

**Before the
FEDERAL COMMUNICATIONS COMMISSION
Washington, D.C. 20554**

In the Matter of)
)
Estate of Patrick L. Eudy (Jane R. Eudy,)
Executrix and Personal Representative)) WC Docket No. ____
Transferor)
)
Jane R. Eudy)
Transferee)
)
Patrick L. Eudy Irrevocable Trust)
(Jane R. Eudy, Sole Trustee))
Transferee)
)
For Transfers of Control of American Broadband)
Communications, LLC and of Dialog Telecom LLC and)
Their Subsidiaries which Provide Interstate Exchange Access)
And Interexchange Services Pursuant to Domestic Blanket)
Authorizations under Section 214 of the Communications Act)

TO: Chief, Wireline Competition Bureau

**APPLICATION FOR STREAMLINED TRANSFER OF CONTROL
OF DOMESTIC BLANKET SECTION 214 AUTHORIZATIONS**

The Estate of Patrick L. Eudy (which is represented by Jane R. Eudy in her capacity as Executrix and Personal Representative of her deceased former husband) ["Eudy Estate"]; Jane R. Eudy (in her individual capacity) ["Ms. Eudy"]; and the Patrick L. Eudy Irrevocable Trust (for which Jane R. Eudy is the sole Trustee) ["Eudy Trust"] hereby request Commission authorization for the transfers of control: (a) of American Broadband Communications, LLC ("American Broadband"; FRN: 0014772503) and its subsidiaries from the Eudy Estate to Ms. Eudy; and (b) of Dialog Telecom LLC ("Dialog"; FRN: 0016628539) and its subsidiaries from the Eudy Estate to the Eudy

Trust.. The transfers of control of American Broadband and Dialog will entail transfers of control of the domestic Section 214 authorizations for interstate exchange access services and interstate interexchange services held by their subsidiaries that operate as local exchange carriers and interexchange carriers.

Patrick L. Eudy, who owned 100 percent of American Broadband and 68.63 percent of Dialog, was killed in the accidental crash of his private airplane on June 20, 2013. Jane R. Eudy, the former wife of Patrick L. Eudy, was appointed the personal representative of Mr. Eudy's estate on June 27, 2013, and has been serving as executrix and personal representative of the Eudy Estate since that time. On August 2, 2013, a notice of the involuntary transfer of American Broadband, Dialog and their subsidiaries due to the death of Mr. Eudy was sent via email to the Wireline Competition Bureau. Notifications of the involuntary transfer of control were also filed with the International Bureau in August 2013.

Since the death of Mr, Eudy, Ms. Eudy has served as the Chairwoman of the Boards of Directors and the Chief Executive Officer of American Broadband and its subsidiaries, and as a manager of Dialog. Upon completion of the proposed transaction, Ms. Eudy will remain in these same roles at American Broadband and its subsidiaries and at Dialog and its subsidiaries. No substantial changes in the management and operations of American Broadband and its subsidiaries or of Dialog and its subsidiaries will occur as a result of the proposed transfers of control. The only change in the management of American Broadband and its subsidiaries or of Dialog and its subsidiaries will be a change in the form of Ms. Eudy's beneficial ownership of the equity of American Broadband and Dialog (*i.e.*, Ms. Eudy will beneficially own the outstanding equity of

American Broadband individually and will beneficially own 68.63% of the outstanding equity of Dialog as sole Trustee of the Eudy Trust, in each case, rather than as Executrix and Personal Representative of the Estate).

The proposed transaction qualifies for streamlined processing pursuant to Section 63.03(b)(1)(ii) of the Commission's Rules because the transferee Ms. Eudy is a director and officer of telecommunications holding companies and operating companies, but is not herself a telecommunications provider. Likewise, the Eudy Trust is not a telecommunications provider. Applicants note also that American Broadband, Dialog and their subsidiaries have a market share in the interstate, interexchange market of substantially less than 10 percent (10%), and that their total access lines (approximately 80,500) constitute far less than two percent (2.0%) of the nation's subscriber lines installed in the aggregate nationwide.

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

(1) Name, address and telephone number of each applicant:

Transferor:

Estate of Patrick L. Eudy
Jane R. Eudy, Executrix and Personal Representative
c/o American Broadband Communications, LLC
5550 77 Center Drive, Suite 220
Charlotte, NC 28217
Telephone: (704) 995-4497
Facsimile: (704) 339-5842

Transferee:

Jane R. Eudy
c/o American Broadband Communications, LLC
5550 77 Center Drive, Suite 220
Charlotte, NC 28217
Telephone: (704) 995-4497
Facsimile: (704) 339-5842

Transferee:

Patrick L. Eudy Irrevocable Trust
Jane R. Eudy, Trustee
c/o American Broadband Communications, LLC
5550 77 Center Drive, Suite 220
Charlotte, NC 28217
Telephone: (704) 995-4497
Facsimile: (704) 339-5842

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

American Broadband is a limited liability company organized under the laws of the State of Delaware.

Dialog is a limited liability company organized under the laws of the State of North Carolina.

(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:

For Transferor and Transferees:

Jane R. Eudy
c/o American Broadband Communications, LLC
5550 77 Center Drive, Suite 220
Charlotte, NC 28217
Telephone: (704) 995-4497
Facsimile: (704) 339-5842

With a copy to Counsel:

Gerard J. Duffy, Esquire
Blooston, Mordkofsky, Dickens, Duffy & Prendergast, LLP
2120 L Street, N.W. (Suite 300)
Washington, D.C. 20037
Telephone: (202) 659-0830
Facsimile: (202) 828-5568

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

AMERICAN BROADBAND PRIOR TO TRANSACTION:

The name, address, citizenship and principal business of the sole entity that owns at least ten (10) percent of the membership interests of American Broadband prior to the proposed transaction are:

<u>Name & Address</u>	<u>Ownership</u>	<u>Citizenship</u>	<u>Principal Business</u>
Estate of Patrick L. Eudy Jane R. Eudy, Executrix and Personal Representative 5550 77 Center Drive, Suite 220 Charlotte, NC 28217	%	100.00%	U.S.A. Telecommunications & Asset Management

AMERICAN BROADBAND AFTER TRANSACTION:

The name, address, citizenship and principal business of the sole entity that will own at least ten (10) percent of the membership interests of American Broadband after the proposed transaction are:

<u>Name & Address</u>	<u>Ownership</u>	<u>Citizenship</u>	<u>Principal Business</u>
Jane R. Eudy 5550 77 Center Drive, Suite 220 Charlotte, NC 28217	%	100.00%	U.S.A. Telecommunications

Jane R. Eudy is the former wife of Patrick L. Eudy

No other entity owned or owns ten percent (10.0%) or more of the equity and/or voting interests of American Broadband, either prior or subsequent to the proposed transaction.

DIALOG PRIOR TO TRANSACTION:

The names, addresses, citizenship and principal businesses of the entities that own at least ten (10) percent of the membership interests of Dialog prior to the proposed transaction are:

<u>Name & Address</u>	<u>Ownership</u>	<u>Citizenship</u>	<u>Principal Business</u>
Estate of Patrick L. Eudy Jane R. Eudy, Executrix and Personal Representative 5550 77 Center Drive, Suite 220 Charlotte, NC 28217	%	68.63%	U.S.A. Telecommunications & Asset Management

James Bellina 5550 77 Center Drive Charlotte, NC 28217	22.88%	U.S.A.	Telecommunications
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DIALOG AFTER TRANSACTION:

The names, addresses, citizenship and principal businesses of the entities that will own at least ten (10) percent of the membership interests of Dialog after the proposed transaction are:

<u>Name & Address</u>	<u>%</u> <u>Ownership</u>	<u>Citizenship</u>	<u>Principal Business</u>
Patrick L. Eudy Irrevocable Trust (Jane R. Eudy, Trustee) P.O. Box 167 Sulphur, Louisiana 70664	68.63%	SC Trust	Telecommunications & Asset Management

James Bellina 5550 77 Center Drive Charlotte, NC 28217	22.88%	U.S.A.	Telecommunications
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Jane R. Eudy, a U.S. citizen, is the sole Trustee of the Eudy Trust.

The beneficiaries of the Eudy Trust are Jane R. Eudy and the four children of Patrick L. Eudy and Jane R. Eudy. All are United States citizens and all can be reached at 5550 77 Center Drive, Suite 220, in Charlotte, NC 28217.

No other entity owned or owns ten percent (10.0%) or more of the equity and/or voting interests of Dialog, either prior or subsequent to the proposed transaction.

(5) Certification pursuant to 47 C.F.R. §§1.2001 through 1.2003 that no party to the application is subject to denial of Federal benefits pursuant to section 5301 of the Anti-Drug Abuse Act of 1988.

The Estate of Patrick L. Eudy, Jane R. Eudy, the Patrick L. Eudy Irrevocable Trust, American Broadband and Dialog hereby certify, 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:

The subject transaction is comprised of the distribution by the Estate of Patrick L. Eudy (Jane R. Eudy, Executrix and Personal Representative) of: (a) 100 percent of the stock of American Broadband to Jane R. Eudy in her individual capacity; and (b) a controlling 66.83 percent share of the stock of Dialog to the Eudy Trust for which Jane R. Eudy is the sole Trustee. Jane R. Eudy will remain the Chairwoman of the Boards of Directors and the Chief Executive Officer of American Broadband and its subsidiaries, and a senior executive Of Dialog and its subsidiaries both before and after completion of the proposed transaction. Control of American Broadband and Dialog will give Ms. Eudy continued control of the Domestic Section 214 authorizations held by the American Broadband and Dialog subsidiaries listed in section (7) below.

(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:

American Broadband is a holding company that does not directly provide telecommunications services.

American Broadband owns 100.00 percent of American Broadband Holding Company (“ABHC”), a Delaware corporation that is an intermediate holding company that does not directly provide telecommunications services.

ABHC owns 100 percent of American Broadband Acquisition Corporation II (“ABAC-II”), a Delaware corporation that is also an intermediate holding company that does not directly provide telecommunications services.

ABAC-II owns 100 percent of HunTel, Inc. (“HunTel”), a North Carolina corporation that is also an intermediate holding company that does not directly provide telecommunications services.

HunTel owns 100 percent of the following telecommunications providers: (a) Arlington Telephone Company, a Nebraska corporation and incumbent local exchange carrier, that provides local exchange and exchange access services in and around Arlington, Nebraska; (b) The Blair Telephone Company, a Nebraska corporation and incumbent local exchange carrier, that provides local exchange and exchange access services in and around Blair, Kennard and Fort Calhoun, Nebraska; (c) Eastern Nebraska Telephone Company, a Nebraska corporation and incumbent local exchange carrier, that provides local exchange and exchange access services in and around Walthill, Macy, Winnebago, Rosalie, Osmond, Meadow Grove, Carroll and Belden, Nebraska; (d) Rock County Telephone Company, a Nebraska corporation and incumbent local exchange carrier, that provides local exchange and exchange access services in and around Bassett and Newport, Nebraska; (e) HunTel Cablevision, Inc., a Nebraska corporation and competitive local exchange carrier, that

provides local exchange and exchange access services in and around Lyons, Oakland and Tekamah, Nebraska; and an interexchange carrier that resells intrastate and interstate long distance toll services throughout the Nebraska areas served by HunTel's subsidiaries; and (f) Huntel.net, Inc., a Nebraska corporation that provides Internet access services throughout the Nebraska areas served by HunTel's subsidiaries.

ABHC also owns 100 percent of ABAC Missouri, Inc. ("ABAC-M"), a Delaware corporation that is an intermediate holding company that does not directly provide telecommunications services.

ABAC-M owns 100 percent RBJ Holdings, Inc. ("RBJH"), a North Carolina corporation that is also an intermediate holding company that does not directly provide telecommunications services.

RBJH owns 100 percent of RBJ Corp. ("RBJ"), a Missouri corporation that is also an intermediate holding company that does not directly provide telecommunications services.

RBJ owns 100 percent of the following telecommunications providers: (a) Holway Telephone Company, a Missouri corporation and incumbent local exchange carrier, that provides local exchange and exchange access services in and around Maitland, Missouri; (b) K.L.M. Telephone Company, a Missouri corporation and incumbent local exchange carrier, that provides local exchange and exchange access services in and around Rich Hill, Missouri; (c) Holway Long Distance Company, a Missouri corporation and interexchange carrier that resells intrastate and interstate long distance toll services in and around Maitland, Missouri; (d) KLM Long Distance Company, a Missouri corporation and interexchange carrier that resells intrastate and interstate long distance toll services in and around Rich Hill, Missouri; and (e) N.W. Communications Co., a Missouri corporation that provides cable television services in Missouri.

ABHC also owns 100 percent of ABAC Alaska, Inc. ("ABAC-A"), a Delaware corporation that is an intermediate holding company that does not directly provide telecommunications services.

ABAC-A owns 100 percent of TelAlaska Holdings, Inc. ("TAH"), a Delaware corporation that is also an intermediate holding company that does not directly provide telecommunications services.

TAH owns 100 percent TelAlaska, Incorporated ("TAI"), an Alaska corporation that is also an intermediate holding company that does not directly provide telecommunications services

TAI owns 100 percent of the following telecommunications providers: (a) Interior Telephone Company, an Alaska corporation and incumbent local exchange carrier,

that provides local exchange and exchange access services in Alaska; (b) Mukluk Telephone Company, Inc., an Alaska corporation and incumbent local exchange carrier, that provides local exchange and exchange access services in Alaska; (c) TelAlaska Long Distance, Inc., an Alaska corporation that provides long distance toll services and Internet access services in Alaska, and is the licensee of Common Carrier Fixed Point-to-Point Microwave Service Stations WQHK883 and WQHK884, Anchorage, Alaska; (d) Eyecom, Incorporated, an Alaska corporation that provides cable television services in Alaska; (e) TelAlaska Cellular, Inc., an Alaska corporation that provides mobile voice and data services in Alaska, and is the licensee of Cellular Radio Service Stations WQIQ306, Alaska Rural Service Area 2 – Bethel (Cellular Market Area 316) and WQIQ308, Alaska Rural Service Area 1 – Wade (Cellular Market Area 315); and (f) Telco Properties, Incorporated, an Alaska corporation that provides real estate services to affiliates in Alaska ..

ABHC owns 100 percent of Cameron Holdings of NC, Inc. (“Holdings Inc.”), a Delaware corporation that is an intermediate holding company that does not provide telecommunications services.

Holdings Inc. owns 100 percent of Cameron Holdings Group LLC. (“Holdings Group”), a North Carolina limited liability company that is an intermediate holding company that does not provide telecommunications services.

Holdings Group owns 100 percent of Cameron Holdings of North Carolina, LLC (“Holdings LLC”), a North Carolina limited liability company that is an intermediate holding company that does not provide telecommunications services.

Holdings LLC owns 100 percent of Cameron Communications, LLC (“Cameron Communications”), a Louisiana limited liability company that resells intrastate, interstate and international long distance toll services under the trade name of Cameron Long Distance in the ILEC and CLEC exchanges served by Cameron Telephone, Elizabeth and LBH in Calcasieu, Cameron, Allen, Vernon, Rapides and Beauregard Parishes in southwestern Louisiana, and in Jefferson, Chambers, Liberty and Galveston Counties in southeastern Texas. Cameron Communications also provides asymmetric digital subscriber line (“ADSL”) Internet access services and video programming services in the exchanges served by Cameron Telephone and Elizabeth in southwestern Louisiana, and ADSL Internet access services in the exchanges served by Cameron Telephone in southeastern Texas. Finally, Cameron Communications provides broadband Voice over Internet Protocol (“VoIP”) local and long distance phone services under the trade name Mercury Broadband Phone Service in Lake Charles, Sulphur, Moss Bluff, Westlake and Vinton in Calcasieu Parish in southwestern Louisiana.

Cameron Communications owns 100 percent of Cameron Telephone Company, LLC (“Cameron Telephone”), a Louisiana limited liability company and incumbent local exchange carrier that provides local exchange telephone and exchange access services in the Cameron, Carlyss, Creole, Grand Chenier, Hackberry, Holly Beach

and Johnson Bayou exchanges in Cameron and Calcasieu Parishes in southwestern Louisiana. Cameron Telephone also provides local exchange telephone and exchange access services in the Nome and High Island exchanges in Jefferson, Chambers, Liberty and Galveston counties in southeastern Texas.

Cameron Communications also owns 100 percent of Elizabeth Telephone Company, L.L.C., a Louisiana limited liability company and incumbent local exchange carrier that provides local exchange telephone and exchange access services in the Elizabeth, Pitkin and Sugartown exchanges in Allen, Vernon, Rapides and Beauregard Parishes in southwestern Louisiana.

Cameron Communications also owns 100 percent of LBH, L.L.C., a Louisiana limited liability company that provides broadband voice, video and data services as a competitive local exchange carrier (“CLEC”) using fiber-to-the-home (“FTTH”) networks in Grand Lake and Sweetlake in Cameron Parish, and in Moss Bluff in Calcasieu Parish, in southwestern Louisiana.

American Broadband has no other subsidiaries or affiliates that offer telecommunications services.

Dialog is a holding company that does not directly provide telecommunications services.

Dialog owns 100% of Dialog Telecommunications, Inc., which provides voice and data services as a competitive local exchange carrier (“CLEC”) in Kentucky and North Carolina.

Dialog owns 100% of Acorn Telephone LLC, which provides voice and data services as a CLEC in Kentucky.

Dialog owns 100% of AMA Communications LLC, which provides voice and data services as a CLEC in Texas

Dialog has no other subsidiaries or affiliates that offer telecommunications services.

(8) Statement as to how the application fits into one or more of the presumptive streamlined categories in section 63.03 or why it is otherwise appropriate for streamlined treatment:

The proposed transaction qualifies for streamlined processing pursuant to Section 63.03(b)(1)(ii) of the Commission’s Rules because the transferee Ms. Eudy is a director and officer of telecommunications holding companies and operating companies, but is not herself a telecommunications provider. Likewise, the Eudy Trust is not a telecommunications provider. Applicants note also that American Broadband and its subsidiaries and Dialog and its subsidiaries have a market share in

the interstate, interexchange market of substantially less than 10 percent (10%), and that their total access lines (approximately 80,500) constitute far less than two percent (2.0%) of the nation's subscriber lines installed in the aggregate nationwide.

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

Applicants will file applications for transfer of control of the following International Section 214 Authorizations for global resale: Cameron Communications, LLC (ITC-214-20100317-00105); TelAlaska Long Distance (ITC-214-19960826-00405); HunTel CableVision d/b/a/ HunTel (ITC-214-20001025-00632); HunTel Communications, Inc. (ITC-214-20141118-00303); KLM Long Distance (ITC-214-20000627-00398); Holway Long Distance (ITC-214-20000627-00399); and AMA Communications, LLC (ITC-214-19980622-00430).

Applicants will file applications for consent to the transfer of control of the following wireless licenses: (a) TelAlaska Inc. – Conventional Industrial/Business Pool Service Station WQTV856; (b) TelAlaska Cellular, Inc., -- Cellular Radiotelephone Service stations WQIQ306, WQIQ308 and WQLF434; 3650-3700 MHz Radio Service station WQKN792; and Domestic Satellite Earth Stations E080229, E160018 and E181383; (c) Interior Telephone Company, Inc. - Rural Radio Telephone Service station KNKP436; (d) Mukluk Telephone Company, Inc. - Common Carrier Fixed Point-to-Point Microwave Service stations WPXA426, WPXE207, WQLA354 and WQLA355; (e) HunTel Cablevision d/b/a American Broadband - Conventional Industrial/Business Pool Service Station WQMI603; and Domestic Satellite Earth Station E181760; (f) NW Communications, Inc. d/b/a American Broadband - Conventional Industrial/Business Pool Service Station WQMI601; (g) Cameron Communications, LLC - Domestic Satellite Earth Station E080076; and (h) AMA Communications, LLC - 63 licenses in the Common Carrier Fixed Point-to-Point Microwave Service and 3650-3700 MHz Service station WQJC218.

(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 applicants are 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 waivers or waiver requests are being sought in conjunction with the proposed transaction.

(12) 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 subject transaction will serve the public interest by ensuring the continued operation of American Broadband, Dialog and their subsidiaries under the direct ownership or trusteeship of Jane R. Eudy who has overseen their management and operation as the Board Chairwoman and Chief Executive Officer of American Broadband and as a senior executive of Dialog since Patrick L. Eudy's death in June 2013.

Under Ms. Eudy's management, the American Broadband and Dialog local exchange carrier and interexchange carrier subsidiaries have a proven record of investing in their rural networks and communities, and of providing high-quality, state-of-the-art voice, data and video services at affordable rates to their rural Nebraska, Missouri, Alaska, Louisiana, Texas, Kentucky and North Carolina service areas. Ms. Eudy's formal acquisition of direct ownership of American Broadband and her continuation of effective control of Dialog (now as Trustee of the Eudy Trust) will ensure that the rural customers of American Broadband and Dialog and their respective subsidiaries will continue to receive high-quality, state-of-the-art voice, data and video services at affordable rates during the foreseeable future.

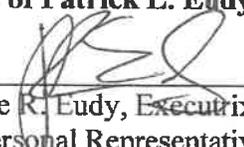
Conclusion

In light of the foregoing facts and public interest considerations, the Commission is respectfully requested to authorize the transfers of control: (a) of American Broadband Communications, LLC, and its subsidiaries that hold domestic Section 214 authorizations from the Estate of Patrick L. Eudy to Jane R. Eudy; and (b) of Dialog Telecom LLC and its subsidiaries that hold domestic Section 214 authorizations from the Estate of Patrick L. Eudy to the Patrick L. Eudy Irrevocable Trust (Jane R. Eudy, Trustee).

The Estate of Patrick L. Eudy, Jane R. Eudy, the Patrick L. Eudy Irrevocable Trust, American Broadband Communications, LLC and Dialog Telecom LLC reiterate that they certify, 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.

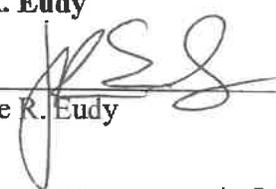
Respectfully submitted,

Estate of Patrick L. Eudy

By: 
Jane R. Eudy, Executrix and
Personal Representative

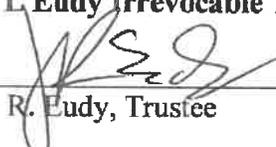
Date: 9.26.18

Jane R. Eudy

By: 
Jane R. Eudy

Date: 9.26.18

Patrick L. Eudy Irrevocable Trust

By: 
Jane R. Eudy, Trustee

Date: 9.26.18