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September 14, 2009

VIA E-MAIL AND HAND DELIVERY

Chairman Sara Kyle
c/o Ms. Sharla Dillon
Tennessee Regulatory Authority
460 James Robertson Parkway
Nashville, Tennessee 37243

**Re: Joint Application Of Ardmore Telephone Company, Inc. and Synergy
Technology Partners, Inc. Regarding Transfer of Control**
Docket No. 09-00103

Dear Chairman Kyle:

Enclosed please find an original and five (5) copies of Petitioners' Second Supplemental Response to the Tennessee Regulatory Authority's Data Request No. 1, Question 1. Petitioners have also transmitted this submission electronically to the Authority. Please stamp a copy of this Response as "filed" and return it to me by way of our courier.

Should you have any questions concerning any of the enclosed, please do not hesitate to contact me.

With kindest regards, I remain

Very truly yours,



R. Dale Grimes

Enclosures

cc: Hon. Mary Freeman (*w/o enclosure*)
Hon. Eddie Roberson, Ph.D. (*w/o enclosure*)
Hon. Kenneth C. Hill (*w/o enclosure*)
Andy McQueen, Esq.
Mr. Trevor Bonnstetter
Mr. Levoy Knowles
Mr. Clyde Warren Nunn

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Melvin Malone, Esq.
Clint Cromwell, Esq.
Mr. Terry Wales

**Docket 09-00103 Joint Application of Ardmore Telephone Company, Inc.,
and Synergy Technology Partners, Inc. Regarding Transfer of Control of Ardmore
Telephone Company, Inc.**

Tennessee Regulatory Authority Data Request No. 1 to Petitioners, dated August 19, 2009

Q1. Have the Petitioners filed a similar application with the FCC? If so, list any action taken and the associated docket number. If a schedule to complete the review of your petition has been established by any federal agency, provide such with your response.

A: Yes. On August 11, 2009, Petitioners filed an application with the Federal Communications Commission ("FCC") seeking FCC consent to the assignment and transfer of control of International Section 214 authority, file number ITC-ASG-20090811-00371 ("International 214 Application"), and an application seeking FCC consent to the transfer of control of wireless licenses held by Ardmore Telephone Company, Inc. (FCC Form 603) (file number 0003917876). On August 19, 2009, the FCC issued a public notice accepting Petitioners' wireless application and establishing a 14-day notice period (relevant excerpts attached as Exhibit 1).

On August 12, 2009, Petitioners also filed an application requesting FCC consent for the assignment and transfer of control of Domestic Section 214 authority ("Domestic 214 Application"). On August 14, 2009, the FCC released a public notice accepting Petitioners' Domestic 214 Application for filing and setting a deadline of August 28, 2009 for the filing of comments in WC Docket 09-148 (attached as Exhibit 2). Reply Comments will be due by September 4, 2009. Petitioners' Domestic 214 Application is not eligible for streamlined treatment under FCC rules.

On August 25, 2009, the FCC contacted counsel for the Petitioners and requested that the Petitioners file separate applications to address the assignment and transfer of control of the International Section 214 authority - the first to address the merger of Ardmore Telephone Company, Inc. with Ardmore Communications, Inc., and a second to address Synergy Technology Partners, Inc.'s stock purchase of Ardmore Telephone Company, Inc. Pursuant to direction from FCC staff, Petitioners will amend the International 214 Application filed August 11, 2009, to address the merger and will file a new application to address the stock purchase. Petitioners are currently preparing the amendment and application and expect to have both filed with the FCC no later than September 1, 2009. Both applications will be subject to streamlined consideration under applicable FCC rules.

SUPPLEMENTAL RESPONSE: In accordance with direction from FCC staff, counsel for Petitioners submitted an amended International 214 Application on August 31, 2009. The transfer of control application, which had to be manually filed, was filed on September 1, 2009. As noted above, both applications will be subject to streamlined consideration under applicable FCC rules. These documents are attached hereto as Supplemental Exhibit 1.

In WC Docket 09-148, the docket opened to address the Domestic 214 Application, the FCC issued a Public Notice setting an August 28, 2009 deadline to submit comments on the application. No comments were submitted in that docket.

SECOND SUPPLEMENTAL RESPONSE: On September 14, 2009, the FCC issued a Public Notice consenting to the assignment and transfer of control of domestic Section 214

authority in connection with the Merger of Ardmore Communications, LLC (Ardmore Communications) and Ardmore Telephone Company, Inc. (Ardmore) and the transfer of control of Ardmore to Synergy Technology Partners, Inc. (Synergy). The Public Notice regarding the granting of the Domestic 214 Application is attached hereto as Second Supplemental Exhibit 1.

Previously, on September 11, 2009, the FCC issued a Public Notice, “Streamlined International Applications Accepted for Filing” in which the FCC accepted for filing the application of Ardmore Communications and Ardmore for “consent to the assignment of international section 214 authorization” requested “[p]ursuant to the terms of an underlying merger transaction, [whereby] Ardmore Communications will merge with and into Ardmore, with Ardmore emerging as the surviving entity.” In the same Public Notice, the FCC also accepted for filing Ardmore’s application for seeking FCC consent to the transfer of control of international Section 214 authority from Ardmore to Synergy. Pursuant to the September 11th Public Notice, both international 214 applications will be automatically granted September 25, 2009, unless the applications are formally opposed or the Commission subsequently deems the applications ineligible for streamlined treatment by that date. The Public Notice regarding the streamlined treatment of the two International 214 Applications is attached hereto as Second Supplemental Exhibit 2.

**Second
Supplemental
Exhibit 1**



PUBLIC NOTICE

Federal Communications Commission
445 12th Street, S.W.
Washington, D.C. 20554

News Media Information 202 / 418-0500
Fax-On-Demand 202 / 418-2830
TTY 202 / 418-2555
Internet: <http://www.fcc.gov>
<ftp.fcc.gov>

DA 09-2046

Released: September 14, 2009

NOTICE OF NON-STREAMLINED DOMESTIC 214 APPLICATION GRANTED

WC Docket No. 09-148

Pursuant to section 214 of the Communications Act of 1934, as amended, 47 U.S.C. § 214, and sections 0.91, 0.291, and 63.03 of the Commission's rules, 47 C.F.R. §§ 0.91, 0.291, and 63.03, the Wireline Competition Bureau (Bureau) approves the application of the shareholders of Ardmore Telephone Company, Inc. (Ardmore), Ardmore Communications LLC (Ardmore Communications), and Synergy Technology Partners, Inc. (Synergy) 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.¹ No commenters opposed grant of the application.

The Bureau finds, upon consideration of the record, that the proposed transfer will serve the public interest, convenience, and necessity, and therefore grants the requested authorization.² Pursuant to section 1.103 of the Commission's rules, 47 C.F.R. § 1.103, the consent granted herein is effective upon the release of the Public Notice. Petitions for reconsideration under section 1.106 or applications for review under section 1.115 of the Commission's rules, 47 C.F.R. §§ 1.106, 1.115, may be filed within 30 days of the date of this Public Notice.

For further information, please contact Tracey Wilson-Parker at 202 / 418-1394, or Jodie May at 202 / 418-0913, Competition Policy Division, Wireline Competition Bureau.

¹ *Domestic Section 214 Application Filed for the Transfer of Control and Transfer of Assets of Ardmore Telephone Company, Inc. and Ardmore Communications LLC*, WC Docket No. 09-148, Public Notice, DA 09-1817 (rel. Aug. 14, 2009).

² See *AT&T Inc. and BellSouth Corporation Application for Transfer of Control*, WC Docket No. 06-74, Memorandum Opinion and Order, 22 FCC Rcd 5662, 5715-22, paras. 97-111 (2007) (finding a transfer of control involving AT&T as a long distance provider operating in the in-region territory of an incumbent LEC to be in the public interest where the merger would not have an anti-competitive effect).

**Second
Supplemental
Exhibit 2**



PUBLIC NOTICE

FEDERAL COMMUNICATIONS COMMISSION
445 12th STREET S.W.
WASHINGTON D.C. 20554

News media information 202-418-0500
Internet: <http://www.fcc.gov> (or <ftp.fcc.gov>)
TTY (202) 418-2555

Report No. TEL-01385S

Friday September 11, 2009

STREAMLINED INTERNATIONAL APPLICATIONS ACCEPTED FOR FILING SECTION 214 APPLICATIONS (47 C.F.R. § 63.18); SECTION 310(B)(4) REQUESTS

Unless otherwise specified, the following procedures apply to the applications listed below:

The international Section 214 applications listed below have been found, upon initial review, to be acceptable for filing and subject to the streamlined processing procedures set forth in Section 63.12 of the Commission's rules, 47 C.F.R. § 63.12. These applications are for authority under Section 214 of the Communications Act, 47 U.S.C. § 214, (a) to transfer control of an authorized carrier or to assign a carrier's existing authorization; and/or (b) to become a facilities-based international common carrier; and/or (c) to become a resale-based international common carrier.

Pursuant to Section 63.12 of the rules, these Section 214 applications will be granted 14 days after the date of this public notice (see 47 C.F.R. § 1.4 regarding computation of time), and the applicant may commence operations on the 15th day, unless the Commission has informed the applicant in writing, within 14 days after the date of this public notice, that the application, on further examination, has been deemed ineligible for streamlined processing.

Communications between outside parties and Commission staff concerning these applications are permitted subject to the Commission's rules for "permit-but-disclose proceedings." See 47 C.F.R. § 1.1206. An application can be removed from streamlined processing only in the sound discretion of Commission staff. The filing of comments or a petition to deny will not necessarily result in an application being deemed ineligible for streamlined processing.

The petitions for declaratory ruling listed below are for authority under Section 310(b)(4) of the Communications Act, 47 U.S.C. § 310(b)(4), to exceed the 25 percent foreign ownership benchmark applicable to common carrier radio licensees. The requested rulings will be granted 14 days after the date of this public notice, effective the next day, unless the application is formally opposed or the Commission has informed the applicant in writing, within 14 days of the date of this public notice, that the application, on further examination, has been deemed ineligible for streamlined processing. For this purpose, a formal opposition shall be sufficient only if it is received by the Commission and by the applicant within 14 days of the date of this public notice and its caption and text make it unmistakably clear that it is intended to be a formal opposition.

Copies of all applications listed here are available for public inspection in the FCC Office of Public Affairs Reference and Information Center, located in room CY-A257 at the Portals 2 building, 445 12th Street SW, Washington DC 20554. The center can be contacted at (202) 418-0270. People with Disabilities: To request materials in accessible formats for people with disabilities (braille, large print, electronic files, audio format), send an e-mail to fcc504@fcc.gov or call the Consumer & Governmental Affairs Bureau at 202-418-0530 (voice), 202-418-0432 (tty). All applications listed are subject to further consideration and review, and may be returned and/or dismissed if not found to be in accordance with the Commission's rules, regulations, and other requirements.

We request that comments on any of these applications refer to the application file number shown below.

ITC-214-20090828-00401 E T2 Communications, LLC
International Telecommunications Certificate
Service(s): Global or Limited Global Facilities-Based Service, Global or Limited Global Resale Service
Application for authority to provide facilities-based service in accordance with section 63.18(e)(1) of the Commission's rules, and also to provide resale service in accordance with section 63.18(e)(2) of the Commission's rules, 47 C.F.R. § 63.18(e)(1), (2).

ITC-214-20090831-00403 E GTI Corporation
International Telecommunications Certificate
Service(s): Global or Limited Global Facilities-Based Service, Global or Limited Global Resale Service
Application for authority to provide facilities-based service in accordance with section 63.18(e)(1) of the Commission's rules, and also to provide resale service in accordance with section 63.18(e)(2) of the Commission's rules, 47 C.F.R. § 63.18(e)(1), (2), between the United States and all permissible foreign points except Singapore, Australia, Bangladesh, India, Indonesia, and Pakistan.

ITC-214-20090901-00404 E Genusys Inc.
International Telecommunications Certificate
Service(s): Global or Limited Global Resale Service
Application for authority to provide resale service in accordance with section 63.18(e)(2) of the Commission's rules, 47 C.F.R. § 63.18(e)(2).

ITC-214-20090901-00405 E Rockefeller Group Communications, Inc.
International Telecommunications Certificate
Service(s): Global or Limited Global Resale Service
Application for authority to provide resale service in accordance with section 63.18(e)(2) of the Commission's rules, 47 C.F.R. § 63.18(e)(2).

ITC-ASG-20090811-00371 E Ardmore Telephone Company Inc
Assignment
Current Licensee: ARDMORE COMMUNICATIONS, LLC.
FROM:
TO: Ardmore Telephone Company Inc
Application for consent to the assignment of international section 214 authorization, ITC-214-20000214-00058, held by Ardmore Communications, LLC (Ardmore Communications) to Ardmore Telephone Company Inc. (Ardmore). Pursuant to the terms of an underlying merger transaction, Ardmore Communications will merge with and into Ardmore, with Ardmore emerging as the surviving entity. Upon closing, Ardmore Communications will cease to exist and its international section 214 authorization, ITC-214-20000214-00058, will be assigned to Ardmore. Ardmore is a privately-held corporation owned by three families. The following five (5) individuals, all U.S. citizens, hold 10 percent or greater ownership interests in Ardmore: King W. Rogers III (12%); Robert M. Rogers (15%); John A. Brayton (16%); Katherine M. Brayton (16%); Clyde Warren Nunn (30%). No other individual or entity directly or indirectly holds 10 percent or greater equity or voting interest in Ardmore.

ITC-T/C-20090902-00412 P Ardmore Telephone Company Inc
Transfer of Control
Current Licensee: Ardmore Telephone Company Inc
FROM: Ardmore Telephone Company Inc
TO: Synergy Technology Partners, Inc.
Application for consent to the transfer of control of international section 214 authorization, ITC-214-20000214-00058, held by Ardmore Telephone Company Inc. (Ardmore) to Synergy Technology Partners, Inc. (Synergy). Pursuant to the terms of a Stock Purchase Agreement between current stockholders of Ardmore and the owners of Synergy, dated June 19, 2009, Synergy will acquire all of the stock of Ardmore on a cash-for-stock basis. Ardmore will become a direct, wholly-owned subsidiary of Synergy.

Synergy is owned equally by West Kentucky Rural Telephone Cooperative Corporation, Inc. (West Kentucky) (50%) and Ben Lomand Rural Telephone Cooperative, Inc. (Ben Lomand) (50%). No individual member-subscriber of West Kentucky or Ben Lomand holds 10 percent or greater ownership interests in the respective cooperatives.

INFORMATIVE

ITC-214-20090812-00372 Toro Telecom LLC
This application has been removed from Streamlined processing pursuant to Section 63.12(c)(3) of the Commission's rules.

ITC-214-20090816-00378 UPTech USA
This application has been removed from Streamlined processing pursuant to Section 63.12(c)(3) of the Commission's rules.

ITC-214-20090817-00385 Intraco Traders, Inc.
This application has been removed from Streamlined processing pursuant to Section 63.12(c)(3) of the Commission's rules.

REMINDERS:

Applicants must certify that neither the applicant nor any party to the application is subject to a denial of federal benefits by federal and/or state courts under authority granted in 21 U.S.C. § 862. See 47 C.F.R. §§ 1.2001-.2003.

A current version of Section 63.09-.24 of the rules, and other related sections, is available at <http://www.fcc.gov/ib/pd/pf/telecomrules.html>.