

David Nace

From: David Nace
Sent: Tuesday, July 30, 2013 7:56 AM
To: adrienne.downs@fcc.gov
Cc: 'Sumita Mukhoty'
Subject: Joint Domestic/International 214 application for a transfer of control of The Livingston Telephone Company and Telcom Supply, Inc.
Attachments: Livingston 214 Domestic supplement letter with attach 7-24-13.pdf

Dear Adrienne,

The attached document and information provided below are submitted in response to information requests by Sumita Mukhoty of the International Bureau. I request your assistance to include it with the application filed July 19, 2013, Submission ID IB2013001588.

Direct and indirect ownership interests in USConnect Holdings, Inc. ("USConnect" or "Transferee") are identified in the application and the attached supplement. Contact information for each entity with at least a 10% direct or indirect interest in Transferee is provided here:

(a) Brazoria Telephone Company:

John H. Greenberg, President and Manager
Brazoria Telephone Company
PO Box 2008
Brazoria, TX 77422-2008
Telephone: 979-798-2121

(b) Dickey Rural Telephone Cooperative, Inc.

Robert Johnson, General Manager
Dickey Rural Telephone Cooperative, Inc.
PO Box 69
Ellendale, ND 58436-0069
Telephone: 701-344-5000

(c) FTC Management Group, Inc. and its parent company, Farmers Telephone Cooperative, Inc.

Brad Erwin, CEO
Farmers Telephone Cooperative, Inc.
PO Box 588
Kingstree, SC 29556-0588
Telephone: 843-382-2333

(d) Golden West Telecommunications Cooperative, Inc.

Denny Law, General Manager
Golden West Telecommunications Cooperative, Inc.
PO Box 411
Wall, SD 57790-0411
Telephone: 605-279-2161

(e) Horry Telephone Cooperative, Inc.

Michael Hagg, CEO
Horry Telephone Cooperative, Inc.
PO Box 1820
Conway, SC 29528-1820
Telephone: 843-365-2151

(f) MLStar, LLC

Leo Staurulakis
Manny Staurulakis
7852 Walker Drive, Suite 200
Greenbelt, MD 20770
Telephone: 301-459-7590

If any questions arise please contact me.

Thank you.

DAVID L. NACE

LUKAS, NACE, GUTIERREZ & SACHS, LLP
8300 Greensboro Drive
Suite 1200
McLean, Virginia 22102
direct dial 703.584.8661
email: dnace@fcclaw.com
fax line 703.584.8696
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Your submission has been accepted

ECFS Filing Receipt - Confirmation number: 2013724823332		
Proceeding		
Name	Subject	
13-186	Joint Transfer of Control from The Livingston Telephone Company and Telcom Supply to USConnect Acquisitions I, Inc	
Contact Info		
Name of Filer: The Livingston Telephone Company		
Email Address: dnace@fcclaw.com		
Attorney/Author Name: David L. Nace		
Lawfirm Name (required if represented by counsel): Lukas, Nace, Gutierrez & Sachs, LLP		
Address		
Address For: Law Firm		
Address Line 1: 8300 Greensboro Drive, Suite 1200		
City: McLean		
State: VIRGINIA		
Zip: 22102		
Details		
Small Business Impact: NO		
Type of Filing: SUPPLEMENT		
Document(s)		
File Name	Custom Description	Size
Livingston 214 Domestic supplement letter with attach 7-24-13.pdf	Supplement	304 KB
Disclaimer		
<p>This confirmation verifies that ECFS has received and accepted your filing. However, your filing will be rejected by ECFS if it contains macros, passwords, redlining, read-only formatting, a virus, or automated links to other documents.</p> <p>Filings are generally processed and made available for online viewing within one business day of receipt. You may use the link below to check on the status of your filing:</p> <p>http://apps.fcc.gov/ecfs/comment/confirm?confirmation=2013724823332</p> <p>For any problems please contact the Help Desk at 202-418-0193.</p>		

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McLean, VA 22102
WWW.FCCLAW.COM

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July 24, 2013

Filed via ECFS

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

Re: WC Docket 13-186

Dear Ms. Dortch:

The Joint Application for the transfer of control of The Livingston Telephone Company ("LTC") and its subsidiary, Telecom Supply, Inc., as holders of domestic and international Section 214 authorizations, is supplemented to provide the following information:

1. As indicated by the application, five preferred stockholders of USConnect Holdings, Inc. ("USConnect") are local exchange carriers or affiliated with a local exchange carrier. None of service territories of those five stockholders (or affiliates) adjoins or overlaps the local exchange service territory of LTC. Attached is a list of county areas served in full or in part by the five companies as well as their service area maps:
 - (a) Brazoria Telephone Company
 - (b) Dickey Rural Telephone Cooperative, Inc.
 - (c) Farmers Telephone Cooperative, Inc. (parent of FTC Management Group, Inc.)
 - (d) Golden West Telecommunications Cooperative, Inc.
 - (e) Horry Telephone Cooperative, Inc.
2. With reference to the companies named at item 1(a) through (e) above, all are corporations organized as cooperatives in which no stockholder owns or votes as much as a one percent interest. FTC Management Group, Inc. is a wholly owned subsidiary of Farmers Telephone Cooperative, Inc., a South Carolina corporation with the same address. There are no other ownership interests to be disclosed in order to comply with Section 63.04(a)(4) of the Commission's rules.
3. Leo Stauruakis and Manny Staurulakis do not own any other telecommunications entities, either individually or jointly (except to the extent either may from time to

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time hold small, non-controlling interests in public companies engaged in telecommunications).

4. The application is corrected on page 2 to indicate that applicants request streamlined processing, consistent with the same request on page 11. As indicated in item 1 of this supplement, there are no adjacencies or overlaps in local exchange service territories of parties to the application.

Should any questions arise with regard to this matter, please communicate directly with this office.

Very truly yours,

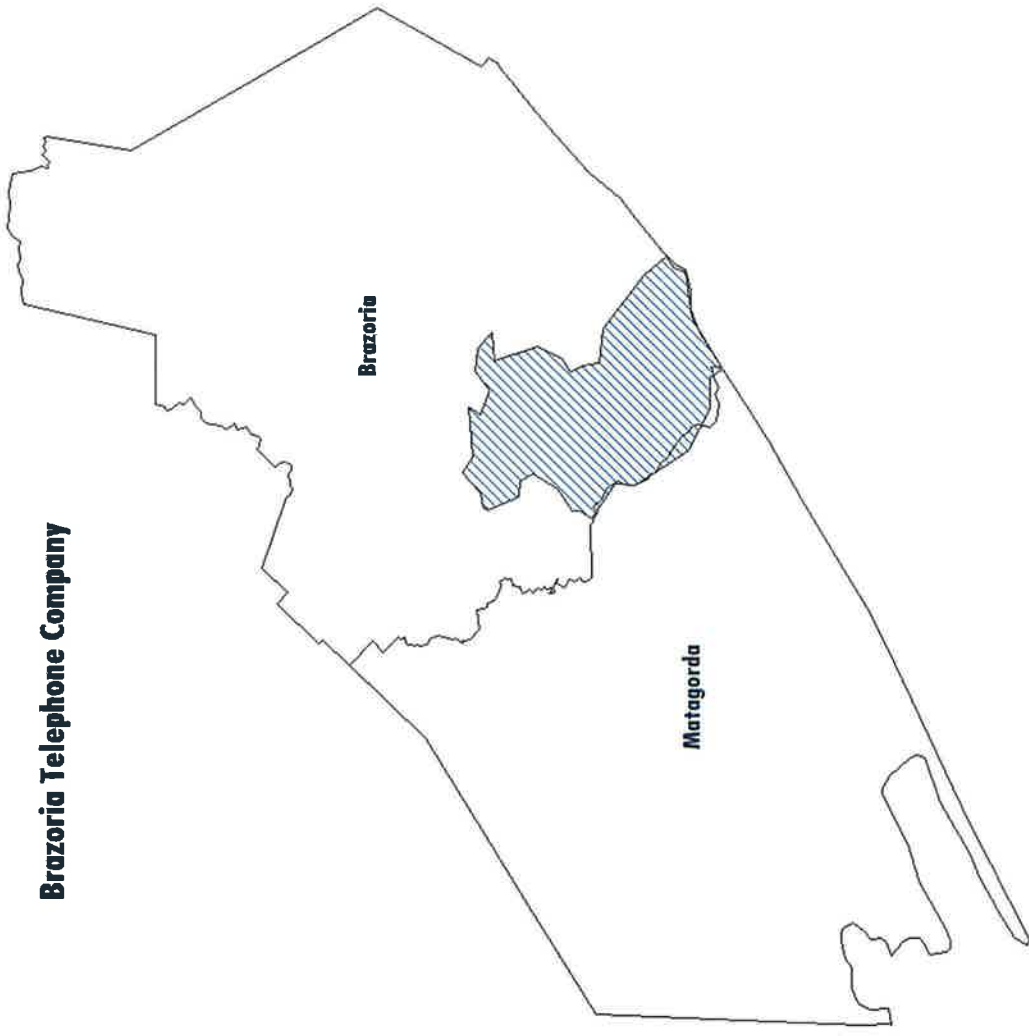
A handwritten signature in blue ink, appearing to read "David L. Nace".

David L. Nace

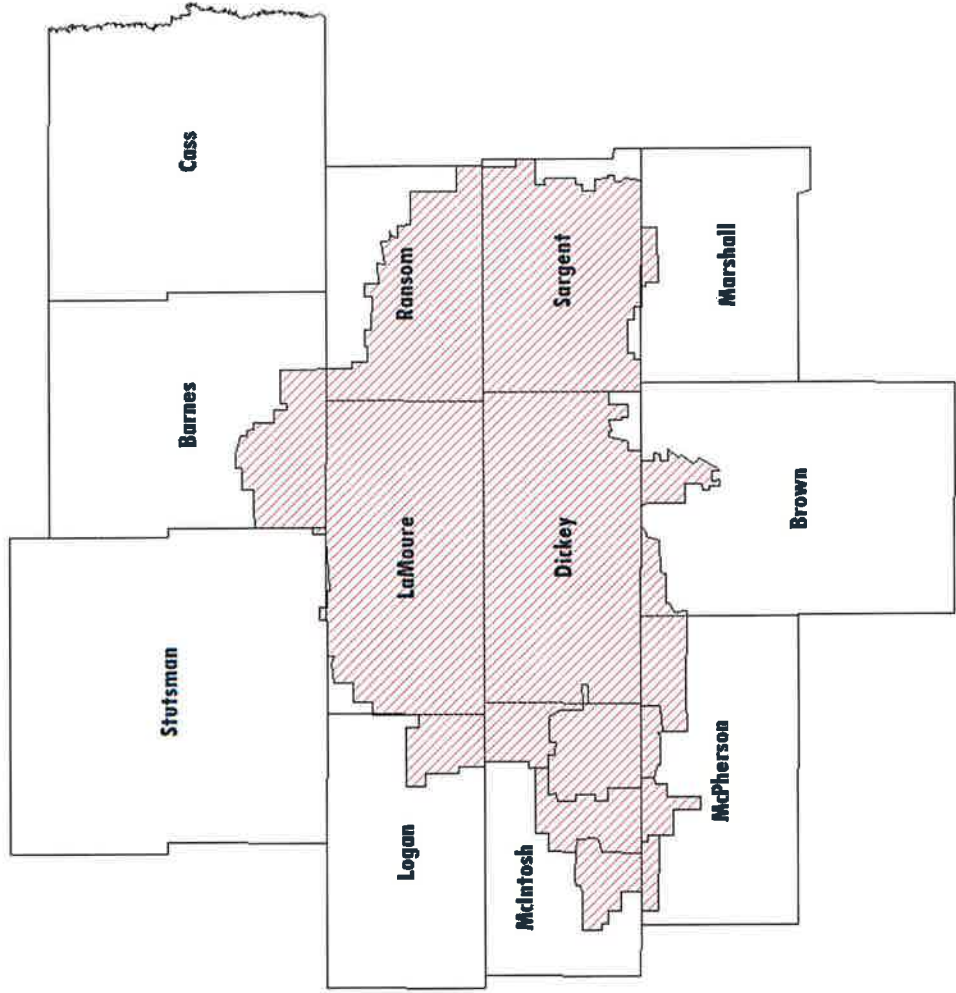
Cc: Jodie May (FCC, by email)
Tracey Wilson Parker (FCC, by email)
Sylvia Lesse (by email)

<u>Telco</u>	<u>Counties Served</u>	<u>State</u>	<u>Coverage</u>
<u>Brazoria Telephone Company</u>			
	Brazoria	TX	Partial
<u>Dickey Rural Telephone Cooperative</u>			
	Barnes	ND	Partial
	Cass	ND	Partial
	Dickey	ND	Partial
	LaMoure	ND	Partial
	Logan	ND	Partial
	McIntosh	ND	Partial
	Ransom	ND	Partial
	Sargent	ND	Partial
	Stutsman	ND	Partial
	Brown	SD	Partial
	Marshall	SD	Partial
	McPherson	SD	Partial
<u>Farmers Telecommunications Cooperative</u>			
	Lee	SC	Partial
	Sumter	SC	Partial
	Clarendon	SC	Partial
	Florence	SC	Partial
	Williamsburg	SC	Partial
	Georgetown	SC	Partial
<u>Golden West Telecommunications Cooperative</u>			
	Boyd	NE	Partial
	Dawes	NE	Partial
	Keya Paha	NE	Partial
	Sheridan	NE	Partial
	Sioux	NE	Partial
	Aurora	SD	Partial
	Bennett	SD	Partial
	Bon Homme	SD	Partial
	Charles Mix	SD	Partial
	Custer	SD	Partial
	Douglas	SD	Partial
	Fall River	SD	Full
	Gregory	SD	Partial
	Haakon	SD	Full
	Hutchinson	SD	Full
	Jackson	SD	Full
	Jones	SD	Full
	Lyman	SD	Partial
	McCook	SD	Partial
	Meade	SD	Partial
	Mellette	SD	Full
	Minnehaha	SD	Partial
	Moody	SD	Partial
	Pennington	SD	Partial
	Perkins	SD	Partial
	Shannon	SD	Partial
	Stanley	SD	Partial
	Todd	SD	Partial
	Tripp	SD	Full
	Turner	SD	Partial
	Yankton	SD	Partial
	Niobrara	WY	Partial
<u>Horry Telephone Cooperative</u>			
	Georgetown	SC	Partial
	Horry	SC	Partial
	Marion	SC	Partial

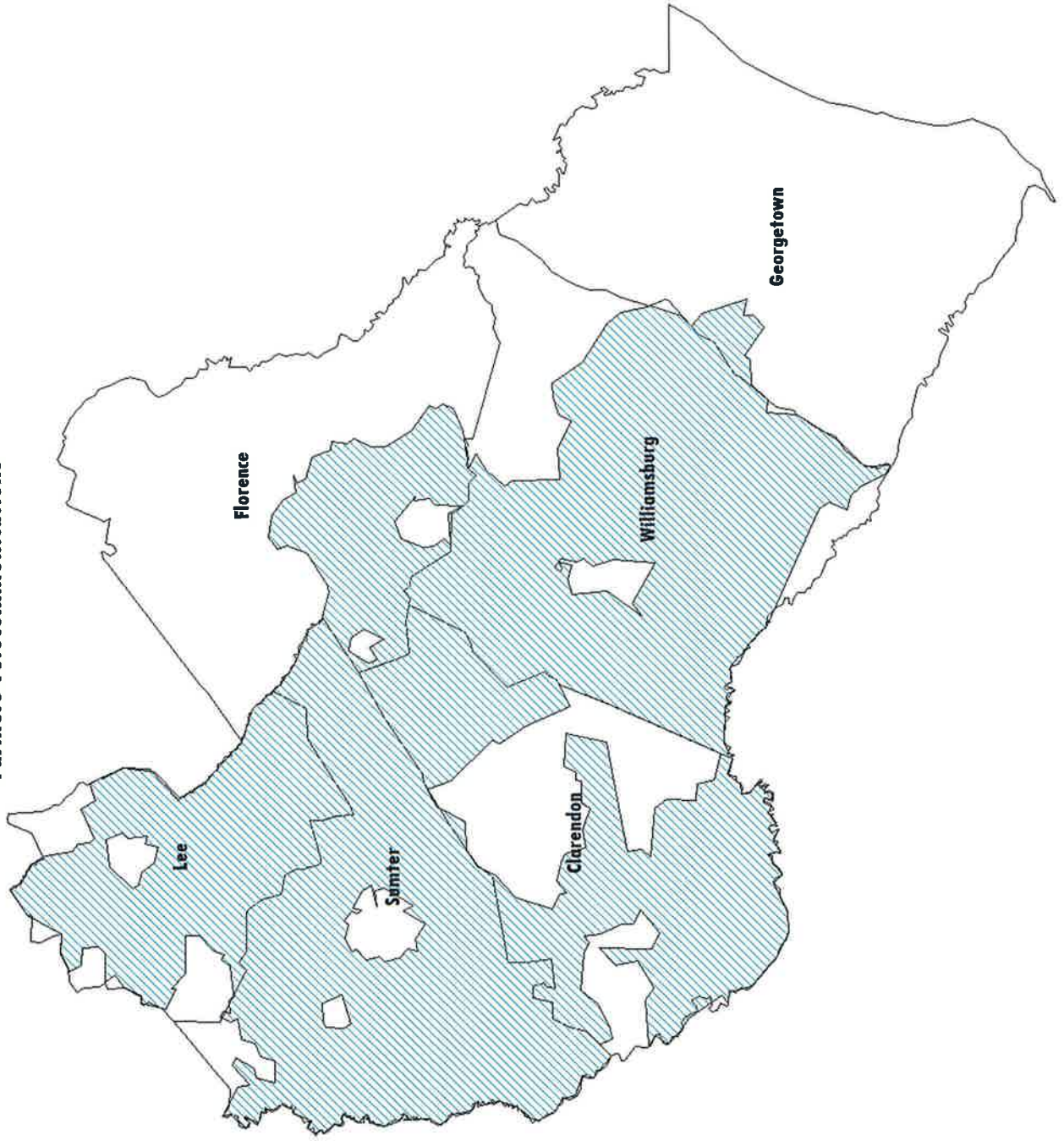
Brazoria Telephone Company



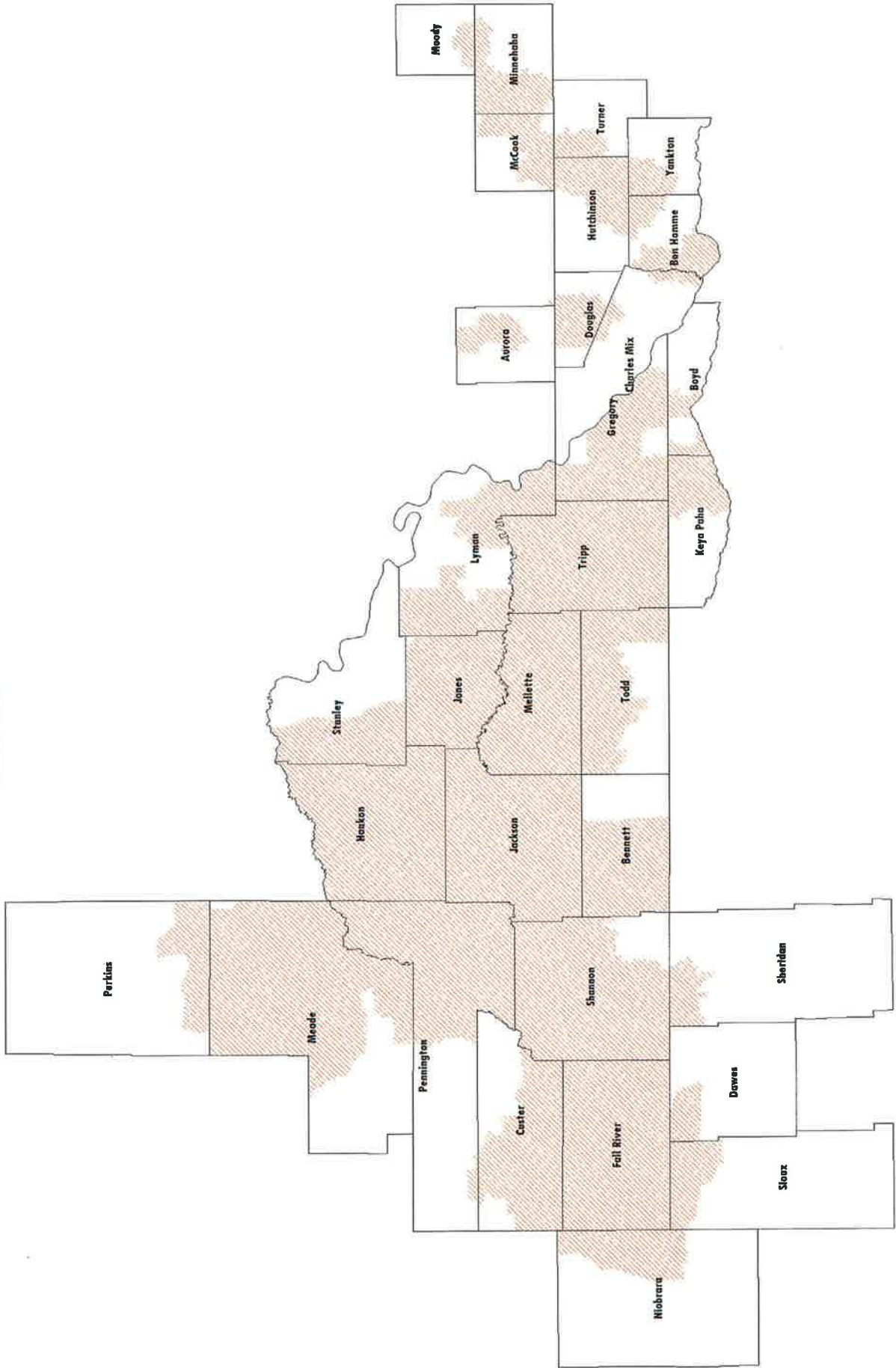
Dickey Rural



Farmers Telecommunications



Golden West



Horry Telephone Cooperative

