

UC 06-14

# WOODS & AITKEN

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2154 WISCONSIN AVENUE, NW  
WASHINGTON, D.C. 20007  
TELEPHONE 202-944-9500  
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LINCOLN OFFICE  
SUITE 500  
301 SOUTH 13TH STREET  
LINCOLN, NEBRASKA 68508-2578  
TELEPHONE 402-437-8500  
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Stamp and Return

OMAHA OFFICE  
SUITE 350  
10250 REGENCY CIRCLE  
OMAHA, NEBRASKA 68114-3754  
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FAX 402-898-7401

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**JOSHUA H. SEIDEMANN**

Direct Dial: 202-944-9503

E-Mail: [jseidemann@woodsaitken.com](mailto:jseidemann@woodsaitken.com)

*Admitted to practice only in the District of Columbia, New Jersey, and New York*

**RECEIVED**

January 6, 2006

JAN - 6 2006

Federal Communications Commission  
Office of Secretary

Marlene H. Dortch  
Secretary  
Federal Communications Commission  
445 12<sup>th</sup> Street, NW  
Washington, DC 20554

**Re: I/M/O HunTel Systems, Inc., Arlington Telephone Company, The Blair Telephone Company, Eastern Nebraska Telephone Company, Rock County Telephone Company, HunTel Cablevision, Inc., d/b/a Huntel Communications, and Noble Holdings, Inc. Application for Authorization Pursuant to Section 214 of the Communications Act, as Amended, for Transfer of Control**  
File No. \_\_\_\_\_

Dear Madam Secretary:

On behalf of HunTel Systems, Inc., Arlington Telephone Company, The Blair Telephone Company, Eastern Nebraska Telephone Company, Rock County Telephone Company, HunTel Cablevision, Inc., d/b/a Huntel Communications, and Noble Holdings, Inc., we attach herewith five copies of the above-referenced Application. The original and five (5) copies of this Application, along with the appropriate FCC Form 159 and application fee of \$895.00 (Eight Hundred Ninety Five Dollars), is submitted this date to the Commission's depository agent, Mellon Bank, in Pittsburgh, Pennsylvania. In addition, a copy of the pleading has been submitted for delivery to Tracey Wilson-Parker of the Wireline Competition Bureau.

The original of the Application contains an electronically transmitted signature on one the applicant verifications. The original of that page will be forwarded to the Commission after it arrives at our offices.

The undersigned may be contacted should you have any questions or require additional information.

Respectfully submitted,

  
Joshua Seidemann

Encl.

Stamp and Return

READ INSTRUCTIONS CAREFULLY  
BEFORE PROCEEDING

FEDERAL COMMUNICATIONS COMMISSION  
REMITTANCE ADVICE

Approved by OMB  
3060-0589

Page 1 of 7

(1) LOCK BOX # <b>358145</b>		<b>FCC/MELLON JAN 06 2006</b>		
<b>SECTION A - PAYER INFORMATION</b>				
(2) PAYER NAME (if paying by credit card enter name exactly as it appears on the card) <b>American Broadband Acquisition Corp.</b>			(3) TOTAL AMOUNT PAID (U.S. Dollars and cents) <b>\$895.00</b>	
(4) STREET ADDRESS LINE NO. 1 <b>750 Tyvola Road, Suite 100</b>				
(5) STREET ADDRESS LINE NO. 2				
(6) CITY <b>Charlotte</b>			(7) STATE <b>NC</b>	(8) ZIP CODE <b>28217</b>
(9) DAYTIME TELEPHONE NUMBER (include area code) <b>704-885-9036</b>			(10) COUNTRY CODE (if not in U.S.A.)	
<b>FCC REGISTRATION NUMBER (FRN) REQUIRED</b>				
(11) PAYER (FRN) <b>0014-48-3325</b>				
<b>IF MORE THAN ONE APPLICANT, USE CONTINUATION SHEETS (FORM 159-C) COMPLETE SECTION BELOW FOR EACH SERVICE. IF MORE BOXES ARE NEEDED, USE CONTINUATION SHEET</b>				
(13) APPLICANT NAME <b>Noble Holdings, Inc.</b>				
(14) STREET ADDRESS LINE NO. 1				
(15) STREET ADDRESS LINE NO. 2 <b>750 Tyvola Road</b>				
(16) CITY <b>Charlotte</b>			(17) STATE <b>NC</b>	(18) ZIP CODE <b>28217</b>
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<b>FCC REGISTRATION NUMBER (FRN) REQUIRED</b>				
(21) APPLICANT (FRN) <b>0014-48-0248</b>				
<b>COMPLETE SECTION C FOR EACH SERVICE, IF MORE BOXES ARE NEEDED, USE CONTINUATION SHEET</b>				
(23A) CALL SIGNOTHER ID	(24A) PAYMENT TYPE CODE <b>CUT</b>	(25A) QUANTITY <b>1</b>		
(26A) FEE DUE FOR (FTC)	(27A) TOTAL FEE <b>\$895.00</b>			
(28A) FCC CODE 1	(29A) FCC CODE 2			
(23B) CALL SIGNOTHER ID	(24B) PAYMENT TYPE CODE	(25B) QUANTITY		
(26B) FEE DUE FOR (FTC)	(27B) TOTAL FEE			
(28B) FCC CODE 1	(29D) FCC CODE 3			
<b>SECTION D - CERTIFICATION</b>				
CERTIFICATION STATEMENT <i>Jessie S. Edmondson</i> certifies under penalty of perjury that the foregoing and supporting information is true and correct to the best of my knowledge, information and belief.				
SIGNATURE <i>Jessie S. Edmondson</i>			DATE <b>5 Jan 06</b>	
<b>SECTION E - CREDIT CARD PAYMENT INFORMATION</b>				
MASTERCARD _____ VISA _____ AMEX _____ DISCOVER _____				
ACCOUNT NUMBER _____			EXPIRATION DATE _____	
I hereby authorize the FCC to charge my credit card for the service(s) authorization herein described.				
SIGNATURE _____			DATE _____	

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January 6, 2006

Marlene H. Dortch  
Secretary  
Federal Communications Commission  
445 12<sup>th</sup> Street, NW  
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**Re: I/M/O HunTel Systems, Inc., Arlington Telephone Company, The Blair Telephone Company, Eastern Nebraska Telephone Company, Rock County Telephone Company, HunTel Cablevision, Inc., d/b/a Huntel Communications, and Noble Holdings, Inc. Application for Authorization Pursuant to Section 214 of the Communications Act, as Amended, for Transfer of Control  
File No. \_\_\_\_\_**

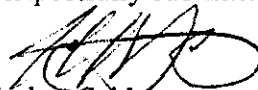
Dear Madam Secretary:

On behalf of HunTel Systems, Inc., Arlington Telephone Company, The Blair Telephone Company, Eastern Nebraska Telephone Company, Rock County Telephone Company, HunTel Cablevision, Inc., d/b/a Huntel Communications, and Noble Holdings, Inc., we attach herewith five copies of the above-referenced Application. The original and five (5) copies of this Application, along with the appropriate FCC Form 159 and application fee of \$895.00 (Eight Hundred Ninety Five Dollars), is submitted this date to the Commission's depository agent, Mellon Bank, in Pittsburgh, Pennsylvania. In addition, a copy of the pleading has been submitted for delivery to Tracey Wilson-Parker of the Wireline Competition Bureau.

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The undersigned may be contacted should you have any questions or require additional information.

Respectfully submitted,

  
Joshua Seidemann

Encl.

**BEFORE THE  
FEDERAL COMMUNICATIONS COMMISSION  
WASHINGTON, DC 20554**

In the Matter of )  
)  
HunTel Systems, Inc. )  
Arlington Telephone Company )  
The Blair Telephone Company )  
Eastern Nebraska Telephone Company )  
Rock County Telephone Company )  
HunTel Cablevision, Inc., d/b/a )  
Huntel Communications )  
)  
and )  
)  
Noble Holdings, Inc )  
)  
Application for Authorization Pursuant to )  
Section 214 of the Communications Act of 1934, )  
as Amended, for Transfer of Control )

WC Doc. No. \_\_\_\_\_

**APPLICATION FOR TRANSFER OF CONTROL**

HunTel Systems, Inc. (“HunTel”), Arlington Telephone Company (“Arlington”), The Blair Telephone Company (“Blair”), Eastern Nebraska Telephone Company, (“Eastern Nebraska”), Rock County Telephone Company, (“Rock County”) and HunTel Cablevision, Inc., d/b/a Huntel Communications (“Cablevision”) (collectively “Transferors”) and Noble Holdings, Inc., (“Noble” or “Transferee”) (collectively Noble, HunTel, Arlington, Blair, Eastern Nebraska, Rock County and HunTel Communications are the “Applicants”), by their undersigned counsel, and pursuant to Section 214 of the Communications Act of 1934, as amended, 47 U.S.C. § 214 (the “Act”), and Section 63.04 of the rules of the Federal Communications Commission (“FCC” or the “Commission”), 47 C.F.R. § 63.04, hereby request

authority to transfer control of Arlington, Blair, Eastern Nebraska, Rock County and Cablevision (“transferred companies”) to Noble. As described in this Application, Applicants have entered into agreements pursuant to which Noble, together with its affiliate, American Broadband Capital, Inc. (“ABB”) will acquire all of the issued and outstanding shares of each of the transferred companies from Huntel. Noble will acquire 73.8% of the stock and ABB will acquire 26.2%.

Following the Transaction, the transferred companies will continue to provide service to their customers in their respective territories as subsidiaries of Noble.

Pursuant to Section 63.04(a) of the Commission’s rules, the Applicants provide the following information in support of this transaction:

**(1) Applicants’ Name, Address and Telephone Number**

Transferors: HunTel Systems, Inc.  
P.O. Box 400  
1638 Lincoln St.  
Blair, NE 68008

Telephone: (402) 533-1000  
Facsimile: (402) 533-1111

Transferee: Noble Holdings, Inc.  
C/O American Broadband Communications, LLC  
Attention: Patrick L. Eudy  
President  
756 Tyvola Road, Suite 100  
Charlotte, NC 28217

Telephone: (704) 665-9036  
Facsimile: (888) 698-7975

**(2) State of Organization**

(a) HunTel, Arlington, Blair, Eastern Nebraska, Rock County, and Cablevision are Nebraska corporations.

(b) Noble Holdings, Inc. is a North Carolina corporation.

**(3) Contact Information**

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

**Transferors:** Mike Jacobson  
President & CEO  
HunTel Systems  
P.O. Box 400  
1638 Lincoln St.  
Blair, NE 68008

Telephone: (402) 533-1000  
Facsimile: (402) 533-1111

**Transferee:** Patrick L. Eudy  
President and CEO  
Noble Holdings, Inc.  
c/o American Broadband Communications, LLC  
756 Tyvola Road, Suite 100  
Charlotte, NC 28217

Telephone: (704) 665-9036  
Facsimile: (888) 698-7975

**Copies of all correspondence, notices, and inquiries should also be addressed to:**

David Cosson  
2154 Wisconsin Avenue, NW  
Washington, DC 20037  
Telephone: (202) 333-5275  
Facsimile: (202) 333-5274

Paul M. Schudel  
Woods & Aitken LLP  
301 South 13<sup>th</sup> Street, Suite 500  
Lincoln, NE 68508  
Telephone: (402) 437-8500  
Facsimile: (402) 437-8558

(4) Ten Percent (10%) Equity Shareholders:

**TRANSFERORS:**

**Arlington, Blair, Eastern Nebraska, Rock County, and Cablevision are owned by:**

	<u>% Equity</u>	<u>Citizenship</u>	<u>Principal Business</u>
<u>Huntel Systems, Inc.</u>	100	USA	Telecom

**Huntel Systems, Inc. has two owners with 10% or more equity:**

Hugh W. Hunt	39.33	USA	Telecom
Richard A. Hunt	36.25	USA	Telecom

**TRANSFeree:**

**Noble Holdings, Inc. is owned by:<sup>1</sup>**

<u>American Broadband Acquisition Corp. II</u>	100%	USA	Telecom
--	------	-----	---------

**American Broadband Acquisition Corp. II is owned by:**

<u>American Broadband Communications, LLC</u>	49%	USA	Telecom
<u>Signal Equity Partners II, LP</u>	40%	USA	Investments

---

<sup>1</sup> American Broadband Capital Inc. ("ABB") will hold 26.2% of the equity of transferred companies. Signal Equity Partners II owns 51% of ABB and 49% is held by American Broadband Communications, LLC. The ownership of those two entities is detailed in the text.

**American Broadband Communications, LLC<sup>2</sup> is owned as follows:**

	<u>% Equity</u>	<u>Citizenship</u>	<u>Principal Business</u>
William H. Tucker	48.75%	USA	Telecom
Patrick L. Eudy <sup>3</sup>	48.75%	USA	Telecom

**Signal Equity Partners II, LP is owned as follows:**

	<u>% Equity</u>	<u>Citizenship</u>	<u>Principal Business</u>
Signal Equity Advisors II, LLC	2.94% GP	USA	Investments
Garden House, LLC <sup>4</sup>	58.9% LP	USA	Investments
Eurazeo <sup>5</sup>	23.5% LP	France	Investments

<sup>2</sup> American Broadband Communications, Inc., ("ABCI"), a sister corporation to American Broadband Communications LLC ("ABCL"), holds 40% of American Georgetown, Inc., which, in turn, owns 100% of Georgetown Telephone Company, an Incumbent Local Exchange Carrier ("ILEC") in Mississippi. Signal Equity Partners II, LP ("Signal"), owns the remaining 60% of American Georgetown, Inc. ABCI also holds 49% of Northwest Missouri Holdings, Inc., which, in turn, holds 100% of Oregon Farmers Mutual Telephone Company, an ILEC in Missouri. Signal owns the remaining 51% of Northwest Missouri Holdings, Inc. ABCL owns 49% of Eastern Kansas Holdings, Inc., which, in turn, owns 100% of S & A Telephone Company, Inc., a Kansas ILEC. Signal owns the remaining 51% of Eastern Kansas Holdings, Inc. ABCL owns 49%, and Signal owns 51% of Pymatuning Holding Company, which owns 100% of the Pymatuning Independent Telephone Company, a Pennsylvania rural ILEC. American Broadband Acquisition Corp. has a 100% interest in Waverly Hall Holdings, Inc., which in turn owns 100% of Waverly Hall Telephone, LLC, an ILEC in Georgia. American Broadband Acquisition Corp. has a 100% interest in Mail Holdings, Inc., which in turn owns 100% of Gridley Enterprises, Inc., which in turn owns 100% of Gridley communications, Inc. and Gridley Telephone Co., an ILEC in Illinois.

<sup>3</sup> Mr. Eudy owns 60% of Dialog Telecommunications, a competitive local exchange carrier operating in Kentucky, Mississippi and North Carolina.

<sup>4</sup> Eliot Nolen, a US citizen, owns approximately 95% of Garden House, LLC and does not own or control other communications businesses.

<sup>5</sup> Eurazeo indirectly owns approximately 15.2% of Eutelsat, which it holds through a 66% interest in BlueBirds (which holds a 23% interest in Eutelsat). Eutelsat provides communications services in Europe and the Indian Ocean Region. Eurazeo also owns a 11% interest in Distacom, which owns companies providing mobile telephone service in Hong Kong and India.



Burden Direct Investment Fund III                      11.76% LP    USA                      Investments

**Signal Equity Advisors II. LLC has the following owners:**

	<u>%</u>	<u>Citizenship</u>	<u>Principal Business</u>
Timothy P. Bradley	23.3%	USA	Investments
Alfred J. Puchala, Jr.	22.3%	USA	Investments
Christian Nolen	19.6%	USA	Investments
Malcolm C. Nolen	19.6%	USA	Investments
Charles T. Lake, II	11.2%	USA	Investments

The foregoing reflects all general partnership interests and all 10% or more derivative equity interests in applicants.

**(5) Certification Pursuant to Rules 1.2001-1.2003**

Applicants hereby certify, pursuant to 47 C.F.R. §§ 1.2001-1.2003, that to the best of their knowledge, information, and belief, no party to the Application is subject to denial of federal benefits pursuant to section 5301 of the Anti-Drug Abuse Act of 1988, 21 U.S.C. § 862.

**(6) Description of the Transaction**

Noble and ABB will purchase from HunTel all of the outstanding shares of common stock of the transferred companies. Upon successful consummation of the Transaction, the transferred companies will continue to provide local and long distance telephone service to their current subscribers, as owned subsidiaries of Noble.

**(7) Geographic Description**

Arlington, Blair, Eastern Nebraska, and Rock County are incumbent local exchange carriers providing exchange and exchange access in the Arlington, Blair, Fort Calhoun, Kennard, Belden, Carroll, Macy, Meadow Grove, Osmond, Rosalie, Walthill, Winnebago, Bassett and Newport, Nebraska exchanges. Cablevision is competitive local exchange carrier providing

exchange and exchange access in the Tekamah exchange, and is a toll reseller serving customers in those exchanges identified in the preceding sentence.

**(8) Streamlined Treatment**

**The Applicants request streamlined treatment for this Application which qualifies for streamlining under Sections 63.03 of the Commission's rules.**

The Application is entitled to a presumption of applicability of the streamlined procedures pursuant to Sections 63.03(b)(2)(ii) and (iii). At the close of the Transaction Noble, together with its affiliates, will have a less than 10% share of the interstate, interexchange market.<sup>6</sup> With respect to Section 63.03(b)(2)(ii), Dialog Telecommunications, a non-dominant carrier provides services exclusively outside the geographic area where the dominant carriers, Elsie and Dalton are dominant. With respect to Section 63.03(b)(2)(ii), the applicant and Noble's affiliates, Georgetown Telephone Company, Oregon Farmers Mutual Telephone Company, Pymatuning Telephone Company, S&A Telephone Company, Waverly Hall Telephone, LLC and Gridley Telephone Company, and its future affiliates Dalton and Elsie have fewer than two (2) percent of the nation's subscriber lines and there are no overlapping or adjacent service areas. There are no requests for waivers associated with this Application.

**(9) Other Related Applications Before the Commission**

Applicants will apply for transfer of HunTel's International Section 214 Authority.

**(10) Statement of Imminent Business Failure**

Not applicable.

**(11) Separately Filed Waiver Requests**

None

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<sup>6</sup> Noble Holdings, Inc. is a holding company which does not itself provide telecommunications services at any location.

**(12) Public Interest Statement**

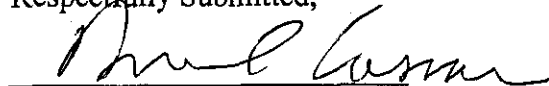
Upon consummation of the Transaction, the transferred companies will continue to provide high quality, modern local exchange, exchange access and long distance service to their current subscribers in a manner that will be transparent to them. Grant of this Application will ensure that the transferred companies will become financially stronger companies as a result of their affiliation with Noble, a larger organization with greater access to financial and technical resources.

**Conclusion.**

For the foregoing reasons, Applicants respectfully request that the Commission promptly grant this Application.

Respectfully Submitted,

By:



David Cosson, Esq.

Counsel to Noble

2154 Wisconsin Avenue, NW

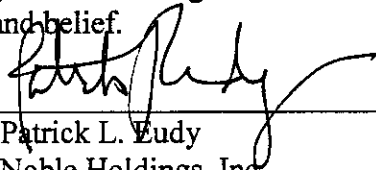
Washington, DC 20007

January 5, 2006

**DECLARATION OF PATRICK L. EUDY**

I, Patrick L. Eudy, President of Noble Holdings, Inc., do hereby declare under penalties of perjury that I have read the foregoing "APPLICATION FOR TRANSFER OF CONTROL" and that the information contained therein regarding Noble Holdings and its affiliates is true and accurate to the best of my knowledge, information, and belief.

Dated: 1/5/06

  
\_\_\_\_\_  
Patrick L. Eudy  
Noble Holdings, Inc.  
c/o American Broadband  
Communications, LLC  
756 Tyvola Road, Suite 100  
Charlotte, NC 28217

**DECLARATION OF MICHAEL JACOBSON**

I, Michael Jacobson, President and CEO of HunTel Systems, do hereby declare under penalties of perjury that I have read the foregoing "APPLICATION FOR TRANSFER OF CONTROL" and that the information contained therein regarding HunTel Systems and its affiliates is true and accurate to the best of my knowledge, information, and belief.

Dated: 1/03/06



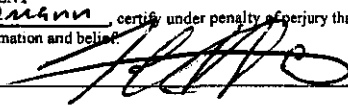
Michael Jacobson  
President and CEO  
HunTel Systems  
PO Box 400  
1638 Lincoln Street  
Blair, NE 68008

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REMITTANCE ADVICE

Approved by OMB  
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<b>SECTION D - CERTIFICATION</b>			
<b>CERTIFICATION STATEMENT</b> I, <u>Joshua Sedemann</u> , certify under penalty of perjury that the foregoing and supporting information is true and correct to the best of my knowledge, information and belief.			
SIGNATURE <u></u>		DATE <u>5 Jan 06</u>	
<b>SECTION E - CREDIT CARD PAYMENT INFORMATION</b>			
MASTERCARD _____ VISA _____ AMEX _____ DISCOVER _____			
ACCOUNT NUMBER _____		EXPIRATION DATE _____	
I hereby authorize the FCC to charge my credit card for the service(s)/authorization herein described.			
SIGNATURE _____		DATE _____	

FEDERAL COMMUNICATIONS COMMISSION  
REMITTANCE ADVICE (CONTINUATION SHEET)

Page No. 2 of 7

SPECIAL USE  
FCC USE ONLY

USE THIS SECTION ONLY FOR EACH ADDITIONAL APPLICANT  
SECTION BB - ADDITIONAL APPLICANT INFORMATION

(13) APPLICANT NAME

**Arlington Telephone Company**

(14) STREET ADDRESS LINE NO. 1

**1638 Lincoln Street**

(15) STREET ADDRESS LINE NO. 2

**PO Box 400**

(16) CITY

**Blair**

(17) STATE

**NE**

(18) ZIP CODE

**68008**

(19) DAYTIME TELEPHONE NUMBER (include area code)

**402-533-1000**

(20) COUNTRY CODE (if not in U.S.A.)

FCC REGISTRATION NUMBER (FRN) REQUIRED

(21) APPLICANT (FRN)

**0003-74-6542**

COMPLETE SECTION C FOR EACH SERVICE, IF MORE BOXES ARE NEEDED, USE CONTINUATION SHEET

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(28F) FCC CODE 1	(29F) FCC CODE 2	

FEDERAL COMMUNICATIONS COMMISSION  
REMITTANCE ADVICE (CONTINUATION SHEET)

Page No. 3 of 7

SPECIAL USE  
FCC USE ONLY

USE THIS SECTION ONLY FOR EACH ADDITIONAL APPLICANT  
SECTION BB - ADDITIONAL APPLICANT INFORMATION

(13) APPLICANT NAME  
**The Blair Telephone Company**

(14) STREET ADDRESS LINE NO. 1

(15) STREET ADDRESS LINE NO. 2  
**PO Box 400**

(16) CITY  
**Blair** (17) STATE **NE** (18) ZIP CODE **68008**

(19) DAYTIME TELEPHONE NUMBER (include area code) **402-533-1000** (20) COUNTRY CODE (if not in U.S.A.)

FCC REGISTRATION NUMBER (FRN) REQUIRED

(21) APPLICANT (FRN)  
**0002-39-3601**

COMPLETE SECTION C FOR EACH SERVICE, IF MORE BOXES ARE NEEDED, USE CONTINUATION SHEET

(23A) CALL SIGN/OTHER ID	(24A) PAYMENT TYPE CODE	(25A) QUANTITY
(26A) FEE DUE FOR (PTC)	(27A) TOTAL FEE	
(28A) FCC CODE 1	(29A) FCC CODE 2	

(23B) CALL SIGN/OTHER ID	(24B) PAYMENT TYPE CODE	(25B) QUANTITY
(26B) FEE DUE FOR (PTC)	(27B) TOTAL FEE	
(28B) FCC CODE 1	(29B) FCC CODE 2	

(23C) CALL SIGN/OTHER ID	(24C) PAYMENT TYPE CODE	(25C) QUANTITY
(26C) FEE DUE FOR (PTC)	(27C) TOTAL FEE	
(28C) FCC CODE 1	(29C) FCC CODE 2	

(23D) CALL SIGN/OTHER ID	(24D) PAYMENT TYPE CODE	(25D) QUANTITY
(26D) FEE DUE FOR (PTC)	(27D) TOTAL FEE	
(28D) FCC CODE 1	(29D) FCC CODE 2	

(23E) CALL SIGN/OTHER ID	(24E) PAYMENT TYPE CODE	(25E) QUANTITY
(26E) FEE DUE FOR (PTC)	(27E) TOTAL FEE	
(28E) FCC CODE 1	(29E) FCC CODE 2	

(23F) CALL SIGN/OTHER ID	(24F) PAYMENT TYPE CODE	(25F) QUANTITY
(26F) FEE DUE FOR (PTC)	(27F) TOTAL FEE	
(28F) FCC CODE 1	(29F) FCC CODE 2	



FEDERAL COMMUNICATIONS COMMISSION  
REMITTANCE ADVICE (CONTINUATION SHEET)

Page No. 4 of 7

SPECIAL USE  
FCC USE ONLY

USE THIS SECTION ONLY FOR EACH ADDITIONAL APPLICANT  
SECTION BB - ADDITIONAL APPLICANT INFORMATION

(13) APPLICANT NAME  
**Eastern Nebraska Telephone Co.**

(14) STREET ADDRESS LINE NO. 1  
**1638 Lincoln Street**

(15) STREET ADDRESS LINE NO. 2  
**PO Box 400**

(16) CITY  
**Blair**

(17) STATE  
**NE**

(18) ZIP CODE  
**68008**

(19) DAYTIME TELEPHONE NUMBER (include area code)  
**402-533-1000**

(20) COUNTRY CODE (if not in U.S.A.)

FCC REGISTRATION NUMBER (FRN) REQUIRED

(21) APPLICANT (FRN)  
**0003-7382-83**

(22) FCC USE ONLY

COMPLETE SECTION C FOR EACH SERVICE, IF MORE BOXES ARE NEEDED, USE CONTINUATION SHEET

(23A) CALL SIGN/OTHER ID	(24A) PAYMENT TYPE CODE	(25A) QUANTITY
(26A) FEE DUE FOR (PTC)	(27A) TOTAL FEE	FCC USE ONLY
(28A) FCC CODE 1	(29A) FCC CODE 2	
(23B) CALL SIGN/OTHER ID	(24B) PAYMENT TYPE CODE	(25B) QUANTITY
(26B) FEE DUE FOR (PTC)	(27B) TOTAL FEE	FCC USE ONLY
(28B) FCC CODE 1	(29B) FCC CODE 2	
(23C) CALL SIGN/OTHER ID	(24C) PAYMENT TYPE CODE	(25C) QUANTITY
(26C) FEE DUE FOR (PTC)	(27C) TOTAL FEE	FCC USE ONLY
(28C) FCC CODE 1	(29C) FCC CODE 2	
(23D) CALL SIGN/OTHER ID	(24D) PAYMENT TYPE CODE	(25D) QUANTITY
(26D) FEE DUE FOR (PTC)	(27D) TOTAL FEE	FCC USE ONLY
(28D) FCC CODE 1	(29D) FCC CODE 2	
(23E) CALL SIGN/OTHER ID	(24E) PAYMENT TYPE CODE	(25E) QUANTITY
(26E) FEE DUE FOR (PTC)	(27E) TOTAL FEE	FCC USE ONLY
(28E) FCC CODE 1	(29E) FCC CODE 2	
(23F) CALL SIGN/OTHER ID	(24F) PAYMENT TYPE CODE	(25F) QUANTITY
(26F) FEE DUE FOR (PTC)	(27F) TOTAL FEE	FCC USE ONLY
(28F) FCC CODE 1	(29F) FCC CODE 2	

FEDERAL COMMUNICATIONS COMMISSION  
REMITTANCE ADVICE (CONTINUATION SHEET)

Page No. 5 of 7

SPECIAL USE  
FCC USE ONLY

USE THIS SECTION ONLY FOR EACH ADDITIONAL APPLICANT  
SECTION BB - ADDITIONAL APPLICANT INFORMATION

(13) APPLICANT NAME  
**Rock County Telephone Company**

(14) STREET ADDRESS LINE NO. 1  
**1638 Lincoln Street**

(15) STREET ADDRESS LINE NO. 2  
**PO Box 400**

(16) CITY  
**Blair**

(17) STATE  
**NE**

(18) ZIP CODE  
**68008**

(19) DAYTIME TELEPHONE NUMBER (include area code)  
**402-533-1000**

(20) COUNTRY CODE (if not in U.S.A.)

FCC REGISTRATION NUMBER (FRN) REQUIRED

(21) APPLICANT (FRN)  
**0006-79-9670**

COMPLETE SECTION C FOR EACH SERVICE, IF MORE BOXES ARE NEEDED, USE CONTINUATION SHEET

(23A) CALL SIGN/OTHER ID	(24A) PAYMENT TYPE CODE	(25A) QUANTITY
(26A) FEE DUE FOR (PTC)	(27A) TOTAL FEE	FCC USE ONLY
(28A) FCC CODE 1	(29A) FCC CODE 2	
(23B) CALL SIGN/OTHER ID	(24B) PAYMENT TYPE CODE	(25B) QUANTITY
(26B) FEE DUE FOR (PTC)	(27B) TOTAL FEE	FCC USE ONLY
(28B) FCC CODE 1	(29B) FCC CODE 2	
(23C) CALL SIGN/OTHER ID	(24C) PAYMENT TYPE CODE	(25C) QUANTITY
(26C) FEE DUE FOR (PTC)	(27C) TOTAL FEE	FCC USE ONLY
(28C) FCC CODE 1	(29C) FCC CODE 2	
(23D) CALL SIGN/OTHER ID	(24D) PAYMENT TYPE CODE	(25D) QUANTITY
(26D) FEE DUE FOR (PTC)	(27D) TOTAL FEE	FCC USE ONLY
(28D) FCC CODE 1	(29D) FCC CODE 2	
(23E) CALL SIGN/OTHER ID	(24E) PAYMENT TYPE CODE	(25E) QUANTITY
(26E) FEE DUE FOR (PTC)	(27E) TOTAL FEE	FCC USE ONLY
(28E) FCC CODE 1	(29E) FCC CODE 2	
(23F) CALL SIGN/OTHER ID	(24F) PAYMENT TYPE CODE	(25F) QUANTITY
(26F) FEE DUE FOR (PTC)	(27F) TOTAL FEE	FCC USE ONLY
(28F) FCC CODE 1	(29F) FCC CODE 2	

FEDERAL COMMUNICATIONS COMMISSION  
REMITTANCE ADVICE (CONTINUATION SHEET)

Page No. 6 of 7

SPECIAL USE  
FCC USE ONLY

USE THIS SECTION ONLY FOR EACH ADDITIONAL APPLICANT  
SECTION BB - ADDITIONAL APPLICANT INFORMATION

(13) APPLICANT NAME  
**HunTel CableVision**

(14) STREET ADDRESS LINE NO. 1

(15) STREET ADDRESS LINE NO. 2  
**PO Box 400**

(16) CITY  
**Blair**

(17) STATE  
**NE**

(18) ZIP CODE  
**68008**

(19) DAYTIME TELEPHONE NUMBER (include area code)  
**402-533-1000**

(20) COUNTRY CODE (if not in U.S.A.)

FCC REGISTRATION NUMBER (FRN) REQUIRED

(21) APPLICANT (FRN)  
**0008-79-4414**

COMPLETE SECTION C FOR EACH SERVICE, IF MORE BOXES ARE NEEDED, USE CONTINUATION SHEET

(23A) CALL SIGN/OTHER ID	(24A) PAYMENT TYPE CODE	(25A) QUANTITY
(26A) FEE DUE FOR (PTC)	(27A) TOTAL FEE	
(28A) FCC CODE 1	(29A) FCC CODE 2	
(23B) CALL SIGN/OTHER ID	(24B) PAYMENT TYPE CODE	(25B) QUANTITY
(26B) FEE DUE FOR (PTC)	(27B) TOTAL FEE	
(28B) FCC CODE 1	(29B) FCC CODE 2	
(23C) CALL SIGN/OTHER ID	(24C) PAYMENT TYPE CODE	(25C) QUANTITY
(26C) FEE DUE FOR (PTC)	(27C) TOTAL FEE	
(28C) FCC CODE 1	(29C) FCC CODE 2	
(23D) CALL SIGN/OTHER ID	(24D) PAYMENT TYPE CODE	(25D) QUANTITY
(26D) FEE DUE FOR (PTC)	(27D) TOTAL FEE	
(28D) FCC CODE 1	(29D) FCC CODE 2	
(23E) CALL SIGN/OTHER ID	(24E) PAYMENT TYPE CODE	(25E) QUANTITY
(26E) FEE DUE FOR (PTC)	(27E) TOTAL FEE	
(28E) FCC CODE 1	(29E) FCC CODE 2	
(23F) CALL SIGN/OTHER ID	(24F) PAYMENT TYPE CODE	(25F) QUANTITY
(26F) FEE DUE FOR (PTC)	(27F) TOTAL FEE	
(28F) FCC CODE 1	(29F) FCC CODE 2	

FEDERAL COMMUNICATIONS COMMISSION  
REMITTANCE ADVICE (CONTINUATION SHEET)

Page No. 7 of 7

SPECIAL USE  
FCC USE ONLY

USE THIS SECTION ONLY FOR EACH ADDITIONAL APPLICANT  
SECTION BB - ADDITIONAL APPLICANT INFORMATION

(13) APPLICANT NAME <b>HunTel Systems, Inc.</b>		
(14) STREET ADDRESS LINE NO. 1 <b>1638 Lincoln Street</b>		
(15) STREET ADDRESS LINE NO. 2 <b>PO Box 400</b>		
(16) CITY <b>Blair</b>	(17) STATE <b>NE</b>	(18) ZIP CODE <b>68008</b>
(19) DAYTIME TELEPHONE NUMBER (include area code) <b>402-533-1000</b>	(20) COUNTRY CODE (if not in U.S.A.)	

FCC REGISTRATION NUMBER (FRN) REQUIRED

(21) APPLICANT (FRN) <b>0014-4926-23</b>	(22) REGISTRATION NUMBER
---	--------------------------

COMPLETE SECTION C FOR EACH SERVICE, IF MORE BOXES ARE NEEDED, USE CONTINUATION SHEET

(23A) CALL SIGN/OTHER ID	(24A) PAYMENT TYPE CODE	(25A) QUANTITY
(26A) FEE DUE FOR (PTC)	(27A) TOTAL FEE	
(28A) FCC CODE 1	(29A) FCC CODE 2	
(23B) CALL SIGN/OTHER ID	(24B) PAYMENT TYPE CODE	(25B) QUANTITY
(26B) FEE DUE FOR (PTC)	(27B) TOTAL FEE	
(28B) FCC CODE 1	(29B) FCC CODE 2	
(23C) CALL SIGN/OTHER ID	(24C) PAYMENT TYPE CODE	(25C) QUANTITY
(26C) FEE DUE FOR (PTC)	(27C) TOTAL FEE	
(28C) FCC CODE 1	(29C) FCC CODE 2	
(23D) CALL SIGN/OTHER ID	(24D) PAYMENT TYPE CODE	(25D) QUANTITY
(26D) FEE DUE FOR (PTC)	(27D) TOTAL FEE	
(28D) FCC CODE 1	(29D) FCC CODE 2	
(23E) CALL SIGN/OTHER ID	(24E) PAYMENT TYPE CODE	(25E) QUANTITY
(26E) FEE DUE FOR (PTC)	(27E) TOTAL FEE	
(28E) FCC CODE 1	(29E) FCC CODE 2	
(23F) CALL SIGN/OTHER ID	(24F) PAYMENT TYPE CODE	(25F) QUANTITY
(26F) FEE DUE FOR (PTC)	(27F) TOTAL FEE	
(28F) FCC CODE 1	(29F) FCC CODE 2	

AMERICAN BROADBAND ACQUISITION CORP.  
756 Tyvola Rd. Ste 100  
Charlotte, NC 28217

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BRANCH 30139

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*Patricia G. [Signature]*

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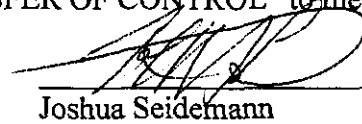


1256

MP

Certificate of Service

I, Joshua Seidemann, of Woods & Aitken, LLP, do hereby certify that on this 6th day of January 2006 I caused to be sent via First Class US Mail, postage prepaid, the foregoing "APPLICATION FOR TRANSFER OF CONTROL" to the following:

 *6th Jan 2006*  
Joshua Seidemann

Gov. David Heineman  
State of Nebraska  
State Capitol Building  
15<sup>th</sup> and K Streets  
Lincoln, NE 68509

\* Competition Policy Division  
Wireline Competition Bureau  
Federal Communications Comm.  
445 12<sup>th</sup> Street, SW  
Washington, DC 20554

US Department of Defense  
Assistant Secretary of Defense for C31  
1000 Defense Pentagon, Room 3E712  
Washington, DC 20301-1000

US Department of State  
EB/CIP/SCA  
Room 4826  
2001 C Street, NW  
Washington, DC 20520

\* *via hand delivery*