

Attachment 1  
Notice of *Pro Forma* Transfer of Control

This notice of a *pro forma* transfer of control of Clear Stream Communications, LLC (“Clear Stream”) is timely filed pursuant to Section 63.24(f) of the Commission’s rules. Details of the current ownership of Clear Stream and of Clear Stream’s sole owner/member are provided below, including information required by Sections 63.18(a) through (d) and Section 63.18(h).

Clear Stream certifies that the transfer of control that is the subject of this notification does not result in a change in the actual control of Clear Stream.

Information responsive to Section 63.18(a) of the Commission’s rules is provided at Items 5-7 of the accompanying form.

In response to Section 63.18(b) of the rules, Clear Stream is a North Carolina limited liability company. Clear Stream’s sole owner, Carolina West Wireless, Inc. (“CWW” or “Transferee”) is a North Carolina corporation. The three stockholders of CWW are also North Carolina corporations, as indicated in the Answer to Question 11 below.

Answer to Question 10:

The following information is provided in response to Section 63.18(c) of the Commission’s rules:

Slayton S. Stewart, a United States citizen, serves as Managing Manager (the equivalent of an “officer”) of Clear Stream. The address of Clear Stream is PO Box 620, 1307 Curtis Bridge Road, Wilkesboro, NC 28697. The telephone number is 336-973-5000 ext. 1000.

Clear Stream’s legal counsel to whom correspondence should be addressed is:

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The following information is provided in response to Section 63.18(d) of the Commission’s rules:

Clear Stream was granted international Section 214 authorization for Global or Limited Global Resale Service in File No. ITC-214-20122224-00293.

Answer to Question 11:

On August 1, 2014, CWW became the owner of 100% of the membership interests in Clear Stream. The following entities, directly or indirectly, own at least ten percent of the equity of Transferee as determined by successive multiplication in the manner specified in the note to Section 63.18(h) of the rules:

1. Skyline Telephone Membership Corporation (“Skyline”) is a North Carolina corporation whose address is PO Box 759, West Jefferson, NC 28694-0759. Skyline owns a 47% stock interest in CWW. Skyline is an incumbent local exchange carrier that is organized as a cooperative in which subscribers are the company owners. No subscriber/owner has as much as a 1% ownership or voting interest in Skyline.
2. Surry Telephone Membership Corporation (“Surry”) is a North Carolina corporation whose address is PO Box 385, Dobson, NC 27017-0385. Surry owns a 33.3% stock interest in CWW. Surry is an incumbent local exchange carrier that is organized as a cooperative in which subscribers are the company owners. No subscriber/owner has as much as a 1% ownership or voting interest in Surry.
3. Wilkes Telephone Membership Corporation (“Wilkes”) is a North Carolina corporation whose address is 1400 River Street, Wilkesboro, NC 28697-2108. Wilkes owns a 19.7% stock interest in CWW. Wilkes is an incumbent local exchange carrier that is organized as a cooperative in which subscribers are the company owners. No subscriber/owner has as much as a 1% ownership or voting interest in Wilkes.

There are no interlocking directorates with a foreign carrier.

Answer to Question 13:

On August 1, 2014, wholly owned subsidiaries of CWW’s only stockholders transferred their membership interests in Clear Stream to CWW. As a result, CWW became the sole owner of Clear Stream membership interests. Prior to that date, as the Commission’s records indicate, Clear Stream was 10% owned by CWW and 30% owned by each of three wholly owned subsidiaries of the only three stockholders of CWW. CWW is shown as the “Transferor” and “Transferee” of control on the accompanying form because CWW is controlled by the same three companies that now control Clear Stream, through their ownership of CWW.

There has been no substantial change in the control of Clear Stream as a result of the ownership change.

Slayton S. Stewart continues to serve as the Managing Manager of Clear Stream and as the Chief Executive Officer of CWW.