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OF COUNSEL

January 16, 2003 Streamlined ITC-T/C-20030116-00151

Tularosa Communications, Inc.

MEMBER OF THE
FEDERAL COMMUNICATIONS COMMISSION
DIRECTOR OF ENGINEERING
PRIVATE RADIO

WRITER'S DIRECT DIAL NUMBER
202-828-5519

RECEIVED

JAN 17 2003

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Marlene H. Dortch, Secretary
Office of the Secretary
Federal Communications Commission
445 12th Street, S.W.
Washington, D.C. 20554

JAN 16 2003

Policy Division
International Bureau

FEDERAL COMMUNICATIONS COMMISSION
OFFICE OF THE SECRETARY

Attention: Donald Abelson, Chief
International Bureau

Re: Tularosa Communications, Inc.
File No. ITC-214-20000824-00503

Dear Ms. Dortch:

On behalf of Ponderosa Communications, Inc., we are submitting herewith its notification of pro forma transfer of negative control with respect to Tularosa Communications, Inc.

In accordance with Section 1.12 of the Commission's Rules, please direct any questions or correspondence regarding this filing to our office.

Very truly yours,



Richard D. Rubino
Counsel for Ponderosa Communications, Inc.

Attachment

ORIGINAL

PONDEROSA COMMUNICATIONS, INC.

P.O. Box 21
47034 Road 201
O'Neals, California 93645-0021

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JAN 17 2003 JAN 16 2003

Policy Division
International Bureau
FEDERAL COMMUNICATIONS COMMISSION
OFFICE OF THE SECRETARY

Marlene H. Dortch, Secretary
Office of the Secretary
Federal Communications Commission
445 12th Street, S.W.
Washington, D.C. 20554

Attention: Donald Abelson, Chief
International Bureau

Re: Tularosa Communications, Inc.
File No. ITC-214-20000824-00503

NOTIFICATION OF PRO FORMA TRANSFER OF NEGATIVE CONTROL

Dear Ms. Dortch:

Pursuant to Section 63.24(F) of the Commission's Rules, we hereby notify the Commission of the consummation of an internal corporate reorganization which has resulted in the pro forma transfer of negative control of Tularosa Communications, Inc. (Tularosa), from The Ponderosa Telephone Co. (TPPTC) to Ponderosa Communications, Inc. (PCI).

The pro forma transfer of control occurred on December 19, 2002, upon the transfer of 100 percent of the issued and outstanding shares of stock of TPPTC by the current shareholders of TPPTC to its affiliate and the simultaneous spin-off by TPPTC of Stageline Communications, Inc. (SCI), the indirect 50 percent parent of Tularosa. This pro forma internal corporate reorganization was accomplished by the shareholders of TPPTC exchanging, on a one-for-one basis, their shares of stock in TPPTC for stock in PCI so that the ultimate beneficial ownership and control of TPPTC and Tularosa remained unchanged and (b) the immediate transfer, by TPPTC of its stock interest in SCI to PCI. As a result of this internal corporate reorganization, TPPTC became wholly-owned subsidiary of PCI, a holding company, while Tularosa became a 50 percent owned indirect subsidiary of PCI. Inasmuch as the ultimate beneficial ownership and control of Tularosa has remained unchanged, the internal corporate reorganization was pro forma in nature, as defined by Section 63.24(d) of the Commission's Rules.

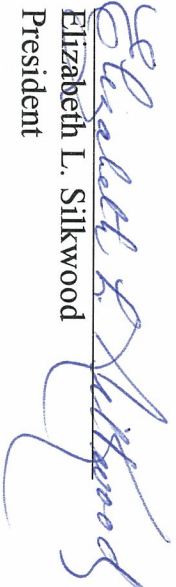
PCI certifies, pursuant to Sections 1.2001 through 1.2003 of the Commission's Rules, that neither it nor any of their affiliates, within the meaning of Section 3(1) of the Communications Act of 1934, as amended, are subject to a denial of Federal benefits pursuant to Section 5301 of the Anti-Drug Abuse Act of 1988, 21 U.S.C. §862.

The undersigned certifies, (i) that the internal corporate reorganization, described above is pro forma, as defined by Section 63.24(d) of the Commission's Rules and (ii) the pro forma transaction, taken together with any previous pro forma transactions to the extent any such transactions exist, did not result in a change in Tularosa's ultimate control.

Please direct any questions regarding this matter to our counsel, Blooston, Mordkofsky, Dickens, Duffy & Prendergast, 2120 L Street, N.W., Suite 300, Washington, D.C. 20554.

Sincerely yours,

PONDEROSA COMMUNICATIONS, INC.

By: 
Elizabeth L. Silkwood
President

Dated: 1-7-, 2003

Name and Address of Transferee:

Ponderosa Communications, Inc.
P. O. Box 21
47034 Road 201
O'Neals, California 93645-0021

State of Organization:

California

Name Address and Telephone Number of Contact Persons:

Elizabeth L. Silkwood, President
Ponderosa Communications, Inc.
P. O. Box 21
47034 Road 201
O'Neals, California 93645-0021
Tel. (559) 868-6395

And

Richard D. Rubino, Esquire
Blooston, Mordkofsky, Dickens, Duffy
& Prendergast
2120 L Street, N.W., Suite 300
Washington, D.C. 20037
Tel. (202) 659-0830
Fax. (202) 828-5568

Has Applicant Previously Received Authority under Section 214?

Ponderosa Communications, Inc. has not previously received authority under Section 214 of the Communications Act of 1934, as amended. Ponderosa Communications, Inc. is a holding Company, which holds the stock of various other telecommunications service providers.

Name, Address, Citizenship and Principal Business of 10 Percent or Greater Interest Holders:

Mrs. Elizabeth L. Silkwood
P.O. Box 21
47034 Road 201
O'Neals, California 93645-0021
Principal Business: Telecommunications
Interest Held: 61.81 percent

Elizabeth L. Silkwood holds a 61.81 percent interest in the voting common and voting preferred stock of Ponderosa Communications, Inc., as follows:

- a. 29.44 percent in her individual capacity;
- b. 2.80 percent interest through Silkwood Ventures, LLC;
- c. 15.72 percent interest as trustee of the Else B. Bigelow – Jesse E. Bigelow Trust dated March 12, 1987 FBO E. L. Silkwood;
- d. 6.05 percent interest as co-trustee of the Jesse E. Bigelow Residual Trust FBO E. L. Silkwood;
- e. 3.90 percent interest as trustee of the Robert L. Silkwood Testamentary Residual Trust FBO Lee Roy Silkwood; and
- f. 3.90 percent interest as trustee of the Robert L. Silkwood Testamentary Residual Trust FBO Kristi Silkwood Mattes.

James F. Wagner
P.O. Box 21
47034 Road 201
O'Neals, California 93645-0021
Principal Business: Telecommunications
Interest Held: 11.03 percent

James F. Wagner holds an 11.03 percent interest in the voting common and voting preferred stock of Ponderosa Communications, Inc., as follows:

- a. 4.98 percent as trustee of the Lee Roy Silkwood Trust dated December 19, 1983 FBO Le Roy Silkwood; and
- b. 6.05 percent as co-trustee of the Jesse E. Bigelow Residual Trust FBO E. L. Silkwood

Franklin E. Bigelow

P.O. Box 21

47034 Road 201

O'Neals, California 93645-0021

Principal Business: Telecommunications

Interest Held: 25.74 percent

Franklin E. Bigelow holds a 25.74 percent interest in the voting common and voting preferred stock of Ponderosa Communications, Inc., as follows:

- a. 2.02 percent in his individual capacity;
- b. 20.6 percent interest as co-trustee of the Robert F. Bigelow Marital Deduction Trust dated November 21, 1980 FBO Mary F. Bigelow;
- c. 0.48 percent interest as trustee of the Robert F. Bigelow Residual Trust dated November 20, 1981 FBO Franklin E. Bigelow;
- d. 0.44 percent interest as trustee of the John H. Bigelow/Robert F. Bigelow Residual Trust dated October 5, 1995 FBO Franklin E. Bigelow, Jr.;
- e. 0.44 percent interest as trustee of the John H. Bigelow/Robert F. Bigelow Residual Trust dated October 5, 1995 FBO Matthew J. Bigelow;
- f. 0.44 percent interest as trustee of the John H. Bigelow/Robert F. Bigelow Residual Trust dated October 5, 1995 FBO Kasey Bigelow;
- g. 0.44 percent interest as trustee of the John H. Bigelow/Robert F. Bigelow Residual Trust dated October 5, 1995 FBO Jamie Marie Costales;
- h. 0.44 percent interest as trustee of the John H. Bigelow/Robert F. Bigelow Residual Trust dated October 5, 1995 FBO James Ray Costales, Jr.; and
- i. 0.44 percent interest as trustee of the John H. Bigelow/Robert F. Bigelow Residual Trust dated October 5, 1995 FBO Julie Ann Tipton

Mary E. Costales
P.O. Box 21
47034 Road 201
O'Neals, California 93645-0021
Principal Business: None
Interest Held: 23.1 percent

Mary E. Costales holds a 23.1 percent interest in the voting common and voting preferred stock of Ponderosa Communications, Inc., as follows:

- a. 2.02 percent in her individual capacity;
- b. 20.6 percent as co-trustee of the Robert F. Bigelow Marital Deduction Trust Dated November 20, 1981 FBO Mary Bigelow; and
- c. 0.48 percent interest as trustee of the Robert F. Bigelow Residual Trust dated November 20, 1981 FBO Mary E. Costales.