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BOB STUMP  
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GARY PIERCE  
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AZ CORP COMMISSION  
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Arizona Corporation Commission  
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BRENDA BURNS  
Commissioner

FEB 08 2013

SUSAN BITTER SMITH  
Commissioner

DOCKETED BY

BOB BURNS  
Commissioner

IN THE MATTER OF THE APPLICATION OF ) DOCKET NO. T-04290A-13-0006  
CCG COMMUNICATIONS, LLC FOR AN )  
ORDER AUTHORIZING THE )  
ENCUMBRANCE OF ITS ASSETS )

NOTICE OF FILING AFFIDAVIT OF PUBLICATION

Attached is the Affidavit of Publication published on February 1, 2013, in the Arizona Republic by which the Applicant gave public notice of the Application in this matter.

RESPECTFULLY SUBMITTED this 8th day of February, 2013.

LEWIS AND ROCA LLP

Thomas H. Campbell  
Michael T. Hallam  
40 North Central Avenue  
Phoenix, AZ 85004

Attorneys for CCG Communications, LLC

ORIGINAL and thirteen (13) copies  
of the foregoing filed this 8th day  
of February, 2013, with:

1 The Arizona Corporation Commission  
Utilities Division – Docket Control  
2 1200 W. Washington Street  
Phoenix, Arizona 85007

3  
4 Copy of the foregoing hand-delivered  
this 8th day of February, 2013, to:

5 Lyn Farmer, Esq.  
Chief Administrative Law Judge  
6 Hearing Division  
Arizona Corporation Commission  
7 1200 W. Washington Street  
Phoenix, Arizona 85007

8  
9 Maureen Scott  
Legal Division  
Arizona Corporation Commission  
10 1200 W. Washington Street  
Phoenix, Arizona 85007

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12 Mr. Steven M. Olea, Director  
Utilities Division  
Arizona Corporation Commission  
13 1200 W. Washington Street  
Phoenix, Arizona 85007

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**APPLICATION OF CCG COMMUNICATIONS, LLC FOR APPROVAL OF ENCUMBRANCE OF ASSETS (DOCKET NO. 1-04290A-13-0006)**

On January 8, 2013, CCG Communications, LLC ("CCG") filed an application ("Application") with the Arizona Corporation Commission ("Commission") pursuant to Ariz. Rev. Stat. § 40-285 and any regulations deemed applicable for CCG to encumber its Arizona assets in connection with certain financing arrangements to be entered into by LTS Buyer LLC ("LTS Buyer"). The financing arrangements are being undertaken in connection with LTS Buyer's proposed acquisitions of Light Tower Holdings LLC and its subsidiaries and Yankee Metro Partners, LLC and its subsidiaries. The participation of CCG in the financing arrangements of LTS Buyer is contingent on the completion of certain transactions, including a transaction by which LTS Buyer would acquire control, through its acquisition of all of the ownership interests of Light Tower, of CCG. It is anticipated that the Commission will issue a decision regarding the Application following consideration of the matter at a Commission Open Meeting. The Commission's Utilities Division has not yet made a recommendation regarding the Application.

The Application is available for inspection during regular business hours at the office of CCG's legal counsel, Lewis and Roca LLP, 40 North Central Avenue, Suite 1900, Phoenix, Arizona 85004; at the offices of the Commission located at 1200 West Washington Street, Phoenix, Arizona 85007; and on the Internet via the Commission website ([www.azcc.gov](http://www.azcc.gov)) using the e-Docket function.

Intervention in the Commission's proceedings on the Application shall be permitted to any person entitled by law to intervene and having a direct substantial interest in this matter. Persons desiring to intervene must file a Motion to Intervene with the Commission that must be served upon CCG and that, at a minimum, shall contain the following information:

1. The name, address and telephone number of the proposed intervenor and of any person upon whom service of documents is to be made if different from the intervenor.
2. A short statement of the proposed intervenor's interest in the proceeding.
3. Whether the proposed intervenor desires a formal evidentiary hearing on the Application and the reasons for such a hearing.
4. A statement certifying that a copy of the Motion to Intervene has been mailed to CCG.

The granting of Motions to Intervene shall be governed by A.A.C. R14-3-105, except that all Motions to Intervene must be filed on, or before, the 15th day after this notice. Pub: February 1, 2013

# THE ARIZONA REPUBLIC

STATE OF ARIZONA }  
COUNTY OF MARICOPA } SS.

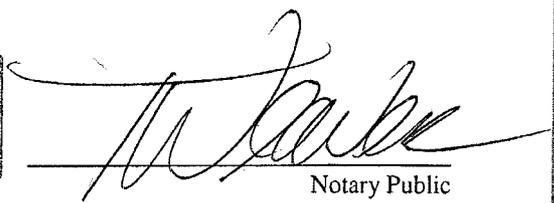
Manuel Vargas, being first duly sworn, upon oath deposes and says: That he is a legal advertising representative of the Arizona Business Gazette, a newspaper of general circulation in the county of Maricopa, State of Arizona, published at Phoenix, Arizona, by Phoenix Newspapers Inc., which also publishes The Arizona Republic, and that the copy hereto attached is a true copy of the advertisement published in the said paper on the dates as indicated.

The Arizona Republic

2/1/2013



Sworn to before me this  
7<sup>TH</sup> day of  
February A.D. 2013

  
Notary Public