



PUBLIC NOTICE

Federal Communications Commission
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Washington, D.C. 20554

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DA 16-659
June 15, 2016

**DOMESTIC SECTION 214 APPLICATION FILED FOR THE
ACQUISITION OF CERTAIN ASSETS OF GREAT LAKES COMENT, INC.
DEBTOR-IN-POSSESSION TO EVERSTREAM GLC HOLDING COMPANY, LLC**

STREAMLINED PLEADING CYCLE ESTABLISHED

WC Docket No. 16-156

Comments Due: June 29, 2016
Reply Comments Due: July 6, 2016

Great Lakes Comnet, Inc. Debtor-in-Possession (GLC) and Everstream GLC Holding Company LLC (Everstream) (together, Applicants) filed an application pursuant to section 214 of the Communications Act of 1934, as amended (Act), and section 63.03 of the Commission's rules, requesting approval to transfer certain assets held by GLC and Comlink, LLC to Everstream.¹

GLC, a privately-held Michigan corporation, provides tandem switching, long-haul Internet connectivity, video and other transport, toll resale, wholesale Ethernet, SS7, and point-to-point services in 80 counties throughout Michigan and provides services in portions of Ohio, Indiana, and Illinois. GLC also has network facilities and customers in Minnesota and Wisconsin.

Comlink, a wholly owned subsidiary of GLC, is a Michigan limited liability company. Comlink is a competitive local exchange carrier that provides exchange access service, tandem services, domestic toll service, SS7, Ethernet, and broadband Internet service. Comlink also provides point-to-point private line services and domestic and international toll services, and cloud computing and data center services. Applicants state that most of Comlink's customers are located in Michigan, but it also has some customers in Ohio, Indiana, Illinois, Wisconsin, and Minnesota.

Everstream, a Delaware limited liability company, provides Ethernet, Internet, and data center services and connectivity. Everstream, through its subsidiary Everstream Solutions, LLC, provides

¹ See 47 U.S.C. § 214; 47 C.F.R. § 63.03. Applicants filed amendments to their application on June 1 and 9, 2016. Applicants also filed applications for the transfer of authorizations associated with international services. Any action on this domestic section 214 application is without prejudice to Commission action on other related, pending applications. On May 23, 2016, the Wireline Competition Bureau granted the Applicants' request for Special Temporary Authority to authorize Everstream to provide service while the Bureau reviews the domestic 214 application, effective for 60 days. See Letter from Michael G. Olivia, Attorney for Applicants, WC Docket No. 16-156 (filed May 23, 2016).

services throughout Ohio and an indirect subsidiary of Everstream Holding Company, LLC, which currently does not provide telecommunication services. Everstream GLC Holding Company LLC is an indirect subsidiary of Everstream Holding Company, LLC. M/C Partners VII, L.P. (M/C Partners) holds 80 percent of the equity of Everstream Holding Company, LLC.²

Applicants state that on January 25, 2016, GLC and Comlink filed Voluntary Petitions for Reorganization under Chapter 11 of the Bankruptcy Code. GLC and Comlink requested approval of the Bankruptcy Court for the sale. The Bankruptcy Court released an order approving the sale on May 18, 2016.³ Applicants state that, pursuant to the terms of the Asset Purchase Agreement, Everstream will acquire certain assets of both GLC and Comlink.⁴ Applicants assert that Everstream will continue to provide service to, and there will be no adverse effects on, the existing customers of GLC and Comlink. 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.⁵

Domestic Section 214 Application Filed for the Transfer of Certain Assets of Great Lakes
Comnet, Inc.-Debtor-in-Possession to Everstream GLC Holding Company, LLC,
WC Docket No. 16-165 (filed May. 12, 2016).

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 June 29, 2016**, and reply comments **on or before July 6, 2016**. 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://apps.fcc.gov/ecfs/>.

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

² Applicants state that no person or entity owns a ten percent or greater interest in M/C Partners. The following U.S. citizens are M/C Partners members: Gillis S. Cashman; Brian M. Clark; David D. Croll; Robert Savignol; James F. Wade; and John W. Watkins.

³ See Letter from Michael G. Oliva, Counsel to Applicants, to Marlene H. Dortch, Secretary, FCC, WC Docket No. 16-156 at Attach. C (filed June 1, 2016).

⁴ The proposed Asset Purchase Agreement excludes from the assets to be purchased GLC's ownership interest in Clinton County Telephone Company (CCTC) and Westphalia Telephone Company (WTC).

⁵ 47 C.F.R. § 63.03(b)(2)(i).

- 1) Tracey Wilson, Wireline Competition Bureau, tracey.wilson@fcc.gov;
- 2) Dennis Johnson, Wireline Competition Bureau, dennis.johnson@fcc.gov;
- 3) 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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