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DOMESTIC SECTION 214 APPLICATION FILED FOR THE TRANSFER OF CONTROL AND TRANSFER OF ASSETS OF ARDMORE TELEPHONE COMPANY, INC. AND ARDMORE COMMUNICATIONS LLC

NON-STREAMLINED PLEADING CYCLE ESTABLISHED

WC Docket No. 09-148

Comments Due: August 28, 2009
Reply Comments Due: September 4, 2009

On August 12, 2009, the shareholders of Ardmore Telephone Company, Inc. (Ardmore), Ardmore Communications LLC (Ardmore Communications), and Synergy Technology Partners, Inc. (Synergy) (collectively, Applicants) filed an application pursuant to section 63.03 of the Commission's rules¹ seeking approval to transfer control of Ardmore from the current shareholders to Synergy. As part of this transaction, Ardmore Communications will merge with and into Ardmore with Ardmore being the surviving company.

The Applicants do not request streamlined treatment for this application pursuant to section 63.03 of the Commission's rules.² Ardmore, a Tennessee corporation, is a rural incumbent local exchange carrier (LEC) serving five exchanges in Giles and Lincoln counties in south central Tennessee and in Limestone and Madison counties in north central Alabama. The exchanges are: Ardmore, Alabama/Tennessee; Elmont, Alabama; New Market, Alabama; Minor Hill, Tennessee; and McBurg, Tennessee. Ardmore offers long distance service in its LEC territory through its sister company, Ardmore Communications, a Tennessee limited liability company that resells long distance service.³

¹ 47 C.F.R. § 63.03; see 47 U.S.C. § 214. Applicants are also filing applications for transfer of control associated with authorization for international and wireless services. Any action on this domestic section 214 application is without prejudice to Commission action on other related, pending applications. Applicants filed a supplement to their domestic section 214 application on August 14, 2009.

² 47 C.F.R. § 63.03.

³ Applicants state that the following U.S. citizens own at least 10 percent of the equity of Ardmore: King W. Rogers III (12 percent), Robert M. Rogers (15 percent), John A. Brayton (16 percent), Katherine M. Brayton (16 percent), and Clyde Warren Nunn (30 percent). They further state that the following U.S. citizens and U.S. entities own at least 10 percent of the equity of Ardmore Communications: Katherine Moss Rogers Irrevocable Trust (8 percent), King W. Rogers, IV Irrevocable Trust (8 percent), Robert M. Rogers and Carolyn T. Rogers Trust (17 percent), John A. Brayton (17 percent), Katherine M. Brayton (17 percent), Chris Nunn (17 percent), and Nick Nunn (17 percent).

Synergy, a newly-formed Tennessee corporation that does not, itself, provide telecommunications service, is owned 50 percent by West Kentucky Rural Telephone Cooperative Corporation, Inc. (West Kentucky), a Kentucky corporation, and Ben Lomand Rural Telephone Cooperative, Inc. (Ben Lomand), a Tennessee corporation. Applicants state that no member-subscriber owns a 10 percent or greater interest in either cooperative. West Kentucky is an incumbent LEC serving 23 exchanges in eight counties in northwest Tennessee and west Kentucky. It also offers long distance service in its LEC territory through its subsidiary. Ben Lomand is an incumbent LEC serving 17 exchanges in 10 counties in central Tennessee. It also provides, through its subsidiaries, competitive LEC service in Sparta, McMinnville, and Crossville in central Tennessee, as well as long distance service in these areas, the LEC territory of Ben Lomand, and, to a limited extent, in areas served by BellSouth and Frontier Communications Corp. in Tennessee.⁴ Applicants state that they are incumbent independent local exchange carriers that have, in combination, fewer than two percent of the nation's subscriber lines installed in the aggregate nationwide and no overlapping or adjacent service areas. Because this transaction is more complex than usual, in order to analyze whether the proposed transaction would serve the public interest, this application will not be streamlined.⁵

Pursuant to the terms of the proposed transaction, Applicants state that Synergy will purchase 100 percent of the issued and outstanding shares of Ardmore's common stock. Prior to, but in conjunction with, the sale of the common stock, Ardmore Communications will merge with and into Ardmore with Ardmore being the surviving company, and Ardmore Communications will cease to exist. As of the consummation of the proposed transaction, Synergy will own 100 percent of Ardmore.

Applicants state that a grant of this application will serve the public interest, convenience, and necessity because Synergy's owners have long running experience in serving rural areas, and the combination of the companies will enhance their ability to provide advanced services to Ardmore's customers. In addition, Applicants state that the proposed transaction will not harm competition and that it will be transparent to customers who will continue to receive service upon the same rates, terms, and conditions as immediately prior to the transaction.

GENERAL INFORMATION

The transfer of control and assets identified herein has been found, upon initial review, to be acceptable for filing as a non-streamlined application. The Commission reserves the right to return any transfer application if, upon further examination, it is determined to be defective and not in conformance with the Commission's rules and policies. Pursuant to section 63.03(a) of the Commission's rules, 47 CFR § 63.03(a), interested parties may file comments on or before August 28, 2009 and reply comments on or before September 4, 2009. Comments may be filed using: (1) the Commission's Electronic Comment Filing System (ECFS), (2) the Federal Government's e-Rulemaking Portal, or (3) by filing paper copies. See *Electronic Filing of Documents in Rulemaking Proceedings*, 63 FR 24121 (1998).

- Electronic Filers: Comments may be filed electronically using the Internet by accessing the ECFS: <http://www.fcc.gov/cgb/ecfs/> or the Federal e-Rulemaking Portal: <http://www.regulations.gov>. Filers should follow the instructions provided on the website for submitting comments.
- For ECFS filers, if multiple docket or rulemaking numbers appear in the caption of this proceeding, filers must transmit one electronic copy of the comments for each docket or

⁴ Ben Lomand resells mobile wireless service in its incumbent and competitive LEC service areas. Applicants state that it does not offer wireless service in any area that overlaps or is adjacent to the areas in which Ardmore and Ardmore Communications provide service.

⁵ 47 C.F.R. § 63.03(b), (c)(1)(v).

rulemaking number referenced in the caption. In completing the transmittal screen, filers should include their full name, U.S. Postal Service mailing address, and the applicable docket or rulemaking number. Parties may also submit an electronic comment by Internet e-mail. To get filing instructions, filers should send an e-mail to ecfs@fcc.gov, and include the following words in the body of the message, "get form." A sample form and directions will be sent in response.

- **Paper Filers:** Parties who choose to file by paper must file an original and four copies of each filing. If more than one docket or rulemaking number appears in the caption of this proceeding, filers must submit two additional copies for each additional docket or rulemaking number.

Filings can be sent by hand or messenger delivery, by commercial overnight courier, or by first-class or overnight U.S. Postal Service mail. All filings must be addressed to the Commission's Secretary, Office of the Secretary, Federal Communications Commission.

The Commission's contractor will receive hand-delivered or messenger-delivered paper filings for the Commission's Secretary at 236 Massachusetts Avenue, N.E., Suite 110, Washington, D.C. 20002. The filing hours at this location are 8:00 a.m. to 7:00 p.m. All hand deliveries must be held together with rubber bands or fasteners. Any envelopes must be disposed of before entering the building. Commercial overnight mail (other than U.S. Postal Service Express Mail and Priority Mail) must be sent to 9300 East Hampton Drive, Capitol Heights, MD 20743. U.S. Postal Service first-class, Express, and Priority mail should be addressed to 445 12th Street, S.W., Washington D.C. 20554.

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In addition, one copy of each pleading must be sent to each of the following:

- 1) The Commission's duplicating contractor, Best Copy and Printing, Inc., 445 12th Street, S.W., Room CY-B402, Washington, D.C. 20554, www.bcpweb.com; phone: (202) 488-5300 fax: (202) 488-5563;
- 2) The Commission's duplicating contractor, Best Copy and Printing, Inc., fcc@bcpweb.com; phone: (202) 488-5300; fax: (202) 488-5563;
- 3) Tracey Wilson-Parker, Competition Policy Division, Wireline Competition Bureau, tracey.wilson-parker@fcc.gov;
- 4) Jodie May, Competition Policy Division, Wireline Competition Bureau, jodie.may@fcc.gov;
- 5) Jim Bird, Office of General Counsel, jim.bird@fcc.gov.

Filings and comments are available for public inspection and copying during regular business hours at the FCC Reference Information Center, Portals II, 445 12th Street, S.W., Room CY-A257, Washington, D.C. 20554. They may also be purchased from the Commission's duplicating contractor, Best Copy and Printing, Inc., Portals II, 445 12th Street, S.W., Room CY-B402, Washington, D.C. 20554; telephone: (202) 488-5300; fax: (202) 488-5563; e-mail: fcc@bcpweb.com; url: www.bcpweb.com.

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For further information, please contact Tracey Wilson-Parker at (202) 418-1394 or Jodie May at (202) 418-0913.