



PUBLIC NOTICE

Federal Communications Commission
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DA 10-250
Released: February 16, 2010

**DOMESTIC SECTION 214 APPLICATION FILED FOR THE TRANSFER OF CONTROL OF
FTTH COMMUNICATIONS, LLC FROM RUDDER CAPITAL CORPORATION TO
EVEREST FTTH ACQUISITION LLC**

STREAMLINED PLEADING CYCLE ESTABLISHED

WC Docket No. 10-38

Comments Due: March 2, 2010
Reply Comments Due: March 9, 2010

On February 1, 2010, Everest FTTH Acquisition LLC (Everest), Rudder Capital Corporation (Rudder), and FTTH Communications, LLC (FTTH) (collectively, Applicants) filed an application pursuant to section 63.03 of the Commission's rules¹ to transfer control of FTTH from Rudder to Everest. FTTH, a Minnesota limited liability company, is authorized to provide competitive local exchange and interexchange services in Minnesota. FTTH is wholly owned by Rudder, a Minnesota corporation that provides cable services in Minnesota.² Everest, a Delaware limited liability company, does not provide telecommunications services. EveresTV, Inc., a Delaware corporation that designs digital satellite television services, owns 81 percent of Everest. Primary Succession Capital, LLC, a New York limited liability company, owns 80 percent of EveresTV, and Jeffrey Feldman, a U.S. citizen, owns 100 percent of Primary Succession Capital, LLC. Applicants state that Everest is not affiliated with any telecommunications carrier. Pursuant to the terms of the proposed transaction, Everest will acquire all the membership interests of FTTH, and Everest will become the new corporate parent of FTTH. Applicants assert that the proposed transaction is entitled to presumptive streamlined treatment under section 63.03(b)(2)(i) of the Commission's rules and that a grant of the application will serve the public interest, convenience, and necessity.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 services. Any action on this domestic section 214 application is without prejudice to Commission action on other related, pending applications. On February 1, 2010, the Wireline Competition Bureau granted Applicants' request for special temporary authority (STA) to close the transaction immediately in order to avoid liquidation of FTTH's assets and a resulting disruption of service to its customers. The STA is effective for 60 days. Letter from Jean L. Kiddoo and Danielle Burt, Counsel for Everest FTTH Acquisition LLC, to Marlene H. Dortch, WC Docket No. 10-38 (filed Jan. 29, 2010).

² Applicants state that the following U.S. entities own or control ten percent or more of the equity of Rudder: Valens Offshore SPV II, Corp., and Valens U.S. SPV I, LLC.

³ 47 C.F.R. § 63.03(b)(2)(i).

GENERAL INFORMATION

The Wireline Competition Bureau finds, upon initial review, that the transfer of control identified herein is 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 C.F.R. § 63.03(a), interested parties may file comments **on or before March 2, 2010**, and reply comments **on or before March 9, 2010**. Unless otherwise notified by the Commission, the Applicants may transfer control on the 31st day after the date of this notice.⁴ Comments must be filed electronically using (1) the Commission's Electronic Comment Filing System (ECFS) or (2) the Federal Government's e-Rulemaking Portal. See 47 C.F.R. § 63.03(a) ("All comments on streamlined applications shall be filed electronically"); *Electronic Filing of Documents in Rulemaking Proceedings*, 63 FR 24121 (1998).

- 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 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.

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-Parker, Competition Policy Division, Wireline Competition Bureau, tracey.wilson-parker@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.

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

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