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December 11, 2017

Via ECFS and IBFS

Marlene H. Dortch, Secretary
Federal Communications Commission
Wireline Competition Bureau Applications
P.O. Box 979091
St. Louis, MO 63197-9000

Re: In the Matter of BVU Authority; WC Docket No. 17-268; IBFS File No. ITC-ASG-20170914-00173

Dear Ms. Dortch:

BVU Authority (“BVU”) and Sunset Digital Communications, Inc. (“Sunset Digital”)(collectively “Applicants”) hereby provide supplemental information with respect to the application to transfer of control of BVU’s telecommunications business assets, from BVU to Sunset Digital. Applicants originally filed hard copies of the application with the Wireline Competition Bureau and International Bureau on September 14, 2017 and filed the application electronically via IBFS on October 10, 2017. Applicants filed supplements to their application on September 29, 2017 and November 7, 2017. Applicants are filing an additional supplementation to summarize and clarify their previous submissions. The attached supplementation is intended to replace Section II. B. and Section III of the original application in their entirety.

Please do not hesitate to contact me at 202.659.6674 with any additional questions concerning this filing.

Sincerely,

/s/ Robert J. Gastner

Robert J. Gastner

Attachment

cc: Dennis Johnson
Gregory Kwan
Adrienne McNeil

II. APPLICANTS

B. Transferee

Sunset Fiber, LLC (“Sunset Fiber”) is currently a wholly owned subsidiary of Sunset Digital Communications, Inc. (“Sunset Digital”).¹ Sunset Fiber is a limited liability company organized under the laws of the Commonwealth of Virginia. Sunset Fiber currently holds a CLEC certificate from the Virginia State Corporation Commission.² However, it is not at this time providing telecommunications service in its own name or servicing any customers.

Prior to the closing of the instant transaction, Sunset Fiber will no longer be a wholly owned subsidiary of Sunset Digital. Instead, a new entity, Sunset Digital Holdings, Inc. (“Sunset Holdings”), will become the parent company of both Sunset Digital and Sunset Fiber. Going forward, Sunset Digital will continue to provide the same telecommunications service that it currently provides to the same base of customers. Sunset Fiber in turn will only be involved with the operation of the newly acquired BVU OptiNet System.

The new parent entity of Sunset Fiber, Sunset Holdings, is organized under the laws of the state of Delaware. It is merely a holding company and will not provide telecommunications

¹ Sunset Digital is a corporation organized under the laws of the Commonwealth of Virginia. Sunset Digital is a next-generation fiber-optic company based in Duffield, Virginia providing broadband, private data, fiber-optic television and telephone services to residents, businesses, medical facilities, banks, and other Internet service providers. The company has branch offices in Kingsport, Tennessee, and Tazewell, Tennessee, with an additional office planned for Danville, Virginia. In Virginia, Sunset Digital’s area of service includes the County of Lee, County of Wise, and County of Scott, as well as the City of Norton and City of Danville. In Tennessee, Sunset Digital’s area of service includes the County of Claiborne, County of Hancock, City of Kingsport, City of Johnson City, and the County of Washington.

The shareholders that currently own ten percent (10%) or more of the issued and outstanding stock of Sunset Digital are provided below:

| Name | Occupation | Citizenship | Ownership Percent |
|--------------|--------------------|--------------------|--------------------------|
| Paul Elswick | Telecommunications | USA | 50% |
| Ryan Elswick | Telecommunications | USA | 50% |

Paul Elswick’s address is 342 Elswick Drive, Jonesville, Virginia 24263. Ryan Elswick’s address is 2120 St. Erics Court, Kingsport, Tennessee 37660.

² VA SCC Case No. 2015-00013 (Jun. 26, 2015).

service in its own name. Sunset Holdings does not have any interlocking directorates with a foreign carrier,³ nor will it have any such directorates or managers after consummation of this transaction. The shareholders that will own ten percent (10%) or more of the issued and outstanding stock of Sunset Digital Holdings, Inc. upon consummation of the transfer of control are provided below:

| Name | Occupation | Citizenship | Ownership Percent |
|---------------------------------|--------------------|--------------------|--------------------------|
| Paul Elswick | Telecommunications | USA | 15% |
| Ryan Elswick | Telecommunications | USA | 15% |
| H.I.G. Capital Partners V, L.P. | Finance | USA | 70% |

H.I.G. Capital Partners V, L.P. (“H.I.G. V”) is a limited partnership organized under the laws of the state of Delaware. H.I.G. V’s headquarters is located at 1450 Brickell Avenue, 31st Floor, Miami, Florida 33131. H.I.G. V is a private equity investment fund that specializes in buyouts and equity-related investments in lower middle-market companies. H.I.G. V does not have any direct or indirect ownership interest in any entity that provides telecommunications service or holds a license to provide telecommunications service. No person has Ten Percent (10%) or greater direct or indirect ownership interest in H.I.G. V.

Because H.I.G. V is organized as a limited partnership, it does not have a board of directors. However, H.I.G. V has a general partner, H.I.G. Advisors V, LLC (“H.I.G. Advisors”). H.I.G. Advisors is a limited liability company organized under the laws of the state of Delaware. H.I.G. Advisors provides investment advisory services to H.I.G. V. No person has Ten Percent (10%) or greater direct or indirect ownership interest in H.I.G. Advisors. H.I.G.

³ As defined by 47 C.F.R. § 63.09(d).

Advisors does not have any direct or indirect ownership interest in any entity that provides telecommunications service or holds a license to provide telecommunications service.

Like H.I.G. V, H.I.G. Advisors does not have a board of directors. However, H.I.G. Advisors's manager is H.I.G.-GP II, Inc. ("H.I.G.-GP II"). H.I.G.-GP II, Inc. is the entity formed to serve as the governing entity to, and the manager of, the various general partners of the private investment funds affiliated with H.I.G. Capital. H.I.G.-GP II is a corporation incorporated under the laws of the state of Delaware. H.I.G.-GP II is controlled by Sami Mnaymneh and Anthony Tamer. Mr. Mnaymneh and Mr. Tamer are co-presidents, directors and sole shareholders of H.I.G.-GP II. H.I.G.-GP II does not have any direct or indirect ownership interest in any entity that provides telecommunications service or holds a license to provide telecommunications service.

Anthony Tamer and Sami Mnaymneh are the Founders and Co-CEOs of H.I.G. Capital, a leading global private equity investment firm. Mr. Mnaymneh is a citizen of the United States. Mr. Tamer is a citizen of the United States. With respect to their management role with H.I.G.-GP II, Mr. Mnaymneh and Mr. Tamer do not have any direct or indirect ownership interest in any entity that provides telecommunications service or holds a license to provide telecommunications service.

III. DESCRIPTION OF THE TRANSACTION

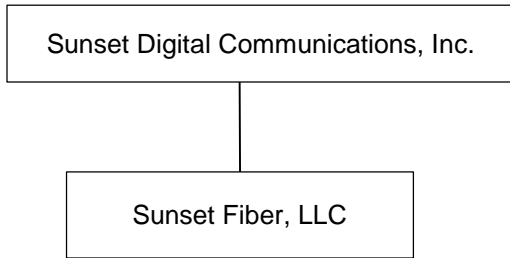
The subject matter of this application is one of two related transactions. The first transaction was initiated on February 5, 2016, when Sunset Digital and Bristol Virginia Utilities Authority ("BVU") entered into an Asset Purchase Agreement (the "Agreement") to allow Sunset Digital to acquire BVU's telecommunications assets (the "OptiNet System"). The OptiNet System consists of an extensive network of facilities that provides broadband Internet,

private data, fiber optic television and telephone services to residents, businesses, medical facilities, banks, and other Internet service providers in Virginia and Tennessee. Under terms of the Agreement, the newly incorporated entity, Sunset Holdings, will provide the necessary funding for Sunset Fiber to acquire the OptiNet System assets. Sunset Fiber will in turn make a payment of \$50 million to BVU for said assets. After the transaction, Sunset Fiber will own and operate the OptiNet System assets on behalf of Sunset Holdings. This is the transaction that is the subject of this Application.

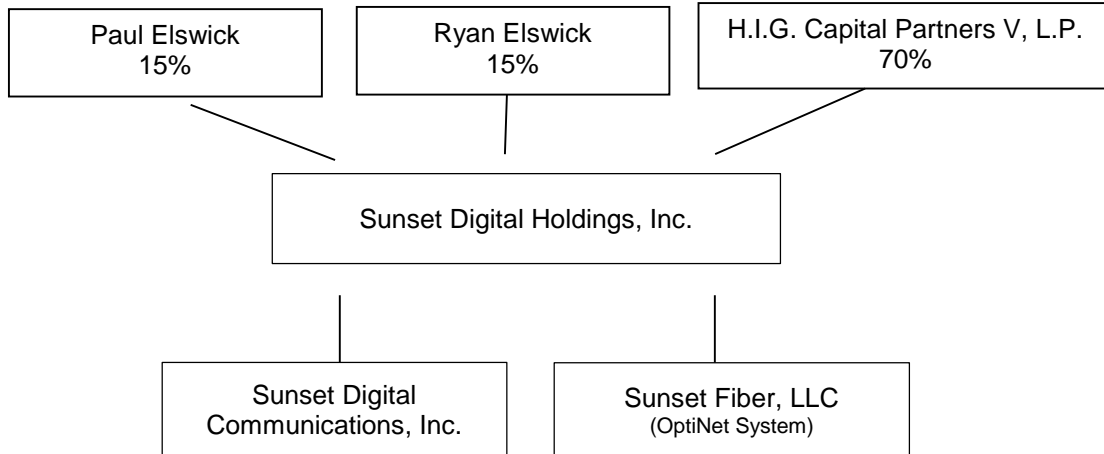
In addition, prior to the closing of the above transaction, Sunset Fiber will no longer be a wholly owned subsidiary of Sunset Digital. Instead, as noted above, Sunset Holdings will become the parent company of both Sunset Digital and Sunset Fiber. Going forward, Sunset Digital will continue to provide the same telecommunications service that it currently provides to the same base of customers. Sunset Fiber in turn will only be involved with the operation of the newly acquired OptiNet System assets. A separate Section 214 application is being filed with respect to the reorganization and transfer of control to Sunset Holdings.⁴ For the Commission's convenience, pre- and post-transaction organizational charts are as follows.

⁴See WC Docket No. 17-273.

Pre-Closing Chart:



Post-Closing Chart:



Sunset Digital and Sunset Fiber’s officers and key personnel will remain the same as before the change in ownership structure. As a result, the same personnel who are currently providing telecommunications services to Sunset Fiber’s customers will provide telecommunications services to the newly acquired OptiNet customers after Sunset Digital Holdings, Inc. completes its acquisition.