

April 19, 2013

Via IBFS

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

Re: Joint Notification Pursuant to Section 63.24(g) for Transfer of International Section 214 Authorizations to Debtor-In-Possession

Dear Ms. Dortch:

Otelco Inc. (“Otelco”) and its direct and indirect wholly-owned subsidiaries as described in Section III of this letter (together the “Joint Applicants”), pursuant to Section 214 of the Communications Act of 1934, as amended (the “Act”), and Section 63.24(g) of the rules of the Federal Communications Commission (“Commission” or “FCC”), 47 C.F.R. § 63.24(g), hereby inform the Commission that on March 24, 2013, the Joint Applicants each filed a voluntary petition pursuant to Chapter 11 of the U.S. Bankruptcy Code. As a result, the Joint Applicants’ international Section 214 authorizations are now under the control of each entity as debtor-in-possession.

In support of this Notification, the Joint Applicants provide the following information:

I. BACKGROUND AND DESCRIPTION OF TRANSACTION – ANSWER TO QUESTION 13

On March 24, 2013, the Joint Applicants each filed a voluntary petition under Chapter 11 of the U.S. Bankruptcy Code in the U.S. Bankruptcy Court for the District of Delaware. As a

result, the Joint Applicants' international Section 214 authorizations are now held by each entity as debtor-in-possession.¹ Each entity as debtor-in-possession will continue to operate its respective business and manage its property in the ordinary course of business. Prior to the bankruptcy filing, Otelco received acceptance of the Joint Prepackaged Plan of Reorganization for Otelco Inc. and Its Affiliated Debtors, dated February 1, 2013 (as may be modified, amended or supplemented, the "Plan") by all classes entitled to vote on the Plan. A hearing on the confirmation of the Plan is currently scheduled for May 6, 2013. If the Plan is approved at the confirmation hearing, such approval would allow each entity to emerge from bankruptcy upon achieving the conditions to emergence set forth in the Plan. The facts of the prepackaged bankruptcy filings relevant to the FCC are set forth in Section IV of this letter.

II. DESCRIPTION OF THE APPLICANTS

Otelco is a publicly-held Delaware corporation located at 505 Third Avenue East, Oneonta, AL 35121. Otelco is publicly traded on NASDAQ under the symbol "OTT" and on the Toronto Stock Exchange under the symbol "OTT.un." Through its wholly-owned subsidiaries, Otelco is a full-service telecommunications provider and offers a wide array of communications services including local exchange, long distance, Internet, broadband services, and cable television in areas of Alabama, Maine, Massachusetts, Missouri, New Hampshire, Vermont, and West Virginia. Otelco is the direct parent of ten LECs serving rural areas of Alabama, Maine, Massachusetts, Missouri, Vermont, and West Virginia; and the direct parent of two CLECs operating in Maine, Massachusetts, and New Hampshire. Otelco is the direct parent of two

¹ The bankruptcy filing by Otelco also resulted in a *pro forma* transfer of control of the subsidiaries of Otelco from Otelco to Otelco, Inc., Debtor-in-Possession. This submission also serves as notice to the Commission of that transfer pursuant to 47 C.F.R. § 63.24(g).

interexchange carrier (“IXC”) affiliates serving customers in a number of its LEC service areas.²

A corporate organization chart of Otelco is provided to the Commission for its convenience at Appendix A. Notification for the Joint Applicants’ transfers of control will also be filed with the Wireline Competition Bureau for the Joint Applicants’ domestic Section 214 authorizations.

III. INFORMATION REQUIRED BY SECTION 63.24(F) – ANSWER TO QUESTION 10

Pursuant to Section 63.24(f) of the Commission’s Rules, the Joint Applicants submit the following information, as described in Sections 63.18(a)-(d), (h) and 63.24(f)(2)(ii), in support of this Notification:

63.18(a) Name, address, and telephone number of each Applicant:

Entity Name	DIP Entity Name	Address	Telephone Number
Otelco Inc. (FRN: 0010883189)	Otelco Inc., Debtor-in-Possession (FRN: 0022618441)	505 Third Avenue East Oneonta, AL 35121	(205) 589-6301
Otelco Telecommunications LLC (FRN: 0003741980)	Otelco Telecommunications LLC, Debtor-in-Possession (FRN: 0022618557)	505 Third Avenue East Oneonta, AL 35121	(205) 589-6301
Mid-Maine TelPlus LLC (FRN: 0021454806)	Mid-Maine TelPlus LLC, Debtor-in-Possession (FRN: 0022618961)	56 Campus Drive New Gloucester, ME 04260	(207) 688-8270
CRC Communications LLC (FRN: 0003713906)	CRC Communications LLC, Debtor-in-Possession (FRN: 0022618987)	56 Campus Drive New Gloucester, ME 04260	(207) 688-8270
Communications Design Acquisition LLC (FRN: 0006362495)	Communications Design Acquisition LLC, Debtor-in-Possession (FRN: 0022619050)	56 Campus Drive New Gloucester, ME 04260	(207) 688-8270

² Otelco owns 100 percent of Otelco Telecommunications LLC and Communications Design Acquisition LLC, both IXC affiliates.

Granby Telephone LLC (FRN: 0003731791)	Granby Telephone LLC, Debtor-in-Possession (FRN: 0022619118)	56 Campus Drive New Gloucester, ME 04260	(207) 688-8270
Shoreham Telephone LLC (FRN: 0020820189)	Shoreham Telephone LLC, Debtor-in- Possession (FRN: 0022619407)	56 Campus Drive New Gloucester, ME 04260	(207) 688-8270

63.18(b) Government, State, or Territory under the laws of which each corporate or partnership applicant is organized

Entity Name	DIP Entity Name	State of Organization
Otelco Inc. (FRN: 0010883189)	Otelco Inc., Debtor-in-Possession (FRN: 0022618441)	Delaware
Otelco Telecommunications LLC (FRN: 0003741980)	Otelco Telecommunications LLC, Debtor-in-Possession (FRN: 0022618557)	Delaware
Mid-Maine TelPlus LLC (FRN: 0021454806)	Mid-Maine TelPlus LLC, Debtor- in-Possession (FRN: 0022618961)	Maine
CRC Communications LLC (FRN: 0003713906)	CRC Communications LLC, Debtor-in-Possession (FRN: 0022618987)	Delaware
Communications Design Acquisition LLC (FRN: 0006362495)	Communications Design Acquisition LLC, Debtor-in- Possession (FRN: 0022619050)	Delaware
Granby Telephone LLC (FRN: 0003731791)	Granby Telephone LLC, Debtor-in- Possession (FRN: 0022619118)	Massachusetts
Shoreham Telephone LLC (FRN: 0020820189)	Shoreham Telephone LLC, Debtor- in-Possession (FRN: 0022619407)	Delaware

63.18(c) 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

Correspondence concerning this Notification should be addressed to:

Michael G. Jones
Special Counsel
Willkie Farr & Gallagher LLP
1875 K Street, NW

Washington, DC 20006
(202) 303-1141

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

Entity Name	DIP Entity Name	ITC File Number	General Description of Categories of Facilities and Services Authorized
Otelco Inc. (FRN: 0010883189)	Otelco Inc., Debtor-in-Possession (FRN: 0022618441)		
Otelco Telecommunications LLC (FRN: 0003741980)	Otelco Telecommunications LLC, Debtor-in-Possession (FRN: 0022618557)	ITC-214-19981211-00879	Global or Limited Global Resale Service
Mid-Maine TelPlus LLC (FRN: 0021454806)	Mid-Maine TelPlus LLC, Debtor-in-Possession (FRN: 0022618961)	ITC-214-19961101-00549	Global Resale Service
CRC Communications LLC (FRN: 0003713906)	CRC Communications LLC, Debtor-in-Possession (FRN: 0022618987)	ITC-214-19980608-00391	Global Facilities-Based/Global Resale Service
		ITC-214-20000807-00468	Global or Limited Global Resale Service
Communications Design Acquisition LLC (FRN: 0006362495)	Communications Design Acquisition LLC, Debtor-in-Possession (FRN: 0022619050)	ITC-214-20020213-00076	Global or Limited Global Facilities-Based AND Resale Service
Granby Telephone LLC (FRN: 0003731791)	Granby Telephone LLC, Debtor-in-Possession (FRN: 0022619118)	ITC-214-20020524-00291	Global or Limited Global Facilities-Based AND Resale Service
Shoreham Telephone LLC (FRN: 0020820189)	Shoreham Telephone LLC, Debtor-in-Possession (FRN: 0022619407)	ITC-214-20110201-00041	Global or Limited Global Resale Service

63.18(h) Name, address, citizenship, and principal business of any person or entity that directly or indirectly owns at least ten (10) percent of the equity of the applicant, and the percentage of equity owned by each of those entities (to the nearest one percent) – ANSWER TO QUESTION 11

All applicants are wholly-owned subsidiaries of Otelco. See Section II for a description of Otelco. No single shareholder holds ten percent or more of the equity or voting stock of Otelco.

63.24(f)(2)(ii) Certification that the transfer of control or assignment was *pro forma* and that, together with all previous *pro forma* transactions, does not result in a change in the actual controlling party.

The Joint Applicants hereby certify that the transfer of control was *pro forma* and that, together with all previous *pro forma* transactions, does not result in a change in the actual controlling party.

IV. INFORMATION ON OTELCO INC. POST-BANKRUPTCY

The Plan enables the Joint Applicants to reduce their debt leverage and better position the Joint Applicants to compete in the telecommunications and information technology industry. When Otelco and its direct and indirect wholly-owned subsidiaries emerge post-bankruptcy, all of Otelco's existing equity will be cancelled. In its place, approximately 85.5 percent of Otelco's post-bankruptcy equity will be held by its pre-bankruptcy equity holders. Approximately 92.5 percent of Otelco's post-bankruptcy equity will be held by a combination of Otelco's pre-bankruptcy equity holders and holders of 13-percent senior subordinated notes due 2019 issued by Otelco, Inc. No person or entity will hold ten percent or more of post-bankruptcy Otelco's equity. As such, no single shareholder, through voting rights or equity, will control Otelco either before or after the bankruptcy and emergence from bankruptcy. Otelco's post-bankruptcy Board

of Directors, like the pre-bankruptcy Board, will comprise seven members. The Chief Executive Officer (“CEO”), Michael Weaver, will remain as CEO and retain his seat on the Board. The Joint Applicants anticipate that the Plan proposed by Otelco will provide that three of the other six board members will be re-appointed to their positions on the Board, so a total of four of the seven board members are expected to remain in place after emergence from bankruptcy.³ The Plan is expected to provide that three new board members will be appointed for Otelco’s post-bankruptcy Board.

Thus, under the Commission’s rules, the corporate reorganization of the Joint Applicants under the Plan and their subsequent emergence from bankruptcy will not involve a change in the Joint Applicants’ ultimate ownership or control, and will involve no substantial change in the ownership or control of Otelco and will, therefore, be a *pro forma* transfer of control. That being the case, a post-bankruptcy filing will be made by the Joint Applicants, as required pursuant to 47 C.F.R. §§ 63.24(d) and (f), with the International Bureau. The Joint Applicants will notify the International Bureau of any change to Otelco’s emergence post-bankruptcy that differs from the information provided here. A filing will also be made with the Wireline Competition Bureau to notify the Wireline Competition Bureau of the bankruptcy filing as required by Section 63.03(d)(2).

³ See 47 C.F.R. § 63.03(d); see also 47 C.F.R. § 63.24(d), note 2 (“Corporate reorganization that involves no substantial change in the beneficial ownership of a corporation.”).

Respectfully Submitted,



Trina Bragdon
General Counsel
OTT Communications
900 D Hammond St.
Bangor, ME 04401
Telephone: (207) 992-9920
Fax: (207) 992-9992



Thomas Jones
Michael G. Jones
Daniel R. Bumpus*
Willkie Farr & Gallagher LLP
1875 K Street, NW
Washington, DC 20006
Telephone: (202) 303-1141
Fax: (202) 303-2000

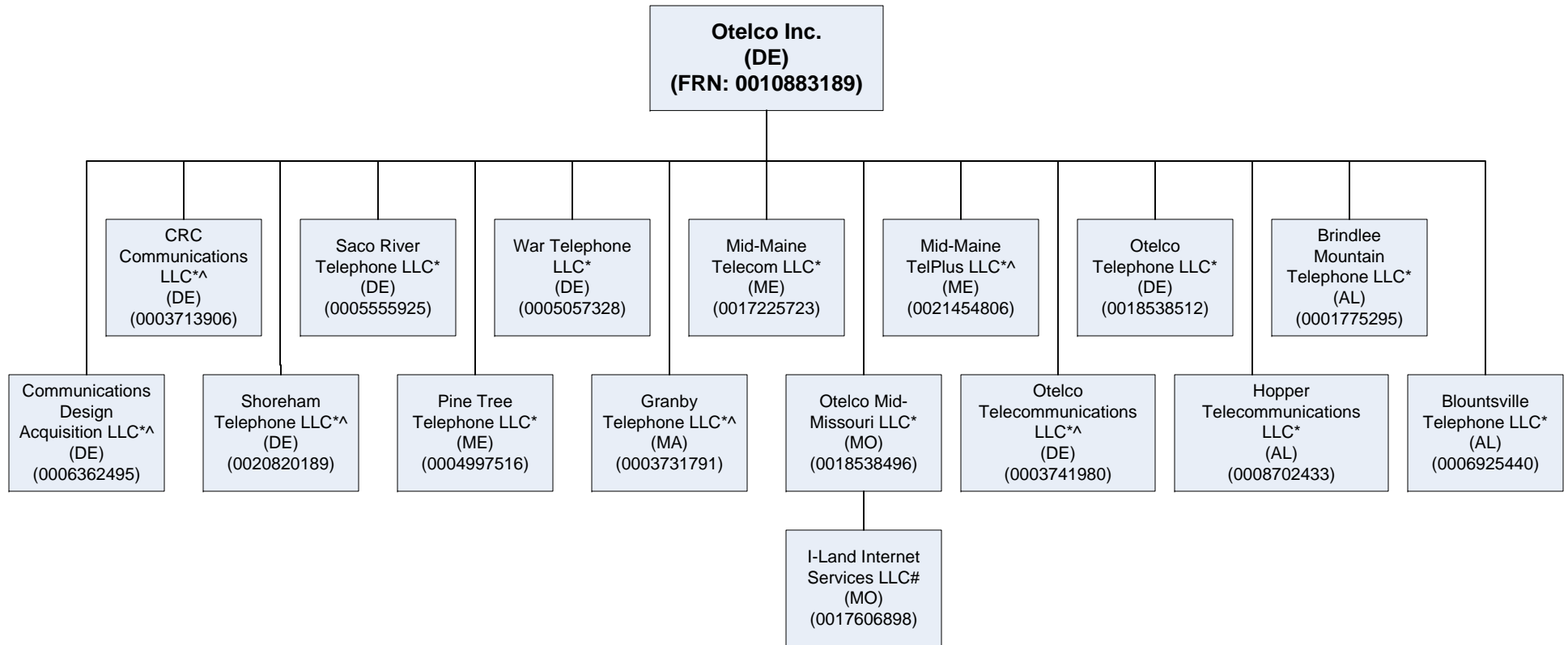
Counsel to Otelco Inc., Otelco Inc., Debtor-In-Possession, and the Joint Applicants

*Admitted only to the Bar of New York. Practicing under the supervision of members of the D.C. Bar.

Dated: April 19, 2013

Appendix A

Otelco Inc. FCC Section 214 Authorization and Licensee Organization Chart



Legend

(DE) – State of Organization
 FRN – FCC Registration Number
 * - Domestic 214 Authorization
 ^ - International 214 Authorization
 # - Wireless Licensee