



PUBLIC NOTICE

Federal Communications Commission
445 12th St., S.W.
Washington, D.C. 20554

News Media Information 202 / 418-0500
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TTY: 1-888-835-5322

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**DOMESTIC SECTION 214 APPLICATION FILED FOR THE TRANSFER OF CONTROL OF
NEXTG NETWORKS, INC. AND ITS SUBSIDIARIES TO
CROWN CASTLE SOLUTIONS CORP.**

STREAMLINED PLEADING CYCLE ESTABLISHED

WC Docket No. 11-209

Comments Due: January 20, 2012
Reply Comments Due: January 27, 2012

On December 23, 2011, NextG Networks of NY, Inc. d/b/a NextG Networks East (NextG East), NextG Networks of California, Inc. d/b/a NextG Networks West (NextG West), NextG Networks of Illinois, Inc. d/b/a NextG Networks Central (NextG Central), NextG Networks Atlantic, Inc. (NextG Atlantic; and collectively, the NextG Subsidiaries) and Crown Castle Solutions Corp. (Solutions, and collectively with the NextG Subsidiaries, the Applicants) filed an application pursuant to section 63.03 of the Commission's rules¹ to transfer control of the NextG Subsidiaries to Solutions.

The NextG Subsidiaries are wholly-owned subsidiaries of NextG Networks, Inc. (NextG Networks).² Through the NextG Subsidiaries, NextG Networks provides outdoor distributed antenna system (DAS) solutions in the U.S., which is used by NextG Networks to deliver transport and backhaul services to wireless carriers. At present, NextG Networks has over 7,000 nodes on-air and approximately 1,500 nodes under construction. In addition, NextG Networks has rights to over 4,600 miles of fiber. Through the NextG Subsidiaries, NextG Networks currently provides DAS service to wireless carriers in Arizona, California, Florida, Georgia, Illinois, Indiana, Kansas, Maryland, Massachusetts, Michigan, Mississippi, Nevada, New Jersey, New York, North Carolina, Ohio, Oklahoma, Pennsylvania, Texas, Utah, Washington, and Wisconsin.

The NextG Subsidiaries hold blanket domestic Section 214 authority and certificates of public convenience and necessity or equivalent authorizations to provide local, interexchange and/or other intrastate telecommunications services on a competitive basis in 35 states, Puerto Rico, and the District of Columbia.³ At this time, the NextG Subsidiaries are the only subsidiaries of NextG Networks that offer

¹ 47 C.F.R § 63.03; *see* 47 U.S.C. § 214.

² NextG East, NextG West, and NextG Central are Delaware corporations, and NextG Atlantic is a Virginia corporation. NextG Networks is a Delaware corporation.

³ The NextG Subsidiaries hold authorizations in the following states: Arizona, California, Colorado, Connecticut, Delaware, Florida, Georgia, Hawaii, Idaho, Illinois, Indiana, Kansas, Louisiana, Maryland, Massachusetts, Michigan, Minnesota, Mississippi, Missouri, Nevada, New Jersey, New Mexico, New York, North Carolina, Ohio,

domestic telecommunications services. The following investment funds hold a 10 percent or greater ownership interest in NextG Networks: funds affiliated with Madison Dearborn Partners, LLC (Madison Dearborn, collectively, 63.3 percent) and funds affiliated with Accel Partners (Accel, collectively 14.4 percent).

Solutions, a Delaware corporation, is a wholly-owned, direct subsidiary of Crown Castle Operating Company, a Delaware corporation, which is a wholly-owned, direct subsidiary of Crown Castle International Corp. (CCI), a publicly traded Delaware corporation. Solutions does not itself provide any telecommunications services. William E. Oberndorf, a U.S. citizen, is the only party that holds a 10 percent or greater ownership interest in CCI.⁴ CCI, through its indirect subsidiaries, owns, operates and leases towers and other infrastructure for wireless communications, including over 22,300 tower and rooftop sites throughout the U.S. Solutions' subsidiaries deployed forty DAS networks with several additional DAS networks in development or under consideration. Solutions' wholly-owned subsidiaries hold authorizations to provide intrastate telecommunications services in the District of Columbia and in 23 states.⁵ In addition, the following subsidiaries of Solutions hold blanket domestic 214 authority: CA-CLEC, LLC; InSITE Solutions, LLC; NewPath Networks, LLC; Pennsylvania-CLEC LLC; and WA-CLEC, LLC.

Pursuant to the terms of an Agreement and Plan of Merger, Crown Castle NG Acquisitions Corp. (Merger Sub), a wholly-owned, direct subsidiary of Solutions, will merge with and into NextG Networks. NextG Networks will continue as the surviving corporation, and become a wholly-owned, direct subsidiary of Solutions. Applicants state that once the proposed transaction is consummated, Madison Dearborn and Accel will not have any ongoing equity interest in CCI, NextG Networks, or the NextG Subsidiaries. Applicants assert that the proposed transaction is entitled to presumptive streamlined treatment under section 63.03(b)(2)(i) of the Commission's rules, and that a grant of the application will serve the public interest, convenience, and necessity.⁶

Domestic Section 214 Application Filed for the Transfer of Control of NextG Networks Inc. and its subsidiaries to Crown Castle Solutions Corp., WC Docket No. 11-209 (filed Dec. 23, 2011).

GENERAL INFORMATION

The transfer of control identified herein has been found, upon initial review, to be acceptable for filing as a streamlined application. The Commission reserves the right to return any transfer application if, upon further examination, it is determined to be defective and not in conformance with the Commission's rules and policies. Pursuant to section 63.03(a) of the Commission's rules, 47 CFR § 63.03(a), interested parties may file comments **on or before January 20, 2012**, and reply comments **on or before January 27, 2012**. Unless otherwise notified by the Commission, the Applicants may transfer

Oklahoma, Oregon, Pennsylvania, Rhode Island, South Carolina, Texas, Utah, Virginia, Washington, and Wisconsin.

⁴ Mr. Oberndorf controls approximately 10 percent of the shares and voting interests of CCI as one of three managing directors of SPO Advisory Corp., the general partner of two entities that are the general partners of two funds that each own less than 10% of CCI. He also has power to vote shares held by various trusts that each own less than 10% of CCI, and is the direct owner of less than 1% of CCI.

⁵ Solutions' subsidiaries hold authorizations to provide intrastate telecommunications in the following states: Arizona, California, Colorado, Florida, Georgia, Illinois, Iowa, Maryland, Massachusetts, Michigan, Minnesota, Missouri, Nevada, New Jersey, New Mexico, New York, North Carolina, Ohio, Oregon, Pennsylvania, Utah, Virginia and Washington.

⁶ 47 C.F.R. § 63.03(b)(2)(i).

control on the 31st day after the date of this notice.⁷ Comments should be filed using the Commission's Electronic Comment Filing System (ECFS). See *Electronic Filing of Documents in Rulemaking Proceedings*, 63 FR 24121 (1998).

- Electronic Filers: Comments may be filed electronically using the Internet by accessing the ECFS: <http://fjallfoss.fcc.gov/ecfs2/>.

In addition, e-mail one copy of each pleading to each of the following:

- 1) The Commission's duplicating contractor, Best Copy and Printing, Inc., fcc@bcpiweb.com; phone: (202) 488-5300; fax: (202) 488-5563;
- 2) Tracey Wilson, Competition Policy Division, Wireline Competition Bureau, tracey.wilson@fcc.gov;
- 3) Dennis Johnson, Competition Policy Division, Wireline Competition Bureau, dennis.johnson@fcc.gov;
- 4) Jodie May, Competition Policy Division, Wireline Competition Bureau, jodie.may@fcc.gov;
- 5) Christopher J. Sova, Competition Policy Division, Wireline Competition Bureau, christopher.sova@fcc.gov;
- 6) David Krech, Policy Division, International Bureau, david.krech@fcc.gov; and
- 7) Jim Bird, Office of General Counsel, jim.bird@fcc.gov.

Filings and comments are available for public inspection and copying during regular business hours at the FCC Reference Information Center, Portals II, 445 12th Street, S.W., Room CY-A257, Washington, D.C. 20554. They may also be purchased from the Commission's duplicating contractor, Best Copy and Printing, Inc., Portals II, 445 12th Street, S.W., Room CY-B402, Washington, D.C. 20554; telephone: (202) 488-5300; fax: (202) 488-5563; e-mail: fcc@bcpiweb.com; url: www.bcpiweb.com.

People with Disabilities: To request materials in accessible formats for people with disabilities (braille, large print, electronic files, audio format), send an e-mail to fcc504@fcc.gov or call the Consumer & Governmental Affairs Bureau at (202) 418-0530 (voice), (202) 418-0432 (tty).

For further information, please contact Tracey Wilson at (202) 418-1394 or Christopher Sova at (202) 418-1868.

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⁷ Such authorization is conditioned upon receipt of any other necessary approvals from the Commission in connection with the proposed transaction.