex LLC. Previously, he served as President and CEO of Integra Telecom, and he was a co-founder of Level 3 Communications, where he served as its President and Chief Operating Officer. Mr. O'Hara was also President and CEO of MFS Global Network Services, and he started his career in the construction business working for Peter Kiewit Sons. Mr. O'Hara holds his Bachelor of Science degree in Electrical Engineering from Drexel, and holds his MBA from the University of Chicago Booth School of Business.

David Howson – Chief Operating Officer
(720) 510-8326
dhowson@congruex.com

Mr. David Howson is the Chief Operating Officer of Congruex LLC. David brings more than 25 years of leadership and operations to Congruex LLC, including network deployment, customer operations, sales, and transactions, and carries a deep understanding and focus on the telecom industry. Prior to joining Congruex LLC, David spent four years as CEO at Six Degrees Group in London, where he transformed the business from a traditional IT Managed Service Provider to a Cloud & Security Service Provider. Previously, he held various leadership roles at Zayo Group including the International President and Chief Network Officer, President of Sales and Customer Operations, and President of Zayo Bandwidth and Colocation. Prior to Zayo, Mr. Howson had a twelve-year career at Level 3 Communications where he was Group Vice President of Customer Operations and Senior Vice President of Access Management and Operations, M&A Integration, and Network Planning and Deployment. He started his career in the field at Peter Kiewit Sons in Europe.

Neel Dev – Chief Financial Officer
(720) 510-8326
ndev@congruex.com

Mr. Neel Dev is Chief Financial Officer for Congruex. Neel has 25 years of industry experience with a track record of successfully scaling and transforming finance functions at leading infrastructure companies, all the while driving strategic business outcomes and financial results. Prior to Congruex, Neel served as Executive Vice President and Chief Financial Officer at Lumen Technologies (NYSE: LUMN), formerly CenturyLink, and has held various leadership roles within the industry at Level 3 Communications, MCI (now Verizon Business), and MFS Communications. Neel is responsibility for financial planning, accounting, tax, treasury, investor relations, procurement, and supply chain management. He holds a bachelor's degree in mathematics from the University of Delhi (India) and an MBA from the University of Arizona. He is a CFA® charterholder.

Andy Carlson – EVP Corporate Development and M&A
(720) 510-8326
andy@congruex.com

Mr. Andy Carlson is EVP of Corporate Development and M&A of Congruex LLC. He has also served as CFO at zColo for the Zayo Group, where he led FP&A, accounting, mergers & acquisition, and real estate. Mr. Carlson also worked on Corporate Development at Zayo, focusing on mergers & acquisitions and capital markets transactions. Previously, Mr. Carlson held roles in the private equity and hedge fund industries. He holds his Bachelor of Arts degree in Business Administration from the University of Puget Sound.

Rob Reynolds – Chief Information Officer
(720) 510-8326
rob@congruex.com

Mr. Rob Reynolds is the Chief Information Officer supporting all Congruex LLC's Business Units. He is accountable for all global technology platforms, business architecture, and related processes. Prior to Congruex LLC, Mr. Reynolds was the Vice President of Next Generation Systems, Technology Strategy & New Business/Partners Acceleration for Comcast. Additionally, Mr. Reynolds brings deep industry experience from AT&T Broadband and TCI Communications. Mr. Reynolds holds his Bachelor of Business Administration degree in Computer Information Systems and Quantitative Methods from Fort Hays State University, and holds his Masters in Computer Information Systems from the University of Denver.

TRADE SECRET EXHIBIT E

Financial Information of Applicant

CONFIDENTIAL/TRADE SECRET –

FILED SUBJECT TO PETITION SEEKING TRADE SECRET PROTECTION

PUBLIC VERSION - TRADE SECRET INFORMATION EXTRACTED

STATE OF GEORGIA
BEFORE THE GEORGIA PUBLIC SERVICE COMMISSION

Application of **CNS Networks LLC** for a Certificate of Authority to Construct or Operate Telephone Line, Plant, or System	Docket No. _____

REQUEST FOR TRADE SECRET TREATMENT

Pursuant to Rule 515-3-1-.11, CNS Networks LLC ("Applicant") respectfully requests that the Georgia Public Service Commission ("Commission") grant protection from public disclosure and afford trade secret treatment to **TRADE SECRET Exhibit E, "Financial Information of Applicant"** (the "Trade Secret Exhibit") to the Application. Applicant requests that the Commission afford the highest level of protective treatment to the Trade Secret Exhibit and ask that it be made available only to the Commission.

Applicant requests trade secret treatment of the Trade Secret Exhibit because it contains information that is trade secret, confidential and proprietary in nature. The information contained therein describes the financial condition of Applicant's ultimate parent, Congruex LLC ("Congruex"). Congruex is not a publicly-held company and derives economic value from this information because it is not known to others. If released, the information in the Trade Secret Exhibit could be used by competitors of Congruex and its subsidiaries, including Applicant, to cause competitive harm. The information Trade Secret Exhibit thus constitutes a trade secret within the meaning of O.C.G.A. § 10-1-761(4).

Applicant will compete for customers with telecommunications companies and other entities operating within the State of Georgia. Applicant is a privately held company and Congruex's revenues, operating expenses and asset value are highly confidential and not publicly

available. Further, Applicant operates in a highly competitive market segment. Release of the information would provide competitors with valuable market information relating to Applicant and could disadvantage Applicant by giving competitors insight into Applicant's ability to compete. Further, release of financial information, including revenue estimates, would substantially harm Applicant's ability to negotiate with vendors, incumbent local exchange carriers, and other local and interexchange carriers for services and equipment. The release of this information would also harm Applicant's relationship with investors.

Applicant maintains the secrecy of the information contained within the Trade Secret Exhibit to the Application by retaining possession and control of the information, and by not disclosing such information to others not subject to confidentiality restrictions.

Protection of the financial information provided in the Trade Secret Exhibit does not affect the public interest and does not restrict interested parties from participating in the administrative process. Furthermore, the harm that would result from disclosure of this information far outweighs the public interest in accessing this information.

Applicant is submitting the Trade Secret Exhibit to the Application to the Commission under protective seal with the designation "TRADE SECRET" prominently displayed on each page. Because the Trade Secret Exhibit constitutes protected trade secret information in its entirety, a redacted public disclosure version of said exhibit is not being submitted. Accordingly, and for the foregoing reasons, Applicant respectfully requests that the Commission afford trade secret protections to the Trade Secret Exhibit. In the event that this request is denied, please provide the undersigned with notice of that determination prior to making the Trade Secret Exhibit available to the public. Applicant further requests that the Commission stay the release of the Trade Secret Exhibit until such time as an application for review of the determination is resolved.

Disclosure without affording Applicant an opportunity to contest a finding against trade secret treatment would prejudice Applicant and render moot any successful appeal.

Respectfully submitted this 23rd day of February, 2023.

/s/ Danielle Burt

Andrew D. Lipman
Danielle Burt
Leetal Weiss
MORGAN, LEWIS & BOCKIUS LLP
1111 Pennsylvania Ave., N.W.
Washington, DC 20004-2541
Tel: 202-739-3000
Fax: 202-739-3001
andrew.lipman@morganlewis.com
danielle.burt@morganlewis.com
leetal.weiss@morganlewis.com

Counsel for CNS Networks LLC

BEFORE THE
GEORGIA PUBLIC SERVICE COMMISSION

Application of **CNS Networks LLC** for a Certificate of Authority to Construct or Operate Telephone Line, Plant, or System	Docket No. _____

AFFIDAVIT

STATE OF COLORADO)
)
COUNTY OF DU PAGE)

I, Bill Beans, Jr., being of full age and duly sworn according to law, does hereby depose and state as follows:

1. I am the Co-Founder and CEO of CNS Networks LLC ("Applicant"), the Applicant in the above-captioned matter, and its ultimate parent company, Congruex LLC.

2. I make this affidavit in support of the Request for Trade Secret Treatment ("Request") in accordance with Georgia Public Service Commission Utility Rule 515-3-1-.11.

3. In support of the Application, Applicant is providing as Trade Secret Exhibit E, financial information of Applicant ("Trade Secret Exhibit"), which contains confidential, proprietary, non-public information that Applicant designates as trade secret and protected information as those terms are defined and used in O.C.G.A. § 10-1-761(4).

4. The information in the Trade Secret Exhibit is protected by Applicant, by making it available only to the senior management of, and the outside accounting and legal professionals retained by Applicant.

5. To the extent this information has been or may be disclosed to others, Applicant has done so or will do so by way of a confidentiality agreement, whereby it is agreed by the parties thereto that the trade secret and confidential information: (i) shall be used solely for purposes relating to the matter specified therein, and (ii) shall be maintained in secure files, separate from public information. Such agreements provide that no other disclosure shall be made to any person or entity, except with the express written consent of Applicant or its legal counsel.

6. The information in the Trade Secret Exhibit is not contained in materials that are routinely available to the general public, including but not limited to, Board Orders, press releases, copies of speeches, promotional or educational materials.

7. The Trade Secret Exhibit contains financial and business information that is critical, commercially sensitive and competitively significant. Because of the competition for telecommunications services, Applicant believes that disclosure of this information would place it at a significant competitive disadvantage, impede full and fair competition, and undermine Applicant's business plans. Unrestricted availability of this information would provide competitors or potential competitors with information regarding Applicant's operations and financial condition, upon which competitors or potential competitors could evaluate Applicant's network and business strategies, to its detriment. Such availability would disclose the nature and details of Applicant's financial resources and arrangements and the current extent of its operations and would ultimately result in a competitive disadvantage to Applicant. In contrast, trade secret treatment will not adversely affect any interested party. Trade secret treatment of the Trade Secret Exhibit is therefore required to avoid commercial and competitive injury.

8. I further adopt and verify the factual statements made in the Request are true and correct to the best of my knowledge, information and belief.

By: _____
Bill Beans, Jr.

State of Colorado, County of Boulder.
Sworn and subscribed to before me this
21 day of February, 2023.

CINDY M KNAISCH
NOTARY PUBLIC
STATE OF COLORADO
NOTARY ID 20224018876
MY COMMISSION EXPIRES MAY 10, 2026

_____
Notary Public

commission expires May 10, 2026

PUBLIC VERSION - TRADE SECRET INFORMATION EXTRACTED

BEFORE THE
GEORGIA PUBLIC SERVICE COMMISSION

Application of **CNS Networks LLC** for a Certificate of Authority to Construct or Operate Telephone Line, Plant, or System	Docket No. _____

TRADE SECRET EXHIBIT E

Financial Information of Applicant

FILED SUBJECT TO REQUEST FOR TRADE SECRET TREATMENT