

# Morgan Lewis

#4753

ORIGINAL

**Catherine Wang**  
**Brett P. Ferenchak**  
**Stephany Fan**

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PUBLIC UTILITIES COMMISSION

October 12, 2017

## VIA OVERNIGHT COURIER

Luly Massaro, Clerk  
Rhode Island Public Utilities Commission  
89 Jefferson Boulevard  
Warwick, RI 02888-1046

**Re: TVC Albany, Inc. d/b/a FirstLight Fiber**  
Application for Authority as a Class I, Class II and Class VI Telecommunications Service  
Provider in the State of Rhode Island

Dear Ms. Massaro:

On behalf of TVC Albany, Inc. d/b/a FirstLight Fiber ("Applicant"), enclosed for filing are an original and three (3) copies of the above-referenced Application and a check in the amount of \$300.00 made payable to the State of Rhode Island, to cover the requisite filing fee.

Applicant requests confidential treatment of Exhibit D. The information submitted as Exhibit D constitutes commercially sensitive and competitively significant financial and business information that is not otherwise released to the public. Unrestricted availability of this information would provide competitors with knowledge that would be otherwise unavailable and could place Applicant at a competitive disadvantage. Confidential and trade secret treatment is therefore required to avoid commercial and competitive injury.

Please date-stamp the enclosed extra copy of this filing and return it in the envelope provided. Should you have any questions, please do not hesitate to contact us.

Respectfully submitted,



Catherine Wang  
Brett P. Ferenchak  
Stephany Fan

*Counsel for the Applicant*

## Morgan, Lewis & Bockius LLP

1111 Pennsylvania Avenue, NW  
Washington, DC 20004  
United States

T +1.202.739.3000  
F +1.202.739.3001

**BEFORE THE  
RHODE ISLAND PUBLIC UTILITIES COMMISSION**

\_\_\_\_\_ )  
In the Matter of )  
 )  
**TVC Albany, Inc. d/b/a FirstLight Fiber** )  
 ) Docket No. \_\_\_\_\_  
 )  
Application for Authority as a Class I, Class II, )  
and Class VI Telecommunications Service )  
Provider in the State of Rhode Island )  
\_\_\_\_\_ )

**STATEMENT OF BUSINESS OPERATIONS**

TVC Albany, Inc. d/b/a FirstLight Fiber (“FirstLight” or “Applicant”), by its undersigned counsel and pursuant to the Rhode Island Public Utilities Commission (“Commission”) order in Docket No. 2129, hereby files this Statement of Business Operations (“SBO”) to authorize it to provide Class I telecommunications services (and to the extent not encompassed by an authorization as a Class I provider, authorization to provide Class II and Class VI telecommunications services), including but not limited to facilities-based and resold local exchange telecommunications services and facilities-based and resold interexchange services, throughout the State of Rhode Island.

In support of this Application, Applicant hereby provides the following information:

**a. Corporate name, complete address, telephone/fax numbers, e-mail address**

TVC Albany, Inc.  
41 State Street, 10th Floor  
Albany, NY 12207  
Tel: 518-598-0900  
Fax: 518-598-0935  
[www.firstlight.net](http://www.firstlight.net)

Applicant is a limited liability company organized under the laws of Delaware. Applicant’s Certificate of Incorporation is attached as Exhibit A. Attached as Exhibit B is

Applicant's authorization to transact business from the Rhode Island Secretary of State. Attached as Exhibit C is Applicant's fictitious name statement.

**b. Local Company name, complete address, telephone/fax numbers, e-mail address**

TVC Albany, Inc. d/b/a FirstLight Fiber  
41 State Street, 10th Floor  
Albany, NY 12207  
Tel: 518-598-0900  
Fax: 518-598-0935  
[www.firstlight.net](http://www.firstlight.net)

**c. Business locations**

Applicant does not have a business office in the State of Rhode Island. Applicant will manage its Rhode Island operations from its corporate headquarters in New York. Applicant will notify the Commission if it opens a business office in the State of Rhode Island in the future.

**d. Service agent, complete address, telephone/fax numbers, e-mail address**

CT Corporation System  
450 Veterans Memorial Parkway, Suite 7A  
East Providence, RI 02914  
Tel: (401) 274-9100  
Toll Free: (800) 336-3376

**e. Attorney of record, complete address, telephone/fax numbers, e-mail address**

Catherine Wang  
Brett P. Ferenchak  
Stephany Fan  
Morgan, Lewis & Bockius LLP  
1111 Pennsylvania Avenue, N.W.  
Washington, DC 20004-2541  
202-739-3000 (tel)  
202-739-3001 (fax)  
[catherine.wang@morganlewis.com](mailto:catherine.wang@morganlewis.com)  
[brett.ferenchak@morganlewis.com](mailto:brett.ferenchak@morganlewis.com)  
[stephany.fan@morganlewis.com](mailto:stephany.fan@morganlewis.com)

**f. Corporate officers and major stockholders or partners holding a ten percent or greater equity interest.**

The principal officers of Applicant, who are listed below, may be reached at Applicant's principal place of business listed in (a). above.

Officers:

Kurt Van Wagenen, President & Chief Executive Officer  
James Capuano, Executive Vice President & Chief Operations Officer  
Richard Clark, Executive Vice President & Chief Financial Officer  
Patrick Coughlin, Executive Vice President & Chief Revenue Officer  
Scott Gilbert, Executive Vice President & Chief Information Officer  
Jill Sandford, Senior Vice President & General Counsel  
Bruce Skellie, Senior Vice President of Finance & Integration

Directors:

Kurt Van Wagenen

Applicant is a direct, wholly owned subsidiary OHCP Northeastern Fiber Buyer, Inc. ("OHCP"), a Delaware corporation. Funds managed by Oak Hill Capital Partners predominantly indirectly own and control OHCP.

**g. General description of operations.**

Applicant seeks authority to provide facilities-based and resold local exchange, access, and interexchange telecommunications services to and from all points in the State of Rhode Island that are currently or become open to competition. Applicant will primarily provide Ethernet and wavelengths as well as dedicated Internet access solutions. To the extent Applicant provides local exchange voice services, Applicant proposes to provide, among other things, access to emergency services, access to operator services, alternative operator services, access to interexchange service, access to directory assistance, toll limitation for qualifying low-income consumers, and any other ancillary functionalities that Applicant must provide pursuant to applicable statutes and regulations. Applicant seeks to provide such services statewide in all areas currently open, or that become open, to competition. Applicant may also provide

interexchange voice services. Applicant will file a tariff at least 30 days prior to providing service in Rhode Island.

Applicant and its indirect subsidiaries operate using the trade name "FirstLight Fiber." FirstLight Fiber offers a robust suite of advanced telecommunications products featuring a comprehensive portfolio of high bandwidth connectivity solutions including Ethernet, wavelengths and dark fiber as well as dedicated Internet access solutions, data center services, and voice services such as SIP trunks, virtual PBX, and traditional TDM solutions. FirstLight Fiber's customers include national cellular providers and wireline carriers and enterprise customers, spanning high tech manufacturing and research, hospitals and healthcare, banking and financial, secondary education, colleges and universities, and local and state governments. FirstLight Fiber provides service over a combination of owned and leased facilities of other carriers that together comprise a state of the art fiber optic communications network of more than 260,000 fiber miles.

Applicant is currently authorized to provide intrastate telecommunications service in Connecticut, Massachusetts, New Hampshire, New York, and Vermont. In addition to Rhode Island, Applicant plans to seek authority to provide intrastate telecommunications services in Maine and Pennsylvania. Applicant has not been denied requested certification in any jurisdiction, nor has any permit, license, or certificate been revoked by any authority. Applicant is also authorized to provide interstate and international telecommunications services by the Federal Communications Commission.

In support of its financial qualifications, Applicant provides its most recent consolidated audited financial statements *under seal* as Exhibit D. Applicant requests confidential treatment of the financial statements.

**h. Description, in detail, of the customer service organization to be employed in serving carriers and end users.**

Applicant possesses the managerial qualifications to provide its proposed telecommunications services in Rhode Island. Applicant has retained many of the key technical personnel of the entities it has acquired who have extensive experience in the telecommunications industry. Applicant has augmented this experience with the extensive telecommunications experience of Applicant's management. Together, the senior management of Applicant and its highly-qualified technical staff will ensure that Applicant's operations will meet high standards for service quality and reliability. A description of the background of Applicant's key personnel, which demonstrates the extensive telecommunications experience of Applicant's management team, is attached hereto as Exhibit E.

**i. Customer service contact, complete address, telephone/fax numbers, e-mail address**

Customers with billing questions or complaints may reach FirstLight Fiber at its toll-free number, 1-800-461-4863 / Menu Option #1 for assistance. Customers may also submit a written complaint to its headquarters at 41 State Street 10th Floor, Albany, NY 12207. Customers may also contact customer service via email form at: <https://www.firstlight.net/customer-service/>. In addition, the individual the Commission should contact regarding customer inquiries is:

Mark VanLoan  
Director of Customer Care  
FirstLight Fiber  
41 State Street, 10th Floor  
Albany, NY 12207  
207-333-3837  
[mvanloan@firstlight.net](mailto:mvanloan@firstlight.net)

**j. Regulatory complete address, telephone/fax numbers, e-mail address**

The Commission should contact the following person for questions regarding Applicant's ongoing operations, including but not limited to general regulatory questions:

Jill Sandford  
Senior Vice President & General Counsel  
FirstLight Fiber  
41 State Street, 10th Floor  
Albany, NY 12207  
518-598-0900 (tel)  
jsandford@firstlight.net

The Commission should contact the following person regarding Applicant's annual and other periodic reports and regulatory fees:

Bruce Skellie  
Senior Vice President of Finance  
FirstLight Fiber  
41 State Street, 10th Floor  
Albany, NY 12207  
518-598-0900 (tel)  
bskellie@firstlight.net

**k. Company website URL, if available**

The Applicant's website is located at [www.firstlight.net](http://www.firstlight.net).

**i. Public Interest Considerations**

Granting this Application will promote the public interest by increasing competition in the provision of telecommunications services in Rhode Island. As demonstrated in this application, Applicant is financially and technically qualified and meets the requirements to provide intrastate telecommunications services. Grant of Applicant's application is in the public interest as its entry into the Rhode Island market for telecommunications services will strengthen competition and broaden the availability of high-quality, low-cost services as well as contributing to the further development of the state's telecommunications infrastructure.

WHEREFORE, TVC Albany, Inc. respectfully requests that the Commission grant it authority to provide Class I, Class II and Class VI telecommunications services throughout the State of Rhode Island.

Respectfully submitted,

By:



Catherine Wang  
Brett P. Ferenchak  
Stephany Fan  
Morgan, Lewis & Bockius LLP  
1111 Pennsylvania Avenue, N.W.  
Washington, DC 20004-2541  
202-739-3000 (tel)  
202-739-3001 (fax)  
[catherine.wang@morganlewis.com](mailto:catherine.wang@morganlewis.com)  
[brett.ferenchak@morganlewis.com](mailto:brett.ferenchak@morganlewis.com)  
[stephany.fan@morganlewis.com](mailto:stephany.fan@morganlewis.com)

*Counsel for TVC Albany, Inc.*

Dated: October 12, 2017



**LIST OF EXHIBITS**

<b>Exhibit A</b>	Certificate of Incorporation
<b>Exhibit B</b>	Authority to Transact Business
<b>Exhibit C</b>	Fictitious Name Statement
<b>Exhibit D</b>	Financial Statements <b>[CONFIDENTIAL - TO BE SUBMITTED UNDER SEAL]</b>
<b>Exhibit E</b>	Management Biographies
<b>Verification</b>	

**EXHIBIT A**

**Certificate of Incorporation**

State of Delaware  
Office of the Secretary of State

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PAGE 1

I, HARRIET SMITH WINDSOR, SECRETARY OF STATE OF THE STATE OF DELAWARE, DO HEREBY CERTIFY THE ATTACHED IS A TRUE AND CORRECT COPY OF THE CERTIFICATE OF INCORPORATION OF "TVC ALBANY, INC.", FILED IN THIS OFFICE ON THE TWENTIETH DAY OF DECEMBER, A.D. 2001, AT 9 O'CLOCK A.M.

A FILED COPY OF THIS CERTIFICATE HAS BEEN FORWARDED TO THE KENT COUNTY RECORDER OF DEEDS.



*Harriet Smith Windsor*  
Harriet Smith Windsor, Secretary of State

3471714 8100

AUTHENTICATION: 1521685

010658722

DATE: 12-21-01

STATE OF DELAWARE

CERTIFICATE OF INCORPORATION

OF

TVC ALBANY, INC.

(A Stock Corporation)

**FIRST:** The name of this Corporation is TVC Albany, Inc. (the "Corporation")

**SECOND:** Its registered office in the State of Delaware is to be located at 15 East North Street, City of Dover, County of Kent, 19901. The registered Agent in charge thereof is Nationwide Information Services, Inc.

**THIRD:** The purpose of the corporation is to engage in any lawful act or activity for which corporations may be organized under the General Corporation Law of Delaware ("DGCL").

**FOURTH:** (a) The total number of shares the Corporation shall have authority to issue is 5,000,000 shares, of which 2,000,000 shares shall be designated as Class A Voting Common Stock, \$0.01 par value per share ("Class A Stock"), 2,000,000 shares shall be designated as Class B Voting Common Stock, \$0.01 par value per share ("Class B Stock," and together with the Class A Stock, the "Voting Stock"), and 1,000,000 shares shall be designated as Class C Non-Voting Common Stock, \$0.01 par value per share ("Class C Stock").

(b) Except as other provided in this Certificate of Incorporation or the By-Laws of the Corporation (the "By-Laws"), or as may otherwise be required by applicable law, all corporate action put to or taken by the vote or written consent of the stockholders of the Corporation, or of the holders of either the Class A Stock or the Class B Stock, shall require the affirmative vote of more than fifty percent (50%) of the outstanding shares of Voting Stock or of the Class A Stock or the Class B Stock, as the case may be. Each holder of Voting Stock shall be entitled to one vote per share on any matter upon which such stock is entitled to be voted. Except as set forth in this subsection (b) of this Article Fourth, the Class A Stock and the Class B Stock shall have the same rights and privileges and shall rank equally, share ratably and be identical in all respects as to all matters.

(i) The holders of the Class A Stock shall nominate and elect the Class A Directors (as defined in Article Fifth), and the holders of the Class B Stock shall nominate and elect the Class B Directors (as defined in Article Fifth).

(ii) Approval of any amendment of the Certificate of Incorporation of the Corporation shall require approval of the holders of a majority of the outstanding shares of both the Class A Stock and the Class B Stock.

(iii) The holders of either the Class A Stock or the Class B Stock shall be entitled to vote on such matters as may be set forth in the By-Laws, as the same may be amended from time to time in accordance with the terms thereof, with respect to such class or classes.

(c) Except as expressly required by applicable law, the holders of Class C Stock shall not be entitled to vote on any matter whatsoever.

**FIFTH:** The number of directors constituting the board of directors of the Corporation shall be eight (8), consisting of four (4) directors elected by the holders of the Class A Stock (the "Class A Directors") and four (4) directors elected by the holders of the Class B Stock (the "Class B Directors"), but such numbers may be increased or decreased by vote of the holders of two-thirds (2/3rds) of the outstanding shares of both the Class A Stock and the Class B Stock.

**SIXTH:** The Corporation shall indemnify and advance expenses to the fullest extent permitted by, and in accordance with the terms and provisions of, Section 145 of the DGCL, as the same may be amended from time to time, each person who is or was a director or officer of the Corporation and the heirs, executors and administrators of such a person in connection with defending any such proceeding in advance of its final disposition shall be paid by the Corporation; provided, however, that if the DGCL requires, an advancement of expenses incurred by an indemnitee in his capacity as a director or officer (and not in any other capacity in which service was or is rendered by such indemnitee including, without limitation, service to an employee benefit plan) shall be made only upon delivery to the Corporation of an undertaking by or on behalf of such indemnitee, to repay all amounts so advanced, if it shall ultimately be determined that such indemnitee is not entitled to be indemnified for such expenses under this Article Sixth or otherwise.

**SEVENTH:** The name and mailing address of the incorporator are as follows:

Kenneth B. Segel, Esq.  
Segel, Goldman, Mazzotta & Siegel, P.C.  
5 Washington Square  
Washington Avenue Extension  
Albany, New York 12205

I, THE UNDERSIGNED, for the purpose of forming a corporation under the laws of the State of Delaware, do make, file and record this Certificate, and do certify that the facts

hercin stated are true, and I have accordingly hereunto set my hand and seal this <sup>19<sup>th</sup></sup> day of  
December, 2001.

BY: \_\_\_\_\_

Kenneth B. Segel, Incorporator  
Segel, Goldman, Mazzotta & Siegel, P.C.  
5 Washington Square  
Albany, New York 12205  
(518)452-0941

**EXHIBIT B**

**Authority to Transact Business in Rhode Island**



State of Rhode Island and Providence Plantations  
**Department of State - Business Services Division**

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 BUS SVCS DIV  
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**Certificate of Authority**  
 FOREIGN Corporation

→ Filing Fee: \$310.00 minimum

Pursuant to the provisions of RIGL 7-1.2-1405, the undersigned foreign corporation hereby applies for a Certificate of Authority to transact business in the State of Rhode Island, and for that purpose submits the following statement:

1. The name of the corporation is: <b>TVC Albany, Inc.</b>		
2. It is incorporated under the laws of: <b>Delaware</b>		
3. The name, if different, which it elects to use in Rhode Island is: (a) If the name of the corporation in its jurisdiction of incorporation does not contain the word "corporation", "company", "Incorporated", or "limited," or an abbreviation thereof, then list the name of the corporation with the addition of one of the above corporate endings for use in Rhode Island:  (b) If the corporate name is not available in Rhode Island, then set forth below the fictitious name under which the corporation will qualify and transact business in Rhode Island as stated in the "Fictitious Business Name Statement" to be filed with this application:		
4. The date of its incorporation is: <b>December 20, 2001</b>		
And the period of its duration is: <b>CHECK ONLY ONE BOX</b> <input checked="" type="checkbox"/> Perpetual (on-going) <input type="checkbox"/> Date certain for dissolution _____		
5. The address of its principal office is: <b>41 State Street, Albany, NY 12207</b>		
6. The name and address of the initial registered agent/office of in Rhode Island:		
Agent Name <b>CT Corporation System</b>		
Street Address (NOT a P.O. Box) <b>470 Veterans Memorial Parkway, Suite 7A</b>		
City/Town <b>East Providence</b>	State <b>RHODE ISLAND</b>	Zip Code <b>02914</b>

MAIL TO:  
 Division of Business Services  
 148 W. River Street, Providence, Rhode Island 02904-2615  
 Phone: (401) 222-3040  
 Website: www.sos.ri.gov

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7. The purpose or purposes which it proposes to pursue in the transaction of business in Rhode Island are:  
**Business in the field of fiber based telecommunications**

8. (a) The names and respective addresses of its directors (optional, unless directors are required under the laws of the state or country of which it is incorporated)

NAME	ADDRESS

Check the box to indicate an attachment.

8. (b) The names and respective addresses of its principal officers (mandatory if directors are not required under the laws of the state or country of which it is incorporated):

OFFICE	NAME	ADDRESS
PRESIDENT	Kurt Van Wagenen	41 State Street, Albany, NY 12207
VICE PRESIDENT	See attached	See attached
TREASURER	See attached	See attached
SECRETARY	See attached	See attached

Check the box to indicate an attachment.

9. The aggregate number of shares which it has authority to issue; itemized by classes, par value of shares, shares without par value, and series, if any, within a class, is:


NUMBER OF SHARES	CLASS	SERIES	PAR VALUE OR STATE NO PAR VALUE
5000	Common Stock	N/A	\$0.01

10. (a) Estimate, in dollars, the value of all property to be owned by the corporation for the following year, wherever located:  
 \$ 186,935,424

(b) Estimate, in dollars, the value of the corporation's property to be located within Rhode Island during the following year:  
 \$ 0

(c) Estimate, as a percentage, the proportion that the estimated value of the property of the corporation to be located within this state during the following year bears to the value of all property of the corporation to be owned during the following year, wherever located. Note: Divide (10b) by (10a) and multiply by 100 to obtain the percentage.

0 %

11. (a) Estimate, in dollars, the gross amount of business to be transacted by the corporation during the following year.  \$ <u>43,729,269</u>	(b) Estimate, in dollars, the gross amount of business to be transacted by the corporation at or from places of business in Rhode Island during the following year.  \$ <u>0</u>
(c) Estimate, as a percentage, the proportion of the gross amount of business to be transacted by the corporation at or from places of business in Rhode Island during the following year compared to the gross amount thereof which will be transacted by the corporation during the following year. <i>Note: Divide (11b) by (11a) and multiply by 100 to obtain the percentage.</i>  <u>0</u> %	
12. This application must be accompanied by a Certificate of Good Standing/Letter of Status issued by the proper officer of the state or country under the laws of which it is incorporated that is dated within 60 days of the filing of this document.	
13. Date when the Certificate of Authority will be effective: <b>CHECK ONLY ONE BOX</b>	
<input checked="" type="checkbox"/> Date received (Upon filing) <input type="checkbox"/> Later effective date (Date must be no more than 90 days from the day of filing) _____	
<i>Under penalty of perjury, I declare and affirm that I have examined this Application for Certificate of Authority, including any accompanying attachments, and that all statements contained herein are true and correct.</i>	
Type or Print Name of Authorized Officer  <b>Jill Sandford</b>	Date  <u>10-2-17</u>
Signature of Authorized Officer of the Corporation  SIGN DOCUMENT HERE	

If you have any questions, please call us at (401) 222-3040, Monday through Friday, between 8:30 a.m. and 4:30 p.m., or email [corporations@sos.ri.gov](mailto:corporations@sos.ri.gov).

**Attachment to Certificate of Authority for TVC Albany, Inc.**

**Question 8b:**

<b>Name</b>	<b>Title</b>	<b>Address</b>
James Capuano	Executive Vice President and Chief Operating Officer	41 State Street, Albany, NY 12207
Patrick Coughlin	Executive Vice President and Chief Revenue Officer	41 State Street, Albany, NY 12207
Richard Clark	Executive Vice President and Chief Financial Officer	41 State Street, Albany, NY 12207
Scott Gilbert	Executive Vice President and Chief Information Officer	41 State Street, Albany, NY 12207
Jill Sandford	Senior Vice President and General Counsel	41 State Street, Albany, NY 12207
Bruce Skellie	Senior Vice President, Finance and Integration	41 State Street, Albany, NY 12207

# Delaware

Page 1

The First State

I, JEFFREY W. BULLOCK, SECRETARY OF STATE OF THE STATE OF DELAWARE, DO HEREBY CERTIFY "TVC ALBANY, INC." IS DULY INCORPORATED UNDER THE LAWS OF THE STATE OF DELAWARE AND IS IN GOOD STANDING AND HAS A LEGAL CORPORATE EXISTENCE SO FAR AS THE RECORDS OF THIS OFFICE SHOW, AS OF THE TWENTY-SECOND DAY OF SEPTEMBER, A.D. 2017.

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3471714 8300

SR# 20176145386

You may verify this certificate online at [corp.delaware.gov/authver.shtml](http://corp.delaware.gov/authver.shtml)

  
Jeffrey W. Bullock, Secretary of State

Authentication: 203276045

Date: 09-22-17



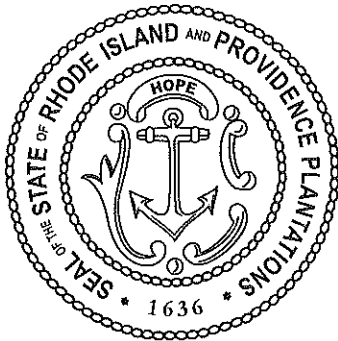
State of Rhode Island and Providence Plantations  
**Department of State | Office of the Secretary of State**  
**Nellie M. Gorbea**, *Secretary of State*

I, NELLIE M. GORBEA, Secretary of State of the State of Rhode Island  
and Providence Plantations, hereby certify that this document, duly executed in  
accordance with the provisions of Title 7 of the General Laws of Rhode Island, as  
amended, has been filed in this office on this day:

October 05, 2017 10:03 AM

A handwritten signature in black ink, appearing to read "Nellie M. Gorbea".

Nellie M. Gorbea  
*Secretary of State*



**EXHIBIT C**

**Fictitious Name Statement**



State of Rhode Island and Providence Plantations  
**Department of State - Business Services Division**

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 R.I. DEPT. OF STATE  
 BUS SVCS DIV  
 2017 OCT -5 AM 10:03

**Fictitious Business Name Statement**  
 DOMESTIC or FOREIGN Business Corporation

→ Filing Fee: \$50.00

Pursuant to the provisions of RIGL 7-1.2-402, the undersigned business corporation hereby submits the following statement for authority to transact business in the state of Rhode Island under a fictitious business name:

1. Entity ID Number <b>001677762</b>	2. Exact Name of the Corporation <b>TVC Albany, Inc.</b>		
3. List the fictitious business name to be used: <b>FirstLight Fiber</b>			
4. List the state or country the entity is incorporated: <b>Delaware</b>		5. List the date of incorporation: <b>December 20, 2001</b>	
6. List the address of its registered office within Rhode Island: Street Address <b>470 Veterans Memorial Parkway, Suite 7A</b>			
City <b>East Providence</b>	State <b>RHODE ISLAND</b>	Zip <b>02914</b>	
7. List the business in which it is engaged: <b>Fiber based telecommunications</b>			
8. Applicant is otherwise authorized to do business in the state of Rhode Island.			
<i>Under penalty of perjury, I declare and affirm that I have examined this Fictitious Business Name State and that the information contained herein is true and correct.</i>			
Name of Authorized Officer of the Corporation <b>Jill Sandford</b>			Date <b>10-2-17</b>
Signature of Authorized Officer of the Corporation  SIGN DOCUMENT HERE			

**MAIL TO:**  
 Division of Business Services  
 148 W. River Street, Providence, Rhode Island 02904-2615  
 Phone: (401) 222-3040  
 Website: www.sos.ri.gov

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10:03  
 OCT 05 2017  
 BY

If you have any questions, please call us at (401) 222-3040, Monday through Friday, between 8:30 a.m. and 4:30 p.m., or email corporations@sos.ri.gov.



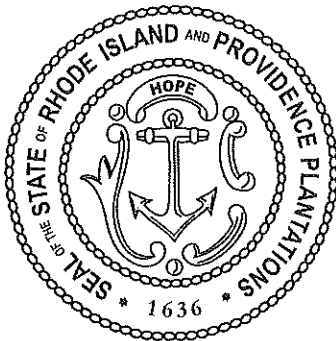
State of Rhode Island and Providence Plantations  
**Department of State | Office of the Secretary of State**  
Nellie M. Gorbea, *Secretary of State*

I, NELLIE M. GORBEA, Secretary of State of the State of Rhode Island  
and Providence Plantations, hereby certify that this document, duly executed in  
accordance with the provisions of Title 7 of the General Laws of Rhode Island, as  
amended, has been filed in this office on this day:

October 05, 2017 10:03 AM

A handwritten signature in black ink, appearing to read "Nellie M. Gorbea".

Nellie M. Gorbea  
*Secretary of State*





**EXHIBIT D**

**Financial Statements**

**[CONFIDENTIAL - SUBMITTED UNDER SEAL]**

## **EXHIBIT E**

### **Management Biographies**

#### **Kurt Van Wagenen**

##### **President & Chief Executive Officer**

Kurt Van Wagenen has been the President and CEO of FirstLight Fiber since October 2013. Prior to FirstLight, Mr. Van Wagenen was President and CEO of FiberTower Corporation from 2008 until 2012. From 2001 to 2007, he held executive positions at NEON Communications, including President and CEO from January of 2007 until NEON was acquired by RCN Corporation. He also served as President and COO of Globix Corporation. Mr. Van Wagenen began his career at Verizon Communications and its various predecessors, holding positions of increasing responsibility.

#### **James Capuano**

##### **Executive Vice President & Chief Operations Officer**

James Capuano is Executive Vice President & Chief Operations Officer for FirstLight. He joined FirstLight in February of 2013 to manage all aspects of Network Construction, Operations, Engineering, IS/IT, and Carrier Relations. Prior to FirstLight, Mr. Capuano held multiple senior management positions including CTO for Unite Private Networks, COO for Verosity Technology Partners, and VP of Engineering and Operations RCN Metro Optical Networks. Mr. Capuano is responsible for ensuring the business continues to deliver operational excellence to FirstLight's high profile customer base.

#### **Richard Clark**

##### **Executive Vice President & Chief Financial Officer**

Richard Clark has been Executive Vice President & Chief Financial Officer of FirstLight Fiber since February 2017. Prior to FirstLight, Mr. Clark was Executive Vice President and CFO of Oxford Networks from 2013 through 2017. From 1995 through 2013, he held Chief Financial Officer positions at WAI Global, Parts Depot, Inc., Segway, American Remanufacturers, Inc., Car Component Technologies, Bliss Technologies, and Cerion Technologies. He started his career at PricewaterhouseCoopers holding positions of increasing responsibility until he left in 1995 as a Senior Manager.

#### **Patrick Coughlin**

##### **Executive Vice President & Chief Revenue Officer**

In February, 2013, Mr. Coughlin joined FirstLight as Executive Vice President & Chief Revenue Officer, where he is responsible for leading all aspects of Sales & Marketing on behalf of the Company and for executing the Company's growth plans. Previously, he served as Vice President of Sales and Marketing at Fibertower. From 2005-2009, he served as Vice President of Sales at RCN Metro (formerly NEON Communications and Globix Corporation), where he was responsible for sales and marketing for the entire U.S. and oversaw a sales team comprised of 55 people. Prior to that position, he served as Senior Director of Sales at NEON from October 2001 until December 2005. Mr. Coughlin also served as a Senior Account Executive with NEON and

other telecommunications companies, including AT&T and USTelecenters, during which time he was recognized for being a leading sales contributor for major accounts.

**Scott Gilbert**

**Executive Vice President & Chief Information Officer**

Scott Gilbert is Executive Vice President & Chief Information Officer for FirstLight. He joined FirstLight in 2014 and is responsible for the company's entire IT and systems infrastructure, including customer-facing and back office platforms. Starting his career in the telecommunications industry in 1996, Mr Gilbert has also served as the Chief Operating Officer at CornerStone Telephone Company, the Chief Information Officer at Cleartel Communications, and Vice President of IT at BiznessOnline.com.

**Jill Sandford**

**Senior Vice President & General Counsel**

Jill Sandford joined FirstLight Fiber in June of 2016 and currently serves as its Senior Vice President and General Counsel. Ms. Sandford manages all aspects of legal, regulatory, compliance, and human resources. Ms. Sandford has twenty years' experience in the telecommunications sector. From 1995-2001, Ms. Sandford served as a section chief in the New York State Attorney General's Office Bureau of Telecommunications and Energy. From 2001-2014, Ms. Sandford held legal roles at Metromedia Fiber Network, AboveNet and Zayo each with increasing and broad responsibilities.

**Bruce Skellie**

**Senior Vice President of Finance & Integration**

Bruce Skellie is the Senior Vice President of Finance and Integration for FirstLight. He started with FirstLight in October 2012 as Controller. Prior to FirstLight, Mr. Skellie was the Controller at Fiber Glass Industries from 2009 through 2012. Mr. Skellie began his professional career in Public accounting for about 7 years in roles of increasing responsibility with the most extensive time spent at Bollam, Sheedy, Torani & Co. CPA's in Albany NY which is now SaxBST.

# VERIFICATION

STATE OF NEW YORK

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COUNTY OF ALBANY

VERIFICATION

I, Jill Sandford, am Senior Vice President & General Counsel of TVC Albany, Inc. (the “Company”); that I am authorized to make this Verification on behalf of the Company; that the foregoing filing was prepared under my direction and supervision; and that the contents with respect to the Company are true and correct to the best of my knowledge, information, and belief.



Jill Sandford  
Senior Vice President & General Counsel  
TVC Albany, Inc.

Sworn and subscribed before me this 10<sup>th</sup> day of October, 2017.

  
Notary Public

My commission expires 11/21/2020

MARJORY ST VALLIERE  
NOTARY PUBLIC-STATE OF NEW YORK  
No. 01ST6350891  
Qualified In Albany County  
My Commission Expires 11-21-2020