

# ATTACHMENT 1

Page 1 of 5

## Application for Consent to Assignment of Assets of International 214 Authorized Carrier

### **I. INTRODUCTION**

Coon Creek Telephone Company (“CCTC”) and Coon Creek Telecommunications Corp. (“CC CLEC”) (together with CCTC, the “Licensees” or “Assignors”) and Shellsburg Cablevision, Inc. (“Shellsburg Cablevision” or “Assignee”) (Assignors and Assignees jointly referred to herein as “Applicants”), by their undersigned counsel, hereby jointly request approval of the Federal Communications Commission (“FCC” or “Commission”) 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, to the assignment of assets held by Assignees to Assignor. For the reasons stated herein, Applicants respectfully submit that this Application is subject to the Commission’s “streamlined” processing rules found in Section 63.12, and thus prompt approval can be accomplished because there are no competitive concerns that could delay Commission approval of the transaction. Applicants have submitted a separate joint application with respect to domestic 214 authority.

### **II. DESCRIPTION OF THE TRANSACTION**

On August 29, 2017, Applicants entered into an Asset Purchase Agreement (the “Agreement”) pursuant to which Assignee will purchase certain assets and customers of Assignors (the “Transaction”). The Transaction is structured as an asset sale by which Shellsburg Cablevision will acquire all or substantially all of the combined assets and properties of the Assignors, including the ILEC assets and customer base of CCTC and the CLEC assets and customer base of CC CLEC. Thus, upon closing of the Transaction, the Assignee, which is a CLEC owned by an ILEC, will itself become an ILEC in the areas served by CCTC, and also operate as a CLEC in the areas currently served by CC CLEC. Following the Transaction, both of the selling companies will discontinue active business operations and will no longer provide telecommunications services. Notwithstanding the foregoing, the Transaction will not result in any reduction to or impairment of service for any customers.

Consummation of the Transaction is contingent on, among other things, receipt of all necessary regulatory approvals. Applicants will provide the Commission with a notice of closing within thirty (30) days of the completion of the Transaction.

Following approval of the Transaction and the transfer of Assignors’ customers to Assignee, Assignee will seamlessly continue the provision of services to customers without any immediate changes with respect to their service offerings, rates, or terms and conditions of service. Assignee will provide services to Assignor’s customers utilizing existing interconnection agreements (which Assignee will acquire from Assignor as part of the Transaction), 911 arrangements, and numbering arrangements. Assignee will provide a notice of the transfer to affected customers at least thirty (30) days prior to the transfer in accordance with Section 64.1120(e)(3) of the Commission’s Rules, 47 C.F.R. § 64.1120(e)(3).

## ATTACHMENT 1

Page 2 of 5

### **Application for Consent to Assignment of Assets of International 214 Authorized Carrier**

Approval of the proposed Transaction serves the public interest. The proposed Transaction will ensure that affected customers enjoy continuity of high-quality telecommunications service. Customers will be given prior written notice of the transfer of their account to Assignee, in compliance with the FCC's customer notice requirements pursuant to 47 C.F.R. § 64.1120(e)(3). Following the Transaction, the affected customers will continue to receive services consistent with the quality of services currently provided by Assignors that will be supported by Assignee's experienced and well-qualified management team. As a result, the proposed Transaction will be mostly transparent to Assignor's customers. Consequently, the proposed Transaction will not have a negative impact on the public interest, consumers, or competition.

Assignee will provide new and additional services to Assignors' customers. Assignors' customers will have access to expanded service offerings not currently offered by Assignors, and thus will benefit from the Transaction. The Transaction will also allow Assignee to establish a competitive position to the benefit of consumers and the telecommunications marketplace generally. Finally, Assignors' transfer of assets to Assignee will not harm competition because customers will still have access to a number of competitive choices in Assignors' service area in addition to those offered by Assignee. As previously stated, customers will be informed of their ability to choose an alternative carrier in the notice they will receive regarding the Transaction.

### **III. ANSWER TO QUESTION 10**

#### **A. Assignors**

Coon Creek Telephone Company ("CCTC"), FCC Registration Number ("FRN") 0003756764, is a corporation organized under the laws of and headquartered in Iowa. CCTC holds blanket Section 214 authority to provide domestic telecommunications services, operating as an incumbent local exchange carrier ("ILEC") providing local exchange service and exchange access service in the Blairstown, Iowa local exchange area. CCTC also provides digital subscriber line (DSL) Internet service and Internet protocol television (IPTV) service in Blairstown and in the communities of Marengo and Belle Plaine. CCTC also holds an international 214 authorization for global resale under File No. ITC-214-20080820-00392.

Coon Creek Telecommunications Corp. ("CC CLEC"), FRN 0003756798, is a corporation organized under the laws of and headquartered in Iowa. It holds blanket Section 214 authority to provide domestic telecommunications services, operating as a CLEC providing local exchange service and exchange access service in the Belle Plaine and Marengo, Iowa, exchange areas. These voice services may be bundled with DSL Internet service and IPTV service provided by CCTC. CC CLEC is a wholly owned subsidiary of CCTC and, accordingly, operates under the international 214 authorization of its parent company.

**ATTACHMENT 1**

Page 3 of 5

**Application for Consent to Assignment of Assets of  
International 214 Authorized Carrier**

CCTC can be contacted via the following address and telephone/fax numbers:

Coon Creek Telephone Company  
312 Locust St NE  
P.O. Box 150  
Blairstown, IA 52209  
Telephone: (319) 454-6234  
Fax: (319) 454-6480

CC CLEC can be contacted via the following address and telephone/fax numbers:

Coon Creek Telecommunication Corp.  
312 Locust St NE  
P.O. Box 150  
Blairstown, IA 52209  
Telephone: (319) 454-6234  
Fax: (319) 454-6480

**B. Assignee**

Shellsburg Cablevision, FRN 0007299936, is a corporation organized under the laws of and headquartered in Iowa. It holds blanket Section 214 authority to provide domestic telecommunications services, operating as a CLEC providing local exchange service and exchange access service under the trade name USA Communications to customers in the Central City, Center Point, and Robins exchanges.

Shellsburg Cablevision may be contacted at the following address and phone number:

Shellsburg Cablevision, Inc.  
124 Main Street  
PO Box 389  
Shellsburg, Iowa 52332  
Telephone: (319) 436-2224

Shellsburg Cablevision is 100% owned by Farmers Mutual Telephone Cooperative of Shellsburg, Iowa ("FMTC-Shellsburg"), FRN 0002596344, organized under the laws of and headquartered in Iowa. FMTC-Shellsburg holds blanket Section 214 authority to provide domestic telecommunications services, operating as an ILEC to provide local exchange service and exchange access service under the trade name USA Communications to customers in the Alburnett, Shellsburg, Benton Township, and Urbana exchange areas.

# ATTACHMENT 1

Page 4 of 5

## Application for Consent to Assignment of Assets of International 214 Authorized Carrier

FMTC-Shellsburg is a cooperative, and no person or entity owns or controls ten percent (10%) or more direct or indirect interest in FMTC-Shellsburg. FMTC-Shellsburg holds an international 214 authorization for global resale under File No. ITC-214-20080826-00401.

### C. Point of Contact Information

All correspondence, notices and inquiries regarding this Application should be addressed to:

For Licensees/Assignors:

Tony Lee  
Fletcher Heald & Hildreth, PLC  
1300 North 17th Street, 11th  
Floor Arlington, VA 22209  
703-812-0400 (tel)  
703-812-0486 (fax)  
[lee@fhhlaw.com](mailto:lee@fhhlaw.com)

John Pietila  
Davis Brown Law Firm  
4201 Westown Parkway, Suite 300,  
West Des Moines, IA 50266  
515-246-7871(tel)  
[JohnPietila@davisbrownlaw.com](mailto:JohnPietila@davisbrownlaw.com)

With a copy for Assignees to:

Debra Lucht  
GM/CEO  
Coon Creek Telephone Company  
312 Locust St. NE  
P.O. Box 150  
Blairstown, IA 52209  
319-454-0010 (tel)  
[debl@cooncreektelephone.com](mailto:debl@cooncreektelephone.com)

For Assignee:

Tony Lee  
Fletcher Heald & Hildreth, PLC  
1300 North 17th Street, 11th  
Floor Arlington, VA 22209  
703-812-0400 (tel)  
703-812-0486 (fax)  
[lee@fhhlaw.com](mailto:lee@fhhlaw.com)

Dennis L. Puckett  
Sullivan & Ward, P.C.  
6601 Westown Parkway, Suite 200  
West Des Moines, IA 50266-7733  
515-247-4710 (tel)  
[dpuckett@sullivan-ward.com](mailto:dpuckett@sullivan-ward.com)

With a copy for Assignee to:

Curt Eldred  
General Manager  
Shellsburg Cablevision, Inc.  
124 Main Street  
PO Box 389  
Shellsburg, IA52332  
319-436-2224 (tel)  
[Celdred@fmtcs.com](mailto:Celdred@fmtcs.com)

### IV. ANSWER TO QUESTION 11

The Assignee is 100% owned by FMTC-Shellsburg, organized under the laws of Iowa and headquartered in Iowa at the same address as Assignee. FMTC-Shellsburg, is a cooperative and no person or entity owns or controls ten percent (10%) or more direct or indirect interest in FMTC-Shellsburg.

## ATTACHMENT 1

Page 5 of 5

### Application for Consent to Assignment of Assets of International 214 Authorized Carrier

#### V. ANSWER TO QUESTION 12

The Assignee is not a foreign carrier, is not affiliated with a foreign carrier, and does not have any interlocking directorates with a foreign carrier.

#### VI. ANSWER TO QUESTION 13

A description of the proposed Transaction is provided in Section II, *supra*. Assignors do not request authority to continue to operate under previously granted international Section 214 authorizations.

#### VII. REQUEST FOR STREAMLINED PROCESSING

Applicants request streamlined processing pursuant to Section 63.12 of the Commission's Rules, 47 C.F.R. § 63.12. Applicants are U.S. carriers that have no affiliation with, and that themselves are not, a foreign carrier in any particular country, and would presumptively be considered non-dominant for the provision of international communications services pursuant to Section 63.10(a)(1) of the Commission's rules, 47 C.F.R. § 63.10(a)(1). Applicants provide international service solely through the resale of an unaffiliated U.S. facilities-based carrier's international switched services (either directly or indirectly through the resale of another U.S. resale carrier's international switched services) and would also presumptively be classified as non-dominant for the provision of international service pursuant to Section 63.10(a)(4) of the Commission's rules, 47 C.F.R. § 63.10(a)(4). Accordingly, Applicants qualify for the streamlined processing procedures under Sections 63.12(a) & (b) of the Commission's rules, 47 C.F.R. §§ 63.12(a) & (b).