

Granted

date: March 23, 2017

authorized by: Chief, Telecommunications
and Analysis Division, International Bureau

signature: Denise Coca

Expires: September 19, 2017

Streamlined

ITC-STA-20170317-00040

IB2017000753

LIGTEL COMMUNICATIONS INC.

Re: ITC-T/C-20170317-00039

Section 214 Application for
Special Temporary Authority
Attachment 1, Page 1 of 2

MAR 23 2017

International Bureau

LigTel Communications, Inc.

Question 10: In Attachment 1, provide justification of need for special temporary authority requested.

Response:

LigTel Communications, Inc. ("LCI") respectfully submits that the public interest would be served by a grant of this Special Temporary Authority ("STA") pending grant of its application for the transfer of control regarding its Section 63.18(e)(2) (global resale authority), File No. ITC-214-20000270-00064, filed simultaneously herewith.¹ Thus, prompt action granting this STA will allow LCI's customers to continue to utilize the international long distance service offered by it

The instant request for STA is a companion filing to correct the inadvertent error of not seeking the January 15, 2005 transfer of control of LTC and indirectly the transfer of control of LCI. At the time of the transfer of control, LTC was the parent company of LCI and is now, along with LCI, a wholly owned subsidiary of Heartland Innovations, Inc. ("Heartland") arising from a January 1, 2017 pro forma transfer of control.²

Grant of this request for STA will ensure that LCI will be able to continue to provide uninterrupted international resold service. LCI expressly acknowledges that grant of this request will not prejudice action by the Commission on the underlying International 214 Application and that any authority granted pursuant to this request is subject to cancellation or modification upon notice but without a hearing.

¹ LCI and its affiliate, Ligonier Telephone Company, Inc. ("LTC"), will also be filing ha STA request to continue their domestic operations. A copy of this STA request will be provided to the FCC International Bureau once filed.

² At the time of the transfer of control, LTC was the parent company of LCI and is now, along with LCI, a wholly owned subsidiary of Heartland arising from a January 1, 2017 pro forma transfer of control. As a result of the Companies' planned corporate reorganization, Heartland was formed and, on January 1, 2017, Heartland established LTC and LCI as separate wholly-owned subsidiaries. The ownership of Heartland, an Indiana corporation formed for the purpose of reorganization, is the same as that previously for LTC. Specifically, the former shareholders of LCI's parent company, LTC, exchanged their shares of LTC for shares of Heartland. As a result of the reorganization, both LCI and LTC are wholly owned subsidiaries of Heartland, and the shareholders of Heartland, after the reorganization, are identical to the previous shareholders of LTC.

**Section 214 Application for
Special Temporary Authority
Attachment 1, Page 2 of 2**

Good cause exists for grant of the instant request, which would ensure that consumers would not suffer inconvenience or loss of service, or otherwise be affected adversely. Having become aware of the inadvertent oversight regarding ownership changes arising from the death of Dr. Schloss, LCI is voluntarily attempting to take all steps necessary to rectify the situation. Accordingly, LCI submits that the public interest would be serviced by prompt grant of the instant request.

Applicants request that the STA be granted for a period of sixty (60) days to permit the Commission to complete its processing of the pending domestic 214 application in due course.

Question 16: In Attachment 1, respond to paragraphs (d), (e)(3) and (g) of Section 63.18.

Response:

In response to 47 C.F.R. §63.18(d), LCI, the Applicant, has been granted international global resale authority under File No. ITC-214-20000270-00064 (*see* Public Notice, Report No. TEL-00997, DA No. 06-360, released February 16, 2006) to resell the international services of authorized U.S. common carriers for the provision of international switched, private line, data, television and business services to all international points, and to resell private lines for the purpose of providing international basic switched services to countries found to offer equivalent resale opportunities. Accordingly, Sections 63.18(e)(3) and 63.18(g) are not applicable.

LigTel Communications, Inc.

Question 15: [Section 63.18(h)] In Attachment 2, provide the name, address, citizenship and principal business of the applicant's ten percent or greater direct and indirect shareholders or other equity holders, and identify any interlocking directorates.

Response:

The following information is provided with respect to shareholders of 10% or greater of the equity interests of LigTel Communications, Inc. ("LCI") currently and at the time of the prior transfer of control. No other individuals or entities other than those identified below were or currently are the owners of a 10% or greater direct or indirect ownership interest in LCI.

The address for each of the individuals or entities below is 414 South Cavin Street, Ligonier, Indiana 46767.

Current ownership of LCI:

<u>Name</u>	<u>Percentage Ownership</u>	<u>Principal Business</u>
Heartland Innovations, Inc. ("Heartland") ¹	100%	Telecommunications

The 10% or greater derivative owners of Heartland are as follows:

¹ At the time of the transfer of control, Ligonier Telephone Company, Inc. ("LTC") was the parent company of LCI and is now, along with LCI, a wholly owned subsidiary of Heartland arising from a January 1, 2017 pro forma transfer of control. As a result of the Companies' planned corporate reorganization, Heartland was formed and, on January 1, 2017, Heartland established LTC and LCI as separate wholly-owned subsidiaries. The ownership of Heartland, an Indiana corporation formed for the purpose of reorganization, is the same as that previously for LTC. Specifically, the former shareholders of LCI's parent company, LTC, exchanged their shares of LTC for shares of Heartland. As a result of the reorganization, both LCI and LTC are wholly owned subsidiaries of Heartland, and the shareholders of Heartland, after the reorganization, are identical to the previous shareholders of LTC.

<u>Name</u>	<u>Percentage Ownership</u>	<u>Principal Business</u>
Meshell L. Schloss (U.S. Citizen)	Approx. 40.6%	Telecommunications
Robert P. Schloss Family Credit Shelter Trust Organized under laws of the State of Indiana, Meshell L. Schloss, Trustee and Sole Beneficiary	Approx. 10.2%	Investments
Phil Schloss Trust Organized under laws of the State of Indiana, IAB Bank, Trustee (Sherri Chaney)	Approx. 28.8%	Investments

Prior ownership of LTC:

At all times prior to January 1, 2017, LCI was a wholly-owned subsidiary of LTC.

As of August, 2000 --

<u>Name</u>	<u>Percentage Ownership</u>	<u>Principal Business</u>
Dr. Robert P. Schloss, U.S. Citizen ²	Approx. 30%	Telecommunications
Meshell L. Schloss, US Citizen	Approx. 17.8%	Telecommunications
The Phil Schloss Family Trust, Organized under the Laws of State of Indiana (Trustee BankOne)	Approx. 28.8%	Investment

² Dr. Robert P. Schloss was President and Chief Executive Office of LTC, and Chairman of the Board. Dr. Schloss controlled the daily operations of LTC and LCI.

Section 214 Application for
Special Temporary Authority
Attachment 2
Page 3 of 3

<u>Name</u>	<u>Percentage Ownership</u>	<u>Principal Business</u>
BankOne for the benefit of Robert P. Schloss, held by BankOne with periodic partial redemption rights by Dr. Schloss to purchase such shares	Approx. 12.7%	Investment
As of January 1, 2007 -- Dr. Robert P. Schloss dies on January 15, 2005 (Meshell L. Schloss is Executor); Transfer of Stock Held by Dr. Robert P. Schloss Estate on January 1, 2007 to Meshell L. Schloss.		
<u>Name</u>	<u>Percentage Ownership</u>	<u>Principal Business</u>
Meshell L. Schloss, US Citizen (Additional 640 shares transferred on January 1, 2007 arising from the January 15, 2005 death of Dr. Robert P. Schloss who, at the time of his death owned 926 shares of LTC or approx. 33%)	Approx. 40.6%	Telecommunications
Robert P. Schloss Family Credit Shelter Trust Organized under laws of the State of Indiana, Meshell L. Schloss, Trustee and Sole Beneficiary. The trust was funded on January 1, 2007	Approx. 10.2%	Investments
The Phil Schloss Family Trust, Organized under the Laws of the State of Indiana (Trustee BankOne)	Approx. 28.8%	Investments

With Dr. Robert P. Schloss' death, his wife, Meshell L. Schloss, became President of LTC. Ms. Schloss controlled the daily operations of LTC and LCI.

Approved by OMB
3060-0686

**INTERNATIONAL SECTION 214 SPECIAL TEMPORARY AUTHORITY APPLICATION
FCC FORM 214STA
FOR OFFICIAL USE ONLY**

APPLICANT INFORMATION

Enter a description of this application to identify it on the main menu:

Request for STA to Continue to Provide Resold International Services of LigTel Communications, Inc.
Pending Review and Approval of Transfer of Control Application

1. Applicant

Name:	LIGTEL COMMUNICATIONS INC.	Phone Number:	260-894-7161
DBA Name:		Fax Number:	260-894-7711
Street:	414 S. CAVIN ST.	E-Mail:	djohnson@ligtel.com
City:	LIGONIER	State:	IN
Country:	USA	Zipcode:	46767 -
Attention:	Mr DONALD E JOHNSON		

2. Contact

Name:	Thomas J. Moorman	Phone Number:	202-944-9502
Company:	Woods & Aitken LLP	Fax Number:	202-944-9501
Street:	5151 Wisconsin Ave., N.W. Suite 310	E-Mail:	tmoorman@woodsaitken.com
City:	Washington	State:	DC
Country:	USA	Zipcode:	20016 -
Contact Title:	Relationship: Legal Counsel		

3. Place of Incorporation of Applicant Indiana

4. Other Company(ies) and Place(s) of Incorporation

5. Service Type(s) (check all that apply)

- Global or Limited Global Facilities-Based Authority (Section 63.18(e)(1))
- Global or Limited Global Resale Authority (Section 63.18(e)(2))
- Individual Facilities-Based Service (Section 63.18(e)(3))
- Individual Switched Resale Service (Section 63.18(e)(3))
- Individual Facilities-Based and Resale Service (Section 63.18(e)(3))
- Switched Services over Private Lines (ISR) (Section 63.16 and/or 63.18 (e)(3))
- Inmarsat and Mobile Satellite Service (Section 63.18(e)(3))
- Overseas Cable Construction (Section 63.18(e)(3))
- Individual Non-Interconnected Private Line Resale Service (Section 63.18(e)(3))
- Other (Section 63.18(e)(3))

TYPE OF REQUEST

6. <input checked="" type="radio"/> New Request <input type="radio"/> Extend STA Date <input type="radio"/> Other	7. Date Authorization Needed:03/17/2017
8. Is a fee submitted with this application? <input checked="" type="radio"/> If Yes, complete and attach FCC Form 159. If No, indicate reason for fee exemption (see 47 C.F.R.Section 1.1114). <input type="radio"/> Governmental Entity <input type="radio"/> Noncommercial educational licensee <input type="radio"/> Other(please explain):	
9. Description of Special Temporary Authority Requested. Request for STA to Continue to Provide Resold International Services of LigTel Communications, Inc. Pending Review and Approval of Transfer of Control Application	
10. In Attachment 1, provide justification of need for special temporary authority requested.	
11. If this request for Special Temporary Authority is associated with any pending applications filed with the Commission, enter either the file number [e.g., ITC-214-19930101-23412] or the IB Submission ID of the pending application [e.g., IB200311111] AND go to question 16.) File Number or Submission ID IB2017000751	

Applicant certifies that its responses to questions 11 through 17 are true:

12. If the applicant is a foreign carrier, or is affiliated (as defined in 47 C.F.R. Section 63.09(e)) with a foreign carrier, provide in Attachment 1 the information and certifications required by Section 63.18(i) through (m).
13. Does the applicant seek authority to provide service to any destination described in paragraphs (1) through (4) of Section 63.18(j)? If yes, list those destinations in Attachment 1 as a response to question 12. <input type="radio"/> Yes <input checked="" type="radio"/> No
14. Does the applicant seek authority to provide service to any destinations other than those listed in response to question 12 where it has an affiliation with a foreign carrier? If yes, list those destinations in Attachment 1 as a response to question 13. <input type="radio"/> Yes <input checked="" type="radio"/> No
15. [Section 63.18(h)] In Attachment 2, provide the name, address, citizenship and principal business of the applicant's ten percent or greater direct and indirect shareholders or other equity holders, and identify any interlocking directorates.
16. In Attachment 1, respond to paragraphs (d), (e)(3) and (g) of Section 63.18.
17. By checking Yes, the undersigned certifies that neither applicant nor any other party to the application is subject to a denial of Federal benefits that includes FCC benefits pursuant to Section 5301 of the Anti-Drug Act of 1988, 21 U.S.C. Section 862, because of a conviction for possession or distribution of a controlled substance. <i>See 47 CFR 1.2002(b) for the meaning of "party to the application" for these purposes.</i> <input checked="" type="radio"/> Yes <input type="radio"/> No
18. By checking Yes, the applicant certifies that it has not agreed to accept special concessions directly or indirectly from a foreign carrier with respect to any U.S. international route where the foreign carrier possesses sufficient market power on the foreign end of the route to affect competition adversely in the U.S. market and will not enter into such agreements in the future. <input checked="" type="radio"/> Yes <input type="radio"/> No

CERTIFICATION

19. Typed Name of Person Signing Meshell L. Schloss	20. Title of Person Signing President	
WILLFUL FALSE STATEMENTS MADE ON THIS FORM ARE PUNISHABLE BY FINE AND / OR IMPRISONMENT (U.S. Code, Title 18, Section 1001), AND/OR REVOCATION OF ANY STATION AUTHORIZATION (U.S. Code, Title 47, Section 312(a)(1)), AND/OR FORFEITURE (U.S. Code, Title 47, Section 503).		
21. 1: Attachment 1	2: Attachment 2	3:

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