

ATTACHMENT 1

PBT Communications, Inc. (“PBT”) and Rock Hill Telephone Company (“Rock Hill”) hereby notify the Federal Communications Commission (“FCC” or “Commission”) of the *pro forma* assignment of international Section 214 authority, File No. ITC-214-19960906-00427, from PBT to its parent, Rock Hill. As disclosed below, the assignment was effectuated to provide Rock Hill with the requisite authority to provide resold international services to commercial mobile radio services (“CMRS”) customers.

Answer to Question 10 – Contact Information

Section 63.18(c) – Correspondence concerning this filing should be sent to the following contacts:

For PBT Communications, Inc.	For Rock Hill Telephone Company
Ben Spearman VP of Business Development External Affairs - CM 1660 Juniper Springs Rd Gilbert, SC 29054 803-894-1104	Greg Lunsford Director - Regulatory Affairs Comporium 330 E. Black Street Rock Hill, SC 29730 803-326-7170

With a copy to Counsel:

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Section 63.18(d) - Prior Section 214 Authority

In 2004, the Commission approved the transfer of control of PBT’s international 214 authorization to Rock Hill in connection with Rock Hill’s purchase of one hundred percent

(100%) of PBT’s issued and outstanding stock.¹ Rock Hill's indirect subsidiary, Berkeley Cable Television, Inc. d/b/a Home Telecom, holds international Section 214 authority to provide global resale services, File No. ITC-214-19941103-00334. In addition, Rock Hill’s affiliates, Community Long Distance, Inc. and Springboard Telecom, LLC, formerly known as Carotel, LLC, hold international Section 214 authority to provide global resale services, File Nos. ITC-95-060 and ITC-214-19981102-00766, respectively.

Answer to Question 11 – Section 63.18 (h) Ownership Information

The assignor, PBT, is a wholly-owned subsidiary of the assignee, Rock Hill. The following entities and individuals directly or indirectly hold ten percent (10%) or more of the equity of Rock Hill and PBT as calculated pursuant to the Commission’s ownership attribution rules for international telecommunications carriers:

Name and Address	Citizenship	Principal Business	% Equity Interest
LAB Associates, LP 104 E. Summersby Street, Fort Mill, SC	South Carolina	Investments	42.96%
The 2009 Francis Irrevocable Trust u/a/d dated December 28, 2009, L.A. Barnes, III, Trustee P.O. Box 470 Rock Hill, SC 29730	United States	Trust	11.62%
The 2010 Ladson A. Barnes, III Irrevocable Trust dated April 7, 2010, Rebecca Barnes Francis, Trustee P.O. Box 470 Rock Hill, SC 29730	United States	Trust	11.62%

¹ See File No. ITC-T/C-20040213-00055.

Name and Address	Citizenship	Principal Business	% Equity Interest
The 2010 Oma Lucille Barnes Marshall Glass Irrevocable Trust, Franklin D. Marshall, IV, Trustee P.O. Box 470 Rock Hill, SC 29730	United States	Trust	12.05%
John M. Barnes, Jr. P.O. Box 470 Rock Hill, SC 29730	United States	Telecommunications	16.97%
Charles Douglas Barnes P.O. Box 470 Rock Hill, SC 29730	United States	Entrepreneur	14.60%
L.A. Barnes, Jr. P.O. Box 470 Rock Hill, SC 29730	United States	Telecommunications	43.04%
Ladson A. Barnes, III P.O. Box 470 Rock Hill, SC 29730	United States	Telecommunications	43.08%
Rebecca Barnes Francis P.O. Box 470 Rock Hill, SC 29730	United States	N/A	43.07%
Shaun Christopher Barnes P.O. Box 470 Rock Hill, SC 29730	United States	Telecommunications	12.62%
Cassandra Lynn Barnes P.O. Box 470 Rock Hill, SC 29730	United States	Student	12.62%
Franklin D. Marshall, IV P.O. Box 470 Rock Hill, SC 29730	United States	Telecommunications	13.05%
Mary Sanders Marshall Lazenby P.O. Box 470 Rock Hill, SC 29730	United States	N/A	13.05%
Tyler Barnes Francis P.O. Box 470 Rock Hill, SC 29730	United States	Entrepreneur	12.62%
Katherine Rebecca Francis P.O. Box 470 Rock Hill, SC 29730	United States	N/A	12.62%

LAB Associates, LP (“LAB”) is a Georgia limited partnership. L. A. Barnes, Jr., Ladson A. Barnes, III, and Rebecca Barnes Francis are the general partners of LAB. Their aggregate

equity interests in Rock Hill are fully-attributed in the above table.² The 2009 Francis Irrevocable Trust u/a/d dated December 28, 2009, holds a 27.03% limited partnership interest in LAB and with a resulting 11.62% indirect equity interest in Rock Hill. The 2010 Ladson A. Barnes, III Irrevocable Trust dated April 7, 2010, also holds a 27.03% limited partnership interest in LAB and with a resulting 11.62% indirect equity interest in Rock Hill. The 2010 Oma Lucille Barnes Marshall Glass Irrevocable Trust holds a 28.03% limited partnership interest in LAB and with a resulting 12.05% indirect equity interest in Rock Hill. The three above-referenced trusts are collectively referred to herein as the “Limited Partner Trusts.” Shaun Christopher Barnes, Cassandra Lynn Barnes, Franklin D. Marshall, IV, Mary Sanders Marshall Lazenby, Katherine Rebecca Francis, and Tyler Barnes Francis each hold direct limited partnership interests in LAB and are the trustees and/or beneficiaries of the Limited Partner Trusts. Their aggregate equity interests in Rock Hill are fully-attributed in the above table.³

Answer to Question 13 – Description of *Pro Forma* Assignment

PBT is a wholly-owned subsidiary of Rock Hill. PBT assigned the international Section 214 authority to Rock Hill pursuant to an intercompany assignment of assets. Because Rock Hill ultimately controlled the authorization prior to the assignment and continues to control the authorization after the assignment, the assignment did not result in a change in the ultimate ownership or control of the authorization. Accordingly, the transaction was *pro forma* in nature. As a wholly-owned subsidiary of Rock Hill, PBT will continue to provide international services

² The reported equity interest in Rock Hill aggregates individual direct stock interests and indirect interests (through attribution to each general partner of 100% of the stock held by LAB).

³ For the purpose of this calculation, 100% of each trusts’ limited partnership interest in LAB is fully-attributed to each trustee and each beneficiary.

pursuant to Rock Hill's international Section 214 authority.⁴

Additional Disclosure

While conducting due diligence in connection with a prospective transaction, Rock Hill recently discovered that although its various subsidiaries and/or affiliates hold international Section 214 authority and provide resold international services to wireline customers, Rock Hill itself did not hold international Section 214 authority to provide resold international services to wireless customers. The *pro forma* assignment that is the subject of this application corrected this situation by moving the international Section 214 authority to the parent level – providing Rock Hill with the requisite authority to continue to offer resold international service to its wireless customers.

⁴ Another wholly-owned subsidiary of Rock Hill, Fort Mill Telephone Company, also will provide resold international services pursuant to Rock Hill's international Section 214 authority.