

**Before the
Federal Communications Commission
Washington, D.C. 20554**

In the Matter of)
)
) WC Docket No. _____
)
Application for Transfer of Control of)
Medicine Park Telephone Company, Inc.)
Pursuant to Section 214 of the)
Communications Act of 1934, as Amended)

APPLICATION FOR CONSENT TO TRANSFER OF CONTROL

Medicine Park Telephone Company, Inc. (“Medicine Park”), by its counsel, hereby requests authority from the Federal Communications Commission (the “Commission”) pursuant to Section 214 of the Communications Act of 1934, as amended (the “Act”),¹ and Sections 63.03 and 63.04 of the Commission’s rules,² to transfer control of Medicine Park from Hilliary Family First, LLC’s Previous Control Group to its Post-Transfer Control Group.

I. BACKGROUND

Medicine Park is a rural incumbent local exchange carrier that, pursuant to its blanket domestic Section 214 authorization, provides local exchange telephone service and other services in the Medicine Park, Acme, Agawam, Cookietown, and Saddle Mountain areas of Oklahoma. Its corporate office is located in Medicine Park, Oklahoma.

Medicine Park is 100 percent owned by Hilliary Family First, LLC. Hilliary Family First, LLC is 50 percent owned by the Edward A Hilliary, Jr. Revocable Trust and 50 percent owned by the Alice Jo Hilliary Revocable Trust Dated April 16, 2014.

Until Alice Jo Hilliary’s death on April 7, 2018, Alice Jo Hilliary, Douglas J. Hilliary,

¹ 47 U.S.C. § 214.

² 47 C.F.R. §§ 63.03, 63.04.

and Edward E. Hilliary Jr. (“Previous Control Group “) served as co-managers of Hilliary Family First, LLC, the Edward A Hilliary, Jr. Revocable Trust, and the Alice Jo Hilliary Revocable Trust Dated April 16, 2014. Alice Jo Hilliary, Douglas J. Hilliary, and Edward E. Hilliary Jr. were Trustees for the Alice Jo Hilliary Revocable Trust Dated April 16, 2014. Edward E. Hilliary, Jr. and Douglas J. Hilliary are Trustees for the Edward A. Hilliary, Jr. Revocable Trust.

Douglas J. Hilliary and Edward E. Hilliary Jr. (“Post-Transfer Control Group”) remain co-managers of Hilliary Family First, LLC and co-managers and Trustees of both the Alice Jo Hilliary Revocable Trust Dated April 16, 2014 and the Edward A. Hilliary, Jr. Revocable Trust. Accordingly, the Applicant seeks the Commission’s consent for this involuntary transfer of control of Medicine Park from Hilliary Family First, LLC’s Previous Control Group to the Post-Transfer Control Group.

The Applicant respectfully requests streamlined treatment of this Application pursuant to Section 63.03 of the Commission’s rules. This Application is eligible for presumptive streamlined processing because the Post-Transfer Control Group is not a telecommunications provider.

II. INFORMATION REQUIRED BY SECTION 63.04

In accordance with the requirements of Section 63.04(a) of the Commission’s rules, Applicants submit the following information:

1. Name, address and telephone number of the applicant:

Medicine Park Telephone Company, Inc.
1 Big Rock Blvd.
Medicine Park, OK 73557
(580) 529-5000

2. Government, state, or territory under the laws of which each corporate or partnership applicant is organized:

Medicine Park is a corporation organized under the laws of the state of Oklahoma, and its FRN is 0004344776.

3. Name, title, post office address, and telephone number of the officer or contact person to whom correspondence concerning the application is to be addressed:

All correspondence, notices, and inquiries regarding this transaction should be addressed to the following:

Douglas J. Hilliary
Hilliary Family First, LLC
1 Big Rock Blvd.
Medicine Park, OK 73557
(580) 529-5000

Edward E. Hilliary, Jr.
President
Medicine Park Telephone Company, Inc.
1 Big Rock Blvd.
Medicine Park, OK 73557
(580) 529-5000

With a copy to: Michael R. Bennet
Womble Bond Dickinson (US) LLP
1200 Nineteenth Street NW
Suite 500
Washington D.C., US 20036
(202) 857-4442

4. Name, address, citizenship and principal business of any person or entity that directly or indirectly owns at least ten (10) percent of the equity of the applicant, and the percentage of equity owned by each of those entities:

Medicine Park is a privately-held corporation 100 percent owned and controlled by Hilliary Family First, LLC. Hilliary Family First, LLC is 50 percent owned by the Edward A Hilliary, Jr. Revocable Trust and 50 percent owned by the Alice Jo Hilliary Revocable Trust Dated April 16, 2014. The name, address, citizenship, and principal business of the entities and individuals that own greater than 10 percent of the equity in Medicine Park are:

Name & Address	Equity	Citizenship	Principal Business
Hilliary Family First, LLC 1 Big Rock Boulevard Medicine Park, OK 73557	100%	U.S.	Holding Company
Edward A. Hilliary, Jr. Revocable Trust 1 Big Rock Boulevard Medicine Park, OK 73557	50%	U.S.	Trust
Alice Jo Hilliary Revocable Trust Dated April 16, 2014 1 Big Rock Boulevard Medicine Park, OK 73557	50%	U.S.	Trust
Douglas J. Hilliary 1 Big Rock Boulevard Medicine Park, OK 73557	14.29%	U.S.	Telecommunications
Edward E. Hilliary, Jr. 1 Big Rock Boulevard Medicine Park, OK 73557	14.29%	U.S.	Telecommunications
Michael J. Hilliary 1 Big Rock Boulevard Medicine Park, OK 73557	14.29%	U.S.	Telecommunications
Dustin J. Hilliary 1 Big Rock Boulevard Medicine Park, OK 73557	14.29%	U.S.	Telecommunications
Dacia N. Hilliary 1 Big Rock Boulevard Medicine Park, OK 73557	14.29%	U.S.	Telecommunications
Cody K. Hilliary 1 Big Rock Boulevard Medicine Park, OK 73557	14.29%	U.S.	Telecommunications
Edward E. Hilliary 1 Big Rock Boulevard Medicine Park, OK 73557	14.29%	U.S.	Telecommunications

5. Certification pursuant to §§ 1.2001 through 1.2003:

Applicant hereby certifies, pursuant to 47 C.F.R. §§ 1.2001 through 1.2003, that no party to the present application is subject to denial of Federal benefits pursuant to section 5301 of the Anti-Drug Abuse Act of 1988.

6. Description of the transaction:

Prior to Alice Jo Hilliary's death, Alice Jo Hilliary, Douglas J. Hilliary, and Edward E. Hilliary Jr. ("Previous Control Group") served as co-managers of Hilliary Family First, LLC, the Edward A Hilliary, Jr. Revocable Trust, and the Alice Jo Hilliary Revocable Trust Dated April 16, 2014. Alice Jo Hilliary, Douglas J. Hilliary, and Edward E. Hilliary Jr. were Trustees for the Alice Jo Hilliary Revocable Trust Dated April 16, 2014. Edward E. Hilliary, Jr. and Douglas J. Hilliary are Trustees for the Edward A. Hilliary, Jr. Revocable Trust.

Since Alice Jo Hilliary's death, Douglas J. Hilliary and Edward E. Hilliary Jr. ("Post-Transfer Control Group") remain co-managers of Hilliary Family First, LLC and co-managers and Trustees of both the Alice Jo Hilliary Revocable Trust Dated April 16, 2014 and the Edward A. Hilliary, Jr. Revocable Trust. Accordingly, the Applicant seeks the Commission's consent for this involuntary transfer of control from the Previous Control Group to the Post-Transfer Control Group.

7. Description of the geographic areas in which the transferor and transferee (and their affiliates) offer domestic telecommunications services, and what services are provided in each area:

Transferor and Transferee do not offer domestic telecommunications services.

Medicine Park Telephone Company, Inc. is a rural incumbent local exchange carrier that provides local exchange services in the Medicine Park, Acme, Agawam, Cookietown, and Saddle Mountain areas of Oklahoma.

Oklahoma Western Telephone Company, Inc. (“Oklahoma Western”) is 100 percent owned by Hilliary Acquisition Corp 2016, LLC. Douglas J. Hilliary, Dustin J. Hilliary, Michael J. Hilliary, and Edward E. Hilliary, Jr. each own 25 percent of Hilliary Acquisition Corp 2016, LLC. Oklahoma Western provides local exchange and domestic interexchange services in southwest Oklahoma.

Phoenix Long Distance, Inc. is 100 percent owned by Oklahoma Western and provides domestic interexchange services in southwest Oklahoma.

Wichita Online, LLC (“Wichita Online”) provides local exchange and domestic interexchange services in southwest Oklahoma. Douglas J. Hilliary, Dustin J. Hilliary, Michael J. Hilliary, and Edward E. Hilliary, Jr. each own 25 percent of Wichita Online.

Southern Plains Cable, LLC (“Southern Plains”) provides local exchange and domestic interexchange services in southwest Oklahoma. Douglas J. Hilliary, Dustin J. Hilliary, Michael J. Hilliary, and Edward E. Hilliary, Jr. each own 25 percent of Southern Plains.

Texhoma Fiber, LLC (“Texhoma”) provides domestic interexchange services in southwest Oklahoma. Douglas J. Hilliary, Dustin J. Hilliary, Michael J. Hilliary, and Edward E. Hilliary, Jr. each own 25 percent of Texhoma.

8. Statement as to how the application fits into one or more of the presumptive streamlined categories in this section or why it is otherwise appropriate for streamlined treatment:

This Application is eligible for streamlined treatment pursuant to Section 63.03 of the Commission’s rules because the Post-Transfer Control Group is not a telecommunications provider.

9. Identification of all other Commission applications related to the same transaction:

There are no other Commission applications related to this transaction.

10. Statement of whether the applicants are requesting special consideration because either party to the transaction is facing imminent business failure:

No party to the transaction is facing imminent business failure at this time.

Therefore, the Applicant is not requesting special consideration because a party to the transaction is facing imminent business failure.

11. Identification of any separately filed waiver requests being sought in conjunction with the transaction:

No separately filed waiver requests are being sought in conjunction with the proposed transaction.

12. A statement showing how grant of the application will serve the public interest, convenience and necessity, including any additional information that may be necessary to show the effect of the proposed transaction on competition in domestic markets:

The proposed transaction will serve the public interest, convenience, and necessity by allowing Medicine Park to continue to provide high-quality service to existing customers without any interruption. The surviving members of the Hilliary family will continue to own and operate Medicine Park, which will continue to provide services to its customers as a community-oriented telecommunications company. Consistent with precedent, the proposed transaction will serve the public interest, convenience, and necessity by ensuring that Medicine Park will continue to be controlled and managed by individuals with extensive knowledge of the local telephone operations and the needs of the communities it serves, thereby directly benefitting all area consumers. Since the Post-Transfer Control Group is not a telecommunications provider, the proposed transaction will not adversely affect competition.

III. CONCLUSION

In light of the foregoing facts and public interest considerations, Applicant respectfully requests that the Commission authorize the proposed transfer of control of Medicine Park from Hilliary Family First, LLC's Previous Control Group to Hilliary Family First, LLC's Post-Transfer Control Group.

Respectfully submitted,

MEDICINE PARK TELEPHONE COMPANY, INC.

By: */s/ Michael R. Bennet*

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Erin P. Fitzgerald
Counsel for Medicine Park Telephone Company, Inc.

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May 22, 2018

cc: Jodie May