

STATE OF INDIANA
INDIANA UTILITY REGULATORY COMMISSION

IN THE MATTER OF THE EXPANSION)
OF THE DESIGNATED SERVICE AREA)
OF NEW LISBON BROADBAND AND) CAUSE NO. 41052 ETC 75-S1
COMMUNICATIONS, LLC AS AN)
ELIGIBLE TELECOMMUNICATIONS)
CARRIER IN THE STATE OF INDIANA)

**VERIFIED PETITION OF NEW LISBON BROADBAND AND COMMUNICATIONS,
LLC FOR EXPANSION OF DESIGNATED SERVICE AREA AS AN ELIGIBLE
TELECOMMUNICATIONS CARRIER IN THE STATE OF INDIANA**

New Lisbon Broadband and Communications, LLC (“New Lisbon”), by its undersigned counsel and pursuant to Section 214(e)(2) of the Federal Communications Act of 1934 (the “Act”), as codified at 47 USC § 214(e)(2), and the Federal Communications Commission (“FCC”) Universal Service Rules set forth in 47 CFR §§ 54.101 through 54.207 (the “FCC Rules”), hereby petitions and requests that the Indiana Utility Regulatory Commission (the “Commission”) approve an expanded service area in which New Lisbon is designated as an eligible telecommunications carrier (“ETC”) in the state of Indiana for purposes of receiving federal Rural Digital Opportunity Fund (“RDOF”) support in order to expand its high-speed broadband and voice services to unserved rural areas of Indiana. New Lisbon’s requested expanded designated service area (the “Expanded Service Area”) is identified in **Exhibit A** attached hereto. As demonstrated herein, New Lisbon meets all statutory and regulatory requirements for designation as an ETC in the Expanded Service Area.

Additionally, New Lisbon respectfully requests that the Commission grant this Verified Petition on or before June 7, 2021 to ensure that New Lisbon remains eligible to receive the RDOF support that it has been allocated through its participation in the NRTC Phase I RDOF

Consortium (the “Consortium”), a winner in the FCC’s RDOF Phase I auction. In support of this petition, New Lisbon states as follows:

I. BACKGROUND

A. Company Overview

New Lisbon is an Indiana limited liability company organized under Ind. Code § 23-18-1-1 *et seq.* and registered with the Indiana Secretary of State with its principal place of business at 6369 E. Dublin Pike, New Lisbon, IN 47366. New Lisbon is a competitive local exchange carrier (“CLEC”) and wholly owned subsidiary of New Lisbon Telephone Company, Inc. (“NLTC”), an Indiana corporation established under Ind. Code § 23-1-1-1 *et seq.*, which serves as an incumbent local exchange carrier (“ILEC”) in its authorized service territory. On April 15, 2015 in Cause No. 44600, the Commission granted a Certificate of Territory Authority (“CTA”) to New Lisbon, authorizing it to provide facilities-based and bundled resale of local exchange service as telecommunications services; internet protocol-enabled, broadband and advanced services as information services; and video service throughout Indiana. Therefore, New Lisbon is already authorized by the Commission to provide the services required of an ETC and an RDOF support recipient within the Expanded Service Area.

By order approved on September 23, 2015 in Cause No. 41052 ETC 75, the Commission designated New Lisbon as an ETC for specified portions of Henry and Wayne counties in Indiana. In addition to the Expanded Service Area requested in this Verified Petition, the original designated ETC service area of New Lisbon is identified on the attached **Exhibit A**.

On December 7, 2020, the Consortium was provisionally awarded RDOF support after participating in the FCC’s Auction 904, as further described below, and allocated a portion of its winning bids to New Lisbon. Therefore, New Lisbon hereby requests the Commission approve

its Expanded Service Area set forth in **Exhibit A** as required for New Lisbon’s receipt of these RDOF funds. As further described herein, New Lisbon will offer gigabit broadband services and a full line of voice services to the areas identified as the Expanded Service Area and will continue to comply with each of the conditions set forth in the Commission’s September 23, 2015 Order in Cause No. 41052 ETC 75.

B. Rural Digital Opportunity Fund

In 2011, the FCC reformed the Universal Service Fund and intercarrier compensation regime to support deployment of broadband infrastructure. In 2015, the FCC offered incumbent carriers fixed support to deploy broadband infrastructure based on the Connect America Cost Model (“CAM”). Approximately \$1.488 billion of additional support was allocated through the subsequent Connect America Fund (“CAF”) Phase II reverse auction conducted in 2018.¹

On August 2, 2019, the FCC proposed the RDOF to provide an additional \$20.4 billion in support through another reverse auction to bring broadband service to areas that lack access to both fixed voice and 25/3 Mbps broadband services.² The minimum supported speed under RDOF is 25/3 Mbps, but the auction rules give priority to faster broadband speeds of up to a gigabit per second and lower latency service. RDOF Phase I support recipients must offer the required voice and broadband service to *all* eligible homes and small businesses within the awarded areas. RDOF Phase I support will be disbursed over a 10-year period. While RDOF Phase I targeted census blocks that are *wholly* unserved with broadband at speeds of at least 25/3

¹ See generally *Connect America Fund et al.*, WC Docket No. 10-90 et al., Report and Order and Further Notice of Proposed Rulemaking, 31 FCC Rcd 5949 (2016) (*CAF Phase II Auction Order and/or FNPRM*); *Connect America Fund Phase II Auction Scheduled for July 24, 2018; Notice and Filing Requirements and Other Procedures for Auction 903*, Public Notice, AU Docket No. 17-182, WC Docket No. 10-90, 33 FCC Rcd 1428 (2018) (*Auction 903 Procedures Public Notice*); *Connect America Fund Phase II Auction (Auction 903) Closes; Winning Bidders Announced; FCC Form 683 Due October 15, 2018*, AU Docket No. 17-182, WC Docket No. 10-90, Public Notice, 33 FCC Rcd 8257 (WTB and WCB 2018) (*Auction 903 Closing Public Notice*).

² *In the Matter of Rural Digital Opportunity Fund et al.*, Notice of Proposed Rulemaking, 34 FCC Rcd 6778 (August 1, 2019) (“*Rural Digital Opportunity Fund NOPR*”).

Mbps, the FCC reserved some of the funding for Phase II, which will target census blocks that are only partially served, as well as census blocks unawarded in the Phase I auction.³

The Consortium participated in Auction 904, which was a multi-round, descending-clock auction designed to select bids from providers that would deploy high-speed broadband and voice services in unserved communities.⁴ On December 7, 2020, the FCC announced the winning bidders of Auction 904, including the Consortium. Post-auction, as the FCC allows pursuant to its Divide Winning Bids procedure, the Consortium allocated the RDOF Phase I support winning census block groups to multiple members of the Consortium, including the assignment of a census block group to New Lisbon for a total of \$393,412 in RDOF Phase I funding over 10 years.⁵ Following the allocation of support, New Lisbon was to submit its FCC Form 683 long-form post-auction application for support in order to become authorized by the FCC to receive the support it had been allocated from the Consortium.⁶ New Lisbon will submit its FCC Form 683 application prior to the January 29, 2021 deadline established by the FCC. As part of the long-form application, New Lisbon will acknowledge that it must be designated by the Commission as an ETC for the eligible census block group allocated to it by the Consortium. New Lisbon has 180 days from the release of the Auction 904 closing public notice (until June 7, 2021) to obtain ETC designation in all areas for which it will receive RDOF Phase I support and to provide documentation of the same to the FCC.⁷ New Lisbon will not be authorized to

³ *In the Matter of Rural Digital Opportunity Fund et al., Report and Order*, 35 FCC Rcd 686 (January 20, 2020) (“*Rural Digital Opportunity Fund Order*”).

⁴ *Id.*

⁵ *Rural Digital Opportunity Fund Phase I Auction (Auction 904) Closes; Winning Bidders Announced; FCC Form 683 Due January 29, 2021*, AU Docket No. 20-34; WC Docket No. 19-126; WC Docket No. 10-90 (December 7, 2020) (“*Winning Bidders Announcement*”).

⁶ *Id.*

⁷ *Auction 904 Notice*, 35 FCC Rcd 6077. The FCC indicated that if a long-form applicant is unable to obtain the necessary ETC designations within the 180-day timeframe, it would be appropriate to waive the 180-day timeframe if the long-form applicant is able to demonstrate that it has engaged in good faith efforts to obtain an ETC designation, but the proceeding is not yet complete. The FCC will presume that a long-form applicant acted in good

received RDOF Phase I support, nor will any such support be released to New Lisbon, if it does not obtain the appropriate ETC designation.

Therefore, in order to fulfill its post-auction obligations for receipt of RDOF Phase I support, New Lisbon respectfully submits this Verified Petition for expansion of its designated service area as an ETC to include the Expanded Service Area identified in **Exhibit A**. Moreover, given the limited timeframe provided by the FCC for completion of the post-auction obligations, New Lisbon respectfully requests approval of this Verified Petition by no later than June 7, 2021.

II. COMMISSION JURISDICTION

Section 214(e)(2) of the Act gives a state public utility commission the responsibility to designate ETCs within its state for service areas designated by the state commission.⁸ Further, Ind. Code § 8-1-2.6-13 authorizes the Commission to fulfill its obligations under the Act concerning designation of ETCs and their service area.⁹ Pursuant to this authority, the Commission has historically participated in determining whether to grant ETC status to an applying carrier and in defining such carrier's ETC designated service area. As such, the Commission has the authority to approve the expansion of New Lisbon's ETC designed service area to include the Expanded Service Area identified in **Exhibit A**. Under the Act, a state public utility commission with jurisdictional authority over ETC designations must designate a common carrier as an ETC for a particular service area if the carrier satisfies the requirements of Section 214(e)(1) of the Act for such service area.¹⁰

faith if it files its ETC application with the state commission within 30 days of the release of the Auction 904 closing public notice.

⁸ 47 USC § 214(e)(2).

⁹ IND. CODE § 8-1-2.6-13.

¹⁰ 47 USC § 214(e)(2).

III. NEW LISBON SATISFIES THE REQUIREMENTS FOR DESIGNATION AS AN ETC IN THE EXPANDED SERVICE AREA.

A. New Lisbon Has Already Been Designated as an ETC in the State of Indiana.

New Lisbon was designated by the Commission as an ETC on September 23, 2015 in Cause No. 41052 ETC 75. In connection with the Commission's approval of New Lisbon's verified petition for designation as an ETC, the Commission considered the facts and matters set forth in the petition, including information regarding New Lisbon's organization, officers and managerial, financial and technical qualifications. In addition, the Commission reviewed New Lisbon's commitment to providing the required services and to complying with Indiana service quality standards and verification and certification procedures, as well as the FCC's additional eligibility requirements, consumer protection standards and annual reporting requirements. New Lisbon hereby reaffirms its compliance with and commitment to each of the foregoing requirements in both its existing ETC service area and the Expanded Service Area.

Since the Commission has already determined that New Lisbon meets the requirements of an ETC in Indiana, this Verified Petition is limited to whether New Lisbon's designated ETC service area should be expanded to include the Expanded Service Area identified in **Exhibit A**.

As demonstrated below, this expansion would serve the public interest, as outlined by the FCC.¹¹

B. New Lisbon Will Provide Required Services in the Expanded Service Area.

Although many of the considerations relevant to New Lisbon's original designation as an ETC remain in effect for this Verified Petition, New Lisbon will provide within this Verified Petition a more detailed description of the services to be offered in the Expanded Service Territory. Consistent with the requirements of Section 214(e)(1) of the Act and sections 54.101

¹¹ See *Federal-State Joint Board on Universal Service, Report and Order*, CC Docket No. 96-45, 20 FCC Red 6371, ¶ 40-43 (March 17, 2005).

through 54.207 of the FCC Rules, New Lisbon will provide all services required in order to be eligible for high-cost universal service support in the state of Indiana using its own facilities.¹² The voice telephony services required to be provided in the Expanded Service Area include voice-grade access to the public switched telephone network or its functional equivalent, minutes of use for local service provided at no additional charge to end users, access to emergency services provided by local government or other public safety organizations, and toll limitation to qualifying low-income customers.¹³ The broadband access services required to be provided in the Expanded Service Area include the capability to transmit data to and receive data by wire or radio from all or substantially all internet endpoints, including any capabilities that are incidental to and enable the operation of the communications service, but excluding dial-up service.¹⁴

In utilizing the RDOF Phase I funding in the Expanded Service Area, New Lisbon will deliver broadband services via an XGS PON-capable fiber-to-the-home (“FTTH”) network capable of supporting 1Gbps broadband service to every location within the Expanded Service Area. Additionally, upon approval of the Expanded Service Area, New Lisbon will be able to provide the other required services within the Expanded Service Area, including voice grade access to the public switched telephone network using its own Ribbon C15 softswitch, which is capable of handling more than 25,000 individual voice lines and of providing multiple types of voice interfaces with both TDM and SIP interfaces deployed. New Lisbon’s planned broadband and voice infrastructure within the Expanded Service Area is more particularly described in **Exhibit C** attached hereto.

¹² See 47 USC § 214(e)(1)(A); 47 CFR § 54.201(d)(1).

¹³ 47 CFR § 54.101(a)(1).

¹⁴ 47 CFR § 54.101(a)(2).

Finally, New Lisbon will fulfill its service obligations within the Expanded Service Area by offering: (1) rate plans that offer minutes of use for local service at no additional charge to end users; (2) access to both 911 and enhanced 911 service from local public service answering points; and (3) toll limitation to qualifying low-income customers at no additional charge.

New Lisbon will broadly advertise the availability and rates for the voice telephony and broadband access services to be offered within the Expanded Service Area using media of general distribution as required by Section 54.201(d)(2) of the FCC Rules.¹⁵ Specifically, New Lisbon will advertise the availability and rates for the voice telephony and broadband access services to be offered within the designated Expanded Service Area on its internet website, on door hangers and in local newspaper and radio advertisements. For Lifeline services, New Lisbon will advertise the availability of these services and charges through media of general distribution in a manner reasonably designed to reach potential Lifeline customer and make them aware of such offers.

C. New Lisbon Will Offer and Advertise the Required Lifeline Services in the Expanded Service Area.

Pursuant to 47 CFR § 54.405, New Lisbon, as an ETC designated in the Expanded Service Area, will: (a) make available Lifeline service, as defined in 47 CFR § 54.401, to qualifying low-income consumers; (b) publicize the availability of Lifeline service in a manner reasonably designed to reach those likely to qualify for the service; (c) indicate on all materials describing the service, using easily understood language, that it is a Lifeline service, that Lifeline is a government assistance program, that the service is non-transferrable, that only eligible consumers may enroll in the program, and that the program is limited to one discount per household; and (d) disclose New Lisbon's name on all materials describing the Lifeline

¹⁵ See 47 CFR § 54.201(d)(2).

service. New Lisbon will publicize Lifeline services in the Expanded Service Area by utilizing the same media outlets as described herein for the advertisement of telephone and internet services and including any and all required statements pertaining to the availability of Lifeline service. Guidelines for participation in Lifeline will be available on New Lisbon's website and printed materials.

IV. APPROVAL OF THE EXPANDED SERVICE AREA WILL PROMOTE PUBLIC INTEREST.

One of the principal goals of the Act, as amended by the Telecommunications Act of 1996, is to "secure lower prices and higher quality services for American telecommunications consumers and encourage the rapid deployment of new telecommunications technologies" to all citizens, regardless of geographic location or income.¹⁶ Approval of New Lisbon's Expanded Service Area will offer advantages to rural customers within the Expanded Service Area and will not have a negative impact on the Universal Service Fund.

A. Approval of the Expanded Service Area Will Advantage Rural Customers.

New Lisbon will use the RDOF Phase I funding that it has been allocated to directly advance the FCC's goal of deploying voice and broadband-capable networks in rural, high-cost areas, to ensure that rural consumers can benefit from the latest communications technology, and to provide critical connectivity to residents and businesses in the Expanded Service Area that lack access to such services. Further, the availability of New Lisbon's voice and broadband services will promote economic growth in rural Indiana communities by providing necessary infrastructure and will promote increased competition within the Expanded Service Area, providing consumers with additional choices and services at competitive rates.

The FCC has already reviewed the Consortium members' proposed service offerings to

¹⁶ *Telecommunications Act of 1996*, Pub. L. No. 104-104, 110 Stat. 56.

be provided using RDOF Phase I funding and determined that the members are eligible to receive said funding. Additionally, the Commission has already determined that New Lisbon should be designated as an ETC in the state of Indiana. Based on the foregoing, there can be no doubt that the FCC and Commission consider New Lisbon's provision of services to promote the public interest by providing underserved areas with broadband and voice services using funds that have already been set aside for that very purpose. Because approval of New Lisbon's Expanded Service Area will allow for the provisionally approved project to move forward, such designation will promote the public interest.

B. Approval of New Lisbon's Expanded Service Area Will Not Have a Negative Impact on the Universal Service Fund.

The funds allocated to New Lisbon through Auction 904 will come directly from the \$20.4 billion set aside by the FCC for RDOF funding. Therefore, New Lisbon's use of the Universal Service Fund for the provision of the services described herein in the Expanded Service Area will have no *per se* impact on the fund. The RDOF Phase I funding was awarded pursuant to a competitive bidding process that was designed to allocate this set-aside funding to the service providers that could demonstrate that they could efficiently and cost-effectively provide the desired level of services to underserved areas. Additionally, any Lifeline support that New Lisbon receives will have a *de minimis* impact on the fund, which the FCC has determined would be outweighed by the benefit of increasing participation in the Lifeline program. Finally, all providers are required to contribute a portion of their interstate revenues to the Universal Service Fund. In accordance with federal regulations, New Lisbon will contribute to the Universal Service Fund based upon the portion of its revenues determined to be interstate. Thus, designating New Lisbon as an ETC in the Expanded Service Area will create contributions to the Universal Service Fund that were previously nonexistent.

V. ADDITIONAL REQUIREMENTS UNDER GAO 2019-5

A. Identification of Expanded Service Area.

New Lisbon has attached hereto as **Exhibit A** a map that identifies the specific areas of the state to receive New Lisbon's required broadband and voice services pursuant to the RDOF Phase I funding allocated to New Lisbon, which areas comprise the Expanded Service Area that is the subject of this Verified Petition. Specifically, New Lisbon's Expanded Service Area includes of the census block group for which it was allocated RDOF Phase I funding in Auction 904. The census block group comprising the Expanded Service Area is identified in the attached **Exhibit B**. The awarded census block group is within the ILEC study area of Frontier North, Inc. (Study Area Code 320772), which is not a rural telephone company as defined in 47 CFR § 51.5. Thus, New Lisbon's request is not subject to the additional requirements of 47 CFR § 54.207(b)-(d) related to the redefinition of a rural telephone company's study area for a competing carrier's ETC designation.

B. Submission of Five-Year Plan.

In accordance with the ETC designation requirements applicable to winning bidders in Auction 904 adopted by the FCC, New Lisbon requests that, to the extent necessary, the Commission waive the requirement contained in the Commission's General Administrative Order 2019-5 that ETC applicants file a five-year improvement plan.¹⁷ As an RDOF Phase I funding recipient, New Lisbon will provide to the FCC audited financials, cost estimates and

¹⁷ General Administrative Order of the Indiana Utility Regulatory Commission 2019-5 (December 27, 2019) ("GAO 2019-5"); *WCB Reminds Connect America Fund Phase II Auction Applicants of the Process for Obtaining a Federal Designation as an Eligible Telecommunications Carrier*, WC Docket Nos. 09-197, 10-90 (July 10, 2018) ("*Federal ETC Procedural Guidance*"). The Federal ETC Procedural Guidance was released during the CAF Phase II Auction and provided guidance for CAF Phase II recipients seeking federal ETC designation. However, the Federal ETC Procedural Guidance was re-released during the RDOF Phase I Auction, and its justification for waiving the five-year plan requirement remains true with respect to RDOF Phase I recipients. *See* RDOF Phase I (Auction 904) releases: <https://www.fcc.gov/auction/904/releases>.

descriptions of proposed improvements to its network throughout the proposed service area.

C. Ability to Remain Functional in Emergency Situations.

In accordance with GAO 2019-5, New Lisbon maintains the ability to remain functional in emergency situations. New Lisbon will provide access to a reasonable amount of back-up power to ensure functionality without an external power source, the ability to reroute traffic around damaged facilities, and the capability of managing traffic spikes resulting from emergency situation. The ability of New Lisbon's broadband and voice networks to remain functional in emergency situations is more particularly described in Exhibit C.

D. Consumer Protection and Service Quality Standards.

Pursuant to GAO 2019-5, ETC applicants are required to demonstrate that they will satisfy applicable consumer protection and service quality standards. New Lisbon commits to satisfying all such applicable state and federal requirements related to consumer protection and service quality standards. New Lisbon's adherence to consumer protection and service quality standards is more particularly described in Exhibit C.

E. New Lisbon Will Provide Notice of Changes to the Commission.

As required by the Commission's 1997 ETC Order in Cause No. 41052, New Lisbon agrees to notify the Commission in the future upon any change affecting New Lisbon's eligibility for ETC designation.

F. New Lisbon Will Pay All Applicable Fees.

As a part of its application for approval of the Expanded Service Area, New Lisbon agrees to pay all fees applicable to ETCs as required by law.

G. New Lisbon Will Respond to Future Relinquishment Petitions.

New Lisbon hereby certifies that it will respond to any future information requests from the Commission regarding its ability to assume responsibility to serve existing customers of

another ETC that operates in New Lisbon's Expanded Service Area in the event such other ETC relinquishes all or part of its ETC designation.

VI. SERVICE

The names and addresses of New Lisbon's counsel authorized to be served with all pleadings, discovery, docket entries, orders and documents relevant to this Cause are:

Jeremy L. Fetty (26811-06)
Aleasha J. Boling (31897-49)
PARR RICHEY FRANDSEN PATTERSON KRUSE LLP
251 N. Illinois Street, Suite 1800
Indianapolis, Indiana 46204
Telephone: (317) 269-2500
Facsimile: (317) 269-2514
Email: jfetty@parrlaw.com
aboling@parrlaw.com

VII. CONCLUSION

Having demonstrated that this Verified Petition satisfies the public and universal service interests of the telecommunications consumers of the state of Indiana, New Lisbon respectfully requests that the Commission approve this Verified Petition to expand New Lisbon's designated ETC service area to include the Expanded Service Area identified in **Exhibit A**.

Respectfully submitted,

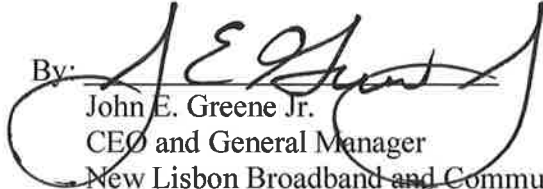
By: /s/ Jeremy L. Fetty
Jeremy L. Fetty (26811-06)
Aleasha J. Boling (31897-49)
PARR RICHEY FRANDSEN PATTERSON
KRUSE LLP
251 N. Illinois Street, Suite 1800
Indianapolis, IN 46204
Telephone: (317) 269-2500
Facsimile: (317) 269-2514
E-mail: jfetty@parrlaw.com
aboling@parrlaw.com

*Attorneys for New Lisbon Broadband and
Communications, LLC*

VERIFICATION

I affirm under penalties of perjury that the foregoing representations are true to the best of my knowledge, information and belief.

Dated: 1/29/21

By: 
John E. Greene Jr.
CEO and General Manager
New Lisbon Broadband and Communications,
LLC

CERTIFICATE OF SERVICE

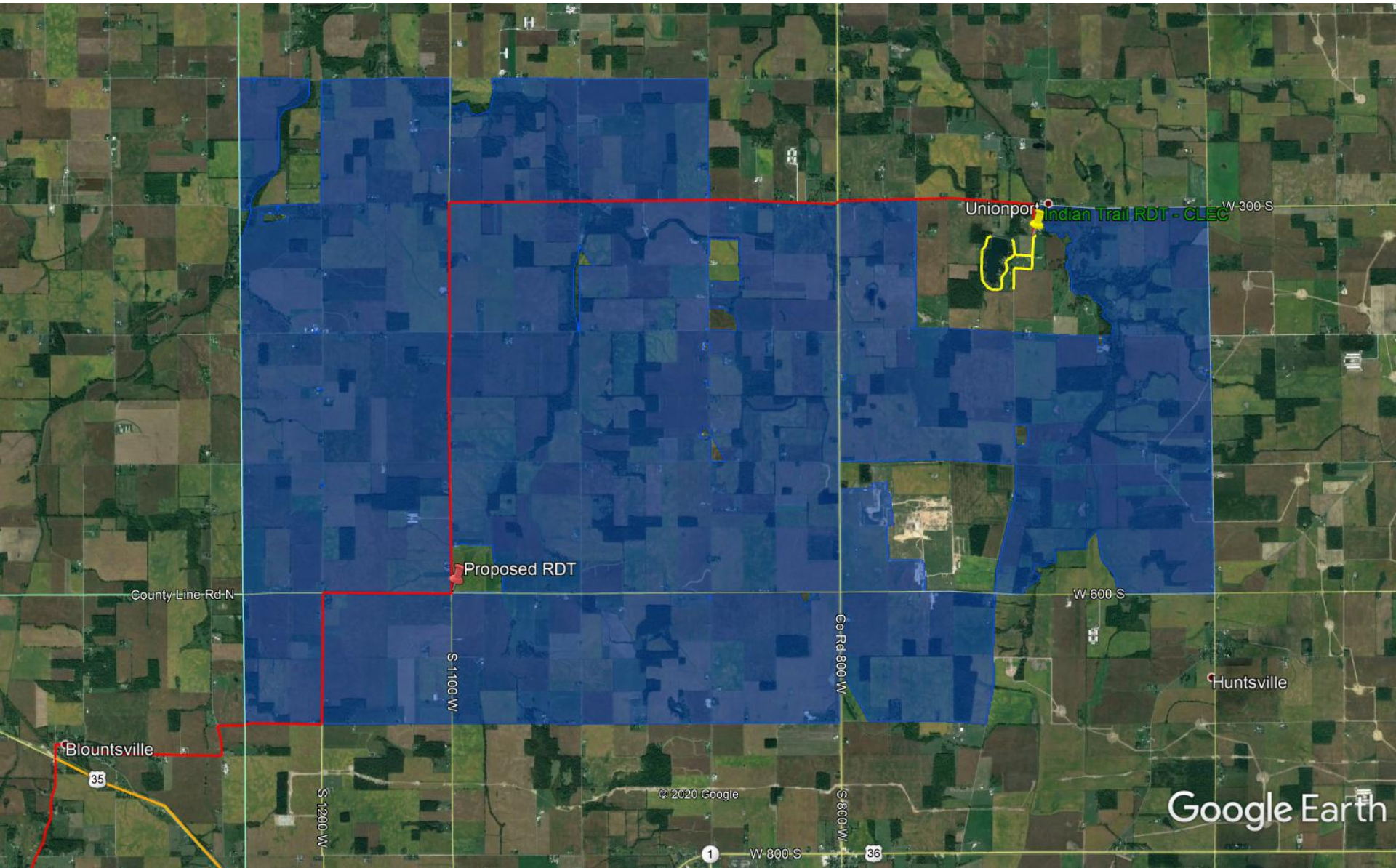
I hereby certify that a copy of the foregoing Verified Petition of New Lisbon Broadband and Communications, LLC for Expansion of Designated Service Area as an Eligible Telecommunications Carrier in the State of Indiana has been electronically served upon the following this 1st day of February, 2021:

Indiana Office of Utility Consumer Counselor
115 W. Washington Street, Suite 1500 South
Indianapolis, Indiana 46204
infomgt@oucc.in.gov

/s/ Jeremy L. Fetty

Jeremy L. Fetty (26811-06)
PARR RICHEY FRANSEN PATTERSON
KRUSE LLP
251 N. Illinois Street, Suite 1800
Indianapolis, Indiana 46204
Telephone: (317) 269-2500
Facsimile: (317) 269-2514
Email: jfetty@parrlaw.com

NLBC RDOF Area CBG 181359521002



Original ETC Service Area

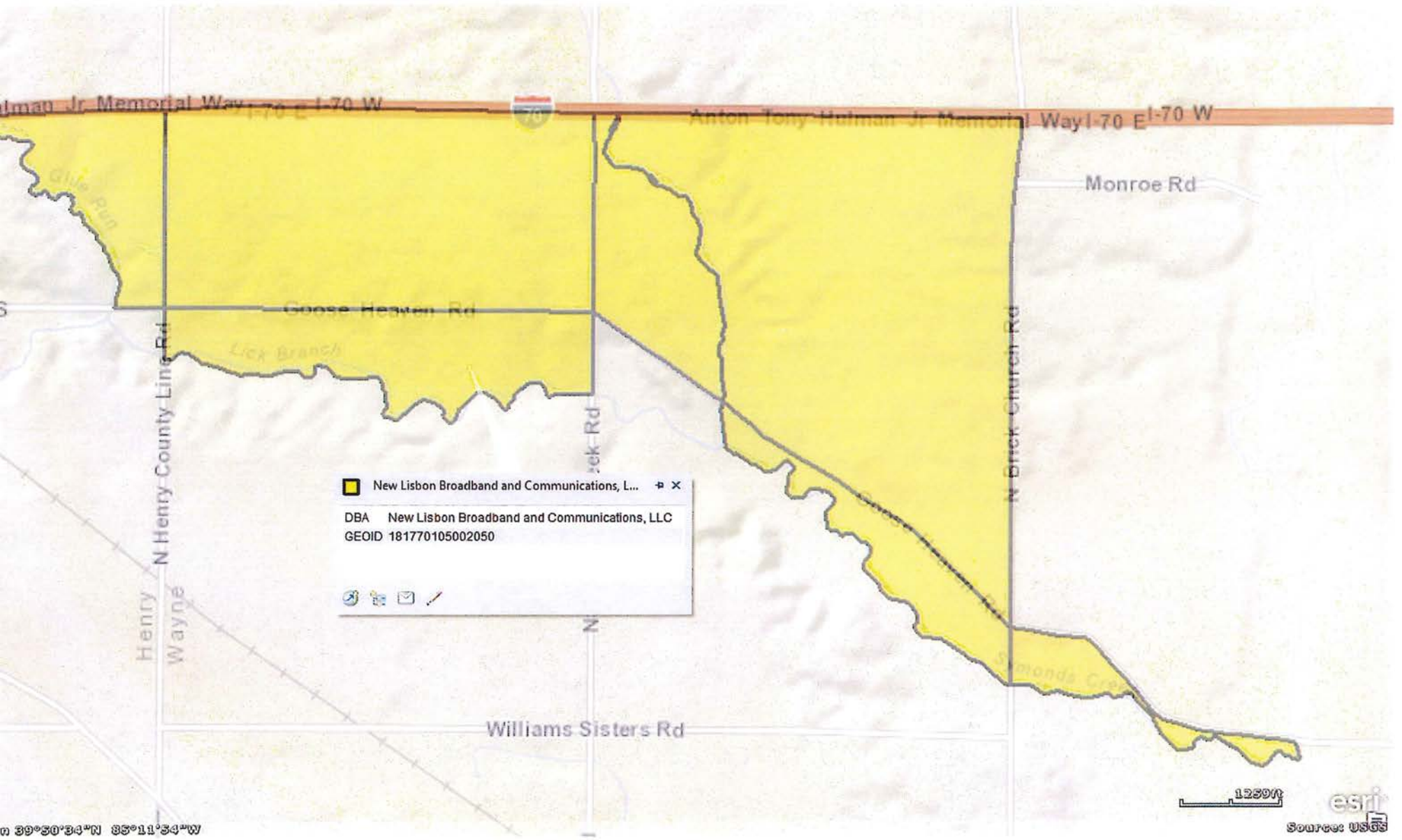


EXHIBIT A

Exhibit B

Awarded Census Block Group

181359521002

Exhibit C






Stage II Overall Network Design

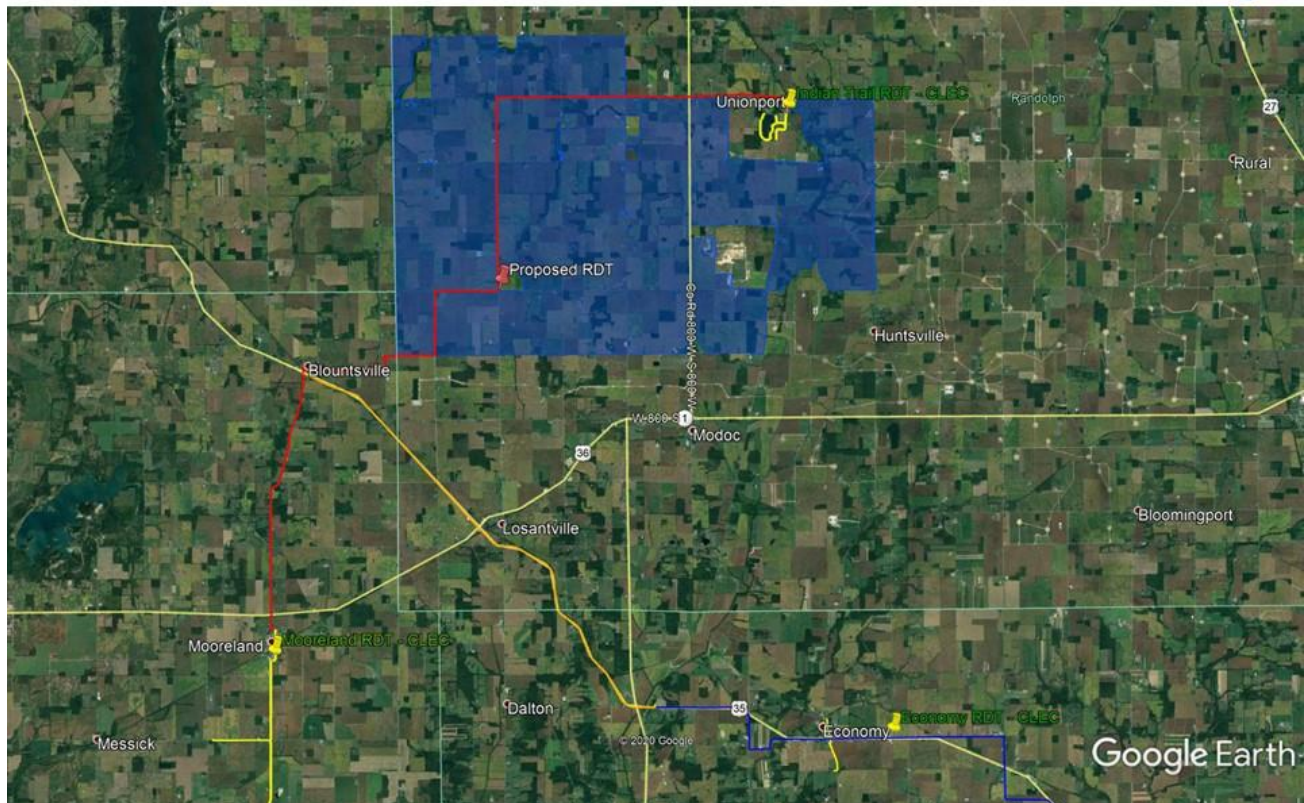
NLBC is proposing to place an XGS PON capable FTTH network, including two remote cabinets in RDOF CBG 181359521002. One of these cabinets is existing and is currently fed with a 1 Gbps licensed wireless backhaul link. The second cabinet is proposed. Both cabinets will be added to an existing 10 Gbps ERPS backbone. This design will support 1 Gbps Broadband service to every location initially and allow for upgrades to 10Gbps in the future simply by replacing the optics in the OLT. The ERPS ring can also be upgraded to multiple 10 Gbps links as needed in the future. More details on the Last Mile and Middle Mile design is found on the following pages. This overall design will provide service to 100% of the locations within the CBG as well as others on the periphery and will be capable of delivering Broadband, voice, and video services to all subscribers.

The NLBC planned design will be to intercept two existing folder ERPS rings, one that uses leased facilities and the second with NLBC facilities, and fill them in with new NLBC-owned fiber cable, creating full redundancy for the proposed network. Two cabinet sites will be utilized in the CBG to ensure that there is adequate capacity to fully serve the entire area, plus the surrounding areas in the future. One cabinet, located in the southwestern area of the CBG, will be new and the other, in the northeastern area, is existing. All last mile cables will emanate from these two locations. See the map below for further details.

Proposed NLBC Fiber Network for CBG 181359521002

Legend

| | |
|-----------------------------|---|
| Existing Fiber Cable |  |
| Proposed Fiber Cable |  |
| Existing Leased Fiber Cable |  |
| Proposed Leased Fiber Cable |  |
| CBG Area |  |

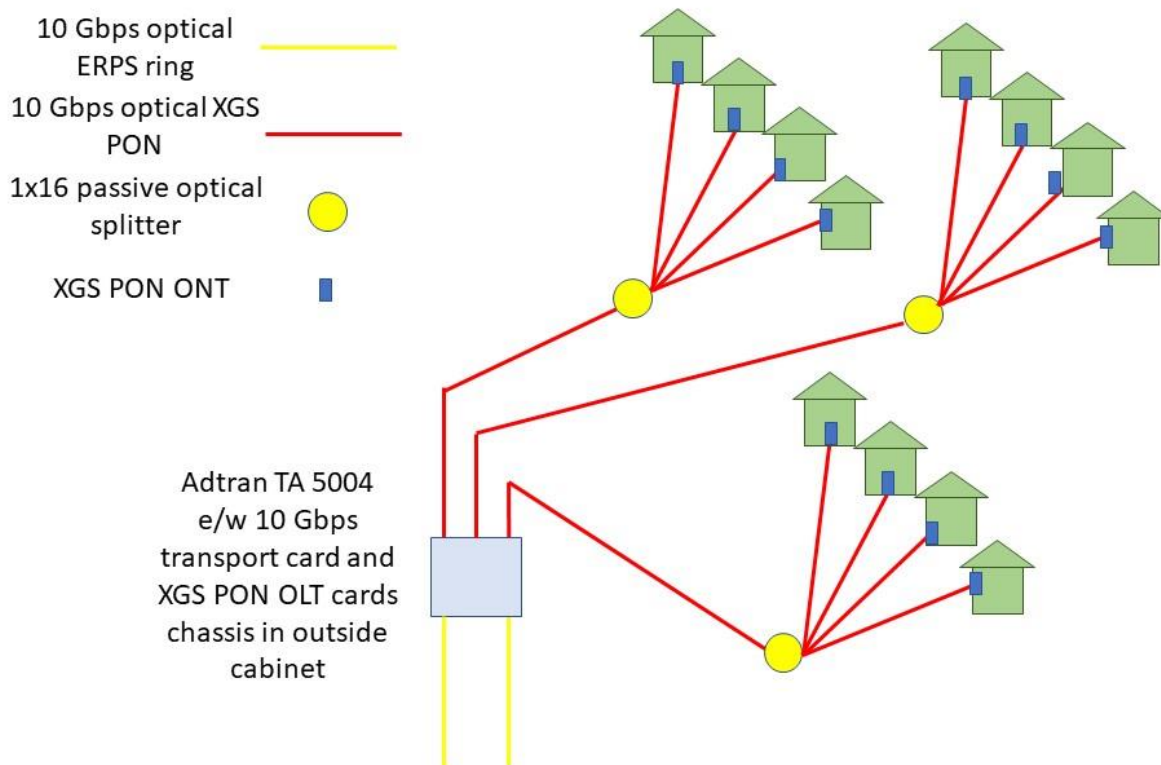


Last Mile

The NLBC proposed last mile design will be a PON design, utilizing Adtran's combo OLT card. This will allow for an initial turn up of GPON service and be fully upgradable to XGS PON simply by replacing the PON optics in the OLT. The proposed Adtran ONTs will support both GPON and XGS PON out of the box, meaning no additional work will be required at the customer premise for the upgrade. NLBC will utilize 1 x16 splitters, easily allowing for Broadband services up to 1 Gbps by 500 Mbps using GPON optics. Each cabinet will have a total capacity of nearly 900 GPON subscribers; more than enough to cover the CBG locations and some of the surrounding area.

Single mode, loose tube design fiber optic cable will be both buried and aerial, depending on the existence of a usable pole line and adequate county ROW. Drops to the locations will also be a combination of aerial and buried, depending on the individual circumstance. All buried fiber optic cables and drops will be placed in plastic conduit, allowing for ease of replacement in case of a damage. In addition to an outside placed ONT, NLBC will also place an inside Adtran optical gateway e/w WiFi capability in every location at no additional charge to the customer. This will enhance the customer experience, standardize the WiFi offering to ensure it is adequate for that location, enable NLBC technicians to remotely troubleshoot fiber and WiFi issues and look at bandwidth usage on a device level, and facilitate the mandatory FCC performance testing.

NLBC Last Mile Network Diagram

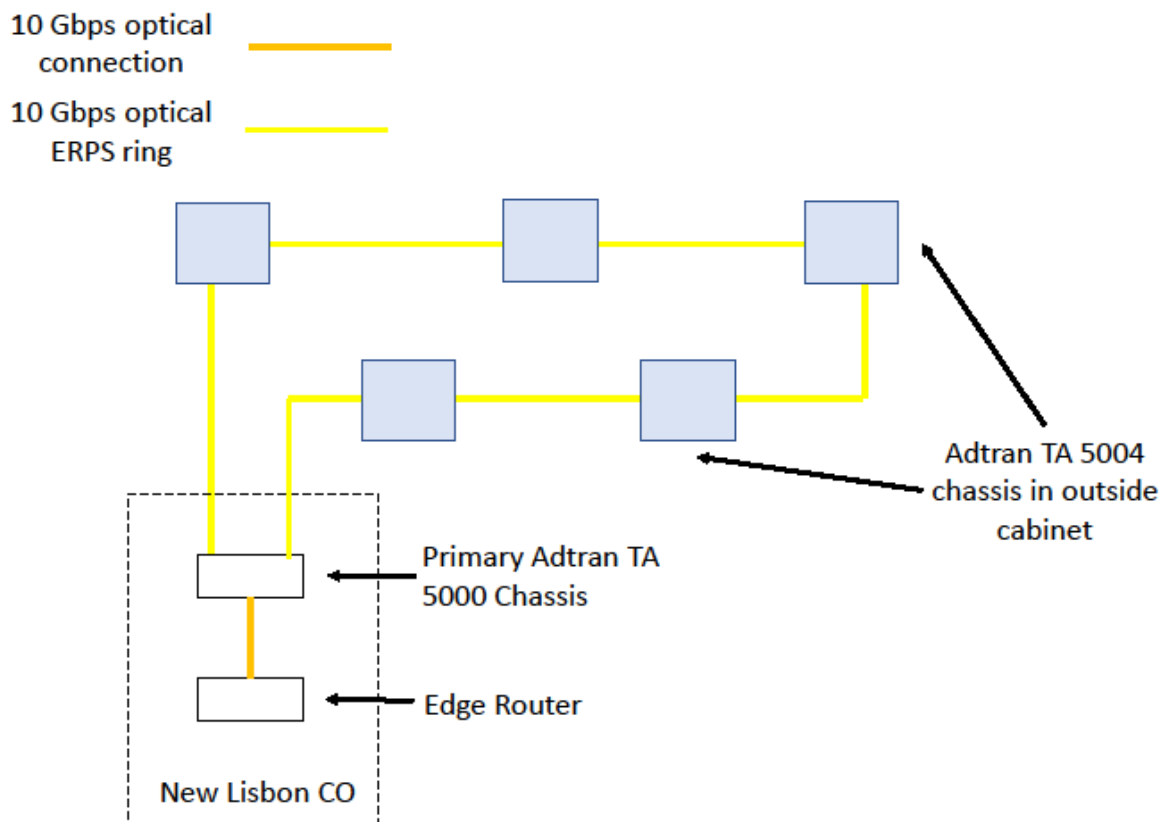


Middle Mile

The NLBC Middle Mile design will plan for dedicated backbone fibers to every cabinet location within the CBG (one new and one existing) and also utilizes Adtran's transport equipment. Each Adtran remote cabinet will utilize an Ethernet Transport Optical Switch (ETOS-10) card allowing for up to eight 10G SFPs in each card for backhaul transport services. Each cabinet will be initially equipped with one 10G ETOS card configured in an Ethernet Ring Protection Switching (ERPS) protocol ring, allowing for full redundancy in the middle mile network.

The cabinets themselves will house all the electronics necessary for Middle Mile and Last Mile operation. Additionally, they will house a commercial power interface, AC to DC rectifiers, and a battery backup system capable of lasting over 8 hours in the case of a commercial power loss. There is also an emergency power receptacle on each cabinet whereby a portable standby generator can be used if the commercial power outage lasts longer than eight hours.

NLBC Middle Mile Network Diagram

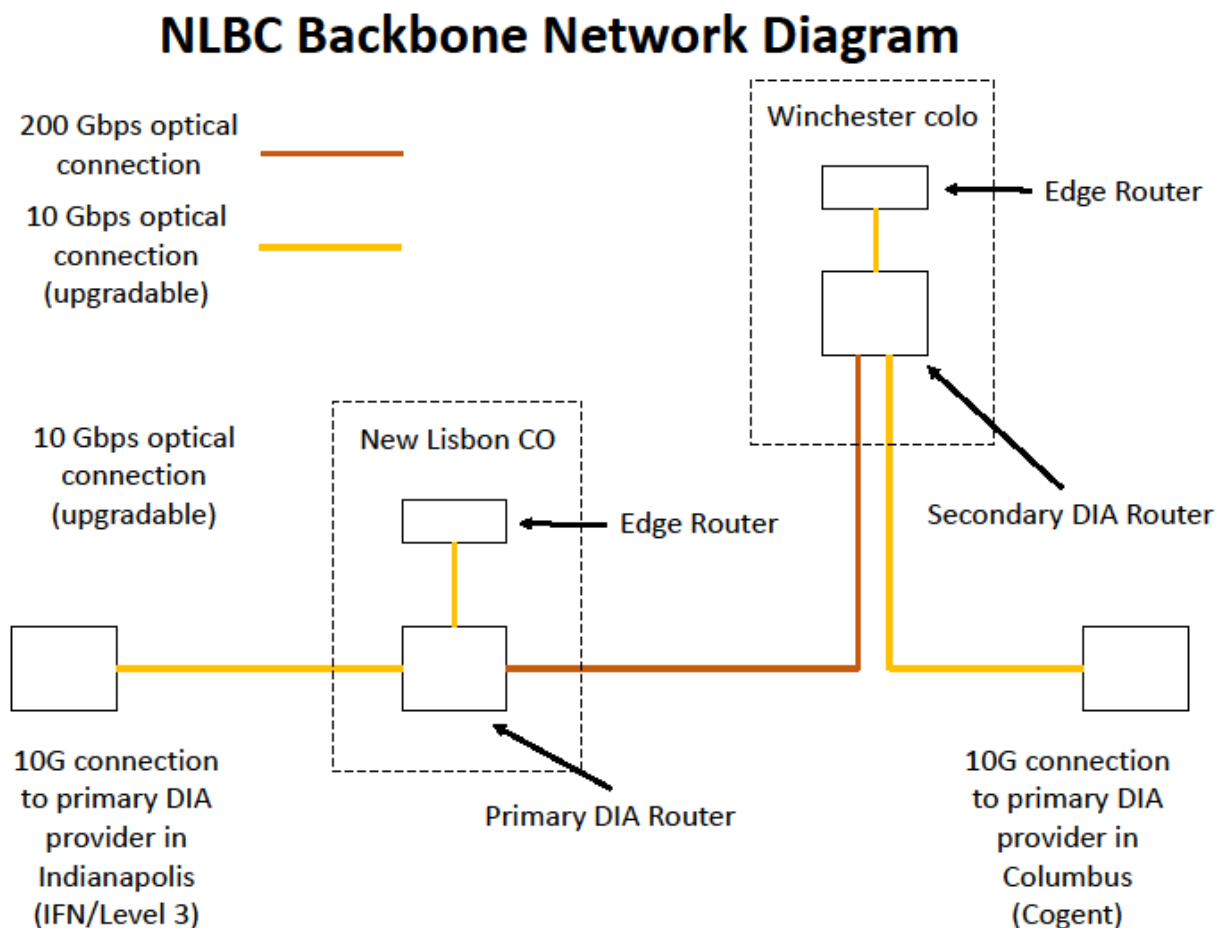


Interconnection Architecture

The NLBC Interconnection Architecture consists of two fully redundant 10G DIA connections to Tier 1 Internet providers. To the east, NLBC has a 10G wavelength through our partner Comnet that terminates in the Cologix facility in Dublin, OH. At this location, NLBC has a 10G connection to Cogent (currently utilizing only 5G of the capacity). This connection terminates in the Winchester, IN colo within the NLBC network on a Brocade core router, which provides the BGP routing functionality. There is also DDOS mitigation software on this link.

To the west, NLBC has a 10G wavelength to the 701 Henry colo in Indianapolis through our partner IFN. At this point, NLBC has a connection to the Internet through IFN, which in turn uses Level 3 as the Tier 1 Internet provider. This connection connects in the NLBC central office in New Lisbon to another Brocade router, also providing full BGP routing functionality. IFN provides DDOS mitigation software for this link. Both Brocade routers are connected together via a 10G link riding on the NLBC 200G backbone transport between Winchester and New Lisbon.

At both New Lisbon and Winchester, edge routers connect the core routers to the various other NLBC networks, including the Adtran optical network with 10G connections.



Voice Service

NLBC will provide voice services using a Ribbon C15 softswitch. NLBC's parent company, NLTC, owns the C15 and has been providing voice services since its inception over 100 years ago. The C15 was the very first Nortel/Genband/Ribbon softswitch placed into service in North America and is capable of handling over 25,000 individual voice lines. The C15 is capable of providing multiple types of voice interfaces and currently has both TDM and SIP interfaces deployed. NLTC uses AT&T as their SS7 network provider and interfaces locally with AT&T at a TDM level for access to their local Class 4 tandem. NLTC utilizes SIP trunking for their long distance offering. NLBC will offer a full line of voice services, including custom calling features and voice mail for every subscriber.

Network Scalability

NLBC's current and proposed network is fully scalable at all levels, as described above. The backbone Internet connection is fully redundant, as well as many of the local 10G transport rings. NLBC's complete fiber optic network enables users a low latency, high reliability network for both residential and commercial use that is fully scalable to 10G and beyond. This is evident by the usage of multiple cellular carriers at over 12 locations for their backhaul network, as well as numerous schools, medical clinics, and governmental locations.

Infrastructure Ownership

As detailed in the Last Mile and Middle Mile descriptions above, NLBC's network consists of both aerial and buried fiber cables. The majority of the Middle Mile network is owned by NLBC, but some of these routes utilize dark fiber IRUs with 20 year terms. All of the NLBC Last Mile network is owned by the company.