



PUBLIC NOTICE

Federal Communications Commission
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DA 13-1568
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DOMESTIC SECTION 214 APPLICATION FILED FOR THE TRANSFER OF CONTROL OF MULTIBAND CORPORATION TO GOODMAN NETWORKS INCORPORATED

STREAMLINED PLEADING CYCLE ESTABLISHED

WC Docket No. 13-166

Comments Due: July 26, 2013

Reply Comments Due: August 2, 2013

On June 17, 2013, Multiband Subscriber Services, Inc., Multiband Corporation (together, Multiband), and Goodman Networks Incorporated (Goodman) (collectively, Applicants) filed an application pursuant to section 63.03 of the Commission's rules¹ to transfer control of Multiband to Goodman.

Multiband, a Minnesota corporation, provides resale local and long distance voice services to approximately 25 multi dwelling unit (MDU) properties in the following counties in the state of Minnesota: Hennepin, Ramsey, Dakota, and Washington. Multiband is a publicly held company that provides services for DIRECTV and the national's largest DIRECTV Master System Operator for MDUs. In connection with its services to MDUs, Multiband provides satellite video, broadband Internet access and, in select locations in Minnesota, a limited amount of resold local and long distance voice services to MDU properties. The following individual holds a 10 percent or greater direct or indirect ownership interest in Multiband: J. Carlo Cannell (13.02 percent).

Goodman, a Texas corporation, does not provide telecommunications services to the public. The following U.S. individuals hold a 10 percent or greater direct or indirect equity ownership interest in Goodman: John Goodman (15.24 percent), Jason Goodman (15.37 percent), and James Goodman (14.89 percent). Applicants state that none of these individuals hold a greater than 10 percent ownership interest in any other telecommunications carrier.

Pursuant to the terms of the proposed transaction, Goodman and Multiband executed an Agreement and Plan of Merger (Agreement). Under the Agreement, Goodman will purchase all of the outstanding shares of common stock, redeem all of Multiband's outstanding preferred stock, and repay

¹ 47 C.F.R § 63.03; *see* 47 U.S.C. § 214. Applicants also filed an application to transfer control of nationwide license WQPC241 in the 3650-3700 MHz service, held by Multiband Engineering and Wireless, Midwest, Inc. from Multiband to Goodman. Any action on this domestic section 214 application is without prejudice to Commission action on other related, pending applications. Applicants filed a supplement to their domestic section 214 application on July 11, 2013.

Multiband's outstanding bank indebtedness in an all-cash transaction. Multiband will merge with and into Manatee Merger Sub Corporation, a Minnesota corporation and a wholly owned subsidiary of Goodman. Manatee Merger Sub Corporation will then cease to exist as a separate corporate entity. The Applicants' state that, upon consummation of the merger, Multiband will continue as a wholly-owned subsidiary of Goodman. 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.²

Domestic Section 214 Application Filed for the Transfer of Control of Multiband Corporation to Goodman Networks Incorporated, WC Docket No. 13-166 (filed June 17, 2013).

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 26, 2013**, and reply comments **on or before August 2, 2013**. Pursuant to section 63.52 of the Commission's rules, 47 C.F.R. § 63.52, commenters must serve a copy of comments on the Applicants no later than the above comment filing date. Unless otherwise notified by the Commission, the Applicants may transfer control on the 31st day after the date of this notice.³

Pursuant to section 63.03 of the Commission's rules, 47 CFR § 63.03, parties to this proceeding should file any documents in this proceeding using the Commission's Electronic Comment Filing System (ECFS): <http://fjallfoss.fcc.gov/ecfs2/>.

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

- 1) Tracey Wilson, Competition Policy Division, Wireline Competition Bureau, tracey.wilson@fcc.gov;
- 2) Dennis Johnson, Competition Policy Division, Wireline Competition Bureau, dennis.johnson@fcc.gov;
- 3) Jim Bird, Office of General Counsel, jim.bird@fcc.gov.

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).

The proceeding in this Notice shall be treated as a "permit-but-disclose" proceeding in accordance with the Commission's *ex parte* rules.⁴ Persons making *ex parte* presentations must file a copy of any written presentation or a memorandum summarizing any oral presentation within two

² 47 C.F.R. § 63.03(b)(2)(i).

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

⁴ 47 C.F.R. §§ 1.1200 *et seq.*

business days after the presentation (unless a different deadline applicable to the Sunshine period applies). Persons making oral *ex parte* presentations are reminded that memoranda summarizing the presentation must (1) list all persons attending or otherwise participating in the meeting at which the *ex parte* presentation was made, and (2) summarize all data presented and arguments made during the presentation. If the presentation consisted in whole or in part of the presentation of data or arguments already reflected in the presenter's written comments, memoranda or other filings in the proceeding, the presenter may provide citations to such data or arguments in his or her prior comments, memoranda, or other filings (specifying the relevant page and/or paragraph numbers where such data or arguments can be found) in lieu of summarizing them in the memorandum. Documents shown or given to Commission staff during *ex parte* meetings are deemed to be written *ex parte* presentations and must be filed consistent with rule 1.1206(b), 47 C.F.R. § 1.1206(b). Participants in this proceeding should familiarize themselves with the Commission's *ex parte* rules.

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

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