

Via FedEx and Electronic Mail

January 11, 2021

Michael Pierce
Video Franchising and Broadband Deployment Group
Communications Division
California Public Utilities Commission
505 Van Ness Avenue
San Francisco, CA 94102
michael.pierce@cpuc.ca.gov

Re: Notice of Transfer of Control of RaceTV, LLC (Franchise No. 0054)

Dear Mr. Pierce:

Pursuant to California Public Utility Code Section 5840(m)(1), RaceTV, LLC (“RaceTV” or “Franchisee”) hereby provides notice that a transfer of control of Franchisee occurred on December 31, 2020.

On October 22, 2020, Race Holdings, Inc. (“Transferor”), Race Telecommunications, Inc. (“Race Telecom”), Race Technologies, Inc. (“Race Tech”), Hometown Purchaser LLC (“Transferee”), and Hometown Parent, L.P. (“Hometown Parent”), entered into an agreement to accomplish an initial internal restructuring (the “Restructuring”) of the form and ownership of Race Telecom and Race Tech followed by a sale of Race Telecom and Race Tech to Transferee (the “Transaction”). Specifically, in the Restructuring, Transferor, Race Telecom and Race Tech engaged in a series of planned intra-company transactions that resulted in (1) Race Telecom and Race Tech’s conversion from corporations to limited liability companies and (2) a change in the intermediate holding company structure so that Race Telecom is directly held by Race FinCo, LLC, an indirect subsidiary of Race Holdings, LLC (“RHC”), itself an indirect subsidiary of Transferor and a holding company formed for purposes of completing the Transaction. Upon completion of the Restructuring, Transferee acquired all of the outstanding equity interest in RHC (the Purchased Interests and the Contributed Interests) with Transferor receiving certain Class A Units in Transferee. As a result of the Transaction, Franchisee became an indirect subsidiary of Transferee. All necessary regulatory approvals having been obtained, including that of the California Public Utilities Commission by approval of Race Telecommunications, Inc. Advice Letter No. 13 and Bright Fiber Advice Letter No. 10 effective December 31, 2020, the Transaction closed on December 31, 2020.

Under the terms of the Transaction, Race Telecom’s existing subsidiaries, including Franchisee, remain intact and continue to hold their operating tangible and intangible assets. Thus, while ownership and control of Franchisee has transferred to Transferee, Franchisee continues to be the holder of Franchise No. 0054 and Franchisee continues to operate under the name of “RaceTV, LLC.” Consummation of the Transaction will have no impact on existing cable system operations or Franchisee’s day-to-day operations.

Except as set forth in this notice, none of the information submitted by the Franchisee with respect to Franchisee's video service franchise certificate has changed as a result of the Transaction. By way of example, and without limitation, the Transaction does not affect: (1) any existing video service footprint; (2) the obligation to comply with all Federal and state statutes, rules and regulations including, but not limited to, those provided under California Public Utility Code Section 5800, *et. seq.* and General Order 169 and its associated bond requirements; (3) the obligation to comply with all lawful city and county regulations regarding time, place and manner of accessing the public rights-of-way including, but not limited to, payment of applicable encroachment, permit and inspection fees; or (4) the terms of any collective bargaining agreements.

We are concurrently notifying the applicable local government entities of the changes described herein.

If you have any questions regarding this matter, please contact us the undersigned counsel.

Respectfully submitted,

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