

# WILKERSON ♦ BRYAN

WILKERSON & BRYAN, P.C.  
ATTORNEYS & COUNSELORS

405 SOUTH HULL STREET

MONTGOMERY, ALABAMA 36104

TEL: 334-265-1500

MAILING ADDRESS  
POST OFFICE BOX 830  
36101-0830  
FAX: 334.265.0319

DANA H. BILLINGSLEY

[dana@wilkersebryan.com](mailto:dana@wilkersebryan.com)

September 28, 2016

## VIA THE ELECTRONIC INTERNATIONAL BUREAU FILING SYSTEM

Marlene H. Dortch, Secretary  
Federal Communications Commission  
445 12<sup>th</sup> Street, S.W.  
Washington, D.C. 20554

**Re: Notification of *Pro forma* Transfer of Control of International Section 214  
Authorization Held by Millry Telephone LD, LLC from Millry Corporation  
to BB Holding Corporation;  
International Bureau File No. ITC-T/C-20160816-00251**

Dear Ms. Dortch:

Pursuant to Sections 63.24(d) and (f) of the Rules of the Federal Communications Commission (“FCC” or the “Commission”), 47 C.F.R. §§ 63.24(d) and (f), Millry Corporation (“Millry Corp”) hereby notifies the Commission of the consummation of the *pro forma* transfer of control of the international Section 214 authority granted under File Number ITC-214-19970508-00257 to Millry Telephone LD, LLC (“Millry LD”), from Millry Corp, Millry LD’s parent company, to BB Holding Corporation, a newly created, 100% wholly-owned subsidiary of Millry Corp.

On August 26, 2016, the FCC issued a Public Notice in Report No. TEL-01809S, accepting the application of Millry Corp shareholders the Darrell R. Brown, Sr. Management Trust, Bryanell S. Brown Management Trust, GST Exempt Family Trust for the benefit of Darrell Raiford Brown, Jr., GST Exempt Family Trust for the benefit of Lisa Renee Bond and the GST Exempt Family Trust for the benefit of Chera Dare Ogburn (collectively, the “Transferors”) and Millry Corp shareholders the Paul E. Brown, Sr. Management Trust and the GST Exempt Family Trust for the benefit of Paul E. Brown, Jr. (collectively, the “Transferees”) for approval of the transfer of control of the international Section 214 authorization held by Millry LD from the Transferors to the Transferees, pursuant to Section 214(a) of the Communications Act of 1934, as amended (the “Act”), 47 U.S.C. § 214(a), and 47 C.F.R. § 63.24 (File Number ITC-T/C-20160816-00251).<sup>1</sup> The application was approved by the International

<sup>1</sup> The application was filed with the FCC on August 15, 2016. On August 15, 2016, the Transferors and Transferees also filed an application with the FCC for the transfer of control of authorizations associated with domestic Section 214 authorizations, which application was supplemented on August 30, 2016 (WC Docket No. 16-260), and an

Bureau on September 9, 2016, as reported in Report No. TEL-01813 (DA No. 16-1042), issued on September 15, 2016. As described in the application, the transaction entails the redemption by Millry Corp of all of the Transferors' Class A and Class B stock in Millry Corp. At the completion of the transaction, the Transferees' percentage ownership in Millry Corp's outstanding stock and their voting membership in the corporation will increase from 50% to 100%, giving the Transferees clear and complete *de jure* control of Millry Corp, and thus Millry LD's Section 214 international authorization. The transaction has not yet been consummated.

In their application, the Transferees and Transferors notified the Commission that prior to completion of the transaction, Millry Corp may create another wholly owned intermediate subsidiary for internal corporate purposes, whereby Millry Corp would transfer 100% of the stock of its subsidiaries, Millry Telephone Company, Inc. ("Millry Telephone"), Millry Communication, Inc. ("Millry Communication") and Millry LD, to such new subsidiary, which would then serve as an intermediate holding company between Millry Corp and the subsidiaries. The Transferees and Transferors advised the Commission that the creation of such an intermediate subsidiary would have no impact on the transfer of control of Millry Corp and its subsidiaries as described in the application and would be considered a *pro forma* transaction under 47 C.F.R. § 63.24(d), subject to the Commission's notification requirements set forth in 47 C.F.R. § 63.24(f)(2). No prior Commission approval is required for such *pro forma* transactions, under 47 C.F.R. § 63.24(f)(1).

BB Holding Corporation is a 100% wholly-owned subsidiary of Millry Corp that was formed on September 15, 2016, to which Millry Corp transferred 100% of the stock of Millry Corp's direct subsidiaries, Millry Telephone and Millry Communication. Millry LD remains a 100% wholly-owned subsidiary of Millry Telephone. All five Millry entities are Alabama domestic companies.

As required under 47 C.F.R. § 63.24(f)(2)(i) for carriers subject to a *pro forma* transfer of control, Millry LD provides the following information requested in Sections 63.18(a)-(d) and (h) for the transferee:

- (1) Section 63.18(a) – the name, address and telephone number of the transferee:

BB Holding Corporation  
30433 Highway 17  
Millry, Alabama 36558  
Telephone: 251-846-2911

- (2) Section 63.18(b) – the state under the laws of which the transferee is organized:

BB Holding Corporation is a domestic corporation organized under the laws of the state of Alabama.



- (3) Section 63.18(c) – the name, title, post office address and telephone number of the officer of the transferee to whom correspondence concerning the notice is to be addressed:

Annice Jordan, Vice President, Assistant Secretary and Treasurer  
BB Holding Corporation  
30433 Highway 17  
Millry, Alabama 36558  
Telephone: 251-846-2911

- (4) Section 63.18(d) – a statement as to whether the transferee has previously received authority under Section 214 of the Act, and if so, a general description of the categories of facilities and services authorized:

BB Holding Corporation has never received authority under Section 214 of the Act, and does not intend to seek such authority; BB Holding Corporation will remain an intermediate holding company for Millry Corp's subsidiaries, Millry Telephone, Millry Communication and Millry LD, solely for the purposes of effecting the described transaction.

- (5) Section 63.18(h) – the name, address, citizenship and principal businesses of any person or entity that directly or indirectly owns at least ten percent of the equity of the transferee, and the percentage of equity owned by each of those entities (to the nearest one percent). The transferee shall also identify any interlocking directorates with a foreign carrier.

The following entities each own at least ten percent of the equity of BB Holding Corporation:

Millry Corporation  
30433 Highway 17  
Millry, Alabama 36558

Principal Business: Holding company for Section 214 authorization holders  
Millry Telephone, Millry Communication and Millry LD  
Citizenship: United States of America  
Ownership Percentage in BB Holding Corporation: 100.00%

BB Holding Corporation is not a foreign carrier and is not affiliated with a foreign carrier.

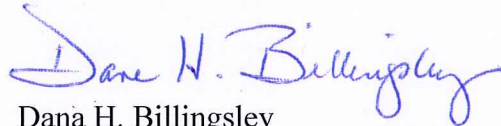
As required under 47 C.F.R. § 63.24(f)(2)(ii) for carriers subject to a *pro forma* transfer of control, Millry LD hereby certifies that the transfer of control of its international Section 214 authorization granted under File Number ITC-214-19970508-00257 from Millry Corporation to

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BB Holding Corporation was *pro forma*, and that, together with all previous *pro forma* transactions, does not result in a change in the actual controlling party.

Please direct any questions concerning this matter to my office.

Very truly yours,



Dana H. Billingsley  
Attorney for Millry Corporation, BB Holding  
Corporation and Millry Telephone LD, LLC

cc: Annice Jordan