

# Morgan Lewis

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April 19, 2016

## **VIA IBFS**

Marlene Dortch, Secretary  
Federal Communications Commission  
Office of the Secretary  
445 12th Street, S.W.  
Room TW-A325  
Washington, DC 20554  
Attn: International Bureau

**Re: Notice of *Pro Forma* Intra-Company Transaction Resulting in the *Pro Forma* Assignment of an International Section 214 Authorization**

Dear Ms. Dortch:

Consolidated Communications Enterprise Services, Inc. ("CCES"), pursuant to 47 C.F.R. § 63.24(f), notifies the Commission of a *pro forma* intra-company transaction (the "*Pro Forma* Transaction") that resulted in the following *pro forma* assignment<sup>1</sup> of the international Section 214 authorization ("Authorization") of SureWest Televideo ("SureWest-TV" and together with CCES, the "Parties") to CCES.

SureWest-TV had the same ultimate owner as CCES at the time of the *Pro Forma* Transaction. The *Pro forma* Transaction, along with certain other *pro forma* intra-company changes, were undertaken to simply the corporate structure and reduce the reporting and accounting burdens of the company and provide operational efficiencies.

### **Information Required by Section 63.24(f)(2)**

As required by Section 63.24(f)(2), CCES provides the following information required by 63.18(a) through (d) and (h):

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<sup>1</sup> As used in this Notification, "assignment" only reflects the use of the term in the Commission's rules and does not reflect that the *Pro Forma* Transaction resulted in an "assignment" for purposes of corporate or contract law.

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Sections 63.18(a): Name, address and telephone number of the Parties:

Consolidated Communications Enterprise Services, Inc.  
SureWest TeleVideo  
121 South 17th Street  
Mattoon, Illinois 61938-3987  
(217) 235-3311

Sections 63.18(b): Organization of the Parties:

CCES is a Delaware corporation.

SureWest-TV was a California corporation

Section 63.18(c): Correspondence concerning this filing should be sent to counsel for CCES:

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Section 63.18(d): The Parties hold or held the following international Section 214 authorities:

CCES provides international telecommunications services pursuant to the Authorization of its ultimate parent, Consolidated Communications Holdings, Inc. ("CCHI"). CCHI holds international Section 214 authority to provide global and limited global facilities-based and resale services granted in IB File No. ITC-214-20030808-00393.<sup>2</sup> CCES also holds held international Section 214 authority to provide global or limited global resale services granted in IB File No. ITC-214-2006-0106-00007.<sup>3</sup> Following the *Pro Forma* Transaction, CCES continues to provide in-

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<sup>2</sup> This Authorization was assigned to CCHI in IB File No. ITC-ASG-20090130-00047. Also in that file, CCES notified the Commission that it would provide international services under CCHI's Authorization.

<sup>3</sup> This Authorization was originally granted in the name of Everest Midwest LLC, which changed its name to SureWest Kansas Operations, LLC ("SWKS Operations"). The Authorization was assigned to SureWest-KS as a result of the consolidated of SWKS Operations into its parent, SureWest-KS. See IB File No. ITC-ASG-20140107-00005. Authorization was assigned to CCES as a

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ternational services pursuant to CCHI's Authorization. Upon grant of this Notification, CCES will surrender the Authorizations previously held by SureWest-KS and SureWest-TV.

SureWest-TV held international Section 214 authority to provide global or limited global facilities-based and resale services granted in IB File No. ITC-214-20000807-00459.<sup>4</sup> Upon grant of this Notification, CCES will surrender SureWest-TV's Authorization.

Through CCHI, CCES is also affiliated with the following carriers that hold international Section 214 authority:

Crystal Communications, Inc. holds international Section 214 authority to provide global resale services granted in IB File No. ITC-214-19971029-00668 (old File No. ITC-97-676).

Enventis Telecom, Inc. holds international Section 214 authority to provide global or limited global resale services granted in IB File No. ITC-214-20051013-00409.<sup>5</sup>

IdeaOne Telecom, Inc. holds international Section 214 authorization to provide global or limited global resale services granted in IB File No. ITC-214-20111115-00345.<sup>6</sup>

Sections 63.18(h): See **Attachment 1** for the ownership of the Parties. See **Attachment 2** for pre-*Pro Forma* Transaction and current corporate ownership structure of the Parties.

CCES certifies that the intra-company transaction described herein was *pro forma* and that, together with all previous *pro forma* transactions, did not result in a change in the actual controlling party of the Parties or Authorizations.

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result of the consolidated of SureWest-KS into CCES. See IB File No. ITC-ASG-20160126-00039. Upon grant of this Notification, CCES will surrender this Authorization.

<sup>4</sup> This Authorization was originally granted to Western Integrated Networks of California, LLC and was assigned to SureWest TeleVideo pursuant to IB File No. ITC-ASG-20020621-00379.

<sup>5</sup> This Authorization was originally granted to CP Telecom, Inc. and assigned to Enventis Telecom, Inc. pursuant to IB File No. ITC-ASG-20110523-00145.

<sup>6</sup> This Authorization was originally granted to IdeaOne Telecom Group, LLC and was assigned to IdeaOne Telecom, Inc. pursuant to IB File No. ITC-ASG-20120323-00084.

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This notification letter is being filed electronically via MyIBFS. Please direct any questions to the undersigned.

Respectfully submitted,

/s/ *Brett P. Ferenchak*

Russell M. Blau  
Brett P. Ferenchak

Counsel for Consolidated Communications Enterprise Services, Inc.

## ATTACHMENT 1

### Answer to Question 11 - Section 63.18(h) Ownership Information

The following entities currently hold, directly or indirectly, a 10% or greater interest<sup>7</sup> in Consolidated Communications Enterprise Services, Inc. ("CCES") as calculated pursuant to the Commission ownership attribution rules for international telecommunications carriers:

Name:	Consolidated Communications, Inc. ("CCI")
Address:	121 South 17th Street Mattoon, Illinois 61938-3987
Citizenship:	U.S. (Illinois)
Principal Business:	Holding Company
% Interest:	100% (directly in CCES)

Name:	Consolidated Communications Holdings, Inc. ("CCHI")
Address:	121 South 17th Street Mattoon, Illinois 61938-3987
Citizenship:	U.S. (Delaware)
Principal Business:	Holding Company
% Interest:	100% (indirectly as 100% direct owner of CCI)

CCHI is a widely held publicly traded company (NASDAQ: CNSL). To its knowledge, no person or entity currently has a 10% or greater ownership interest in CCHI.

### Answer to Question 12 - Section 63.18(h) Interlocking Directorates

CCES does not have any interlocking directorates with a foreign carrier.

### Answer to Question 13 - Description of Assignment

Effective April 15, 2016, SureWest TeleVideo ("SureWest-TV") merged with and into CCES, whereupon CCES was the surviving entity and the separate existence of SureWest-TV ceased. This *Pro Forma* Transaction resulted in the *pro forma* assignment of the Authorization of SureWest-TV to CCES.

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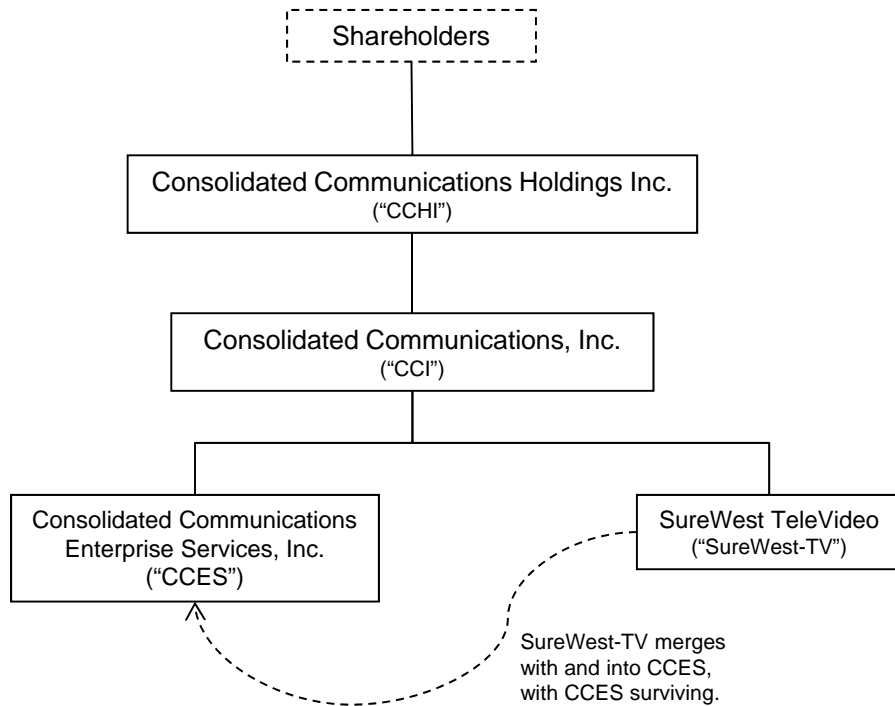
<sup>7</sup> Unless otherwise indicated, the ownership interests provided herein represent both equity and voting interests.

**ATTACHMENT 2**

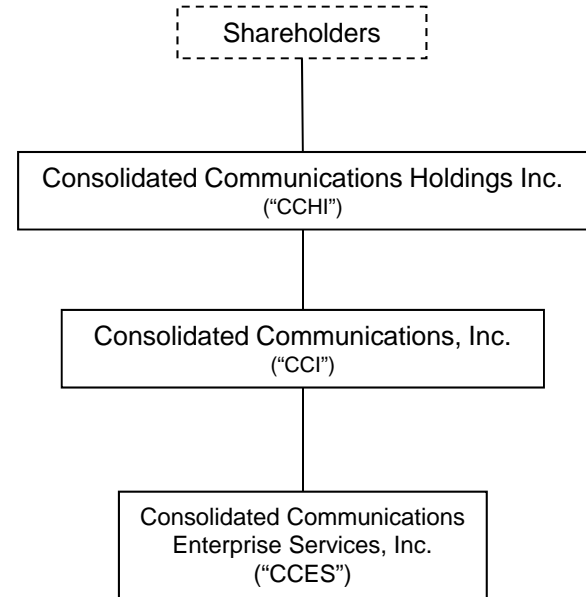
**Corporate Ownership Structure of the Parties  
Before and After the *Pro Forma* Transaction**

**ATTACHMENT 2\***

**Pre-Pro Forma Transaction  
Corporate Ownership of the Parties\***



**Current  
Corporate Ownership of the Parties\***



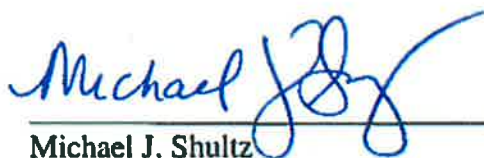
\* The entities listed herein only include the Parties and those entities in the chain of ownership of the Parties. The chart excludes all other subsidiaries of CCI including those that hold authorizations or licenses from the FCC or state regulators.

All ownership percentages are 100%.

## VERIFICATION

I, Michael J Shultz, am Vice President, Regulatory & Public Policy of Consolidated Communications Holdings, Inc. ("CCHI"); that I am authorized to make this Verification on behalf of CCHI and its subsidiaries; that the foregoing filing was prepared under my direction and supervision; and that the contents are true and correct to the best of my knowledge, information, and belief.

I declare under penalty of perjury that the foregoing is true and correct. Executed this 19<sup>th</sup> day of April 2016.



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Michael J. Shultz  
Vice President, Regulatory & Public Policy  
Consolidated Communications Holdings, Inc.