

# Morgan Lewis

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September 22, 2020

**Via E-mail and Overnight Courier**

Luly Massaro, Commission Clerk  
Thomas Kogut, Division Associate Administrator  
Rhode Island Division of Public Utilities and Carriers  
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Re: **Joint Application of WH i3B Bidco LLC, Service Area 5 Holdings, LLC and Service Area 5 Cable, LLC to Transfer Control of CATV Certificates**

Dear Ms. Massaro and Mr. Kogut:

Pursuant to Rule 4.1 of the Division of Public Utilities and Carriers ("Division") Rules Governing Community Antenna Television ("CATV") Systems, Co-Applicants WH i3B Bidco LLC ("Transferee"), Service Area 5 Holdings, LLC, ("Holdings"), and Service Area 5 Cable, LLC d/b/a i3 Broadband ("Area 5 Cable") jointly request that the Division approve the transfer of control of the Area 5 Cable CATV Certificates for Service Area 5 (Bristol, Barrington and Warren) to Transferee.

In support of this request, enclosed please find an original and two (2) copies of the following: (1) Joint Application to Transfer Control of CATV Certificates; (2) completed Federal Communications Commission ("FCC") Form 394, with protected exhibits redacted; (3) testimony of Marc Keller, Daniel Kennedy, and Samuel Valencia in Support of the Joint Application; and (4) Joint Request for Protective Treatment of Confidential Information. The Confidential Information described by the Joint Request for Protective Treatment is enclosed in a separate, sealed envelope marked "Contains Privileged Information - Do Not Release".

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Ms. Luly Massaro and Mr. Thomas Kogut  
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Please date-stamp the extra copy of this filing in the envelope provided. Should you have any questions concerning this filing, please do not hesitate to contact the undersigned at (202) 739-3000.

Respectfully submitted,

*/s/ Ronald W. Del Sesto, Jr.*

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Ulises R. Pin  
Ronald W. Del Sesto, Jr.

*Counsel for the Co-Applicants*