

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

In the Matter of the Joint Application of	)	
	)	
<b>American Broadband Communications, LLC,</b>	)	WC Docket No. 20-_____
<i>Transferor</i>	)	
and	)	IB File No. ITC-T/C_____
	)	IB File No. ITC-T/C_____
<b>ABC Acquisition Inc.,</b>	)	IB File No. ITC-T/C_____
<i>Transferee</i>	)	IB File No. ITC-T/C_____
	)	
For Grant of Authority Pursuant to Section 214	)	
of the Communications Act of 1934, as Amended, and	)	
Sections 63.04 and 63.24 of the Commission’s Rules	)	
to Complete a Transfer of Control of Section 214 Holders	)	

**JOINT DOMESTIC AND INTERNATIONAL APPLICATION**

American Broadband Communications, LLC (“ABC” or “Transferor”) and ABC Acquisition Inc. (“Transferee”) hereby respectfully request authorization, pursuant to Section 214 of the Communications Act of 1934, as amended (the “Act”), 47 U.S.C. § 214, and Sections 63.04 and 63.24 of the Commission’s Rules, 47 CFR §§ 63.04, 63.24(e), to transfer control of and the wholly-owned subsidiaries of ABC’s direct subsidiary, American Broadband Holding Company (“ABHC”), that hold Section 214 authorizations: (i) Cameron Communications, LLC (“CCL”), (ii) TelAlaska Long Distance, Inc. (“TelAlaska LD”), (iii) Holway Long Distance Company (“Holway LD”), (iv) HunTel Cablevision, Inc. (“HunTel Cablevision”), (v) KLM Long Distance Company (“KLM LD”); (vi) Arlington Telephone Company (“ATC”); (vii) The Blair Telephone Company (“Blair”); (viii) Eastern Nebraska Telephone Company (“ENTC”); (ix) Rock County Telephone Company (“RCTC”); (x) Holway Telephone Company (“Holway Telco”); (xi) K.L.M. Telephone Company (“KLM Tel”); (xii) Interior Telephone Company (“Interior”); (xiii) Mukluk

Telephone Company, Inc. (“Mukluk”); (xiv) Cameron Telephone Company, L.L.C. (“CTC”); (xv) Elizabeth Telephone Company L.L.C. (“Elizabeth”); and (xvi) LBH, L.L.C. (“LBH”) (collectively, “Section 214 Subsidiaries”) to Transferee (“the Proposed Transaction”). Transferor, Transferee, and Section 214 Subsidiaries are collectively referred to as “Applicants.” Each of ABHC’s Section 214 Subsidiaries holds blanket domestic Section 214 authorization, pursuant to 47 C.F.R. § 63.01, and international Section 214 authorization.<sup>1</sup> A chart of the current corporate organizational structure of the Section 214 Subsidiaries is provided as **Exhibit A**.

As discussed in more detail below, the Applicants have entered into an agreement whereby Transferee will acquire all the ownership interests in ABHC and, indirectly, in the Section 214 Subsidiaries in Alaska, Louisiana, Missouri, Nebraska, and Texas. The Proposed Transaction will not result in any loss or impairment of service for any of the Section 214 Subsidiaries’ customers and will have no adverse effects upon competition in Alaska, Louisiana, Missouri, Nebraska, Texas, the rest of the United States, or abroad. Indeed, as a result of the Proposed Transaction, the Section 214 Subsidiaries will enjoy access to the financial resources of Transferee. Consequently, although the Proposed Transaction will result in a change in the ultimate ownership of the Section 214 Subsidiaries, the Commission should find that the Proposed Transaction will serve the public interest.

Pursuant to Section 63.04(b) of the Commission’s Rules, 47 C.F.R. § 63.04(b), the Applicants are filing a combined domestic and international application for the proposed transfer of Section 214 Subsidiaries. The Applicants provide below the information required by Sections

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<sup>1</sup> Applicants are concurrently filing: (i) FCC Form 603 applications for Commission consent to transfer control of five entities that hold wireless spectrum licenses, and (ii) FCC Form 312 application for Commission consent to transfer control of an entity that holds earth station licenses.

63.24(e)(2) and 63.04(a)(6) through (a)(12) of the Commission's Rules, 47 C.F.R. §§ 63.24(e)(2), 63.04(a)(6-12).

The Applicants respectfully request streamlined treatment for this Application, pursuant to Sections 63.03 and 63.12 of the Commission's Rules, 47 CFR §§ 63.03, 63.12. This Application is eligible for streamlined processing pursuant to Section 63.03 because (i) Transferee does not provide domestic telecommunications services and will not provide domestic telecommunications services in Alaska, Louisiana, Missouri, Nebraska, and Texas; (ii) the Section 214 Subsidiaries and their affiliates serve fewer than two (2) percent of nationwide U.S. subscriber lines;<sup>2</sup> and (iii) combined, Transferee and the Section 214 Subsidiaries will hold less than a ten percent share of the interstate interexchange market. Thus, the Proposed Transaction presents no risk of competitive harm in Alaska, Louisiana, Missouri, Nebraska, Texas or elsewhere. The Application also qualifies for streamlined processing pursuant to Section 63.12 because none of the Applicants is a foreign carrier, or is affiliated with any foreign carrier, and thus, none of the scenarios outlined in Section 63.12(c) of the Commission's Rules applies.<sup>3</sup> Alternatively, for the reasons set forth above, Applicants request streamlined treatment on a case-by-case approach, and for the Commission to process this Application using similar timeframes for comments and approvals as would be used for an Application granted streamlined processing.<sup>4</sup>

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<sup>2</sup> In June 2018, there were 47 million end-user switched access lines in service. See Voice Telephone Services: Status as of June 30, 2018 (rel. March 2020) <https://docs.fcc.gov/public/attachments/DOC-362881A1.pdf>. The operating entities of ABHC collectively have less than 27,000 access lines.

<sup>3</sup> 47 C.F.R. §63.12(c) (excluding from streamlined processing applications where the applicant is affiliated with a foreign carrier unless certain exceptions apply or where the applicant has an affiliation with a dominant U.S. carrier whose international switched or private line services the applicant seeks authority to resell).

<sup>4</sup> See *Implementation of Further Streamlining Measures for Domestic 214 Authorizations*, Report and Order, 17 FCC Rcd. 5517, ¶ 34 (2002).

## **I. DESCRIPTION OF THE APPLICANTS**

### **A. American Broadband Communications, LLC and the Section 214 Subsidiaries**

American Broadband Communications, LLC (“ABC”), a Delaware limited liability company, and American Broadband Holding Company (“ABHC”), a Delaware corporation, are holding companies that do not directly provide telecommunications services and are not regulated by the Commission. ABHC is a direct wholly-owned subsidiary of ABC. All of the membership interests of ABC are currently owned and controlled by Jane R. Eudy. The operating subsidiaries of ABHC, including the Section 214 Subsidiaries, are engaged in the business of providing cable services, telecommunications and information services and products to the public, including local dial tone, long distance telephone service, Internet services, and cable television services. The chief officers of the American Broadband family of companies include George Mack, Executive Vice President and CFO, and Bruce Petry, President, and both individuals will remain in their current roles following the Proposed Transaction.

Cameron Communications, L.L.C. (“CCL”), a Louisiana limited liability company, is an indirect, wholly-owned subsidiary of ABHC. CCL holds domestic and international Section 214 authorizations and is authorized to provide intrastate telecommunications services throughout Louisiana and Texas. CCL wholly-owns Cameron Telephone Company, L.L.C. (“CTC”), an incumbent local exchange carrier in Louisiana and Texas; Elizabeth Telephone Company, L.L.C. (“Elizabeth”), an incumbent local exchange carrier in Louisiana; and LBH, L.L.C. (“LBH”), a competitive local exchange carrier in Louisiana. CTC and LBH each hold domestic Section 214 authorizations. CTC is an incumbent rural local exchange carrier authorized to provide local exchange and other telecommunications services to end user customers throughout its local exchange service area in Louisiana. LBH is a competitive access and local exchange carrier and is

authorized to provide and is providing competitive access, local exchange, interexchange long distance and other telecommunications services to end user customers in Louisiana.

TelAlaska Long Distance, Inc. (“TelAlaska LD”), an Alaska corporation, is an indirect, wholly-owned subsidiary of ABHC and a direct, wholly-owned subsidiary of TelAlaska, Incorporated. TelAlaska LD holds domestic and international Section 214 authorizations and is authorized to provide competitive local exchange and interexchange telecommunications services throughout Alaska. TelAlaska LD also has point-to-point microwave licenses and provides Internet access services. Other direct, wholly-owned subsidiaries of TelAlaska, Incorporated include two incumbent local exchange carriers in Alaska, Interior Telephone Company (“Interior”) and Mukluk Telephone Company, Inc. (“Mukluk”), and a wireless provider with FCC spectrum licenses and earth station licenses, TelAlaska Cellular, Inc. Each of Interior and Mukluk hold domestic Section 214 authority.

Holway Long Distance Company (“Holway LD”), a Missouri corporation, and KLM Long Distance Company (“KLM LD”), a Missouri corporation, are both indirect, wholly-owned subsidiaries of ABHC and direct, wholly-owned subsidiaries of RBJ Corp. Both Holway LD and KLM LD hold domestic and international Section 214 authorizations and are authorized to provide interexchange telecommunications services throughout Missouri. Other direct, wholly-owned subsidiaries of RBJ Corp. are two incumbent local exchange carriers in Missouri, Holway Telephone Company (“Holway Telco”) and K.L.M. Telephone Company (“KLM Tel”). Each of Holway Telco and KLM Tel hold domestic Section 214 authority.

HunTel Cablevision, Inc. (“HunTel Cablevision”), a Nebraska corporation, is an indirect, wholly-owned subsidiary of ABHC and a direct, wholly-owned subsidiary of HunTel, Inc. HunTel Cablevision holds domestic and international Section 214 authorizations and is authorized in

Nebraska as a competitive local exchange carrier and an interexchange carrier. Other direct, wholly-owned subsidiaries of HunTel, Inc. are four incumbent local exchange carriers in Nebraska, Arlington Telephone Company (“ATC”), Eastern Nebraska Telephone Company (“ENTC”), Rock County Telephone Company (“RCTC”), and The Blair Telephone Company (“Blair”). Each of ATC, ENTC, RCTC, and Blair hold domestic Section 214 authority.

**B. Transferee**

Transferee is a newly-formed Delaware corporation created to consummate the Proposed Transaction. Transferee is a wholly-owned subsidiary of ABC Intermediate Inc., a Delaware corporation, which in turn, is a wholly-owned subsidiary of ABC Parent Holdings LP, a Delaware limited partnership. Upon consummation of the Proposed Transaction, limited partnership interests in ABC Parent Holdings LP will be held directly or indirectly by (i) Catania ABC Partners LP; (ii) an entity affiliated with Madison Dearborn Partners, LLC, and (iii) certain co-investors, none of which are expected to individually hold a 10% interest. The general partner of ABC Parent Holdings LP will be ABC Parent Holdings GP LLC, a Delaware limited liability company, whose members are Catania ABC Partners LP, a Delaware limited partnership, and an entity affiliated with Madison Dearborn Partners.

Catania ABC Partners LP is ultimately controlled by Catania ABC Partners GP LLC, a Delaware limited liability company. Catania ABC Partners GP LLC has two members, Richard S. Parisi and Nicholas Vantzelfde, who are both U.S. citizens.

The entity affiliated with Madison Dearborn Partners, LLC will be MDCP VIII ABC Intermediate LP (“Intermediate LP”); the sole partners of Intermediate LP will be the following private funds - Madison Dearborn Capital Partners VIII-A, L.P., Madison Dearborn Capital Partners VIII-C, L.P., Madison Dearborn Capital Partners VIII Executive-A, L.P., and Madison

Dearborn Capital Partners VIII Executive-A2, L.P. (collectively, “MDP”); such funds are managed by their general partner, Madison Dearborn Partners VIII-A&C, L.P. and their ultimate general partner, Madison Dearborn Partners, LLC (“MDP LLC”). MDP LLC is a leading private equity investment firm based in Chicago, Illinois. Since MDP LLC’s formation in 1992, the firm has raised eight funds with aggregate capital of over \$26 billion and has completed investments in approximately 145 companies. MDP LLC’s objective is to invest in companies with outstanding management teams to achieve significant long-term appreciation in equity value. MDP LLC’s founders adopted an industry-focused investment approach over 30 years ago, and the firm has five dedicated teams that have long and successful track records of investing in their respective sectors. These sectors include: basic industries; business and government software and services; financial and transaction services; health care; and telecom, media and technology services.

## **II. DESCRIPTION OF THE TRANSACTION**

Pursuant to the terms of a Stock Purchase Agreement (the “Agreement”) by and among Transferee, Transferor, ABHC, and Jane R. Eudy (solely for the limited purposes stated therein), dated as of December 18, 2020, Transferee shall acquire one hundred percent (100%) of the outstanding shares of stock and ownership interests of ABHC from Transferor, subject to the terms and conditions of the Agreement. The Agreement also provides for completing a pre-closing reorganization whereby a new intermediate holding company (“NewCo”) will be inserted between Transferor and ABHC to facilitate the transaction, and will result in NewCo being a wholly owned subsidiary of Transferor. Upon completion of the insertion of NewCo, Transferee will acquire

100% of the ownership interests of NewCo from Transferor and indirectly acquire ABHC and the Regulated Subsidiaries.

As part of the Proposed Transaction, ABC may complete a *pro forma* incorporate reorganization with respect to the entities operating in Alaska. Specifically, Transferor will form a wholly-owned subsidiary, ABAC Alaska Holdings, LLC (“Alaska Holdings”), which will be a sister company of ABHC, and Alaska Holdings will acquire majority ownership and control of ABAC Alaska, Inc., which is the parent company of TelAlaska, Incorporated and its subsidiaries TelAlaska LD, TelAlaska Cellular, Inc., Interior Telephone Company, and Mukluk Telephone Company, Inc. (“*Alaska Pro Forma Transfer*”). Transferor and Alaska Holdings will retain majority ownership and control of ABAC Alaska, Inc. until all required regulatory approvals are obtained for Transferee to acquire ownership and control of Alaska Holdings, and once all required regulatory approvals are obtained, Transferee will acquire ownership and control of Alaska Holdings from Transferor. Applicants seek authorization to complete the *Alaska Pro Forma Transfer*.

After consummation of the Proposed Transaction, the Section 214 Subsidiaries will continue to exist and operate under the same names, providing service pursuant to then-existing rates, terms and conditions for the near term. Any future changes to the rates, terms, and conditions of service will be undertaken pursuant to customers’ contracts, tariffs and applicable law. No carrier change charges will result from this transaction and no customer service or billing contact information will change as a result of the Proposed Transaction.

The Applicants intend that the Section 214 Subsidiaries’ existing management team and personnel will remain in place ensuring that their managerial, technical and operational standards will be maintained. Following closing, the Section 214 Subsidiaries will enjoy access to the



financial resources of Transferee and its owners. Transferee is financially well-qualified to become the new ultimate owner of the Section 214 Subsidiaries, and the Section 214 Subsidiaries will be able to maintain and advance its state-of-the-art infrastructure and bring even more innovative service offerings to customers in Alaska, Louisiana, Missouri, Nebraska, and Texas.

Diagrams of the post-closing corporate structure of the Applicants, with and without the *Alaska Pro Forma Transfer*, are provided hereto as **Exhibit B**.

### **III. PUBLIC INTEREST STATEMENT**

Under Sections 214(a) and 310(d) of the Act, the Commission assesses whether the proposed transfer of indirect control of Commission licenses and authorizations is consistent with the public interest, convenience, and necessity based on: “(1) whether the transaction would result in the violation of the Act or any other applicable statutory provision; (2) whether the transaction would result in a violation of Commission rules; (3) whether the transaction would substantially frustrate or impair the Commission’s implementation or enforcement of the Act or interfere with the objectives of that and other statutes; and (4) whether the transaction promises to yield affirmative public interest benefits.<sup>5</sup>

The Proposed Transaction satisfies all four elements of the Commission’s test. The Proposed Transaction satisfies the first two elements because it will not violate any provision of the Act or any Commission rule. Further, the Proposed Transaction will not “result in public interest harms by substantially frustrating or impairing the objectives or implementation of the Act

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<sup>5</sup> *SBC Communications Inc. and BellSouth Corp. for Consent to Transfer of Control or Assignment of Licenses and Authorizations*, Memorandum Opinion and Order, 15 FCC Rcd 25459, 25464 ¶ 13 (WTB/IB 2000) (noting that the “Applicants bear the burden of demonstrating that . . . the predominant effect of the transaction will be to advance the public interest.”).

or related statutes.”<sup>6</sup> Consistent with its rules and precedents, the Commission should find that the Proposed Transaction is in the public interest and approve this Application. Transferee is well qualified to become the new owner of the Section 214 Subsidiaries. Transferee benefits from financial and managerial resources of its direct and indirect owners. As a result of its proposed new ownership, the Section 214 Subsidiaries will enjoy access to these resources as well.

At the same time, the Section 214 Subsidiaries will maintain and gain renewed momentum to improve their quality of service and will continue to operate pursuant to existing service arrangements and authority. The Proposed Transaction will be effectively transparent to the customers of the Section 214 Subsidiaries and those customers will incur no loss or diminishment of service whatsoever. Further, Buyer anticipates being able to begin certain network upgrades for the Section 214 Subsidiaries that will expand broadband deployment. Such network upgrades and broadband deployment will produce transaction benefits for consumers.

The Proposed Transaction also poses no threat to competition in Alaska, Louisiana, Missouri, Nebraska, and Texas, the national U.S. market, or abroad. Transferee is a holding company and it does not operate as a carrier in Alaska, Louisiana, Missouri, Nebraska, and Texas or elsewhere. Upon completion of the Proposed Transaction, Transferee (and the Section 214 Subsidiaries) will be affiliated with MDP LLC which currently controls AccessLine Communications Corporation (“AccessLine”) (through its private funds’ investment in Intermedia Communications Inc.), a competitive provider throughout the U.S. and a holder of blanket

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<sup>6</sup> *Applications Filed by Frontier Communications Corporation and Verizon Communications Inc. for the Partial Assignment or Transfer of Control of Certain Assets in California, Florida, and Texas*, Memorandum Opinion and Order, 30 FCC Rcd 9812, 9815 ¶¶ 8, 9 (Wireline Comp. Bur. 2016) (explaining that the Commission’s public interest evaluation employs a balancing test to weigh potential harms of a transaction with a “preference to protect and promote competition in relevant markets, accelerate private-sector deployment of advanced services, ensure a diversity of license holdings, and generally manage spectrum in the public interest.”).

domestic Section 214 authority and international Section 214 authorization to provide global facilities-based and resold services (ITC-214-19981026-00734). AccessLine is a reseller and does not provide facilities-based services in any of the geographic service territories of the Section 214 Subsidiaries. Thus, there will be no concentration of resources or elimination of competitors. The communications market sectors in Alaska, Louisiana, Missouri, Nebraska, and Texas will remain competitive.

**IV. INFORMATION REQUIRED BY COMMISSION RULE SECTION 63.24(e)**

The Applicants submit the following information pursuant to Section 63.24(e) of the Commission's Rules, including the information requested in Section 63.18:

**(a) Name, address and telephone number of each Applicant:**

**Transferor:**

American Broadband Communications, LLC 153 W. Dave Dugas Road Sulphur, LA 70665 (337) 583-2111	FRN 0019900968
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**Section 214 Subsidiaries:**

Cameron Communications, LLC	FRN 0003731155
TelAlaska Long Distance, Inc.	FRN 0003739562
Holway Long Distance Company	FRN 0005726732
HunTel Cablevision, Inc.	FRN 0008794414
KLM Long Distance Company	FRN 0005729538
Arlington Telephone Company	FRN 0003746542
The Blair Telephone Company	FRN 0014866925
Eastern Nebraska Telephone Company	FRN 0003738283
Rock County Telephone Company	FRN 0003738309
Holway Telephone Company	FRN 0004746863
K.L.M. Telephone Company	FRN 0003772274
Interior Telephone Company	FRN 0003739521
Mukluk Telephone Company, Inc.	FRN 0003739554
Cameron Telephone Company, L.L.C.	FRN 0011339595
Elizabeth Telephone Company L.L.C.	FRN 0003731114
LBH, L.L.C. 153 W. Dave Dugas Road	FRN 0011245867

Sulphur, LA 70665  
(337) 583-2111

**Transferee:**

ABC Acquisition Inc.  
1953 N. Clybourn Ave., Suite R-371  
Chicago, IL 60614  
(312) 479-4776

FRN 0030216592

**(b) Government, State, or Territory Under the Laws of Which Each Applicant is Organized.**

Transferee is a Delaware corporation.

ABHC is a Delaware corporation.

CCL, CTC, Elizabeth, and LBH are Louisiana limited liability companies.

TelAlaska LD, Interior, Mukluk are Alaska corporations.

Holway LD, Holway Telco, KLM LD, and KLM Tel are Missouri corporations.

HunTel Cablevision, ATC, Blair, ENTC, and RCTC are Nebraska corporations.

**(c) Correspondence concerning the Application should be sent to:**

For Transferor and Section 214 Subsidiaries:

with a copy to:

Gerard J. Duffy  
Blooston, Mordkofsky, Dickens, Duffy &  
Prendergast, LLP  
2120 L Street, NW, Suite 300  
Washington, DC 20037  
202-659-0830 (Tel)  
202-828-5568 (Fax)  
[gjd@bloostonlaw.com](mailto:gjd@bloostonlaw.com)

Thomas H. O'Donnell, Jr.  
Executive Vice President and Chief Legal  
Officer  
American Broadband  
P.O. Box 167  
Sulphur, LA 70664  
Telephone (704) 995-4497  
[todonnell@americanbb.com](mailto:todonnell@americanbb.com)

For Transferee:

with a copy to:

Andrew D. Lipman  
Danielle C. Burt  
Morgan, Lewis & Bockius LLP  
1111 Pennsylvania Ave., NW  
Washington, DC 20004-2541  
Tel: (202) 739-3000

Richard Parisi  
Catania Capital Partners, LLC  
1953 N. Clybourn Ave., Suite R-371  
Chicago, IL 60614  
(312) 479-4776  
[rparisi@cataniacapitalpartners.com](mailto:rparisi@cataniacapitalpartners.com)

Fax: (202) 739-3001  
[andrew.lipman@morganlewis.com](mailto:andrew.lipman@morganlewis.com)  
[danielle.burt@morganlewis.com](mailto:danielle.burt@morganlewis.com)

and:

Madison Dearborn Partners, LLC  
70 West Madison Street, Suite 4600  
Chicago, IL 60602  
Tel: (312) 895-1142  
Fax: (312) 895-1143  
[legal@mdcp.com](mailto:legal@mdcp.com)

**(d) Section 214 Authorizations.**

Neither Transferor nor Transferee holds Section 214 authority. Each of the Section 214 Subsidiaries holds blanket domestic Section 214 authorization pursuant to 47 C.F.R. § 63.01. In addition, the following entities hold an international Section 214 authorization to provide global or limited global resale services granted by the Commission:

- CCL – File No. ITC-214-20100317-00105;
- TelAlaska – File No. ITC-214-19960826-00405;
- Holway LD – File No. ITC-214-20000627-00399;
- KLM LD – File No. ITC-214-20000627-00398; and
- HunTel Cablevision – File No. ITC-214-20001025-00632.

**(h) Ownership Information.**

The following persons or entities hold or will hold, directly or indirectly, a 10% or greater interest in Section 214 Subsidiaries as calculated pursuant to the Commission’s ownership attribution rules for wireline and international telecommunications carriers:<sup>7</sup>

**Pre-Transaction Ownership**

1. CTC, Elizabeth and LBH’s direct and indirect ownership up to ABHC are:

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<sup>7</sup> While the Commission’s rules for combined domestic and international applications requires this information only for the transferee, see 47 C.F.R. §§ 63.04(b), 63.24(e)(2), Applicants are providing ownership information for all parties.

Name: Cameron Communications, LLC (“CCL”)  
Address: 153 W. Dave Dugas Road  
Sulphur, LA 70665  
Ownership: 100% directly  
Formation Jurisdiction: North Carolina  
Principal Business: Holding Company

Name: Cameron Holdings of North Carolina, LLC  
Address: 153 W. Dave Dugas Road  
Sulphur, LA 70665  
Ownership: 100% directly  
Formation Jurisdiction: North Carolina  
Principal Business: Holding Company

Name: Cameron Holdings Group LLC  
Address: 153 W. Dave Dugas Road  
Sulphur, LA 70665  
Ownership: 100% indirectly (through Cameron Holdings of North Carolina, LLC)  
Formation Jurisdiction: North Carolina  
Principal Business: Holding Company

Name: Cameron Holdings of NC, Inc.  
Address: 153 W. Dave Dugas Road  
Sulphur, LA 70665  
Ownership: 100% indirectly (through Cameron Holdings Group LLC)  
Formation Jurisdiction: Delaware  
Principal Business: Holding Company

2. TelAlaska LD, Mukluk, and Interior’s direct and indirect owners up to ABHC are:

Name: TelAlaska, Incorporated  
Address: 153 W. Dave Dugas Road  
Sulphur, LA 70665  
Ownership: 100% directly  
Formation Jurisdiction: Alaska  
Principal Business: Holding Company

Name: TelAlaska Holdings, Inc.  
Address: 153 W. Dave Dugas Road  
Sulphur, LA 70665  
Ownership: 100% indirectly (through TelAlaska, Incorporated)  
Formation Jurisdiction: Delaware  
Principal Business: Holding Company

Name: ABAC Alaska, Inc.

Address: 153 W. Dave Dugas Road  
Sulphur, LA 70665  
Ownership: 100% indirectly (through TelAlaska Holdings, Inc.)  
Formation Jurisdiction: Delaware  
Principal Business: Holding Company

3. Holway LD, Holway Telco, KLM LD, and KLM Tel's direct and indirect owners up to ABHC are:

Name: RBJ Corp.  
Address: 153 W. Dave Dugas Road  
Sulphur, LA 70665  
Ownership: 100% directly  
Formation Jurisdiction: Missouri  
Principal Business: Holding Company

Name: RBJ Holdings, Inc.  
Address: 153 W. Dave Dugas Road  
Sulphur, LA 70665  
Ownership: 100% indirectly (through RBJ Corp.)  
Formation Jurisdiction: North Carolina  
Principal Business: Holding Company

Name: ABAC Missouri, Inc.  
Address: 153 W. Dave Dugas Road  
Sulphur, LA 70665  
Ownership: 100% indirectly (through RBJ Holdings, Inc.)  
Formation Jurisdiction: Delaware  
Principal Business: Holding Company

4. HunTel Cablevision, ATC, Blair, ENTC, and RCTC's direct and indirect owners up to ABHC are:

Name: HunTel, Inc.  
Address: 153 W. Dave Dugas Road  
Sulphur, LA 70665  
Ownership: 100% directly  
Formation Jurisdiction: North Carolina  
Principal Business: Holding Company

Name: American Broadband Acquisition Corp. II  
Address: 153 W. Dave Dugas Road  
Sulphur, LA 70665  
Ownership: 100% indirectly (through HunTel, Inc.)  
Formation Jurisdiction: Delaware  
Principal Business: Holding Company

5. Section 214 Subsidiaries are wholly owned by:

Name: American Broadband Holding Company  
Address: 153 W. Dave Dugas Road  
Sulphur, LA 70665  
Ownership: 100% indirectly (through Cameron Holdings of NC, Inc.,  
ABAC Alaska, Inc., ABAC Missouri, Inc., American  
Broadband Acquisition Corp. II)  
Formation Jurisdiction: Delaware  
Principal Business: Holding Company

Upon completion of the *Alaska Pro Forma Transfer*, ABAC Alaska, Inc. and its subsidiaries will be owned by:

Name: ABAC Alaska Holdings, LLC (“Alaska Holdings”)  
Address: 153 W. Dave Dugas Road  
Sulphur, LA 70555  
Ownership: 60% indirectly  
Formation Jurisdiction: Delaware  
Principal Business: Holding Company

Name: American Broadband Holding Company  
Address: 153 W. Dave Dugas Road  
Sulphur, LA 70665  
Ownership: 40% indirectly (through Cameron Holdings of NC, Inc.,  
ABAC Alaska, Inc., ABAC Missouri, Inc., American  
Broadband Acquisition Corp. II)  
Formation Jurisdiction: Delaware  
Principal Business: Holding Company

6. ABHC is wholly owned by, and Alaska Holdings will be wholly-owned by:

Name: American Broadband Communications, LLC  
Address: 153 W. Dave Dugas Road  
Sulphur, LA 70665  
Ownership: 100% directly  
Formation Jurisdiction: Delaware  
Principal Business: Holding Company

7. ABC is wholly owned by:

Name: Jane R. Eudy  
Address: 153 W. Dave Dugas Road  
Sulphur, LA 70665  
Ownership: 100% directly  
Citizenship: United States



Principal Business: Individual

**Post-Transaction Ownership**

1. ABHC will be wholly owned by:

Name: NewCo  
Address: 153 W. Dave Dugas Road  
Sulphur, LA 70665  
Ownership: 100%  
Formation Jurisdiction: Delaware  
Principal Business: Investment

2. NewCo will be wholly owned by, and upon completion of the *Alaska Pro Forma Transfer* and the Proposed Transaction Alaska Holdings will be 60% owned by:

Name: ABC Acquisition Inc.  
Address: 1953 N. Clybourn Ave., Suite R-371  
Chicago, IL 60614  
Ownership: 100%  
Formation Jurisdiction: Delaware  
Principal Business: Investment

3. ABC Acquisition Inc. is wholly owned by:

Name: ABC Intermediate Inc.  
Address: 1953 N. Clybourn Ave., Suite R-371  
Chicago, IL 60614  
Ownership: 100%  
Formation Jurisdiction: Delaware  
Principal Business: Investment

4. ABC Intermediate Inc. is wholly owned by:

Name: ABC Parent Holdings LP  
Address: 1953 N. Clybourn Ave., Suite R-371  
Chicago, IL 60614  
Ownership: 100%  
Formation Jurisdiction: Delaware  
Principal Business: Investment

5. The 10% or greater owners of ABC Parent Holdings LP will be:

Name: ABC Parent Holdings GP LLC  
Address: 1953 N. Clybourn Ave., Suite R-371  
Chicago, IL 60614

Ownership: General Partner, 100% voting  
Formation Jurisdiction: Delaware  
Principal Business: Investment

Name: Catania ABC Partners LP  
Address: 1953 N. Clybourn Ave., Suite R-371  
Chicago, IL 60614

Ownership: Approximately 0.056% as a limited partner  
Formation Jurisdiction: Delaware  
Principal Business: Investment

Name: MDCP VIII ABC Intermediate LP  
Address: 70 W. Madison St., Suite 4600  
Chicago, Illinois 60602

Ownership: Approximately 89-90% as a limited partner  
Formation Jurisdiction: Delaware  
Principal Business: Investment

6. The 10% or greater owners of ABC Parent Holdings GP LLC will be:

Name: Catania ABC Partners LP  
Address: 1953 N. Clybourn Ave., Suite R-371  
Chicago, IL 60614

Ownership: 50% voting  
Formation Jurisdiction: Delaware  
Principal Business: Investment

Name: MDCP VIII ABC Intermediate LP  
Address: 70 W. Madison St., Suite 4600  
Chicago, Illinois 60602

Ownership: 50% voting  
Formation Jurisdiction: Delaware  
Principal Business: Investment

7. The general partner of Catania ABC Partners LP is:

Name: Catania ABC Partners GP LLC  
Address: 1953 N. Clybourn Ave., Suite R-371  
Chicago, IL 60614

Ownership: 100% voting  
Formation Jurisdiction: Delaware  
Principal Business: Investment

8. The owners of Catania ABC Partners GP LLC are:

Name: Richard S. Parisi

Address: 1953 N. Clybourn Ave., Suite R-371  
Chicago, IL 60614  
Ownership: 75.1% voting  
Citizenship: U.S.  
Principal Business: Individual

Name: Nicholas Vantzelfde  
Address: 1953 N. Clybourn Ave., Suite R-371  
Chicago, IL 60614  
Ownership: 24.9% voting  
Citizenship: U.S.  
Principal Business: Individual

9. The 10% or greater owners of MDCP VIII ABC Intermediate LP will be:

Name: Madison Dearborn Capital Partners VIII-A, L.P. (“MDP VIII-A”)  
Address: 70 W. Madison St., Suite 4600  
Chicago, Illinois 60602  
Ownership: Approximately 62%  
Formation Jurisdiction: Delaware  
Principal Business: Investment

Name: Madison Dearborn Capital Partners VIII-C, L.P. (“MDP VIII-C”)  
Address: 70 W. Madison St., Suite 4600  
Chicago, Illinois 60602  
Ownership: Approximately 28.8%  
Formation Jurisdiction: Delaware  
Principal Business: Investment

Name: Madison Dearborn Capital Partners VIII Executive-A, L.P. (“MDP VIII Exec-A”)  
Address: 70 W. Madison St., Suite 4600  
Chicago, Illinois 60602  
Ownership: Approximately 4.6%  
Formation Jurisdiction: Delaware  
Principal Business: Investment

Name: Madison Dearborn Capital Partners VIII Executive-A2, L.P. (“MDP VIII Exec-A2”)  
Address: 70 W. Madison St., Suite 4600  
Chicago, Illinois 60602  
Ownership: Approximately 4.6%  
Formation Jurisdiction: Delaware  
Principal Business: Investment

10. The general partner of MDP VIII-A, MDP VIII-C, MDP VIII Exec-A, and MDP VIII Exec-A2 is:

Name: Madison Dearborn Partners VIII-A&C, L.P. (“MDP VII-A&C”)  
Address: 70 W. Madison St., Suite 4600  
Chicago, Illinois 60602  
Ownership: 100% voting  
Formation Jurisdiction: Delaware  
Principal Business: Investment

11. The general partner of MDP VIII-A&C is:

Name: Madison Dearborn Partners, LLC (“MDP LLC”)  
Address: 70 W. Madison St., Suite 4600  
Chicago, Illinois 60602  
Ownership: 100% voting  
Formation Jurisdiction: Delaware  
Principal Business: Investment

12. The owners of MDP LLC are:

Name: Samuel Mencoff  
Address: 70 W. Madison St., Suite 4600  
Chicago, Illinois 60602  
Ownership: 50% voting  
Citizenship: U.S.  
Principal Business: Individual

Name: Paul Finnegan  
Address: 70 W. Madison St., Suite 4600  
Chicago, Illinois 60602  
Ownership: 50% voting  
Citizenship: U.S.  
Principal Business: Individual

No other person or entity, directly or indirectly, will control or own a ten percent or greater equity interest in Transferee upon the closing of the Proposed Transaction.

None of the Section 214 Subsidiaries nor Transferee has any interlocking directorates with any foreign carrier.

**(i)** Applicants certify that they are not foreign carriers, nor are they affiliated with foreign carriers, nor will they become affiliated with foreign carriers as a result of this transaction.

**(j)** Applicants certify that they do not seek to provide international telecommunications services to any destination country where:

- (1) An Applicant is a foreign carrier in that country; or
- (2) An Applicant controls a foreign carrier in that country; or
- (3) Any entity that owns more than 25 percent of Applicants, or that controls Applicants, 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 Applicants and are parties to, or the beneficiaries of, a contractual relation affecting the provision or marketing of international basic telecommunications services in the United States.

**(k)** Not applicable because no foreign country was identified in response to (j).

**(l)** Not applicable. [Reserved in FCC rules.]

**(m)** Not applicable because no foreign carrier affiliation identified.

**(n)** As evidenced by the signatures of Applicants' representatives to this Application, Applicants certify that they have 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 they will not enter into such agreements in the future.

**(o)** As evidenced by the signatures of Applicants' representatives to this Application, Applicants certify that, pursuant to Sections 1.2001 through 1.2003 of the Commission's Rules, they are not subject to a denial of Federal benefits pursuant to Section 5301 of the Anti-Drug Abuse Act of 1988.

**(p)** Applicants respectfully request streamlined processing of this Application pursuant to Section 63.12(a)-(b) of the Commission's Rules, 47 C.F.R. § 63.12(a)-(b). In particular, Section

63.12(c)(1) is inapplicable because none of the Applicants is or is affiliated with any foreign carriers and none of the scenarios outlined in Section 62.12(c) of the Commission's Rules, 47 C.F.R. § 63.12(c), applies.

**V. INFORMATION REQUIRED BY COMMISSION RULE SECTION 63.04(b)**

The Applicants submit the following information pursuant to Section 63.04(b) of the Commission's Rules:

**(b)(6):** The Proposed Transaction is described in Section II of the Application above.

**(b)(7):** Geographic service areas and services provided in each area: Transferor identifies below the geographic areas where its subsidiaries operate and what services are provided.

1. CCL resells intrastate, interstate and international long distance toll services in the ILEC and CLEC exchanges served by Cameron Telephone Company, L.L.C., Elizabeth Telephone Company, L.L.C., and LBH, L.L.C. in Calcasieu, Cameron, Allen, Vernon, Rapides, and Beauregard Parishes in southwestern Louisiana and in Jefferson, Chambers, Liberty and Galveston Counties in southeastern Texas.

2. Cameron Telephone Company, L.L.C. is an incumbent local exchange carrier that provides local exchange telephone and exchange access services in the Cameron, Carlyss, Creole, Grand Chenier, Hackberry, Holly Beach and Johnson Bayou exchanges in Cameron and Calcasieu Parishes in southwestern Louisiana, and in the Nome and High Island exchanges in Jefferson, Chambers, Liberty and Galveston Counties in southeastern Texas.

3. Elizabeth Telephone Company, L.L.C. is an incumbent local exchange carrier that provides local exchange telephone and exchange access services in the Elizabeth, Pitkin and Sugartown exchanges in Allen, Vernon, Rapides and Beauregard Parishes in southwestern Louisiana.

4. LBH, L.L.C. is a competitive local exchange carrier in Grand Lake and Sweetlake in Cameron Parish, and in Moss Bluff in Calcasieu Parish in southwestern Louisiana.

5. TelAlaska LD provides long distance toll services in Alaska.

6. Interior Telephone Company is an incumbent local exchange carrier in Alaska that provides local exchange and exchange access services.

7. Mukluk Telephone Company, Inc. is an incumbent local exchange carrier in Alaska that provides local exchange and exchange access services.

8. Holway LD provides interexchange telecommunications services throughout Missouri.

9. KLM LD provides interexchange telecommunications services throughout Missouri.

10. Holway Telephone Company, a Missouri corporation and incumbent local exchange carrier, provides local exchange and exchange access services in and around Maitland, Missouri.

11. K.L.M. Telephone Company, a Missouri corporation and incumbent local exchange carrier, provides local exchange and exchange access services in and around Rich Hill, Missouri.

12. HunTel Cablevision is a competitive local exchange carrier that provides local exchange and exchange access services in and around Lyons, Oakland and Tekamah, Nebraska; and an interexchange carrier that resells intrastate and interstate long distance toll services through the Nebraska areas served by HunTel, Inc.'s subsidiaries.

13. Arlington Telephone Company is an incumbent local exchange carrier that provides local exchange and exchange access services in and around Arlington, Nebraska.

14. Eastern Nebraska Telephone Company is an incumbent local exchange carrier that provides local exchange and exchange access services in and around Walthill, Macy, Winnebago, Rosalie, Osmond, Meadow Grove, Carroll and Belden, Nebraska.

15. Rock County Telephone Company is an incumbent local exchange carrier provides local exchange and exchange access services in and around Bassett and Newport, Nebraska.

16. The Blair Telephone Company is an incumbent local exchange carrier that provides local exchange and exchange access services in and around Blair, Kennard and Fort Calhoun Nebraska.

Transferee does not provide any telecommunications services and does not have any ownership in any Section 214 holder. Upon completion of the Proposed Transaction, Transferee (and the Section 214 Subsidiaries) will be affiliated (as that term is defined in Section 3(1) of the Act) with MDP LLC which currently controls AccessLine Communications Corporation (“AccessLine”) (through its private funds’ investment in Intermedia Communications Inc.). AccessLine provides resold interstate, international and intrastate communications services to customers in Alabama, Alaska, Arizona, Arkansas, California, Colorado, Connecticut, Delaware, Florida, Georgia, Hawaii, Idaho, Illinois, Indiana, Iowa, Kansas, Kentucky, Louisiana, Maine, Maryland, Massachusetts, Michigan, Minnesota, Mississippi, Missouri, Montana, Nebraska, Nevada, New Hampshire, New Jersey, New Mexico, New York, North Carolina, North Dakota, Ohio, Oklahoma, Oregon, Pennsylvania, Rhode Island, South Carolina, South Dakota, Tennessee, Texas, Utah, Vermont, Virginia, Washington, West Virginia, Wisconsin, and Wyoming. Other than AccessLine, Transferee does not and will not have any other affiliation with a domestic telecommunications provider.



**(b)(8):** Applicants respectfully submit that this Application is eligible for streamlined processing pursuant to Sections 63.03 of the Commission's Rules, 47 C.F.R. §63.03. With respect to domestic authority, this Application is eligible for streamlined processing because, immediately following the transaction,

- Applicants (and their Affiliates) will have a market share in the interstate, interexchange market of less than 10 percent.
- Transferee does not provide telecommunications services and thus there is no risk of anticompetitive concentration in Alaska, Louisiana, Missouri, Nebraska, or Texas telecommunications markets.
- The subsidiaries of ABHC serve fewer than two (2) percent of U.S. subscriber lines nationwide.

**(b)(9):** In addition to its Section 214 authorizations, five subsidiaries of ABHC holds wireless spectrum licenses and one subsidiary holds earth station licenses. The Applicants are filing contemporaneously herewith FCC Form 603 applications with the Wireless Telecommunications Bureau and a FCC Form 312 with the International Bureau to obtain consent for the Proposed Transaction.

**(b)(10):** No party is requesting special consideration because it is facing imminent business failure.

**(b)(11):** Not applicable because no waiver requests are being filed.

**(b)(12):** Consummation of the proposed transaction will serve the public interest for the reasons detailed in Section III of the Application above.

## **VI. CONCLUSION**

Based on the foregoing, the Applicants respectfully submit that the public interest, convenience, and necessity would be furthered by grant of this Application.

Respectfully submitted,

**ABC ACQUISITION INC.**

*/s/ Andrew Lipman*

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*Counsel for Transferee*

Dated: December 21, 2020

**AMERICAN BROADBAND  
COMMUNICATIONS, LLC**

*/s/ Gerard Duffy*

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*Counsel for Transferor*

**LIST OF EXHIBITS**

<b>EXHIBIT A</b> – Current Corporate Ownership Structure of the Section 214 Subsidiaries
<b>EXHIBIT B</b> –Post-Transaction Charts
<b>VERIFICATIONS</b>

**EXHIBIT A**  
Current Corporate Structure Chart

**AMERICAN BROADBAND**  
**ORGANIZATIONAL CHART**  
(2020)  
(all ownership is 100%)

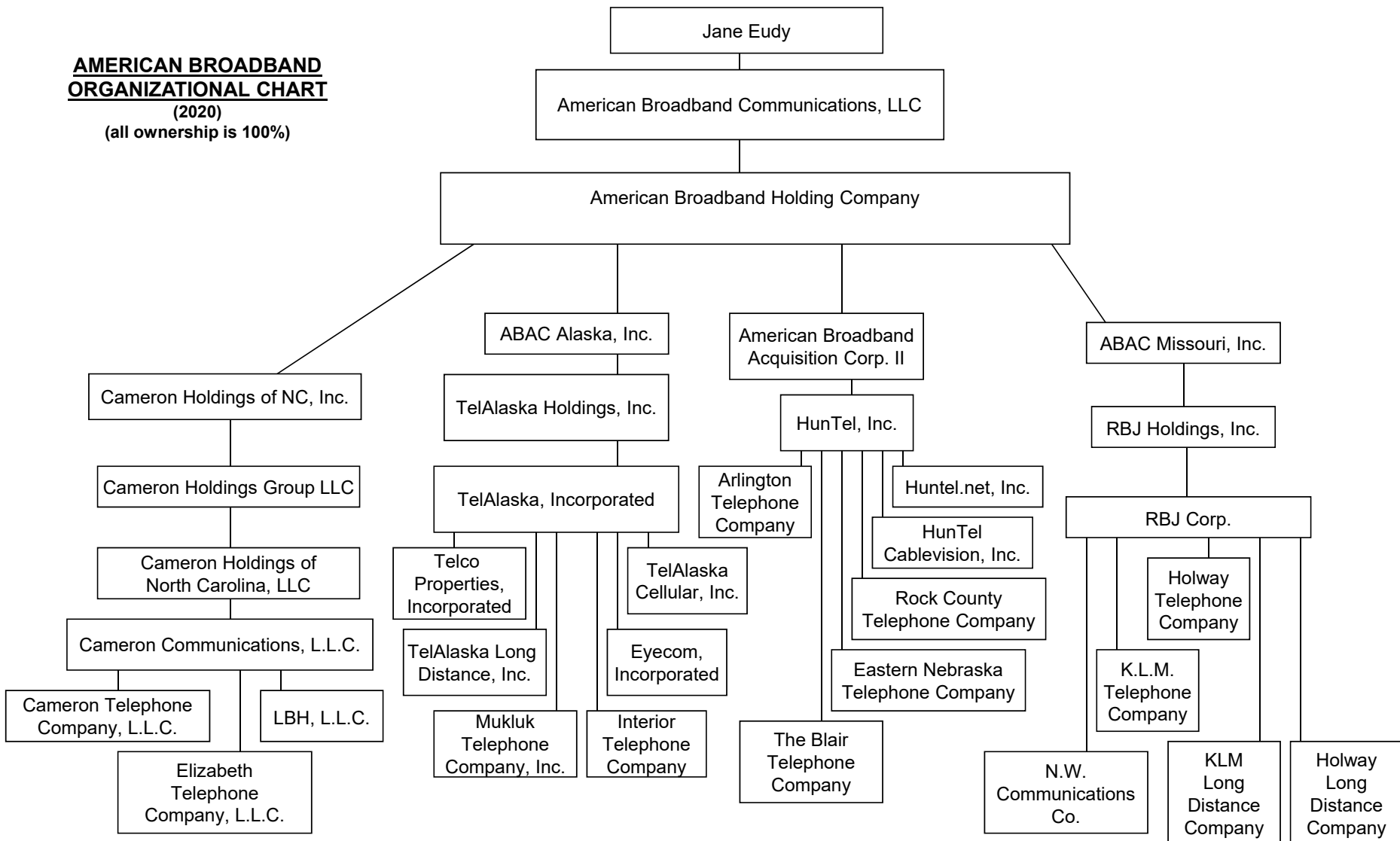
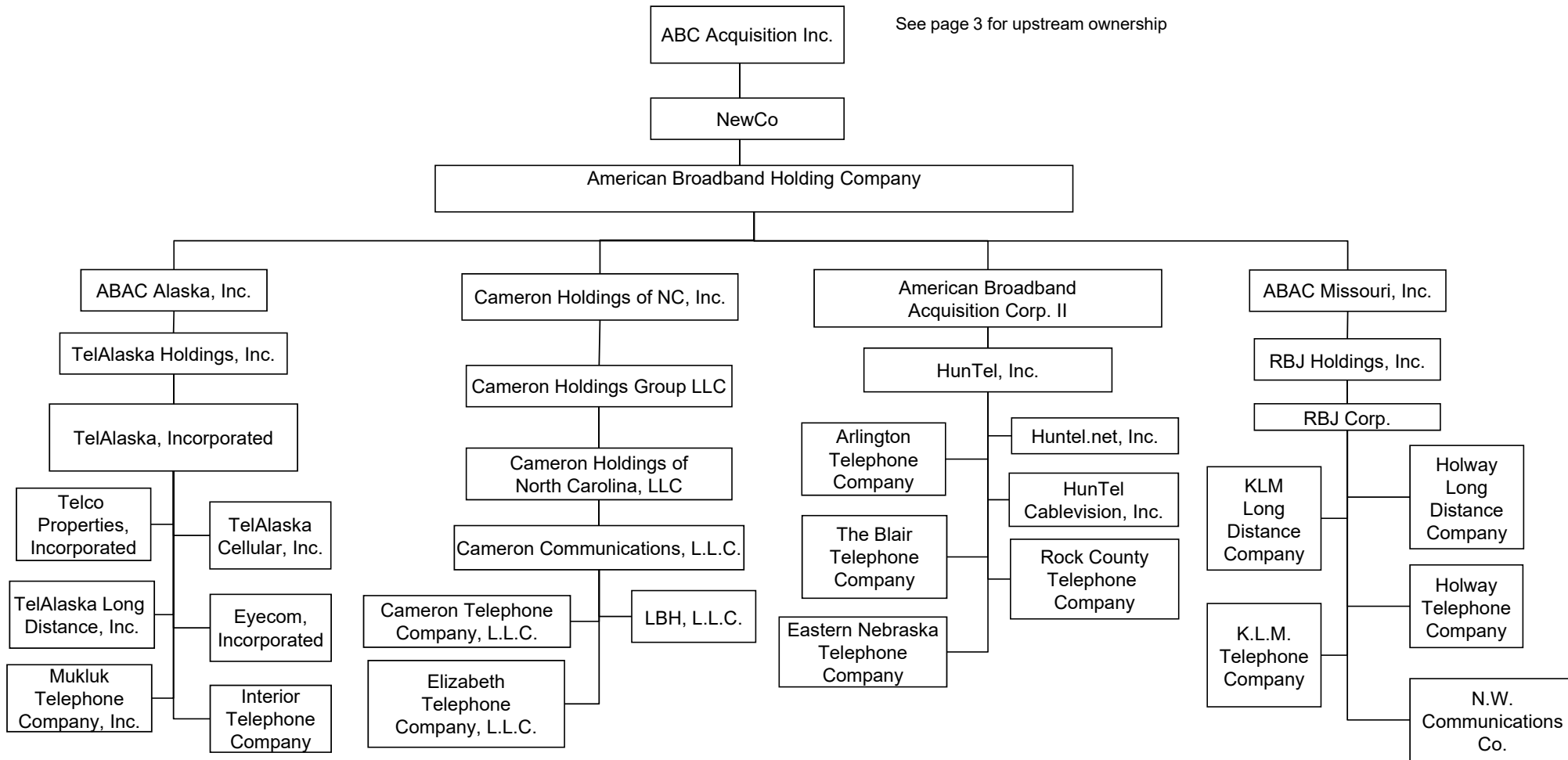


EXHIBIT B  
Post-Transaction Charts

Post-Transaction Chart at Closing – Without AK Spin-Off

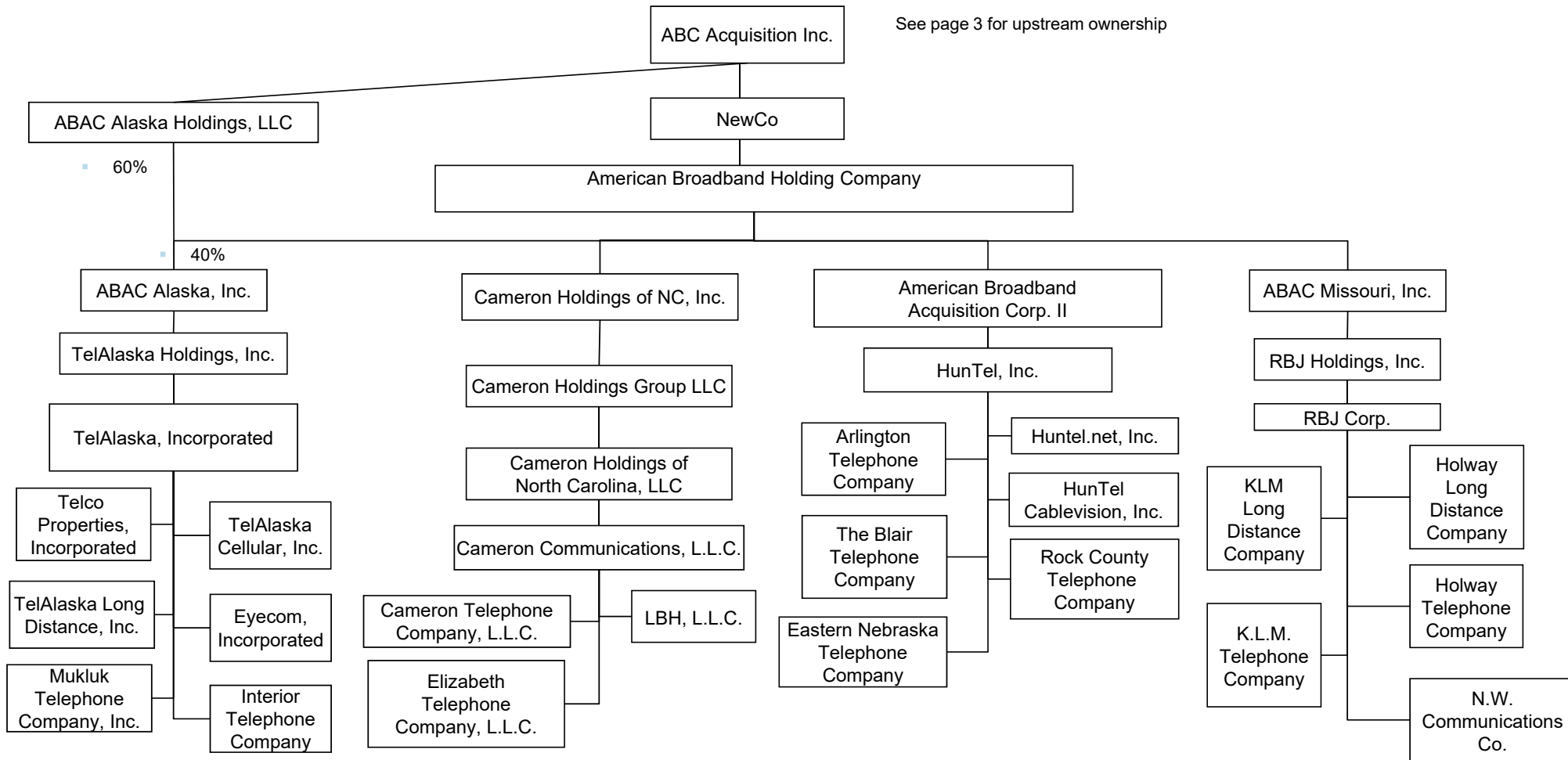


See page 3 for upstream ownership

▪ All ownership is 100% unless otherwise shown

EXHIBIT B  
Post-Transaction Charts

Post-Transaction Chart at Closing – With AK Spin-Off

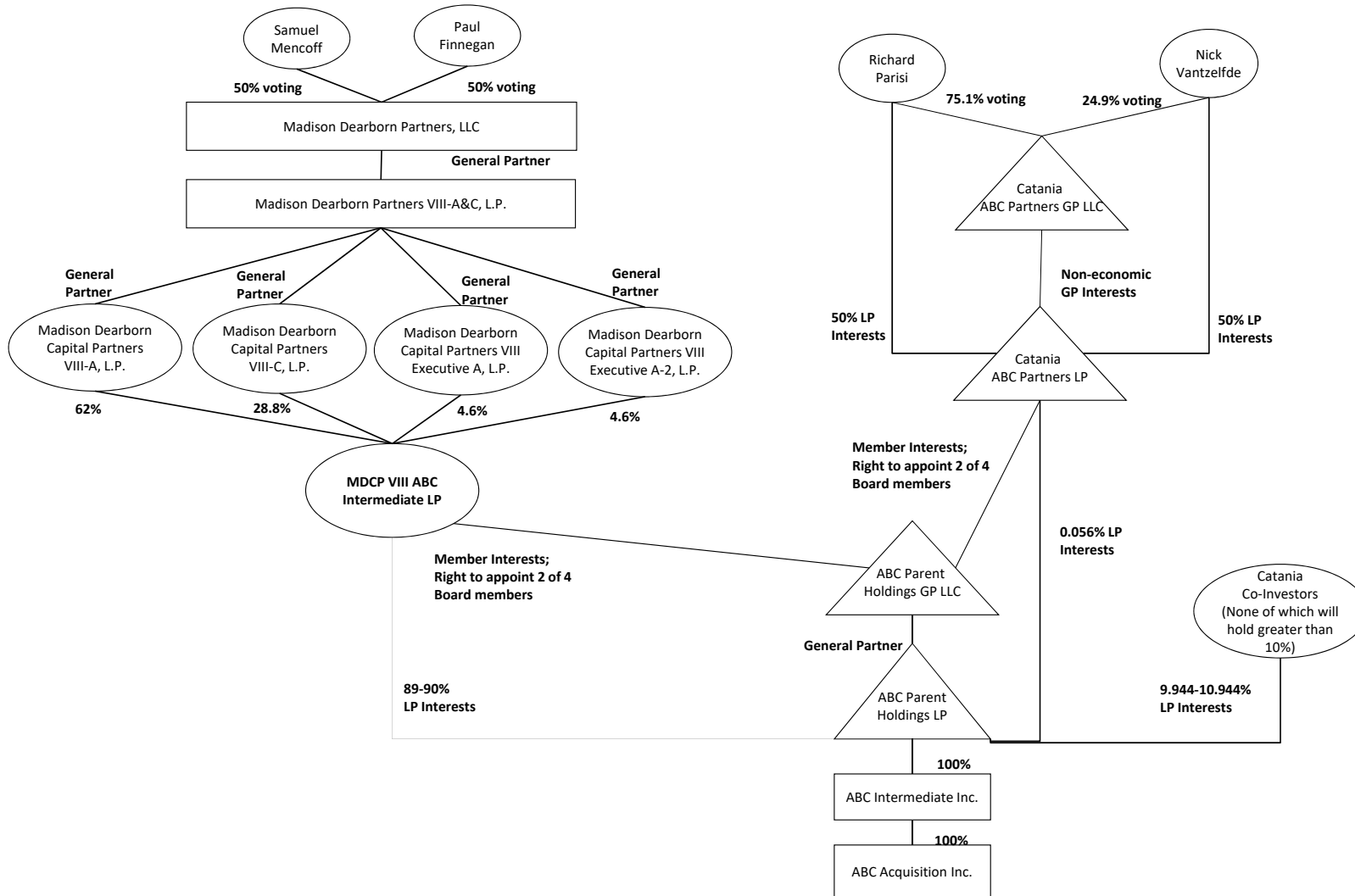


See page 3 for upstream ownership

▪ All ownership is 100% unless otherwise shown

EXHIBIT B  
Post-Transaction Charts

Post-Transaction Chart at Closing – With or Without AK Spin Off



**VERIFICATION**

I, Jane Eudy, state that I am Chief Executive Officer of American Broadband Communications, LLC and its subsidiaries; that I am authorized to make this Verification on its behalf; that the foregoing filing was prepared under my direction and supervision; and that the contents thereof and the certifications contained therein regarding American Broadband Communications, LLC and its subsidiaries are true and correct to the best of my knowledge, information, and belief.

18th I declare under penalty of perjury that the foregoing is true and correct. Executed this day of December, 2020.



Jane Eudy  
Title: Chief Executive Officer  
American Broadband Communications, LLC



## VERIFICATION

I, Richard Parisi, state that I am President and Secretary of ABC Acquisition Inc.; that I am authorized to make this Verification on its behalf; that the foregoing filing was prepared under my direction and supervision; and that the contents thereof and the certifications contained therein regarding ABC Acquisition Inc. are true and correct to the best of my knowledge, information, and belief.

I declare under penalty of perjury that the foregoing is true and correct. Executed this  
18 day of December, 2020.



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Richard Parisi  
Title: President and Secretary  
ABC Acquisition Inc.