



Michael C. Morey  
President & CEO

February 29, 2024

**VIA OVERNIGHT COURIER**

Nancy Dippell, Secretary  
Missouri Public Service Commission  
200 Madison Street  
PO Box 360  
Jefferson City, MO 65102-0360

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Public Service Commission

**Re: Informational Notification Regarding a Pro Forma Restructuring of Missouri Network Alliance, LLC and PEG Bandwidth IL, LLC**

Dear Ms. Dippell:

By this letter, Missouri Network Alliance (“MNA”) and PEG Bandwidth IL, LLC (“PEG IL” and together with MNA, the “Licensees”) notify the Missouri Public Service Commission (the “Commission”) of a proposed *pro forma* change in the upstream corporate structure of Bluebird Network, LLC (“Bluebird”) that is expected to be completed on or about February 29, 2024 with no change to Licensees’ ultimate owner (the “Transaction” or the “Pro Forma Restructuring”). Since Commission approval is not required for the Transaction, this letter is submitted for informational purposes.

**Description of the Parties**

MNA, a Missouri limited liability company, and PEG IL, a Delaware limited liability company, are wholly owned direct subsidiaries of Bluebird, a Missouri limited liability company. Bluebird is a regional fiber network provider.

PEG IL is a fiber network operator primarily providing wholesale telecommunications infrastructure and services (a “carrier’s carrier”) in Illinois, Indiana, Iowa, and Missouri. PEG IL provides cell tower backhaul services, data transport services and dark fiber to national wireless carriers, cable operators, other telecommunications carriers, and other similar entities. It also provides retail telecommunications services to a small number of end user enterprise customers directly (collectively, the “PEG IL Business”). In Missouri, PEG IL is classified as a competitive telecommunications operator and holds Certificates of Service Authority to provide basic local exchange, non-switched local exchange and interexchange telecommunications services granted in File No. LA-2015-0162 on February 19, 2015.

MNA provides transport and Internet services as a “carrier’s carrier” to wholesale and enterprise customers in Missouri (along with Iowa, Kansas, Kentucky, Nebraska and Oklahoma) and tandem switching and transport services for interexchange carriers in (collectively, the “MNA Business”). In Missouri, MNA is authorized to provide (i) basic local exchange services

as a competitive telecommunications company pursuant to a Certificate of Service Authority granted in Case No. CA-2005-0353 and (ii) interexchange and non-switched local exchange services pursuant to a Certificate of Service Authority granted in Case No. TA-2001-348.

MIP IV MidWest Fiber, LLC (“MIP IV Midwest”), a Delaware limited liability company, directly wholly owns and controls Bluebird Network, LLC (“Bluebird”) and its subsidiaries, including MNA and PEG Bandwidth IL. MIP IV MidWest is wholly owned (through direct and indirect interests) by MIP IV (FCC) AIV, L.P. (“MIP IV FCC”), a Delaware limited partnership. MIP IV FCC is managed by Macquarie Infrastructure Partners Inc., a Delaware corporation, pursuant to an agreement with MIP IV Midwest’s general partner, MIP IV (ECI) GP, LLC, a Delaware limited liability company, which is controlled by Macquarie Infrastructure and Real Assets Inc (“MIRA”), a Delaware corporation. MIRA is indirectly wholly owned and controlled by Macquarie Group Limited (“MGL”), a publicly traded Australian company that provides banking and investment services.

### **Contacts**

Questions, correspondence or other communications concerning this filing should be directed to:

with a copy to

Michael Morey  
Bluebird Network, LLC  
4215 Philips Farm Road  
Suite 103  
Columbia, MO 65201  
1.573.777.4200  
Michael.morey@bluebirdnetwork.com

Elizabeth R. Park  
LATHAM & WATKINS LLP  
555 Eleventh Street, N.W.  
Suite 1000  
Washington, D.C. 20004-1304  
1.202.637.2200 (tel)  
1.202.637.2201 (fax)  
elizabeth.park@lw.com

### **Description of the Pro Forma Restructuring**

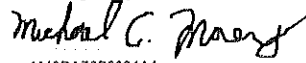
MGL expects to undertake an internal restructuring effective on or about February 29, 2024 that is intended to simplify the Macquarie corporate structure and achieve improved alignment of its various business units. Through this restructuring, MGL will hold MIRA through different holding companies, all of which are wholly owned by MGL and are organized in the U.S. or Australia. The Pro Forma Restructuring will result in the ownership of MIRA being transferred within the broader Macquarie organization such that it will post-transaction be situated within Macquarie’s sub-group of entities that also engage in asset management businesses. The Pro Forma Restructuring will not result in any change in the equity ownership or ultimate control of Bluebird or the Licensees. The only change will be the replacement of certain intermediate holding companies between MIRA and its ultimate owner, MGL. Thus, the change is purely pro forma in nature.

Diagrams depicting the pre- and post-Transaction corporate ownership of Bluebird, MNA, and PEG IL are included in Exhibit A.

\* \* \* \*

An original of this letter is enclosed for filing. Please date-stamp the extra copy and return it in the envelope provided. Should you have any questions, please do not hesitate to contact the persons identified above.

Respectfully submitted,

DocuSigned by:  


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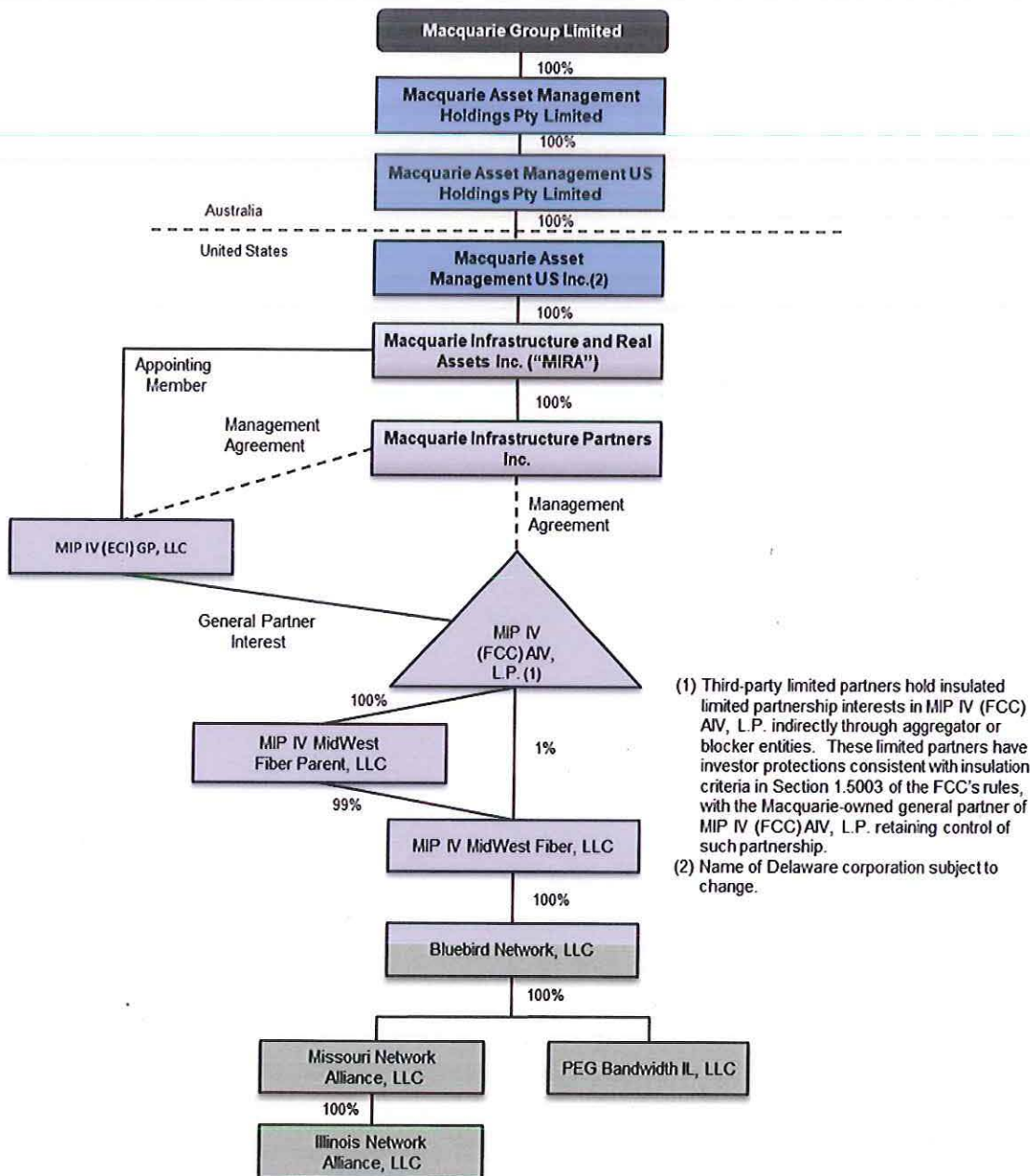
Michael Morey  
Bluebird Network, LLC

**EXHIBIT A**

**Pre- and Post-Transaction Corporate Ownership Structures**



# Post-Transaction Organizational Chart



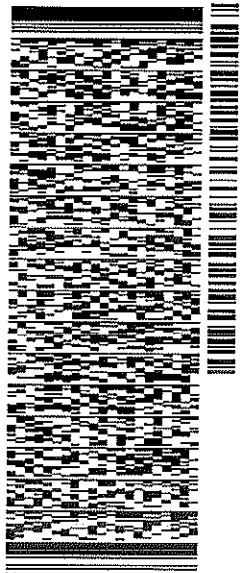
ORIGIN: D/R/DVA (202) 697-2200  
BRADLEY BOJONE  
LATHAM & WATKINS LLP  
555 ELEVENTH STREET, NW  
SUITE 1000  
WASHINGTON, DC 20004  
UNITED STATES US

SHIP DATE: 29FEB24  
ACTWGT: 1.00 LB  
CAD: 253678099M/SX3600  
BILL SENDER

TO NANCY DIPPELL SECRETARY  
MISSOURI PUBLIC SERVICE COMMISSION  
200 MADISON ST  
PO BOX 360  
JEFFERSON CITY MO 65101

(202) 350-5281 REF: 071990-000079876  
PO: NV DEPT

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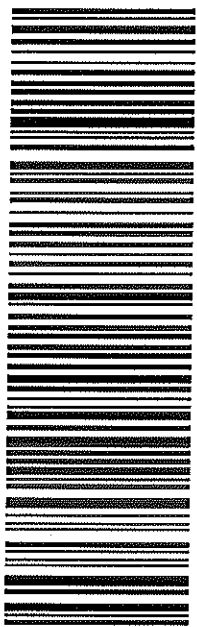


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FOLD on this line and place in shipping pouch with bar code and delivery address visible

1. Fold the first printed page in half and use as the shipping label.
2. Place the label in a waybill pouch and affix it to your shipment so that the barcode portion of the label can be read and scanned.
3. Keep the second page as a receipt for your records. The receipt contains the terms and conditions of shipping and information useful for tracking your package.

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