ATTACHMENT 1

INFORMATION REQUIRED BY SECTION 63.24 OF THE COMMISSION'S RULES AND BY THE IBFS SECTION 214 MAIN FORM IN RELATION TO THE TRANSFER OF CONTROL OF INTERNATIONAL SECTION 214 AUTHORITY

Pursuant to Section 214 of the Communications Act of 1934, 47 U.S.C. § 214, and Sections 63.03 and 63.04 of the Commission's rules, 47 CFR §§ 63.03-63.04, the Transferor, Chazy and Westport Telephone Corporation ("C&W"), the direct parent of Westelcom Communications, Inc. ("Westelcom Communications"), which, in turn, is the direct parent of Westelcom Network, Inc. ("Westelcom"), and the Transferee, Atlas Connectivity, LLC ("Atlas") hereby seek Commission approval of the direct acquisition of 100 percent of the stock of Westelcom Communications and, thus, the indirect acquisition of 100 percent of the stock of Westelcom, the holder of the Section 214 International Resale Authorization set forth in the application. The description of the transaction is more fully explained in response to Question 13 below.

The Transferor and Transferee submit the following information, pursuant to Section 63.24(e)(2) of the Commission's rules,[1] and the IBFS Section 214 Main Form:

- **Contact Information—Answer to Question 10 (§§ 63.18(c), 63.18(d)).**

The following table provides contact information for the Transferor and Transferee:

For Transferor	FRN
Attn: James P. Forcier Chief Executive Officer 2 Champlain Avenue Westport, NY 12993 Email: jimforcier@westelcom.net Tel.: (518) 962-4420	0005050083

For Transferee	FRN
Attn: Bradley G. Pattelli Atlas Connectivity, LLC	0011412129

[1] 47 CFR § 63.24(e)(2).

Chief Executive Officer 3330 State Highway 11-B Nicholville, NY 12965 Email: bpattelli@slicfiber.com Tel.: (315) 274-9050	

Copies of Correspondence to:
<u>For Transferor</u> James P. Forcier Chief Executive Officer 2 Champlain Avenue Westport, NY 12993 Email: jimforcier@westelcom.net Tel.: (518) 962-4420 <u>For Transferee</u> Todd B. Lantor Lukas, LaFuria, Lantor & Sachs, LLP 8350 Broad Street, Suite 1450 Tysons, VA 22102 Email: tlantor@fcclaw.com Tel.: (703) 584-8671

Westelcom, an indirect subsidiary of the Transferor, holds the following International Section 214 authorization to provide global or limited global resold telecommunications services: ITC-214-20000721-00475.

TEO Communications, Inc., an affiliate of Westelcom and an indirect subsidiary of the Transferor, holds the following International Section 214 authorization to provide global or limited global resold telecommunications services: ITC-214-20200813-00155.

- **Transferee Ownership—Answer to Question 11 (§ 63.18(h)).**

The following entity is the only entity that holds a direct 10 percent or greater ownership interest in the Transferee.

Entity	*Citizenship*	*Address*	*Principal Business*	*Ownership*
5LOOP, LLC	Delaware limited liability company	1415 W. 22nd St. Suite 1250 Oak Brook, IL 60523	Private Equity Investor	80.13%

No individual member of the Transferee management, no individual Transferee employee, and no individual Transferee shareholder holds a 10 percent or greater voting interest in the Transferee. This includes Bradley Pattelli and his family because, although they own an indirect 17.63 percent equity interest in the Transferee (as stated below), their Membership Units in the Transferee are held by and owned through 5LOOP, LLC, and are voted by 5LOOP, LLC, the Managing Member of which is Rock Island Capital Fund II, L.P.

The following entities are the only entities that hold a direct 10 percent or greater membership interest in 5LOOP, LLC:

Entity	*Citizenship*	*Address*	*Principal Business*	*Ownership*
Rock Island Capital Fund II, L.P.	Delaware limited partnership	1415 W. 22nd St. Suite 1250 Oak Brook, IL 60523	Private Equity Investor	78.96%
Bradley Pattelli and his family	U.S. citizens	11741 Via Savona Court Miromar Lakes, FL 33913	Individual Investor	17.63%

The following entity is the only entity that holds a direct 10 percent or greater equity interest in Rock Island Capital Fund II, L.P. with respect to the Transferee:

Entity	*Citizenship*	*Address*	*Principal Business*	*Ownership*
Lanigan Holdings, LLC[2]	Illinois Limited Liability Company	3111 West 167th Street Hazel Crest, IL 60429	Family Office Investor	12.6%

No other individual or entity has a 10 percent or greater direct or indirect interest in the Transferee. Further, no foreign individual, government, corporation, or other entity has a 10 percent or greater direct or indirect interest in the Transferee. Finally, other than its 100 percent ownership interest in Keene Valley Video, Inc. ("KVVI"), HCCI, LLC ("HCCI"), SLIC, and Nicholville Telco LLC ("Nicholville Telco"), the Transferee does not have an equity or voting interest of 10 percent or greater in any FCC-regulated entity. Other than their ownership interests in the Transferee (which has a 100 percent ownership interest in Nicholville Telco, SLIC, KVVI, and HCCI), neither 5LOOP, LLC, Rock Island Capital Fund II, L.P., Lanigan Holdings, LLC, nor Bradley Pattelli and his family has an equity or voting interest of 10 percent or greater in any FCC-regulated entity, nor do any of these entities or persons have an equity or voting interest of 10 percent or greater in any FCC-regulated entity that overlaps with Nicholville Telco, SLIC, KVVI, or HCCI.

- **Narrative of Transaction and Public Interest Statement—Answer to Question 13.**

The Transferee will purchase 100 percent of the outstanding common stock of Westelcom Communications from the Transferor, and thereby become the ultimate parent of Westelcom. The consideration will be paid in cash; no debt or guaranty of debt will be issued by any regulated entity in connection with the proposed transaction.

[2] The Managing Members (or the equivalent) of Lanigan Holdings, LLC, are John J. Lanigan, Jr., Michael T. Lanigan, William P, Lanigan, and Daniel P. Lanigan. Each of these individuals is a U.S. citizen.

See **Exhibit A** showing a diagram of the pre-transaction and post-transaction corporate structures.

The standard applied by the Commission, in making its public interest evaluation, consists of the following: (1) whether the proposed transaction complies with the specific provisions of the Act, other applicable statutes, and the Commission's rules; (2) whether the proposed transaction would result in public interest harms by substantially frustrating or impairing the objectives or implementation of the Act or related statutes; and (3) whether the proposed transaction will yield public interest benefits.[3]

The proposed transaction fully meets the Commission's public interest standard. The proposed transaction does not violate the Act, any other applicable statute, or the Commission's rules. Further, the proposed transaction will not result in any public interest harms.

At the holding company level, the Transferee has provided management and business development expertise and services, as well as financial support, to Nicholville Telco, SLIC, KVVI, and HCCI. These same management and business development expertise and services and financial support will be made available to Westelcom, resulting in efficiencies and economies of scale, including the critical sharing of knowledge and expertise being extended to all of the companies and their customers.

Neither Nicholville Telco, SLIC, KVVI, HCCI, nor their customers, will have any direct involvement in the proposed transaction. None of these companies will be a party to any debt issuance or guaranty associated with the proposed transaction, nor will any of these parties pledge

[3] *See*, *e.g.*, *Joint Application of General Communication, Inc. and GCI Liberty, Inc. for Consent to Transfer Control*, WC Docket No. 17-114, Memorandum Opinion and Order, 32 FCC Rcd 9349, 9352-54 (paras. 7-9) (WTB, IB, MB & WTB 2017).

any assets in connection with the proposed transaction. Westelcom will not issue any debt, issue any debt guaranty, or pledge any assets in connection with the proposed transaction.

The proposed transaction will not affect, and will be transparent to, Westelcom's customers. Existing customers will remain customers of Westelcom. No change in Westelcom's consumer rates, operations, or services is contemplated at this time. All customer contracts will remain in force.

The added financial and technical support available to Westelcom from the Transferee will enable expansion of Westelcom's service offerings, and allow it to more widely employ advanced technology in both its current and future markets. As such, the presence of competition in the marketplace will be increased, to the advantage of existing and potential customers.

The Transferee is offering employment to all employees of Westelcom, so no employee turnover or loss of expertise is expected. Westelcom employees will have the opportunity to leverage their expertise and know-how within the Transferee and its operating subsidiaries. Westelcom's operations and high-quality services will continue without interruption, and will benefit from the affiliation with the Transferee.

The Transferor will also benefit from the proposed transaction. Westelcom currently has an intercompany payable to the Transferor of approximately $4,547,500. As an added public interest benefit to both Westelcom and the Transferor, that liability will be paid off at closing, thus dramatically improving the financial condition of both Westelcom and the Transferor. The monies received by the Transferor will enhance its ability to continue providing high quality, affordably priced services to its customers.

The Transferee and its operating entities will benefit from the proposed transaction by capitalizing upon and incorporating the expertise of Westelcom in serving municipalities and other customers in the fields of health care, government, and education.

Westelcom will continue to provide underlying internet, switching, and long-distance services to the Transferor, so that the Transferor's ability to serve its own customers will not be affected by the proposed transaction.

- **Streamlined Processing—Answer to Question 20 (§§ 63.12, 63.18(p)).**

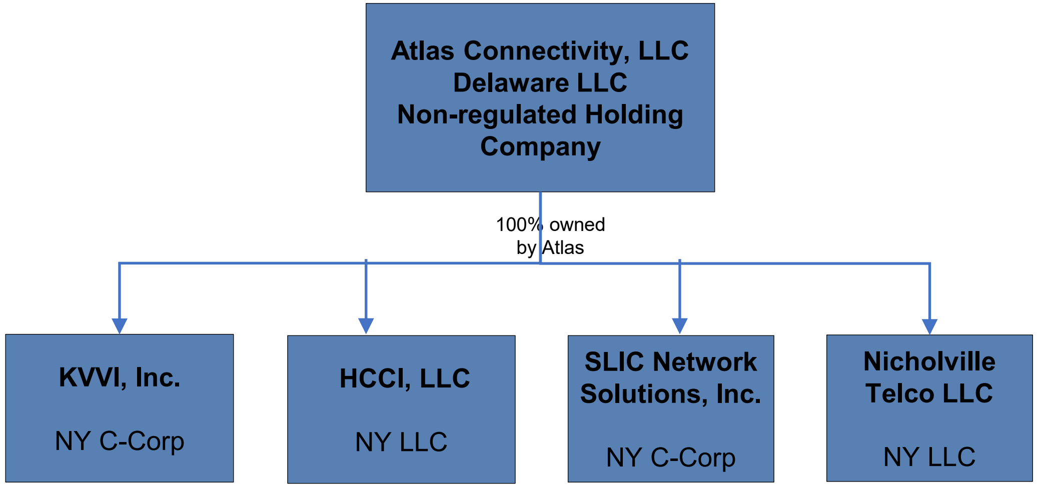
This Application qualifies for streamlined processing pursuant to Section 63.12 of the Commission's rules[4] because: (1) neither the Transferor nor Transferee is affiliated with a foreign carrier in any destination market; and (2) neither the Transferor nor Transferee has an affiliation with a dominant U.S. carrier whose international switched or private line services the Transferor or Transferee seeks authority to resell (either directly or indirectly through the resale of another reseller's services).

[4] 47 CFR § 63.12.

EXHIBIT A

Pre-Transaction and Post-Transaction Corporate Structures

Atlas Connectivity Legal Structure Pre-Transaction



Atlas Connectivity Legal Structure Post-Transaction