

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

Application of

Charles W. Crow, Ruth Ann Crow and David
R. Crow

Transferors,

and

New Florence Telephone Company,

Transferee,

For Consent for Transfer of Control

WC Docket No. _____

To: Wireline Competition Bureau

APPLICATION FOR CONSENT FOR TRANSFER OF CONTROL

Pursuant to Section 214 of the Communications Act of 1934, as amended (the "Act"), 47 U.S.C. § 214, and Section 63.04 of the Commission's rules, 47 C.F.R. § 63.04, Charles W. Crow, Ruth Ann Crow and David R. Crow ("Transferors") and New Florence Telephone Company ("New Florence" or "Transferee") (together "Applicants" filing the "Application") hereby respectfully request for the reasons detailed below the authority necessary to consummate a transaction (the "Transaction") whereby New Florence will acquire direct control of Farber Telephone Company which holds domestic Section 214 authorization.

The proposed transaction contemplates acquisition of all of the stock of Farber Telephone Company by New Florence. This will place New Florence in control of Farber Telephone Company. Farber Telephone Company currently serves fewer than

two percent (2%) of the nation's access lines. With the acquisition, New Florence will also serve fewer than two percent (2%) of the nation's access lines.

New Florence is in the telecommunications business in the State of Missouri.

Since this acquisition is a stock acquisition, service to customers will be provided at substantially the same rates, terms and conditions as are in effect today. Therefore, the proposed transaction will be largely transparent to existing customers. For these reasons, and for the reason detailed below, the transaction will serve the public interest and the Commission should grant this Application on a streamlined basis.

Applicants respectfully request that the Commission grant this Application on a streamlined basis. This Application is eligible for streamlined treatment pursuant to Section 63.03(b)(2) of the Commission's rules because the transaction will result in Transferee having a market share in the interstate, interexchange market of less than 10 percent; the Transferee does not and will not provide competitive telephone exchange services or competitive exchange access services; and Applicants are owners of or are incumbent independent local exchange carriers that have, in combination, fewer than two percent of the nation's subscriber lines installed in the aggregate nationwide, and no overlapping or adjacent service areas. In the alternative, streamlined treatment is justified on a case-by-case basis.

In accordance with the requirements of Section 63.04 of the Commission's rules, the Applicants provide the following information:

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

Transferors:

Charles W. Crow
Main & Linn
Farber, MO 63345

Ruth Ann Crow
Main & Linn
Farber, MO 63345

David R. Crow
Main & Linn
Farber, MO 63345

Transferee:

New Florence Telephone Company
PO Box 609
Mt. Vernon, OR 97865
(541) 932-4411

(2) State under the laws of which each applicant is organized.

Farber Telephone Company is a corporation organized under the laws of the State of Missouri. Each Transferor is a resident of the State of Missouri. New Florence is a corporation organized under the laws of the State of Missouri.

(3) Legal counsel to whom correspondence concerning the application is to be addressed.

For Transferors:

William R. England III
Brian McCartney
Brydon, Swearngen & England P.C.
P.O. Box 456
312 E. Capitol Ave.
Jefferson City, MO 65101
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For Transferee:

Richard A. Finnigan
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2112 Black Lake Blvd SW
Olympia, WA 98512
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rickfinn@localaccess.com

(4) Name, address, citizenship, and principal business of entities that own at least ten percent (10%) of the equity of the applicants (to the nearest one percent (1%)).

For Transferors:

Charles W. Crow owns 67% of the stock of Farber Telephone Company.

Ruth Ann Crow owns 32% of the stock of Farber Telephone Company. No other person or entity owns a ten percent (10%) or more direct or indirect interest in Farber Telephone Company. Mr. and Mrs. Crow are citizens of the United States. Their contact address is set out above. The principal business of Mr. and Mrs. Crow is telecommunications.

For Transferee:

One hundred percent (100%) of the stock of New Florence is held by Oregon Telephone Corporation ("OTC"), which is incorporated under the laws of the State of Oregon. Mr. Garrin Bott owns one hundred percent (100%) of the equity of OTC. Mr. Bott's address is 3055 Grandview Drive, Baker City, Oregon 97814. Mr. Bott is a citizen of the United States. The address of OTC is One Telephone Drive, Mount Vernon, Oregon, 97865. OTC is a rural, incumbent local exchange company (ILEC). OTC (SAC 532389 and 533336) operates the rural exchanges of Mt. Vernon, Bates, Prairie City, Dayville, Hereford-Unity, Harper and Juntera all in the state of Oregon. The principal business of OTC is telecommunications. The principal business of Mr. Bott is telecommunications.

No other person or entity owns a ten percent (10%) or more direct or indirect interest in New Florence.

As noted above, OTC (SAC 532389 and 533336) owns one hundred percent of the stock of New Florence Telephone Company (SAC 421927) in Missouri. New Florence in turn owns one hundred percent of the stock of each of New London Telephone Company (SAC 421928), The Stoutland Telephone Company (SAC 421951) and Orchard Farm Telephone Co. (SAC 421934). All of these are rural ILECs operating in the state of Missouri. Each of these companies is incorporated in the state of Missouri.

(5) Certification pursuant to Sections 1.2001 through 1.2003 that no party to the application is subject to a denial of Federal benefits.

By their signatures below, the Applicants certify that no party to the application is subject to a denial of Federal benefits pursuant to Section 5301 of the Anti-Drug Abuse Act of 1988.

(6) Description of the transaction.

Applicants have entered into an agreement dated as of November 1, 2019, pursuant to which New Florence will acquire one hundred percent (100%) of the capital stock of Farber Telephone Company from Transferors. Farber Telephone Company serves USAC Study Area 421876. There are 103 working loops in the Farber Telephone Company study area.

(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.

Farber Telephone Company provides local exchange and exchange access services in the Farber wire center located in the State of Missouri as a rural incumbent local exchange carrier. Farber serves 103 working loops as of the date of this Application.

New Florence provides local exchange and exchange access services in the New Florence wire center located in the State of Missouri as a rural ILEC. New Florence serves 347 working loops as of the date of this Application. New London Telephone

Company provides local exchange and access services in the New London wire center located in the State of Missouri. The Stoutland Telephone Company provides local exchange and access service in the Stoutland wire center located in the State of Missouri. Orchard Farm Telephone Co. provides local exchange and access service in the Orchard Farm wire center located in the State of Missouri.

None of New Florence, New London, Stoutland, Orchard Farm overlap or abut one another or Farber.

OTC owns ninety-five percent of the shares and Mr. Bott owns five percent of the shares North-State Telephone Co. (North-State), which is a rural ILEC with study area code 532388. North-State is incorporated in the state of Oregon. North-State operates the exchange of Dufur in the state of Oregon.

North-State owns all of the stock of Home Telephone Company (SAC 532337), Pine Telephone System, Inc. (SAC 532392) and Skyline Telecom, Inc. (SAC 520581 and 521402). Home and Pine are each rural ILECs in the state of Oregon. Home services the Condon exchange in Oregon and is incorporated in the state of Oregon. Pine operates the Halfway, Granite and Three Rivers exchanges in Oregon. Pine is incorporated in the state of Oregon.

Skyline is a rural ILEC in the state of Washington. Skyline serves the Mt. Hull and Beaver Creek exchanges in Washington. Skyline is incorporated in the state of Washington.

OTC also owns one hundred percent of MD Communications. MD Communications offers Internet access service and long distance service in the state of Oregon. It does offer interexchange service in the OTC exchanges, as well as North-State, Home and Pine exchanges.

Mr. Bott holds ownership interests in one other domestic telecommunications carrier. Specifically, Mr. Bott indirectly owns seven and one-half percent (7.5%) of Direct Communications Long Distance, Inc. Direct Communications Long Distance, Inc. is an interexchange carrier. The corporation is organized under the laws of the State of Idaho and does not offer service in Missouri.

(8) Statement on how the application fits into one or more of the presumptive streamlined categories or why it is otherwise appropriate for streamlined treatment.

This Application is eligible for presumptive streamlined treatment under Section 63.03(b)(2)(iii) of the Commission's rules, or in the alternative, is otherwise appropriate for streamlined treatment.

Under Section 63.03(b)(2)(iii), the Commission's streamlined procedures are presumed to apply where "a proposed transaction would result in a transferee having a market share in the interstate, interexchange market of less than 10 percent, and the transferee would provide competitive telephone exchange services or exchange access services (if at all) exclusively in geographic areas served by a dominant local exchange carrier that is not a party to the transaction" and "[t]he applicants are incumbent independent local exchange carriers ... that have, in combination, fewer than two (2) percent of the nation's subscriber lines installed in the aggregate nationwide, and no overlapping or adjacent service areas."¹ Farber Telephone Company is an incumbent local exchange carrier which serves fewer than two percent (2%) of the nation's subscriber lines. Upon completion of this transaction, New Florence is and will continue to be an incumbent local exchange carrier serving fewer than two percent (2%) of the nation's subscriber lines. Further, in combination, Farber Telephone Company and New Florence, both before and after completion of this transaction, have fewer than two percent (2%) of the nation's subscriber lines installed in the aggregate nationwide. In

¹ 47 C.F.R. § 63.03(b)(2)(iii).

addition, since there are no overlapping service areas and no adjacent service territories, the proposed transaction accordingly falls within the presumptively streamlined category. Finally, New Florence, as the Transferee, will, after the completion of the transaction, have a market share in the interstate, interexchange market of less than ten percent (10%). New Florence does not provide competitive telephone exchange service or competitive exchange access service.

Alternatively, streamlined treatment is appropriate under the Commission's "case-by-case approach."² Indeed, the Commission has adopted a "general rule in which all applications are eligible for streamlined processing," finding that such general eligibility for streamlined processing "best reduces regulatory burdens on domestic telecommunications carriers, while at the same time ensuring that [the Commission] continue[s] to serve the public interest under section 214 of the Communications Act."³ This Application should be subject to streamlined processing because it involves only a transfer of equity interests, and presents no "novel questions of fact, law, or policy which cannot be resolved under outstanding precedents and guidelines."⁴ As noted above (and discussed more fully below), this Application presents no competitive or public interest concerns. Upon completion of the proposed transaction, Farber will continue to provide service at the same rates, terms and conditions as are in effect today. No customer will lose service or be adversely affected as a result of the proposed transaction. Because this transaction poses no competitive concerns and raises no novel issues, this Application is appropriate for streamlined treatment.

² *Implementation of Further Streamlining Measures for Domestic Section 214 Authorizations*, Report and Order, 17 FCC Rcd 5517 ¶34 (2002) ("*Streamlining Order*"); see also 47 C.F.R. § 63.03(a) (permitting streamlining "[u]pon determination ... that the application is appropriate for streamlined treatment").

³ *Streamlining Order* ¶34.

⁴ *Id.* ¶28.

However, please note that this is a "mixed support" situation. New Florence is an A-CAM company. Farber is a cost company. Thus, the Applicants agree that the Hargray⁵ treatment applies.

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

None.

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

The Applicants are not requesting special consideration of the Application.

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

None. In addition, please note that there is no international 214 application required for this 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.

This proposed transaction will serve the public interest because it will provide benefits to customers without any countervailing harms. The owners of Farber Telephone Company are seeking to retire from the telecommunications business in the State of Missouri. New Florence will bring vigorous ownership with sufficient financial resources to meet the needs of Farber Telephone Company's customers.

In contrast to the substantial potential benefits, the proposed transaction poses no countervailing harms. The proposed transaction contemplates only a change of equity ownership. Upon consummation of the proposed transaction, Farber Telephone

⁵ *In the Matter of Joint Application of W. Mansfield Jennings Limited Partnership and Hargray Communications Group, Inc., for Consent to Transfer of Control of ComSouth Corporation Pursuant to Section 214 of the Communications Act of 1934*, WC Docket No. 18-52, FCC 18-62 (2018).

Company will continue to provide service at substantially the same rates, terms and conditions as are in effect today. There will be no reduction, impairment, or discontinuance of service to any customer as a result of the proposed transaction. Because of this, the proposed transaction will be largely transparent to Farber Telephone Company's current customers.

* * *

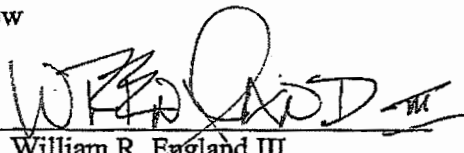
For all of the foregoing reasons, Applicants respectfully request that the Commission grant all authority necessary for consummation of the Transaction described herein. Please contact the undersigned with any inquiries concerning this Application. Payment in the amount of \$1,195.00 was paid electronically via the Commission's website.

Respectfully submitted,

Charles W. Crow, Ruth Ann Crow and David R. Crow

New Florence Telephone Company

By:



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Their attorneys

Its attorney

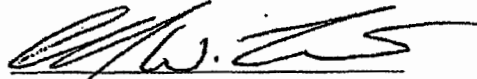
Dated: November 11, 2019

DECLARATION OF CHARLES CROW

I, Charles Crow, President of Farber Telephone Company, do hereby declare under penalty of perjury that I have read the foregoing "APPLICATION FOR CONSENT FOR TRANSFER OF CONTROL," and the information contained therein is true and correct to the best of my knowledge, information, and belief.

11-7-2019

Date



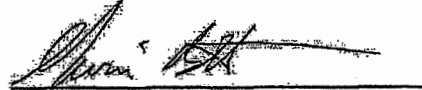
Charles Crow

DECLARATION OF GARRIN BOTT

I, Garrin Bott, President for New Florence Telephone Company, do hereby declare under penalty of perjury that I have read the foregoing "APPLICATION FOR CONSENT FOR TRANSFER OF CONTROL," and the information contained therein is true and correct to the best of my knowledge, information, and belief.

11-7-2019

Date



Garrin Bott