

**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.

Pursuant to Section 214 of the Communications Act of 1934, as amended, 47 U.S.C. §214, and Section 63.24 of the Commission's rules, 47 C.F.R. §63.24, South Canaan Telephone Company ("SCTC") and Stahlstown Ldco, Inc. (which will, as part of the underlying transaction, be changing its name to South Canaan Long Distance Company ("SCLD")) hereby request the Commission's consent to the assignment of international Section 214 authority (ITC-214-20010790-00386) from SCTC to SCLD as further explained herein.

63.18(c)

Assignor:

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Assignee:

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**Answer to Question 10 (page 2 of 2)**

Copies of all correspondence, notices, and inquiries should also be addressed to:

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63.18(d)

South Canaan Telephone Company holds an International Telecommunications Certification for global or limited global resale service, File No. ITC-214-20010719-00386. *See* Public Notice, DA 01-1946, released August 16, 2001.

### **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).

As indicated above, the assignee will be Stahlstown Ldco, Inc. ("SLDI") which, as part of the underlying transaction, will change its name to South Canaan Long Distance Company ("SCLD"). SLDI (and thus post consummation, SCLD) is a wholly-owned subsidiary of Laurel Highland Total Communications, Inc. ("LHTOC"). LHTOC is a holding company organized under the laws of the Commonwealth of Pennsylvania and owns four (4) telecommunications carriers operating in the Commonwealth of Pennsylvania. No shareholder owns Ten Percent (10%) or more of the issued and outstanding stock of LHTOC. Operational control of LHTOC rests with its Board of Directors and its President and CEO. The individuals comprising the Board of Directors and the President and CEO of LHTOC are as follows:

<u><b>Name</b></u>	<u><b>Title</b></u>	<u><b>Occupation</b></u>	<u><b>Citizenship</b></u>
Ralph Hunter	Chairman of the Board	Retired	USA
Morgan D. Withrow	Vice Chairman of the Board	Retired	USA
Connie B. Beam	Secretary and Board Member	School Principal	USA
J. Harold Saylor	Board Member	Retired	USA
John E. Shaffer	Board Member	Retired	USA
James J. Kail	President and CEO	Telecommunications	USA

The address for each of these individuals is: 4157 Main Street, P.O. Box 168, Stahlstown, Pennsylvania 15687.

### **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.

Laurel Highland Total Communications, Inc. ("LHTOC") and South Canaan Telephone Company ("SCTC") (as also the 100% owner of the current South Canaan Long Distance Company ("SCLD"))<sup>1</sup> have entered into an agreement whereby:

- SCTC and SCLD will sell all assets related to the provision of interexchange domestic and international resold long distance services to LHTOC;
- As part of these sale of assets, LHTOC will direct such assets related to the provision of interexchange domestic and international resold long distance services to Stahlstown Ldco, Inc. ("SLDI"); and
- As part of this same transaction and pursuant to the terms of the underlying agreement, SCTC and SCLD have agreed to allow SLDI to use the existing name of SCLD and thus SLDI will emerge from the consummation of the transaction using the name SCLD (the new SCLD) and SCTC and current SCLD will no longer provide international long distance services and thus cease their operations.

SLDI was created by LHTOC under the corporate laws of the Commonwealth of Pennsylvania for this transaction. Thus, upon consummation of the transaction, the former long distance customers of the original SCLD will become customers of the new SCLD, receiving service under the same rates, terms and conditions as are currently in force for LHTOC's other long distance operations. Thus, there will be no lapse of service arising from the transaction as described herein.

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<sup>1</sup> The current SCLD, a wholly owned subsidiary of the current SCTC, operates under the International Section 214 authorization of the current SCTC. *See* Letter to Marlene H. Dortch, Secretary, Federal Communications Commission, from James C. Falvey, Counsel to South Canaan Telephone Company and South Canaan Long Distance Company, Re: South Canaan Telephone Company Notification Pursuant to 47 C.F.R. §63.21(h), dated July 11, 2013.

### **Answer to Question 20**

If the applicant desires streamlined processing pursuant to Section 63.12 of the rules, provide in Attachment 1 a statement of how the application qualifies for streamlined processing. (See Section 63.18(p).) Note that, if the application is being filed in connection with a sale of assets or reorganization of a carrier or its parent pursuant to the U.S. bankruptcy laws, the application may not be eligible for streamlined processing until final bankruptcy court approval of the proposed sale or reorganization.

This application qualifies for streamlined processing under Sections 63.12(a) and (b) of the Commission's Rules.

Neither South Canaan Telephone Company ("SCTC") nor its affiliated companies nor Stahlstown Ldco, Inc. ("SLDI") (which, as part of the underlying transaction, will change its name to South Canaan Long Distance Company ("SCLD")) nor any of its affiliates is affiliated with any foreign carrier in any destination market.

Neither South Canaan Telephone Company nor its affiliated companies nor SLDI (which, as part of the underlying transaction, will change its name to SCLD) nor any of its affiliates has an affiliation with a dominant U.S. long distance carrier whose international switched or private line services the applicants seek authority to resell.

Rather, SCTC and Laurel Highland Total Communications, Inc. propose only to engage in the proposed transaction referenced in the response to the Answer to Question 13 where the assets applicable to the provision of international resale long distance service will ultimately be assigned to SLDI (which, as part of the underlying transaction, will change its name to SCLD). Thus, the international long distance service will continue to be provided by a non-dominant carrier that resells the international switched services of one or more U.S. unaffiliated long distance carriers.