

**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, GoldStar Communications, LLC (“GoldStar” or “Assignee”), hereby notifies the Commission of the *pro forma* assignment of the international Section 214 authorization held by New Knoxville Telephone Company, Inc. (“NKTC” or “Assignor”) from NKTC to GoldStar. The *pro forma* assignment will accomplish a corporate restructuring of the entity providing international services effective August 14, 2021.

GoldStar is a subsidiary of NKTC, which NKTC controls and in which NKTC owns 98% of the ownership interests.<sup>1</sup> The assignment was *pro forma* because there was no change in the actual controlling party. NKTC continues to have ultimate control of the international Section 214 authorization. This assignment satisfies the factors listed in Note 1 to paragraph (d) of Rule § 63.24(d), specifically the 2% owner, Mr. Meyer, does not have any power to constitute or appoint any person to the company’s board of directors; he does not have the authority to appoint, promote, demote, or fire senior executives that control the day-to-day activities of GoldStar; any substantial decision impacting GoldStar is handled by the company’s board of directors; he does not have authority to pay financial obligations or expenses arising out of operations, other than may be appropriate in his role as the General Manager for day-to-day operations; he does not have the ability to receive monies and profits from the company’s operations; and he does not have unfettered use of any of the company’s facilities or equipment.<sup>2</sup>

**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:**

NKTC is an Ohio corporation. GoldStar is an Ohio limited liability company.

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<sup>1</sup> The remaining 2% ownership of GoldStar is held by Preston Meyer, General Manager for GoldStar. Mr. Meyer does not exercise any control over GoldStar.

<sup>2</sup> See 47 C.F.R. § 63.24(d), Note 1 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  
6720-B Rockledge Drive  
Suite 150  
Bethesda, MD 20817  
Phone: (202) 600-7273  
Fax: (202) 706-6056  
[dee@hermanwhiteaker.com](mailto:dee@hermanwhiteaker.com)

Assignee:

Donald L. Herman, Jr.  
Herman & Whiteaker, LLC  
6720-B Rockledge Drive  
Suite 150  
Bethesda, MD 20817  
Phone: (202) 600-7273  
Fax: (202) 706-6056  
[dee@hermanwhiteaker.com](mailto:dee@hermanwhiteaker.com)

Prior International Section 214 Authorization:

NKTC held International Section 214 authorization File No. ITC-214-20210701-00104, which authorizes global or limited global resale services. GoldStar has not previously held an International Section 214 authorization.

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

The name, address, citizenship, and principal business of the only entity that own at least ten percent of the equity of the Assignee is:

NKTC holds 98% of the membership shares of GoldStar. NKTC is a widely held corporation and no shareholder owns a ten (10) percent or greater interest in NKTC.

| <u>Name &amp; Address</u>   | <u>% Equity</u> | <u>Citizenship</u> | <u>Principal Business</u> |
|---|-----------------|--------------------|---------------------------|
| New Knoxville Telephone Company, Inc.<br>301 W. South Street<br>New Knoxville, Ohio 45871 | 98%             | Ohio Corporation   | Telecommunications        |

**Answer to Question 13**

The *pro forma* assignment of NKTC's International Section 214 authorization to GoldStar accomplished a corporate restructuring of the entity providing international services. The assignment was effective as of August 14, 2021.

GoldStar is controlled by NKTC, which owns 98% of the ownership interests in GoldStar. As described above, the remaining 2% owner of GoldStar, Mr. Meyer, does not exercise any control over GoldStar as identified in or similar to the factors in Note 1 to Rule §63.24(d). Following the assignment, GoldStar continues to be controlled by NKTC holding 98% of the ownership interests in GoldStar and without Mr. Meyer exercising any control over GoldStar, again as identified in or similar to the factors in Note 1 to Rule §63.24(d). The assignment was *pro forma* because NKTC continues to have ultimate control of the Section 214 authorization. There was no change in the ultimate ownership or control of the authorization.