



PUBLIC NOTICE

Federal Communications Commission
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DA 19-449
May 21, 2019

**DOMESTIC SECTION 214 APPLICATION FILED FOR THE TRANSFER OF CONTROL
OF SUBSIDIARIES OF FIDELITY COMMUNICATIONS CO.
TO CABLE ONE, INC.**

STREAMLINED PLEADING CYCLE ESTABLISHED

WC Docket No. 19-120

Comments Due: June 4, 2019
Reply Comments Due: June 11, 2019

By this Public Notice, the Wireline Competition Bureau seeks comment from interested parties on an application filed by Fidelity Communications Co. (Fidelity), Parta Networks LLC (Parta), and Cable One, Inc. (Cable One) (together, Applicants), pursuant to section 214 of the Communications Act of 1934, as amended, and sections 63.03-04 of the Commission's rules, requesting approval for the transfer of control of the following nine subsidiaries of Fidelity to Cable One: Fidelity Telephone Company (FTC); Fidelity Communication Services I, Inc. (FCSI); Fidelity Communication Services II, Inc. (FCSII); Fidelity Communication Services III, Inc. (FCSIII); Fidelity Networks, Inc. (FNI); Fidelity Systems Plus, Inc. (FSP); Fidelity Long Distance, Inc. (FLD); Fidelity Cablevision, Inc. (FCV); and FidelityLink, LLC (FL) (collectively, the Fidelity Subsidiaries).¹

Fidelity, a Missouri corporation, provides competitive telecommunications services through the Fidelity Subsidiaries in Arkansas, Louisiana, Missouri, Oklahoma, and Texas. In addition, FTC is an independent incumbent local exchange carrier (LEC) serving the rural Missouri exchanges of Berger, Gerald, Japan, Lyon, New Haven, Owensville, Spring Bluff, Stanton, and Sullivan, and holds authority to provide interstate services.²

¹ See 47 U.S.C. § 214; 47 CFR §§ 63.03-04. Applicants also filed applications for the transfer of authorizations associated with international services. On May 7, 2019, Applicants filed an amendment to their domestic section 214 application. Any action on the domestic section 214 application is without prejudice to Commission action on other related, pending applications.

² Applicants state that Fidelity currently holds 50 percent of FL and is its managing member. The remaining membership interests of FL are held by Parta. In connection with the proposed transaction, Applicants state that Fidelity plans to acquire the remaining membership interests of FL and transfer control of FL to Cable One with the other Fidelity Subsidiaries. Applicants explain that to the extent that Fidelity does not acquire the remaining membership interests of FL, Cable One will not acquire FL as part of the larger proposed

Cable One and its subsidiaries provide interconnected Voice over Internet Protocol (VoIP) services and video services in 21 states.³ Cable One wholly owns Cable One VoIP LLC (CO VoIP), Delta Communications, L.L.C. d/b/a Clearwave Communications (Clearwave), and Telecommunications Management, LLC (TM). CO VoIP provides services in Arizona. Clearwave provides or has authority to provide services in Illinois, Indiana, and Missouri. TM offers services in Arkansas, Illinois, Indiana, and Missouri.⁴ Applicants state that the following Maryland corporation and U.S. citizens (acting as trustees) hold a 10 percent or greater interest in Cable One: T. Rowe Price Associates, Inc. (T. Rowe) (15.8 percent); Daniel L. Mosley (11.8 percent); and Donald E. Graham (11.1 percent).⁵

Pursuant to the terms of the proposed transaction, Cable One will acquire all of the issued and outstanding shares in the Fidelity Subsidiaries. Applicants state that, following the consummation of the transaction, Cable One will wholly own and control the Fidelity Subsidiaries. Applicants state that there are no overlaps between the cable franchise areas currently served by Cable One and its affiliates in Missouri and FTC's independent incumbent LEC service territory in Missouri. Applicants assert the proposed transaction is entitled to presumptive streamlined treatment under section 63.03(b)(2)(ii) of the Commission's rules and that a grant of the application will serve the public interest, convenience, and necessity.⁶

Domestic Section 214 Application Filed for the Transfer of Control of Subsidiaries of Fidelity Communications Co. to Cable One, Inc., WC Docket No. 19-120 (filed Apr. 25, 2019).

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 4, 2019**, and reply comments **on or before June 11, 2019**. Pursuant to section 63.52 of the Commission's rules, 47 CFR § 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.

transaction. Applicants further state that, with the exception of FL, Fidelity currently wholly owns each of the Fidelity Subsidiaries.

³ A list of states is provided in the Application. Application at 6, n.20.

⁴ Applicants state that TM wholly owns Ultra Communications Group, LLC, which provides competitive telecommunications services in Louisiana, Mississippi, and Texas, as well as Avenue Broadband Communications LLC, which provides competitive telecommunications services in Illinois and Indiana.

⁵ Applicants state that T. Rowe is a wholly owned subsidiary of T. Rowe Price Group, a publicly traded company for which no person or entity holds a 10 percent or greater interest. They further state that T. Rowe holds a 10.47 percent interest in GCI Liberty, Inc., an entity that wholly owns GCI Holdings, LLC, a provider of telecommunications and other services in Alaska.

⁶ 47 CFR § 63.03(b)(2)(ii).

Pursuant to section 63.03 of the Commission's rules, 47 CFR § 63.03, parties to this proceeding should file any documents 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:

- 1) Tracey Wilson, Competition Policy Division, Wireline Competition Bureau, tracey.wilson@fcc.gov;
- 2) Gregory Kwan, Competition Policy Division, Wireline Competition Bureau, gregory.kwan@fcc.gov;
- 3) David Krech, International Bureau; david.krech@fcc.gov;
- 4) Sumita Mukhoty, International Bureau; sumita.mukhoty@fcc.gov; and
- 5) 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 CFR § 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 Gregory Kwan at (202) 418-1191.

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