

Notification of Pro Forma
Assignment of Control of
Section 214 International Authority
from HunTel Systems to
HunTel Cablevision

Answer to Question 10 (page 1 of 2)

In Attachment 1, please respond to paragraphs (c) and (d) of [Section 63.18](#) with respect to the assignor/transferor and the assignee/transferee.

63.18(c) - the name, title, post office address, and telephone number of the officer and any other contact point, such as legal counsel, to whom correspondence concerning the application is to be addressed:

ASSIGNOR: HunTel Systems, Inc.
P.O. Box 400
1638 Lincoln St.
Blair, NE 68008

Telephone: (402) 426-6200
Facsimile: (402) 533-1111

With a copy to:

Joshua Seidemann
Woods & Aitken, LLP
2154 Wisconsin Avenue, NW
Washington, DC 20007

Telephone: (202)-944-9503
Facsimile (202)-944-9503

ASSIGNEE: HunTel Cablevision d/b/a HunTel Communications
1605 Washington Street
Blair, NE 68008

Telephone: (402) 426-6200
Facsimile: (402) 533-1111

With a copy to:

Joshua Seidemann
Woods & Aitken, LLP
2154 Wisconsin Avenue, NW
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Answer to Question 10 (page 2 of 2)

63.18(d) - a statement as to whether the applicant has previously received authority under Section 214 of the Act and, if so, a general description of the categories of facilities and services authorized (i.e., authorized to provide international switched services on a facilities basis):

The applicant, HunTel Systems, Inc., holds only the Section 214 International Authority that is the subject of this notification, with resulting authority to provide global or limited global resale service.

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Answer to Question 11

Does any entity, directly or indirectly, own at least ten (10) percent of the equity of the assignee/transferee as determined by successive multiplication in the manner specified in the note to [Section 63.18\(h\)](#) of the rules?

If you answered "Yes" to this question, provide in Attachment 1, the name, address, citizenship, and principal businesses of each person or entity that directly or indirectly owns at least ten (10) percent of the equity of the assignee/transferee, and the percentage of equity owned by each of those persons or entities (to the nearest one percent).

TRANSFeree:

HunTel Cablevision is owned by:

	<u>% Equity</u>	<u>Citizenship</u>	<u>Principal Business</u>
<u>HunTel Systems, Inc.</u>	100	USA	Telecom

HunTel Systems, Inc. has two owners with 10% or more equity:

Hugh W. Hunt	39.33	USA	Telecom
Richard A. Hunt	36.25	USA	Telecom

The foregoing reflects all general partnership interests and all 10% or more derivative equity interests in the assignee/transferee.

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Answer to Question 13

Provide in Attachment 1 a narrative of the means by which the proposed assignment or transfer of control will take place. In circumstances of a substantial assignment or transfer of control pursuant to [Section 63.24\(e\)](#), where the assignor seeks authority to assign only a portion of its U.S. international assets and/or customer base, please specify whether the assignor requests authority to continue to operate under any or all of its international Section 214 File Nos. after consummation; and, if so, please specify in Attachment 1 each File No. it seeks to retain in its own name.

The *pro forma* assignment contemplated in this Notification is undertaken March 1, 2006, concurrent with the Applicants' pending transaction described in a pending Application for Transfer of Control of Section 214 International Authority, filed January 17, 2006, IB File No. 2006-000085.

That Application describes the pending acquisition of Noble Holdings, Inc., of HunTel Cablevision and other entities. HunTel Cablevision currently provides service pursuant to 47 under color of authority of its parent entity HunTel Systems, Inc., which is a 100% owner of HunTel Cablevision, pursuant to 47 CFR 63.21(h).

Since the pending transaction contemplates the acquisition by Noble Holdings, Inc. of HunTel Cablevision, but not HunTel Systems, HunTel Systems is assigning its Section 214 International Authority to its wholly owned subsidiary HunTel Cablevision in order ensure that HunTel Cablevision will operate lawfully after that acquisition of HunTel Cablevision by Noble Holdings, Inc.