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

In the Matter of	)	
	)	
Richard Scott Taylor	)	
Transferor,	)	
	)	
Moundville Telephone Company, Inc.	)	WC Docket No. ________________
MTC Long Distance, Inc.	)	File No. ITC-T/C-_______________
Licensees,	)	
	)	
and	)	
	)	
ABAC Alabama Inc.	)	
Transferee,	)	
	)	
Joint Application for Transfer of Control	)	
of Domestic Section 214 Authorizations and	)	
International 214 Authorization	)	

JOINT APPLICATION

Pursuant to Section 214 of the Communications Act of 1934, as amended,[1] and Sections 63.03, 63.04, and 63.24 of the Commission's rules,[2] Richard Scott Taylor ("Transferor"), Moundville Telephone Company, Inc. ("Moundville Telephone"), and MTC Long Distance, Inc. ("MTC LD," and together with Moundville Telephone, the "Moundville Licensees"), and ABAC Alabama Inc. ("ABAC" or "Transferee") (Transferor, Moundville Licensees, and Transferee, collectively, the "Applicants"), hereby request consent from the Federal Communications Commission ("Commission") for the transfer of control to ABAC of the blanket domestic Section 214 authorizations held by Moundville Telephone and MTC LD and the international Section 214 authorization held by MTC LD. Pursuant to Section 63.04(b) of the Commission's

---
[1] 47 U.S.C. § 214.
[2] 47 C.F.R. §§ 63.03, 63.04, 63.24.

rules,[3] the Applicants are filing a combined application for the proposed transfer of control of the Moundville Licensees and their domestic and international Section 214 authorizations ("Joint Application"). The Applicants respectfully request streamlined, expedited treatment of this Joint Application pursuant to Sections 63.03 and 63.12 of the Commission's rules.[4]

In support of this Joint Application, the Applicants respectfully submit the following information:

I. DESCRIPTION OF THE APPLICANTS

A. Transferor: Mr. Taylor

Mr. Taylor, a U.S. citizen, indirectly controls the Moundville Licensees through his direct 82 percent voting and equity interest in Moundville Communications, Inc. ("Moundville Communications"), an Alabama corporation formed on November 21, 1990, which directly owns 100 percent of the issued and outstanding shares of capital stock of Licensees Moundville Telephone and MTC LD.[5] Mr. Taylor also serves as the President and CEO of Moundville Communications. Moundville Communications does not itself hold any Section 214 authority. Jami Taylor King (formerly Jami Kathryn Taylor), the Secretary and Treasurer of Moundville Communications, owns the other 18 percent voting and equity interest in Moundville Communications.

---

[3] 47 C.F.R. § 63.04(b).

[4] 47 C.F.R. §§ 63.03, 63.12.

[5] On March 19, 2021, the Commission approved, on a streamlined basis, the transfer of control of the domestic Section 214 authorizations held by MTC LD and Moundville Telephone from Patricia Taylor to Richard Scott Taylor. *See* Public Notice, *Notice of Domestic Section 214 Authorizations Granted*, WC Docket No. 21-47, DA 21-330 (WCB rel. Mar. 19, 2021). The Commission also approved the transfer of control of MTC LD's international Section 214 authorization, effective March 12, 2021. *See* Public Notice, *International Authorizations Granted*, Report No. TEL-02081, DA No. 21-327, File No. ITC-T/C-20210204-00032 (IB rel. Mar. 18, 2021).

B. Moundville Licensees: Moundville Telephone and MTC LD

Moundville Telephone (FRN: 0001753938) is a wholly owned subsidiary of Moundville Communications and holds blanket domestic section 214 authority. It is a rural, independent incumbent local exchange carrier ("ILEC") founded in 1932. Moundville Telephone's service area consists of approximately 172 square miles located in rural Hale and Tuscaloosa counties in Alabama. Moundville Telephone provides voice and internet services to residential and business customers, with approximately 665 voice access lines and 465 broadband lines.

In 2001, Moundville Telephone deployed the first fiber-to-the-home ("FTTH") network to serve West Alabama, and it has continued to deploy fiber throughout its service area since then. As of 2021, Moundville Telephone operated more than 50 miles of fiber, a vast majority of which is buried. Moundville Telephone is using ReConnect 2 grant funding to construct approximately 10 miles of fiber for FTTH deployment in the extreme southwestern portion of its service area to serve more than 65 locations.

MTC LD (FRN: 0011440872) also is a wholly owned subsidiary of Moundville Communications. An Alabama corporation formed on June 15, 2004, MTC LD provides toll resale service to certain of Moundville Telephone's residential and business customers in rural portions of Hale and Tuscaloosa counties in Alabama. MTC LD holds blanket domestic Section 214 authority to provide domestic telecommunications services and international Section 214 authority to provide global or limited global resale service pursuant to Section 63.18(e)(2).[6]

C. Transferee: ABAC

ABAC is a Delaware corporation and a holding company that does not directly provide telecommunications services. ABAC is directly wholly owned and controlled by American

[6] *See* File No. ITC-214-20040831-00344.

Broadband Holding Company ("American Broadband"), a Delaware corporation that is the indirect parent company and aggregator of several rural local exchange and broadband companies that serve customers under the brand name Fastwyre Broadband.[7] Through its operating subsidiaries, American Broadband is 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 in largely rural markets in Alaska, Louisiana, Missouri, Nebraska, and Texas. As such, American Broadband strives to provide and maintain advanced communications infrastructure; enable the local (non-telco) workforce to fully utilize the services delivered over its infrastructure through training, community centers and other initiatives; and directly and indirectly stimulate growth of employment in the communities that it serves.

American Broadband, in turn, is indirectly controlled by private equity investment management firm Madison Dearborn Partners, LLC ("MDP"),[8] which is based in Chicago, Illinois. Since MDP's formation in 1992, the firm has raised eight funds with aggregate capital of over $28 billion and has completed investments in over 150 companies. MDP's objective is to invest in companies with outstanding management teams to achieve significant long-term appreciation in equity value. MDP'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, which are basic industries; business and

---

[7] *See* American Broadband, Broadband Networks for Rural America, at https://www.americanbroadband.com/.

[8] *See* Madison Dearborn Partners, Over the Last 40 Years …. , at https://www.mdcp.com/. The Commission approved the acquisition of American Broadband by MDP via public notices issued on February 4 and 16, 2021. *See* Public Notice, *Notice of Domestic Section 214 Authorization Granted*, WC Docket No. 20-438, DA 21-173 (rel. Feb. 16, 2021); Public Notice, *International Authorizations Granted*, Report No. TEL-02073, DA No. 21-86 (rel. Feb. 4, 2021).

government software and services; financial and transaction services; health care; and telecom, media, and technology services.

II. DESCRIPTION OF THE TRANSACTION

On September 15, 2022, the Applicants (and Ms. King) entered into a Stock Purchase Agreement whereby ABAC agreed to purchase for cash, and Mr. Taylor and Ms. King agreed to sell to ABAC, 100 percent of the issued and outstanding capital stock of Moundville Communications, the direct parent company of Licensees Moundville Telephone and MTC LD ("Transaction"). As a result of the Transaction, Moundville Communications will become a direct, wholly owned subsidiary of ABAC, and Moundville Telephone and MTC LD will become indirect wholly owned subsidiaries of ABAC. Moundville Telephone and MTC LD will continue to exist following the consummation of the Transaction, and they will continue to provide service to their customers at the same rates, terms, and conditions as immediately prior to the Transaction. Customers will experience no disruption of service or apparent change in service as a result of the Transaction.

III. PUBLIC INTEREST STATEMENT

The Commission should grant the Joint Application expeditiously because the proposed Transaction will generate substantial public interest benefits with no countervailing harms. Transferee ABAC's owners are experienced in the management and provision of rural telecommunications services and financially well qualified to become the new owners of the Moundville Licensees. ABAC's owners have an excellent record of serving local customers and their communities, as well as deploying advanced telecommunications infrastructure in rural and remote areas, including with the assistance of federal and state universal service support and other broadband funding. Following the consummation of the proposed Transaction, the

Moundville Licensees will enjoy access to the full financial resources and management capabilities of ABAC and its owners, which will enable the Moundville Licensees to maintain and advance their state-of-the-art infrastructure and bring more high-quality innovative service offerings to new and existing rural and remote Alabama customers in the Moundville Licensees' service areas.

Further, the Transaction will be seamless to Moundville Telephone and MTC LD's customers, who will experience no disruption in service as a result of the Transaction and will continue to have the same services available immediately post-consummation at the same rates, terms, and conditions. Finally, because none of the operating subsidiaries of ABAC's parent company American Broadband operate in Alabama, the Transaction will not result in any reduction of competition in the market.

IV. INFORMATION REQUESTED PURSUANT TO PUBLIC NOTICE DA 22-436

In support of this Joint Application, and pursuant to the Public Notice released by the Wireline Competition Bureau on April 19, 2022,[9] the Applicants provide the following information:

A. A listing of all USF high-cost support received by each entity to be transferred and by the transferee and each affiliate of the transferee.

Transferor and Licensees: Moundville Telephone receives the following forms of federal legacy rate-of-return high-cost support: Connect America Fund ("CAF") Broadband Loop Support ("BLS"), CAF ICC support, high-cost loop ("HCL") support, and universal service support for schools and libraries (E-Rate).

[9] Public Notice, *Wireline Competition Bureau Lists Best Practices for Addressing Universal Service Fund Information in Section 214 Transfer of Control Applications*, DA 22-436 (WCB rel. Apr. 19, 2022).

Transferee: Transferee does not receive any high-cost support. Transferee's operating subsidiaries, however, receive federal high-cost support as follows:

- Alaska:
  - Interior Telephone Co.: Alaska Plan; Intercarrier Compensation Recovery ("ICC")
  - Mukluk Telephone Co., Inc.: Alaska Plan; ICC
  - TelAlaska Cellular, Inc.: Alaska Plan (Wireless)
- Louisiana:
  - Cameron Telephone Co., L.L.C.: Alternative Connect America Cost Model ("ACAM") II; ICC
  - Elizabeth Telephone Co., L.L.C.:ACAM II ICC
- Missouri:
  - Holway Telephone Co.: Revised ACAM; ICC
  - K.L.M. Telephone Co.: Revised ACAM; ICC
- Nebraska:
  - Arlington Telephone Co.: Revised ACAM; ICC
  - The Blair Telephone Co.: Revised ACAM; ICC
  - Eastern Nebraska Telephone Co.: Revised ACAM; ICC
  - Rock County Telephone Co.: Revised ACAM; ICC
- Texas:
  - Cameron Telephone Co., L.L.C.: ACAM II; ICC

B. Confirmation of whether the entity or entities to be transferred are Eligible Telecommunications Carriers ("ETCs") under Section 214(e) of the Act.

Moundville Telephone has been designated as an ETC in Alabama by the Alabama Public Service Commission.[10]

C. If the entity or entities to be transferred have been awarded CAF Phase II or RDOF funding, provide a summary addressing any changes to management, technology, or debt that would result from the proposed transaction, as well as whether there are any changes that might occur that would compromise the support recipients' ability to meet their service obligations.

The Moundville Licensees have not been awarded CAF Phase II or RDOF funding.

[10] Alabama Public Service Commission, *Implementation of the Universal Service Requirements of Section 254 of the Telecommunications Act of 1996*, Fifth Report and Order, Docket 25980 (Dec. 18, 1997).

D. A list of study area codes (SACs) for each entity to be transferred and for each affiliate of the entity or entities to be transferred, and for the transferee and each affiliate of the transferee.

Entity to be Transferred:

Entity	State	Study Area Code
Moundville Telephone	Alabama	250307

Transferee and Its Affiliates:

Entity	State	Study Area Code
Interior Telephone Co.	Alaska	613011
Mukluk Telephone Co., Inc.	Alaska	613016
TelAlaska Cellular, Inc.	Alaska	619013
Cameron Telephone Co., L.L.C.	Louisiana	270425
Elizabeth Telephone Co., L.L.C.	Louisiana	270430
LBH, L.L.C.	Louisiana	279014
Holway Telephone Co.	Missouri	421929
K.L.M. Telephone Co.	Missouri	421900
Arlington Telephone Co.	Nebraska	371517
The Blair Telephone Co.	Nebraska	371524
Eastern Nebraska Telephone Co.	Nebraska	371542
HunTel Cablevision, Inc.	Nebraska	379016
Rock County Telephone Co.	Nebraska	371586
Cameron Telephone Co., L.L.C.	Texas	440425

E. A confirmation of whether the entity or entities to be transferred participate in the Lifeline program, Emergency Broadband Benefit (“EBB”) program, or the Affordable Connectivity Program (“ACP”), and whether such participation will continue if the transaction is consummated.

Moundville Telephone participated in the EBB program until that program was replaced by the ACP program, and Moundville Telephone is now participating in the ACP program.

Moundville Telephone also participates in the Lifeline program, for which it is a designated ETC. Moundville Telephone's participation in ACP and the Lifeline program will continue after the Transaction is consummated.

V. INFORMATION REQUIRED BY 47 C.F.R. § 63.18 AND THE IBFS SECTION 214 MAIN FORM FOR INTERNATIONAL SECTION 214 AUTHORITY TRANSFER OF CONTROL APPLICATIONS

Pursuant to Section 63.24(e)(2) of the Commission's rules, the Applicants submit the following information requested in Section 63.18(a)-(d) and (h)-(p) and the IBFS Section 214 Main Form in support of this Joint Application.

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

Domestic and International 214 Authorization Holders:

Moundville Telephone Company, Inc.
371 Corr Avenue
P.O. Box 587
Moundville, Alabama 35474
Telephone: (205) 371-9011

MTC Long Distance, Inc.
371 Corr Avenue
P.O. Box 587
Moundville, Alabama 35474
Telephone: (205) 371-9011

Transferor:

Richard Scott Taylor
P.O. Box 587
Moundville, Alabama 35474
Tel.: (205) 371-9011

Transferee:

Jason Nicolay
Senior Vice President – Corporate Development
American Broadband Holding Company
153 W. Dave Dugas Road
Sulphur, LA 70665
Tel.: (913) 221-3782
jnicolay@americanbb.com

(b) Jurisdiction of Organizations:

Moundville Communications, MTC LD, and Moundville Telephone are corporations organized and existing under the laws of the State of Alabama.

ABAC is a corporation organized and existing under the laws of the State of Delaware.

(c) Name, title, post office address, and telephone number of official and any other contact point (Answer to Question 10):

<u>For Transferor and Section 214 Authorization Holders</u>:

Richard Scott Taylor, President and CEO
Moundville Telephone Company, Inc.
MTC Long Distance, Inc.
P.O. Box 587
Moundville, Alabama 35474
Tel.: (205) 371-9011
rstaylor@mound.net

With a copy to:

Kristen Beavers
Mark D. Wilkerson
Wilkerson & Bryan, P.C.
405 South Hull Street
Montgomery, Alabama 36104
Tel.: (334) 265-1500
kristen@wilkersonbryan.com
mark@wilkersonbryan.com

<u>Transferee</u>:

Jason Nicolay
Senior Vice President – Corporate Development
American Broadband Holding Company
153 W. Dave Dugas Road
Sulphur, LA 70665
Tel.: (913) 221-3782
jnicolay@americanbb.com

With a copy to:

Brian W. Murray
Phillip R. Marchesiello
Wilkinson Barker Knauer, LLP

1800 M Street, NW
Suite 800N
Washington, DC 20036
Tel.: (202) 783-4141
bmurray@wbklaw.com
pmarchesiello@wbklaw.com

(d) Statement as to whether applicants have previously received authority under Section 214 (Answer to Question 10 Continued):

Transferor: Both Moundville Telephone and MTC LD hold blanket domestic Section 214 authority to provide domestic telecommunications services. MTC LD also holds international Section 214 authority to provide global or limited global resale service pursuant to Section 63.18(e)(2).[11] Moundville Communications serves as a holding company for Moundville Telephone and MTC LD, and does not itself hold any Section 214 authority.

Transferee: ABAC holds no international Section 214 authority. ABAC's parent companies control the following subsidiaries that hold international Section 214 authorization to provide global or limited global resale services granted by the Commission:

- Cameron Communications, L.L.C.: File No. ITC-214-20100317-00105;
- TelAlaska Long Distance, Inc.: File No. ITC-214-19960826-00405;
- Holway Long Distance Co.: File No. ITC-214-20000627-00399;
- K.L.M. Long Distance Co.: File No. ITC-214-20000627-00398; and
- HunTel Cablevision, Inc.: File No. ITC-214-20001025-00632.

(h) Post-Consummation Ownership and Interlocking Directorates (47 C.F.R. § 63.18(h), Answer to IBFS Main Form Questions 11 and 12)

Moundville Communications owns 100 percent of the issued and outstanding shares of stock of MTC LD and Moundville Telephone. MTC LD and Moundville Telephone will remain wholly owned subsidiaries of Moundville Communications following consummation of the

[11] *See* File No. ITC-214-20040831-00344.

Transaction. The address of Moundville Communications and the Moundville Licensees is P.O. Box 587, Moundville, Alabama 35474. The principal business of Moundville Communications and the Moundville Licensees is telecommunications. Moundville Communications shareholders with a 10 percent or greater equity or voting interest are listed below:

Name	Equity Percent	Voting Percent
Richard Scott Taylor President and CEO Moundville Communications, Inc., P.O. Box 587 Moundville, Alabama 35474 U.S. Citizen	82.0%	82.0%
Jami Taylor King Secretary and Treasurer Moundville Communications, Inc., P.O. Box 587 Moundville, Alabama 35474 U.S. Citizen	18.0%	18.0%

After consummation of the proposed Transaction, the following persons or entities will hold, directly or indirectly, a 10 percent or greater interest in the Moundville Licensees:

Name:	ABAC Alabama Inc. ("ABAC")
Address:	153 W. Dave Dugas Road Sulphur, LA 70665
Ownership:	100%
Formation Jurisdiction:	Delaware
Principal Business:	Telecommunications holding company

ABAC is wholly owned by:

Name:	American Broadband Holding Company ("American Broadband")
Address:	153 W. Dave Dugas Road Sulphur, LA 70665
Ownership:	100%
Formation Jurisdiction:	Delaware
Principal Business:	Telecommunications holding company

American Broadband is wholly owned by:

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

ABC Acquisition Inc. is wholly owned by:

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

ABC Intermediate Inc. is wholly owned by:

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

The 10% or greater owners of ABC Parent Holdings LP are:

Name:	ABC Parent Holdings GP LLC
Address:	153 W. Dave Dugas Road Sulphur, LA 70665
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 0.05% equity as a limited partner
Formation Jurisdiction:	Delaware
Principal Business:	Investment

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

Ownership:	Approximately 89.3% equity as a limited partner
Formation Jurisdiction:	Delaware
Principal Business:	Investment

The 10% or greater owners of ABC Parent Holdings GP LLC are:

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, IL 60602
Ownership:	50% voting
Formation Jurisdiction:	Delaware
Principal Business:	Investment

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

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:	c/o CMA Strategy 33 Arch St., Suite 1700 Boston, MA 02110
Ownership:	24.9% voting
Citizenship:	U.S.
Principal Business:	Individual

The 10% or greater owners of MDCP VIII ABC Intermediate LP ("MDP VIII Intermediate") are:

Name:	Madison Dearborn Capital Partners VIII-A, L.P. ("MDP VIII-A")
Address:	70 W. Madison St., Suite 4600 Chicago, IL 60602
Ownership:	Approximately 59.5%
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, IL 60602
Ownership:	Approximately 30.9%
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, IL 60602
Ownership:	Approximately 4.8%
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, IL 60602
Ownership:	Approximately 4.8%
Formation Jurisdiction:	Delaware
Principal Business:	Investment

The general partner of MDP VIII Intermediate, MDP VIII-A, MDP VIII-C, MDP VIII Exec-A, and MDP VIII Exec-A2 (collectively, "MDCP Fund VIII") is:

Name:	Madison Dearborn Partners VIII-A&C, L.P. ("MDP VIII-A&C")
Address:	70 W. Madison St., Suite 4600 Chicago, IL 60602
Ownership:	100% voting
Formation Jurisdiction:	Delaware
Principal Business:	General partner of private equity investment funds

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

Name:	Madison Dearborn Partners, LLC ("MDP")
Address:	70 W. Madison St., Suite 4600 Chicago, IL 60602
Ownership:	100% voting
Formation Jurisdiction:	Delaware
Principal Business:	Management company

The sole members of the Board of Managers with voting control over the investments of MDCP Fund VIII of MDP LLC are:

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

Name:	Paul Finnegan
Address:	70 W. Madison St., Suite 4600 Chicago, IL 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 following consummation of the proposed Transaction.

Interlocking Directorates. Neither Transferor nor Transferee nor any of their subsidiaries has interlocking directorates with a foreign carrier.

(i) Foreign Carrier Affiliates (47 C.F.R. § 63.18(i), Answer to IBFS Main Form Question 14)

Neither Transferor nor Transferee nor any of their subsidiaries (including the Moundville Licensees) is a foreign carrier or affiliated with a foreign carrier, nor will they become affiliated with a foreign carrier as a result of the proposed Transaction.

(j) Certifications Regarding Destination Markets (47 C.F.R. § 63.18(j), Answer to IBFS Main Form Question 15)

Transferor and Transferee hereby certify that neither of them, nor any of their subsidiaries (including the Moundville Licensees), are a foreign carrier in any destination country or control a foreign carrier in any destination country, and none are affiliated with a foreign carrier or owned, in whole or in part, by a foreign carrier. Transferor and Transferee further certify that neither of them, nor any of their subsidiaries, are in a contractual relationship with any foreign carrier affecting the provision or marketing of international basic telecommunications services in the United States.

(m) Non-Dominant Status (47 C.F.R. § 63.18(m), Answer to IBFS Main Form Question 16)

The Moundville Licensees and the Transferee qualify for a presumption of non-dominance under Section 63.10(a)(1) and (3) of the Commission's rules because, upon completion of the proposed Transaction, none will be a foreign carrier itself and none will be affiliated with any foreign carrier.

(n) Special Concessions (47 C.F.R. § 63.18(n))

Transferor, Transferee hereby certify that neither of them, nor any of their subsidiaries (including the Moundville Licensees), has 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) Anti-Drug Abuse Act Certification (47 C.F.R. § 63.18(o))

Transferor, Transferee, and the Moundville Licensees hereby certify that no party to this Joint Application is subject to a denial of Federal benefits pursuant to Section 5301 of the Anti-Drug Abuse Act of 1988, 21 U.S.C. § 853a.

(p) Eligibility for Streamlined Processing (47 C.F.R. §§ 63.12, 63.18(p), Answer to IBFS Main Form Question 20)

The Applicants request streamlined treatment of the portion of the Joint Application applicable to international Section 214 authority pursuant to 47 C.F.R. § 63.12. Neither the Transferor, nor the Transferee, nor MTC LD are affiliated with a foreign carrier in a destination market. They therefore qualify for a presumption of non-dominance under Section 63.10 of the Commission's rules on all U.S.-international routes. In addition, none are affiliated with a dominant U.S. carrier whose international switched or private line services it seeks authority to resell, either directly or indirectly through the resale of another reseller's services.

VI. INFORMATION REQUIRED BY SECTION 63.04 OF THE COMMISSION'S RULES FOR BLANKET DOMESTIC SECTION 214 AUTHORITY TRANSFER OF CONTROL APPLICATIONS

In support of their request for consent to transfer control of the Moundville Licensees, the Applicants submit the following information pursuant to Section 63.04(a)(6) through (a)(12) of the Commission's rules.

A. Description of the Proposed Transaction (47 C.F.R. § 63.04(a)(6))

See Section II of this Joint Application, above.

B. Description of Geographic Service Areas (47 C.F.R. § 63.04(a)(7))

See Section I of this Joint Application, above.

C. Eligibility for Streamlining (47 C.F.R. § 63.04(a)(8); 47 C.F.R. § 63.03(b))

The portion of the Joint Application applicable to domestic Section 214 authority qualifies for streamlined treatment under Section 63.03(b)(2)(ii) of the Commission's rules[12] because, upon consummation of the Transaction, neither Moundville Telephone nor MTC LD will provide competitive telephone exchange services or exchange access services in geographic

[12] 47 C.F.R. § 63.03(b)(2)(ii).

areas served by a dominant local exchange carrier that is not a party to the Transaction and each of Moundville Telephone and MTC LD will serve far fewer than two percent of the nation's subscriber lines. Moundville Telephone and MTC LD's operations are limited to rural Hale and Tuscaloosa counties in Alabama.

This Joint Application also qualifies for streamlined treatment under Section 63.03(b)(2)(iii) of the Commission's rules. ABAC and its affiliates, and Moundville Telephone and MTC LD, (a) together have a market share in the interstate, interexchange market of substantially less than 10 percent; (b) together have less than two percent of the nation's subscriber lines installed in the aggregate nationwide; and (c) do not overlap or abut the telecommunications service areas of any other company in which any of the equity holders have any cognizable interest. Accordingly, streamlined treatment is warranted.

Alternatively, streamlined treatment is appropriate under the Commission's "case-by-case approach"[13] because the proposed Transaction involves the transfer of underlying equity interests in a small rural telephone company and its holding corporation, which presents no competitive concerns and no "novel questions of fact, law, or policy which cannot be resolved under outstanding precedents and guidelines."[14]

D. Related Applications (47 C.F.R. § 63.04(a)(9))

No other applications are required to be filed with the Commission in connection with the proposed Transaction.

---

[13] *Report and Order, In the Matter of Implementation of Further Streamlining Measures for Domestic Section 214 Authorizations*, CC Docket No. 01-150, 17 FCC Rcd 5517 at ¶ 34 (rel. Mar. 21, 2002) ("Streamlining Order"); *see also* 47 C.F.R. § 63.03(a) (permitting streamlining "[u]pon determination … that the application is appropriate for streamlined treatment").

[14] *Id.* at ¶ 28.

E. Special Consideration (47 C.F.R. § 63.04(a)(10))

The Applicants are not subject to any imminent business failure and the parties therefore do not request special considerations related thereto.

F. Waiver Requests (47 C.F.R. § 63.04(a)(11))

The Applicants do not seek any waivers in connection with this Joint Application.

G. Public Interest Statement (47 C.F.R. § 63.04(a)(12))

See Section III of this Joint Application, above.

VII. CONCLUSION

For the reasons stated above, the Applicants submit that the public interest, convenience, and necessity would be furthered by grant of this Joint Application seeking Commission consent for the transfer of control of Moundville Telephone and MTC LD, holders of blanket domestic and international Section 214 authority, to ABAC as controlled by American Broadband. As set forth herein, consummation of the Transaction will permit a continuation and enhancement of the telecommunications services being provided by Moundville Telephone and MTC LD.

Respectfully submitted,

/s/ Mark D. Wilkerson
Kristen M. Beavers
Mark D. Wilkerson
Wilkerson & Bryan, P.C.
405 South Hull Street
Montgomery, Alabama 36104
(334) 265-1500

Counsel for Moundville Communications, Inc., Moundville Telephone Company, Inc., and MTC Long Distance, Inc.

/s/ Brian W. Murray
Brian W. Murray
Phillip R. Marchesiello
Wilkinson Barker Knauer, LLP
1800 M Street, NW
Suite 800N
Washington, DC 20036
(202) 783-4141

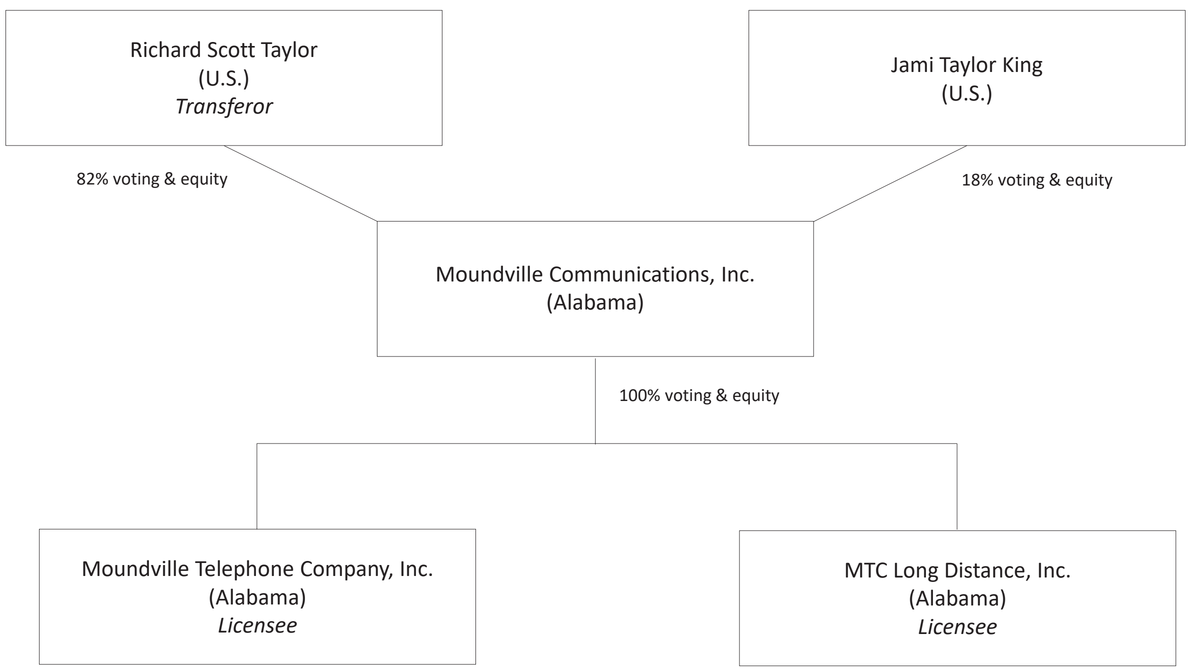
Counsel for ABAC Alabama Inc.

October 6, 2022

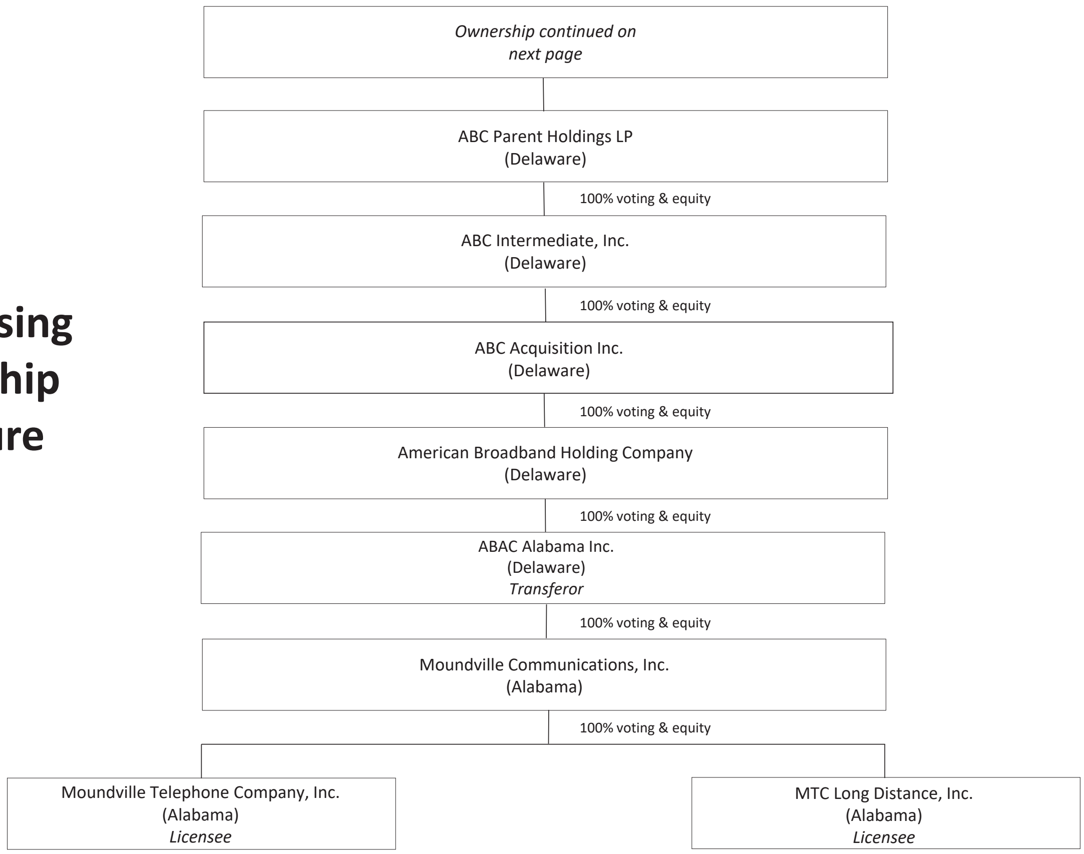
<u>EXHIBIT A</u>

PRE- AND POST-CLOSING ORGANIZATIONAL CHARTS

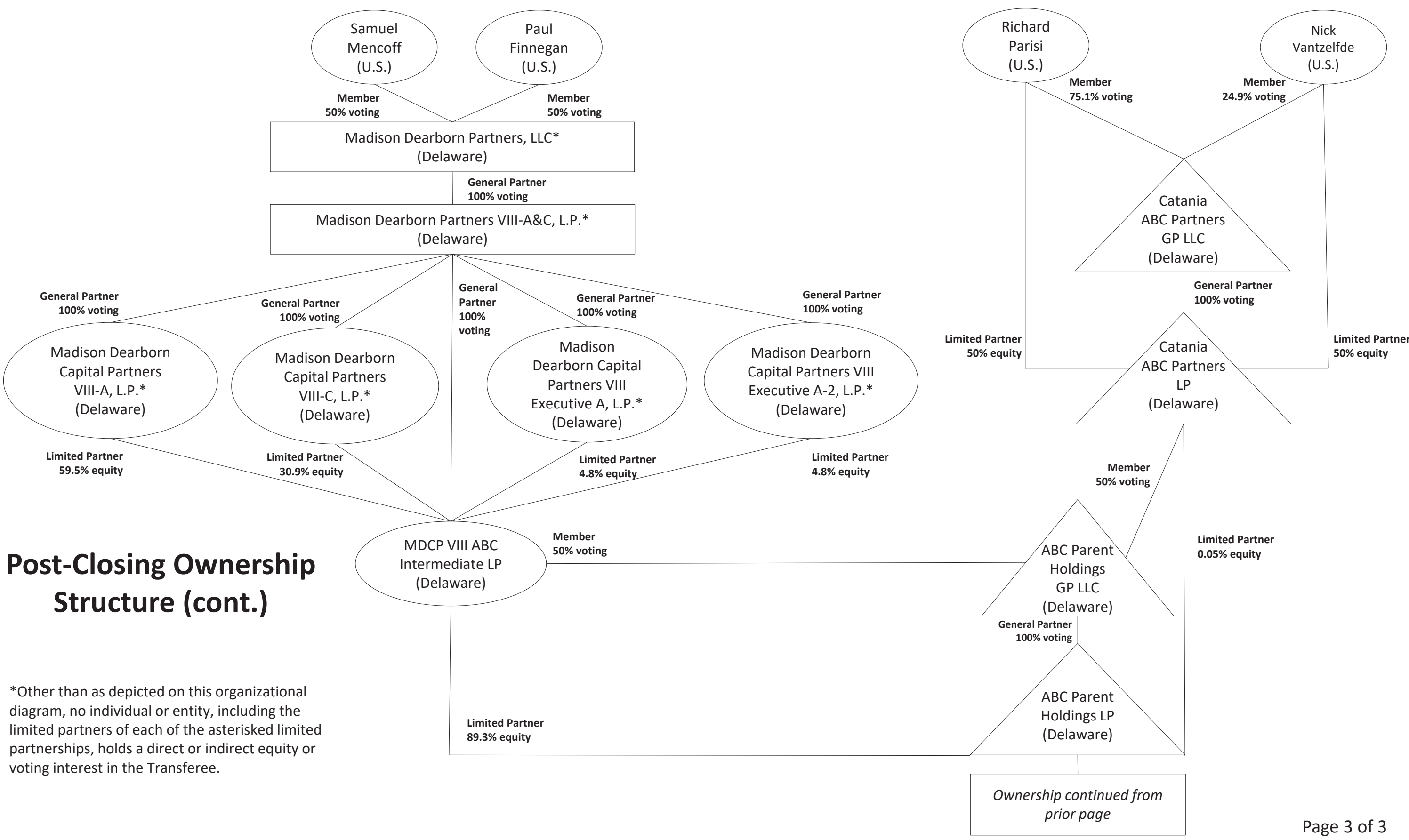
Pre-Closing Ownership Structure



Post-Closing Ownership Structure



Post-Closing Ownership Structure (cont.)



*Other than as depicted on this organizational diagram, no individual or entity, including the limited partners of each of the asterisked limited partnerships, holds a direct or indirect equity or voting interest in the Transferee.

EXHIBIT B

VERIFICATIONS

DECLARATION OF RICHARD SCOTT TAYLOR

I, Richard Scott Taylor, President and CEO of Moundville Communications, Inc., Moundville Telephone Company, Inc., and MTC Long Distance, Inc., the Transferor and Licensees, do hereby declare under penalty of perjury that the foregoing Application was prepared under my direction and supervision and that the contents of the filing and the certifications contained therein are true and correct to the best of my knowledge, information and belief.

By: Richard Scott Taylor

Richard Scott Taylor
President and CEO of Moundville Communications, Inc., Moundville Telephone Company, Inc., and MTC Long Distance, Inc.

Date: 9/22/2022

DECLARATION OF JOHN R. WALTER

I, John R. Walter, Executive Vice President, General Counsel, and Secretary of ABAC Alabama Inc., the Transferee, do hereby declare under penalty of perjury that the foregoing Application was prepared under my direction and supervision and that the contents of the filing and the certifications contained therein are true and correct to the best of my knowledge, information and belief.

By: ______________________________
John R. Walter
Executive Vice President, General Counsel,
and Secretary

Date: October 6, 2022