



State of Utah  
Department of Commerce  
Division of Public Utilities

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**MEMORANDUM**

**To:** Public Service Commission

**From:** Division of Public Utilities  
Chris Parker, Director  
Bill Duncan, Telecommunications / Water Manager  
Ron Slusher, Utility Technical Consultant

**Date:** January 23, 2012

**Re:** In the Matter of the Joint Application of Application of NextG Networks of California, Inc., NextG Networks, Inc. and Crown Castle Solutions Corp. for Approval of a Transfer of Indirect Control of an Authorized Telecommunications Provider.  
Docket No.12-2445-01.

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**RECOMMENDATION (Approve):**

The Division has reviewed the joint application between NextG Networks, of California, Inc. NextG Networks, Inc., and Crown Castle Solutions Corp. and believes that the transfer of control is in the public interest. As a result of the acquisition, the Companies should be in a better position to provide expanded and advanced telecommunications services in the State of Utah.

**EXPLANATION:**

On January 11, 2012, NextG Networks of California, Inc. d/b/a NextG Networks West (“NextG-CA”), NextG Networks, Inc. (“NextG Networks”) and Crown Castle Solutions Corp. (“Solutions”; and collectively with NextG-CA and NextG Networks, the “Applicants”), notified the Commission of a transaction, which will result in a transfer of control of NextG-CA to Solutions and ultimately to Crown Castle International Corp. (“CCI”), the ultimate parent of Solutions.

NextG-CA is a Delaware corporation headquartered at 52 Second Avenue, Suite 2200, Waltham, MA 02451. They are a wholly-owned subsidiary of NextG Networks. NextG-CA holds blanket domestic Section 214 authority from the Federal Communications Commission. NextG-CA is authorized to provide public telecommunications services in the State of Utah by the Commission on March 30, 2005, Docket No. 04-2445-01. NextG Networks employs distributed antenna system (“DAS”) to provide transport and backhaul services to wireless carriers.

Solutions is a Delaware corporation headquartered at 1220 Augusta Drive, Suite 500, Houston, Texas 77057-2261. They are wholly-owned indirect subsidiary of CCI, a publicly traded Delaware corporation. NewPath Networks, LLC, a wholly-owned indirect subsidiary of Solutions, is authorized to operate a distributed antenna system in the State of Utah by the Commission on February 9, 2010, Docket No. 09-2512-01. Subsidiaries of Solutions are also authorized by the Federal Communications Commission to provide domestic interstate telecommunications services.

NextG Networks and CCI have entered into an agreement pursuant to which Crown Castle NG Acquisitions Corp. (“Merger Sub”), a wholly-owned direct subsidiary of Solutions and indirect subsidiary of CCI, will merge with and into NextG Networks. NextG Networks will continue as the surviving corporation, and NextG-CA will become a wholly-owned indirect subsidiary of Solutions and CCI as a result.

The Applicants submit that the transaction described herein will serve the public interest. The Applicants expect that the merger will enable the combined entities to better meet the needs of enterprises, wholesale buyers, and other customers. The transaction will bring together two successful carrier organizations that have proven themselves in a highly competitive marketplace. The transaction will help create a stronger competitor by bringing together each organization’s respective strengths. Operating as an integrated company will allow each of the operating companies to be more competitive and to deliver greater value and variety of services to their customers than they do individually.

The Applicants further submit that the transaction will be conducted in a manner that will be largely transparent their customers. The transaction will not result in a change of carrier for customers or any assignment of authorizations, and in no event will it result in the discontinuance, reduction, loss, or impairment of service to customers.

The Division has reviewed the joint application between NextG Networks, of California, Inc. NextG Networks, Inc., and Crown Castle Solutions Corp. and believes that the transfer of control is in the public interest. As a result of the acquisition, the Companies should be in a better position to provide expanded and advanced telecommunications services in the State of Utah.

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