

Department of Licensing and Regulatory Affairs

Lansing, Michigan

This is to Certify That

OPEN FIBER MICHIGAN LLC

was validly authorized on August 4 , 2022, as a Michigan
DOMESTIC LIMITED LIABILITY COMPANY
and said limited liability company is validly in existence under the laws of this state and has satisfied its
annual filing obligations.

This certificate is issued pursuant to the provisions of 1993 PA 23 to attest to the fact that the company is
in good standing in Michigan as of this date.

This certificate is in due form, made by me as the proper officer, and is entitled to have full faith and credit
given it in every court and office within the United States.



Sent by electronic transmission

Certificate Number: 24070597004

In testimony whereof, I have hereunto set my hand,
in the City of Lansing, this 29th day of July , 2024.

Linda Clegg, Director

Corporations, Securities & Commercial Licensing Bureau

LARA Corporations
Online Filing System
Department of Licensing and Regulatory Affairs

Form Revision Date 07/2016

ANNUAL STATEMENT
For use by **DOMESTIC LIMITED LIABILITY COMPANY**
(Required by Section 207, Act 23, Public Act of 1993)

Identification Number: 802896288

Annual Statement Filing Year: 2024

1. Limited Liability Company Name:

OPEN FIBER MICHIGAN LLC

2. The street address of the limited liability company's registered office and name of the resident agent at that office:

1. Resident Agent Name: HENRY J. ANDRIES, JR.

2. Street Address: 33 BLOOMFIELD HILLS PARKWAY

Apt/Suite/Other: SUITE 125

City: BLOOMFIELD HILLS

State: MI

Zip Code: 48304

3. Mailing address of the registered office:

P.O. Box or Street Address: 33 BLOOMFIELD HILLS PARKWAY

Apt/Suite/Other: SUITE 125

City: BLOOMFIELD HILLS

State: MI

Zip Code: 48304

This annual statement must be signed by a member, manager, or an authorized agent.

Signed this 13th Day of February, 2024 by:

Signature	Title	Title if "Other" was selected
Henry J. Andries, Jr.	Authorized Agent	

By selecting ACCEPT, I hereby acknowledge that this electronic document is being signed in accordance with the Act. I further certify that to the best of my knowledge the information provided is true, accurate, and in compliance with the Act.

Decline Accept

**METRO Act Permit Application Form
Revised February 2, 2015**

**City of Rochester Hills
Name of Local Unit of Government**

**APPLICATION FOR
ACCESS TO AND ONGOING USE OF PUBLIC WAYS BY
TELECOMMUNICATIONS PROVIDERS
UNDER
METROPOLITAN EXTENSION TELECOMMUNICATIONS
RIGHTS-OF-WAY OVERSIGHT ACT
2002 PA 48
MCL SECTIONS 484.3101 TO 484.3120**

BY

**Open Fiber Michigan, LLC
("APPLICANT")**

Unfamiliar with METRO Act?--Assistance: Municipalities unfamiliar with Michigan Metropolitan Extension Telecommunications Rights-of-Way Oversight Act ("METRO Act") permits for telecommunications providers should seek assistance, such as by contacting the Telecommunications Division of the Michigan Public Service Commission at 517-284-8190 or via its web site at http://www.michigan.gov/mpsc/0,4639,7-159-16372_22707---,00.html.

45 Days to Act—Fines for Failure to Act: The METRO Act states that "A municipality shall approve or deny access under this section within 45 days from the date a provider files an application for a permit for access to a public right-of-way." MCL 484.3115(3). The Michigan Public Service Commission can impose fines of up to \$40,000 per day for violations of the METRO Act. It has imposed fines under the Michigan Telecommunications Act where it found providers or municipalities violated the statute.

Where to File: Applicants should file copies as follows [municipalities should adapt as appropriate—unless otherwise specified service should be as follows]:

-- Three (3) copies (one of which shall be marked and designated as the master copy) with the Clerk at [insert address].

City of Rochester Hills Clerk
1000 Rochester Hills Dr..
Rochester Hills, MI 48039

City of Rochester Hills
Name of local unit of government

**APPLICATION FOR
ACCESS TO AND ONGOING USE OF PUBLIC WAYS BY
TELECOMMUNICATIONS PROVIDERS**

**By
Open Fiber Michigan, LLC dba Ripple
Fiber
("APPLICANT")**

This is an application pursuant to Sections 5 and 6 of the Metropolitan Extension Telecommunications Rights-of-Way Oversight Act, 2002 PA 48 (the "METRO Act") for access to and ongoing usage of the public right-of-way, including public roadways, highways, streets, alleys, easements, and waterways ("Public Ways") in the Municipality for a telecommunications system. The METRO Act states that "A municipality shall approve or deny access under this section within 45 days from the date a provider files an application for a permit for access to a public right-of-way." MCL 484.3115(3).

This application must be accompanied by a one-time application fee of \$500, unless the applicant is exempt from this requirement under Section 5(3) of the METRO Act, MCL 484.3105(3).

1 GENERAL INFORMATION:

1.1 Date: 3/5/2025

1.2 Applicant's legal name: Open Fiber Michigan, LLC (dba Ripple Fiber)
Mailing Address: 6000 Fairview Rd.
Suite 300
Charlotte, NC 28210

Telephone Number: 1-800-359-5767

Fax Number: N/A

Corporate website: <https://www.ripplefiber.com/>

Name and title of Applicant's local manager (and if different) contact person regarding this application:

Jason Fajerski
Director of Government Affairs
Mailing Address:
6000 Fairview Rd. Suite 300

Charlotte, NC 28210
Telephone Number: 980-210-6699
Fax Number: N/A
E-mail Address: jason@ripplefiber.com

1.3

- Corporation
- General Partnership
- Limited Partnership
- Limited Liability Company
- Individual
- Other, please describe: _____

1.4 Assumed name for doing business, if any: N / A

1.5 Description of Entity:

1.5.1 Jurisdiction of incorporation/formation: State of Michigan

1.5.2 Date of incorporation/formation: 8/22/2023

1.5.3 If a subsidiary, name of ultimate parent company; Ripple Fiber Holdco, LLC

1.5.4 Chairperson, President/CEO, Secretary and Treasurer (and equivalent officials for non-corporate entities)

Chairperson: Stuart Van Der Veen

CEO: Greg Wilson

President: Lance van der Spuy

Secretary: Josh Runyan

Treasurer: Adam Schlossser

1.6 Attach copies of Applicant's most recent annual report (with state ID number) filed with the Michigan Department of Licensing and Regulatory Affairs and certificate of good standing with the State of Michigan. For entities in existence for less than one year and for non-corporate entities, provide equivalent information.

PLEASE SEE ATTACHED

1.7 Is Applicant aware of any present or potential conflicts of interest between Applicant and Municipality? If yes, describe: NO

1.8 In the past three (3) years, has Applicant had a permit to install telecommunications facilities in the public right of way revoked by any Michigan municipality?

Circle: Yes No

If "yes," please describe the circumstances.

1.9 In the past three (3) years, has an adverse finding been made or an adverse final

action been taken by any Michigan court or administrative body against Applicant under any law or regulation related to the following:

1.9.1 A felony; or

1.9.2 A revocation or suspension of any authorization (including cable franchises) to provide telecommunications or video programming services?

Circle: Yes

No

If "yes," please attach a full description of the parties and matters involved, including an identification of the court or administrative body and any proceedings (by dates and file numbers, if applicable), and the disposition of such proceedings.

1.10 [If Applicant has been granted and currently holds a license to provide basic local exchange service, no financial information needs to be supplied.] If publicly held, provide Applicant's most recent financial statements. If financial statements of a parent company of Applicant (or other affiliate of Applicant) are provided in lieu of those of Applicant, please explain. Open Fiber Michigan, LLC currently holds a license to provide basic local exchange service.

1.10.1 If privately held, and if Municipality requests the information within 10 days of the date of this Application, the Applicant and the Municipality should make arrangements for the Municipality to review the financial statements. N/A

If no financial statements are provided, please explain and provide particulars.

2 DESCRIPTION OF PROJECT:

2.1 Provide a copy of authorizations, if applicable, Applicant holds to provide telecommunications services in Municipality. If no authorizations are applicable, please explain. Please see attached license to provide local exchange service throughout the state of Michigan.

2.2 Describe in plain English how Municipality should describe to the public the telecommunications services to be provided by Applicant and the telecommunications facilities to be installed by Applicant in the Public Ways.

Applicant intends to install a fiber optic to the home network in the Municipality's Public Ways. Upon completion of construction, Applicant will be an internet service provider and local telecommunications provider to residential and commercial passings along the constructed Public Ways. The network will be fully fiber to the home and provide symmetrical download and upload speeds.

2.3 Attach route maps showing the location (including whether overhead or underground) of Applicant's existing and proposed facilities in the public right-of-way. To the extent known, please identify the side of the street on which the facilities will be located. (If

construction approval is sought at this time, provide engineering drawings, if available, showing location and depth, if applicable, of facilities to be installed in the public right-of-way).

Please see attached KMZ of planned and future facilities and routes in the public right-of-way.

Please be aware that Ripple Fiber considers the information shown therein as trade secrets as defined in M.C.L.A. 445.1902(d) and are protected from disclosure pursuant to M.C.L.A. 15.243(f).

Applicant is in process of fully designing the proposed facilities and will provide all applicable drawings to the appropriate governing entity of the public rights of way where construction will occur.

2.4 Please provide an anticipated or actual construction schedule.

Applicant anticipates construction to begin as soon as permits are authorized, likely in the summer of 2025, with construction expected to take 9-18 months with areas being activated as constructed.

2.5 Please list all organizations and entities which will have any ownership interest in the facilities proposed to be installed in the Public Ways.

Applicant will maintain sole ownership interest in any facilities proposed to be installed in the Public Ways.

2.6 Who will be responsible for maintaining the facilities Applicant places in the Public Ways and how are they to be promptly contacted? If Applicant's facilities are to be installed on or in existing facilities in the Public Ways of existing public utilities or incumbent telecommunications providers, describe the facilities to be used, and provide verification of their consent to such usage by Applicant.

Applicant will be solely responsible for maintaining facilities in the Public Ways.

Applicant is registered with the MISS DIG (i.e. 811) system.

Applicant can be contacted via ripplefiber.com and 1-800-359-5767

Applicant individual contacts include:

Brett Judnick, Chief Technical Officer

Phone: 980-244-3259 Email: brett.judnick@ripplefiber.com

Harrison Golson, VP of Engineering

Phone: 980-384-8259 Email: harrison@ripplefiber.com

Ryan Zakany, VP of Construction

Phone: 336-510-0629 Email: ryan@ripplefiber.com

Jason Fajerski, Director of Government Affairs

Phone: 980-210-6699 Email: jason@ripplefiber.com

Applicant does not at this time expect to utilize existing facilities of public utilities or incumbent telecommunications providers, with potential exception of aerial construction via attachment to utility poles owned by DTE Energy, AT&T or other pole owner, authorized via executed Pole Attachment Agreements being negotiated with those entities.

3 TELECOMMUNICATION PROVIDER ADMINISTRATIVE MATTERS:

Please provide the following or attach an appropriate exhibit.

- 3.1 Address of Applicant's nearest local office;

Applicant's corporate address is:
Ripple Fiber
6000 Fairview Rd., Suite 300
Charlotte, NC 28210

Local office:
44736 Helm St.
Plymouth, MI 48170

- 3.2 Location of all records and engineering drawings, if not at local office;
All records and engineering drawings are at:

Ripple Fiber
c/o Engineering Department
6000 Fairview Rd., Suite 300
Charlotte, NC 28210

- 3.3 Names, titles, addresses, e-mail addresses and telephone numbers of contact person(s) for Applicant's engineer or engineers and their responsibilities for the telecommunications system;

Brett Judnick, Chief Technical Officer

Phone: 980-244-3259 Email: brett.judnick@ripplefiber.com

Harrison Golson, VP of Engineering

Phone: 980-384-8259 Email: harrison@ripplefiber.com

Ryan Zakany, VP of Construction

Phone: 336-510-0629 Email: ryan@ripplefiber.com

- 3.4 Provide evidence of self-insurance or a certificate of insurance showing Applicant's insurance coverage, carrier and limits of liability for the following:

SEE ATTACHED

- 3.4.1 Worker's compensation;

- 3.4.2 Commercial general liability, including at least:

- 3.4.2.1 Combined overall limits;

- 3.4.2.2 Combined single limit for each occurrence of bodily injury;
- 3.4.2.3 Personal injury;
- 3.4.2.4 Property damage;
- 3.4.2.5 Blanket contractual liability for written contracts, products, and completed operations;
- 3.4.2.6 Independent contractor liability;
- 3.4.2.7 For any non-aerial installations, coverage for property damage from perils of explosives, collapse, or damage to underground utilities (known as XCU coverage);
- 3.4.2.8 Environmental contamination;

3.4.3 Automobile liability covering all owned, hired, and non-owned vehicles used by Applicant, its employee, or agents.

3.5 Names of all anticipated contractors and subcontractors involved in the construction, maintenance and operation of Applicant's facilities in the Public Ways.

Anticipated Engineering and Construction Contractor(s):

Verita Telecommunications Corporation
Lighthouse Technologies
SQUAN
Hyper Networks, LLC
Hexad Solutions Group
Essentia

4 CERTIFICATION:

All the statements made in the application and attached exhibits are true and correct to the best of my knowledge and belief.

NAME OF ENTITY ("APPLICANT")

Open Fiber Michigan, LLC

3/5/2025
Date

By: Jason Fajerski
Type or Print Name: Jason Fajerski

Director of Government Affairs
Title

S:\metroapplicationform.doc

STATE OF MICHIGAN
BEFORE THE MICHIGAN PUBLIC SERVICE COMMISSION

* * * * *

In the matter of the application of)
OPEN FIBER MICHIGAN LLC for a temporary)
and permanent license to provide local exchange)
service throughout the state of Michigan.)
_____)

Case No. U-21475

At the April 25, 2024 meeting of the Michigan Public Service Commission in Lansing,
Michigan.

PRESENT: Hon. Daniel C. Scripps, Chair
Hon. Katherine L. Peretick, Commissioner
Hon. Alessandra R. Carreon, Commissioner

ORDER

On August 10, 2023, Open Fiber Michigan LLC (OFM) filed an application, with supporting testimony and exhibits, under the Michigan Telecommunications Act (MTA), MCL 484.2101 *et seq.*, for a temporary and permanent license to provide basic local exchange service throughout the state of Michigan. On October 27 and 30, November 22, and December 12 and 13, 2023, OFM amended or clarifying documents to the application. On January 18, 2024, OFM was granted a temporary license.

At an evidentiary hearing held on February 13, 2024, before Administrative Law Judge Sally L. Wallace (ALJ), the parties (OFM and the Commission Staff) requested to set a new date for the evidentiary hearing due to an issue with the original notice of hearing that was served. A second evidentiary hearing was held before the ALJ on April 4, 2024, following service on March 12 and 13, 2024, of a revised notice of hearing. During the hearing, OFM presented the testimony and

exhibits of Dimitri Moussa, OFM's President. The testimony and exhibits were then adopted by Lance van der Spuy, OFM's Chief Financial Officer, who confirmed that the direct testimony of Mr. Moussa was truthful and accurate and there were no material changes to the direct testimony of Mr. Moussa. At the close of the hearing, the parties waived compliance with Section 81 of the Michigan Administrative Procedures Act of 1969, MCL 24.281.

After a review of the application, testimony, and exhibits, as amended, the Commission finds that approval of the application is in the public interest. On numerous occasions, the Commission has found that competition can be advantageous to the residents of this state. Approval of the request for a license to provide basic local exchange service will expand the opportunities for competition. Accordingly, the application, as amended, is approved.

The grant of a license is conditioned on full compliance with the provisions of the MTA, as well as the anti-slamming procedures adopted in Case No. U-11900, and the number reclamation process adopted in Case No. U-12703. Failure to comply fully may result in revocation of the license and other penalties. The grant of a license is conditioned upon the provision of service to customers within a reasonable time. Failure to do so may result in revocation of the license. Finally, the Commission notes that any numbers obtained by the applicant are a public resource and are not owned by the applicant. If the applicant fails to provide service or goes out of business, any numbers assigned to it are subject to reclamation.

THEREFORE, IT IS ORDERED that:

A. Open Fiber Michigan LLC is granted a license to provide basic local exchange service throughout the state of Michigan.

B. Open Fiber Michigan LLC shall provide basic local exchange service in accordance with the regulatory requirements specified in the Michigan Telecommunications Act, MCL 484.2101 *et*

seq., including the number portability provisions of MCL 484.2358, the anti-slamming procedures adopted in Case No. U-11900, and the number reclamation process adopted in Case No. U-12703.

C. Before commencing basic local exchange service, Open Fiber Michigan LLC shall submit its tariff reflecting the services that it will offer and identifying the exchanges in which it will offer service.

The Commission reserves jurisdiction and may issue further orders as necessary.

Any party desiring to appeal this order must do so by the filing of a claim of appeal in the Michigan Court of Appeals within 30 days of the issuance of this order, under MCL 484.2203(12). To comply with the Michigan Rules of Court's requirement to notify the Commission of an appeal, appellants shall send required notices to both the Commission's Executive Secretary and to the Commission's Legal Counsel. Electronic notifications should be sent to the Executive Secretary at mpscdockets@michigan.gov and to the Michigan Department of Attorney General - Public Service Division at pungpl@michigan.gov. In lieu of electronic submissions, paper copies of such notifications may be sent to the Executive Secretary and the Attorney General - Public Service Division at 7109 W. Saginaw Hwy., Lansing, MI 48917.

MICHIGAN PUBLIC SERVICE COMMISSION



Daniel C. Scripps, Chair



Katherine L. Peretick, Commissioner



Alessandra R. Carreon, Commissioner

By its action of April 25, 2024.



Lisa Felice, Executive Secretary

PROOF OF SERVICE

STATE OF MICHIGAN)

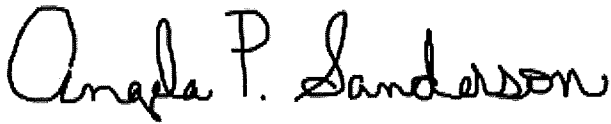
Case No. U-21475

County of Ingham)

Brianna Brown being duly sworn, deposes and says that on April 25, 2024 A.D. she electronically notified the attached list of this **Commission Order via e-mail transmission**, to the persons as shown on the attached service list (Listserv Distribution List).


Brianna Brown

Subscribed and sworn to before me
this 25th day of April 2024.



Angela P. Sanderson
Notary Public, Shiawassee County, Michigan
As acting in Eaton County
My Commission Expires: May 21, 2024

Service List for Case: U-21475

Name	On Behalf Of	Email Address
Monica M. Stephens	MPSC Staff	stephensm11@michigan.gov
Open Fiber Michigan LLC	Open Fiber Michigan LLC	legal@ripplefiber.com
Patrick D. Crocker	Open Fiber Michigan LLC	patrick@crockerlawfirm.com
Sally L. Wallace	ALJs - MPSC	wallaces2@michigan.gov

