

Founded in 1852
by Sidney Davy Miller

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September 16, 2015

Marlene H. Dortch, Secretary
Federal Communications Commission
Wireline Competition Bureau Applications
PO Box 979091
St. Louis, MO 63197-9000

VIA ECFS

Re: In the matter of the Joint Application of Great Lakes Comnet, Inc., Ace Telephone Association, and Ace Telephone Company of Michigan, Inc. for Approval of Transfer of Control of Great Lakes Comnet, Inc., Clinton County Telephone Company, Westphalia Telephone Company, Westphalia Broadband, Inc., and Comlink, LLC, to Ace Telephone Association and Ace Telephone Company of Michigan, Inc., pursuant to Section 214 of the Communications Act of 1934, as amended.

Dear Ms. Dortch:

Enclosed for filing with the Federal Communications Commission (“FCC”) via the Electronic Comment Filing System (“ECFS”) please find the following documents, a paper copy of which was filed with the FCC on August 24, 2015 (sent via US Priority Mail on August 21, 2015):

- (i) The above-referenced Joint Application requesting approval of the transfer of control of Great Lakes Comnet, Inc., Clinton County Telephone Company, Westphalia Telephone Company, Westphalia Broadband, Inc., and Comlink, LLC, to Ace Telephone Association and Ace Telephone Company of Michigan, Inc.; and
- (ii) A request for Special Temporary Authority (“STA”), bearing a date stamp of August 24, 2015.

A completed Fee Remittance Advice Form 159 and a check in the amount of \$1,130 to cover the amount of the filing fee for the Joint Application was previously provided with the paper copies of the above-referenced filings on August 21, 2015.

Please note that, when the April 21, 2015 paper filings were made, the Joint Applicants provided an extra copy of both the Joint Application and STA for date stamp and return in an enclosed pre-paid USPS envelope. Our office only received the stamped STA form returned, and not the Joint Application.

MILLER, CANFIELD, PADDOCK AND STONE, P.L.C.

-2-

September 16, 2015

If you have any questions in respect to this filing, please contact me directly. Thank you for your assistance in this matter.

Very truly yours,

Miller, Canfield, Paddock and Stone, P.L.C.

By: _____
Michael C. Rampe

MCR/cla

cc: Jodie May

25205325.1\130050-00001

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

In the Matter of the Joint Application of)
)
Great Lakes Comnet, Inc.,)
)
Transferor)
)
and)
)
Ace Telephone Association and)
Ace Telephone Company of Michigan, Inc.)
)
Transferees.)
)
Pursuant to Section 214 of the)
Communications Act of 1934, as Amended, for)
Approval of the Transfer of Control of)
Great Lakes Comnet, Inc.,)
Clinton County Telephone Company,)
Westphalia Telephone Company,)
Westphalia Broadband, Inc., and)
Comlink, LLC)
to Ace Telephone Company of Michigan, Inc. and)
Ace Telephone Association)
_____)

WC Docket No. _____

IB File No. _____

JOINT APPLICATION

Ace Telephone Association (“ATA”), Ace Telephone Company of Michigan, Inc. (“Ace Michigan”), Great Lakes Comnet, Inc. (“GLC”), Clinton County Telephone Company (“CCTC”), Westphalia Telephone Company (“WTC”), Westphalia Broadband, Inc. (“WBI”), and Comlink, LLC (“Comlink”), collectively “Joint Applicants,” hereby request, pursuant to § 214 of the Communications Act of 1934, as amended, 47 USC 214, and §§ 63.04 and 63.24 of the Federal Communications Commission’s (“Commission”) Rules, 47 CFR 63.04 and 63.24, *nunc pro tunc* approval of domestic and international § 214 authorization for the transfer of

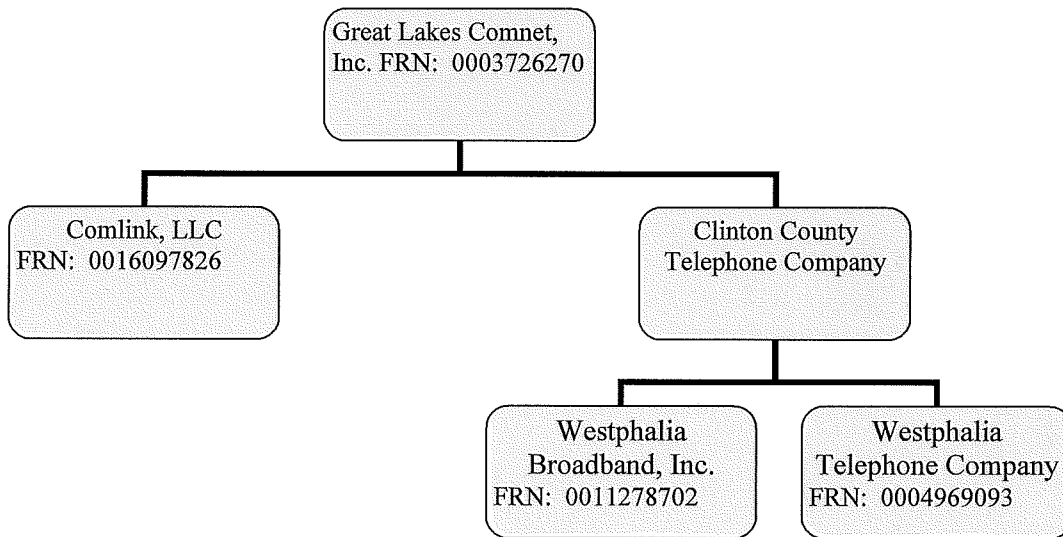
control of GLC, CCTC, WTC, WBI, and Comlink to ATA and Ace Michigan. Information addressing the requirements of Commission Rule 63.04(a)(6) through (12) (47 CFR 63.04(a)(6) through (12)) is set forth in Attachment A to this Joint Application.

I. INTRODUCTION AND SUMMARY OF TRANSACTION

A. The Joint Applicants.

GLC is a privately-held Michigan corporation located at 1515 Turf Lane, Suite 100, East Lansing, Michigan, 48823. GLC currently has seventeen shareholders, most of which are independent telecommunications providers that operate at least in part in Michigan.

The chart below shows GLC's current corporate structure, including its wholly-owned subsidiary entities:



A summary of the services provided by the above-listed entities is set forth in Attachment A.

ATA (FRN 0002645927) is a telephone cooperative headquartered in Houston, Minnesota. ATA provides local exchange and long distance, broadband Internet services, video service, and a variety of other services in small towns and rural areas in Minnesota and Iowa.

Ace Michigan (FRN 0002756187) is a wholly-owned subsidiary of ATA that provides, as an incumbent local exchange carrier (“ILEC”) and as a competitive local exchange carrier (“CLEC”), exchange access, domestic long distance service, broadband Internet service, and video services in various exchange areas in Michigan. Ace Michigan is a shareholder of GLC. A summary of the services provided by ATA and its subsidiaries is set forth in Attachment A.

B. Summary of Transaction.

In several transactions occurring in 2014 and 2015, GLC issued new and additional shares of its common stock to its existing common shareholders. Prior to a stock issuance that occurred on October 6, 2014, no shareholder or entity had a fifty percent or greater ownership interest in GLC, either directly or indirectly. On October 6, 2014, Ace Michigan, as well as other GLC shareholders, purchased shares from GLC, and as a result of Ace Michigan’s stock purchase on this date it became the holder of approximately 51% of the common stock of, and thereby acquired a controlling interest in, GLC. Applying 47 CFR 63.03(d)(1) (footnote 1) and 47 CFR 63.09(b) (second sentence), as of October 6, 2014, ATA, as the parent company of Ace Michigan is also deemed to have acquired a controlling interest in GLC as a result of Ace Michigan’s stock acquisition. By virtue of Ace Michigan’s and ATA’s acquisition of a controlling interest in GLC, they also acquired a controlling interest in GLC’s wholly-owned subsidiaries, CCTC, WTC, WBI, and Comlink.

The obtaining of the Commission’s prior approval of ATA’s and Ace Michigan’s acquisition of a controlling interest in GLC was inadvertently overlooked. This situation was recently discovered, prior to any inquiry by the Commission, in connection with the transfer or otherwise. By the instant Joint Application, Joint Applicants are seeking approval for the transfer of such control.

Since ATA's and Ace Michigan's acquisition of a controlling interest in GLC and its subsidiaries, GLC and its subsidiaries have continued to provide high quality affordable services that are uniquely tailored to the needs of their customers. GLC and its subsidiaries are managed by the same executive management staff as before the transfer of control. Granting this Joint Application will have no adverse effect on the ability of any of the Joint Applicants to continue to serve their customers without interruption or change.

The Joint Applicants truly regret that they did not obtain prior Commission approval of the transfer of control, and are now promptly seeking to correct that oversight through this Joint Application. Because this oversight was purely inadvertent and approval of this Joint Application will not adversely affect GLC's or its subsidiaries' customers, or ATA's or its subsidiaries' customers, as they continue to receive the same service as before the transfer of control, Joint Applicants submit that granting this Joint Application is in the public interest.

II. INFORMATION REQUIRED BY § 63.18 OF THE COMMISSION'S RULES/SECTION 63.24(e) INFORMATION

As required by 47 CFR 63.24(e)(2), this Joint Application provides the information required under 47 CFR 63.18(a) through (d) for both the transferor and the transferees, and the information required in 47 CFR 63.18(h) through (p) only for the transferees (for international transfer of control). Pursuant to 47 CFR 63.04(b), additional information required by 47 CFR 63.04(a)(6) through (12) of the Commission's Rules (for domestic transfer of control) is contained in Attachment A hereto.

(a) Name, address and telephone number of each applicant.

Transferor and Transferor's Subsidiaries

Great Lakes Comnet, Inc.
Clinton County Telephone Company
Westphalia Telephone Company
Westphalia Broadband, Inc.
Comlink LLC
1515 Turf Lane
Suite 100
East Lansing, MI 48823
Phone: 517-664-1600
Fax: 517-324-8900

Transferees

Ace Telephone Company of Michigan, Inc.
5351 N M-37
P.O. Box 69
Mesick, MI 49668
Phone: (231) 885-1000
Fax: (231) 885-9915

Ace Telephone Association
207 E. Cedar Street
P.O. Box 360
Houston, MN 55943
Phone: 507-896-3192
Fax: 507-896-2149

- (b) **The government, state, or territory under the laws of which each corporate or partnership applicant is organized.**

Ace Michigan, GLC, CCTC, WTC, WBI, and Comlink are organized under the laws of the state of Michigan. ATA is organized under the laws of the state of Minnesota.

- (c) **The name, title, post office address, and telephone number of the officer or contact point, such as legal counsel, to whom correspondence concerning the Application is to be addressed:**

For Transferor and Transferor's Subsidiaries

Paul M. Bowman (President and Chief Executive Officer of GLC; Chief Executive Officer of CCTC, WTC, and WBI; and President of Comlink)
1515 Turf Lane
Suite 100
East Lansing, MI 48823
Phone: 517-664-1600

For Transferees

Todd R. Roesler, Chief Executive Officer
Ace Telephone Association
Ace Telephone Company of Michigan, Inc.
207 E. Cedar Street
P.O. Box 360
Houston, MN 55943
Phone: 507-896-3192
Fax: 507-896-2149

Legal Counsel for Joint Applicants

Michael C. Rampe (Michigan Bar No. P58189)
Theresa A.G. Staley (Michigan Bar No. P53998)
Miller, Canfield, Paddock and Stone, PLC
One Michigan Avenue
Suite 900
Lansing, MI 48933
(517) 482-2070

- (d) **A statement as to whether the applicant has previously received authority under Section 214 of the Act and, if so, a general description of the categories of facilities and services authorized (i.e., authorized to provide international switched services on a facilities basis).**

GLC (ITC-214-19970116-00027; ITC-97-042),¹ and WBI (ITC-ASG-20111216-00381) both hold international § 214 authorization for global re-sale service. GLC's wholly-owned subsidiary, Comlink, LLC, provides international toll service pursuant to GLC's international § 214 authority.²

ATA (ITC-214-20061101-00499), and its wholly-owned subsidiary Ace Link Telecommunications, Inc. (ITC-214-19980710-00464), hold international § 214 authorizations. ATA also holds § 214 authority for domestic fixed satellite service (SES-REG-20060808-01329).

- (h) **The name, address, citizenship and principal business of any person or entity that directly or indirectly owns at least 10% percent of the equity of the transferee, and the percentage of equity owned by each of those entities to the nearest 1%.**

ATA is wholly-owned by its member customers, none of whom own a 10% or more equity interest in ATA. Ace Michigan is wholly-owned by ATA.

- (i) **A certification as to whether or not the transferee is, or is affiliated with, a foreign carrier. The certification shall state with specificity each foreign country in which the applicant is, or is affiliated with, a foreign carrier.**

As evidenced by the certification attached to this Application, Todd R. Roesler, certifies that neither ATA nor Ace Michigan has any affiliation with a foreign carrier. ATA and Ace

¹ At the time that it received its international § 214 authorization, GLC was known as Michigan Independent Network, Inc. In a letter dated March 17, 1998, Michigan Independent Network, Inc. advised the FCC that it had changed its name to Great Lakes Comnet, Inc. See *Public Notice*, issued March 26, 1998, 13 FCC Rcd 6496, 1998 WL 133230.

² See correspondence dated February 17, 2011 from GLC filed with the International Bureau in GLC's international license file.

Michigan will not become affiliated with any foreign carrier as a result of the transfer of ownership/control.

(j) Foreign Carrier and Destination Countries.

As evidenced by the certification attached to this Joint Application, Todd R. Roesler certifies that ATA and Ace Michigan do not, directly or through any affiliate, seek to provide international telecommunications services to any destination where: (1) ATA or Ace Michigan is a foreign carrier in that country; or (2) ATA or Ace Michigan controls a foreign carrier in that country; or (3) any entity that owns more than 25% of ATA or Ace Michigan, or that controls ATA or Ace Michigan, controls a foreign carrier in that country; or (4) two or more foreign carriers (or parties that control foreign carriers) own, in the aggregate, more than 25 percent of ATA or Ace Michigan and are parties to, or the beneficiaries of, a contractual relation (e.g., a joint venture or market alliance) affecting the provision or marketing of international basic telecommunications services in the United States.

(k) Showing of WTO Membership for Destination Countries.

Not applicable because ATA and Ace Michigan are not affiliated with or otherwise related to any foreign carrier.

(l), (m) Showing of Non-Dominance/Regulatory Classifications.

Not applicable because ATA and Ace Michigan are not affiliated with or otherwise related to any foreign carrier.

- (n) Certification that the transferee has not agreed to accept special concessions directly or indirectly from any foreign carrier with respect to any U.S. 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.**

As evidenced by the certification attached to this Application, Todd R. Roesler certifies that neither ATA, nor Ace Michigan or any affiliate, has agreed, and will not agree in the future, to accept any direct or indirect special concessions, as defined by 47 CFR 63.14(b), from a foreign carrier or administration with regards to traffic or revenue flows between the United States and any foreign countries the companies are authorized to serve.

- (o) Certification pursuant to 47 CFR 1.2001 through 1.2003 that no party to the Application is subject to a denial of Federal benefits pursuant to section 5301 of the Anti-Drug Abuse Act of 1988.**

As evidenced by the certification attached to this Application, Paul M. Bowman and Todd R. Roesler certify, pursuant to 47 CFR 1.2001 through 1.2003, that no party to the Joint Application (or their affiliates or subsidiaries) is subject to a denial of Federal benefits pursuant to § 5301 of the Anti-Drug Abuse Act of 1988.

- (p) A statement as to how the Application fits into one or more of the presumptive streamlined categories in this section or why it is otherwise appropriate for streamlined treatment.**

This Application is eligible for streamlined processing under § 63.12 of the Commission's Rules, 47 CFR 63.12 because none of the exceptions to streamlined processing specified by paragraph (c) of § 63.12 applies.

III. PUBLIC INTEREST STATEMENT

The transaction described herein serves the public interest, convenience and necessity. Both before and after the October 6, 2014, stock issuance, GLC, WTC, WBI, and Comlink have used state-of-art technology to meet their customers' sophisticated communications needs. CCTC is a holding company that does not provide any services to the public. GLC, WTC, WBI, and Comlink will continue to provide high quality telecommunications services. The transaction has no adverse impact on customers, and will not trigger any rate increases. As the Joint Applicants are relatively small entities, the transaction has not and should not lead to the concentration of any market share, nor will it present any anti-competitive issues, or eliminate a competitor, because GLC, WTC, WBI and Comlink will continue to provide service as they did before the transfer of control. ATA and its subsidiaries, including Ace Michigan, will continue to provide services to their customers without change or interruption, and the transfer of control has had no impact on their customers.

The Joint Applicants truly regret that they did not obtain prior Commission approval of the transfer of control and are now promptly correcting that oversight through this Joint Application. Because this oversight was purely inadvertent and approval of this Joint Application will not adversely impact ATA, Ace Michigan, GLC, WTC, WBI, or Comlink customers, Joint Applicants submit that granting this Joint Application is in the public interest.

V. CONCLUSION

As demonstrated in this Joint Application, Joint Applicants submit that the public interest, convenience, and necessity would be furthered by a grant of this Application.

ACE TELEPHONE ASSOCIATION,
ACE TELEPHONE COMPANY OF MICHIGAN, INC,
GREAT LAKES COMNET, INC.,
CLINTON COUNTY TELEPHONE COMPANY,
WESTPHALIA TELEPHONE COMPANY,
WESTPHALIA BROADBAND, INC., and
COMLINK, LLC

Dated: August 21, 2015

By: 

One of their Attorneys
Michael C. Rampe (P58189)
Theresa A.G. Staley (P56998)
MILLER, CANFIELD, PADDOCK
AND STONE, P.L.C.
One Michigan Avenue, Suite 900
Lansing, MI 48933
(517) 487-2070

LIST OF ATTACHMENTS

Certification of Transferor and Transferor's Subsidiaries

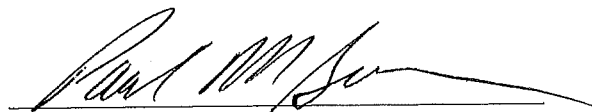
Certification of Transferees

Attachment A – Section 63.04 Information

CERTIFICATION OF TRANSFEROR AND TRANSFEROR'S SUBSIDIARIES

I hereby certify that the statements in the foregoing Joint Application on behalf of Great Lakes Comnet, Inc., Clinton County Telephone Company, Westphalia Telephone Company, Westphalia Broadband, Inc., and Comlink, LLC are true, complete, and correct to the best of my knowledge and are made in good faith. I declare under penalty of perjury under the laws of the United States that the foregoing is true and correct.

I certify under penalty of perjury under the laws of the United States that pursuant to 47 CFR 1.2001 through 1.2003, that Great Lakes Comnet, Inc., Clinton County Telephone Company, Westphalia Telephone Company, Westphalia Broadband, Inc., and Comlink, LLC are not subject to a denial of Federal benefits pursuant to § 5301 of the Anti-Drug Abuse Act of 1988.



By: Paul M. Bowman

Title: President and Chief Executive Officer of Great Lakes Comnet, Inc.
Chief Executive Officer of Clinton County Telephone Company
Chief Executive Officer of Westphalia Telephone Company
Chief Executive Officer of Westphalia Broadband Inc.
President of Comlink, LLC

Date: August 20, 2015

CERTIFICATION OF TRANSFEREES

I hereby certify that the statements in the foregoing Joint Application on behalf of Ace Telephone Association and its subsidiaries (including Ace Michigan) are true, complete, and correct to the best of my knowledge and are made in good faith. I declare under penalty of perjury under the laws of the United States that the foregoing is true and correct.

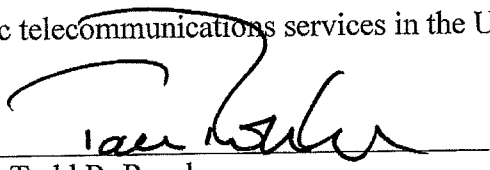
I certify under penalty of perjury under the laws of the United States that neither ATA nor Ace Michigan nor any affiliate, has agreed, or will agree in the future, to accept any direct or indirect special concessions, as defined by 47 CFR 63.14(b), from a foreign carrier or administration with regards to traffic or revenue flows between the United States and any foreign countries they are authorized to serve.

I certify under penalty of perjury under the laws of the United States that pursuant to 47 CFR 1.2001 through 1.2003, ATA and its affiliates or subsidiaries (including Ace Michigan) are not subject to a denial of Federal benefits pursuant to § 5301 of the Anti-Drug Abuse Act of 1988.

I certify that neither ATA nor Ace Michigan has any affiliation with a foreign carrier. Neither ATA nor Ace Michigan will not become affiliated with any foreign carrier as a result of the transfer of control.

I certify that ATA and Ace Michigan do not, directly or through any affiliate, seek to provide international telecommunications services to any destination where: (1) ATA or Ace Michigan is a foreign carrier in that country; or (2) ATA or Ace Michigan controls a foreign carrier in that country; or (3) any entity that owns more than 25% of ATA or Ace Michigan, or that controls ATA or Ace Michigan, controls a foreign carrier in that country; or (4) two or more foreign carriers (or parties that control foreign carriers) own, in the aggregate, more than 25

percent of ATA or Ace Michigan and are parties to, or the beneficiaries of, a contractual relation (e.g., a joint venture or market alliance) affecting the provision or marketing of international basic telecommunications services in the United States.



By: Todd R. Roesler

Title: CEO of Ace Telephone Association and Ace Telephone Company of Michigan, Inc.

Date: 8/14/15

Attachment A

Responses to 47 CFR 63.04(a)(6) through (a)(12)

(6) A description of the transaction—§§ 63.04(a)(6).

See Section I.B. (“Summary of Transaction”) of the Joint Application.

(7) A 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—§§ 63.04(a)(7).

A. Great Lakes Comnet.

The table below describes the geographic areas in which GLC and its subsidiaries offer domestic telecommunications services and the services provided in each area:

Company Name	Service(s) Provided	Geographic Locations
Clinton County Telephone Company (CCTC)	None; CCTC is a holding company, and 100% owner of WTC and WBI	N/A
Great Lakes Comnet, Inc. (GLC)	Tandem switching, long-haul Internet connectivity, video and other transport, toll resale, wholesale Ethernet, SS7 and point-to-point services.	GLC provides its services in 80 Michigan counties throughout Michigan. GLC also provides transport services in portions of Ohio, Indiana, and Illinois. GLC has network facilities, but no customers, in Minnesota and Wisconsin.
Comlink, LLC (Comlink)	Local exchange service (as a CLEC), exchange access, domestic toll service, and broadband Internet service. Comlink also provides point-to-point private line services and domestic and international toll services, and cloud computing and data center services.	Comlink provides services in numerous exchanges throughout Michigan. Most of Comlink’s customers are located in Michigan, but it also has some customers in Ohio, Indiana, Illinois and Wisconsin. Comlink has network facilities, but no customers, in Minnesota.
Westphalia Telephone Company (WTC)	Local exchange service (as an ILEC), exchange access, broadband Internet service, video, private line, transport, and other telecommunication services.	Westphalia exchange located in Michigan.
Westphalia Broadband, Inc. (WBI)	Local exchange service (as a CLEC), exchange access, broadband Internet service, private line, transport, and video.	Fowler (a/k/a the Fowler-Pewamo exchange), St. Johns, and DeWitt exchanges located in Michigan.

B. Ace Telephone Association.

The table below describes the geographic areas in which the above entities offer domestic telecommunications services and the services provided in each area.

Company Name	Service(s) Provided	Geographic Locations
Ace Telephone Association (ATA)	Local exchange service, exchange access, domestic toll service, broadband Internet service, and video services.	Iowa exchanges: Castalia, Clermont, Dorchester, Fort Atkinson, Highlandville, Harpers Ferry, New Albin, Ossian, and Waterville. Minnesota exchanges: Brownsville, Canton, Dakota, Eitzen, Granger, Hokah, Houston, La Crescent, Lanesboro, Ostrander, Peterson, and Rushford exchanges.
Ace Telephone Company of Michigan, Inc. (Ace Michigan)	Local exchange service (as an ILEC), exchange access, domestic long distance service, broadband Internet service, and video services. Local exchange service (as CLEC), toll, broadband Internet, and video services.	Allendale, Buckley, Copemish-Thompsonville, Drenthe, Hoxeyville, Mesick, Old Mission and South Boardman exchanges, all located in Michigan. Coopersville, Holland, and Zeeland exchanges located in Michigan.
Ace Link Telecommunications, Inc.	Competitive local exchange and domestic toll services.	Caledonia, Minnesota

(8) A statement as to how the Application fits into one or more of the presumptive streamlined categories in this section or why it is otherwise appropriate for streamlined treatment—§§ 63.04(a)(8).

With respect to domestic authority, this Joint Application does not appear to fall within the presumptive streamlined categories. However, the Joint Applicants respectfully request prompt processing of this Joint Application so that they may carry out their proposed transaction.

(9) Identification of all other Commission Applications related to the same transaction—§§ 63.04(a)(9).

Through this Joint Application, Joint Applicants are seeking authority with respect to both international and domestic Section 214 authorizations (this Joint Application is being separately and concurrently filed with respect to both types of authorities in compliance with Commission rule 63.04(b), 47 CFR Section 63.04(b)).

(10) A statement of whether the applicants are requesting special consideration because either party to the transaction is facing imminent business failure—§§ 63.04(a)(10).

The Joint Applicants are not requesting such special consideration of this Joint Application at this time.

(11) Identification of any separately filed waiver requests being sought in conjunction with the transaction—§§ 63.04(a)(11).

As of the date of the filing of this Joint Application, no separate waiver request has been sought in conjunction with the transaction.

(12) A 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—§§ 63.04(a)(12).

See Section III (“PUBLIC INTEREST STATEMENT”) in the Joint Application.

Founded in 1852
by Sidney Davy Miller

AUG 24 2015
**MILLER
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August 21, 2015

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

Re: In the matter of the Joint Application of Great Lakes Comnet, Inc., Ace Telephone Association, and Ace Telephone Company of Michigan, Inc. for Approval of Transfer of Control of Great Lakes Comnet, Inc., Clinton County Telephone Company, Westphalia Telephone Company, Westphalia Broadband, Inc., and Comlink, LLC, to Ace Telephone Association and Ace Telephone Company of Michigan, Inc., pursuant to Section 214 of the Communications Act of 1934, as amended.

*****REQUEST FOR SPECIAL TEMPORARY AUTHORITY*****

Dear Ms. Dortch:

Ace Telephone Association (“ATA”), Ace Telephone Company of Michigan, Inc. (“Ace Michigan”), Great Lakes Comnet, Inc. (“GLC”), Clinton County Telephone Company (“CCTC”), Westphalia Telephone Company (“WTC”), Westphalia Broadband, Inc. (“WBI”), and Comlink, LLC (“Comlink”) (collectively, “Joint Applicants”), pursuant to Section 214 of the Communications Act of 1934, as amended, 47 USC 214, hereby respectfully request Special Temporary Authority (“STA”), for a period of sixty (60) days, to continue to provide service to customers pending the Federal Communications Commission’s (“FCC”) consideration of their Joint Application requesting approval for a transfer of control in the above matter, which is being filed contemporaneously with this request for Special Temporary Authority.

As detailed in the Joint Application, Ace Michigan and ATA acquired a controlling interest in GLC and GLC’s wholly owned subsidiaries, CCTC, WTC, WBI, and Comlink, on October 6, 2014. The transaction involved only Ace Michigan’s acquisition of a majority of GLC’s common stock, and did not result in a reduction or

MILLER, CANFIELD, PADDOCK AND STONE, P.L.C.

Ms. Dortch

-2-

August 21, 2015

impairment of service to any of the Joint Applicants' customers. However, the Joint Applicants did not seek the FCC's consent prior to the transfer of control, and are requesting this STA as part of a plan to correct any deficiency that may have resulted from this oversight. Grant of this STA is in the public interest as it will allow Joint Applicants to continue to provide uninterrupted service to their customers.

Joint Applicants acknowledge that grant of this STA extension will not prejudice any action that the FCC may take on the Joint Application. Joint Applicants further acknowledge that the STA can be revoked by the FCC on its own motion without a hearing, and that grant of an STA and the underlying application will not preclude enforcement action.

Please contact the undersigned if you have any questions.

Very truly yours,

Miller, Canfield, Paddock and Stone, P.L.C.

By: Michael C. Rampe
Michael C. Rampe

MCR/cla