

Notification of *Pro Forma* Assignment
By Oregon Farmers Mutual Long Distance, Inc.
International 214 Authority – ITC-214-19990825-00589

Attachment 1
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Answer to Question 10

In Attachment 1, please respond to paragraphs (c) and (d) of [Section 63.18](#) with respect to the assignor/transferor and the assignee/transferee.

63.18(c)

Assignor: Oregon Farmers Mutual Long Distance, Inc.
118 E. Nodaway
P.O. Box 227
Oregon, Missouri 64473
Telephone: (660) 446-3391

Assignee: Oregon Farmers Mutual Long Distance, Inc. – Debtor in Possession
118 E. Nodaway
P.O. Box 227
Oregon, Missouri 64473
Telephone: (660) 446-3391

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

Charles T. Lake, II
c/o Signal Equity Partners, II, L.P.
805 Third Avenue, Suite 1202
New York, NY 10022
Tel: 646-580-3195
E-mail: CLake@signal-equity.com

63.18(d)

Oregon Farmers Mutual Long Distance, Inc. holds an International Telecommunications Certification for global and/or limited global resale service, File No. ITC-214-19990825-00589.

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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).

The following information is provided with respect to shareholders of 10% or greater of the equity interests of Assignee, Oregon Farmers Mutual Long Distance, Inc. – Debtor in Possession (the “Company”).

On April 6, 2015, Oregon Farmers Mutual Long Distance, Inc. (“OFMLD”) filed a voluntary petition for relief under Chapter 11 of the United States Bankruptcy Code in the United States Bankruptcy Court for the District of Delaware (“Chapter II Filing”).¹ OFMLD is now operating as a debtor in possession. Consequently, no change in control of the OFMLD has occurred; the ownership disclosed below reflects the same ultimate ownership of OFMLD before and after the Chapter 11 filing. OFMLD’s ultimate parent company, Northwest Missouri Holdings, Inc. (“NMHI”), and the Company’s two affiliates – South Holt Cablevision, Inc. and Oregon Farmers Mutual Telephone Company -- were also included in the same Chapter 11 Filing.

Oregon Farmers Mutual Long Distance, Inc. – Debtor in Possession (the “Company”) is a 100% wholly-owned subsidiary of Oregon Farmers Mutual Telephone Company (the “Telco”). The Telco is a wholly-owned subsidiary of NMHI.² The 10% or greater shareholders of NMHI are American Broadband Communications, Inc. (“American Broadband”) (49%) (a U.S. corporation organized under the laws of the State of Delaware) and Signal Equity Partners II, L.P. (“Signal”) (51%) (a U.S. limited partnership organized under the laws of the State of Delaware). Signal controls NMHI.

American Broadband’s only 10% or greater shareholder is the Estate of Patrick L. Eudy (the “Estate”). Signal understands that Ms. Jane R. Eudy is the Personal Representative of the Estate and a U.S. citizen.

¹ See Case 15-10730, United States Bankruptcy Court, District of Delaware, filed April 6, 2015.

² As noted above, each of the NMHI family of companies has filed for bankruptcy protection. NMHI is also a Debtor in Possession.

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Signal's operations are controlled by its General Partner, Signal Equity Advisors, II, LLC ("SEA-II"). SEA-II owns a 2.94 percent interest in Signal. SEA-II owners of 10% or greater are Timothy P. Bradley (22.3%); Alfred J. Puchala, Jr. (22.3%); Christian Nolen (19.6%); Malcom C. Nolen (19.6%) and Charles T. Lake, II (11.2%), each a citizen of the United States.

The only persons or entities in Signal with a derivative interest of 10% or greater in NMHI are as follows: (1) Each of Mr. Malcom C. Nolen, and Mr. Christian Nolen, both United State citizens, whose direct interests in Signal, when coupled with each of these individuals' ownership interest in Signal's General Partner (as indicated above), results in each owning approximately 20.2% in Signal and thus approximately 10.3% of NMHI;³ and (2) Signal Secondary Fund, L.P. ("SSF") (a U.S. limited partnership organized under the laws of the State of Delaware and whose principal business is investments), which owns a 23.5% interest in Signal and thus approximately 12% of NMHI. No owner of SSF owns a derivative interest of 10% or greater in NMHI.

There are no interlocking directorates with a foreign carrier.

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. Label your response "Answer to Question 13."

On April 6, 2015, OFMLD filed a voluntary petition for relief under Chapter 11 of the United States Bankruptcy Code in the United States Bankruptcy Court for the District of Delaware ("Chapter II Filing"). Because the ownership of the OFMLD (and thus the Company) did not change as a result of the Chapter 11 Filing as reflected in the response to Question 11, the Company respectfully submits that this pro forma assignment notification complies with its obligations under the Commission's rules.

³ In previous filings related to Signal, Signal reported that Garden House LLC owned a non-controlling 58.9% interest in Signal. Garden House LLC was dissolved in December 2014 and the interest then held by Ms. Eliot Nolen was evenly distributed to each of her three children, all United States citizens, two of whom are Malcom C. Nolen and Christian Nolen. This action neither affected control of Signal, nor triggered the 50% threshold filing requirement found in 47 C.F.R. § 63.24 (c) of the Commission's rules.