

**Before the  
FEDERAL COMMUNICATIONS COMMISSION  
Washington, D.C. 20554**

In the Matter of )  
)  
**Majority Shareholders of** )  
**Community Telephone Company, Inc. and its** )  
**Wholly owned Subsidiary, Comcell, Inc.** )  
Transferors )  
)  
and )  
)  
**Hilliary Communications, LLC,** )  
Transferee )  
)  
For Consent to Transfer Control pursuant to Section 214 )  
of the Communications Act of 1934, as amended )

File No. \_\_\_\_\_

**JOINT APPLICATION FOR STREAMLINED TRANSFER OF CONTROL  
OF DOMESTIC AND INTERNATIONAL AUTHORIZATIONS HELD BY  
COMMUNITY TELEPHONE COMPANY, INC.  
AND ITS WHOLLY OWNED SUBSIDIARY, COMCELL, INC.**

The majority shareholders of Community Telephone Company, Inc. (“Community” or “Transferors”) and Hilliary Communications, LLC (“Hilliary” or “Transferee”) hereby request authorization to transfer control of the Section 214 authorizations held by Community and its wholly-owned subsidiary, Comcell, Inc. (“Comcell”) (collectively, the “Community Companies”) from the current holders of the majority of Community shares to Hilliary, pursuant to the Commission's streamlined procedures, 47 C.F.R. § 63.03. This Application is being filed simultaneously with the Wireline Competition Bureau and the International Bureau.

The proposed transaction is entitled to streamlined treatment pursuant to section 63.03(b)(2)(iii) of the Commission's Rules. Upon consummation of the transfer of control,

all companies affiliated with Hilliary will have a market share in the interstate, interexchange market of less than 10%. In addition, all the rural LEC affiliates of Hilliary will have, in combination, fewer than two (2) percent of the subscriber lines installed in the aggregate nationwide. Finally the transaction would result in no new overlapping or adjacent service areas.

### **Background**

Community is a small rural telephone company providing local exchange and exchange access service in north central Texas. Its wholly owned subsidiary, Comcell, Inc., also provides domestic and international services in the telephone service area, as well as unregulated Internet services.

Hilliary, a diversified communications company affiliated with companies providing LEC, cable and unregulated services to communities in southern Oklahoma, proposes to assume control of the Community Companies by purchasing the majority interest (84.474328%) in the single class of issued and outstanding stock of Community. After the proposed transaction, which applicants seek to consummate on or before September 30, 2010, Community and Comcell each will continue to exist and operate, providing uninterrupted service pursuant to current rates, terms and conditions.<sup>1</sup> Accordingly, the transaction will be transparent to existing customers.

In support of this application, the following information is submitted in accordance with the requirements of the Commission's Rules:

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<sup>1</sup> The proposed transaction will be transparent to current subscribers. Any modifications to the terms and conditions of service will be made in conformance with applicable tariffs and other regulatory obligations.

**Transfer of Control of International Section 214 Authorization**

Applicant Comcell resells switched international long distance toll services to residential and business customers pursuant to an international Section 214 authorization granted by the Commission under File No. ITC-214-19981124-00825. In accordance with the requirements of Section 63.24(e) of the Commission's Rules, Applicants submit the following information:

**(1) Name, address and telephone number of each applicant:**

**Transferors:**

**The Majority Shareholders of Community Telephone Company, Inc.  
Comcell, Inc.**  
P.O. Box 165  
Windthorst, TX 76389  
Telephone: (940) 423-6606

**Transferee:**

**Hilliary Communications, LLC**  
# 1 Big Rock Blvd.  
Medicine Park, Oklahoma 73557  
Telephone: (580) 529-2700

**(2) Government, state or territory under the laws of which each corporate or partnership applicant is organized**

Transferors Community and Comcell are organized under the laws of the State of Texas. Transferee Hilliary is organized under the laws of the State of Oklahoma.

**(3) Name, title, post office address, and telephone number of the officer or contact point to whom correspondence concerning the application is to be addressed**

For each of Community, the Community Majority Shareholders and Comcell:

Clifford Humpert  
General Manager  
Community Telephone Company, Inc.  
P.O. Box 165  
Windthorst, Texas 76389  
Telephone: (940) 423-6606

For Hilliary:

Douglas Joe Hilliary  
General Manager  
Hilliary Communications, LLC  
# 1 Big Rock Blvd.  
Medicine Park, Oklahoma 73557  
Telephone: (580) 529-2700

*With copies for each applicant to:*

Sylvia Lesse  
Communications Advisory Counsel LLC  
2154 Wisconsin Avenue, NW  
Washington, DC 20007  
Tel. (202) 333-5273  
Fax (202) 333-5274

**(4) Statement as to whether the applicant had previously received authority under Section 214 of the Act.**

Applicant Community owns 100% of the equity interest in Applicant Comcell. Comcell holds global switched resale authority under Section 214 pursuant to a grant under File No. ITC-214-19981124-00825. Other than this authorization, no other applicant has applied for or holds any Section 214 authorization.

**(5) Name, address, citizenship and principal business of any person or entity that directly or indirectly owns at least ten percent of the equity of the applicant entities:**

**Transferors Community and Comcell**

Transferor Comcell is a wholly owned subsidiary of Community. There are no Community shareholders who individually hold 10% or more of Community shares. The Selling Shareholders are all members of the Humpert family. The following Humpert family members own the largest blocks of shares:

<u>Name &amp; Address</u>	<u>Equity</u>	<u>Citizenship</u>	<u>Principal Business</u>
Beth Geis c/o Community Telephone Co., Inc. P.O. Box 165 Windthorst, Texas 76389	9.4132 %	USA	telecommunications
Clifford Humpert c/o Community Telephone Co., Inc. P.O. Box 165 Windthorst, Texas 76389	9.4132 %	USA	telecommunications
Danny Humpert c/o Community Telephone Co., Inc. P.O. Box 165 Windthorst, Texas 76389	9.6577 %	USA	telecommunications
Kenny Humpert c/o Community Telephone Co., Inc. P.O. Box 165 Windthorst, Texas 76389	9.7800 %	USA	telecommunications
Mike Humpert c/o Community Telephone Co., Inc. P.O. Box 165 Windthorst, Texas 76389	9.5354 %	USA	telecommunications

**Community ownership (continued)**

<u>Name &amp; Address</u>	<u>Equity</u>	<u>Citizenship</u>	<u>Principal Business</u>
Steve Humpert Community Telephone Co., Inc. P.O. Box 165 Windthorst, Texas 76389	9.7800 %	USA	telecommunications
Tim Humpert c/o Community Telephone Co., Inc. P.O. Box 165 Windthorst, Texas 76389	9.5354 %	USA	telecommunications
Gayle Humpert Veith c/o Community Telephone Co., Inc. P.O. Box 165 Windthorst, Texas 76389	9.4132 %	USA	telecommunications

**Transferee Hilliary:**

<u>Name &amp; Address</u>	<u>Equity</u>	<u>Citizenship</u>	<u>Principal Business</u>
Douglas Joe Hilliary c/o Hilliary Communications, LLC # 1 Big Rock Blvd. Medicine Park, Oklahoma 73557	25%	USA	telecommunications
Dustin Joe Hilliary c/o Hilliary Communications, LLC # 1 Big Rock Blvd. Medicine Park, Oklahoma 73557	25%	USA	telecommunications
Edward E. Hilliary, Jr. c/o Hilliary Communications, LLC # 1 Big Rock Blvd. Medicine Park, Oklahoma 73557	25%	USA	telecommunications
Michael Joe Hilliary c/o Hilliary Communications, LLC # 1 Big Rock Blvd. Medicine Park, Oklahoma 73557	25%	USA	telecommunications

**(6) Certification as to whether or not Transferee is, or is affiliated with, a foreign carrier.**

Hilliary certifies that neither it nor any affiliate or successor is or will be foreign carriers, and that neither it nor any affiliate or successor is or will be affiliated with any foreign carrier.

**(7) Certification as to whether or not Transferee seeks to provide international telecommunications services to any country for which certain conditions are true.**

Hilliary certifies that neither it nor any affiliate or successor will provide international telecommunications to any destination country for which Hilliary or an affiliate or successor (1) is a foreign carrier in that country; (2) controls a foreign carrier in that country; (3) is owned more than 25% by or controlled by an entity that controls a foreign carrier in that country.

**(8) Showing regarding provision of international telecommunications service to a country where the applicant is a foreign carrier or is affiliated with a foreign carrier.**

N/A

**(9) Regulatory classification under Section 63.10 of the Rules for foreign-affiliated carrier.**

N/A

**(10) Certification that applicant has not agreed to accept special concessions directly or indirectly from any foreign carrier.**

Hilliary and its affiliates certify that they have not agreed to accept special concessions directly or indirectly from any foreign carrier with respect to any US international route where the foreign carrier possesses market power on the foreign end of the route and will not enter into such agreements in the future.

**(11) Certification pursuant to 47 C.F.R. §§ 1.2001-1.2003 that 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. § 583**

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. § 583.

**(12) Qualification for streamlined processing.**

This application qualifies for streamlined processing under Sections 63.12(a) and (b) of the Commission's rules. No party is affiliated with any foreign carrier in any destination market. No party has an affiliation with a dominant US carrier whose international switched or private line services the applicants seek authority to resell, and none is anticipated as a result of the public offering which likely will result in widely held interests. No party to this application seeks authority to provide switched basic services over private lines to a country for which the Commission has not previously authorized the provision of switched services over private lines. Authorization is sought to complete a transaction in such a manner that would continue the current operations as a non-dominant carrier reselling the international switched services of one or more unaffiliated US carriers.



## **Transfer of Control of Domestic Section 214 Authorizations**

### **(1) Description of the Transaction**

Hilliary proposes to purchase the controlling majority (84.474328%) shares of Community, a local exchange and exchange access service provider. The proposed transaction also will result in a transfer of control of Community's wholly owned long distance and ISP subsidiary, Comcell, as well as a transfer of control of an unregulated affiliate, Wintel Fiber Partnership.

### **(7) Description of the geographic areas in which the transferor and transferee (and their affiliates) offer domestic telecommunications services, and what services are provided in each area:**

#### **Community Telephone Company, Inc.**

Community is a rural local exchange company providing local exchange and exchange access service to approximately 1500 residential and business telephone customers in six small exchanges in Archer and Clay Counties, in northern Texas.<sup>2</sup> Within this same service area, Community's wholly owned subsidiary, Comcell, provides intrastate, interstate and international long distance service,<sup>3</sup> as well as unregulated internet services. Comcell also provides wholesale communications transport services in and around Wichita Falls, Texas,<sup>4</sup> as well as retail ISP services within the Community telephone service area.

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<sup>2</sup> Community provides service in the exchanges of Bluegrove, Joy Lake, Arrowhead Lake, Kickapoo, Scotland and Windthorst. These communities are in northwest Texas, but none are adjacent to the border with Oklahoma.

<sup>3</sup> Authority to transfer of control of the international authorization held by Comcell, Inc., File No. ITC-214-19981124-00825, is requested through this Application.

<sup>4</sup> Comcell is also a minority owner in two wireless service providers. Comcell owns 26.21% of the equity interests of Choice Wireless, LC ("Choice"). Choice holds PCS licenses to serve the Lawton-Duncan, Oklahoma BTA, which includes Medicine Park's service area in Comanche, County, Oklahoma. Choice also holds PCS licenses to service the Sherman-Denison, Texas BTA, the Ardmore, Oklahoma BTA, and the

Community also owns 92.58% of Wintel Fiber Partnership. This company provides wholesale communications transport services through its 100-mile fiber optic route between Austin and Waco, Texas.

### **Hilliary Communications, LLC**

Hilliary is a communications holding company. It is affiliated through familial, managerial and ownership interests<sup>5</sup> with the Oklahoma corporation of Medicine Park Telephone Company (“Medicine Park”), a rural LEC serving approximately 700 access lines in Comanche County, Oklahoma. The service area of Medicine Park is not contiguous to that of Community.

Wichita Online, Inc. (“WOI”), an Oklahoma corporation with the same ownership as Hilliary, is a certificated competitive local exchange carrier (“CLEC”) in the state of Oklahoma, to provide competitive LEC services within the local exchange service territories served by incumbents Southwestern Bell Telephone, L.P. dba AT&T Oklahoma, Windstream Communications Southwest, Oklahoma Windstream, LLC and Windstream Oklahoma, LLC and Oklahoma Communications, Systems, Inc. None of these areas are contiguous with the Community telephone service area in Clay County, Texas. Currently, LEC services are not provided, but approximately 3500 customers located throughout Southwest Oklahoma are provided wireless broadband services through unlicensed spectrum.

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Wichita Falls, Texas, BTA, which overlaps the Community service areas in Archer and Clay Counties, Texas. Comcell also owns a derivative 8.5% limited partnership interest in Texas RSA 6 Limited Partnership, which holds a cellular license to serve non-overlapping territory of CMA 657 (Texas RSA 6 – Jack).

<sup>5</sup> Medicine Park is wholly-owned by Hilliary Family First, LLC, an Oklahoma limited liability company which is owned 50% by Alice Jo Hilliary, and 50% by the Edward A. Hilliary, Jr. Irrevocable Trust U/D/T Dated June 3, 2005 (Douglas Joe Hilliary and Edward E. Hilliary, Jr., uncle and nephew, respectively, co-trustees; these two gentlemen are also co-managers of Hilliary Family First, LLC). Alice Jo Hilliary is the widow of Edward A. Hilliary, Jr.; Alice Jo and Edward A. are the parents of Douglas Joe and Edward E. Hilliary, Sr. (who is no longer affiliated with the company). Edward E. Hilliary and Michael Joe Hilliary are the sons of Edward E. Hilliary, Sr.; Dustin Joe Hilliary is the son of Douglas Joe Hilliary.

WOI also provides domestic intra-and interstate long distance services<sup>6</sup> to approximately 400 customers located in the Medicine Park service area. WOI also provides retail ISP services within that area.

Southern Plains Cable, LLC (“SPC”), a wholly owned subsidiary of WOI, provides video programming services to approximately 1000 customers in numerous communities located in southwestern Oklahoma.<sup>7</sup> SPC is planning the introduction of broadband and VoIP services to its customers.

### **Map**

A map showing the affected local exchange service areas is attached as Exhibit 1.

### **(8) Statement as to how the application fits into one or more of the presumptive streamlined categories in section 63.03 or why it is otherwise appropriate for streamlined treatment:**

The instant Application is entitled to streamlined processing under Section 63.03(b)(2) (iii) of the Commission’s Rules because (a) applicant local exchange carriers collectively serve fewer than two (2) percent of the nation's subscriber lines; to the extent competitive local exchange service is offered, it is offered within the service territory of a dominant local exchange telephone company that is not a party to the proposed transaction; and there are no new overlapping or adjacent incumbent service areas among applications arising as a result of the proposed transactions; and (b) the proposed transfer would result in no change in the Applicants’ interstate, interexchange market share, which is less than 10 percent.

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<sup>6</sup> WOI does not currently provide international long distance service.

<sup>7</sup> Southwest Plains Cable, LLC provides cable service to the communities of Rush Spring, Alma, Velma, Ratliff City, Fox, Countyline, Pruitt City, Cyril, Elgin, Fletcher, Medicine Park, and the Lake Lawtonka area in Oklahoma. None of these communities are contiguous with the Community service areas in Clay County, Texas.

Collectively, Applicants serve approximately 2200 access lines predominantly in rural areas of Oklahoma and Texas. This total comprises a minute fraction of the approximately 163,000,000 access lines in the nation. *See* Federal Communications Commission: Trends in Telephone Service, August, 2008 (Table 8.1, End-User Switched Access Lines as of June, 2007).

There is no overlap of incumbent service territories.<sup>8</sup> No party is affiliated with a facilities-based interstate domestic toll carrier. All domestic interstate toll services are offered through the resale of the services of unaffiliated, facilities-based exchange carriers. The combined interexchange service sector after consummation of the proposed transaction would constitute far less than one percent (1.0%) of the interstate, interexchange market.

The Applicants' markets are individually and collectively so small that the proposed transaction will have no perceptible effect on competition. Accordingly, grant of streamlined treatment for this Application is consistent with Commission precedent.

**(9) Identification of all other Commission applications related to the same transaction:**

Community holds the following radio license:

KVH861 – Industrial/Business Pool, Conventional

Comcell holds the following radio license:

WPOH449 – Local Multipoint Distribution Service

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<sup>8</sup> Although Comcell, does own a minority interest in a wireless service provider in Comanche County, the interest is non-controlling, and there exist at least three other competitive wireless service providers in this area.

Contemporaneously with the filing of the instant Application, the parties are preparing and will file an application for Commission consent to the transfer of control of these licenses from the Majority Shareholders of Community to Hilliary.

**(10) Statement of whether the applicants are requesting special consideration because either party to the transaction is facing imminent business failure:**

No party to the application is requesting special consideration because of imminent business failure.

**(11) Identification of any separately filed waiver requests being sought in conjunction with the transaction:**

There are no separately filed waiver requests being sought in conjunction with the transaction.

**(12) Statement showing how grant of the application will serve the public interest, convenience and necessity, including any additional information that may be necessary to show the effect of the proposed transaction on competition in domestic markets:**

The proposed transaction is a transfer of control of a small, family-owned local exchange carrier and its subsidiaries to another small family-owned local exchange carrier. The transaction will enable the customers of both parties to experience the benefit of increased efficiencies, while continuing to enjoy the individualized attention associated with community-based telecommunications service providers. The proposed transaction will have no adverse impact upon competition in any regulated telecommunications market.

**Conclusion**

In light of the foregoing, the parties respectfully request grant of the requested authorization on a streamlined basis.

Respectfully submitted,

**Majority Shareholders of Community  
Telephone Company, Inc. and its  
Wholly owned Subsidiary,  
Comcell, Inc.,**

**Transferors**

and

**Hilliary Communications, LLC,**

**Transferee**

By:

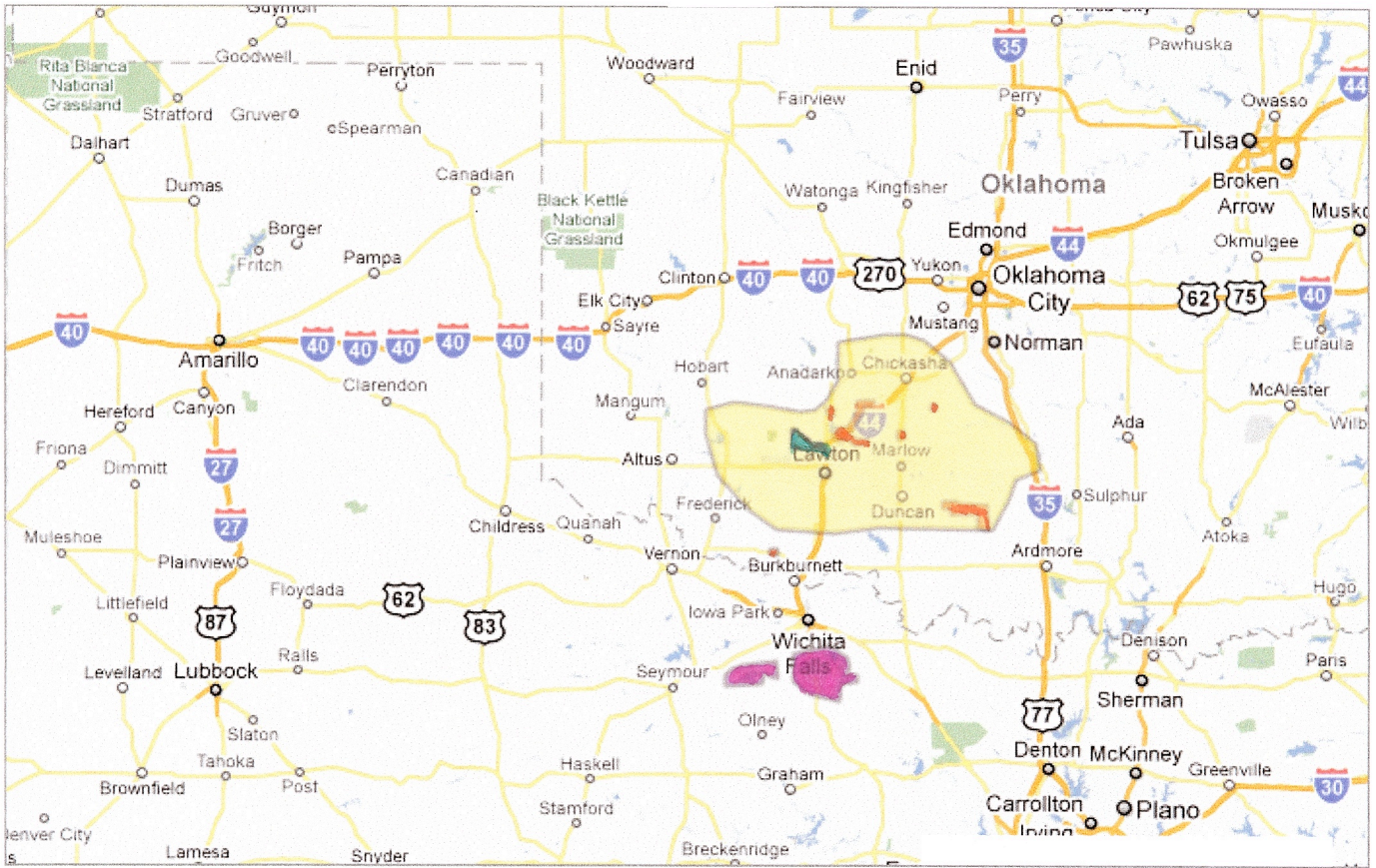
  
Sylvia Lesse

Their Counsel

Communications Advisory Counsel, LLC  
2154 Wisconsin Avenue, NW  
Washington, DC 20007  
(202) 333-5273

July 22, 2010

EXHIBIT 1



Medicine Park Telephone service area



Southern Plains Cable, LLC service area



Wichita Online, Inc. Service area



Community Telephone Company, Inc. service area



**DECLARATION OF CLIFFORD HUMPERT**

I, Clifford Humpert, General Manager of Community Telephone Company, an authorized representative of the Majority Shareholders of Community Telephone Company, Inc., and Vice President of Comcell, Inc., do hereby declare under penalty of perjury that I have read the foregoing "JOINT APPLICATION FOR STREAMLINED TRANSFER OF CONTROL OF DOMESTIC AND INTERNATIONAL AUTHORIZATIONS HELD BY COMMUNITY TELEPHONE COMPANY, INC. AND ITS WHOLLY-OWNED SUBSIDIARY, COMCELL, INC.," and the information contained therein regarding Community Telephone Company, the Majority Shareholders of Community Telephone Company, Inc., and Comcell, Inc. is true and accurate to the best of my knowledge, information, and belief.

7-21-2010

Date

Clifford Humpert  
Clifford Humpert

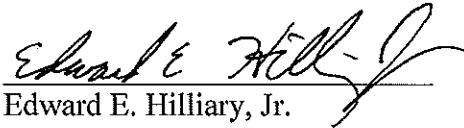


**DECLARATION OF EDWARD E HILLIARY, JR.**

I, Edward E. Hilliary, Jr., Secretary/Treasurer of Hilliary Communications, LLC, do hereby declare under penalty of perjury that I have read the foregoing "JOINT APPLICATION FOR STREAMLINED TRANSFER OF CONTROL OF DOMESTIC AND INTERNATIONAL AUTHORIZATIONS HELD BY COMMUNITY TELEPHONE COMPANY, INC. AND ITS WHOLLY-OWNED SUBSIDIARY, COMCELL, INC.," and the information contained therein regarding Hilliary Communications, LLC is true and accurate to the best of my knowledge, information, and belief.

7-22-2010

Date

  
Edward E. Hilliary, Jr.

## CERTIFICATE OF SERVICE

I, Sylvia Lesse, of Communications Advisory Counsel, LLC, do hereby verify that on this 22<sup>nd</sup> day of July, 2010, I caused to be sent via First Class US Mail, postage prepaid, the foregoing "JOINT APPLICATION FOR STREAMLINED TRANSFER OF DOMESTIC AND INTERNATIONAL AUTHORIZATIONS HELD BY COMMUNITY TELEPHONE COMPANY, INC. AND ITS WHOLLY-OWNED SUBSIDIARY, COMCELL, INC." to the following:

The Hon. Rick Perry  
Office of the Governor  
PO Box 12428  
Austin, TX 78711-2428

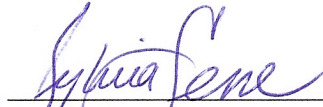
US Department of Defense  
Assistant Secretary of Defense for C31  
100 Defense Pentagon, Room 3E712  
Washington, DC 20301-1000

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

\*Tracey Wilson-Parker  
Wireline Competition Bureau  
Federal Communications Commission  
445 12<sup>th</sup> Street SW  
Washington, DC 20554

\*George Li  
\*JoAnn Sutton  
International Bureau  
Federal Communications Commission  
445 12<sup>th</sup> Street, SW  
Washington, DC 20554

\*Via e-mail

  
\_\_\_\_\_  
Sylvia Lesse

FEDERAL COMMUNICATIONS COMMISSION  
**REMITTANCE ADVICE**  
FORM 159

(1) LOCKBOX # <b>979091</b>	SPECIAL USE ONLY
	FCC USE ONLY

**SECTION A - PAYER INFORMATION**

(2) PAYER NAME (if paying by credit card enter name exactly as it appears on the card) <b>Sylvia Lesse</b>	(3) TOTAL AMOUNT PAID (U.S. Dollars and cents) <b>\$1,015.00</b>
(4) STREET ADDRESS LINE NO. 1 <b>2154 Wisconsin Ave NW</b>	
(5) STREET ADDRESS LINE NO. 2	
(6) CITY <b>Washington</b>	(7) STATE <b>DC</b>
	(8) ZIP CODE <b>20007</b>
(9) DAYTIME TELEPHONE NUMBER (include area code) <b>202-333-5273</b>	(10) COUNTRY CODE (if not in U.S.A.)

**FCC REGISTRATION NUMBER (FRN) REQUIRED**

(11) PAYER (FRN) <b>0010900918</b>	(12) FCC USE ONLY
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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**

(13) APPLICANT NAME <b>Community Telephone Company, Inc.</b>
(14) STREET ADDRESS LINE NO. 1 <b>PO Box 165</b>
(15) STREET ADDRESS LINE NO. 2

(16) CITY <b>Windthorst</b>	(17) STATE <b>TX</b>	(18) ZIP CODE <b>76389</b>
(19) DAYTIME TELEPHONE NUMBER (include area code) <b>940-423-6606</b>	(20) COUNTRY CODE (if not in U.S.A.)	

**FCC REGISTRATION NUMBER (FRN) REQUIRED**

(21) APPLICANT (FRN) <b>0004973301</b>	(22) FCC USE ONLY
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**COMPLETE SECTION C FOR EACH SERVICE, IF MORE BOXES ARE NEEDED, USE CONTINUATION SHEET**

(23A) CALL SIGN/OTHER ID	(24A) PAYMENT TYPE CODE <b>CUT</b>	(25A) QUANTITY <b>1</b>
(26A) FEE DUE FOR (PTC) <b>\$1,015.00</b>	(27A) TOTAL FEE <b>\$1,015.00</b>	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	

**SECTION D - CERTIFICATION**

**CERTIFICATION STATEMENT**  
I, Sylvia Lesse, 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 Sylvia Lesse DATE July 22, 2010

**SECTION E - CREDIT CARD PAYMENT INFORMATION**

ACCOUNT NUMBER [REDACTED] EXPIRATION DATE [REDACTED]

I hereby authorize the FCC to charge my credit card for the service(s)/authorization herein described.

SIGNATURE Sylvia Lesse DATE July 22, 2010

FEDERAL COMMUNICATIONS COMMISSION  
REMITTANCE ADVICE (CONTINUATION SHEET)  
FORM 159-C

SPECIAL USE

FCC USE ONLY

Page No. 2 of 3

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

(13) APPLICANT NAME

**Comcell, Inc.**

(14) STREET ADDRESS LINE NO.1

**PO Box 165**

(15) STREET ADDRESS LINE NO. 2

(16) CITY

**Windthorst**

(17) STATE

**TX**

(18) ZIP CODE

**76389**

(19) DAYTIME TELEPHONE NUMBER (include area code)

**940-423-6606**

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

FCC REGISTRATION NUMBER (FRN) REQUIRED

(21) APPLICANT (FRN)

**0001649078**

(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)  
FORM 159-C

SPECIAL USE

FCC USE ONLY

Page No. 3 of 3

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

(13) APPLICANT NAME

**Hilliary Communications, LLC**

(14) STREET ADDRESS LINE NO.1

**#1 Big Rock Blvd**

(15) STREET ADDRESS LINE NO. 2

(16) CITY

**Medicine Park**

(17) STATE

**OK**

(18) ZIP CODE

**73557**

(19) DAYTIME TELEPHONE NUMBER (include area code)

**580-529-2700**

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

FCC REGISTRATION NUMBER (FRN) REQUIRED

(21) APPLICANT (FRN)

**0001649078**

(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