

**The Farmers Mutual Telephone Company
Notification of Pro Forma Transfer of Control
Attachment 1**

The Farmers Mutual Telephone Company of Stanton, Iowa (“FMTC”), hereby notifies the Federal Communications Commission (“Commission”) of a pro forma corporate transaction between FMTC and Villisca Farmers Telephone Company (“Villisca”). The transaction will result in a merger between Villisca and FMTC, with FMTC as the remaining corporation. The transaction consummated on January 1, 2018. Prior to this transaction, Villisca was a wholly-owned subsidiary of FMTC.

Answer to Question 10

In response to 47 C.F.R. § 63.18(c), please direct all correspondence concerning this application to the following counsel for FMTC:

Tony S. Lee
Fletcher, Heald & Hildreth, PLC
1300 N. 17th Street, Suite 1100
Arlington, VA 22209
Phone: 703-812-0442
Fax: 703-812-0486

In response to 47 C.F.R. § 63.18(d), FMTC has authority under Section 214 of the Act to provide international resold services to all international ports, Section 63.18(e)(2) under File No. ITC-214-20080722-00337.

Answer to Question 11

There are no entities that own at least ten (percent) of the equity of the assignee as determined by successive multiplication in the manner specified in the note to Section 63.18(h) of the Commission’s rules.

Answer to Question 13

FMTC and Villisca have engaged in a *pro forma* corporate merger to formally combine their operations under one corporate umbrella, with an effective date of January 1, 2018. Accordingly, FMTC has filed a notice, pursuant to Section 64.1120, to notify the Commission of the migration of Villisca’s customers, assets, operations and international Section 214 authority (File No. ITC-214-20080709-00340) to FMTC, as the surviving entity.

The transaction was completely *pro forma* because it did not involve any change in (a) the ultimate ownership of FMTC; (b) the current management or key personnel of the company; or (c) the rates terms, or conditions of service currently being provided to customers.

Prior to this merger, Villisca was a wholly-owned subsidiary of FMTC. On September 20, 2010, FMTC and Villisca filed domestic and international section 214 applications with the

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Commission for the transfer of control of Villisca to FMTC.¹ The Commission granted the domestic section 214 application by public notice issued on November 9, 2010,² and the international section 214 application was deemed granted on October 29, 2010.³ In that transaction, FMTC purchased 100 percent of the issued and outstanding shares of common stock of Villisca, and Villisca became a wholly-owned subsidiary of FMTC. Applicants operated their exchanges separately, albeit under the same management and key personnel.

FMTC emphasizes that the transaction did not involve any change in its ultimate ownership or control, and did not affect any of the rates, terms or conditions under which customers receive service. Immediately following the transaction, customers continued to receive service through FMTC and only saw a change in the name of the entity.

¹ See *Domestic Section 214 Application Filed for the Transfer of Control of Villisca Farmers Tel. Co. to the Farmers Mut. Tel. Co. of Stanton, Iowa*, Public Notice, 25 FCC Rcd. 14294 (2010); *Streamlined Int'l Applications Accepted for Filing*, Public Notice, Report No. TEL-01460S, 2010 WL 4059840, at *2 (rel. Oct. 15, 2010) (FCC File No. ITC-T/C-20100924-00384).

² *Notice of Non-Streamlined Domestic Section 214 Application Granted*, Public Notice, 25 FCC Rcd. 15907 (2010).

³ *Streamlined International 214 Public Notice* at 1.