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November 17, 2022

FILED

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Morris L. Woodruff, Secretary
Missouri Public Service Commission
200 Madison Street, PO Box 360
Jefferson City, MO 65102-0360

**Missouri Public
Service Commission**

Re: Notice of Conversion, Change in Ownership and Change of Name

Dear Mr. Woodruff:

By this letter, Crosstown Fiber IL LLC, an Illinois limited liability company formerly known as Netsync Fiber, Inc., a Texas corporation (the "Company"), provides the Missouri Public Service Commission notice of an effected conversion, change of control and reorganization of the Company pursuant to which the Company changed its corporate form from a Texas corporation to an Illinois limited liability company, changed its name from Netsync Fiber, Inc. to Crosstown Fiber IL LLC,¹ and became an indirect, wholly-owned subsidiary of Crosstown Fiber Holdings LLC, a Delaware limited liability company ("Crosstown Holdings"). Currently, the Company does not have any customers in Missouri. The Company does not have a tariff on file with the Commission. The conversion, change of control and reorganization of the Company occurred in July and August of 2022. A copy of the Company's registration with the Missouri Secretary of State as a Foreign Limited Liability Company is attached hereto.

¹In connection with the change of its corporate form, the Company name was initially changed from Netsync Fiber, Inc. to Netsync Fiber, LLC.

I. Introduction

The Company is certificated to provide interexchange telecommunications service pursuant to the Commission's Order in File No. XA-2021-0271.² Following receipt of this letter, the designated contacts for all correspondence, notices, inquiries, and orders in relation to this Notice should be sent to:

Representatives:

Thomas H. Rowland
Kevin D. Rhoda
Rowland & Moore LLP
1603 Orrington Ave., Suite 600
Evanston, Illinois 60201
(312) 803-1000
tom@telecomreg.com
krhoda@telecomreg.com

For Crosstown Fiber IL LLC:

Crosstown Fiber IL LLC
Attn: Michael Underdown
c/o Crosstown Fiber Holdings LLC
600 Montgomery St., 19th Floor
San Francisco, CA 94111
munderdown@crosstownfiber.com

With a copy to Crosstown Fiber Holdings LLC:

Crosstown Fiber Holdings LLC
Attn: Ed Leung
600 Montgomery St., 19th Floor
San Francisco, CA 94111
eleung@aimpera.com

²*In the Matter of the Application of Netsync Fiber Inc., to Provide Interexchange Telecommunications Services*, File No. XA-2021-0271, (March 1, 2021).

II. Description of the Transactions

On July 18, 2022, the Company entered into a Contribution and Sale Agreement (the “Contribution Agreement”) by and among Crosstown Holdings, AIMPERA Fiber Holdings LLC, a Delaware limited liability company (“AIMPERA”), The Daigle Living Trust, a trust created June 16, 2004 under the laws of the State of California (“The Daigle Trust”), NFI Holdco, Inc., a Delaware corporation (“NFI Holdco”), and Khalid Abunaja, an individual (“Abunaja”). Subject to the terms and conditions of the Contribution Agreement, on July 26, 2022 the Company’s then-sole member, Mr. Khalid Abunaja, contributed 100% of the issued and outstanding membership interests of the Company to NFI Holdco, which is wholly owned by Mr. Abunaja. Such contribution caused the Company to become a subsidiary of NFI Holdco. Further, subject to the terms and conditions of the Contribution Agreement, on August 1, 2022, in exchange for certain membership interests in Crosstown Holdings (a) NFI Holdco contributed 100% of the issued and outstanding membership interests of the Company to Crosstown Holdings and (b) AIMPERA and The Daigle Living Trust contributed cash to Crosstown Holdings. Subsequently, on August 10, 2022, the Company’s sole member, Crosstown Holdings, contributed 100% of the issued and outstanding membership interests of the Company to Crosstown Fiber LLC, a Delaware limited liability company and wholly owned subsidiary of Crosstown Holdings. As a result of the transactions described above, the Company became an indirect, wholly-owned subsidiary of Crosstown Holdings, with a new name, new controlling equity owners and greater access to capital resources. Crosstown Holdings has appointed Mr. Michael Underdown as Chief Executive Officer of the Company. As Chief Executive

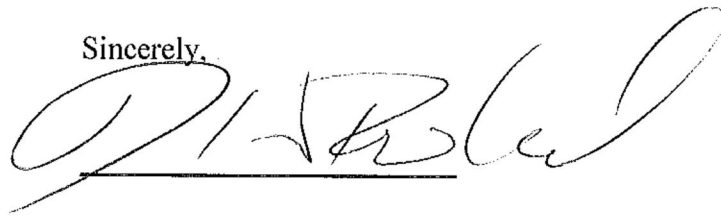
Officer, Mr. Underdown oversees the day-to-day management and daily activities of the Company.

At the time of its conversion described above, the Company was registered as a foreign corporation doing business in the State of Missouri as Netsync Fiber Inc.

III. Conclusion

Please date-stamp the extra copy of this letter and return it to my office in the enclosed postage-prepaid envelope. Please do not hesitate to contact me at (312) 803-1000, should you have any questions concerning this letter.

Sincerely,

A handwritten signature in black ink, appearing to be "D. J. Blue", written over a horizontal line.

Counsel for Crosstown Fiber IL LLC



State of Missouri
John R. Ashcroft, Secretary of State

Corporations Division
PO Box 778 / 600 W. Main St., Rm. 322
Jefferson City, MO 65102

This form is de
Complete

FL001694716
Date Filed: 9/16/2022
John R. Ashcroft
Missouri Secretary of State

Print

Reset

**Application for Registration of a Foreign
Limited Liability Company**

(Submit with filing fee of \$105.00)

1. The name of the foreign limited liability company is: Crosstown Fiber IL LLC
2. The name under which the foreign limited liability company will conduct business in Missouri is (must contain "limited company", "limited liability company", "LC", "LLC", "L.C.", or "L.L.C.") (must be filled out if different from line (1)):
3. The foreign limited liability company was formed under the laws of Illinois on the
date of July 27, 2022
(month/day/year) (state or jurisdiction)
4. The purpose of the foreign limited liability company or the general character of the business it proposes to transact in this state is:
Telecommunications company.
5. The name and address of the limited liability company's registered agent in Missouri is (this line must be completed and include a street address):

<u>C T Corporation System</u>	<u>120 South Central Avenue</u>	<u>Clayton, MO 63105</u>
<small>Name</small>	<small>Address (PO Box may <u>only</u> be used in conjunction with a physical street address)</small>	<small>City/State/Zip</small>

The Secretary of State is appointed agent for service of process if the foreign limited liability company fails to maintain a registered agent. **Note:** failure to maintain a registered agent constitutes grounds to cancel the registration of the foreign limited liability company.
6. The address of the registered office in the jurisdiction organized. If none required, then the principal office address of the foreign limited liability company is:

<u>600 Montgomery Street, 19th Floor</u>	<u>San Francisco, CA 94111</u>
<small>Address (PO Box may <u>only</u> be used in conjunction with a physical street address)</small>	<small>City/State/Zip</small>
7. This application must include a current certificate of good standing/existence from the secretary of state or other similar official in the state of domicile. Such document should be dated within 60 calendar days from filing.

(Please see next page)

Name and address to return filed document:

Name: _____

Address: _____

City, State, and Zip Code: _____

ORI-09162022-0873 State of Missouri

No of Pages 3 Pages



Creation - LLC/LP/LLP

LLC-4 (01/2017)

8. ☐ Series LLC (OPTIONAL) Pursuant to Section 347.186, the foreign limited liability company may establish a designated series in its operating agreement. The names of the series must include the full name of the limited liability company under which it has been admitted to transact business in this state and are the following:

New Series:

- ☐ The limited liability company gives notice that the series has limited liability.

New Series:

- ☐ The limited liability company gives notice that the series has limited liability.

New Series:

- ☐ The limited liability company gives notice that the series has limited liability.

(Each separate series must also file an Attachment Form LLC 4A.)

In Affirmation thereof, the facts stated above are true and correct.

(The undersigned understands that false statements made in this filing are subject to the penalties provided under Section 575.040, RSMo)



Kariann Alexander

9/1/22

Authorized Signature

Printed Name

Date

Authorized Signature

Printed Name

Date

Authorized Signature

Printed Name

Date

File Number

1203695-7



To all to whom these Presents Shall Come, Greeting:

I, Jesse White, Secretary of State of the State of Illinois, do hereby certify that I am the keeper of the records of the Department of Business Services. I certify that

CROSTOWN FIBER IL LLC, HAVING ORGANIZED IN THE STATE OF ILLINOIS ON JULY 27, 2022, APPEARS TO HAVE COMPLIED WITH ALL PROVISIONS OF THE LIMITED LIABILITY COMPANY ACT OF THIS STATE, AND AS OF THIS DATE IS IN GOOD STANDING AS A DOMESTIC LIMITED LIABILITY COMPANY IN THE STATE OF ILLINOIS.



In Testimony Whereof, I hereto set
my hand and cause to be affixed the Great Seal of
the State of Illinois, this 14TH
day of SEPTEMBER A.D. 2022 .

Jesse White

SECRETARY OF STATE

STATE OF MISSOURI



John R. Ashcroft
Secretary of State

CERTIFICATE OF REGISTRATION


WHEREAS,

CROSSTOWN FIBER IL LLC
FL001694716

existing under the laws of the State of Illinois has filed with this state its Application of Registration and whereas this Application of Registration conforms to the Missouri Limited Liability Company Act.

NOW, THEREFORE, I, JOHN R. ASHCROFT, Secretary of State of the State of Missouri, by virtue of the authority vested in me by law, do hereby certify and declare that on the 16th day of September, 2022, the above Foreign Limited Liability Company is duly authorized to transact business in the State of Missouri and is entitled to any rights granted Limited Liability Companies.

IN TESTIMONY WHEREOF, I hereunto set my hand and cause to be affixed the GREAT SEAL of the State of Missouri. Done at the City of Jefferson, this 16th day of September, 2022.


Secretary of State

