

Founded in 1852
by Sidney Davy Miller

MILLER CANFIELD

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December 3, 2015

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

Via ECFS and MyIBFS

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.

WC Docket No. 15-224

1TC-T/C – 20150922-00226

1TC-T/C – 20150922-00227

****Supplemental Information in Support of Joint Application****

Dear Ms. Dortch:

Enclosed for filing in the above matter please find the Joint Applicants' Supplemental Information in Support of their Joint Application. The Joint Application was filed pursuant to Section 63.04(b) of the Commission's rules as a combined International and Domestic Section 214 transfer of control application. The attached Supplemental Information is being filed via the Electronic Comment Filing System and the MyIBFS Filing System.

Please contact me if you have any questions or concerns.

Very truly yours,

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


Michael C. Rampe

Enclosures

cc: Dennis Johnson (Dennis.Johnson@fcc.gov)
Jodie May (Jodie.May@fcc.gov)
Sumita Mukhoty (sumita.mukhoty@fcc.gov)

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

In the Matter of the Joint Application of)	
)	
Great Lakes Comnet, Inc.,)	
)	
Transferor)	
)	
and)	WC Docket No. 15-224
)	
Ace Telephone Association and)	IB File No. ITC-T/C-20150922-00226
Ace Telephone Company of Michigan, Inc.)	
)	IB File No. ITC-T/C-20150922-00227
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)	
_____)	

**SUPPLEMENTAL INFORMATION IN SUPPORT OF
JOINT APPLICATION**

In support of their Joint Application in this matter, Great Lakes Comnet, Inc. (“GLC”), Clinton County Telephone Company (“CCTC”), Westphalia Telephone Company (“WTC”), Westphalia Broadband, Inc. (“WBI”), Comlink, LLC (“Comlink”), Ace Telephone Association (“ATA”) and Ace Telephone Company of Michigan, Inc. (“Ace Michigan”), collectively “Joint Applicants,” hereby respectfully provide the supplemental information contained herein. The purpose of this supplemental filing is to describe the geographic territories in which the Joint

Applicants either provide service or have network facilities, as well as to identify over-lapping or adjacent geographic territories in which the transferee and transferor entities have customers.

I. Geographic Territories of ATA, Ace Michigan, and Ace Link.

ATA is a telephone cooperative headquartered in Houston, Minnesota. ATA provides local exchange service as an incumbent local exchange carrier (“ILEC”), long distance, broadband Internet services, video service, and a variety of other services in small towns and rural areas located in: (i) the Castalia, Clermont, Dorchester, Fort Atkinson, Highlandville, Harpers Ferry, New Albin, Ossian, and Waterville exchanges located in Iowa; and (ii) the Brownsville, Canton, Dakota, Eitzen, Granger, Hokah, Houston, La Crescent, Lanesboro, Ostrander, Peterson, Rushford exchanges located in Minnesota. Maps showing the general locations of the Iowa and Minnesota exchanges in which ATA provides service are contained in **Attachment A**.

Ace Link Telecommunications, Inc. (“Ace Link”) is a wholly-owned subsidiary of ATA that provides local exchange service as a competitive local exchange carrier (“CLEC”), exchange access, and broadband Internet services in the Caledonia exchange located in Minnesota. The general location of the Caledonia exchange is shown in **Attachment A**.

Ace Michigan, a wholly-owned subsidiary of ATA, is an ILEC licensed by the Michigan Public Service Commission (“MPSC”)¹ that provides local exchange service, exchange access, domestic long distance service, broadband Internet service, and video services to the Allendale, Buckley, Copemish-Thompsonville, Drenthe, Hoxeyville, Mesick, Old Mission and South Boardman exchanges located in Michigan. Additionally, Ace Michigan, as a CLEC, provides

¹ August 14, 1992 Order in MPSC Case No. U-10054; 136 PUR 4th 93; 1992 WL 230483; December 21, 2010 Order in MPSC Case No. U-16468; August 13, 2013 Order in MPSC Case No. U-17262.

local exchange service, toll, broadband Internet, and video services to the Coopersville, Holland, and Zeeland exchanges located in Michigan. See the telephone exchange map attached hereto as **Attachment B** for the location of the Michigan exchanges in which Ace Michigan provides service.

II. Geographic Territories of GLC and Its Subsidiaries.

GLC is a broadband network and switching infrastructure company that is registered as a competitive access provider (“CAP”) in Michigan. As a CAP, GLC is a “carriers’ carrier” that does not have any end-user customers and does not serve the general public in any state. GLC’s network facilities provide tandem switching, long-haul Internet connectivity, video and other transport, toll resale, wholesale Ethernet, Signaling System 7 (SS7), and point-to-point services to telecommunication providers. GLC’s facilities are used by ILECs, CLECs, toll service providers that are homed to its tandem, and data and video providers. GLC’s tandem switch is located in Westphalia, Michigan, and GLC’s transport facilities are located throughout Michigan, as well as in portions of Ohio, Indiana, and Illinois. GLC has network facilities, but no carrier customers, in Minnesota and Wisconsin. **See Attachment C.**

GLC’s wholly-owned subsidiary, Comlink, provides local exchange service as a CLEC,² and also provides exchange access, broadband Internet service, point-to-point private line services, domestic and international toll services,³ and cloud computing and data center services. Comlink provides services in numerous exchanges throughout Michigan. While most of Comlink’s end user customers are located in Michigan, it also has some end user customers in Ohio, Indiana, Illinois, and Wisconsin.

² Comlink was licensed by the MPSC’s June 3, 2004 Order in Case No. U-14041.

³ Comlink provides resold international toll service pursuant to GLC’s international § 214 authority. See correspondence dated February 17, 2011 filed with the International Bureau in GLC’s international license file.

WTC is an ILEC, and is licensed by the MPSC⁴ to serve an area known as the Westphalia exchange in Michigan. A map of the Westphalia exchange is appended as **Attachment D**. WTC provides local exchange service, exchange access, broadband Internet service, video, private line, transport, and other telecommunications services to business and residential customers in the Westphalia exchange.

WBI, d/b/a Comlink, is a CLEC licensed by the MPSC.⁵ WBI provides local exchange service, exchange access, broadband Internet service, private line, transport and video service in the following areas: (1) the DeWitt exchange, (2) the St. Johns exchange, and (3) the Fowler exchange (a/k/a the Fowler-Pewamo exchange). WBI also provides video service in the Lansing exchange. Maps of the DeWitt, St. Johns, Lansing and Fowler exchanges can be found at **Attachment E**.

CCTC is a holding company that does not itself offer any telecommunications services. WTC and WBI are wholly-owned subsidiaries of CCTC.

III. Overlapping and Adjacent Geographic Territories.

With respect to exchanges served by transferees ATA, Ace Michigan and Ace Link, or exchanges that are adjacent to their ILEC exchanges, the tables below describe where Comlink, WBI, and WTC provide service, and where GLC has network facilities. For purposes of this Section III, “Transferor Entity” refers collectively to GLC, Comlink, CCTC, WTC and WBI, and “Transferee Entity” refers collectively to Ace Michigan, ATA, and Ace Link. The term “CLEC Operations” refers to the operations as a CLEC of an entity itself or via a separately-incorporated

⁴ August 14, 1992 Order in MPSC Case No. U-10054; 136 PUR 4th 93; 1992 WL 230483.

⁵ July 22, 2004 Order in MPSC Case No. U-14119; 2004 WL 1746427.

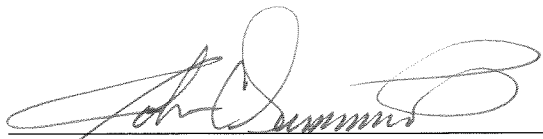
affiliated entity. As shown in the maps appended to this supplemental information and in the tables below:

- None of the ILEC Exchanges of the Transferor Entities or Transferee Entities Overlap or are Adjacent to Each Other: The ILEC exchanges of the ILECs involved in the transaction—Ace Michigan, ATA, and WTC—are geographically separated from each other, and therefore: (i) do not overlap; and (ii) are not adjacent to each other.
- No CLEC Operations of a Transferor Entity or Transferee Entity Provide Service in any Transferor Entity or Transferee Entity ILEC Exchange: No CLEC Operations of the Transferor Entities provide any service to end users in any ILEC exchange of the Transferee Entities (*i.e.*, Ace Michigan, Ace Link, or ATA), and no CLEC Operations of the Transferee Entities provide any service to end users in any ILEC exchange of a Transferor Entity (*i.e.*, WTC).
- CLEC Operations in Exchanges Adjacent to ILEC Exchanges: Comlink, a CLEC, has 5 or fewer end user customers in 7 exchanges that are adjacent to Ace Michigan ILEC exchanges (the Traverse City, Cadillac, Ravenna, Fruitport, Hudsonville, Ravenna, and Hamilton exchanges).
- Limited Overlap of CLEC Service Territories: Comlink, a CLEC, has 5 or fewer end user customers in the Coopersville, Holland, and Zeeland exchanges, where Ace Michigan has CLEC Operations.
- GLC does not serve end user customers, but has fiber facilities located in the Ace Michigan ILEC exchanges that are used by Ace Michigan for traffic transport.

Exchanges Served By Transferee Entity: ATA	Transferor Entities
<p>Iowa exchanges: Castalia, Clermont, Dorchester, Fort Atkinson, Highlandville, Harpers Ferry, New Albin, Ossian, and Waterville.</p> <p>Minnesota exchanges: Brownsville, Canton, Dakota, Eitzen, Granger, Hokah, Houston, La Crescent, Lanesboro, Ostrander, Peterson, and Rushford exchanges.</p>	<p>Comlink, WTC, and WBI do not serve any end-user customers, the general public, or any carrier customers in Iowa or Minnesota.</p> <p>GLC does not provide service to any end-user, the general public, or carrier customer in Iowa.</p> <p>GLC does not provide service to any end-user, the general public, or carrier customer in Minnesota.</p> <p>GLC has fiber facilities located in Duluth, Minnesota, which is not in, or adjacent to, any exchange served by ATA, and those facilities are not currently in use.</p>

Exchanges Served By Transferee Entity: Ace Michigan	Adjacent Exchanges	Transferor Entities
Allendale	Exchanges adjacent to Allendale: Grand Haven, Marne, Hudsonville, Borculo and Jamestown	GLC does not provide any service to any end-user customer or to the general public in Michigan. GLC has network facilities (but no end user customers) throughout Michigan, including in the Ace Michigan exchanges and some adjacent exchanges.
Drenthe	Exchanges adjacent to Drenthe: Hudsonville, Jamestown, and Hamilton	Comlink has five or fewer end-user customers in each of the following exchanges that are served by, or adjacent to, Ace Michigan:
Copemish-Thompsonville, Buckley and Mesick	Exchanges adjacent to Copemish-Thompsonville, Buckley and Mesick: Harietta, Kaleva, Bear Lake, Beulah, Lake Ann, Kingsley, Manton, and Cadillac	<ul style="list-style-type: none"> Traverse City Cadillac Ravenna Fruitport Coopersville Hudsonville Holland Ravenna Zeeland Hamilton
Hoxeyville	Exchanges adjacent to Hoxeyville : Harietta, Brethren, Kaleva, Wellston, Dublin, Irons, Luther, Tustin, and Cadillac	
South Boardman	Exchanges adjacent to South Boardman: Fife Lake, Kingsley, Traverse City, Williamburg, Kalkaska, Manistee River, Moorestown and Lake City	WTC does not provide any service in any exchange served by, or adjacent to, Ace Michigan. WBI does not provide any service in any exchange served by, or adjacent to, Ace Michigan.
Old Mission	Exchanges adjacent to Old Mission: Traverse City	
Coopersville exchange located Michigan	Exchanges adjacent to Coopersville: Grand Haven, Fruitport, Ravenna, Conklin, and Marne	
Holland, and Zeeland exchanges located in Michigan.	Exchanges adjacent to Holland and Zeeland: Grand Haven, Borculo, Hudsonville, Jamestown, Hamilton, and Saugatuck	

Exchanges Served By Transferee Entity: Ace Link	Transferor Entities
Caledonia, Minnesota	<p>Comlink, WTC, and WBI do not serve any end-user customers, the general public, or any carrier customers in Minnesota.</p> <p>GLC does not provide service to any end-user, the general public, or carrier customer in Minnesota.</p> <p>GLC has fiber facilities located in Duluth, Minnesota, which is not in, or adjacent to, any exchange served by Ace Link, and those facilities are not currently in use.</p>



By: John C. Summersett

Chief Executive Officer of Great Lakes Comnet, Inc.

Chief Executive Officer of Comlink, LLC

Chief Executive Officer and President of Clinton County Telephone Company

Chief Executive Officer and President of Westphalia Telephone Company

Chief Executive Officer and President of Westphalia Broadband Inc.⁶

Date: 12/3/15

By: Todd R. Roesler

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

Date: _____

25263487.1\130050-00001

⁶ The Joint Application filed in this case was signed by Paul M. Bowman as President and CEO of GLC, President of Comlink, and CEO of CCTC, WTC, and WBI. Effective September 5, 2015, John M. Summersett became CEO of GLC and Comlink, and the CEO and President of CCTC, WTC, and WBI. Mr. Bowman remains President of GLC and Comlink.

Exchanges Served By Transferee Entity: Ace Link	Transferor Entities
Caledonia, Minnesota	<p>Comlink, WTC, and WBI do not serve any end-user customers, the general public, or any carrier customers in Minnesota.</p> <p>GLC does not provide service to any end-user, the general public, or carrier customer in Minnesota.</p> <p>GLC has fiber facilities located in Duluth, Minnesota, which is not in, or adjacent to, any exchange served by Ace Link, and those facilities are not currently in use.</p>

By: John M. Summersett

Chief Executive Officer of Great Lakes Comnet, Inc.
 Chief Executive Officer of Comlink, LLC
 Chief Executive Officer and President of Clinton County Telephone Company
 Chief Executive Officer and President of Westphalia Telephone Company
 Chief Executive Officer and President of Westphalia Broadband Inc.⁶

Date: _____



By: Todd R. Roesler

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

Date: 11/25/15

25263487.1\130050-00001

⁶ The Joint Application filed in this case was signed by Paul M. Bowman as President and CEO of GLC, President of Comlink, and CEO of CCTC, WTC, and WBI. Effective September 5, 2015, John M. Summersett became CEO of GLC and Comlink, and the CEO and President of CCTC, WTC, and WBI. Mr. Bowman remains President of GLC and Comlink.

Attachment A

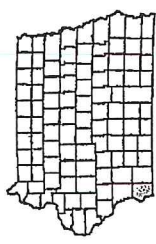
Broadband Service Inventory Allamakee Iowa

Updated October 1, 2010
BETA Version

Send questions or comments to: map@connectiowa.org



As required by the US Department of Commerce's State Broadband Data Collection, the Broadband Service Inventory is a map of broadband service availability for at least one broadband service. It is not intended to be a comprehensive list of broadband services. It is intended to provide a general overview of broadband service availability. It is not intended to be a comprehensive list of broadband services. It is intended to provide a general overview of broadband service availability. It is not intended to be a comprehensive list of broadband services. It is intended to provide a general overview of broadband service availability.

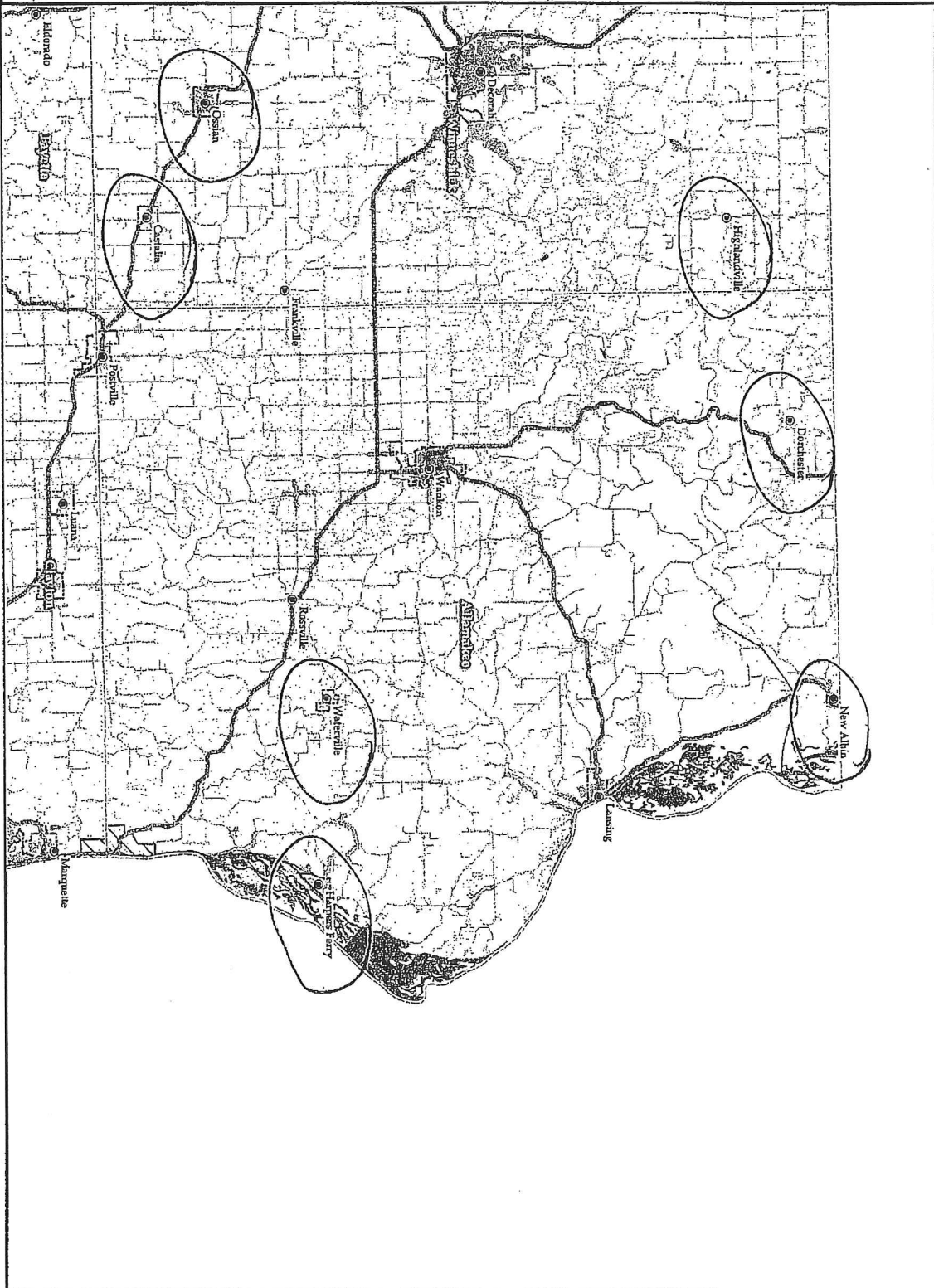


0 0.5 1 2 3 4 Miles

Symbology

- City
- Municipal Boundary
- Interstate
- County Boundary
- US Road
- Water
- Local Road
- National and State Lands
- River Broadband Available
- Cable Broadband Available
- DSL Broadband Available
- Fixed Wireless Broadband Available
- Mobile Wireless Broadband Available
- Unimproved Avenues

This map is not a guarantee of service. It is intended to provide a general overview of broadband service availability. It is not intended to be a comprehensive list of broadband services. It is intended to provide a general overview of broadband service availability. It is not intended to be a comprehensive list of broadband services. It is intended to provide a general overview of broadband service availability.



Broadband Service Inventory

Fayette

Iowa

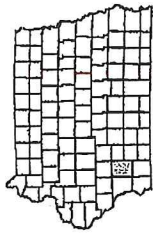
Updated October 1, 2010

BETA Version

Submit questions or recommendations changes to: map@connectiowa.org



As required by the US Department of Commerce's State Broadband Data and Development Grant Program, if broadband services are available to at least one household in a census block, then the entire geographic data census block is marked as available. As such, broadband availability at an individual location cannot be guaranteed. Providers supplying more granular data than census block are displayed as such. This map represents areas of broadband service availability determined by technical analysis of provider networks and is not intended to be used for the purpose of individual service quality. Statewide broadband services may also be available. Map users are encouraged to provide feedback in improving broadband data granularity through data validation and feedback using the www.connectiowa.org website.

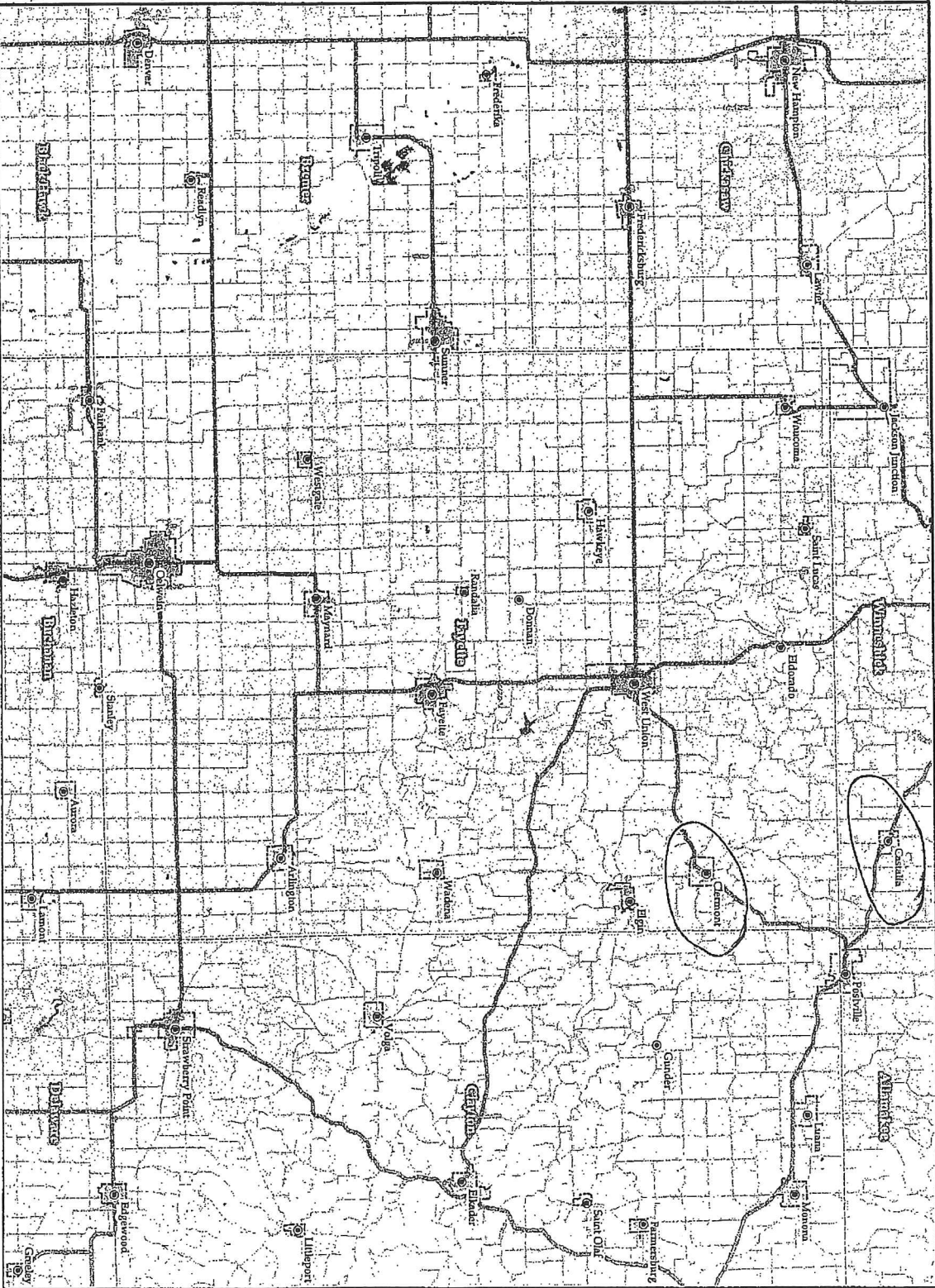


Scale: 1 2 3 4 Miles

Symbology

- Municipal Boundary
- City
- Interstate
- County Boundary
- US Road
- Water
- Local Road
- National and State Lands
- Fiber Broadband Available
- Cable Broadband Available
- DSL Broadband Available
- Broad Wireless Broadband Available
- Mobile Wireless Broadband Available
- Unincorporated Areas

This map is not a guarantee of coverage, availability, or quality of service, and is provided for informational purposes only. All Rights Reserved. © Copyright 2010, ConnectIowa, Inc. All Rights Reserved.



Broadband Service Inventory

Winneshiek

Iowa

Updated October 1, 2010

BEFA Version

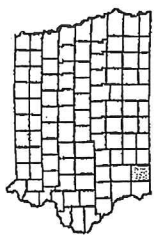
Submit questions or recommendations changes to: info@broadbandiowa.org



As required by the US Department of Commerce's State Broadband Data and Deployment Grant Program, if broadband service is available to at least one household in a census tract, that tract is marked as having broadband availability. As such, broadband availability at an exact address location cannot be guaranteed. Providers supplying more precise data than census tracts are encouraged to use.

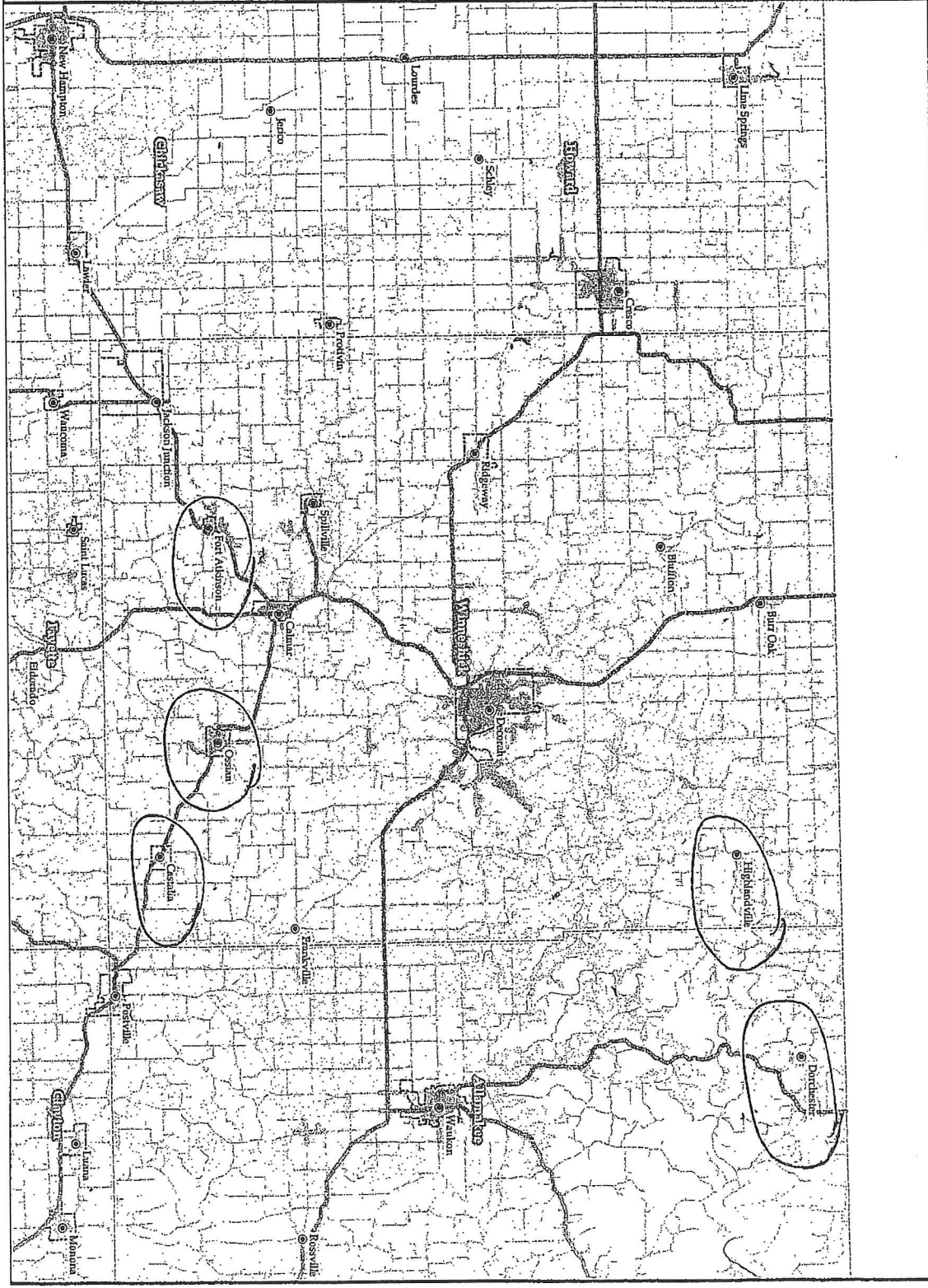
This map represents areas of broadband service availability determined by technical analysis of provider networks and accommodations for the impact of terrain features on service quality. Service availability may vary over time.

Map users are encouraged to participate in improving broadband data generally through the website www.broadbandiowa.org and the Broadband Mapping Team at info@broadbandiowa.org.



Scale 1 2 3 4 Miles

- Symbology**
- City
 - Intervale
 - US Road
 - Local Road
 - Fiber Broadband Available
 - Cable Broadband Available
 - DSL Broadband Available
 - Fixed Wireless Broadband Available
 - Mobile Wireless Broadband Available
 - Unserved Areas
- Municipal Boundary
 County Boundary
 National and State Road
 Water
 Fiber Broadband Available
 Cable Broadband Available
 DSL Broadband Available
 Fixed Wireless Broadband Available
 Mobile Wireless Broadband Available
 Unserved Areas



This map is not a guarantee of service availability. It is the responsibility of the user to verify service availability for their specific location. Copyright 2010, Broadband Iowa, Inc. All Rights Reserved. Copyright 2010, Broadband Iowa, Inc. All Rights Reserved.

Broadband Service Inventory

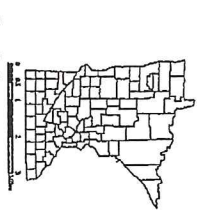
Houston County
Minnesota
Updated October 1, 2010

BETA Version
Status: Open for Review

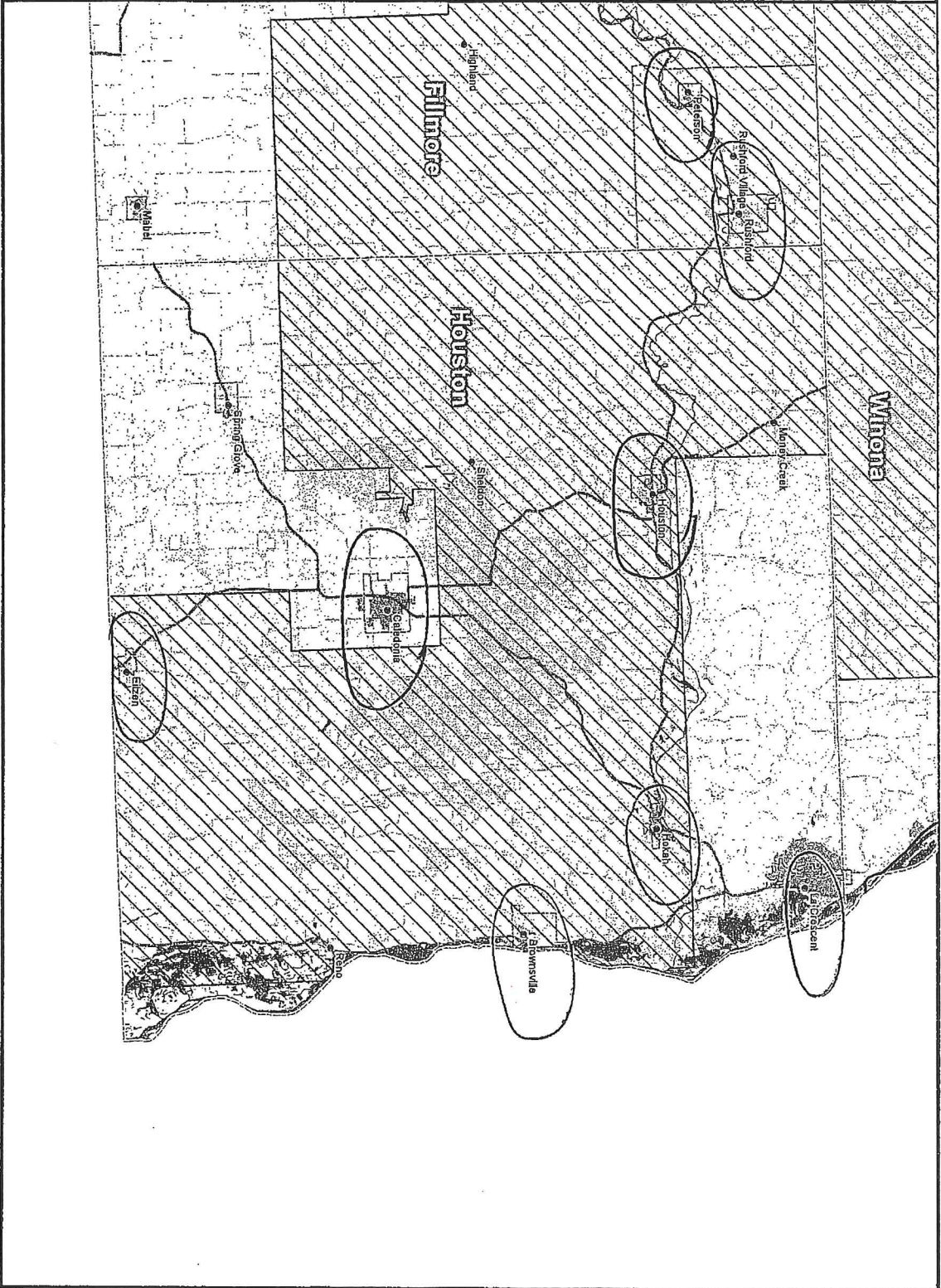


As required by the US Department of Commerce, Broadband Service Inventory is a project of the Minnesota Broadband Service Inventory Program. This report is a product of the Minnesota Broadband Service Inventory Program. It is not a guarantee of service. The information is provided for informational purposes only. The information is not intended to be used for legal or other purposes. The information is provided as is. The information is not intended to be used for legal or other purposes. The information is provided as is.

This map represents a general overview of broadband service availability determined by the depth, breadth, and quality of provider data and is not intended to be used for legal or other purposes. The information is provided as is. The information is not intended to be used for legal or other purposes. The information is provided as is.



- Symbology**
- City
 - Interstate
 - US Highway
 - Local Road
 - Municipal Boundary
 - County Boundary
 - Water
 - National/State Park
 - Fiber
 - Cable
 - DSL
 - Fixed Wireless
 - Mobile Wireless
 - Unserviced Area

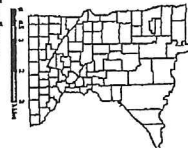


Broadband Service Inventory

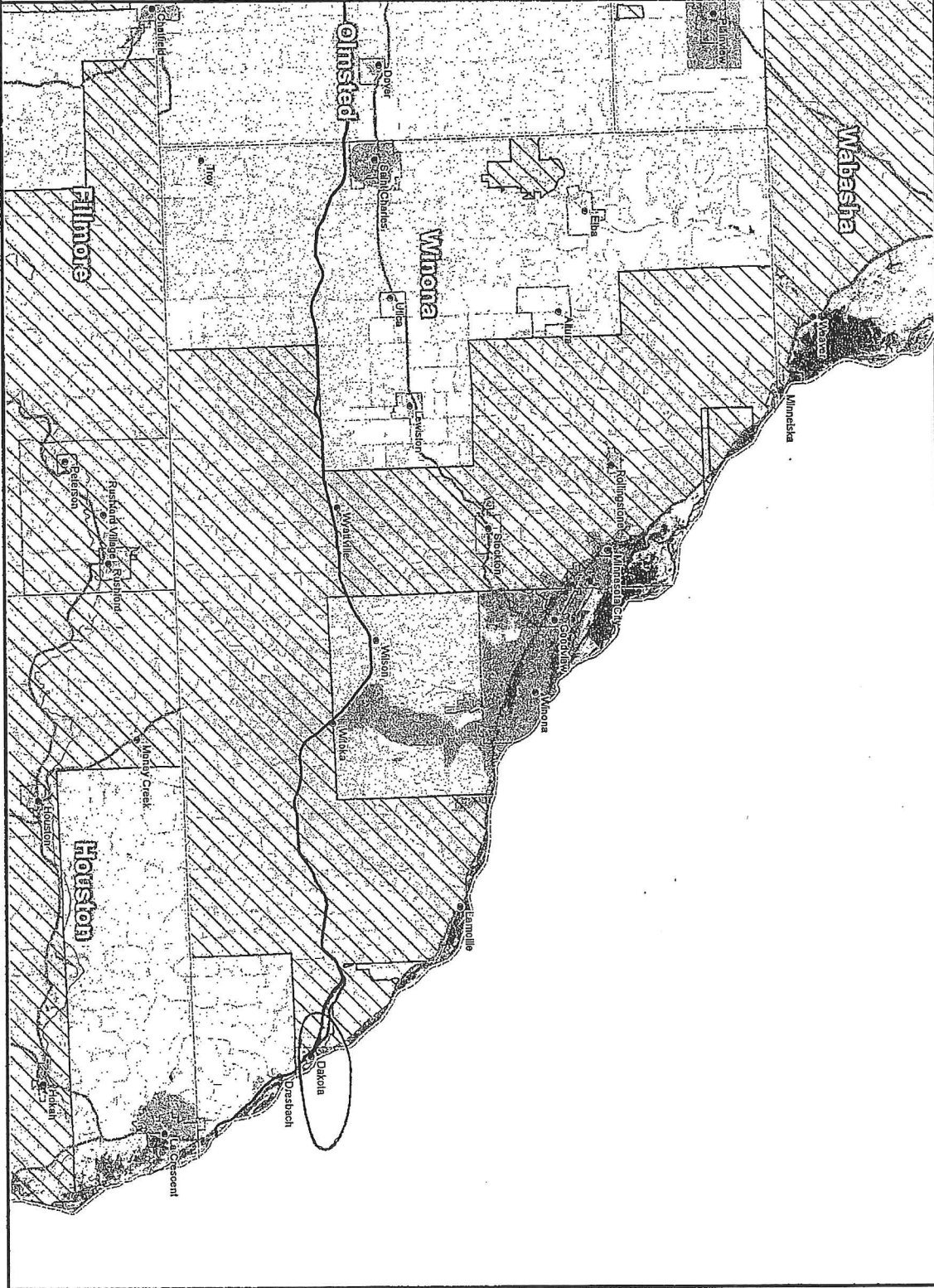
Winona County
Minnesota
Updated October 1, 2010
HEIA Version
Served quarters of unincorporated township in
map performance



This map is prepared by the Minnesota Department of Commerce, State Broadband Data and Development Office. It is intended to provide a general overview of broadband service availability in Winona County, Minnesota. It is not intended to be used as a legal document. The map is based on data provided by service providers and is subject to change without notice. The map is not a guarantee of service and should not be used to make any decisions regarding service availability. For more information, please contact the Minnesota Department of Commerce, State Broadband Data and Development Office.



- Symbology**
- City
 - Interstate
 - US Highway
 - Local Road
 - Municipal Boundary
 - County Boundary
 - Water
 - National/State Park
 - Fiber
 - Cable
 - DSL
 - Fixed Wireless
 - Mobile Wireless
 - Unserved Area



Map of Winona County, Minnesota, showing broadband service inventory. The map displays various service areas, including Fiber, Cable, DSL, Fixed Wireless, and Mobile Wireless. It also shows unserved areas and geographical features like water bodies and parks. The map is titled 'Broadband Service Inventory' and includes a legend, a scale bar, and a north arrow. The map is dated October 1, 2010, and is version 1.0 of the HEIA. The map is prepared by the Minnesota Department of Commerce, State Broadband Data and Development Office.

Broadband Service

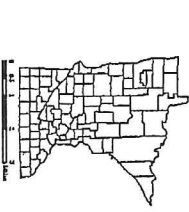
Inventory
Fillmore
County
Minnesota

Updated October 1, 2010

BETA Version - May be in progress

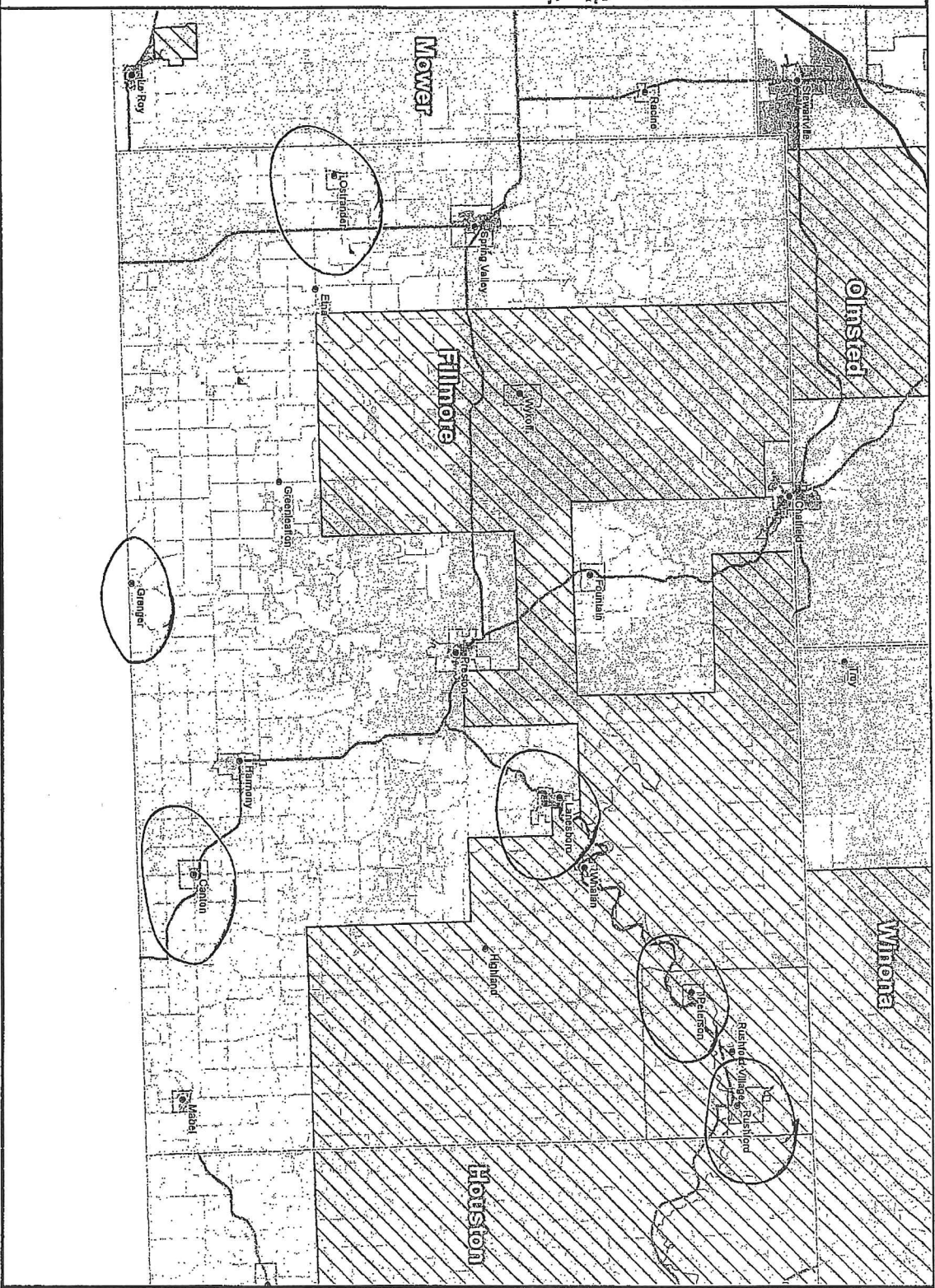


This map provides a general overview of broadband service availability in Fillmore County, Minnesota. It is not intended to be used as a legal document. For more information, please contact the Minnesota Department of Information Technology at 651-296-3000. This map is provided as a public service and is not intended to be used as a legal document. For more information, please contact the Minnesota Department of Information Technology at 651-296-3000.

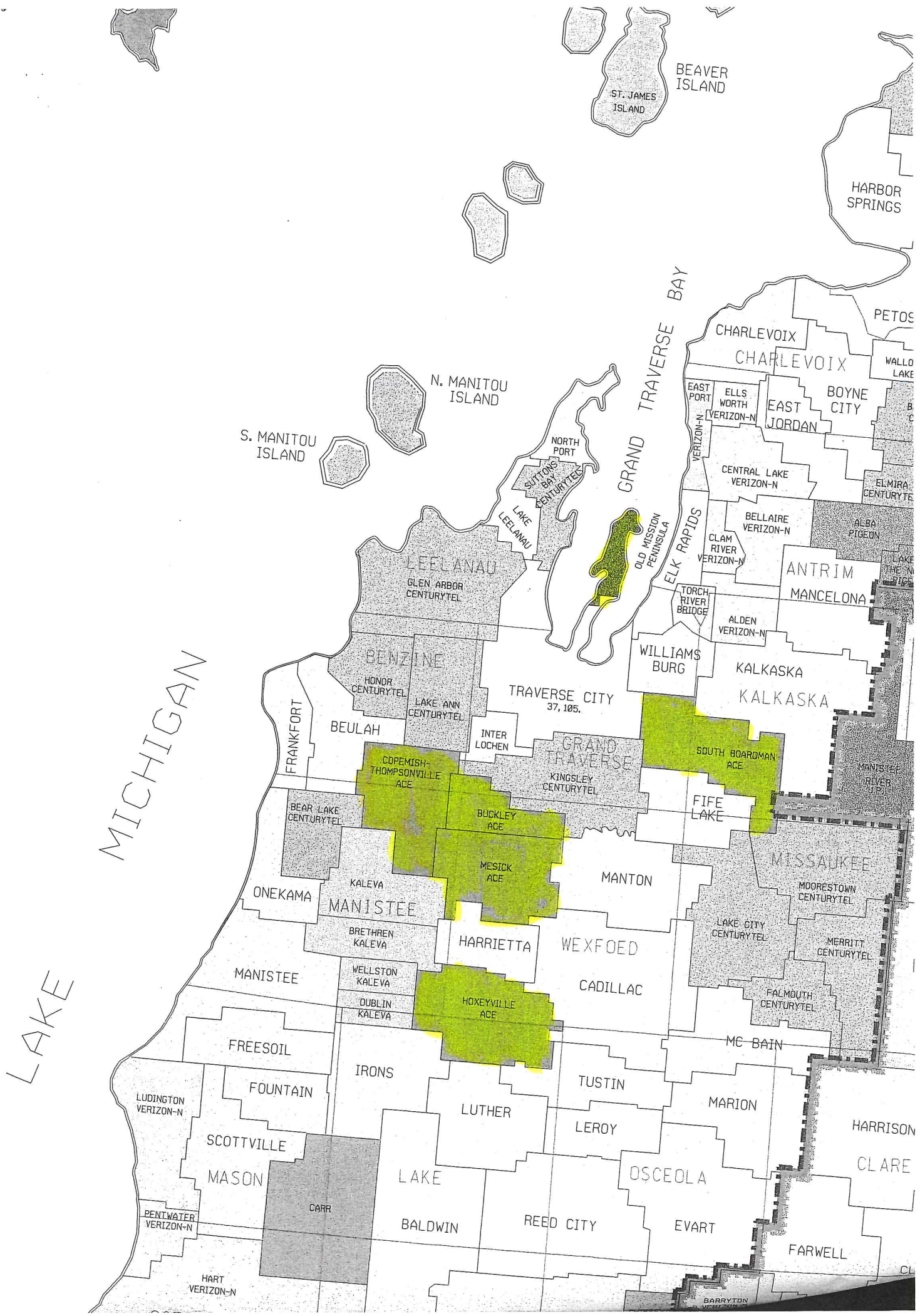


Symbolology

- City
- Interstate
- US Highway
- Local Road
- Municipal Boundary
- County Boundary
- Water
- National/State Park
- Fiber
- Cable
- DSL
- Fixed Wireless
- Mobile Wireless
- Unserviced Area



Attachment B



BEAVER ISLAND

ST. JAMES ISLAND

HARBOR SPRINGS

PETOS

CHARLEVOIX

WALLO LAKE

BOYNE CITY

EAST JORDAN

ELLS WORTH
VERIZON-N

CENTRAL LAKE
VERIZON-N

BELLAIRE
VERIZON-N

CLAM RIVER
VERIZON-N

ANTRIM

MANCELONA

ALDEN
VERIZON-N

WILLIAMS
BURG

KALKASKA

TRAVERSE CITY
37, 105.

GRAND
TRAVERSE

SOUTH BOARDMAN
ACE

FIFE
LAKE

BEULAH

COPEMISH-
THOMPSONVILLE
ACE

BUCKLEY
ACE

MESICK
ACE

BEAR LAKE
CENTURYTEL

ONEKAMA

MANISTEE

BRETHREN
KALEVA

HARRIETTA

WEXFOED

MANISTEE

WELLSTON
KALEVA

DUBLIN
KALEVA

HOXEYVILLE
ACE

CADILLAC

MISSAUKEE

MOORESTOWN
CENTURYTEL

LAKE CITY
CENTURYTEL

MERRITT
CENTURYTEL

FALMOUTH
CENTURYTEL

MC BAIN

FREESOIL

IRONS

TUSTIN

MARION

LUDINGTON
VERIZON-N

FOUNTAIN

LUTHER

LEROY

HARRISON

SCOTTVILLE

MASON

LAKE

OSCEOLA

CLARE

PENTWATER
VERIZON-N

CARR

BALDWIN

REED CITY

EVART

FARWELL

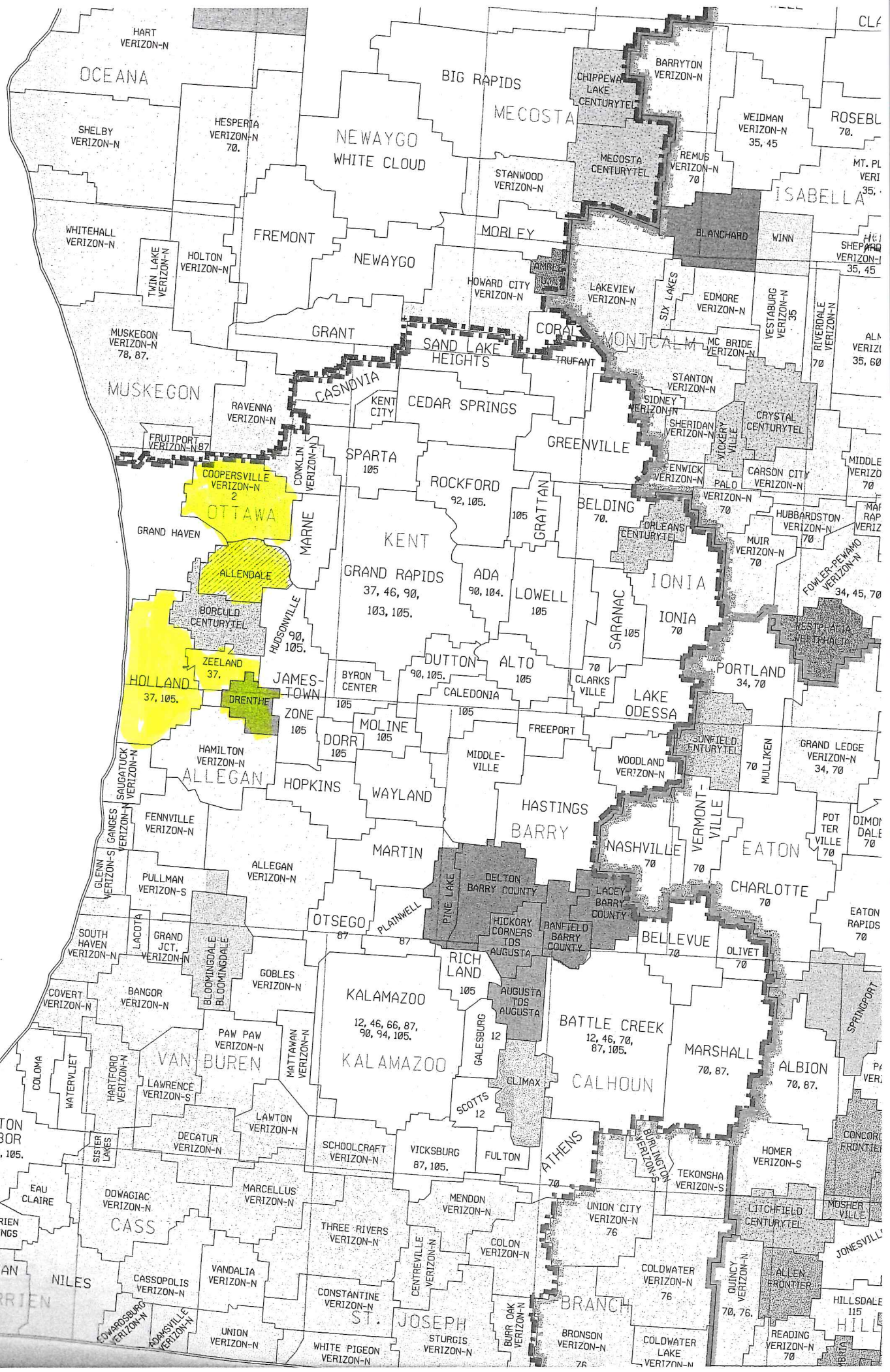
HART
VERIZON-N

BARRYTON
VERIZON-N

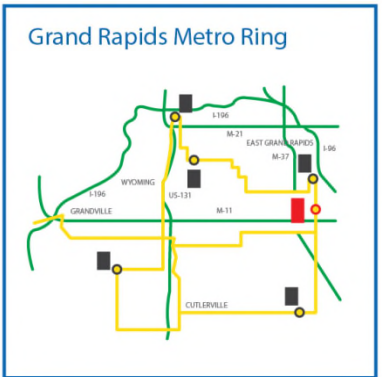
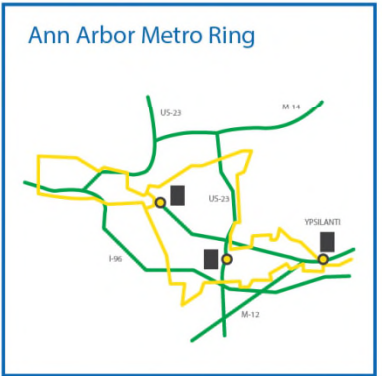
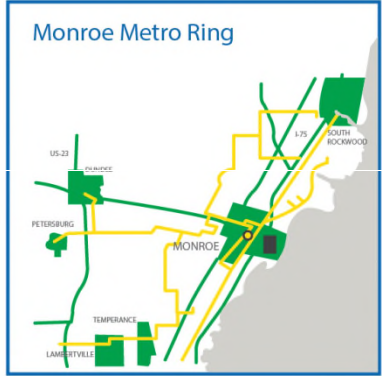
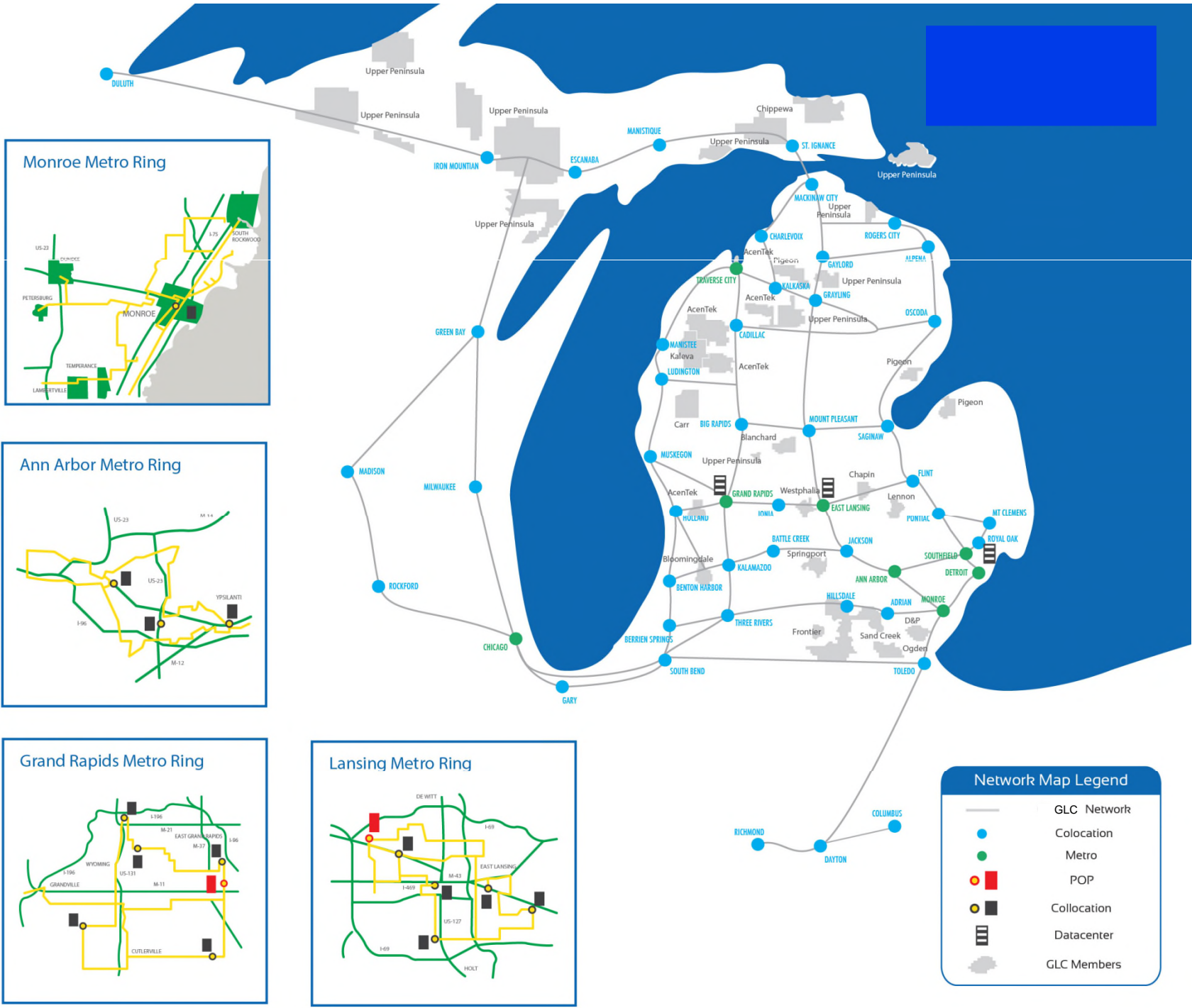
MICHIGAN

LAKE

GRAND RAPIDS LATA



Attachment C



Network Map Legend	
	GLC Network
	Colocation
	Metro
	POP
	Colocation
	Datacenter
	GLC Members

Attachment D

Attachment E

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