



PUBLIC NOTICE

Federal Communications Commission
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DA 14-194
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**DOMESTIC SECTION 214 APPLICATION FILED FOR THE TRANSFER OF CONTROL OF
OXFORD COUNTY TELEPHONE & TELEGRAPH COMPANY AND ITS SUBSIDIARIES TO
OXFORD NETWORKS HOLDINGS, INC.**

STREAMLINED PLEADING CYCLE ESTABLISHED

WC Docket No. 14-12

Comments Due: February 26, 2014
Reply Comments Due: March 5, 2014

On January 16, 2014, Oxford County Telephone & Telegraph Company (Oxford T&T), Oxford Telephone Company (Oxford), Oxford West Telephone Company (Oxford West), Oxford County Telephone Service Company (Oxford Service), Northeast Competitive Access Providers, LLC (Northeast), and Revolution Networks, LLC (Revolution), (collectively, the Oxford Companies), and Oxford Networks Holdings, Inc. (Oxford Holdings), (collectively, Applicants) filed an application pursuant to section 63.03 of the Commission's rules¹ to transfer control of Oxford T&T (the direct parent of Oxford, Oxford West and Oxford Service, and the super-majority owner of Northeast and, indirectly, Revolution)² to Oxford Holdings.

Oxford provides incumbent local exchange and exchange access services to approximately 4,293 access lines in the exchanges of Buckfield, Turner, North Turner, Sumner, Canton and West Paris, Maine. Oxford West provides incumbent local exchange and exchange access services to approximately 5,100 access lines in the exchanges of Hebron, Bryant Pond, Bethel, West Bethel, Roxbury Pond, Locke Mills, North Norway, Andover, and Upton, Maine. Oxford Services provides competitive local exchange and exchange access services to approximately 14,093 access lines located within exchanges of the LEC operating territory of Fairpoint. Revolution is certified to provide competitive local exchange service in New Hampshire and Maine. Neither Oxford Services nor Revolution offer competitive local exchange services within the certificated territory of any independent local exchange company (including within the

¹ 47 C.F.R. § 63.03; *see* 47 U.S.C. § 214. Applicants also filed 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. Applicants filed a supplement to their application on February 5, 2014.

² Oxford T&T owns 99% of the membership interest in Northeast; Oxford Service, a wholly-owned subsidiary of Oxford T&T, owns the remaining 1%. Revolution is a wholly-owned subsidiary of Northeast. Oxford T&T, Oxford, Oxford West, and Oxford Service are Maine corporations. Northeast and Revolution are each a limited liability companies organized under the laws of the state of Delaware.

Oxford Companies' incumbent local exchange territory). Each local exchange company also provides broadband services to its local exchange customers.

Oxford T&T (doing business as Oxford Long Distance and as Oxford Networks) offers interexchange carrier (IXC) services (domestic and international) to the local service subscribers of Oxford, Oxford West, and Oxford Services. As an IXC, Oxford T&T currently serves approximately 19,212 interstate customers (and 18,966 intrastate customers). Oxford T&T, which wholly owns Oxford, Oxford West and Oxford Services, is a widely held company. Richard Schotte, a U.S. citizen holds a 10.1 percent equity interest in Oxford T&T. Northeast serves as a carrier's carrier, offering transport services through its fiber facilities from Boston to Bangor and multiple points in between.

Oxford Holdings, a Delaware corporation, and its affiliates do not offer domestic telecommunications services. The following entities hold a 10 percent or greater equity interest in Oxford Holdings: Novacap Technologies III, L.P. (Novacap III) (67 percent), Canadian entity and BSCP-OX Holdings, a U.S. based entity, LLC (18 percent). BSCP-OX Holdings, LLC is controlled by its sole managing member, Thadeus MocarSKI, a U.S. citizen. Novacap III, which holds approximately 67 percent of the equity of Oxford Holdings, is controlled by its managing partner, Novacap Partners Technologies III, L.P. (Novacap Partners). The general partner of Novacap Partners is Novacap Management.³ According to the Applicants, Novacap III has numerous limited partners, only one of which is required to be reported, La Caisse de dépôt et placement du Québec (La Caisse).⁴ La Caisse will hold an indirect passive interest of approximately fifteen percent of the equity of Holdings.

Pursuant to the proposed transaction, Oxford Holdings proposes the purchase of all of the ownership interests of Oxford T&T through a reverse triangular merger, resulting in the survival of Oxford T&T as a direct, wholly-owned subsidiary of Oxford Holdings. After the proposed transaction, Oxford T&T, together with its direct and indirect subsidiaries, will continue to exist and operate in their respective service territories, and under the same trade names, providing service pursuant to existing rates, terms and conditions. Applicants assert that the proposed transaction is entitled to presumptive streamlined treatment under section 63.03(b)(1)(ii) of the Commission's rules and that a grant of the application will serve the public interest, convenience, and necessity.⁵

Domestic Section 214 Application Filed for the Transfer of Control of Oxford County Telephone & Telegraph Company to Oxford Networks Holdings, Inc., WC Docket No. 14-12 (filed Jan. 16, 2014).

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

³ The following Canadian citizens and entity hold a ten percent or greater interest in Novacap Management: Marc Beachamp, Alain Bélanger, Pierre McMaster, Pascal Tremblay, Stéphane Tremblay, and Administration PM-Strem Inc. (owned by Stéphane Tremblay and Pierre McMaster).

⁴ La Caisse was formed by an act of the National Assembly of Québec in 1965 and is an investment management organization that invests and manages institutional funds, primarily from public and private pensions and insurance funds in Québec. The following Canadian citizens comprise La Caisse's Board: Robert Tessler, Michael Sabla, Elisabeth Bigsby, Louise Charette, Patricia Curadeau-Grou, Michèle Desjardins, Rita Dionne-Marsolais, Giles Godbout, Denys Jean, Francois Joly, Jean LaCouture, Francois R. Roy, and Ouma Sananikone.

⁵ 47 C.F.R. § 63.03(b)(1)(ii).

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 February 26, 2014**, and reply comments **on or before March 5, 2014**. 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.

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 L. Wilson, Competition Policy Division, Wireline Competition Bureau, <mailto:tracey.wilson@fcc.gov>;
- 2) Dennis Johnson, Competition Policy Division, Wireline Competition Bureau, <mailto:dennis.johnson@fcc.gov>;
- 3) David Krech, Policy Division, International Bureau, <mailto:david.krech@fcc.gov>; and
- 4) Jim Bird, Office of General Counsel, jim.bird@fcc.gov.

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