

Nelson Mullins

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February 7, 2013

CONFIDENTIAL TREATMENT REQUESTED PER WAC 480-07-160

Via E-Mail

Washington Utilities and Transportation Commission
Attention: Records Center
1300 South Evergreen Park Drive SW
Olympia, WA 98504-7250

Re: Registration and Competitive Classification of Telecommunication
Companies – Conterra Ultra Broadband, LLC – Redacted Version

Dear Sir or Madam:

Enclosed is an application for Registration and Competitive Classification of Telecommunication Companies submitted on behalf of Conterra Ultra Broadband, LLC (“Conterra”). Also enclosed are the consolidated balance sheets of Conterra Ultra Broadband Holdings, Inc., Conterra’s parent company.

The consolidated balance sheets contain financial information regarding the company. Such information constitutes confidential information pursuant to WAC 480-07-160(2)(c). Accordingly, Conterra respectfully requests that the consolidated balance sheets be afforded confidential treatment pursuant to WAC 480-07-160. Conterra is submitting this redacted version of its filing and is separately submitting a confidential unredacted version.

If you have any questions regarding Conterra or this application, please contact the undersigned. Thank you for your attention to this matter.

Respectfully submitted,



Thomas F. Bardo
Counsel for Conterra Ultra Broadband, LLC

TFB:tbm
Enclosures

WASHINGTON



UTILITIES AND TRANSPORTATION
COMMISSION

**REGISTRATION AND COMPETITIVE CLASSIFICATION
OF TELECOMMUNICATION COMPANIES**

All telecommunications companies must register with the Utilities and Transportation Commission (UTC) prior to beginning operations in the state of Washington. Refer to RCW 80.36, WAC 480-121, 480-80, and 480-120.

1300 South Evergreen Park Drive SW
PO Box 47250
Olympia, WA 98504-7250

Telephone 360-664-1160 / Fax 360-586-1150
TTY 360-586-8203 or 1-800-416-5289
Website: www.utc.wa.gov

The UTC has a policy of providing equal access to its services. To request this document in alternate formats, please call 360-664-1133.

- Complete the application form.
- Submit these forms via the Records Center Web portal or e-mail to records@utc.wa.gov as an electronic attachment. UTC encourages electronic submission of filings.
- UTC will issue a registration certificate with an effective date 30 days from the date the completed application is received and approved.

Include the following:

- Current Balance Sheet Latest Annual Report, if any

Competitive Classification

- Applicant is subject to effective competition and requests waiver of regulatory requirements
Yes No outlined in WAC 480-121-063 (1).

Telecommunications Company Information

Company Name: Conterra Ultra Broadband, LLC d/b/a:
Company Mailing Address: 2101 Rexford Road, Suite 200E
City/State/Zip: Charlotte, NC 28211
Web Site Address: www.conterra.com

Unified Business Identification Number (UBI): 602601377
(If you do not know your UBI number or need to request one contact the Business Licensing Services at 360-664-1400 or 1-800-451-7985)

Questions regarding this application should be directed to:

Name: Angela C. Lee
Phone Number: 704-936-1806 Fax Number: 704-936-1801 E-mail: alee@conterra.com
Mailing Address: 2101 Rexford Road, Suite 200E
City/State/Zip: Charlotte, NC 28211

Registered Agent (A Washington Agent is required if the company is located outside Washington State):

Name: National Registered Agents, Inc.
Mailing Address: 1780 Barnes Blvd., SW, Building G
City/State/Zip: Tumwater, WA 98512-0410
Phone Number: 800-717-2810

Name, address and title of each officer or director (attach additional pages if needed)

Name	Address	Title
Stephen R. Leeolou	2101 Rexford Road Suite 200E, Charlotte, NC 28211	Director/Chairman/Chief Executive Officer
Dennis Francis	2101 Rexford Road Suite 200E, Charlotte, NC 28211	President/Chief Operating & Technology Officer
Eric Burgess	2101 Rexford Road, Suite 200E, Charlotte, NC 28211	Executive Vice President & Chief Financial Officer
Van Snowdon	2101 Rexford Road, Suite 200E, Charlotte, NC 28211	Executive Vice President, Corporate Development
Keith Stines	2101 Rexford Road, Suite 200E, Charlotte, NC 28211	Senior Vice President, Network Engineering
Angela Lee	2101 Rexford Road, Suite 200E, Charlotte, NC 28211	Vice President, Corporate Counsel & Secretary

Regulatory Contact:

Name: Angela C. Lee
Mailing Address: 2101 Rexford Road, Suite 200E, Charlotte, NC 28211
Phone Number: 704-936-1806 Fax Number: 704-936-1801
E-mail: alee@conterra.com

Consumer Questions and/or Complaint Contact:

Name: Angela C. Lee
Title: Vice President, Corporate Counsel & Secretary
Phone Number: 704-936-1806 Fax Number: 704-936-1801
E-mail: alee@conterra.com

Emergency Contact:

Name: Craig LaBell
Title: NOC Manager
Phone Number: 800-634-1374 Fax Number: 704-936-1801
E-mail: clabell@conterra.com

Telecommunication services that will be provided (check all that apply):

- | | |
|--------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------|---------------------------------------------------|
| <input type="checkbox"/> Local Exchange Service (Resale) | <input checked="" type="checkbox"/> Data Services |
| <input type="checkbox"/> Calling Cards | <input type="checkbox"/> Prepaid Calling Cards |
| <input type="checkbox"/> Alternate Operator Services | <input type="checkbox"/> Directory Assistance |
| <input type="checkbox"/> Long Distance Interlata | <input type="checkbox"/> WATS (800/888) |
| <input type="checkbox"/> Long Distance Intralata | |
| <input checked="" type="checkbox"/> Other, please specify: <u>Cellular backhaul transport; Access networks and broadband networks for K-12, healthcare, and government entities.</u> | |

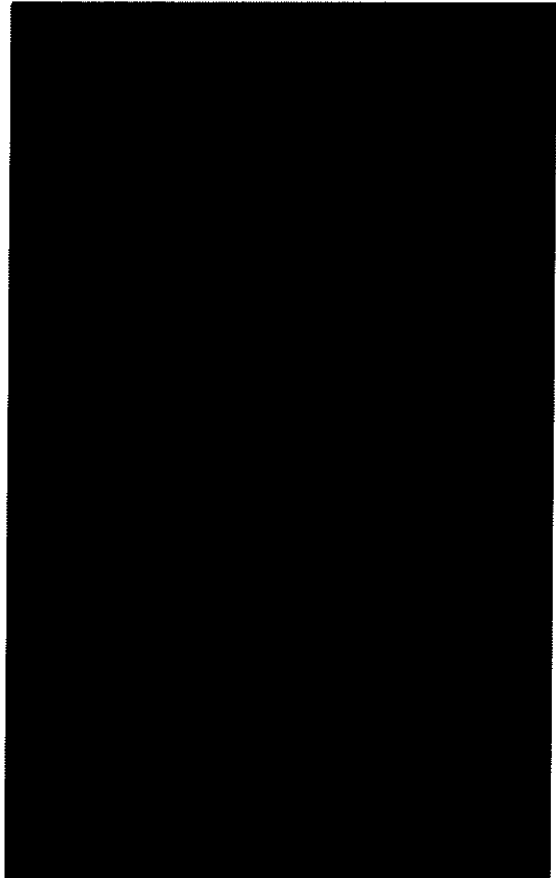
Conterra Ultra Broadband Holdings, Inc. Consolidated Balance Sheets

**COMMERCIAL AND PROPRIETARY INFORMATION
CONFIDENTIAL TREATMENT REQUESTED PER WAC 480-07-160**

CONTRERA ULTRA BROADBAND HOLDINGS, INC.

**CONSOLIDATED BALANCE SHEETS
DECEMBER 31, 2011 AND 2010**

<u>ASSETS</u>	<u>2011</u>	<u>2010</u>
CURRENT ASSETS:		
Cash and cash equivalents		
Accounts receivable - Trade, net		
Prepaid expenses and other current assets		
Total current assets		
PROPERTY:		
Furniture, fixtures and equipment		
Construction in progress		
Project sites installed		
Total		
Less accumulated depreciation and amortization		
Property, net		
OTHER ASSETS:		
Goodwill		
Loan origination fees, net		
Uninstalled equipment and spare parts, net		
Service contracts, net		
Total other assets		
TOTAL ASSETS		



See notes to consolidated financial statements.

LIABILITIES AND STOCKHOLDERS' EQUITY

2011

2010

CURRENT LIABILITIES:

Current portion of notes payable
Accounts payable - Trade
Accrued liabilities
Current portion of deferred revenue
Total current liabilities

LONG-TERM LIABILITIES:

Notes payable
Deferred revenue
Total long-term liabilities

STOCKHOLDERS' EQUITY:

Stockholders' equity - Conterra
Non-controlling interest
Total stockholders' equity

TOTAL LIABILITIES AND STOCKHOLDERS' EQUITY

