

**STEVENS & LEE**  
**LAWYERS & CONSULTANTS**  
17 North Second Street  
16th Floor  
Harrisburg, PA 17101  
www.stevenslee.com

Direct Dial: (717) 255-7365  
Email: mag@stevenslee.com

February 23, 2018

**VIA ELECTRONIC FILING**

Rosemary Chiavetta, Secretary  
Pennsylvania Public Utility Commission  
400 North Street, 2nd Floor  
Harrisburg, PA 17120

**RE: In the Matter of Registration of the Joint Securities Certificate of  
FiberNet Telecommunications of Pennsylvania, LLC, and Lumos  
Networks of West Virginia Inc.  
Docket Nos. S-2017-2639869 and S-2017-2639871**

Dear Secretary Chiavetta:

Enclosed for filing please find the Petition for Modification of the Order Registering the Securities Certificate in the above-referenced matter. The Petition is requesting a slight modification to the end date of the registration, for the reasons explained in the Petition.

As always, if you have questions or need any additional information, please do not hesitate to contact me.

Best Regards,  
STEVENS & LEE

  
Michael A. Gruin

Encl.

cc: David Huff, Bureau of Technical Utility Services (via email)

Philadelphia • Reading • Valley Forge • Allentown • Harrisburg • Lancaster • Scranton  
Wilkes-Barre • Princeton • Charleston • New York • Wilmington

A PROFESSIONAL CORPORATION

**BEFORE THE  
PENNSYLVANIA PUBLIC UTILITY COMMISSION**

In the Matter of Registration of the	)	
	)	
Joint Securities Certificate of	)	Docket Nos. S-2017-2639869
	)	S-2017-2639871
<b>FiberNet Telecommunications of</b>	)	
<b>Pennsylvania, LLC, and</b>	)	
	)	
<b>Lumos Networks of West Virginia Inc.</b>	)	
with respect to pledging of assets and	)	
guarantee of debt up to an aggregate	)	
amount of \$1.75 billion	)	

**PETITION FOR MODIFICATION OF**

**ORDER REGISTERING SECURITIES CERTIFICATE**

Pursuant 52 Pa. Code 5.572, FiberNet Telecommunications of Pennsylvania, LLC (“FiberNet”) and Lumos Networks of West Virginia Inc. (“Lumos WV”) (together “Registrants”), by undersigned counsel hereby jointly request that the Commission modify its Order which registered the Securities Certificate in the above-captioned matter to reflect that the registration period of the debt securities authorized by the Securities Certificate will end on December 31, 2020. In further support thereof, the Registrants aver as follows:

1. On December 22, 2017, the Registrants filed the above-docketed securities certificate to authorize the Registrants to participate in Financing Arrangements of MTN Infrastructure TopCo, Inc., the ultimate parent of the Registrants, in an aggregate amount up to \$1.75 billion.

2. The Securities Certificate explained that the Financing Arrangements in question will be undertaken by MTN Infrastructure for a transaction to acquire Spirit Communications,

for future acquisitions, for working capital requirements and for general corporate purposes of MTN Infrastructure. *See* Securities Certificate, at Section II(6).

3. The Financing Arrangements may include notes or debentures, including notes convertible into equity and private notes exchangeable for public notes; revolving credit facilities and term loans; letters of credit; bridge loans; or a combination of the foregoing. *See* Securities Certificate, at Section II(5).

4. The Securities Certificate filed by the Registrants did not request a specific end date for the registration.

5. By Order issued on February 8, 2018, the Commission registered the securities certificate of FiberNet and Lumos reflecting the pledging of assets and guarantee of debt in an aggregate principal amount of up to \$1.75 billion.<sup>1</sup>

6. Ordering paragraph 3 of the February 8, 2018 Order indicated that “the registration period of the loan will end on December 31, 2018”.

7. With this Petition, the Registrants respectfully request a modification of the February 8, 2018 Order to clarify that the registration period of the loan will end on December 31, 2020, rather than December 31, 2018.

8. The Registrants make this request for modification due to the fact that some of the debt for which the securities certificate was sought may not be issued until the year 2020, and therefore, a longer registration period than the one referenced in the original Order is appropriate and will avoid the need for the Registrants to make additional securities certificate filings with respect to the Financing Arrangements already approved by the Commission.

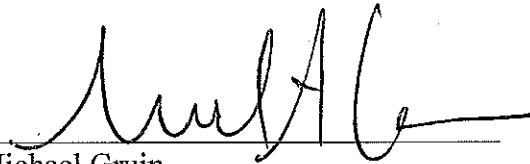
---

<sup>1</sup> The Registrants voluntarily extended the consideration period for the Securities Certificate to February 9, 2018.

**RELIEF REQUESTED**

For the foregoing reasons, Registrants submit that the public interest, convenience, and necessity would be furthered by modification of the February 8, 2018 Order to indicate that the registration period of the loan will end on December 31, 2020.

Respectfully submitted,



---

Michael Gruin  
STEVENS AND LEE  
PA I.D. NO. 78625  
17 N. 2nd Street, 16th Fl.  
Harrisburg, PA 17101  
717-255-7365 (tel)  
202-777-7763 (fax)  
[mag@stevenslee.com](mailto:mag@stevenslee.com)

*Counsel for Lumos Networks of West  
Virginia Inc., FiberNet Telecommunications  
of Pennsylvania, LLC and Lumos Networks  
Corp.*

Dated: February 23, 2018

DB1/ 93476475.5

## VERIFICATION

I, Mary McDermott, being the holder of the office of Senior Vice-President, Legal and Regulatory Affairs and Secretary of Lumos Networks Corp., hereby state that I am authorized to make this Verification on behalf of Joint Registrants Lumos Networks of West Virginia Inc. and FiberNet Telecommunications of Pennsylvania, LLC and that the facts above set forth are true and correct to the best of my knowledge, information and belief and that I expect to be able to prove the same at a hearing held in this matter. I understand that the statements herein are made subject to the penalties of 18 Pa.C.S. § 4904 (relating to unsworn falsification to authorities).

A handwritten signature in cursive script that reads "Mary McDermott". The signature is written in black ink and is positioned centrally below the main text of the document.

DATE: February 23, 2018

Mary McDermott

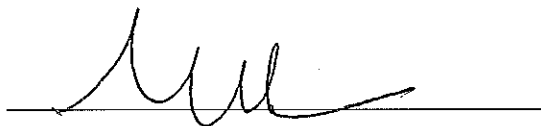
**CERTIFICATE OF SERVICE**

I, Michael Gruin certify that on February 23, 2018 I served a true and correct copy of the foregoing upon the persons listed below at their respective address, via first-class mail, postage prepaid:

Office of Consumer Advocate  
555 Walnut Street  
5th Floor, Forum Place  
Harrisburg, PA 17101-1923

Office of Small Business Advocate  
Commerce Building, Suite 202  
300 North Street  
Harrisburg, PA 17120

Bureau of Investigation and Enforcement  
P.O. Box 3265  
Commonwealth Keystone Building  
400 North Street, 2nd Floor West  
Harrisburg, PA 17105-3265

A handwritten signature in black ink, appearing to read 'M. Gruin', is written over a solid horizontal line.

Michael A. Gruin