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November 21, 2014

## Via E-Filing

David Danner, Executive Secretary  
Washington Utilities and Transportation Commission  
1300 S. Evergreen Park Drive  
Olympia, WA 98504-7250

**Re: Crown Castle NG West LLC  
Notice of Conversion and Resulting Name Change**

Dear Mr. Danner:

Crown Castle NG West LLC (formerly known as Crown Castle NG West Inc. and NextG Networks of California Inc. d/b/a NextG Networks West) (the “Company”) hereby notifies the Commission that the Company’s current name is “Crown Castle NG West LLC” as a result of (1) a name change from “NextG Networks of California Inc. d/b/a NextG Networks West” to “Crown Castle NG West Inc.” and (2) its subsequent conversion from a Delaware corporation to a Delaware limited liability company. The conversion of the Company to a limited liability company was merely a change in its corporate form accomplished through the filing of Certificate of Conversion in Delaware and did not entail any merger or other transactions that interrupting the existence of the Company.<sup>1</sup> The Company’s conversion documents and authority to transact business in Washington are provided as Attachment 1 hereto. The Company requests that the Commission update its records, including the Company’s Registration,<sup>2</sup> to reflect the conversion and its current name, “Crown Castle NG West LLC.”

Beijing  
Boston  
Frankfurt  
Hartford  
Hong Kong  
London  
Los Angeles  
New York  
Orange County  
San Francisco  
Santa Monica  
Silicon Valley  
Tokyo  
Washington

Bingham McCutchen LLP  
2020 K Street NW  
Washington, DC  
20006-1806

T +1.202.373.6000  
F +1.202.373.6001  
bingham.com

<sup>1</sup> See 6 Del. Code § 18-214(g) (stating “[t]he conversion shall not be deemed to constitute a dissolution of [corporation]. When [a corporation] has been converted to a limited liability company pursuant to this section, for all purposes of the laws of the State of Delaware, the limited liability company shall be deemed to be the same entity as the converting [corporation] and the conversion shall constitute a continuation of the existence of the converting [corporation] in the form of a domestic limited liability company.”)

<sup>2</sup> The Company is authorized to provide telecommunications services as a competitive provider in Washington pursuant to its Certificate of Registration issued in Docket No. UT-050988.

David Danner, Executive Secretary  
November 21, 2014  
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Please acknowledge receipt and acceptance of this filing. Should you have any questions concerning, please do not hesitate to contact the undersigned at (202) 373-6697.

Respectfully submitted,

A handwritten signature in blue ink that reads "Brett P Ferenchak". The signature is written in a cursive, slightly slanted style.

Catherine Wang  
Brett P. Ferenchak

Counsel for the Company

**ATTACHMENT**

**Conversion Documents and Authority to Transact Business**

# Delaware

PAGE 1

*The First State*

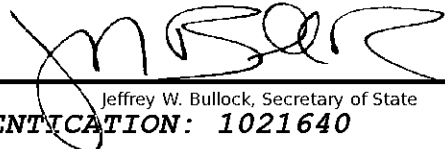
I, JEFFREY W. BULLOCK, SECRETARY OF STATE OF THE STATE OF DELAWARE DO HEREBY CERTIFY THAT THE ATTACHED IS A TRUE AND CORRECT COPY OF THE CERTIFICATE OF CONVERSION OF A DELAWARE CORPORATION UNDER THE NAME OF "CROWN CASTLE NG WEST INC." TO A DELAWARE LIMITED LIABILITY COMPANY, CHANGING ITS NAME FROM "CROWN CASTLE NG WEST INC." TO "CROWN CASTLE NG WEST LLC", FILED IN THIS OFFICE ON THE TWENTY-FOURTH DAY OF DECEMBER, A.D. 2013, AT 1:43 O'CLOCK P.M.

AND I DO HEREBY FURTHER CERTIFY THAT THE EFFECTIVE DATE OF THE AFORESAID CERTIFICATE OF CONVERSION IS THE THIRTY-FIRST DAY OF DECEMBER, A.D. 2013, AT 11:59 O'CLOCK P.M.

3560238 8100V

131473426



  
Jeffrey W. Bullock, Secretary of State  
AUTHENTICATION: 1021640

DATE: 12-30-13

**Certificate of Conversion  
of  
Crown Castle NG West Inc.  
to  
Crown Castle NG West LLC**

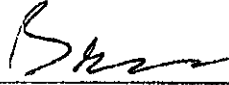
**Pursuant to Section 18-214 of the Limited Liability Company Act**

Crown Castle NG West Inc., a Delaware corporation ("Company"), does hereby certify that:

- 1. Name of Corporation to be Converted.** The name of the Company immediately prior to conversion is Crown Castle NG West Inc., and the name under which the Company was originally formed was NextG Networks of California, Inc.
- 2. Original Date and Jurisdiction of Incorporation.** The original certificate of incorporation of the Company was filed on August 19, 2002 with the Secretary of State of the State of Delaware.
- 3. Name of Limited Liability Company.** The name of the limited liability company into which the Company will be converted is Crown Castle NG West LLC.
- 4. Approval of Conversion.** This conversion has been approved by the board of directors and sole stockholder of the Company.
- 5. Effective Time.** The conversion of the Company to a limited liability company shall be effective at 11:59 p.m. on December 31, 2013.

IN WITNESS WHEREOF, the undersigned has executed this Certificate of Conversion as of December 19, 2013.

**Crown Castle NG West Inc.**

By:   
E. Blake Hawk  
Executive Vice President

19 Dec 2013

# Delaware

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*The First State*

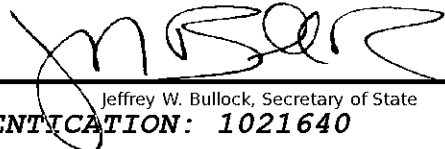
I, JEFFREY W. BULLOCK, SECRETARY OF STATE OF THE STATE OF DELAWARE DO HEREBY CERTIFY THAT THE ATTACHED IS A TRUE AND CORRECT COPY OF CERTIFICATE OF FORMATION OF "CROWN CASTLE NG WEST LLC" FILED IN THIS OFFICE ON THE TWENTY-FOURTH DAY OF DECEMBER, A.D. 2013, AT 1:43 O'CLOCK P.M.

AND I DO HEREBY FURTHER CERTIFY THAT THE EFFECTIVE DATE OF THE AFORESAID CERTIFICATE OF FORMATION IS THE THIRTY-FIRST DAY OF DECEMBER, A.D. 2013, AT 11:59 O'CLOCK P.M.

3560238 8100V

131473426



  
Jeffrey W. Bullock, Secretary of State  
AUTHENTICATION: 1021640

DATE: 12-30-13

**Certificate of Formation**

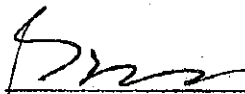
of

**Crown Castle NG West LLC**

This Certificate of Formation of Crown Castle NG West LLC ("LLC"), dated as of December 19, 2013, has been duly executed and is being filed by E. Blake Hawk, as an authorized person, to form a limited liability company under the Delaware Limited Liability Company Act (6 Del.C. §18-101, et seq.)

1. The name of the limited liability company is Crown Castle NG West LLC.
2. The address of the registered office of the LLC in the State of Delaware is c/o The Corporation Trust Company, Corporation Trust Center, 1209 Orange Street, in the City of Wilmington, County of New Castle.
3. The name and address of the registered agent for service of process of the LLC in the State of Delaware is The Corporation Trust Company, Corporation Trust Center, 1209 Orange Street, in the City of Wilmington, County of New Castle, Delaware.
4. This Certificate of Formation shall be effective at 11:59 p.m. on December 31, 2013.

IN WITNESS WHEREOF, the undersigned has executed this Certificate of Formation of Crown Castle NG West LLC as of the date first written above.

  
\_\_\_\_\_  
E. Blake Hawk, Authorized Person  
19 Dec 2013



Office of the Secretary of State  
Corporations & Charities Division

**Foreign Profit Corporation**  
*See attached detailed instructions*

- Filing Fee \$30.00
- Filing Fee with Expedited Service \$80.00

This Box For Office Use Only

04/01/14 2629414-001  
\$80.00 K  
td: 2732826

FILED  
SECRETARY OF STATE  
APRIL 01, 2014  
STATE OF WASHINGTON

UBI Number:

## AMENDED CERTIFICATE OF AUTHORITY

Chapter 23B.10 RCW

### SECTION 1

**NAME OF CORPORATION:** *(as currently recorded with the Office of the Secretary of State)*

Crown Castle NG West Inc.

**NAME TO BE USED IN WASHINGTON STATE:** *(If different than above, resolution must be attached)*

### SECTION 2

**STATE OR COUNTRY WHERE ORIGINALLY INCORPORATED:** DE

**DATE CERTIFICATE OF AUTHORITY WAS ISSUED IN WASHINGTON:** 06/24/2005

### SECTION 3

**AMENDMENTS TO CERTIFICATE:** *(if necessary, attach additional information)*

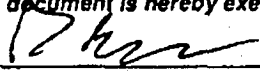
The name shall be Crown Castle NG West LLC

*In the event the change or changes include a name change to a name that does not meet the requirements of RCW 23B.15.060, a fictitious name for use in Washington, include a copy of the resolution of the board of directors, certified by the corporation's secretary, adopting the fictitious name; and a copy of the document filed in the state or country of incorporation showing that jurisdiction's "filed" stamp.*

### SECTION 4

**SIGNATURE** *(see instructions page)*

*This document is hereby executed under penalties of perjury, and is, to the best of my knowledge, true and correct.*

X 	E. Blake Hawk/Manager	7 March 2014	713-570-3000
Signature	Printed Name/Title	Date	Phone Number



