

Decision No. C14-1457

**BEFORE THE PUBLIC UTILITIES COMMISSION OF THE STATE OF COLORADO**

PROCEEDING NO. 14A-1078T

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IN THE MATTER OF THE JOINT APPLICATION OF UNITE PRIVATE NETWORKS, L.L.C.  
AND SUNTRUST BANK TO EXECUTE AN ENCUMBRANCE.

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**DECISION GRANTING APPLICATION**

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Mailed Date: December 11, 2014

Adopted Date: December 10, 2014

**I. BY THE COMMISSION**

**A. Statement**

1. This matter comes before the Commission for consideration of a joint application filed by Unite Private Networks, L.L.C. (Unite) and SunTrust Bank (SunTrust), as the Administrative Agent for UPN Intermediate Holdings, L.L.C., the parent company of Unite, on November 4, 2014. The joint applicants request Commission authorization to enter into a financing transaction in which substantially all of the assets of Unite, including Unite's Commission issued telecommunications authorities, will be encumbered. We will construe this filing as an application for approval of the encumbrance of the Certificate of Public Convenience and Necessity (CPCN) of Unite pursuant to § 40-15-204, C.R.S.

2. If the Commission grants the authority to execute the encumbrance of Unite's assets, including their Commission issued telecommunications authorities, the joint application represents that there will be no changes in ownership. Services provided by Unite will continue to their customers with no changes in terms and conditions.

3. The application contains a Request for Confidential Treatment (Request) of information that is represented to include the private terms and conditions of the financing transaction with SunTrust. Confidential treatment of information filed with the Commission is governed by Rule 1100 of the Commission's Rules of Practice and Procedure, 4 *Code of Colorado Regulations* 723-1. The Request is not opposed by any party. We will recognize the Request as a Motion for Confidential Treatment of the documentation included as Exhibit B to the application and confidential information identified in the filing.

4. Unite holds a CPCN that authorizes it to provide local exchange telecommunications services. The Commission issued this CPCN by Decision No. C04-0498, Proceeding No. 04A-174T issued May 14, 2004, to ExOp of Missouri, Inc., that was later transferred to Unite in Decision No. C05-1373, Proceeding No. 05A-427T issued November 18, 2005. Unite also holds a Letter of Registration which authorizes it to provide emerging competitive telecommunications services, which was also granted by Decision No. C04-0498.

5. SunTrust is serving as the lender in the financial transaction.

6. The Commission granted an encumbrance of Unite's CPCN to Royal Bank of Canada (RBC) in Decision No. C10-1270, Proceeding No. 10A-800T on November 29, 2010. The pending application, in response to an inquiry from Commission Staff represents that the encumbrance between Unite and SunTrust will replace the encumbrance between Unite and RBC.

7. On November 5, 2014, notice of the application was provided to all persons, firms, or corporations, interested in or affected by the grant or denial of the requested relief. Interventions were due on December 5, 2014. No interventions were filed.

8. We find that the Commission has jurisdiction in this matter.

**B. Discussion**

9. The application contains all information required by the applicable Commission Rules and is therefore deemed complete.

10. The application is unopposed and therefore may be considered without a formal hearing pursuant to § 40-6-109(5), C.R.S.

11. We find that the proposed encumbrance is not contrary to the public interest and therefore grant the joint application.

12. The applicants are reminded that approval of the Commission is necessary before a Commission issued telecommunications authority can be transferred to another party in the event of default or foreclosure of the financial instrument.

**II. ORDER**

**A. The Commission Orders That:**

1. The joint application to encumber telecommunications authorities filed by Unite Private Networks, L.L.C. (Unite) and SunTrust Bank (SunTrust) is deemed complete and is granted with certain conditions as noted below.

2. The Commission will treat the confidential information included in the application, including Exhibit B to the filing, in accordance with Rule 1100, 4 *Code of Colorado Regulations 723-1*. All persons accorded access to this identified information contained in these documents shall treat such information as confidential and shall neither use or disclose such information except for the purpose of this proceeding.

3. Unite and SunTrust shall jointly notify the Commission when the encumbrances have been terminated or are not completed within 60 days of the proposed effective date stated in the application or if the proposed encumbrance terms are changed prior to the

consummation date. This notice shall include the proceeding and decision numbers which granted the authority to execute the encumbrance.

4. In the event the encumbrance held by SunTrust is exercised or transferred to another entity or entities, SunTrust or the new entity and Unite shall jointly file a transfer application to transfer the encumbered telecommunications authorities and obtain specific approval for this subsequent transfer from the Commission.

5. The 20-day time period provided by § 40-6-114, C.R.S., to file an application for rehearing, reargument, or reconsideration shall begin on the first day after the effective date of this Decision.

6. This Decision is effective on its Mailed Date.

**B. ADOPTED IN COMMISSIONERS' WEEKLY MEETING  
December 10, 2014.**

(S E A L)



ATTEST: A TRUE COPY

Doug Dean,  
Director

THE PUBLIC UTILITIES COMMISSION  
OF THE STATE OF COLORADO

JOSHUA B. EPEL

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PAMELA J. PATTON

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GLENN A. VAAD

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Commissioners