

Exhibit F (Items 43 and A21)
Application for Transfer of Control of TelAlaska Cellular, Inc.
Earth Station Licensee of E080229, E160018, E181383, E190040, E201996, and E201997

Description of Transaction and Public Interest Statement

The parties to this application hereby request Federal Communications Commission consent to the proposed transfer of control of TelAlaska Cellular, Inc. (“TelAlaska Cellular” or “Licensee”), with respect to Domestic Satellite Earth Stations E080229, E160018, E181383, E190040, E201996 and E201997, from American Broadband Communications, LLC (“ABC” or “Transferor”) to ABC Acquisition Inc. (“Transferee”) (collectively, the “Applicants”). The Applicants submit that the transaction requested herein will serve the public interest. ABC and Transferee seek Commission approval for the transfer of indirect control of TelAlaska Cellular to Transferee (the “Proposed Transaction”).

Pursuant to the terms of a Stock Purchase Agreement (the “Agreement”) by and among Transferee, Transferor, American Broadband Holding Company (“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 on or before December 31, 2020, 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 could complete a *pro forma* incorporate reorganization with respect to the entities operating in Alaska including TeleAlaska Cellular. 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 indirect parent company of TelAlaska Cellular, 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* should this step become necessary.

Following the Proposed Transaction, TelAlaska Cellular will continue to provide the same high-quality services as currently offered. The Proposed Transaction will not cause an interruption of customer services or change in rates, terms or condition. Accordingly, the Transaction will be transparent to customers and in no event will it result in the discontinuance, reduction, loss, or impairment of service to customers.

In addition to this Form 312 application, Applicants are contemporaneously filing applications for approval to transfer indirect control of domestic and international Section 214 authorizations and to transfer indirect control of wireless radio spectrum licenses.

Description of the Applicants

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

Transferor:

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

Licensee:

TelAlaska Cellular, Inc. FRN 0003740768
153 W. Dave Dugas Road
Sulphur, LA 70665
(337) 583-2111

Transferee:

ABC Acquisition Inc. FRN 0030216592
1953 N. Clybourn Ave., Suite R-371
Chicago, IL 60614
(312) 479-4776

(b) Jurisdiction of Applicants:

Transferee: ABC Acquisition Inc. is a Delaware corporation.

Transferor: American Broadband Communications is a Delaware corporation.

Licensee: TelAlaska Cellular is an Alaska corporation.