



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 09-1793
Released: August 11, 2009

APPLICATIONS FILED BY FRONTIER COMMUNICATIONS CORPORATION AND VERIZON COMMUNICATIONS INC. FOR ASSIGNMENT OR TRANSFER OF CONTROL

PLEADING CYCLE ESTABLISHED

WC Docket No. 09-95

Comments/Petitions to Deny Due: September 21, 2009
Replies/Oppositions Due: October 13, 2009

Frontier Communications Corporation (Frontier) and Verizon Communications Inc. (Verizon) (together, Applicants) filed a series of applications pursuant to sections 214 and 310(d) of the Communications Act of 1934, as amended, 47 U.S.C. §§ 214, 310(d).¹ In connection with the merger of Frontier and a wholly owned subsidiary of Verizon owning local exchange networks and other assets in Arizona, Idaho, Illinois, Indiana, Michigan, Nevada, North Carolina, Ohio, Oregon, South Carolina, Washington, West Virginia, and Wisconsin, and a portion of Verizon's local exchange networks in California, the Applicants seek Commission approval for various assignments and transfers of control of licenses and authorizations for purposes of sections 214 and 310(d).

Frontier, a publicly traded corporation, is a full service communications provider focusing on rural areas and smaller cities. Frontier provides an array of telecommunications and broadband Internet access services, including local and long distance voice, broadband Internet access data, and video, through its wholly-owned operating companies. It currently has approximately 2.3 million access lines in 24 states.² No individual or company owns or controls 10% or more of Frontier's stock.

Verizon, a publicly traded corporation, is a full service communications provider with territories stretching across the United States and beyond.³ No individual or company owns or controls 10% or

¹ See Verizon Communications Inc. and Frontier Communications Corporation Application for Consent to Assign and Transfer Control of Authority to Provide Global Facilities-Based and Global Resale International Telecommunications Services and to Assign and Transfer Control of Domestic Common Carrier Transmission Lines, Pursuant to Section 214 of the Communications Act of 1934, as Amended, WC Docket No. 09-95 (filed July 30, 2009).

² Frontier's current service territories are in Alabama, Arizona, California, Florida, Georgia, Idaho, Illinois, Indiana, Iowa, Michigan, Minnesota, Mississippi, Montana, Nebraska, Nevada, New Mexico, New York, Ohio, Oregon, Pennsylvania, Tennessee, Utah, West Virginia, and Wisconsin.

³ The Verizon subsidiaries that hold FCC licenses and authorizations that will be involved in this transaction are: Contel of the South, Inc. d/b/a Verizon Mid-States, Verizon California Inc., Verizon North Inc., Verizon Northwest

more of Verizon's stock. Verizon proposes to create a new wholly-owned subsidiary, New Communications Holdings, Inc. (New Communications), to which it will transfer its subsidiaries owning its local wireline operations and serving long-distance customers in Arizona, Idaho, Illinois, Indiana, Michigan, Nevada, North Carolina, Ohio, Oregon, South Carolina, Washington, West Virginia, and Wisconsin as well as a small number (but not all) of Verizon's exchanges in California, including those bordering Arizona, Nevada, and Oregon. These subsidiaries provide local exchange service and exchange access service, as well as long distance service, to approximately 4.8 million access lines. In some of these areas, these subsidiaries also provide high-speed Internet access services and multi-channel video services.

On May 13, 2009, Frontier, Verizon and New Communications entered into an Agreement and Plan of Merger. Pursuant to that agreement, as described above, Verizon will transfer control of the lines and licenses described above to New Communications. Verizon will then make a pro rata distribution of New Communications' stock to Verizon shareholders, which will be followed by an immediate stock-for-stock merger of New Communications with and into Frontier. Applicants state that New Communications shareholders will hold 68% of the merged company's stock and current Frontier shareholders the remaining 32%, while the Board of Directors will consist of nine members appointed by Frontier and three members appointed by Verizon. No individual or company will own or control 10% or more of Frontier's stock after the transaction.

SECTION 214 AUTHORIZATIONS

A. International

The following applications for consent to the assignment or transfer of control of certain international section 214 authorizations have been assigned the file numbers listed below.

<u>File Number</u>	<u>Authorization Holder</u>	<u>Authorization Number</u>
ITC-T/C-20090528-00254	Contel of the South d/b/a Verizon Mid-States	ITC-214-20080219-00081
ITC-ASG-20090528-00250	Verizon California Inc.	ITC-214-20080219-00063
ITC-ASG-20090528-00251	Verizon South Inc.	ITC-214-20080219-00080
ITC-ASG-20090528-00255	Verizon Long Distance LLC	ITC-214-19960312-00107
		ITC-214-19960812-00377
		ITC-214-19971223-00813
		ITC-214-20001121-00680
		ITC-214-20010518-00309
		ITC-214-20010713-00380
		ITC-214-20011213-00630
		ITC-214-20020117-00045
		ITC-214-20020213-00082
		ITC-214-20020402-00170
		ITC-214-20020422-00209
		ITC-214-20020705-00327
		ITC-214-20020912-00464

Inc., Verizon South Inc., Verizon West Coast Inc., Verizon West Virginia Inc., Verizon Long Distance LLC, and Verizon Enterprise Solutions LLC.

ITC-ASG-20090528-00256	Verizon Enterprise Solutions LLC	ITC-214-19960911-00438
		ITC-214-19960223-00085
		ITC-214-19971223-00811
		ITC-214-20001121-00681
		ITC-214-20010518-00308
		ITC-214-20010713-00379
		ITC-214-20011213-00632
		ITC-214-20020117-00044
		ITC-214-20020213-00081
		ITC-214-20020402-00168
		ITC-214-20020422-00211
		ITC-214-20020705-00326
		ITC-214-20020912-00465
ITC-T/C-20090528-00257	Verizon West Coast Inc.	ITC-214-20080219-00078
ITC-T/C-20090528-00258	Verizon West Virginia Inc.	ITC-214-20080219-00071
ITC-T/C-20090528-00259	Verizon North Inc.	ITC-214-20080219-00082
ITC-T/C-20090528-00260	Verizon Northwest Inc.	ITC-214-20080219-00079
ITC-T/C-20090730-00358	GVN Services	ITC-214-20020225-00113
ITC-T/C-20090730-00359	Frontier Communications of America	ITC-214-19971202-00753
ITC-T/C-20090730-00360	Commonwealth Telephone Enterprises LLC	ITC-214-19960726-00343

B. Domestic

The Applicants filed applications for consent to the transfer of control of domestic section 214 authority in connection with the proposed transaction. In light of the multiple applications pending before the Commission with respect to this transaction and the public interest review associated with them, Applicants’ domestic transfer of control applications are not subject to streamlined treatment.⁴

SECTION 310(d) APPLICATIONS

The following applications for consent to the assignment or transfer of control of licenses under section 310(d) have been assigned the file numbers listed below.

File No.	Licensee	Lead Call Sign
0003850404 ⁵	Contel of the South d/b/a Verizon Mid-States	KCR688
0003850809	Verizon California Inc.	KFX437
0003850421	Verizon North, Inc.	KAR352
0003850422	Verizon Northwest Inc.	KA42310
0003851063	Verizon South Inc.	KCG60

⁴ See *Implementation of Further Streamlining Measures for Domestic Section 214 Authorizations*, Report and Order, 17 FCC Rcd 5517, 5535, para. 34 (2002).

⁵ This application has been designated the lead application for the wireless radio services, and all pleadings and other submissions filed in this matter that pertain generally to the transaction and not to a particular application will be available through this file number in ULS at <http://wireless.fcc.gov/uls/>.

0003850821	Verizon West Coast Inc.	KML48
0003850823	Verizon West Virginia Inc.	KDS854
0003889014	Citizens Telecommunications Company of California, Inc.	KLR825
0003889026	Citizens Telecommunications Company of Idaho	KM4327
0003889033	Citizens Telecommunications Company of Illinois	KK8342
0003889034	Citizens Telecommunications Company of Minnesota, LLC	KBR884
0003889025	Citizens Telecommunications Company of Montana	KOY43
0003888872	Citizens Telecommunications Company of Nevada	KNKH927
0003889023	Citizens Telecommunications Company of New York, Inc.	KEH87
0003889022	Citizens Telecommunications Company of Oregon	KDC511
0003889003	Citizens Telecommunications Company of Tennessee LLC Citizens Telecommunications Company of the White Mountains, Inc.	WAU236
0003889002	Citizens Telecommunications Company of Utah	KCY462
0003889016	Citizens Telecommunications Company of West Virginia	KFI82
0003889036	Citizens Telecommunications Company of West Virginia	KNFC370
0003889032	Citizens Utilities Rural Company, Inc.	KNLW337
0003889048	Commonwealth Telephone Company LLC	KNCC221
0003889051	Commonwealth Telephone Enterprises, LLC	WPCI804
0003889041	Frontier Communications - St. Croix LLC	KNKB566
0003889028	Frontier Communications Corporation	WQKA212
0003889000	Frontier Communications of Ausable Valley, Inc.	KLJ484
0003888996	Frontier Communications of Breezewood, LLC	WNPZ358
0003888995	Frontier Communications of Canton, LLC	KC2546
0003889042	Frontier Communications of Indiana Inc.	KRZ731
0003892703	Frontier Communications of Mondovi LLC	WXS416
0003888993	Frontier Communications of Oswayo River, LLC	WPTQ276
0003889047	Frontier Communications of Viroqua LLC	KRS673
0003886522	Frontier Communications of Wisconsin LLC	KJD628
0003888946	Navajo Communications Company, Inc.	KCY239
0003889039	NCC Systems, Inc.	WPRB360
0003888965	Rhineland Telephone LLC	KLF637

EX PARTE STATUS OF THIS PROCEEDING

Pursuant to section 1.1200(a) of the Commission's rules,⁶ the Commission may adopt modified or more stringent *ex parte* procedures in particular proceedings if the public interest so requires. We announce that this proceeding will be governed by permit-but-disclose *ex parte* procedures that are applicable to non-restricted proceedings under section 1.1206 of the Commission's rules.⁷

⁶ 47 C.F.R. § 1.1200(a).

⁷ *Id.* § 1.1206.

We direct parties making oral *ex parte* presentations to the Commission's statement re-emphasizing the public's responsibility in permit-but-disclose proceedings. Parties are reminded that memoranda summarizing the presentation must contain the presentation's substance and not merely list the subjects discussed.⁸ More than a one- or two-sentence description of the views and arguments presented is generally required.⁹ Other rules pertaining to oral and written presentations are set forth in section 1.1206(b) as well.¹⁰ We urge parties to use the Electronic Comment Filing System (ECFS) to file *ex parte* submissions.

GENERAL INFORMATION

The applications referenced herein have been found, upon initial review, to be acceptable for filing. The Commission reserves the right to return any application if, upon further examination, it is determined to be defective and not in conformance with the Commission's rules or policies. Final action on these applications will not be taken earlier than thirty-one days following the date of this Public Notice.¹¹

Interested parties must file comments or petitions to deny no later than **September 21, 2009**. Persons and entities that timely file comments or petitions to deny may participate fully in the proceeding, including seeking access to any confidential information that may be filed under a protective order (subject to the restrictions contained in the protective order) and seeking reconsideration of decisions. Replies or oppositions to comments and petitions must be filed no later than **October 13, 2009**. All filings concerning matters referenced in this Public Notice should refer to **DA 09-1793** and WC Docket No. 09-95, as well as the specific file numbers of the individual applications or other matters to which the filings pertain.

Under the Commission's procedures for the submission of filings and other documents,¹² submissions in this matter may be filed electronically (*i.e.*, though ECFS) or by hand delivery to the Commission's Massachusetts Avenue location.

- **Electronic Filers:**¹³ Comments may be filed electronically using the Internet by accessing the ECFS: <http://www.fcc.gov/cgb/ecfs/>. In completing the transmittal screen, filers should include their full name, U.S. Postal Service mailing address, and the applicable docket number. Parties also may 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.

⁸ See *Commission Emphasizes the Public's Responsibilities in Permit-But-Disclose Proceedings*, Public Notice, 15 FCC Rcd 19945 (2000).

⁹ See 47 C.F.R. § 1.1206(b)(2).

¹⁰ *Id.* § 1.1206(b).

¹¹ See 47 U.S.C. § 309(b).

¹² See *Implementation of Interim Electronic Filing Procedures for Certain Commission Filings*, Order, 16 FCC Rcd 21483 (2001); see also *Reminder: Filing Locations for Paper Documents and Instructions for Mailing Electronic Media*, Public Notice, 18 FCC Rcd 16705 (2003); *FCC Announces a New Filing Location for Paper Documents and a New Fax Number for General Correspondence*, Public Notice, 16 FCC Rcd 22165 (2001).

¹³ See *Electronic Filing of Documents in Rulemaking Proceedings*, GC Docket No. 97-113, Report and Order, 13 FCC Rcd 11322 (1998).

- Paper Filers: Parties who choose to file by paper must file an original and four copies of each filing. Filings can be sent by hand or messenger delivery, by commercial overnight courier, or by first-class or overnight U.S. Postal Service mail (although we continue to experience delays in receiving 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.

One copy of each pleading must be delivered electronically, by e-mail or facsimile, or if delivered as paper copy, by hand or messenger delivery, by commercial overnight courier, or by first-class or overnight U.S. Postal Service mail (according to the procedures set forth above for paper filings), to the Commission's duplicating contractor, Best Copy and Printing, Inc., at fcc@bcpiweb.com or 202 / 488-5563 (facsimile).

Additionally, filers must deliver courtesy copies by email or facsimile to the following Commission staff:

- 1) Alex Johns, Competition Policy Division, Wireline Competition Bureau, at alexis.johns@fcc.gov or (202) 418-1413 (facsimile);
- 2) Jeff Tobias, Mobility Division, Wireless Telecommunications Bureau, at jeff.tobias@fcc.gov or (202) 418-7224 (facsimile);
- 3) David Krech, Policy Division, International Bureau, at david.krech@fcc.gov or (202) 418-2824 (facsimile); and
- 4) Jim Bird, Office of General Counsel, at jim.bird@fcc.gov or (202) 418-2822 (facsimile).

Copies of the Applications and any subsequently-filed documents in this matter may be obtained from Best Copy and Printing, Inc., in person at 445 12th Street, S.W., Room CY-B402, Washington, D.C. 20554, via telephone at (202) 488-5300, via facsimile at (202) 488-5563, or via e-mail at fcc@bcpiweb.com. The Applications and any associated documents are also available for public inspection and copying during normal reference room hours at the following Commission office: FCC Reference Information Center, 445 12th Street, S.W., Room CY-A257, Washington, D.C. 20554. The Applications also are available electronically through the Commission's ECFS, which may be accessed on the Commission's Internet website at <http://www.fcc.gov>.

People with Disabilities: To request this Public Notice in accessible formats (computer diskette, large print, audio recording, and Braille) send an email to fcc504@fcc.gov or call the Consumer & Governmental Affairs Bureau at (202) 418-0530 (voice), (202) 418-0432 (tty).

For further information, contact Alex Johns, Competition Policy Division, Wireline Competition Bureau, at (202) 418-1167; Jeff Tobias, Mobility Division, Wireless Telecommunications Bureau, at (202) 418-1617; or David Krech, Policy Division, International Bureau, at (202) 418-7443.

– FCC –