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Arizona Corporation Commission
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SEP - 9 2009

*ALSO Admitted in Colorado
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***ALSO admitted in New York and New Jersey

DOCKETED BY

08 September 2009

VIA OVERNITE EXPRESS

Docket Control Center
Arizona Corporation Commission
1200 West Washington
Phoenix, AZ 85007-2996

Re: NewPath Networks, LLC Application for a Certificate of Convenience and Necessity; Docket No. T-20567A-07-0662

Dear Ms. Madrid and Mr. Amezcua:

I am writing in response to Opinion No. 2009 – 81326. Opinion No. 2009 – 81327, and Opinion No. 2009-81463. NewPath Networks, LLC (“NewPath”) would like to explain our public outreach efforts and why we believe this outreach can be successful in Carefree Rolling Hills and how it has already been, and can continue to be, successful in other areas in the Town of Carefree.

As NewPath reported to the Arizona Corporation Commission (“Commission”) and the Town of Carefree on August 5th and August 14th, 2009, via teleconference, NewPath has a letter of authorization from the Boulders Home Owners Association (“BHOA”) of Carefree to install six (6) faux Saguaros inside their community. As a result of BHOA's notice to proceed and support, the Town of Carefree has authorized NewPath to file a conditional use permit (“CUP”) with the Town for the six faux Saguaros. The Town's Zoning Administrator Gary Neiss agreed that the BHOA facilities will provide other Carefree residents and the Town Council a first hand example of what a distributed antenna system (“DAS”) is, what DAS antennas and attendant equipment look like, and how they can be integrated into the

community. Additionally, BHOA's approval attests to NewPath's good faith effort to work with BHOA and their residents as an equal partner in the development process.

In Carefree, NewPath's public outreach campaign with BHOA began in the Spring of 2009 and will continue throughout the application, permit and construction process. A brief synopsis of the events conducted by NewPath for residents and members of BHOA include the following:

- March 06, 2009: first meeting with BHOA and the Owners Association of Boulders Scottsdale (OABS)
- March 13, 2009; site design walk with BHOA and OABS
- April 23, 2009; BHOA and OABS distribute open house invitation to all Boulders residents
- May 1 & May 2, 2009; The Boulders and NewPath Networks hold open house for all residents (see invitation attached as Exhibit 1)
- May 22, 2009, BHOA issues notice to proceed ("NTP") (attached as Exhibit 2)
- August 25, 2009; NewPath files CUP application with the Town of Carefree

As you may have noticed from the NTP, NewPath and the BHOA will host a second open house in the fall. The second open house will be arranged and the date will be confirmed as soon as the BHOA returns from their summer recess.

As you can see from this schedule, NewPath invests a considerable amount of time and effort in public outreach. At the conclusion of the development process with The Boulders, NewPath will have spent no less than 7 months working with The Boulders and their residents to design a DAS network that works for The Boulders. As further evidence of NewPath's commitment to working with members of the communities in which it desires to construct portions of the DAS, NewPath spent 9 months working with Scottsdale Ranch to earn their support (see letter attached as Exhibit 3).

Finally, you may recall that the home owners association for Grayhawk submitted similar complaints to the Commission in response to 14 facilities proposed by NewPath in Grayhawk, but as Stephen Garcia of NewPath reported to the Commission on August 14th, those sites now have Grayhawk's support. On September 3, 2009, six of the 14 sites will be heard by the City of Scottsdale's development review board and on September 17, 2009, the City of Scottsdale will hear the remaining eight sites.

The Boulders, Scottsdale Ranch and Grayhawk are just 3 of examples of how NewPath's extensive public outreach and education assists members of the

community in understanding why it is necessary for a DAS to be located in neighborhoods and how they can be integrated into their community and how these events help NewPath garner community support for its DAS.

Please do not hesitate to contact me if you have any further questions.

Thanking you, I remain

Sincerely,

A handwritten signature in black ink, appearing to read "Martha Hudak", written in a cursive style.

Martha Hudak

Attorney for

NewPath Networks, LLC

ORIGINAL and thirteen (13)
copies of the foregoing filed this
8th day of September, 2009, with:

The Arizona Corporation Commission
Utilities Commission – Docket Control
1200 W. Washington Street
Phoenix, Arizona 85007

Copies of the foregoing mailed/delivered
this 8th day of September, 2009 to:

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Director, Utilities Division
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Phoenix, Arizona 85007

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Chief Counsel, Legal Division
Arizona Corporation Commission
1200 West Washington Street
Phoenix, Arizona 85007

Ms. Lyn Farmer
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EXHIBIT 1

TO BHOA and OABS Homeowners,

As you may know, a joint committee of our homeowner boards has been looking into a proposal by NewPath Networks to install a Distributed Antenna System in The Boulders. This would be part of a much larger network in Scottsdale and Carefree designed to improve cell phone service and provide other advanced wireless features in the future.

This study has progressed to the point at which we would like to invite all Boulders residents to attend an informational Open House during which NewPath will explain its plans and answer your questions.

The Open House sessions will be held in the Member Lounge of the Clubhouse at the following times:

Fri., May 1 – 4:00 PM to 8:00 PM
Sat., May 2 -- 10:00 AM to 2:00 PM

Representatives of NewPath will be on hand to describe the project and to answer any questions you have regarding existing coverage, how the Distributed Antenna System works and why it is important to you as a homeowner.

NewPath still is working with the authorities in Scottsdale and Carefree to obtain all the necessary approvals for implementation, so the project is not finalized as yet. However, this will be an excellent opportunity to fully understand how it will affect our community and to get answers about it directly from the company.

We urge all of our homeowners to attend one of the Open House sessions.

Paul Westgard, President, OABS
Les Peterson, President, BHOA

EXHIBIT 2

Subject: NewPath Next Steps
From: [REDACTED]
Date: Fri, 22 May 2009 11:54:41 -0700
To: stephen.garcia@newpathnetworks.net

Dear Mr. Garcia,

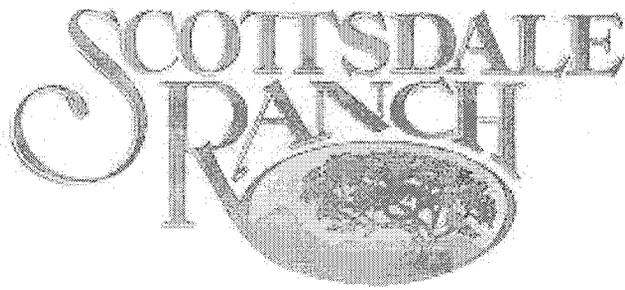
The BHOA (north Boulders) approves of NewPath moving forward to file pre-applications with Carefree for the project we have been discussing.

Based on the work that has been done with NewPath regarding the location of Distributed Antenna System nodes within The Boulders, we have no objection to you proceeding with the filing of pre-applications regarding this project with the City of Carefree. We request that future hearings with the Development Review Board, and related Open Houses, not take place until until late September or early October when the majority of our residents return.

In addition, we request that you review a fully fabricated saguaro antenna housing with us before any action is taken with the DRB.

Richard Russell and Les Peterson, for the BHOA

EXHIBIT 3



Community Association

March 31, 2009

Mr. Stephen Garcia
Director, External Affairs/Land Use
Newpath Networks
1300 N. Northlake Way
Seattle, WA 98103

Re: Scottsdale Ranch DAS sites

Dear Stephen:

On behalf of the Scottsdale Ranch Community Association (SRCA), I would like to thank you for taking the time over the last 9 months to work with our community and its residents about their concerns over the proposed DAS sites in our area.

As you know, a project of this magnitude in our area has raised many concerns. However, we feel that after the numerous community meetings and subsequent site relocations, the proposed locations have addressed most of the issues our residents were experiencing and minimized the aesthetic impacts to our community. The SRCA Board of Directors will continue to work with Newpath on lease negotiations for the sites that are located outside of the right-of-ways in the association's common areas.

Again, SRCA appreciates all the time and effort Newpath has expended to address the concerns of our community.

Sincerely,

A handwritten signature in cursive script, appearing to read "K. Barnes".

Kathe M. Barnes, PCAM
Executive Director