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Via IBFS

February 24, 2017

Marlene H. Dortch, Secretary
Federal Communications Commission
445 12th Street, SW
Washington, DC 20554

RE: USConnect Holdings, Inc.
ITC-214-20000310-00140

Dear Ms. Dortch:

By letter dated May 18, 2005, Eastern Kansas Holdings, Inc. entered into a Letter of Assurance with the U.S. Department of Justice, including the Federal Bureau of Investigation and the U.S. Department of Homeland Security, (collectively, the USG Parties) in order to address national security, law enforcement and public safety concerns in connection with an application to the Federal Communications Commission for approval of the transfer of control of S & A Communications, Inc. (ITC-ASG-20050405-00140).¹ A request is hereby made on behalf of USConnect Holdings, Inc. (“USConnect”) that the Commission modify International 214 Authorization ITC-214-20000310-00140 to remove the condition requiring compliance with the 2005 Letter of Assurance. As detailed following, the authorization has since been assigned to USConnect Holdings, Inc., a corporation 100% owned by U.S. shareholders, and, as such, the Letter of Assurance condition is no longer necessary.

A notification of pro forma assignment of control from Eastern Kansas Holdings, Inc. to American Broadband Acquisition Corp. was filed in 2009 (see ITC-ASG-20090717-00335). Subsequently, S & A Telephone Company, Inc. and its direct subsidiary S & A Communications, Inc. were acquired by USConnect (see ITC-ASG-20130927-00269). All capital stock and membership interests in S & A Communications, Inc. were transferred to USConnect, a U.S. corporation.


American Broadband Acquisition Corp. retained no interest in S & A Communications, Inc. Furthermore, shareholders of USConnect Holdings and its wholly-owned subsidiary of S & A Communications are 100% owned by U.S. citizens. The USG Parties have indicated that in light of the transfer of ownership they would have no objection to

¹ See attached letter from David Cosson, Attorney for Eastern Kansas Holdings, Inc. to USG Parties, May 18, 2005 (“2005 Letter of Assurance”).

removing the 2005 Letter of Assurance as a condition on FCC authorization ITC-214-20000310-00140.

Attached is a Declaration in support of the statements contained in this letter. Any questions regarding this matter may be directed to the undersigned.

Sincerely,

A handwritten signature in black ink, appearing to read "John Kuykendall". The signature is fluid and cursive, with the first name "John" being more prominent than the last name "Kuykendall".

John Kuykendall, Vice President

JSI

jkuykendall@jsitel.com

(301) 459-7590

on behalf of
USConnect Holdings, Inc.

Attachments

cc: Deborah Rand, USConnect Holdings, Inc.

DECLARATION

I, Deborah Rand, do hereby declare under penalty of perjury the following:

1. I am Chief Executive Officer of USConnect Holdings, Inc.
2. I have read the foregoing modification request, which was prepared under my direction.
3. I certify under penalty of perjury that the factual statements contained herein are true and correct to the best of my knowledge, information and belief.

Signed: 

Deborah Rand, CEO
USConnect Holdings, Inc.

Executed this 21 day of FEBRUARY, 2017

K R A S K I N, M O O R M A N & C O S S O N, L L C
ATTORNEYS AT LAW

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May 18, 2005

Laura H. Parsky
Deputy Assistant Attorney General
Office of the Assistant Attorney General
Criminal Division – Room 2113
United States Department of Justice
950 Pennsylvania Avenue, N.W.
Washington, D.C. 20530

Patrick W. Kelley
Deputy General Counsel
Federal Bureau of Investigation
935 Pennsylvania Avenue, N.W.
Washington, D.C. 20535

Tina W. Gabbrielli
Director of Intelligence Coordination and
Special Infrastructure Protection Programs
Office of Infrastructure Protection
United States Department of Homeland Security
Washington, DC 20528

Dear Ms. Parsky, Ms. Gabbrielli, and Mr. Kelley:

This letter outlines the commitments made by Eastern Kansas Holdings, Inc. (“the Company”), to the U.S. Department of Justice (“DOJ”), including the Federal Bureau of Investigation (“FBI”), and to the U.S. Department of Homeland Security (“DHS”), in order to address national security, law enforcement and public safety concerns raised with regard to the Company’s application to the Federal Communications Commission (“FCC”) for transfer of control authority pursuant to Section 214 of the Communications Act of 1934, as amended.

Upon approval of its FCC application, and closing of underlying transaction, the Company will be the owner of all of the issued and outstanding capital stock of S&ATelephone Company, Inc. (“Telephone Company”) a rural telephone company as defined in 47 U.S.C. 153(37) with its office in Allen, Kansas. Eastern Kansas Holdings, Inc. is not itself a telecommunications carrier. The Company’s commitments herein relate to actions by and requests to the Telephone Company, and are necessarily contingent upon its closing of the underlying transaction, prior to which it has no authority to make commitments or otherwise act in the name of the Telephone Company.

The Company agrees that, for all customer billing records, subscriber information, and any other related information used, processed, or maintained in the ordinary course of business relating to communications services offered to U.S. persons, but not including subscriber listing information that the Company makes available for publication in public telephone books and public directory assistance in the normal course of business, ("U.S. records"), the Company will store such U.S. records exclusively in the United States. For these purposes, U.S. records shall include information subject to disclosure to a U.S. federal or state governmental entity under the procedures specified in Sections 2703(c) and (d) and Section 2709 of Title 18 of the United States Code. The Company agrees to ensure that U.S. records are not made subject to mandatory destruction under any foreign laws. The Company agrees to take all practicable measures to prevent unauthorized access to, or disclosure of the content of, communications or U.S. records, in violation of any U.S. federal, state, or local laws or of the commitments set forth in this letter.

The Company agrees that it will not, directly or indirectly, disclose or permit disclosure of or access to U.S. records or to any information (including the content of communications) pertaining to an order to intercept communications, an order for a pen register or a trap and trace device, a subpoena or other lawful demand by a U.S. law enforcement agency for U.S. records. No such disclosure will be made to any person if the purpose of such disclosure or access is to respond to the legal process or request on behalf of a non-U.S. government without first satisfying all pertinent requirements of U.S. law and obtaining the express written consent of the DOJ and DHS; or the authorization of a court of competent jurisdiction in the United States. The term "non-U.S. government" means any government, including an identified representative, agent, component or subdivision thereof, that is not a local, state or federal government in the United States. Any such requests or legal process submitted by a non-U.S. government to the Company shall be referred to the DOJ and DHS as soon as possible, and in no event later than five (5) business days after such request or legal process is received by or known to the Company, unless the disclosure of the request or legal process would be in violation of U.S. law or an order of a court in the U.S.

On April 4, 2003, the Telephone Company filed its Revised CALEA Systems Security and Integrity Policy Manual with the FCC pursuant to 47 C.F.R. 64.2105. Pursuant to 47 C.F.R. 64.2103(b)(4)(i), Attachment 1 to that Manual specifies the CALEA Designated Employee, who is available to respond to requests from law enforcement at any time. This designation remains valid. The Company agrees that, upon closing of the underlying transaction, the points of contact will continue to be assigned to an officer of the Telephone Company located in the United States. In the event of any post closing changes in such designations, , the Telephone Company will notify the FBI, DOJ and DHS in writing of the points of contact, and thereafter shall promptly notify the FBI, DOJ and DHS of any further change in such designation. Any changes in the points of contact shall be resident U.S. citizens, and the Telephone Company shall cooperate with any request by a U.S. government authority that a background check or security clearance process be completed for a designated point of contact.

The Company agrees that it will notify the FBI, DOJ and DHS promptly if there are material changes in any of the facts as represented in this letter or in the event that the Company acquires, directly or indirectly, by ownership in fee, indefeasible right of use, or lease, any significant new facility, including, without limitation, a switch, an international communications transmission facility, or other major transmission facility. All notices to be provided to the FBI, DOJ or DHS shall be directed to the named addressees of this letter.

The Company agrees that, in the event the commitments set forth in this letter are breached, in addition to any other remedy available at law or equity, the DOJ, FBI or DHS may request that the FCC modify, condition, revoke, cancel, or render null and void any relevant license, permit, or other authorization granted by the FCC to the Company or any successor-in-interest to the Company. Nothing herein shall be construed to be a waiver by the Company of, or limitation on, its right to oppose or comment on any such request.


We understand that, upon execution of this letter by an authorized representative or attorney for the Company, the DOJ, FBI and DHS shall notify the FCC that the DOJ, FBI and DHS have no objection to the FCC's grant of the Company's application filed with the FCC.

Sincerely,

Eastern Kansas Holdings, Inc.

Date: May 18, 2005

By:

A handwritten signature in black ink, appearing to read "David Cosson", written over a horizontal line.

Printed Name: David Cosson

Title: Attorney for Eastern Kansas
Holdings, Inc..