



PUBLIC NOTICE

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

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

DA 10-31
Released: January 7, 2010

**DOMESTIC SECTION 214 APPLICATION FILED FOR THE TRANSFER OF CONTROL OF
TOTLECOM COMMUNICATIONS, LLC FROM FIRST AMERICAN COMMUNICATIONS
ENTERPRISE, INC. TO TOTE HOLDINGS, LLC**

STREAMLINED PLEADING CYCLE ESTABLISHED

WC Docket No. 10-12

Comments Due: January 21, 2010
Reply Comments Due: January 28, 2010

On December 24, 2009, First American Communications Enterprise, Inc. (FACE) and TOTE Holdings, LLC (TOTE) (collectively, Applicants) filed an application pursuant to section 63.03 of the Commission's rules to transfer control of Totelcom Communications, LLC (Totelcom) and its subsidiaries from FACE to TOTE.¹

FACE, a privately-held Oklahoma corporation, is a holding company that directly owns one hundred percent of Totelcom. FACE's other operating subsidiaries, North Texas Telephone Company (NTTC) and Oklahoma Telephone & Telegraph, Inc. (OT&T), provide local exchange telephone service and exchange access service in Clay County, Texas and in Hughes, McIntosh, Okfuskee, and Muskogee Counties, Oklahoma, respectively. FACE is wholly owned by Tom L. Johnson, a U.S. citizen. Toney Prather is the Vice President of FACE.

Totelcom, a Texas limited liability company, provides local exchange telephone service and exchange access service as an incumbent local exchange carrier (LEC) in Comanche County Texas and portions of Eastland, Erath, Brown, and Mills counties in Texas. Totelcom's operating subsidiaries, Comanche County Telecommunications, LP (CCTLP) and Texas Communications of Brownwood, LP (TCOM) are both Texas limited partnerships. CCTLP is a non-facilities based reseller of long distance services throughout Totelcom's service area in Comanche, Eastland, Erath, Brown, and Mills counties in Texas. TCOM provides dispatch and community repeater service in the communities of De Leon, Early, Blanket, and Rising Star, Texas, pursuant to private wireless licenses. Toney Prather is the President of Totelcom, NTTC and OT&T, and manages the daily operations of those entities.

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 and a Paging and Radiotelephone license and Industrial/Business Pool Conventional licenses. Any action on this domestic section 214 application is without prejudice to Commission action on other related, pending applications.

TOTE, a Texas limited liability company, does not provide telecommunications services and was formed for the purpose of the proposed transaction. TOTE is ultimately owned by two U.S. citizens, Toney and Terrie Prather.

Pursuant to the terms of the proposed transaction, FACE will transfer control of Totelcom to TOTE. The transaction will occur through TOTE's cash purchase of one hundred percent of the membership interests of Totelcom. Concurrently, Totelcom will transfer its 99% limited partnership interest in CCTLP to TOTE. Totelcom will continue to indirectly hold the one percent general partnership interest through Totelcom's wholly-owned subsidiary, CCT Management, LLC. Thus, upon consummation of the proposed transaction, TOTE will own one hundred percent of Totelcom and ninety-nine percent limited partnership. Applicants assert that the proposed transaction is entitled to presumptive streamlined treatment under section 63.03(b)(2)(iii) of the Commission's rules and that a grant of the application will serve the public interest, convenience, and necessity.²

Domestic Section 214 Application Filed for the Transfer of Control of Totelcom Communications, LLC to TOTE Holdings, LLC, WC Docket No. 10-12 (filed Dec. 24, 2009).

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 of control 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 January 21, 2010**, and reply comments **on or before January 28, 2010**. Unless otherwise notified by the Commission, the Applicants may transfer control on the 31st day after the date of this notice.³ 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:

² 47 C.F.R. § 63.03(b)(2)(iii).

³ Such authorization is conditioned upon receipt of any other necessary approvals from the Commission in connection with the proposed transaction.

- 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) Dennis Johnson, Competition Policy Division, Wireline Competition Bureau, dennis.johnson@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.

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For further information, please contact Tracey Wilson-Parker at (202) 418-1394 or Dennis Johnson at (202) 418-0809.

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