TRADE SECRET

TRADE SECRET STATUS AFFIDAVIT
GEORGIA PUBLIC SERVICE COMMISSION
NEXTCITY NETWORKS GEORGIA, LLC,
APPLICATION FOR CERTIFICATE OF AUTHORITY TO PROVIDE COMPETITIVE LOCAL EXCHANGE SERVICE (CLEC)

All documents, data, letters, and generated information received by the State constitutes a "public record" and is subject to disclosure under the Georgia Open Records Act ("GORA"). O.C.G.A. § 50-18-70 *et seq.* However, pursuant to O.C.G.A. § 50-18-72(a)(34), "[an] entity submitting records containing trade secrets that wishes to keep such records confidential under this paragraph shall submit and attach to the records an affidavit affirmatively declaring that specific information in the records constitute trade secrets pursuant to Article 27 of Chapter 1 of Title 10 [O.C.G.A. § 10-1-760 et seq.]."

O.C.G.A. § 10-1-761(4) defines "Trade secret" as "…information, without regard to form, including, but not limited to, technical or nontechnical data, a formula, a pattern, a compilation, a program, a device, a method, a technique, a drawing, a process, financial data, financial plans, product plans, or a list of actual or potential customers or suppliers which is not commonly known by or available to the public and which information:

A. Derives economic value, actual or potential, from not being generally known to, and not being readily ascertainable by proper means by, other persons who can obtain economic value from its disclosure or use; and

B. Is the subject of efforts that are reasonable under the circumstances to maintain its secrecy."

Therefore, the information listed below and attached hereto, that are submitted with NextCity Network Georgia, LLC's (the "Applicant") application to the Georgia Public Service Commission for a Certificate of Authority to provide Competitive Local Exchange Service (CLEC) (the "Application") are marked as trade secret pursuant to O.C.G.A. § 10-1-761(4) and Ga. Comp. R & Regs. 515-3-1-.11:

1. The entirety of Exhibit D to the Application, "Cost and Maps of Facilities to be Deployed in Georgia;" and

2. The portion of Section VI of the Application where Applicant provides an estimate of the anticipated costs of the facilities to be deployed in Georgia.

The foregoing information in the Application shall be marked as trade secret and withheld from the Georgia Open Records Act because:

1. It includes financial plans, service maps, methods, and potential customer information related to the Applicant providing telecommunications services in Georgia that is not commonly known or available to the public since Applicant undertook significant expense and effort to identify the optimal routes and customers and kept such information confidential;
2. Competitors of Applicant can derive economic value from its disclosure since the competitors can ascertain which geographical areas and potential customers Applicant will service and therefore create an unfair business disadvantage for Applicant in connection with business negotiations and dealings with vendors, customers, potential business partners, and other persons; and

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3. Applicant and its affiliated entities have taken steps to maintain this type of information as trade secret, including by not publishing this information publicly and filing it as trade secret/confidential in similar certificate of authority applications in other states.

Under penalty of perjury, acknowledging that O.C.G.A. §16-10-71 provides a penalty of a fine of up to $1,000 and potential imprisonment of one to five years, I attest that the specific information in the records listed above constitutes trade secrets pursuant to O.C.G.A. § 10-1-761(4), and request that the State of Georgia and the Georgia Public Service Commission not disclose this protected information under the Georgia Open Records Act ("GORA") and Ga. Comp. R & Regs. 515-3-1-.11.

Signature:

Troy Rice
President
NextCity Networks Georgia, LLC
Date: 3/25/24

SUBSCRIBED AND SWORN BEFORE
ME ON THIS 25 DAY OF March 2024.

NOTARY PUBLIC
My Commission Expires: 4/6/2025

Shelley B. Walz
Notary Public
State of Florida
Comm# HH114239
Expires 4/6/2025

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Georgia Public Service Commission

244 WASHINGTON STREET, SW
ATLANTA, GEORGIA 30334-5701

APPLICATION FOR CERTIFICATE OF AUTHORITY TO PROVIDE COMPETITIVE LOCAL EXCHANGE SERVICE (CLEC)

Please file the completed application electronically at https://psc.ga.gov/alternative-efile/.

Please also mail one (1) hard copy of the application and any attachments to:

Ms. Sallie Tanner
Executive Secretary
Georgia Public Service Commission
244 Washington Street, SW
Atlanta, GA 30334-5701

Questions regarding filing procedures should be directed to Sallie Tanner at (404) 463-7747 or stanner@psc.ga.gov.

Questions regarding the application should be directed to Erica Wilson at (404) 651-9402 or ewilson@psc.ga.gov.

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Georgia Public Service Commission

244 WASHINGTON STREET, SW
ATLANTA, GEORGIA 30334-5701

APPLICATION FOR CERTIFICATE OF AUTHORITY TO PROVIDE COMPETITIVE LOCAL EXCHANGE SERVICE (CLEC)

I. APPLICANT

NAME OF COMPANY	NextCity Networks Georgia, LLC				
ADDRESS 1	700 Universe Boulevard				
ADDRESS 2					
CITY	Juno Beach	STATE	FL	ZIP CODE	33408
TELEPHONE	561-691-2549	FAX			

EMPLOYEE DESIGNATED TO RECEIVE AND RESPOND TO COMMISSION REQUESTS:					
NAME	Kaley Bangston	TITLE	Director of Regulatory, Legislative Affairs		
ADDRESS 1	700 Universe Boulevard				
ADDRESS 2					
CITY	Juno Beach	STATE	FL	ZIP CODE	33408
TELEPHONE	339-221-8929	FAX			
EMAIL ADDRESS	Kaley.Bangston@nexteraenergy.com				

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

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II. ATTORNEY OR AGENT

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.

ATTORNEY NAME	N/A				
NAME OF FIRM	Corporation Service Company				
ADDRESS 1	2 Sun Court				
ADDRESS 2	Suite 400				
CITY	Peachtree Corners	STATE	GA	ZIP CODE	30092
TELEPHONE	N/A	FAX	N/A		
EMAIL ADDRESS	sop@cscglobal.com				

III. ORGANIZATION

STATE AND DATE OF INCORPORATION:			
STATE	Delaware	DATE	November 1, 2022

LIST THE NAMES, TITLES, AND ADDRESSES (IF DIFFERENT FROM ABOVE) OF ALL OFFICERS OR PARTNERS:			
NAME	Troy Rice	ADDRESS	700 Universe Blvd.
TITLE	President		Juno Beach, FL 33408
NAME	Gregory Brad Gunter	ADDRESS	700 Universe Blvd.
TITLE	Vice President		Juno Beach, FL 33408
NAME	Michael H. Dunne	ADDRESS	700 Universe Blvd.
TITLE	Vice President & Treasurer		Juno Beach, FL 33408
NAME	W. Scott Seeley	ADDRESS	700 Universe Blvd.
TITLE	Vice President & Secretary		Juno Beach, FL 33408
NAME	Jason Pear	ADDRESS	700 Universe Blvd.
TITLE	Assistant Secretary		Juno Beach, FL 33408

ATTACH A COPY OF THE CERTIFICATE OF AUTHORITY TO TRANSACT BUSINESS ISSUED BY THE GEORGIA SECRETARY OF STATE. PLACE EXHIBIT NAME IN BOX TO RIGHT (e.g., "EXHIBIT A").	Exhibit A

IF APPLICANT IS A SUBSIDIARY, PARENT, OR AFFILIATE OF ANY OTHER COMPANY, REGARDLESS OF TYPE OR INDUSTRY, ATTACH A CHART SHOWING THE RELATIONSHIP OF THE APPLICANT TO ALL AFFILIATED COMPANIES. PLACE EXHIBIT NAME IN BOX TO RIGHT (e.g., "EXHIBIT A"). IF NO AFFILIATED COMPANIES, SO STATE.	Exhibit B

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IV. EXISTING AUTHORITY

DOES THE APPLICANT OR ANY AFFILIATED COMPANY HAVE EXISTING CERTIFICATES OF AUTHORITY ISSUED BY THE GPSC? (PLACE AN "X" IN THE APPROPRIATE BOX.)	YES		NO	X
IF YES, PLEASE LIST THE NAME OF EACH COMPANY AND THE CERTIFICATE NUMBER(S):				

DOES THE APPLICANT OR ANY AFFILIATED COMPANY HAVE EXISTING AUTHORITY GRANTED BY ANY STATE OR FEDERAL ENTITY? (PLACE AN "X" IN THE APPROPRIATE BOX.)	YES	X	NO	
IF YES, PLEASE LIST THE NAME OF EACH COMPANY AND THE STATE OR FEDERAL ENTITY THAT GRANTED SUCH AUTHORITY:				
NextCity Networks, LLC – Florida – Certificate of Authority No. 8949 FPL Energy Services, Inc. – Florida - Certificate of Authority No. 8988 NextCity Networks Colorado, LLC – Colorado – Certificate of Public Convenience and Necessity Decision No. C23-0510 NextCity Networks Texas, LLC – Texas – Service Provider Certificate of Operating Authority No. 61053				

HAS THE APPLICANT OR ANY AFFILIATED COMPANY HAD ANY PREVIOUS AUTHORITY REVOKED BY ANY STATE OR FEDERAL ENTITY? (PLACE AN "X" IN THE APPROPRIATE BOX.)	YES		NO	X
IF YES, PLEASE LIST THE NAME OF EACH COMPANY AND THE STATE OR FEDERAL THAT REVOKED SUCH AUTHORITY:				
ATTACH A COPY OF ALL ORDERS REVOKING AUTHORITY. PLACE EXHIBIT NAME IN BOX TO RIGHT (e.g., "EXHIBIT A").				

V. COMPLIANCE WITH COMMISSION RULES AND ORDERS

COMMISSION RULE 515-12-1-.34 CODE OF CONDUCT FOR WINBACK ACTIVITIES REQUIRES CLECS TO ANNUALLY FILE BY MARCH 31 OF EACH YEAR CUSTOMER SERVICE CONTACT INFORMATION AND COMPANY CONTACT ESCALATION.				
DOES THE APPLICANT AGREE TO COMPLY WITH COMMISSION RULE 515.12-1.34? (PLACE AN "X" IN THE APPROPRIATE BOX.)	YES	X	NO	

COMMISSION RULE 515-12-1-.37 FAMILY VIOLENCE SHELTER CONFIDENTIALITY REQUIRES CLECS TO SUBMIT AN AFFIDAVIT UPON CERTIFICATION AND ON JANUARY 31 OF EACH ODD-NUMBERED YEAR THEREAFTER AN AFFIDAVIT ATTESTING THAT THE CARRIER WILL COMPLY WITH THE REQUIREMENTS OF THE RULE.				
DOES THE APPLICANT AGREE TO COMPLY WITH COMMISSION RULE 515.12-1.37? (PLACE AN "X" IN THE APPROPRIATE BOX.)	YES	X	NO	
DOWNLOAD CURRENT FAMILY VIOLENCE SHELTER CONFIDENTIALITY PROTECTION AFFIDAVIT FROM THE GPSC WEBSITE. ATTACH EXECUTED AND NOTARIZED AFFIDAVIT TO THE APPLICATION. PLACE EXHIBIT NAME IN BOX TO RIGHT (e.g., EXHIBIT A).	Exhibit C			

COMMISSION RULE 515-12-1-.38 TELECOMMUNICATIONS RELAY SERVICE REQUIRES CLECS TO REMIT CONTRIBUTIONS ON A QUARTERLY BASIS TO THE TELECOMMUNICATIONS RELAY SERVICE FUND.				
DOES THE APPLICANT AGREE TO COMPLY WITH COMMISSION RULE 515.12-1.38? (PLACE AN "X" IN THE APPROPRIATE BOX.)	YES	X	NO	

COMMISSION RULE 515-12-1-.39 UNIVERSAL ACCESS FUND REQUIRES CLECS TO REMIT CONTRIBUTIONS ON A QUARTERLY BASIS TO THE UNIVERSAL ACCESS FUND.				
DOES THE APPLICANT AGREE TO COMPLY WITH COMMISSION RULE 515.12-1.39? (PLACE AN "X" IN THE APPROPRIATE BOX.)	YES	X	NO	

DOES THE APPLICANT AGREE TO COMPLY WITH ALL OTHER APPLICABLE COMMISSION RULES AND ORDERS? (PLACE AN "X" IN THE APPROPRIATE BOX.)	YES	X	NO	

VI. COMPETITIVE LOCAL EXCHANGE SERVICE

WHAT CUSTOMER CLASS(ES) DOES THE APPLICANT PROPOSE TO SERVE? (PLACE AN "X" IN THE APPROPRIATE BOXES.)	BUSINESS	X
	RESIDENTIAL	X
	OTHER (LIST BELOW)	X
	Applicant will serve as a "carrier's carrier" and provide dark and lit fiber services to telecommunication carriers and large business enterprise companies on an independently negotiated contract basis.	

SELECT THE METHOD(S) BY WHICH SERVICE WILL BE PROVIDED. (PLACE AN "X" IN THE APPROPRIATE BOXES.)	RESALE	X
	FACILITIES-BASED	X

IF FACILITIES-BASED, PLEASE ANSWER THE FOLLOWING QUESTIONS.		
WILL THE FACILITIES BE NEWLY CONSTRUCTED OR ACQUIRED THROUGH LEASE OR PURCHASE? (PLACE AN "X" IN THE APPROPRIATE BOXES.)	NEW CONSTRUCTION	X
	ACQUISITION	X
IF NEW CONSTRUCTION, PLEASE DESCRIBE THE LOCATION AND TYPE OF FACILITIES THAT WILL BE CONSTRUCTED.		
Applicant will construct multi-conduit, XGS-PON FTTX middle- and last-mile networks.		
IF ACQUISITION, PLEASE DESCRIBE THE LOCATION AND TYPE OF FACILITIES THAT WILL BE ACQUIRED.		
Applicant does not currently have a location or type of facility to acquire.		
PROVIDE A BREAKDOWN OF ANTICIPATED COSTS OF FACILITIES.		
[redacted]		

TARIFFS FOR LOCAL EXCHANGE SERVICES ARE NO LONGER REQUIRED. DOES THE COMPANY WISH TO MAINTAIN A LOCAL EXCHANGE SERVICES TARIFF WITH THE COMMISSION? (PLACE AN "X" IN THE APPROPRIATE BOX.)	YES		NO	X
IF YES, PLEASE ATTACH A LOCAL EXCHANGE SERVICES TARIFF. PLACE EXHIBIT NAME IN BOX TO RIGHT (e.g., "EXHIBIT A").				

PURSUANT TO O.C.GA. § 46-5-166(E), PROVIDERS OF ACCESS SERVICES MUST FILE ACCESS SERVICES TARIFFS WITH THE COMMISSION. DOES THE APPLICANT INTEND TO PROVIDE ACCESS SERVICES? (PLACE AN "X" IN THE APPROPRIATE BOX.)	YES		NO	X

IF YES, PLEASE ATTACH AN ACCESS SERVICES TARIFF. PLACE EXHIBIT NAME IN BOX TO RIGHT (e.g., "EXHIBIT A").				

VII. TECHNICAL CAPABILITY

ATTACH RESUMES AND/OR PROFILES OF THE APPLICANT'S MANAGEMENT TEAM. DESCRIBE EACH TEAM MEMBER'S TECHNICAL QUALIFICATIONS, INCLUDING ANY RELEVANT WORK EXPERIENCE, EDUCATION, AND TRAINING. PLACE EXHIBIT NAME IN BOX TO RIGHT (e.g., "EXHIBIT A").	Exhibit E

VIII. FINANCIAL CAPABILITY

PROVIDE AUDITED FINANCIAL STATEMENTS FOR THE MOST RECENT FISCAL YEAR. IF AUDITED FINANCIAL STATEMENTS ARE UNAVAILABLE, PROVIDE UNAUDITED INCOME STATEMENT, BALANCE SHEET, AND STATEMENT OF CASH FLOWS FOR MOST RECENT FISCAL YEAR. PLACE EXHIBIT NAME IN BOX TO RIGHT (e.g., "EXHIBIT A").	Exhibit F

IS APPLICANT PRESENTLY INVOLVED IN ANY LITIGATION? (PLACE AN "X" IN THE APPROPRIATE BOX.)	YES		NO	X
IF YES, PLEASE DESCRIBE EACH CASE IN DETAIL (PARTIES, SUBJECT MATTER, JURISDICTION, CASE NUMBER, ETC.):				
N/A				

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IX. AFFIDAVIT

OFFICER OR ATTORNEY/ AGENT:					
NAME	Troy Rice				
TITLE	President				
ADDRESS 1	700 Universe Boulevard				
ADDRESS 2					
CITY	Juno Beach	STATE	FL	ZIP CODE	33408

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

3/25/24
DATE

SUBSCRIBED AND SWORN TO ME THIS
25 DAY OF March, 2025.

NOTARY PUBLIC

(SEAL)

Shelley B. Walz
Notary Public
State of Florida
Comm# HH114239
Expires 4/6/2025

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EXHIBIT A

CERTIFICATE OF AUTHORITY TO TRANSACT BUSINESS ISSUED BY THE GEORGIA SECRETARY OF STATE

TRADE SECRET

Control Number : 23016998

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

NextCity Networks Georgia, 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 **01/09/2023**, 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 **01/24/2023**.

Brad Raffensperger

Brad Raffensperger
Secretary of State

TRADE SECRET

Secretary of State

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

SECRETARY OF STATE
CORPORATIONS DIVISION
2023 JAN -9 AM 11:51

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: Corporate-Governance@nee.com

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

1. NextCity Networks Georgia, LLC
Name of Limited Liability Company — Name Reservation Number (Optional)

January 15, 2023
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. Corporation Service Company
Name* of Filing Person

251 Little Falls Drive | Wilmington | DE | 19808
Address | City | State | Zip Code

Filer's Email Address — Telephone Number

3. NextCity Networks Georgia, LLC
Name of Limited Liability Company in State or Country of Formation

Delaware | November 1, 2022 | Perpetual
Jurisdiction (Home State or Country) | Date of Formation in Home State or Country | Period of Duration

4. 700 Universe Blvd. | Juno Beach | FL | 33408
Address of Principal Place of Business | City | State | Zip Code

5. Corporation Service Company | sop@cscglobal.com
Name* of Registered Agent in Georgia | Registered Agent's Email Address

2 Sun Court, Suite 400
Registered Office Street Address in Georgia (post office box or mail drop not acceptable for registered office address)

Peachtree Corners | Gwinnett | GA | 30092
City | County | State | Zip Code

6. NextCity Networks Holdings, LLC, 700 Universe Blvd. | Juno Beach, | FL | 33408
Manager's Name* & Address (person with substantial responsibility for managing LLC's business activities) | City | State | Zip Code

7. 700 Universe Blvd. | Juno Beach | FL | 33408
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.

Signature of Authorized Person — Date: 1/06/2023

Jason B. Pear
Print Name*

Assistant Secretary | 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.

FORM CD 241
(Rev. 10/2019)

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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 "NEXTCITY NETWORKS GEORGIA, LLC", FILED IN THIS OFFICE ON THE FIRST DAY OF NOVEMBER, A.D. 2022, AT 1:35 O`CLOCK P.M.

Jeffrey W. Bullock, Secretary of State

7114424 8100
SR# 20223911393

Authentication: 204765945
Date: 11-02-22

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

TRADE SECRET

State of Delaware
Secretary of State
Division of Corporations
Delivered 01:35 PM 11/01/2022
FILED 01:35 PM 11/01/2022
SR 20223911393 - File Number 7114424

STATE OF DELAWARE
LIMITED LIABILITY COMPANY CERTIFICATE OF FORMATION OF
NEXTCITY NETWORKS GEORGIA, LLC

The undersigned, an authorized natural person, for the purpose of forming a limited liability company under the provisions and subject to the requirements of the laws of the State of Delaware (including Chapter 18, Title 6 of the Delaware Code and the acts amendatory thereof and supplemental thereto, and known, identified, and referred to as the "Delaware Limited Liability Company Act"), hereby certifies that:

FIRST: The name of the limited liability company (hereinafter called the "limited liability company") is **NextCity Networks Georgia, LLC.**

SECOND: The address of the registered office and the name and address of the registered agent of the limited liability company required to be maintained by Section 18-104 of the Delaware Limited Liability Company Act are:

NextEra Registered Agency, LLC
1100 N. Market Street, 4th Floor
Wilmington, Delaware 19890

Executed this 1st day of November, 2022.

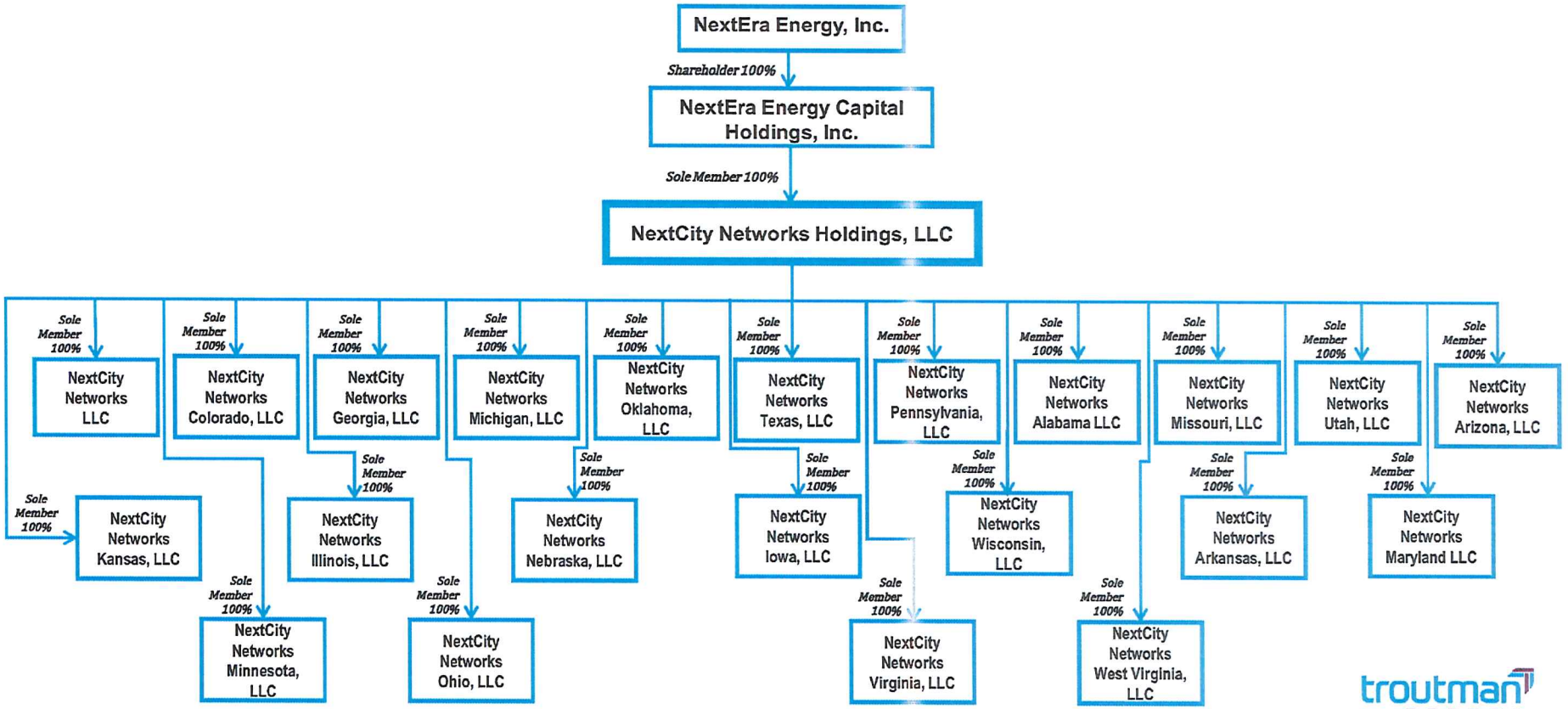
By: Jason B. Pear
An Authorized Person

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EXHIBIT B

ORGANIZATIONAL CHART

Organizational Chart – NextEra Energy, Inc.



troutman pepper

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EXHIBIT C

FAMILY VIOLENCE SHELTER CONFIDENTIALITY PROTECTION AFFIDAVIT

TRADE SECRET

Georgia Public Service Commission

244 WASHINGTON STREET, SW
ATLANTA, GEORGIA 30334-5701

FAMILY VIOLENCE SHELTER CONFIDENTIALITY PROTECTION AFFIDAVIT

Pursuant to Commission Rule 515-12-1-.37 Family Violence Shelter Confidentiality Protection, all telephone service and directory assistance providers must file an affidavit attesting to compliance with the rule upon certification and by January 31 of each odd-numbered year thereafter.

Please file the completed affidavit electronically at https://psc.ga.gov/alternative-efile/.

Questions regarding filing procedures should be directed to Ms. Sallie Tanner at (404) 463-7747 or stanner@psc.ga.gov.

Questions regarding the affidavit should be directed to Ms. Erica Wilson at (404) 651-9402 or ewilson@psc.ga.gov.

TRADE SECRET

FAMILY VIOLENCE SHELTER CONFIDENTIALITY PROTECTION AFFIDAVIT

OFFICER OR ATTORNEY/ AGENT:					
COMPANY	NextCity Networks Georgia, LLC				
NAME	Troy Rice				
TITLE	President				
ADDRESS 1	700 Universe Boulevard				
ADDRESS 2					
CITY	Juno Beach	STATE	FL	ZIP CODE	33408

THE INDIVIDUAL NAMED ABOVE (HEREINAFTER, "AFFIANT") PERSONALLY APPEARED BEFORE THE UNDERSIGNED, AN OFFICER DULY AUTHORIZED TO ADMINISTER OATHS. THE AFFIANT, AFTER FIRST BEING DULY SWORN, DEPOSES AND CERTIFIES THAT HE OR SHE HAS READ COMMISSION RULE 515-12-1-.37 FAMILY VIOLENCE SHELTER CONFIDENTIALITY PROTECTION AND WILL COMPLY WITH THE REQUIREMENTS CONTAINED THEREIN.

THIS AFFIDAVIT SHALL CONSTITUTE THE PLAN FOR PROTECTION OF THE CONFIDENTIALITY OF FAMILY VIOLENCE SHELTERS REQUIRED BY COMMISSION RULE 515-12-1-.37 FAMILY VIOLENCE SHELTER CONFIDENTIALITY PROTECTION AND O.C.G.A. § 46-5-7.

SIGNATURE OF AFFIANT

3/25/24
DATE

SUBSCRIBED AND SWORN TO ME THIS

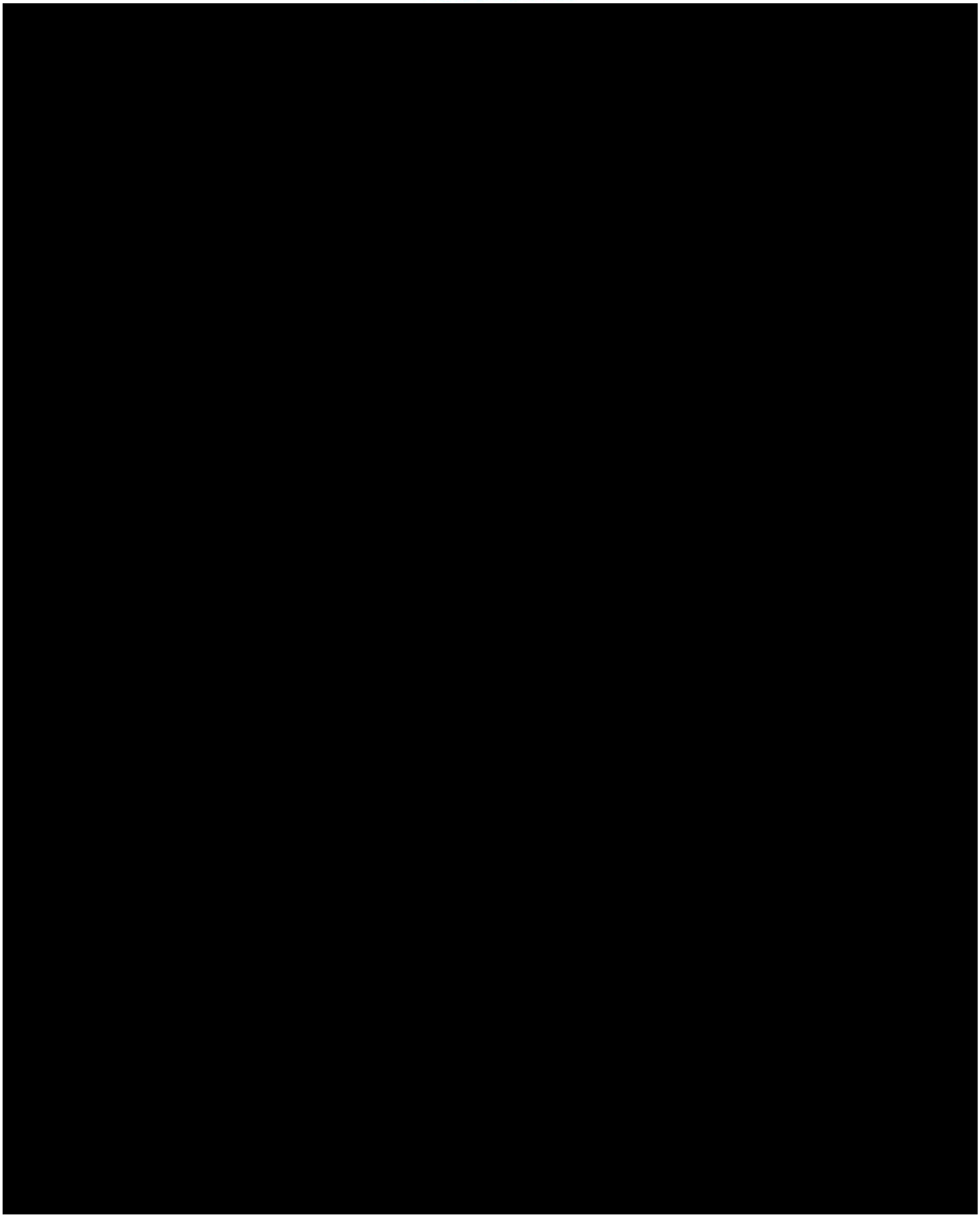
25 DAY OF March, 2024.

Shelley B Walz
NOTARY PUBLIC

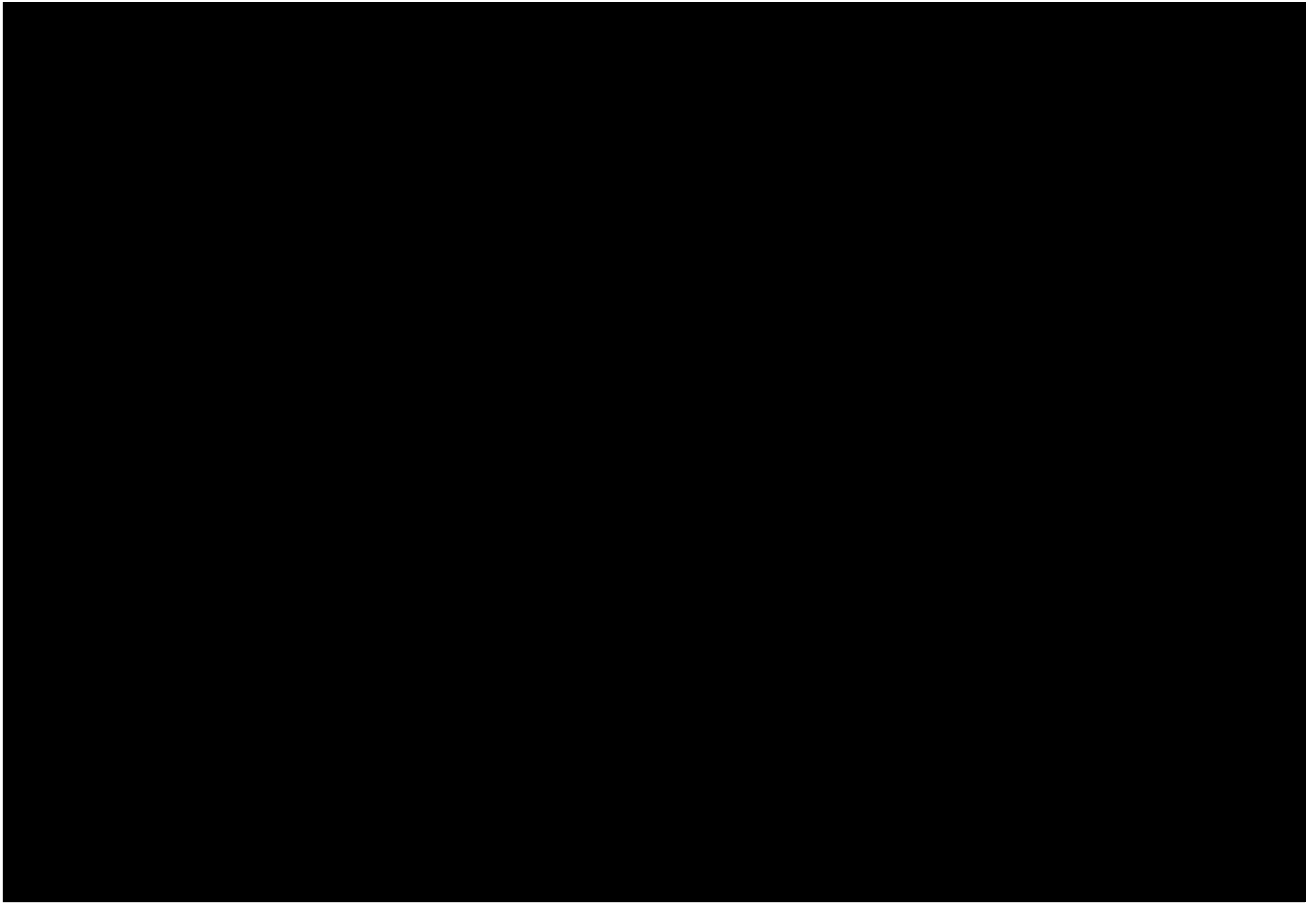
(SEAL)

FLORIDA NOTARY ASSOCIATION SINCE 1978

Shelley B. Walz
Notary Public
State of Florida
Comm# HH114239
Expires 4/6/2025



TRADE SECRET



TRADE SECRET

EXHIBIT E

BIOGRAPHIES OF APPLICANT'S MANAGEMENT TEAM

Francisco Arbide | Executive Director of Commercial Sales and Operations

Franc is currently responsible for NextCity Networks Georgia, LLC (NCN GA), providing an array of cutting-edge services, including advanced metering, sustainable energy, fiber solutions and state-of-the-art street lighting. Catering to municipalities, public utilities and home builders, our offerings extend to regulated street lighting and reliable backup generation options. Previously Franc was responsible for working with municipal governments to assist in converting their streetlights to LED. In that role Franc reached agreements with over 100 municipalities throughout the state of Florida which led to the conversion of more than 200,000 streetlights.

Prior to joining NextEra in 2016 and joining NextCity Networks in 2021, Franc spent 14-years at WhiteFence, a leading digital marketing firm promoting utilities and home-based services. Wearing multiple hats throughout his career, his roles ranged from in-house counsel to Chief Executive Officer. In these capacities, Franc showed adept negotiation skills, striking lucrative agreements with major home utilities and real estate investment trusts.

Franc holds a J.D. from Duke University School of Law and a BBA in Finance from the University of Miami. His invaluable education and multi-faceted experiences position him as a thought leader in the infrastructure solutions landscape.

William Davidson | Director of Strategic Initiatives

William is a highly accomplished professional who currently holds the position of Director of Strategic Initiatives at NCN GA, where he provides expert guidance to the team on legal, regulatory, and executive oversight matters. Additionally, he is responsible for identifying and coordinating cross-selling opportunities for all NCN GA products. Prior to joining NCN GA, William worked in the Business Development division of NextEra Energy Resources, where he led the direction and coordination of internal project approvals for over $6 billion of capital and 5 GW of wind, solar, and battery capacity in 2021 alone.

With an impressive legal background, William served as in-house counsel for the NYC Office of Emergency Management from 2009-2014 and worked in Regulatory Affairs for FPL from 2014-2016 before joining NextEra Energy Resources in 2017. He is licensed to practice law in both Florida and New York, having obtained a J.D. degree from the Benjamin N. Cardozo School of Law. William also holds a B.A. in History from Williams College.

Brad Gunter | Director of Commercial Sales and Operations

Brad Gunter is the Director of the Commercial Engineering, Construction, and Operations Group at NextCity Networks GA. In this role, he oversees the development, design, engineering, permitting, installation, maintenance, and monitoring of energy and fiber solution assets for commercial clients. The technologies he manages include backup generators, UPS and battery storage, HVAC and controls, lighting, and fiber.

Brad has over 35 years of experience in the energy and construction industry and has been with NextEra Energy for over 24 years, holding numerous positions with various responsibilities, such as energy efficiency, project development, project (construction) management, business development, and sales.

He earned a BS in Mechanical Engineering from Old Dominion University and an MBA from the College of William & Mary. Brad holds a Professional Engineering License in twelve states, including Florida, and has numerous industry-related certifications. Notably, he is a Certified Energy Manager and a Certified LEED Accredited Professional. He has also passed the Florida General Contractors exam and is working toward state licensure. With his extensive experience and expertise, Brad is an invaluable asset to FPL Energy Services and its clients.

Avin Sundar | Director of Sales and Business Development

Avin is a seasoned professional with over 12 years of experience as a subject matter expert on regulatory finance, rate-making, project valuation, and utility level mergers and acquisitions. In his current role, he is responsible for developing pricing and deal structures for the Smart Lighting Program at NCN GA and NextEra Energy Solutions. Sundar's experience in valuing regulated investments for impacts to ratepayers, pricing power purchase agreements (PPAs), and tariffs, as well as his expertise in utility mergers and acquisitions at FPL, make him a valuable asset to his team.

Avin earned a Bachelor of Arts degree in Business Administration with a focus on Finance from Florida Atlantic University, and his strong educational background, coupled with his extensive industry experience, enables him to effectively navigate complex financial and regulatory matters. His expertise in these areas is an invaluable asset to his organization, and his contributions continue to drive the success of the Smart Lighting Program.

Lauren Whetstone | Director of Sales and Business Development

Lauren Whetstone plays an instrumental role in devising pricing and deal structures for the company's fiber program. Prior to joining NextEra, Lauren was a litigation shareholder at an international law firm based in Florida, where she focused on complex commercial litigation and securities transactions. Lauren's comprehensive professional experience includes driving business outcomes for a diverse range of clients and litigating a variety of matters in state and federal courts and arbitration forums, including contract disputes, business torts, products liability for manufacturers, securities class actions, shareholder and partnership disputes, corporate formation, and real estate matters. Lauren holds a Juris Doctor degree, a bachelor's degree in finance, and a bachelor's degree in public relations, all awarded cum laude from the University of Florida.

Lauren Romero | Manager of Strategy and Business Development

Lauren has worked for NEE since 2007, with experience in wholesale power, gas, and renewable energy credits, solar thermal, solar photovoltaic, distributed generation, and battery storage projects. Today she currently leads Development, Engineering and Early-Stage Construction for NCN GA. She is a Six Sigma Green Belt with strengths in project management. Lauren holds a BA Business Administration from Florida Atlantic University and MS Information Technology from Florida Institute of Technology.

TRADE SECRET

EXHIBIT F

APPLICANT'S FINANCIAL STATEMENTS

NextCity Networks Georgia, LLC ("NextCity Networks Georgia" or the "Applicant") intends to construct and deploy fiber networks in Georgia to allow Internet service providers and cellular service providers to provide the following services: retail broadband internet, VoIP, and other services to end-user customers. NextCity Networks Georgia is a subsidiary of NextEra Energy Capital Holdings, Inc. ("NEECH"). NEECH is the anticipated provider of initial funding for the NextCity Networks Georgia's proposed facilities in the state of Georgia.

NEECH is a wholly owned subsidiary of NextEra Energy, Inc. ("NEE") and holds ownership interests in and provides funding for NEE's operating subsidiaries other than Florida Power & Light Company, its rate-regulated electric utility. NEECH's unsecured long-term credit/debentures rating is Baa1(Stable) by Moody's Investors Services and A- (Stable) by Standard & Poor's and Fitch.

Although NEECH does not publish its own financial statements, select financial information for NEECH is provided in the Consolidated Financial Statements of NEE's annual report or the Condensed Consolidated Financial Statements of NEE's quarterly report. As of December 31, 2022, NEECH had approximately $8.1 billion and $64.76 billion of total current and noncurrent assets, respectively. NEECH also had over $3.8 billion of operating revenue for the year ending December 31, 2022. Also as of December 31, 2022, NEECH had approximately $9.9 billion of net available liquidity, primarily consisting of bank revolving line of credit facilities, letter of credit facilities, cash and cash equivalents, less letters of credit issued under the credit facilities and commercial paper and other short-term borrowings outstanding. Seventy-five banks participate in revolving credit facilities of NEECH as well as those of its regulated utility affiliate Florida Power & Light Company.

Financing Plan

NextCity Networks Georgia's proposal is not contingent on financing for either the construction or operation period. Due to NEECH's size, credit standing and available liquidity, NEECH's subsidiaries have the flexibility to initially fund the development and construction of a project using this balance sheet without the need to obtain external financing at these stages. The standard approach is to utilize internally generated funds to contribute equity to the project during the construction period and then obtain limited or non-recourse financing at or after the project's commercial operation date. However, as an option, NextCity Networks Georgia reserves the right to secure construction financing prior to commercial operation if market conditions are beneficial and advantageous.

External financings are normally issued at a stand-alone project entity level or at a portfolio/holding entity level depending upon the financing needs. The financing structure of the project is normally a mixture of debt and equity with the debt funding provided by banks or private placement investors on a limited or non-recourse basis. As the owner of the proposed facilities within Georgia, NextCity Networks Georgia reserves the right to obtain additional equity sponsor(s) at its own discretion and if necessary.

Annual Reports

NEE and NEECH annual reports may be accessed online at: http://www.investor.nexteraenergy.com/reports-and-filings/annual-reports.

NEE's FORM 10-Q can be accessed at the following link:

https://otp.tools.investis.com/clients/us/nextera_energy_inc/SEC/sec-outline.aspx?FilingId=16172769&Cik=0000753308&PaperOnly=0&HasOriginal=1.