

Carla Cooper
Chief Financial Officer

April 18, 2024

VIA ELECTRONIC FILING

Lynn Retz
Executive Director
Kansas Corporation Commission
1500 SW Arrowhead Road
Topeka, Kansas 66604-4027

Re: Informational Notification Regarding a Pro Forma Restructuring of Missouri Network Alliance, LLC

Dear Ms. Retz:

By this letter, Missouri Network Alliance (“MNA” or the “Licensee”) notifies the Kansas Corporation Commission (the “Commission”) of a *pro forma* change in the upstream corporate structure of Bluebird Network, LLC (“Bluebird”) that occurred on April 4, 2024 with no change to the Licensee’s ultimate owner (the “Transaction” or the “Pro Forma Restructuring”).

Description of the Parties

MNA, a Missouri limited liability company, is a wholly owned direct subsidiary of Bluebird, a Missouri limited liability company. Bluebird is a regional fiber network provider.

MNA provides transport and Internet services as a “carrier’s carrier” to wholesale and enterprise customers in Iowa, Illinois, Kansas, Kentucky, Missouri, Nebraska, Oklahoma, and Tennessee and also provides tandem switching and transport services for interexchange carriers. In Kansas, MNA is authorized to provide (i) local exchange and exchange access services pursuant to a Certificate of Convenience and Authority granted by an Order issued in Docket No. 14-MNAT-245-COC on March 18, 2014 and (ii) interexchange services pursuant to a Certificate of Convenience and Authority issued in Docket No. 14-MNAT-246-COC on March 18, 2014.

MIP IV MidWest Fiber, LLC (“MIP IV Midwest”), a Delaware limited liability company, directly wholly owns and controls Bluebird and its subsidiaries, including MNA. 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

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Description of the Pro Forma Restructuring

MGL undertook an internal restructuring that became effective on April 4, 2024 that was intended to simplify the Macquarie corporate structure and achieve improved alignment of its various business units. Through this restructuring, MGL holds 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 has resulted in the ownership of MIRA being transferred within the broader Macquarie organization such that it is situated within Macquarie's sub-group of entities that also engage in asset management businesses. The Pro Forma Restructuring has not resulted in any change in the equity ownership or ultimate control of Bluebird or the Licensee. The only change is 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 and MNA are included in Exhibit A.

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We would appreciate acknowledgement of receipt and acceptance of this filing, which is being filed electronically. Should you have any questions, please do not hesitate to contact the persons identified above.

Respectfully submitted,

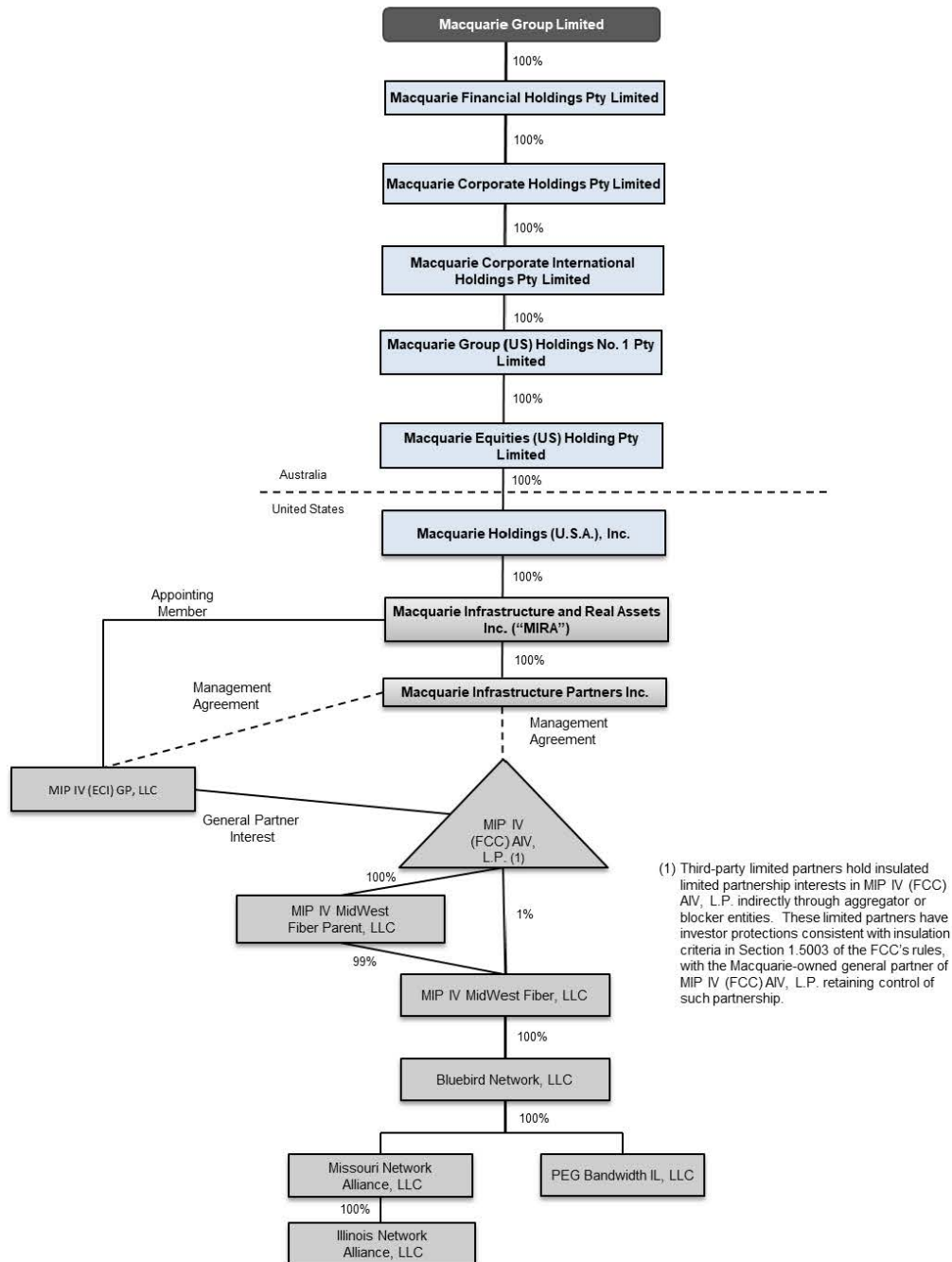


Carla Cooper
Bluebird Network, LLC

EXHIBIT A

Pre- and Post-Transaction Corporate Ownership Structures

Pre-Transaction Organizational Chart



Post-Transaction Organizational Chart

