



Robert Morgan  
Suite 800  
1919 Pennsylvania Avenue NW  
Washington, DC 20006-3402

**Robert Morgan**  
**202.973.4248 Direct Dial**  
**202.973.4448 Direct Fax**  
202.973.4200 Main Dial  
202.973.4448 Main Fax

robertmorgan@dwt.com

September 9, 2010

**Via Federal Express**

Ms. Julie Orchard  
Executive Secretary  
Public Service Commission of Utah  
Heber M. Wells Building  
Salt Lake City, UT 84111

**Re: Mobilitie, LLC Application for Certification to Provide Non-switched Local Transport Services**

Dear Ms. Orchard:

Attached please find an original plus five (5) copies of Mobilitie, LLC's ("Mobilitie") Application for Certificate to provide public telecommunications services within the State of Utah ("Application"). The company has no customers at this time in Utah, and this is a new filing. Also please find the attached Written Claim of Business Confidentiality ("Claim") requesting confidential treatment of Mobilitie's financial information, which constitutes **CONFIDENTIAL Exhibits C and D** of the Application and is included here under separate seal. A check in the amount of \$100 is included for the required filing fee.

Please acknowledge receipt of this Application and Claim by date-stamping the extra copy of the filing marked stamp and return and returning it using the postage pre-paid envelope provided for this purpose. Please contact me if you have any questions. Thank you for your assistance.

Sincerely,

A handwritten signature in black ink, appearing to read 'Robert Morgan', with a long horizontal line extending to the right.

Robert Morgan

Attachments

Anchorage  
Bellevue  
Los Angeles

New York  
Portland  
San Francisco

Seattle  
Shanghai  
Washington, D.C.

100%

www.dwt.com

BEFORE THE  
UTAH PUBLIC SERVICE COMMISSION

In the Matter of

Mobilitie, LLC	)	
for a Certificate to Provide	)	Docket No. _____
Public Telecommunications	)	
Services in Utah	)	

**WRITTEN CLAIM OF BUSINESS CONFIDENTIALITY FOR FINANCIAL  
DOCUMENTS OF MOBILITIE, LLC**

Mobilitie, LLC (“Mobilitie”), by its attorneys, hereby submits its written claim of business confidentiality and financial documents pursuant to the Utah Government Records Access and Management Act, Utah Code Ann. § 63-2-301 *et seq.* Mobilitie is filing these documents simultaneously with its Application for a Certificate to Provide Public Telecommunications Service, submitted under separate cover.

Mobilitie requests that these documents be considered confidential, protected documents under Utah Code Ann. § 63-2-304(2), which requires that the following be classified as “protected” documents:

(2) commercial information or nonindividual financial information obtained from a person if:

- (a) disclosure of the information could reasonably be expected to result in unfair competitive injury to the person submitting the information or would impair the ability of the governmental entity to obtain necessary information in the future;
- (b) the person submitting the information has a greater interest in prohibiting access than the public in obtaining access; and
- (c) the person submitting the information has provided the governmental entity with the information specified in Section 63-2-308.

Mobilitie is submitting its financial documents in conjunction with its application to demonstrate its financial ability to provide service. These documents meet the three foregoing characteristics required to classify them as protected documents. First, the documents contain

critical, commercially sensitive and competitively significant data regarding the number of Mobilitie's customers, its revenues per customer, and its marketing plans.

Second, Mobilitie has a greater interest in prohibiting access to these financial documents than the public does in obtaining access to such documents. This information could potentially be used by competitors and prospective competitors to gain an advantage over Mobilitie in the marketplace. In addition, the information requested is valuable and is used by Mobilitie for internal planning and business purposes.

Third, Mobilitie is submitting this "written claim of business confidentiality" required by Utah Code Ann. § 63-2-308 for any items that an applicant believes should be protected under Subsection 63-2-304(1) or (2).

Accordingly, Mobilitie respectfully requests that its financial documents be classified as "protected" pursuant to Utah Code Ann. § 63-2-301 *et seq.*

Respectfully submitted,

**Mobilitie, LLC**  
a Nevada limited liability company

By: 

Name: Yvonne Schroeder de Orr

Title: Senior Vice President/General Counsel

John C. Dodge  
Robert T. Morgan  
DAVIS WRIGHT TREMAINE LLP  
1919 Pennsylvania Ave., N.W.  
Suite 800  
Washington, DC 20006  
(202) 973-4200 (Tel.)  
(202) 973-4499 (Fax)

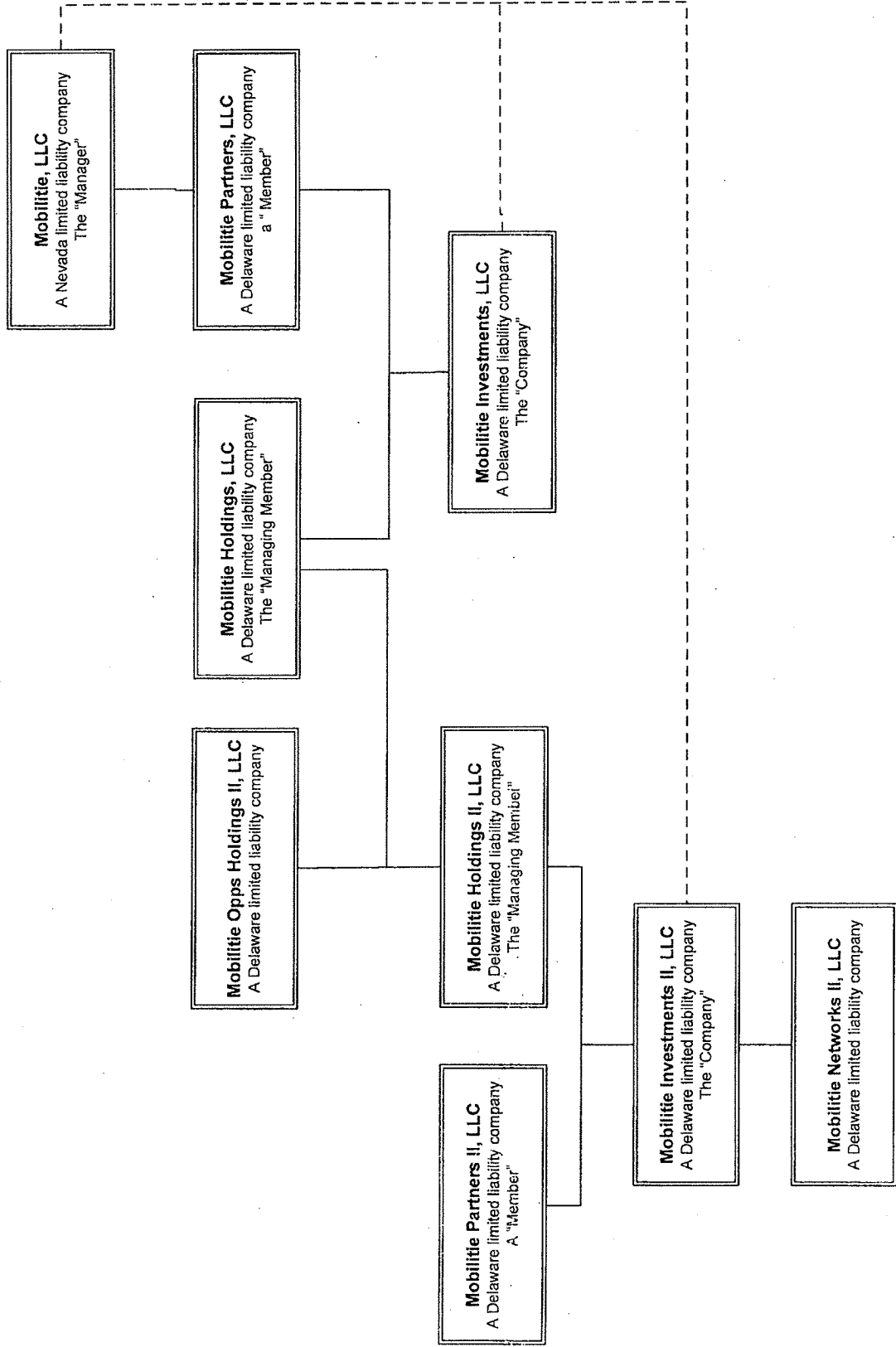
*Counsel for Mobilitie, LLC*

Dated: 8/26, 2010

**Exhibit B**

**Organizational Chart**

Corporate Family Organization Chart



**Exhibit C**

**CONFIDENTIAL**

**Financial Statements – Questions 10 and 11**

**(FILED UNDER SEAL PURSUANT TO UTAH CODE ANN. § 63-2-301 ET SEQ.)**

August 25, 2010

Utah Public Service Commission  
Heber M. Wells Building  
Fourth Floor  
160 East 300 South  
Salt Lake City, Utah 84114

**Re: Mobilitie, LLC's Financial Statements**

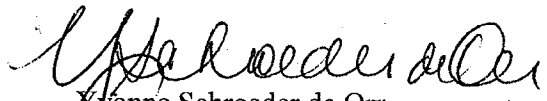
Dear Sir or Madam:

In conjunction with Mobilitie, LLC's ("Mobilitie") application for a Certificate to Provide Public Telecommunications Service in Utah ("Application"), Mobilitie submits this letter in connection with Question 10 of the Application.

As Senior Vice President/General Counsel of Mobilitie, I attest to the accuracy, integrity and objectivity of the financial statements which Mobilitie is submitting as Exhibit C of the Application, in response to Question 10. Moreover, as required by the Utah Public Service Commission, the financial statements have been prepared in accordance with Generally Accepted Accounting Principles.

If you have any questions regarding these financial statements, please contact Mobilitie's counsel, Mr. John Dodge, at (202) 973-4205 or his associate, Robert Morgan, at (202) 973-4248.

Sincerely,

  
Yvonne Schroeder de Orr  
Senior Vice President/General Counsel

**Exhibit E**

**Evidence of Managerial and Technical Ability**



BEFORE THE PUBLIC SERVICE COMMISSION

In re: Application for certificate to provide  
alternative access vendor service by Mobilitie,  
LLC.

DOCKET NO. 060626-TA  
ORDER NO. PSC-06-1022-CO-TA  
ISSUED: December 11, 2006

CONSUMMATING ORDER

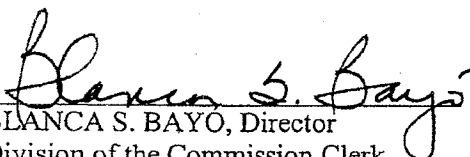
BY THE COMMISSION:

By Order No. PSC-06-0953-PAA-TA, issued November 15, 2006, this Commission proposed to take certain action, subject to a Petition for Formal Proceeding as provided in Rule 25-22.029, Florida Administrative Code. No response has been filed to the order, in regard to the above mentioned docket. It is, therefore,

ORDERED by the Florida Public Service Commission that Order No. PSC-06-0953-PAA-TA has become effective and final. It is further

ORDERED that this docket shall be closed.

By ORDER of the Florida Public Service Commission this 11th day of December, 2006.

  
BLANCA S. BAYO, Director  
Division of the Commission Clerk  
and Administrative Services

(SEAL)

VSM

DOCUMENT NUMBER-DATE

11305 DEC 11 8

FPSC-COMMISSION CLERK

---

ORDER NO. PSC-06-1022-CO-TA  
DOCKET NO. 060626-TA  
PAGE 2

NOTICE OF FURTHER PROCEEDINGS OR JUDICIAL REVIEW

The Florida Public Service Commission is required by Section 120.569(1), Florida Statutes, to notify parties of any judicial review of Commission orders that is available pursuant to Section 120.68, Florida Statutes, as well as the procedures and time limits that apply. This notice should not be construed to mean all requests for judicial review will be granted or result in the relief sought.

Any party adversely affected by the Commission's final action in this matter may request judicial review by the Florida Supreme Court in the case of an electric, gas or telephone utility or the First District Court of Appeal in the case of a water and/or wastewater utility by filing a notice of appeal with the Director, Division of the Commission Clerk and Administrative Services and filing a copy of the notice of appeal and the filing fee with the appropriate court. This filing must be completed within thirty (30) days after the issuance of this order, pursuant to Rule 9.110, Florida Rules of Appellate Procedure. The notice of appeal must be in the form specified in Rule 9.900(a), Florida Rules of Appellate Procedure.

BEFORE THE PUBLIC SERVICE COMMISSION

In re: Application for certificate to provide  
alternative access vendor service by Mobilitie,  
LLC.

DOCKET NO. 060626-TA  
ORDER NO. PSC-06-0953-PAA-TA  
ISSUED: November 15, 2006

The following Commissioners participated in the disposition of this matter:

LISA POLAK EDGAR, Chairman  
J. TERRY DEASON  
ISILIO ARRIAGA  
MATTHEW M. CARTER II  
KATRINA J. TEW

NOTICE OF PROPOSED AGENCY ACTION  
ORDER GRANTING CERTIFICATE TO PROVIDE  
ALTERNATIVE ACCESS VENDOR SERVICES

BY THE COMMISSION:

NOTICE is hereby given by the Florida Public Service Commission that the action discussed herein is preliminary in nature and will become final unless a person whose interests are substantially affected files a petition for a formal proceeding, pursuant to Rule 25-22.029, Florida Administrative Code.

Mobilitie, LLC (Mobilitie) has applied for a certificate to provide Alternative Access Vendor (AAV) services pursuant to Section 364.337, Florida Statutes. Upon review of its application, it appears that Mobilitie has sufficient technical, financial, and managerial capability to provide such service. Accordingly, we hereby grant Certificate No. TA079 to Mobilitie.

If this Order becomes final and effective, it shall serve as Mobilitie's certificate. Mobilitie should, therefore, retain this Order as proof of certification. We are vested with jurisdiction over this matter pursuant to Sections 364.335 and 364.337, Florida Statutes.

AAV providers are subject to Chapter 25-24, Florida Administrative Code, Part XIV, Rules Governing Alternative Access Vendor services. AAV providers are also required to comply with all applicable provisions of Chapter 364, Florida Statutes.

DOCUMENT NUMBER-DATE

10487 NOV 15 06

FPSC-COMMISSION CLERK

ORDER NO. PSC-06-0953-PAA-TA  
DOCKET NO. 060626-TA  
PAGE 2

In addition, under Section 364.336, Florida Statutes, certificate holders must pay a minimum annual Regulatory Assessment Fee (RAFs) of \$50 if the certificate was active during any portion of the calendar year. A RAFs Return notice will be mailed each December to Mobilitie for payment by January 30th. Neither the cancellation of the certificate nor the failure to receive a RAFs Return notice shall relieve Mobilitie from its obligation to pay RAFs.

Based on the foregoing, it

ORDERED by the Florida Public Service Commission that we hereby grant Certificate No. TA079 to Mobilitie, LLC, which shall authorize it to provide Alternative Access Vendor services, subject to the terms and conditions specified in the body of this Order. It is further

ORDERED that this Order shall serve as Mobilitie, LLC's certificate and should be retained by Mobilitie, LLC as proof of certification. It is further

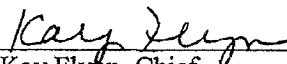
ORDERED that the provisions of this Order, issued as proposed agency action, shall become final and effective upon the issuance of a Consummating Order unless an appropriate petition, in the form provided by Rule 28-106.201, Florida Administrative Code, is received by the Director, Division of the Commission Clerk and Administrative Services, 2540 Shumard Oak Boulevard, Tallahassee, Florida 32399-0850, by the close of business on the date set forth in the "Notice of Further Proceedings" attached hereto. It is further

ORDERED that in the event this Order becomes final, this docket shall be closed.

By ORDER of the Florida Public Service Commission this 15th day of November, 2006.

BLANCA S. BAYÓ, Director  
Division of the Commission Clerk  
and Administrative Services

By:

  
\_\_\_\_\_  
Kay Flynn, Chief  
Bureau of Records

(SEAL)

VSM

---

ORDER NO. PSC-06-0953-PAA-TA  
DOCKET NO. 060626-TA  
PAGE 3

NOTICE OF FURTHER PROCEEDINGS OR JUDICIAL REVIEW

The Florida Public Service Commission is required by Section 120.569(1), Florida Statutes, to notify parties of any administrative hearing that is available under Section 120.57, Florida Statutes, as well as the procedures and time limits that apply. This notice should not be construed to mean all requests for an administrative hearing will be granted or result in the relief sought.

Mediation may be available on a case-by-case basis. If mediation is conducted, it does not affect a substantially interested person's right to a hearing.

The action proposed herein is preliminary in nature. Any person whose substantial interests are affected by the action proposed by this order may file a petition for a formal proceeding, in the form provided by Rule 28-106.201, Florida Administrative Code. This petition must be received by the Director, Division of the Commission Clerk and Administrative Services, 2540 Shumard Oak Boulevard, Tallahassee, Florida 32399-0850, by the close of business on December 6, 2006.

In the absence of such a petition, this order shall become final and effective upon the issuance of a Consummating Order.

Any objection or protest filed in this/these docket(s) before the issuance date of this order is considered abandoned unless it satisfies the foregoing conditions and is renewed within the specified protest period.

**Exhibit F**

**Proof of Authority to Conduct Business in Utah**



Francine Giani  
Executive Director  
Department of Commerce

Jon M. Huntsman, Jr.  
Governor  
State of Utah

Kathy Berg  
Director  
Division of Corporations  
& Commercial Code

**STATE OF UTAH**  
**DEPARTMENT OF COMMERCE**  
***DIVISION OF CORPORATIONS & COMMERCIAL CODE***  
**CERTIFICATE OF REGISTRATION**

NATIONAL REGISTERED AGENTS, INC.  
MOBILITIE, LLC  
395 W 2900 N  
PLEASANT GROVE UT 84062



State of Utah  
Department of Commerce  
Division of Corporations & Commercial Code

**CERTIFICATE OF REGISTRATION**

**LLC - Foreign**

This certifies that **MOBILITIE, LLC** has been filed and approved on **January 29, 2007** and has been issued the registration number **6474731-0161** in the office of the Division and hereby issues this Certification thereof.

KATHY BERG  
Division Director



State of Utah  
DEPARTMENT OF COMMERCE  
Division of Corporations & Commercial Code

THIS FORM MUST BE TYPE  
WRITTEN OR COMPUTER  
GENERATED. FOR YOUR  
CONVENIENCE, THIS FORM HAS  
BEEN DESIGNED TO BE FILLED OUT  
AND PRINTED ONLINE.

File Number

Non-Refundable Processing Fee:  
 Registration \$52.00

RECEIVED

JAN 29 2007

Utah Div. Of Corp. & Comm. Code

**EXPEDITE** Application for Authority to Transact Business  
Mobilitie, LLC

Exact Name of Foreign Limited Liability Company

- This limited liability company of the state or country of Nevada, hereby applies for authority to transact business in the state of Utah.
- Date of formation or organization 06/18/2003 and duration period of Perpetual
- The street address of the registered office in the State of Utah, and the name of the registered agent for service of process at the registered office, (the agent shall be a person residing or authorized to do business in the State of Utah). \*\*\*The signature of the authorized signer represents the irrevocable written consent of the foreign limited liability company that actions may be commenced against it in the proper court of any county where there is proper venue by the service of process on its registered agent, and if the agent has resigned, the agent's authority has been revoked or the agent cannot be found, then on the director of the division, and stipulating and agreeing that this service shall be taken and held, in all courts, to be as valid and binding as if service had been made upon the members of the foreign limited liability company.  
National Registered Agents, Inc., 395 W. 2900 N. Pleasant Grove  
Registered Agent Name UTAH City 84062 Zip
- Principal place of business:  
500 Newport Center Drive, Suite 830, Newport Beach, CA 92660  
Street Address City State Zip
- The nature of the business or purpose(s) to be conducted or promoted in Utah real estate investment

- Clear indication of who is managing the company is required.  
Is this foreign limited liability company manager-managed?  Yes,  No.  
If YES, you must list the name and business or residence street address of each manager.  
Name Address City/State Zip  
MANAGER: Gary B. Jabara, 500 Newport Center Drive, Suite 830, Newport Beach, CA 92660  
MANAGER: Mark Askelson, 500 Newport Center Drive, Suite 830, Newport Beach, CA 92660

- Please list additional managers (if any) on an attachment  
Is this foreign limited liability company member-managed?  Yes,  No.  
If YES, you must list the name and business or residence street address of each member.  
Name Address City/State Zip  
MEMBER:  
MEMBER:

Please list additional members (if any) on an attachment  
If a foreign entity is a member or manager, you must list the home state where the entity is registered:

- The date the limited liability company intends to first transact business in Utah: Upon Qualification
- A Certificate of Good Standing/Existence from the state of organization dated no earlier than ninety (90) days prior to filing with the Division is attached hereto.
- The limited liability company shall use as its name in Utah: Mobilitie, LLC  
(The limited liability company shall use its name as set forth at the top of this form unless the name is not available for use in Utah.)

Under penalties of perjury, I declare as a manager or member with management authority of this limited liability company having authority to sign hereto, that this application for authority to transact business has been examined by me and is, to the best of my knowledge and belief, true, correct and complete.

By: [Signature]  
Limited Liability Company Authorized Signer Signature

Mark Askelson, Manager MEMBER  
Typed Name & Title

State of Utah  
Department of Commerce  
Division of Corporations and Commercial Code  
I hereby certified that the foregoing has been filed  
And approved on this 31 day of Jan 2007  
In this office of this Division and hereby issued  
this Certificate thereof.  
Examiner KA Date 1/31/07  
Kathy Borg  
Kathy Borg  
Division Director

Mail In: PO Box 146705  
Salt Lake City, UT 84114-6705  
Walk In: 160 East 300 South, Main Floor  
Information Center: (801) 530-4849  
Toll Free: (877) 526-3994 (within Utah)  
Fax: (801) 530-6438 Date: 01/30/2007  
Web Site: http://www.commerce.utah.gov  
Receipt Number: 2020076  
Amount Paid: \$276.00

Under GRAMA (63-2-201), all registration information maintained by the Division is classified as public record. For confidentiality purposes, the business entity physical address may be provided rather than the residential or private address of any individual affiliated with the entity.

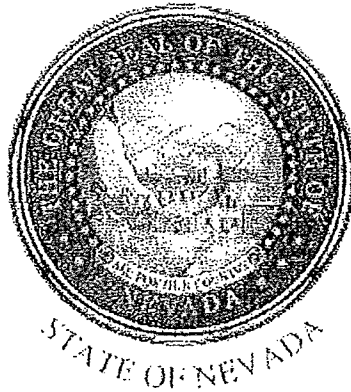
Revised 09/07

6474731-copy

01-29-07P03:48 RCVD



# SECRETARY OF STATE



## CERTIFICATE OF EXISTENCE WITH STATUS IN GOOD STANDING

I, ROSS MILLER, the duly elected and qualified Nevada Secretary of State, do hereby certify that I am, by the laws of said State, the custodian of the records relating to filings by corporations, non-profit corporations, corporation soles, limited-liability companies, limited partnerships, limited-liability partnerships and business trusts pursuant to Title 7 of the Nevada Revised Statutes which are either presently in a status of good standing or were in good standing for a time period subsequent of 1976 and am the proper officer to execute this certificate.

I further certify that the records of the Nevada Secretary of State, at the date of this certificate, evidence, MOBILITE, LLC, as a limited liability company duly organized under the laws of Nevada and existing under and by virtue of the laws of the State of Nevada since June 18, 2003, and is in good standing in this state.

IN WITNESS WHEREOF, I have hereunto set my hand and affixed the Great Seal of State, at my office on January 24, 2007.



ROSS MILLER  
Secretary of State

Electronic Certificate  
Certificate Number: C20070124-2214  
You may verify this electronic certificate  
online at <http://secretaryofstate.biz/>