

ORIGINAL

**MILLER  
ISAR** INC.

TRUSTED ADVISORS



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AZ CORP COMMISSION

DOCKET CONTROL

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GIG HARBOR, WA 98335

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ANDREW O. ISAR

2016 MAY 23 PM 12 48

Via Overnight Delivery

May 20, 2016

Docket Control Center  
Arizona Corporation Commission  
1200 W. Washington Street, Room 108  
Phoenix, Arizona 85007-2996

Arizona Corporation Commission

DOCKETED

MAY 23 2016

DOCKETED BY	<i>KE</i>
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Re: X5 OpCo LLC, Docket Nos. T-20946A-15-0385 and T-20601A-15-0385,  
Compliance Filing

Dear Sir/Madam:

Pursuant to ordering paragraphs 6 and 7 to the Arizona Corporation Commission's ("Commission") May 13, 2016 *Order*, Decision No. 75547, in the above-referenced proceeding ("Order"), X5 OpCo LLC ("X5 OpCo") submits to the Commission an original and thirteen (13) copies of X5 OpCo's and NovaTel Ltd., Inc.'s ("NovaTel") Affidavits of compliance.

The Commission has directed X5 OpCo and NovaTel to within ten (10) days following the closing of the approved asset acquisition transaction: 1) "inform the Commission by filing an affidavit with Docket Control that the transaction-related activities are completed;" and 2) "inform the Commission by filing an affidavit with Docket Control that verifies the customer notice has been delivered to all affected customers." The Companies' signed and notarized Affidavits are enclosed.

X5 OpCo has submitted notification of the Company's service commencement and initial tariff under separate transmittal.

Please acknowledge receipt of this filing by file-stamping and returning the additional copy of this transmittal in the self-addressed, postage-paid envelope provided for this purpose.

Docket Control Center

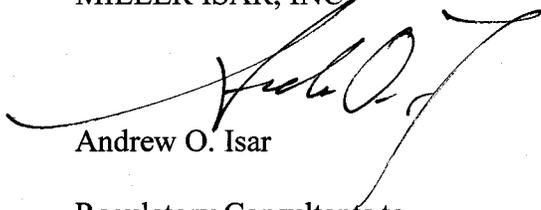
May 20, 2016

Page 2

Thank you for your attention to this matter. Questions may be directed to the undersigned.

Sincerely,

MILLER ISAR, INC

A handwritten signature in black ink, appearing to read "Andrew O. Isar", written over a horizontal line.

Andrew O. Isar

Regulatory Consultants to  
X5 OpCo LLC

Enclosures

AFFIDAVIT

State of Texas )

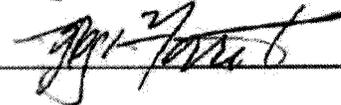
County of Dallas )

Personally appeared before the undersigned, an officer duly authorized to administer oaths, Gregory Forrest, who first being duly sworn, deposes and says that he is President and Chief Executive Officer of X5 OpCo LLC, that he hereby affirms that the NovaTel Ltd., Inc. asset acquisition transaction approved by Arizona Corporation Commission Decision No. 75547 in Docket Nos. T-20946A-15-0385 and T-20601A-15-0385 on May 13, 2016 and related activities ("Transaction") have been completed. He further affirms and verifies that customer notice associated with the Transaction have been has been delivered to all affected customers.

Dated this 19 day of May, 2016.

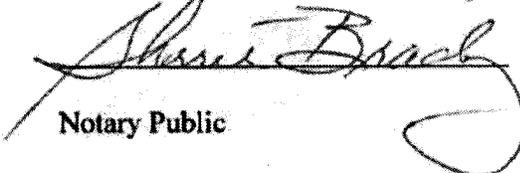
X5 OpCo LLC

By:



Gregory Forrest  
President and Chief Executive Officer  
2828 North Harwood Street  
Suite 1700  
Dallas, TX 75201

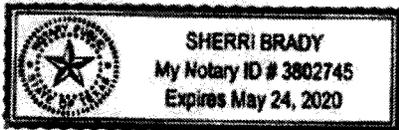
Subscribed and sworn to me this 19 day of May, 2016.



Notary Public

My commission expires:

SEAL

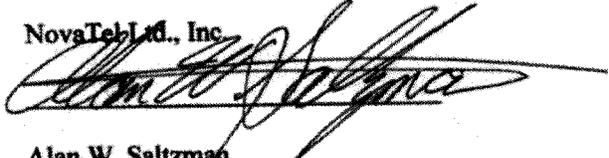


AFFIDAVIT

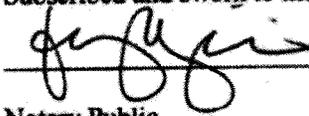
State of Texas )  
 )  
County of Bexar )

Personally appeared before the undersigned, an officer duly authorized to administer oaths, Alan W. Saltzman, who first being duly sworn, deposes and says that he is Chief Financial Officer of NovaTel Ltd., Inc., that he hereby affirms that the NovaTel Ltd., Inc. asset acquisition transaction approved by Arizona Corporation Commission Decision No. 75547 in Docket Nos. T-20946A-15-0385 and T-20601A-15-0385 on May 13, 2016 and related activities ("Transaction") have been completed. He further affirms and verifies that customer notice associated with the Transaction have been has been delivered to all affected customers.

Dated this 19 day of May, 2016.

NovaTel Ltd., Inc  
By:   
Alan W. Saltzman  
Chief Financial Officer  
11550 IH-10 West Suite 110  
San Antonio, TX 78230

Subscribed and sworn to me this 19<sup>th</sup> day of May, 2016.

  
\_\_\_\_\_  
Notary Public

My commission expires: April 25, 2018

SEAL

