

ATTACHMENT 1

Response to Item 9 – Description

Pursuant to Section 214 of the Communications Act of 1934, as amended (the “Act”), and Section 63.24 of the Commission’s rules, 47 C.F.R. § 63.24, South Carolina Net, Inc. (“SCNet” or “Assignor”) and South Carolina Telecommunications Group Holdings, LLC (“SCTG Holdings” or “Assignee,” and together with SCNet, the “Applicants”) hereby notify the Commission of the pro forma assignment of the international Section 214 authorization, as identified by FCC file number ITC-214-19930512-00081 (“International 214 Authorization”) held by SCNet, from SCNet to SCTG Holdings. The assignment was effective as of December 3, 2014, pursuant to the Instrument Of Assignment From South Carolina Net, Inc. To SCTG Holdings, LLC (“Instrument of Assignment”), by which SCNet assigned all of its right, title, and interest in the International 214 Authorization to its immediate parent company, SCTG Holdings. Pursuant to the Instrument of Assignment, SCTG Holdings assumed all of the rights and obligations arising out of or in connection with the International 214 Authorization. The assignment was effectuated to provide SCTG Holdings with the requisite authority to provide the international services authorized under the International 214 Authorization, as well as to allow SCTG Holdings to offer the international services authorized under the International 214 Authorization through its wholly-owned subsidiary SCNet.

The assignment was pro forma because there was no change in the ultimate ownership or control of the International 214 Authorization. SCNet is a wholly-owned subsidiary of SCTG Holdings. SCTG Holdings is a wholly-owned subsidiary of SCTG, LLC (“SCTG”). This transaction is the type of transaction listed in Note 2 to Rule § 63.24(d) as being considered presumptively pro forma and not requiring prior approval from the Commission, specifically an “[a]ssignment or transfer from a corporation to a wholly owned direct or indirect subsidiary thereof or vice versa, or where there is an assignment from a corporation to a corporation owned or controlled by the assignor stockholders without substantial change in their interests.”¹

Answer to Question 10 (Information Required by Rule Sections 63.18(a) through (d))

Name, Address, and Telephone Number of Assignor and Assignee

The name, address, and telephone number of Assignor and Assignee are set forth in Items 6 and 7, respectively, of the accompanying Form 214TC.

State Under the Laws of Which Each Applicant Is Organized:

SCNet is a South Carolina corporation. SCTG Holdings is a limited liability company organized under the laws of South Carolina.

¹ See 47 C.F.R. § 63.24(d), Note 2 to subsection (d).

Contact Information for All Parties to This Application:

The name, title, address, and telephone number of the internal corporate contact person for the Assignor and Assignee are set forth in Items 6 and 7, respectively, of the accompanying Form 214TC. All correspondence, notices, and inquiries regarding this transaction should be addressed to:

Assignor:

Donald L. Herman, Jr.
Herman & Whiteaker, LLC
3204 Tower Oaks Boulevard
Suite 180
Rockville, MD 20852
Phone: (202) 600-7273
Fax: (202) 706-6056
dee@hermanwhiteaker.com

Assignee:

Donald L. Herman, Jr.
Herman & Whiteaker, LLC
3204 Tower Oaks Boulevard
Suite 180
Rockville, MD 20852
Phone: (202) 600-7273
Fax: (202) 706-6056
dee@hermanwhiteaker.com

Prior International Section 214 Authorization:

SCNet holds the International Section 214 Authorization File No. ITC-214-19930512-00081. SCNet's International Section 214 Authorization authorizes it to provide global or limited global resale services.

Answer to Question 11 (Information Required by Rule Section 63.18(h))

The name, address, citizenship, and principal business of the entities that own at least ten (10) percent of the equity of Assignee are listed below.

SCTG holds 100% of the membership interests of SCTG Holdings. SCTG is owned by its member companies and the following member companies hold a ten (10) percent or greater

interest in SCTG: FTC Management Group, Inc., Rock Hill Telephone Company, and Horry Telephone Cooperative, Inc.

<u>Name & Address</u>	<u>% Equity</u>	<u>Citizenship</u>	<u>Principal Business</u>
SCTG, LLC 1500 Hampton Street Suite 101 Columbia, SC 29201	100%	South Carolina Limited Liability Company	Holding Company
FTC Management Group, Inc. 1101 E. Main Street Kingstree, SC 29556	24%	South Carolina Corporation	Holding Company
Rock Hill Telephone Company 330 East Black Street Rock Hill, SC 29730	24%	South Carolina Corporation	Telecommunications
Horry Telephone Cooperative, Inc. 3480 Highway 701 North Conway, SC 29528-1820	12%	South Carolina Corporation	Telecommunications

Answer to Question 13

The pro forma assignment of SCNet’s International 214 Authorization to SCTG Holdings was accomplished pursuant to an Instrument of Assignment. Pursuant to the Instrument of Assignment, SCTG Holdings assumed all of the rights and obligations of SCNet with regard to the International 214 Authorization. This assignment was effective as of December 3, 2014. Because SCNet is a wholly-owned subsidiary of SCTG Holdings and both SCNet and SCTG Holdings are either directly or indirectly wholly owned by SCTG, the assignment did not result in a change in the ultimate ownership or control of the International 214 Authorization. Accordingly, the transaction was pro forma in nature.

As a wholly-owned subsidiary of SCTG Holdings, SCNet will continue to provide international services pursuant to SCTG Holding’s International 214 Authority.