

**EXHIBIT "A"**  
**NAMES AND ADDRESSES OF APPLICANT'S MEMBERS AND OFFICERS**

Applicant is a member-managed Delaware LLC with two Members:

- Project Management and Design Services, LLC, a Delaware single-member limited liability company  
Member: Jarrod Tyson Hayes  
329 11<sup>th</sup> Street  
Atlantic Beach, FL 32233  
336-215-7126
- Telecommunications Strategy Consultants, LLC, a Delaware single-member limited liability company  
Member: Baxter McLindon Hayes  
3000 1<sup>st</sup> Street South  
Jacksonville Beach, FL 32250  
704-226-5445

The Members have appointed the following persons as Officers of Applicant:

- Co-Chief Executive Officer – Jarrod Tyson Hayes  
329 11<sup>th</sup> Street  
Atlantic Beach, FL 32223  
336-215-7126
- Co-Chief Executive Officer – Baxter McLindon Hayes  
3000 1<sup>st</sup> Street South  
Jacksonville Beach, FL 32250  
704-226-5445
- President – Mark Allen Frazier  
28105 Perdido Beach Blvd, Apt. C  
Orange Beach, AL 36561  
412-209-8000
- Vice President – Michael Gary Buss  
1677 Monterey Dr.  
Clearwater, FL 33756  
727-421-9108
- Chief Financial Officer – Gina Lawrence  
11020 David Taylor Dr, Suite 103  
Charlotte, NC 28262  
704-658-3787

[PUBLIC DISCLOSURE VERSION]

**EXHIBIT "B"**  
**APPLICANT'S ARTICLES OF INCORPORATION AND**  
**ILLINOIS CERTIFICATE OF AUTHORITY**

See Attached.

# Delaware

The First State

Page 1

I, JEFFREY W. BULLOCK, SECRETARY OF STATE OF THE STATE OF DELAWARE, DO HEREBY CERTIFY THE ATTACHED IS A TRUE AND CORRECT COPY OF THE CERTIFICATE OF FORMATION OF "ENETWORKS, LLC", FILED IN THIS OFFICE ON THE TWENTY-EIGHTH DAY OF MARCH, A.D. 2016, AT 8:44 O`CLOCK A.M.



  
Jeffrey W. Bullock, Secretary of State

6000110 8100  
SR# 20161897650

Authentication: 202048341  
Date: 03-28-16

You may verify this certificate online at [corp.delaware.gov/authver.shtml](http://corp.delaware.gov/authver.shtml)

**STATE of DELAWARE  
LIMITED LIABILITY COMPANY  
CERTIFICATE of FORMATION**

**First:** The name of the limited liability company is eNetworks, LLC

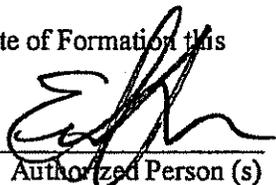
**Second:** The address of its registered office in the State of Delaware is \_\_\_\_\_  
2711 Centerville Road, Suite 400 in the City of Wilmington.  
Zip code 19808. The name of its Registered agent at such address is  
Corporation Service Company

**Third:** (Use this paragraph only if the company is to have a specific effective date of dissolution: "The latest date on which the limited liability company is to dissolve is N/A.")

**Fourth:** (Insert any other matters the members determine to include herein.)

This LLC will be member managed.

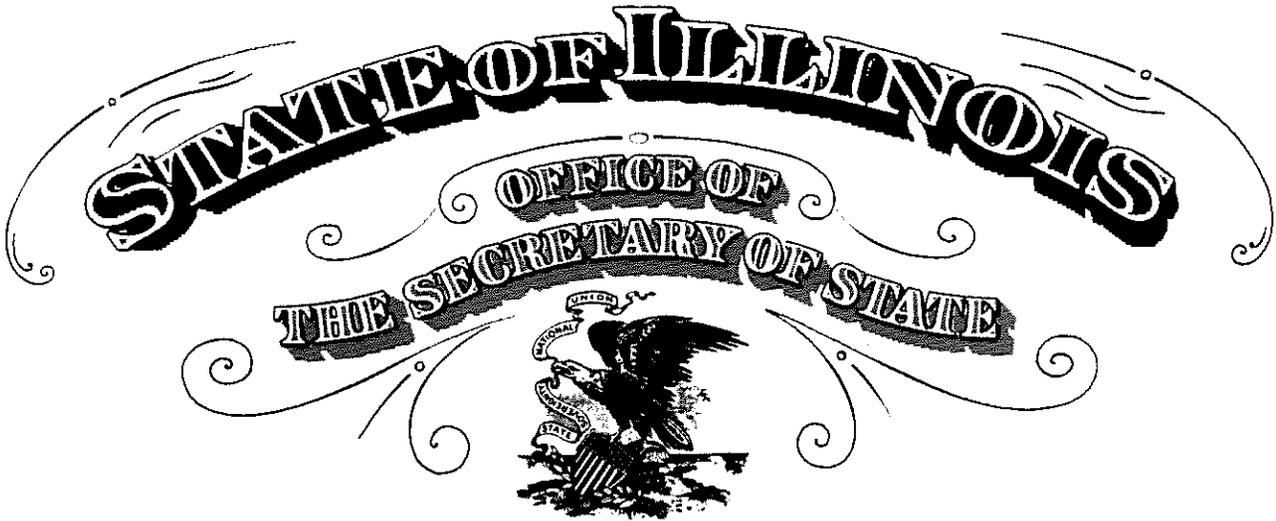
**In Witness Whereof**, the undersigned have executed this Certificate of Formation this  
25th day of March, 2016.

By:   
Authorized Person (s)

Name: Errin L. Jensen

File Number

0561232-2



**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*

ENETWORKS LLC, A DELAWARE LIMITED LIABILITY COMPANY HAVING OBTAINED ADMISSION TO TRANSACT BUSINESS IN ILLINOIS ON MAY 05, 2016, 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 FOREIGN LIMITED LIABILITY COMPANY ADMITTED TO TRANSACT BUSINESS 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 10TH day of MAY A.D. 2016 .***



Authentication #: 1613102514 verifiable until 05/10/2017  
Authenticate at: <http://www.cyberdriveillinois.com>

*Jesse White*

SECRETARY OF STATE

**EXHIBIT “C”**  
**OVERVIEW OF APPLICANT’S MANAGEMENT TEAM**

The following is an overview of projects and experience undertaken, overseen, and performed by the members and officers of Applicant, through their companies Essentia, Inc. and Essentia’s predecessor Utilipath, LLC. Their individual resumes and experience are attached hereto.

**Corporate History**

Utilipath, LLC was founded in 2003 by Baxter M. Hayes, III, Jarrod T. Hayes and Baxter M. Hayes, Jr.<sup>1</sup> The Company grew quickly to become a leading provider of construction services in the large and rapidly growing \$25 billion telecommunications infrastructure services segment. The Company’s services enable telecommunication, cable TV and utility providers to expeditiously and cost effectively deploy and maintain leading edge networks that can support the rapidly growing demand for high-speed broadband services. The Company serves many prominent customers, including AT&T, Frontier Communications, CenturyLink, Verizon Communications, and Qwest Communications, as well as independent telephone companies, among others. Led by an experienced and deep management team, the Company demonstrated an impressive record of controlled, organic revenue and earnings growth. Utilipath was named to the Inc. 5000 list on two occasions, the Charlotte Business Journal “Fast 50” three times, and Business North Carolina’s NC Mid-Market FAST 40.

The Company consisted of two divisions:

- ***Outside Plant Infrastructure Services (“OSP”)*** – Utilipath’s OSP infrastructure services division primarily deploys outside plant network infrastructure and cabling for telecommunication service providers. For the year ending December 31, 2012, Utilipath’s projected revenue and adjusted EBITDA for its OSP division is approximately \$29,423,269 and \$3,931,217, respectively.
- ***Enterprise and Carrier Network Services (“Network Services”)*** – The Network Services division primarily deploys infrastructure, cabling, and equipment in telco rooms, offices, equipment rooms, data centers, headend/hub sites, central offices and other environments. For the year ending December 31, 2012, Utilipath’s projected revenue and adjusted EBITDA for its Enterprise and Carrier Network Services division is approximately \$8,008,263 and \$2,261,053 million, respectively.

In August of 2013 the **OSP** division was sold in a \$20 million transaction and the Network Services division became Essentia. Essentia is owned by Baxter M. Hayes, III and Jarrod T. Hayes. Each of the owners manage Essentia through their management companies, Telecommunication Strategies Consultants, LLC and Project Management and Design Services, LLC.

In 2016, eNetworks, LLC was formed. eNetworks, LLC is owned by Telecommunication Strategies Consultants, LLC and Project Management and Design Services, LLC and it is managed by co-CEOs, Baxter M. Hayes, III and Jarrod T. Hayes.

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<sup>1</sup> Mr. Hayes, Jr. is not part of eNetworks or Essentia.

## Experience Overview

- Successful OSP projects completed in 42 of 50 U. S. states
- Turf Master Contractor for top 6 of 6 largest US Telco's - Verizon, AT&T, Frontier, CenturyLink Windstream, Level 3
- Uphold key, long-term relationships with Permit Authorities across the Southeast.
- Twice rated 1 of the 40 fastest growing midsize companies in NC
- Achieved close to \$35 million in annual sales
- 1/4 Billion in OSP projects completed
- Individual Fiber Projects up to 50 million in Size.
- Including Turnkey Fiber Projects for Verizon and AT&T.
- Averaged 330 in-house employees.
- Received Inc. Magazine's Higher Power Awards for hiring 100+ employees in a single year
- True turnkey capability with in-house resources across the 90% that really matters – engineering, permitting, and construction
- Small Cell past performance in approximately 6 cities and growing
- 9 out of 10 average Customer Satisfaction rating

## Capabilities

- **New Network Builds**
  - Construct new network builds which encompass long-haul, private fiber, and cell front haul/backhaul.
- **Routine Maintenance**
  - Routine maintenance on existing networks. Typical maintenance assignments would include replacing and/or repairing damaged facilities, or relocating facilities due to a road move or other change.
- **Building Entrances**
  - Construction of building entrance pathways both indoor and outdoor.
  - Single-site to national rollouts for carriers, commercial customers and government agencies, including "meetme" point and specifications engineering with all major carriers.
- **Site Acquisition & Engineering**
  - Feasibility Studies
  - Small Cell Specific Performance Analysis
  - Right-of-Way Permitting / Attachment Rights
  - Fiber and Power CAD Design
  - Staging
- **Furnish, Installation, & Testing**
  - Site Prep
  - Node Construction
  - Aerial & Underground Fiber
  - PIM/Sweep Testing, Commissioning & Optimization

- **Support & Maintain**
  - Dedicated PMO
  - Field Personnel for Maintenance & Emergency Response
  - Cable Plant Protection Programs

## **Project Experience Details**

### **AT&T Master Contract – Northern KY**

- 3 Years-all underground and aerial non-union construction
- Covering 20 Counties
- Including Louisville and Frankfurt Metros
- \$9 Million Total Contract Value
- 50 dedicated in-house Employees
- 4 Offices
- Louisville, Danville, Lawrenceburg, Winchester
- Contract Attributes
- 60 Days to:
  - Hire 50 employees
  - Open 4 offices,
  - Purchase \$3 million in equipment.
- Includes fiber and copper, pole lines, conduit, Remote Terminal Construction, fiber-to-the-business/tower/node, rock, emergency restoration and storm restoration, bridge attachments, housing subdivisions, etc.

### **Verizon/Frontier Master Contract – Western NC**

- 7 Year Contract- (extended and re-won multiple times)
- Covering all GTE assets in Western NC.
- \$21 Million Total Contract Value
- Up to 25 *dedicated in-house Employees*
- 2 Offices
- *Underground and Aerial* construction
- Plowing, directional boring, setting poles
- and anchors
- Cable placement for cellular towers, subdivisions, neighborhoods, business parks, and general growth
- Extensive flushing and replacement of underground conduit systems throughout the metropolitan area
- Contract Attributes
  - 8 million ft of drops over length of contract

- Took over a troubled area that had been fined *\$380K by the PUC*, turned area around and didn't miss a drop date for two years
- Very challenging mountainous environment characterized by rock and extremely long travel distances between projects.
- Experienced numerous renewals for Frontier after they bought the assets from Verizon, eventually awarded South Carolina based on contract performance

#### **Windstream Master Contract – Central NC**

- 3 Year Contract
- Covering Central North Carolina
- \$64 Million Total Contract Value
- 60 *dedicated in-house Employees*
- 2 Offices
- Contract Attributes
- Procurement and Construction of all aerial and underground construction for Windstream in central North Carolina.
- Project required procurement and management
- \$2 million in material,
- \$3 million in working capital
- \$3 million in equipment.

#### **Qwest Long- Haul Construction - Eastern, US**

- *Underground and aerial* Fiber construction projects
- 500 Miles of Fiber
- \$25 Million Total Contract Value
- Up to 40 *dedicated in-house Employees*
- 10 Temporary Offices in Strategic Geographic Locations
- Reputation:
- Qwest's "GO-TO" contractor nationally for the largest, most complex and demanding projects with the shortest timeframes.
- Quality work *Delivered On-time*
- Contract Attributes:
  - US military bases (Langley and Quantico)
  - Downtown metros like DC and Miami
  - 150' Bore under the Potomac River ~ two miles in length
  - Set North American Record for Longest Directional Bore
  - Interstate bridge attachments & interstate tunnel work up to 8 miles long
  - Hard Rock projects in various places across Virginia and Tennessee
  - Relocation of 10 miles of network for the light rail in Charlotte, NC

**Verizon/Crown Castle Fiber to the Node - Southeast, US**

- *Underground and Aerial Fiber Engineering and Construction*
- *Small Cell Fiber Performance in 6 cities across the Southeast*
- *Orlando, FL, St. Augustine, FL, Charlotte, NC, Augusta GA, Wilmington, NC & Charleston, SC.*
- *\$3.5 Million in total projects*
- *True Turnkey Capability with in-house resources*
- *across the 90% that really matters – engineering, permitting, and construction*
- *Project Attributes-*
- *Coordinating with multiple permitting authorities to get approval in complex, historic, high traffic areas.*
- *9 out of 10 Customer Satisfaction rating for Engineering Drawings*
- *Brought 60,000 ft. of conduit, 80,000 ft. of cable, 56 splice locations, and 30 nodes online in 1 month.*
- *Placed 20,000 ft. of conduit with hand holes in 2 weeks*
- *Met customer needs by adapting on the fly in a tough construction environment*
- *700,000 ft. of underground and Ariel engineering completed ahead of schedule*

Baxter McLindon "Lindon" Hayes, III  
Co-Chief Executive Officer  
Qualifications and Experience

***Essentia***

Lindon Hayes is the CEO and Founder of Essentia. Essentia designs, builds, and manages voice, data, and video networks for some of the largest companies and venues in the world. Essentia is heavily concentrated in the following verticals:

- Telecom: Essentia serves 4 of the 5 largest US-based telcos
- CATV: 3 of the 5 largest CATV companies
- Global Systems Integrators: 2 of the 4 largest global systems integrators
- Federal Prime Contractors: 2 of the 4 largest federal prime contractors
- Transportation: Amtrak, Federal Aviation Administration, Waste Management
- Stadiums and venues: Football stadiums (NFL and college), F1 tracks, NASCAR, MLS, NBA, and Major League Soccer

***Utilipath***

Lindon Hayes was the Founder and Managing Member of Utilipath, LLC. Utilipath was a nationwide network services provider and grew to become the 120th largest private company in North Carolina in only 10 years. Utilipath was honored with the Hire Power awards from Inc. Magazine for growing by 97 employees in one year. Other growth awards included Inc Magazine's 5000 list (3 consecutive years), North Carolina Mid-Market Fast 40 (2 consecutive years), and the Charlotte Fast 50 (2 consecutive years). Utilipath was sold to a private equity firm in 2013 and Essentia was spun off of Utilipath.

***Employment History***

Prior to founding Utilipath Lindon was General Manager of Operations with First South Utility Construction, a telecommunications infrastructure services company headquartered in Greensboro, North Carolina. At First South, he managed construction projects with annual sales of \$25 million, specializing in federal government, plant protection, long-haul construction, and structured cabling projects.

Lindon worked as an Equity Analyst and Portfolio Manager at Myers and Company before joining First South. Lindon, along with a team of three other analysts, determined capital allocation for approximately \$1 billion in assets.

Previous to his experience with Myers and Company, Lindon held the position of Senior Consultant with Kaiser Associates, a global strategy management consulting firm whose clients include two-thirds of the Fortune 500. At Kaiser, Lindon advised senior management of Procter and Gamble, Raytheon, NCR, John Deere, The Mutual Group, and General Motors.

***Awards***

Lindon has been recognized for the Charlotte 40 under 40, Florida Governor's Innovation Award, the Top 50 Charlotte Entrepreneurs, and Movers and Shakers of Charlotte.

***Education***

[PUBLIC DISCLOSURE VERSION]

Lindon graduated Phi Beta Kappa with Highest Honors from the University of North Carolina at Chapel Hill after attending the North Carolina School of Science and Mathematics.

Jarrold T. Hayes  
Co-Chief Executive Officer  
Qualifications and Experience

Jarrold T. Hayes  
329 11<sup>th</sup> Street  
Atlantic Beach, FL 32233  
jarrod.hayes@essentia-inc.com  
(336) 215-7126

**ESSENTIA, INC.**

August 2013 – **CEO & Founder**

**CHARLOTTE, NC**

Present      Essentia designs, deploys, and manages networks and integrated technologies for Global Integrators, Carriers, Stadium & Arena Platforms, Federal Integrators and Enterprises. Our customers include four of the five largest US-based telecommunications companies, three of the four largest US-Based MSOs, two of the four largest federal prime contractors and two of the four largest systems integrators.

**UTILIPATH, LLC**

July 2003 – **Co-Owner**

**CHARLOTTE, NC**

August 2013      Manage operations in 17 states for over a dozen customers including 5 of the top 7 largest wireline communications companies. Manage up to 12 simultaneous projects and up to 50 in-house and subcontract crews. Responsible for project delivery of the turnkey wireline deployments, including OSP construction, engineering, permitting, maintenance, inspection, program management, construction management, damage prevention/locate services, equipment installation, electrical wiring, and structured cabling.

Key Accomplishments: Rapidly expanded footprint, including operations in 17 states with authorization to operate in 20 states. Won qualification as Master Contractor for BellSouth, AT&T, Qwest Communications, Verizon, and Level 3. Secured \$40 million in bonding capacity. Awarded program management contract by BellSouth for Federal Aviation Administration and Veterans Administration build-outs in the southeast. Completed numerous homeland security projects, including Ft. Bragg, Wright-Patterson, Ft. Gordon, Shaw, and Yuma military installations. Completed turnkey design, engineering, and installation of a Gigabit Ethernet solution for Carolina International School, which included OSP, cabling, and equipment infrastructure. Recruited superior senior managers, mid-level managers, field and administrative personnel. Secured credit facilities sufficient to triple revenues.

**FIRST SOUTH UTILITY CONSTRUCTION, INC.**

June 2000 – **General Manager of Operations**

**GREENSBORO, NC**

July 2003      Managed 50 employees in fourteen states across four functional areas – engineering, CADD, construction, and plant protection. Responsible for projects for three major customers representing 40% of 2003 revenue. Managed construction, engineering, and permitting of a 1000-mile fiber optic network from Greensboro, NC to Newark, NJ as part of a \$140 million turnkey contract. Reported to President.

Key Accomplishments: Streamlined operations and strategically utilized turnkey agreements with subcontractors to reduce risk, increase production, and reduce actual costs to 50% of budget. Empowered engineering and permitting personnel by establishing cross-functional responsibilities resulting in an increase in quality and a 30% reduction in overhead. Centralized document control in inspection and billing departments increasing accuracy of billing and field records and effectiveness of field inspectors. Rationalized unprofitable crews, transferred underutilized equipment, and redesigned billing process to transform failing operation to one of company's most profitable operations with over 30% operating margin.

[PUBLIC DISCLOSURE VERSION]

Jan. 2000 – **General Manager of Administration** **GREENSBORO, NC**  
June 2000 Managed corporate payroll, human resources, safety, and recruiting departments including four managers and eight other personnel. Reported to Chief Financial Officer.

Key accomplishments: Implemented process improvements and reorganized departments improving productivity, eliminating overtime, and reducing overhead by 40% while corporate revenues increased by over 50%.

**BARRINGTON ASSOCIATES**

July 1998 – **Analyst, Investment Banking** **LOS ANGELES, CA**  
Dec. 2000 Developed valuation models used to price client companies, including valuations of publicly traded comparable companies, historical merger and acquisition valuations, and discounted cash flow analyses. Interacted with consumer products manufacturers, telecommunications infrastructure services, food-processing machinery manufacturers, and aerospace companies. Prepared information memoranda and management presentations used in marketing client companies to potential strategic and financial acquirers. Led due diligence interviews and participated in negotiations involving client company executive officers, senior investment bankers, and potential acquirers.

Key accomplishments: Staffed on six successful deal teams, advised one public and five privately held companies on sell-side assignments with aggregate transaction value in excess of \$300 million. Marketed client companies domestically and internationally to potential strategic and financial acquirers resulting in exceptional valuations and significant shareholder liquidity.

**EDUCATION**

2003 – **DUKE UNIVERSITY** **DURHAM, NC**  
2005 Masters of Business Administration

1994-1998 **UNIVERSITY OF NORTH CAROLINA** **CHAPEL HILL, NC**  
Bachelor of Science with Honors and Highest Distinction in Business Administration

- Overall GPA 3.8
- Honors Thesis - *The Effects of the Deregulation of the Electric Utility Industry on Executive Compensation*
- Earned T.N. Norwood, Fred B. James, and ABC Scholarships for academic excellence
- Gamma Sigma Alpha national honor fraternity, Golden Key national honor society, Dean's List – all semesters
- Kappa Sigma Fraternity, Treasurer and Fundraising Chairman
- Valedictorian, Hendersonville High School

Mark Austin Frazier  
President of Applicant  
Qualifications and Experience

**Mark Austin Frazier**  
Orange Beach, AL

412-209-8000

mafrazier8000@yahoo.com

## SENIOR EXECUTIVE PROFESSIONAL

Executive expertise in creating shareholder value in the wireless technology field. Most recently, responsible for 7.5M customers covering three states and \$5B in total service revenues. Industry leading churn results that focused on delivering positive customer experience. Region leading connections and machine to machine (IOT), one million customers annually. Integration strategies experience including Network, HR, Finance and Legal.

**Distribution – Design / Go To Market Strategy / Employment Development – Culture**

## EXPERIENCE

### VERIZON WIRELESS

#### **Region President, Warrendale, PA (2010 – 2015)**

Spearheaded sales, revenues, network services, marketing, and overall company operations throughout the Ohio/Pennsylvania/West Virginia Region. Develop and maintain a strong Regional leadership team with more than 3000 employees, to achieve company goals and sales targets.

- Established the region wide strategic direction, distribution strategy including the expansion of company owned stores, network expansion priorities and customer experience.
- Manage a regional budget, year over year growth, in all measurable metrics, community relations, and employee development through a performance-driven culture. Maintain customer base of over 7.5M and service revenues of \$5B plus.
- Implemented distribution and design strategy for over a 110 corporate owned stores, over 490 national retailers and over 340 local agents.
- Serve as an active member of the communities in the region and increase market share through quality growth and strong retention efforts.

#### **Director Sales and Training Operations, Chicago, IL (2007 – 2010)**

Managed integration/communications plans to Mid West area leadership team and Alltel Mid west area core team.

- Partnered with area/HQ business leaders to determine integration strategies with finance, marketing, IT, network, HR, customer service, and legal.
- Worked with area real estate team/channels to determine sales and distribution integration strategies.
- Directed all aspects of leading, managing and developing a large remote work group consisting of Associate Directors, Managers, Supervisors, Consultants of training, and Training Coordinators.
- Utilized business results, trends and internal customer feedback to develop, implement and track the effectiveness of training solutions that assist in the achievement of key performance indicators including but not limited to gross adds, revenue growth, customer retention and customer satisfaction.
- Accountable for achieving training team productivity objectives including platform, curriculum development, project management, reporting and analysis and professional development.
- Directed the building, implementing, tracking, trending and analyzing training effectiveness of training programs delivered to area employees including but not limited to new hire, embedded base, systems, product and services and operations.
- Created extensive interaction with other functional departments especially National Workforce Development. Area Sales, Marketing, Customer Service and Finance to drive increased employee capabilities and Key Performance Indicators.

**Director Retail Sales, Southfield, MI (2004 – 2007)**

Established a performance management culture responsible for managing operations, budgeting, sales and revenue quota for 125 locations. Recommend, develop and implement sales, marketing and merchandising business strategies. Trade area propensity analyst.

**Mark Austin Frazier, 412-209-8000**

**Page 2**

(Director Retail Sales, continued)

- Increase presence in the community by developing relationships with local Chamber of Commerce personal. Managed and oversaw third party vendor relationships. Ensures service vendor is providing customer service and resolving technical issues in a timely and effective manner.
- Led identification of new store location, store retrofits and handled facilities opening of new locations.
- Staffing and development for the new store channel. Foster leadership qualities in retail sales district managers to motivate and coach their teams to achieve high performance results. Ensure channel compliance with business code of conduct and sales compensation plan.
- Monitor financial reporting, budget reporting and sales reporting for all retail locations. Take action based on reports to improve performance.
- Customer retention issues evaluated to identify opportunities to work cross-functional with other business units. Serve as a senior management escalation point for customer issues. Work to develop customer retention tools. Postpaid churn .82 of 7.5 million customers

**Director Business Sales, St. Louis, MO (2001 – 2007)**

Directed the strategic and technical management of the business sales channel.

- Created new culture of the market to increase growth and penetration,
- Developed sales plans and strategies to achieve sales goals and objectives to attain net adds, increase ARPU, manage churn and increase market penetration.
- Handle the management and development of business channel employees as well as operations management of the channel with regards to systems, process and budgets.
- Implemented Major and National account penetration programs.
- Developed Balanced performance plans for the region.
- Increased overall productivity per rep based on balanced performance.
- Implemented quarterly regional business summit operation reviews.

**Director Strategic Sales, Indianapolis, IN (04/2001 – 10/2001)**

Handled direct management of all sales/retention functions of the business sales channel while managing the region's budget performance.

- Overall market objectives for new account sales and profitable revenue growth.
- Development and implementation of effective sales plans.
- Monitored departmental expense and optimize impact to net income.
- Developed a Go To Market Strategy for implementation of new national retailers and local agents.

## **PREVIOUS EXPERIENCE**

**VERIZON WIRELESS – GTE MOBILENET (Acquisition), GM Indirect Sales, Indianapolis, IN**

**GTE MOBILENET, Business Sales Manager, Indianapolis, IN**

**US CELLULAR, Sales Manager, Wichita Falls, TX**

## **EDUCATION / PROFESSIONAL DEVELOPMENT**

**Business, State Technical Institute of Knoxville - Knoxville, TN**

**Verizon Leading Sig Sigma**

[PUBLIC DISCLOSURE VERSION]

## **ASSOCIATIONS / ORGANIZATIONS**

Chamber of Commerce Active Member in Multiple US Cities  
Domestic Violence OH/PA/WV  
Board Member Kenny Stabler Foundation

Michael Buss  
Vice President of Applicant  
Qualifications and Experience

**Essentia**

Mike serves as Essentia's VP of Operations and manages all aspects of complex company projects. Mike's responsibilities include delivering exceptional quality and leadership while maximizing efficiency. His areas of responsibility and experience include:

- Underground and Aerial Fiber Engineering and Construction
- Small Cell Fiber Performance in 6 cities across the Southeast
  - Orlando, FL, St. Augustine, FL, Charlotte, NC, Augusta, GA, Wilmington, NC & Charleston, SC.
- \$3.5 Million in total projects
- Project Attributes-
  - Coordinating with multiple permitting authorities to get approval in complex, historic, high traffic areas.
  - 9 out of 10 Customer Satisfaction rating for Engineering Drawings
  - Brought 60,000 ft. of conduit, 80,000 ft. of cable, 56 splice locations, and 30 nodes online in 1 month.
  - Placed 20,000 ft. of conduit with hand holes in 2 weeks
  - 700,000 ft. of underground and aerial engineering completed ahead of schedule

**Utilipath**

Mike started with Utilipath in 2010 as a General Manager in the New Orleans area managing an AT&T master contract valued at \$12 million. When Utilipath took over this contract the area was recovering from 2 major hurricanes and the city of New Orleans was underwater, Utilipath's team got the city back up and running for AT&T. Mike's team set 10,000 utility poles in first 90 days.

Mike went on to manage several other important contracts for Utilipath:

- Kentucky AT&T master contract covering approximately one third of the state including Louisville and Frankfurt with a 98% quality rating on this contract.
- Qwest/CenturyLink master contract in 9 states and performed emergency restoration, maintenance, etc.
- Verizon/Frontier master contract in North Carolina and South Carolina with 4 offices. This contract spanned more than 7 years including multiple renewals.

In 2014 Mike was promoted to Vice President of Operations. In this role he was responsible for managing high profile contracts for several customers in the South East region as well as bid operations for the company.

Mike has also been involved in all aspects of projects for USDA's Rural Utilities Service.

**First South**

Prior to Utilipath Mike worked at First South Utility as Senior Construction Manger overseeing bid construction activities. Mike oversaw construction of many hundreds of miles of fiber in areas ranging

from Oklahoma to New York, and major cities like Tulsa, Miami, Raleigh, Buffalo, Norfolk, Richmond, Wilmington DE, and DC. The projects were valued from \$1 million to \$75 million.

Mike has completed multiple telecom builds on multiple military bases setting hundreds of manholes and miles of duct packages in very sensitive area including McDill AFB, Eglin AFB, Hurlburt Field, and Quantico. He has also completed hundreds of miles of fiber placement on ITS projects across multiple states.

Major projects include:

- PF.Net, Greensboro, NC to NYC – 1400 miles of cable placement which included metro areas 150 crews, 7 supervisors, 6 offices - Mike served as Senior Construction manager, all crews were under his direction, he was the direct customer interface in charge of billing, change orders, and scheduling. He also performed QC of inspectors and drafters.
- MFS, from Erie, PA to Rochester, NY – Mike managed all conduit placement, fiber installation and splicing for more than 150 miles of construction, 40 crews, and 4 offices spanning this 2 year long project.
- Williams Pipeline - 200 miles of fiber placement across North Carolina.
- AT&T OJUS build Hollywood FL, 10 miles of city build to connect transatlantic cable, resulting in nearly \$3.5 million total project value.
- GaDOT, bridge conduit construction on the outer loop of Atlanta Ga prior to the Olympics.
- TCI, Pittsburg Pa, constructed conduit systems on 20+ bridges.

Gina Lawrence  
Chief Financial Officer  
Qualifications and Experience

***Essentia***

Gina Lawrence serves as Essentia's CFO overseeing the accounting, finance, payroll and tax departments. Gina holds a variety of responsibilities including cash management, budgeting, compliance, audit, financial and strategic planning as well as leveraging enterprise corporate systems for sound financial controls.

***Utilipath***

Prior to Essentia's creation from Utilipath Enterprise and Carrier Services division, Gina served for four years as Utilipath's Controller and top accounting executive. She has an impeccable fifteen-year career history of prudent financial judgment, working in the telecommunications, construction, healthcare and finance sectors.

***Employment History***

Prior to Utilipath Gina was the Assistant Controller at Concrete Supply Company in Charlotte, North Carolina. At Concrete Supply Company Gina managed a wide range of accounting functions and assisted with several acquisitions. Gina also served as a Corporate Accounting Manager for Health Management Associates in Naples, Florida where she had accounting oversight for 11 healthcare facilities. Gina's previous experience includes several years in accounting roles at CEMEX, relationship administration at FleetBoston Private Bank and with the advisory department at The Legend Group.

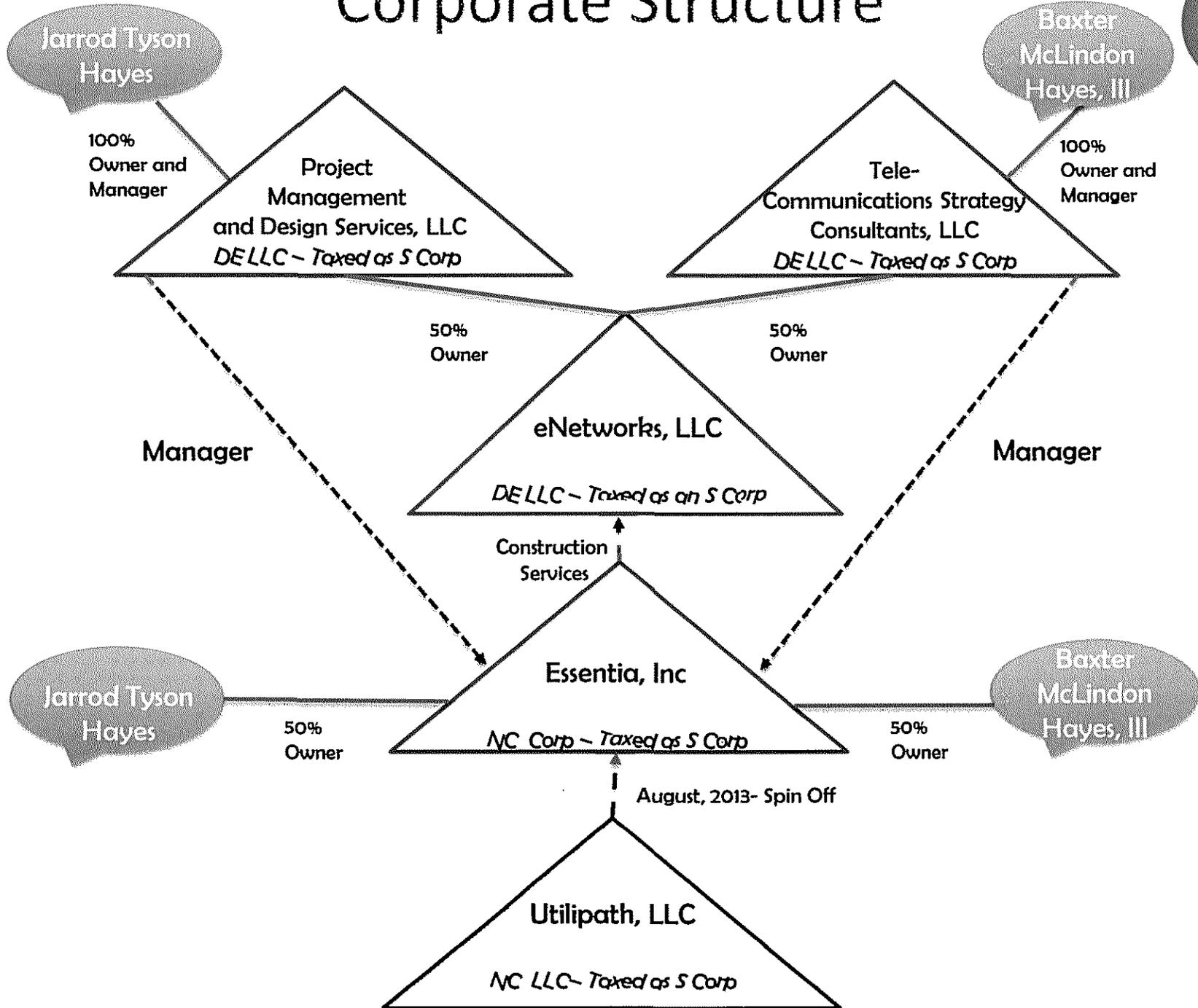
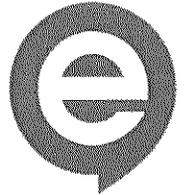
**EXHIBIT “D”**  
**APPLICANT’S CORPORATE STRUCTURE AND AFFILIATES**

Applicant, eNetworks, LLC, is a Delaware limited liability company. Two other Delaware limited liability companies – Project Management and Design Services, LLC (wholly owned by Jarrod Hayes) and Telecommunications Strategy Consultants, LLC (wholly owned by Baxter McLindon “Lindon” Hayes, III) each own one-half (1/2) of the membership interests of Applicant.

Jarrod Hayes and Lindon Hayes, in their individual capacities, also each own one-half (1/2) of the stock of Essentia, Inc., a North Carolina corporation. Essentia, as an affiliate of Applicant, will provide construction services and financing to Applicant as necessary. Essentia was created in 2013 as a spin-off of Utilipath, LLC, a North Carolina limited liability company. Much of the Applicant’s and Essentia’s management team previously worked for Utilipath.

A chart of the corporate ownership is attached hereto.

# Corporate Structure



[PUBLIC DISCLOSURE VERSION]