



PUBLIC NOTICE

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

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DA 17-489
May 18, 2017

**DOMESTIC SECTION 214 APPLICATION FILED FOR THE TRANSFER OF CONTROL OF
WILSHIRE CONNECTION, LLC AND FREEDOM TELECOMMUNICATIONS, LLC TO
CROWN CASTLE INTERNATIONAL CORP.**

STREAMLINED PLEADING CYCLE ESTABLISHED

WC Docket No. 17-120

Comments Due: June 1, 2017

Reply Comments Due: June 8, 2017

By this Public Notice, the Wireline Competition Bureau seeks comment from interested parties on an application filed by Wilshire Connection, LLC (Wilshire), Freedom Telecommunications, LLC (Freedom), and Crown Castle International Corp. (Crown Castle) (collectively, Applicants), pursuant to Section 214 of the Communications Act of 1934, as amended, and Section 63.03 of the Commission's rules, requesting approval for the transfer of control of Wilshire and Freedom to Crown Castle.¹

Wilshire and Freedom, Delaware limited liability companies, are both wholly owned subsidiaries of Wilcon Operations LLC, which is a wholly owned subsidiary of Wilcon Holdings, LLC (Wilcon), a Delaware limited liability company. Through its operating subsidiaries, Wilcon, is a fiber services provider that owns approximately 1,900 route miles of fiber, primarily in Los Angeles and San Diego, California. Wilshire and Freedom provide last-mile transport and interconnection facilities between multiple colocation facilities and carrier hotels.

Crown Castle, publicly traded Delaware corporation, operates as a real estate investment trust (REIT). Crown Castle, through certain of its indirect subsidiaries, owns, operates, leases, or manages approximately 40,000 towers and rooftop sites for wireless communications equipment with a presence in the top 100 U.S. markets. Crown Castle Operating Company (CCOC), a subsidiary of Crown Castle, is the direct owner of Crown Castle Solutions LLC (Solutions). Subsidiaries of Solutions deploy small cell nodes supported by approximately 26,500 route miles of fiber in the United States.² Subsidiaries of CCOC provide transport, backhaul, and distributed antenna system (DAS)/Small Cell services as well as dedicated point-to-point telecommunications services. CCOC also directly owns CC WH Holdings LLC (Purchaser), a Delaware limited liability company. Applicants state that no person or entity currently holds a ten percent or greater interest in Crown Castle.

¹ See 47 U.S.C. § 214; 47 CFR § 63.03.

² A complete list of services offered by Crown Castle's subsidiaries and the states where they are provided is available in the Application. Application at 8-9; Exh. B.

Pursuant to the terms of an Agreement and Plan of Merger, by and among Crown Castle, Purchaser, Wilcon, and Pamlico Capital II, L.P. (Pamlico Capital), Crown Castle will acquire ownership and control of the Wilshire and Freedom as a result of Purchaser merging with and into Wilcon. Wilcon will survive the merger as an indirect, wholly owned subsidiary of Crown Castle. Accordingly, at closing of the transaction, Wilshire and Freedom will each become an indirect, wholly owned subsidiary of Crown Castle.

Applicants contend that the proposed transaction is in the public interest. Applicants state that, post-consummation, Wilshire and Freedom will continue to provide service at the same rates, terms, and conditions. Applicants claim that the transaction will not have an adverse effect on competition because they largely provide different services. Moreover, Applicants state that the fiber networks of Crown Castle and Wilshire and Freedom have “minimal overlap” in Los Angeles, San Diego, and San Francisco, California. Applicants assert that they do not have any overlap buildings where both offer lit service. 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.³

Domestic Section 214 Application Filed for the Transfer of Control of
Wilshire Connection, LLC and Freedom Telecommunications, LLC to
Crown Castle International Corp., WC Docket No. 17-120 (filed May 4, 2017).

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 June 1, 2017**, and reply comments **on or before June 8, 2017**. Pursuant to Section 63.52 of the Commission’s rules, 47 CFR § 63.52, commenters must serve a copy of comments on the Applicants no later than the above comment filing date. Unless otherwise notified by the Commission, the Applicants may transfer control on the 31st day after the date of this notice.

Pursuant to Section 63.03 of the Commission’s rules, 47 CFR § 63.03, parties to this proceeding should file any documents using the Commission’s Electronic Comment Filing System (ECFS): <http://apps.fcc.gov/ecfs/>.

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

- 1) Myrva Freeman, Competition Policy Division, Wireline Competition Bureau, myrva.freeman@fcc.gov;
- 2) Dennis Johnson, Competition Policy Division, Wireline Competition Bureau, dennis.johnson@fcc.gov; and

³ 47 CFR § 63.03(b)(2)(i).

3) Jim Bird, Office of General Counsel, jim.bird@fcc.gov.

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), 1-888-835-5322 (tty).

The proceeding in this Notice shall be treated as a “permit-but-disclose” proceeding in accordance with the Commission’s *ex parte* rules. Persons making *ex parte* presentations must file a copy of any written presentation or a memorandum summarizing any oral presentation within two business days after the presentation (unless a different deadline applicable to the Sunshine period applies). Persons making oral *ex parte* presentations are reminded that memoranda summarizing the presentation must (1) list all persons attending or otherwise participating in the meeting at which the *ex parte* presentation was made, and (2) summarize all data presented and arguments made during the presentation. If the presentation consisted in whole or in part of the presentation of data or arguments already reflected in the presenter’s written comments, memoranda or other filings in the proceeding, the presenter may provide citations to such data or arguments in his or her prior comments, memoranda, or other filings (specifying the relevant page and/or paragraph numbers where such data or arguments can be found) in lieu of summarizing them in the memorandum. Documents shown or given to Commission staff during *ex parte* meetings are deemed to be written *ex parte* presentations and must be filed consistent with rule 1.1206(b), 47 CFR § 1.1206(b). Participants in this proceeding should familiarize themselves with the Commission’s *ex parte* rules.

For further information, please contact Myrva Freeman at (202) 418-1506 or Dennis Johnson at (202) 418-0809.

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