

**KELLEY DRYE & WARREN LLP**

A LIMITED LIABILITY PARTNERSHIP

**WASHINGTON HARBOUR, SUITE 400**

**3050 K STREET, NW**

**WASHINGTON, D.C. 20007-5108**

(202) 342-8400

FACSIMILE

(202) 342-8451

www.kelleydrye.com

NEW YORK, NY

CHICAGO, IL

STAMFORD, CT

PARSIPPANY, NJ

BRUSSELS, BELGIUM

AFFILIATE OFFICES

MUMBAI, INDIA

DIRECT LINE: (202) 342-8640

EMAIL: ckoves@kelleydrye.com

December 3, 2010

**VIA HAND DELIVERY, IBFS & ECFS**

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

**RE: Section 63.24(e)(4) Notice of Consummation of Transaction**

***In the Matter of ONE COMMUNICATIONS CORP., FIBERNET OF VIRGINIA, INC.,  
FIBERNET, L.L.C., FIBERNET TELECOMMUNICATIONS OF PENNSYLVANIA, LLC, AND  
FIBERNET OF OHIO, LLC, AND NTELOS INC., Applications for Transfer of Control  
Under Section 214 of the Communications Act of 1934, as Amended***

**WC Docket No. 10-158**

**IB File No. ITC-ASG-20100802-00314**

Dear Ms. Dortch:

One Communications Corp. (“One Communications”), by its attorneys and pursuant to Section 63.24(e)(4) of the Commission’s Rules, 47 C.F.R. § 63.24(e)(4), hereby notifies the Federal Communications Commission (“Commission”) that the transfer of control of FiberNet of Virginia, Inc., FiberNet, L.L.C., FiberNet Telecommunications of Pennsylvania, LLC, and FiberNet of Ohio, LLC (collectively, “FiberNet”) from One Communications to NTELOS Inc. (“NTELOS”) was consummated on December 2, 2010 in the above-referenced proceeding. A copy of a press release announcing consummation is attached hereto.

On November 29, 2010, the Commission released a *Public Notice* granting the applications filed in the above-referenced proceeding to transfer control of FiberNet from One

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Communications to NTELOS (DA 10-2252).<sup>1</sup> The International Bureau file number under which the transfer of control was granted by the Commission is ITC-ASG-20100802-00314.<sup>2</sup> Post-consummation, One Communications retains its international Section 214 authority (IB File No. ITC-214-20040708-00260) and FiberNet provides international services under authority of the international Section 214 authorization held by NTELOS (IB File No. ITC-214-19970710-00390 (Old File No. ITC-97-387)).<sup>3</sup> Prior to consummation, FiberNet operated pursuant to One Communication's international Section 214 authorization (IB File No. ITC-214-20040708-00260).<sup>4</sup>

Enclosed please find five (5) copies and a duplicate copy of this letter and attachment. Please date-stamp the duplicate copy of this filing and return it in the envelope provided to the courier. Please note that this Notice of Consummation is being filed simultaneously via the Electronic Comment Filing System (ECFS) in WC Docket No. 10-158.

Please feel free to contact the undersigned if you have any questions or believe that any further action is required. Thank you very much.

Sincerely,



Christopher S. Koves  
*Counsel to One Communications Corp.*

Enclosures

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<sup>1</sup> Applications Granted for the Transfer of Control of FiberNet From One Communications Corp. to NTELOS INC., *Public Notice*, WC Docket No. 10-158, DA 10-2252 (rel. Nov. 29, 2010).

<sup>2</sup> *Id.*

<sup>3</sup> *See id.* note 4.

<sup>4</sup> *See One Communications Corp., FiberNet of Virginia, Inc., FiberNet, L.L.C., FiberNet Telecommunications of Pennsylvania, LLC, and FiberNet of Ohio, LLC and NTELOS Inc. Joint Domestic and International Applications*, WC Docket No. 10-158 (filed Aug. 2, 2010); ITC-ASG-20100802-00314 (filed Aug. 2, 2010).



December 02, 2010 03:05 PM Eastern Time

## **NTELOS Holdings Corp. Announces the Closing of Its Acquisition of the FiberNet Business Unit from One Communications Corp.**

WAYNESBORO, Va.--(BUSINESS WIRE)--NTELOS Holdings Corp. (NASDAQ:NTLS), a leading provider of wireless and wireline communications services (branded as NTELOS) in Virginia, West Virginia, Pennsylvania, Kentucky, Ohio, Tennessee, Maryland and North Carolina announced today that effective December 1, 2010, it closed on its acquisition of the FiberNet business unit from One Communications Corp.

The purchase includes approximately 30,000 customer accounts in West Virginia, Ohio, Maryland, Pennsylvania, Virginia and Kentucky. The purchase price for the transaction was \$169 million, less working capital and other adjustments to date of approximately \$6 million, for a net cash consideration at closing of approximately \$163 million.

"The FiberNet purchase is another significant step for NTELOS as we continue to position our wireline business as the preferred provider of high-bandwidth data products in the Mid-Atlantic region," said Frank L. Berry, NTELOS executive vice president and president of wireline operations. "The FiberNet network provides enhancements that add diversity and capacity to our combined 5,700 route mile network and the increased density, provides immediate access to more enterprise customers in new tier two and three markets."

James A. Hyde, NTELOS chief executive officer added, "We welcome the FiberNet employees to Team nTelos. The opportunities the FiberNet acquisition provides our high-bandwidth data product offerings are exciting and positions NTELOS for accelerated growth into the future."

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**"We welcome the FiberNet employees to Team nTelos. The opportunities the FiberNet acquisition provides our high-bandwidth data product offerings are exciting and positions NTELOS for accelerated growth into the future."**

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NTELOS executives will be available to the media for questions today, December 2, 2010 at 3:30 P.M. (ET) in the Governor's Press Conference Room, within the Secretary of State's Office in the Capitol Building, Charleston, West Virginia.

### **About NTELOS**

NTELOS Holdings Corp. (NASDAQ:NTLS) is an integrated communications provider with headquarters in Waynesboro, VA. NTELOS provides products and services to customers in Virginia, West Virginia, Pennsylvania, Kentucky, Ohio, Tennessee, Maryland and North Carolina, including nationwide 3G wireless voice and data services, local and long distance telephone, high capacity transport, networking and high-speed Broadband data services and IPTV-based video products. Detailed information about NTELOS is available at

[www.ntelos.com](http://www.ntelos.com).

**Contacts**

NTELOS Holdings Corp.

**Media Contact:**

Mike Minnis, Director, Media and Public Relations

540-946-7290

[minnism@ntelos.com](mailto:minnism@ntelos.com)

or

**Investor Contact:**

Wesley B. Wampler, Director, Investor Relations

540-949-3447

[wamplerwes@ntelos.com](mailto:wamplerwes@ntelos.com)

**Permalink:** <http://www.businesswire.com/news/home/20101202006502/en/NTELOS-Holdings-Corp.-Announces-Closing-Acquisition-FiberNet>

