



State of Utah

Department of Commerce
Division of Public Utilities

MARGARET W. BUSSE
Executive Director

CHRIS PARKER
Director, Division of Public Utilities

SPENCER J. COX
Governor

DEIDRE HENDERSON
Lieutenant Governor

Action Request Response

To: Public Service Commission of Utah

From: Utah Division of Public Utilities

Chris Parker, Director

Artie Powell, Manager

Brenda Salter, Utility Technical Consultant Supervisor

Ron Slusher, Utility Technical Consultant

Date: July 20, 2021

Re: **Docket Nos. 21-2586-01 and 21-2628-02**, Joint Application of ExteNet Systems, Inc. and ExteNet Asset Entity, LLC for Approval to Transfer Customers and Certain Assets.

Recommendation (Acknowledge)

The Division of Public Utilities (“Division”) has reviewed the notification of the proposed transfer of customers and certain assets between ExteNet Systems, Inc. (“ExteNet System”) and ExteNet Asset Entity, LLC. (“ExteNet Asset”) (together the “Applicants”). The public interest will be promoted by the Public Service Commission (“Commission”) acknowledging this Transfer of Control. As a result of the restructuring, the Companies should be in a better position to provide expanded and advanced telecommunications services in the State of Utah.

The Division expects that, based on history that a filing of this type and with the information submitted by the company, there will be no objections or opposition to this recommendation. Therefore, the Division requests that this docket be adjudicated informally in accordance with R746-110-1.

Discussion

On or about July 06, 2021, ExteNet System and ExteNet Asset notified the Commission of a transaction, which will result in a transfer of certain assets and customer between the two companies.

ExteNet System is a Delaware corporation headquartered at 3030 Warrenville Road, Suite 340, Lisle, IL 60532. It was authorized to provide public telecommunications services in the State of Utah by the Commission on March 09, 2016, Docket No. 16-2586-01. ExteNet System holds Certificate No. 2586 for services limited to distributed antenna system through which it may provide transport and backhaul services to other carriers and may not offer telecommunications services to the general public.

ExteNet Asset is a Delaware limited liability company headquartered at 3030 Warrenville Road, Suite 340, Lisle, IL 60532. It was authorized to provide public telecommunications services in the State of Utah by the Commission on June 16, 2021, Docket No. 21-2628-01. ExteNet Asset holds Certificate No. 2628 to provide public telecommunications services within the State of Utah.

Both ExteNet System and ExteNet Asset are subsidiaries of Odyssey Acquisition, LLC.

The Applicants are involved in what is best described as an internal corporate restructuring. The description as laid out in the ExteNet notice will involve the transfer of certain contracts and related network assets between ExteNet System and ExteNet Asset. When the transfer is completed, the Applicants state that the companies will be better aligned to focus on the current and future customers needs and continued growth for its business.

The Applicants submit that the transaction described herein will serve the public interest and that it will be conducted in a manner that will be largely transparent to their customers. The transaction, will result in the assignment of customers and assets to an affiliated company that will continue to provide telecommunications services to such assigned customers without interruption.

Conclusion

The Division has reviewed the notice filed by the Applicants for the transfer of control and concludes that the Applicants are in compliance with Commission Rule R746-349-7, and have provided reasonable documentation of the following:

1. The CLEC shall submit an application which includes but is not limited to:
 - a. Identification that it is not an ILEC,
 - b. Identification that it seeks approval of the application pursuant to this rule,
 - c. A reasonably detailed description of the transaction for which approval is sought,
 - d. A copy of any filings required by the Federal Communications Commission or any other state utility regulatory agency in connection with the transaction, and,
 - e. Copies of any notices, correspondence, or orders from any federal agency or any other state utility regulatory agency reviewing the transaction, which is the subject of the application.

The Division recommends the Commission acknowledge this notice.

Cc: William J. Evans, Parsons Behle & Latimer
Ronald W. Del Sesto, Jr. Esq., Morgan, Lewis & Bockius, LLP
Brian S Kirk, Deputy General Counsel, ExteNet Systems, Inc.
Justin Jetter, Assistant Attorney General, State of Utah
Office of Consumer Services, State of Utah