

Docket No. 11-00098



PUBLIC NOTICE

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

RECEIVED
JUL 18 PM 1:49
News Media Information 202 / 418-0500
Internet: <http://www.fcc.gov>
TTY: 1-888-835-5322

DA 11-1155
Released: June 30, 2011

DOMESTIC SECTION 214 APPLICATIONS FILED FOR THE TRANSFER OF CONTROL OF UNITED TELEPHONE COMPANY AND UTC LONG DISTANCE, LLC TO UNITED COMMUNICATIONS HOLDINGS, LLC

STREAMLINED PLEADING CYCLE ESTABLISHED

WC Docket No. 11-107

Comments Due: July 14, 2011

Reply Comments Due: July 21, 2011

On June 24, 2011, United Communications Holdings, LLC (UCH), United Telephone Company (UTC), and UTC Long Distance, LLC (UTC LD) (collectively, Applicants) filed applications pursuant to section 63.03 of the Commission's rules¹ to transfer control of UTC and UTC LD to UCH.

UTC, a Tennessee corporation, is a rural incumbent local exchange carrier (LEC) serving approximately 12,500 access lines in Bedford, Coffee, Davidson, Franklin, Marshall, Maury, Rutherford, and Williamson counties in Tennessee. UTC LD, a Tennessee limited liability company, provides resold interexchange service to customers of UTC in the same service area.² UCH, a Delaware limited liability company, is a newly formed holding company that does not provide telecommunications services. Applicants state that the following entity and individual hold a 10 percent or greater interest in UCH: MSouth Equity Partners, LP (MSouth), a U.S.-based investment entity (85.4 percent), and William H. Bradford, a U.S. citizen (10.6 percent). Applicants state that MSouth is controlled by its general partner, MSouth Equity Partners, GP, LLC, a Delaware limited liability company, that has the following managing members, all U.S. citizens: Mark L. Feidler, Michael D. Long, Bart A. McLean, and Peter S. Petit. None of the managing members has a 50 percent or greater interest in the general partnership. Neither MSouth nor MSouth Equity Partners GP, LLC has a direct or indirect ownership interest in any telecommunications carrier. Applicants further state that the only entity that owns at least 10 percent of the equity of MSouth is the Board of Regents of the University of Texas System, a U.S. based entity, that owns approximately 18.9 percent of MSouth.

¹ 47 C.F.R. § 63.03; see 47 U.S.C. § 214. Applicants are also filing applications for transfer of control associated with international authorizations. Any action on this domestic section 214 application is without prejudice to Commission action on other related, pending applications. Applicants filed supplements to their domestic section 214 applications on June 29, 2011.

² Applicants state that the following U.S. citizen and U.S. entity hold a 10 percent or greater interest in UTC: Edie Hofstead Cabaniss (11.9 percent) and Telephone and Data Systems, Inc. (9.9 percent) (rounded to the nearest one percent). Applicants further state that the following U.S. citizen and U.S. entity hold a 10 percent or greater interest in UTC LD: James Cabaniss (16.7 percent) and Mildred W. Nunn Residuary Trust (16.7 percent).

Pursuant to the terms of the proposed transaction, UTC Acquisition Company, Inc., a Tennessee corporation and wholly owned subsidiary of UCH, will merge with and into UTC with UTC surviving. UTC LD Acquisition Company, LLC, a Tennessee limited liability company and wholly-owned subsidiary of UCH, will merge with and into UTC LD with UTC LD surviving. UTC and UTC LD will be wholly owned subsidiaries of UCH. Applicants assert that the proposed transaction is entitled to presumptive streamlined treatment under section 63.03(b)(2)(ii) of the Commission's rules and that a grant of the application will serve the public interest, convenience, and necessity.³

Domestic Section 214 Applications Filed for the Transfer of Control of United Telephone Company and UTC Long Distance, LLC to United Communications Holdings, LLC, WC
Docket No. 11-107 (filed June 24, 2011).

GENERAL INFORMATION

The transfer of control identified herein has been found, upon initial review, to be acceptable for filing as a 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 July 14, 2011**, and reply comments **on or before July 21, 2011**. Unless otherwise notified by the Commission, the Applicants may transfer control on the 31st day after the date of this notice.⁴ Comments should be filed using the Commission's Electronic Comment Filing System (ECFS). 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://fjallfoss.fcc.gov/ecfs2/>.

In addition, e-mail one copy of each pleading to each of the following:

- 1) The Commission's duplicating contractor, Best Copy and Printing, Inc., fcc@bcpiweb.com; phone: (202) 488-5300; fax: (202) 488-5563;
- 2) Tracey Wilson, Competition Policy Division, Wireline Competition Bureau, tracey.wilson@fcc.gov;
- 3) Jodie May, Competition Policy Division, Wireline Competition Bureau, jodie.may@fcc.gov;
- 4) David Krech, Policy Division, International Bureau, david.krech@fcc.gov; and
- 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@bcpiweb.com; url: www.bcpiweb.com.

³ 47 C.F.R. § 63.03(b)(2)(ii).

⁴ Such authorization is conditioned upon receipt of any other necessary approvals from the Commission in connection with the proposed transaction.

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).

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

- FCC -