

March 2, 2023

**VIA ELECTRONIC FILING**

Reece McAlister  
Executive Secretary  
Georgia Public Service Commission  
244 Washington Street, SW  
Atlanta, GA 20334-9052

**Re: Joint Application of Spectrotel, Inc. and Spectrotel Ultimate Holdings, LLC  
for Authority for a Change of Control of Spectrotel of the South, LLC, and  
for Certain Financing Arrangements; Docket No. 18172**

Dear Mr. McAlister:

With this letter, Spectrotel, Inc. (“Spectrotel”) and Spectrotel Ultimate Holdings, LLC (“Spectrotel Ultimate” and, together with Spectrotel, “Applicants”), through their undersigned counsel, (1) clarify a discrete aspect of the Joint Application that the Applicants filed on October 10, 2022 in the above-referenced docket, which the Commission acknowledged on November 23, 2022, and (2) request that the Commission issue Spectrotel an updated certificate to reflect its recent name change to Spectrotel Services, LLC.

The Joint Application identifies Spectrotel of the South, LLC (“Spectrotel of the South”), an indirect subsidiary of Spectrotel, as authorized by the Commission to provide competitive local exchange services, resold interexchange services, and intrastate interexchange alternate operator services in Georgia. In fact, Spectrotel, not Spectrotel of the South, holds this authority from the Commission.<sup>1</sup> The Applicants regret this error, and request that the Commission accept this letter as clarifying the Joint Application in this limited respect. The Transaction resulted in the very same change of control of Spectrotel as it did of Spectrotel of the South, and Spectrotel is participating in the Financing Arrangements in the very same manner as Spectrotel of the South. This clarification therefore will have no material impact on the Joint Application or the authority requested therein. Accordingly, the Applicants respectfully submit that, having already acknowledged the Joint Application, the Commission need not take any further action with respect to this matter.

As previewed in the Joint Application, and confirmed in the Notice of Consummation that the Applicants filed on February 7, 2023, Spectrotel, Inc. changed its name to Spectrotel Services, LLC pursuant to its conversion from a corporation to a limited liability company. The Applicants thus request that the Commission issue Spectrotel an updated certificate in the name of Spectrotel Services, LLC. A copy of the name change filing that Spectrotel made with the Georgia Secretary of State is attached as Exhibit A.

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<sup>1</sup> See Docket Nos. 18171, 18172.

Spectrotel is filing concurrently with this letter an updated Family Violence Shelter Confidentiality Affidavit. Spectrotel's future compliance filing will reflect its name as Spectrotel Services, LLC.

Please contact the undersigned with any questions regarding this submission.

Respectfully submitted,

*/s/ Matthew S. DelNero*

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*Counsel for Spectrotel Ultimate*

*/s/ Matthew A. Brill*

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*Counsel for Spectrotel*

cc: Leon Bowles  
Erica Wilson

# **EXHIBIT A**

# STATE OF GEORGIA

## Secretary of State

Corporations Division

313 West Tower

2 Martin Luther King, Jr. Dr.

Atlanta, Georgia 30334-1530

### AMENDED CERTIFICATE OF AUTHORITY

#### NAME CHANGE

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

**SPECTROTEL, INC.**  
a Foreign Profit Corporation

formed under the laws of the State of **Delaware** and authorized to transact business in Georgia on **08/12/2002**, has amended its application to transact business in this state by the filing of an amendment changing its name to

**Spectrotel Services, LLC**  
a Foreign Limited Liability Company

and by the paying of fees 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 **03/02/2023**.



*Brad Raffensperger*

Brad Raffensperger  
Secretary of State



Secretary of State

OFFICE OF SECRETARY OF STATE
CORPORATIONS DIVISION
2 Martin Luther King Jr. Dr. SE
Suite 313 West Tower
Atlanta, GA 30334
(404) 656-2817
sos.georgia.gov/corporations

APPLICATION FOR AMENDED CERTIFICATE OF AUTHORITY OF A FOREIGN ENTITY

An amended certificate of authority is obtained by filing an application for amended certificate of authority if a foreign entity changes its name or its jurisdiction of organization. If any other information required in the original application has changed, please use this form, attaching additional pages if necessary, to inform the Secretary of State of said changes. Complete (where applicable) and return this form with a check or money order payable to "Secretary of State" in the amount of \$30.00 (\$20.00 filing fee plus \$10 paper filing service charge).

1. Entity Name: Spectrotel, Inc.

2. Entity Control Number: 0241007

3. Entity Type (check one only):

- Corporation (choose one type) Profit Nonprofit Professional Benefit
Limited Liability Company (LLC)
Limited Partnership/Limited Liability Limited Partnership (LP/LLLP)
Limited Liability Partnership (LLP)

4. State/Country of Home Jurisdiction: Delaware

5. Date of Authorization in Georgia: 8/12/2002

6. New Entity Type (if applicable):

- Corporation (choose one type) Profit Nonprofit Professional Benefit
Limited Liability Company
Limited Partnership/Limited Liability Limited Partnership
Limited Liability Partnership

7. New Name of Entity (if applicable): Spectrotel Services, LLC

8. New Home Jurisdiction (if applicable):

9. Effective Date: (Choose one) Upon filing Delayed effective date and/or time:

10. /s/ Jenny Kashdan 2/28/2023

Signature

Date

Print Name\*: Jenny Kashdan

Email Address: jkashdan@graingp.com

Signer's Capacity (check one only):

- Corporation: Officer Chairperson of Board of Directors Attorney-in-fact Attorney
Director Court-Appointed Fiduciary Incorporator Authorized Person
LLC: Member Manager Organizer Attorney-in-fact Attorney Court-Appointed Fiduciary Authorized Person
LP/LLLP: General Partner Attorney-in-fact Attorney
LLP: General Partner Managing Partner Partner Attorney-in-fact Attorney Authorized Person

\* Enter individual's legal name, i.e. first and last name without use of initials or nicknames. Middle names or initials may be included.



Secretary of State

OFFICE OF SECRETARY OF STATE
CORPORATIONS DIVISION

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APPLICATION FOR CERTIFICATE OF AUTHORITY
FOR FOREIGN LIMITED LIABILITY COMPANY

IMPORTANT: Please provide the entity's primary email address when completing this form.

Primary Email Address: Dzahka@spectrotel.com

NOTICE TO APPLICANT: PRINT PLAINLY OR TYPE REMAINDER OF THIS FORM

1. Spectrotel Services, LLC
Name of Limited Liability Company
Name Reservation Number (Optional)

upon filing

Date business commenced (or proposed) in Georgia (NOTE: If date provided here is more than 30 days prior to the effective date of this application, a \$500 penalty plus fees must be paid. Penalty is statutory and cannot be waived by Secretary of State.)

2. Jan R. Ezell, Corporate Paralegal
Name\* of Filing Person

Alston & Bird LLP, 1201 West Peachtree Street Atlanta GA 30309
Address City State Zip Code

jan.ezell@alston.com 404-881-7442
Filer's Email Address Telephone Number

3. Spectrotel Services, LLC
Name of Limited Liability Company in State or Country of Formation

Delaware 02/29/2000 perpetual
Jurisdiction (Home State or Country) Date of Formation in Home State or Country Period of Duration

4. 3535 State Route 66, Suite 7 Neptune NJ 07753
Address of Principal Place of Business City State Zip Code

5. COGENCY GLOBAL INC. sop@cogencyglobal.com
Name\* of Registered Agent in Georgia Registered Agent's Email Address

900 Old Roswell Lakes Parkway, Suite 310
Registered Office Street Address in Georgia (post office box or mail drop not acceptable for registered office address)

Roswell Fulton GA 30076
City County State Zip Code

6. Spectrotel Intermediate Holdings, LLC, 1900 K Street NW, Suite 650 Washington DC 20006
Manager's Name\* & Address (person with substantial responsibility for managing LLC's business activities) City State Zip Code

7. 3535 State Route 66, Suite 7 Neptune NJ 07753
Address Where Limited Liability Company's Records Are Maintained City State Zip Code

8. Effective Date: (Choose one) [X] Upon filing [ ] Delayed effective date and/or time:
(A delayed effective date must be within 90 days of the filing date.)

9. NOTICE: Mail the following items to the Secretary of State at the above address
(1) This application;
(2) Fee of \$235.00 (\$225 filing fee + \$10 paper filing service charge) payable to "Secretary of State." Filing fees are non-refundable.

This application is signed by a person duly authorized to sign such instruments by the laws of the jurisdiction under which the foreign limited liability company is organized. The foreign limited liability company undertakes to keep its records at the address shown in #7 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.

/s/ Jenny Kashdan
Signature of Authorized Person

2/28/2023
Date

Jenny Kashdan
Print Name\*

Authorized Person
Title

\* Enter individual's legal name, i.e. first and last name without use of initials or nicknames. Middle names or initials may be included.



Secretary of State

**OFFICE OF SECRETARY OF STATE  
CORPORATIONS DIVISION**

2 Martin Luther King Jr. Dr. SE  
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sos.ga.gov

\*Electronically Filed\*  
Secretary of State  
Filing Date: 2/28/2023 2:39:24 PM

**TRANSMITTAL INFORMATION FORM  
BUSINESS AMENDMENT**

1. **SPECTROTEL, INC.**

Entity Name

**0241007**

Entity Control No.

2. **Jan R. Ezell**

Name of Person Filing Business Amendment

**Alston & Bird LLP, 1201 West Peachtree**

**Atlanta**

**GA**

**30309 - 3424**

**Street**

Address

City

State

Zip Code

3. Submitted with this filing is a filing fee of \$20.00 payable to "Secretary of State". Filing fees are non-refundable.

I understand that this Transmittal Information Form is included as part of my filing, and the information on this form will be entered in the Secretary of State business entity database. I certify that the above information is true and correct to the best of my knowledge.

**Jan R. Ezell**

Signature of Authorized Person