



PUBLIC NOTICE

Federal Communications Commission
445 12th St., S.W.
Washington, D.C. 20554

News Media Information 202 / 418-0500
Internet: <http://www.fcc.gov>
TTY: 1-888-835-5322

DA 18-1215

November 29, 2018

**DOMESTIC SECTION 214 APPLICATION FILED FOR THE TRANSFER OF CONTROL
OF BORDER TO BORDER COMMUNICATIONS, INC. TO
HILLIARY ACQUISITION B2B, LLC**

NON-STREAMLINED PLEADING CYCLE ESTABLISHED

WC Docket No. 18-343

Comments Due: December 13, 2018

Reply Comments Due: December 20, 2018

By this Public Notice, the Wireline Competition Bureau (Bureau) seeks comment from interested parties on an application filed by Curtis H. Hunt, Herman C. Roark, Jr., and Hilliary Acquisition B2B, LLC (Hilliary) (collectively, Applicants), pursuant to section 214 of the Communications Act of 1934, as amended, and sections 63.03-04 of the Commission's rules, requesting Commission approval to transfer control of Border to Border Communications, Inc. (Border) from Mr. Hunt and Mr. Roark to Hilliary.¹

Border, a Texas corporation, is a rural incumbent LEC serving the Falcon exchange in Zapata County, Texas. Mr. Hunt and Mr. Roark, both U.S. citizens, each hold a 50 percent interest in Border.

Hilliary, an Oklahoma limited liability company, does not offer domestic telecommunications services itself but is a holding company equally owned (each holding a 25 percent interest) by the following U.S. citizens: Edward E. Hilliary, Jr., Dustin J. Hilliary, Michael J. Hilliary, and Douglas J. Hilliary (collectively, the Hilliary Owners). Hilliary is affiliated with Oklahoma Western Telephone Company, Inc. (Oklahoma Western), an incumbent LEC serving

¹ See 47 U.S.C. § 214; 47 CFR §§ 63.03-04. Applicants also filed applications for the transfer of authorizations associated with international and wireless services. On November 28, 2018, Applicants filed a supplement 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. Hilliary is affiliated with Hilliary Acquisition Corp. Texas, LLC, a transferee in a domestic section 214 application pending before the Commission seeking consent for the transfer of control of Tatum Telephone Company, Inc. (Tatum) and Electra Telephone Company, Inc. (Electra), both rural incumbent local exchange carriers (LECs). Tatum provides service in the Tatum exchange in Rusk and Panola Counties, Texas, and Electra provides service in the Electra exchange in Wichita County, Texas. *Domestic Section 214 Applications Filed for the Transfer of Control of Tatum Telephone Company, Inc. and Electra Telephone Company, Inc.*, DA 18-1075, WC Docket Nos. 18-301 and 302, Public Notice (WCB 2018).

southwest Oklahoma which, in turn, wholly owns Phoenix Long Distance, Inc., a competitive LEC, also providing service in southwest Oklahoma. The Hilliary Owners also each hold a 25 percent interest in Wichita Online, LLC and Southern Plains Cable, LLC, both competitive LECs providing service in southwest Oklahoma, as well as Texhoma Fiber, LLC, an interexchange provider in southwest Oklahoma. Hilliary Family First, LLC wholly owns Medicine Park Telephone Company, Inc., a rural incumbent LEC providing service in the Medicine Park, Acme, Agawam, Cookietown, and Saddle Mountain areas of Oklahoma.²

Pursuant to the terms of the proposed transaction, Hilliary will purchase all the outstanding shares of Border owned by Mr. Hunt and Mr. Roark. Hilliary, following the consummation of the transaction, will therefore wholly own and control Border. Applicants state that, following the consummation of the transaction, Hilliary will not own or be affiliated with any carriers with overlapping or adjacent exchange areas in Texas. Applicants assert that a grant of the application will serve the public interest, convenience, and necessity. Because the proposed transaction is more complex than usual and in order to analyze whether it would serve the public interest, the application will not be streamlined.³

Domestic Section 214 Application Filed for the Transfer of Control of
Border to Border Communications, Inc. to Hilliary Acquisition B2B, LLC,
WC Docket No. 18-343 (filed Nov. 13, 2018).

GENERAL INFORMATION

The application identified herein have been found, upon initial review, to be acceptable for filing. The Commission reserves the right to return any application if, upon further examination, it is determined to be defective and not in conformance with the Commission's rules and policies.

Interested parties may file comments and petitions **on or before December 13, 2018**, and reply comments or oppositions to petitions **on or before December 20, 2018**. Comments may be filed using the Commission's Electronic Comment Filing System (ECFS) or by paper. All filings must be addressed to the Commission's Secretary, Office of the Secretary, Federal Communications Commission.

- ☐ Electronic Filers: Comments may be filed electronically by accessing ECFS at <http://apps.fcc.gov/ecfs/>.
- ☐ Paper Filers: Parties who choose to file by paper must file an original and one copy of each filing. Paper filings can be sent by hand or messenger delivery, by commercial overnight courier, or by first-class or overnight U.S. Postal Service mail.
 - ☐ All hand-delivered or messenger-delivered paper filings for the Commission's Secretary must be delivered to FCC Headquarters at 445 12th St., SW, Room TW-

² Hilliary Family First, LLC is co-owned (each 50 percent) by the Edward A. Hilliary, Jr. Revocable Trust (EAH Trust) and the Alice Jo Hilliary Revocable Trust (AJH Trust). Applicants state that the following U.S. citizens each hold a 14.29 percent equity interest in, and are beneficiaries of, both the EAH Trust and the AJH Trust and, therefore, each hold a 14.29 percent interest in Medicine Park: Douglas J. Hilliary, Edward E. Hilliary, Jr., Michael J. Hilliary, Dustin J. Hilliary, Dacia N. Hilliary, Cody K. Hilliary, and Edward E. Hilliary.

³ 47 CFR § 63.03(c)(1)(v).

A325, Washington, DC, 20554. The filing hours are 8:00 a.m. to 7:00 p.m. All hand deliveries must be held together with rubber bands or fasteners. All envelopes and boxes must be disposed of before entering the building.

- ☐ Commercial overnight mail (other than U.S. Postal Service Express Mail and Priority Mail) must be sent to 9050 Junction Drive, Annapolis Junction, MD, 20701.
- ☐ U.S. Postal Service first-class, Express, and Priority mail must be addressed to 445 12th Street, SW, Washington DC, 20554.

People with Disabilities: To request materials in accessible formats for people with disabilities (braille, large print, electronic files, audio format), send an e-mail to fcc504@fcc.gov or call the Consumer and Governmental Affairs Bureau at 202-418-0530 (voice), 1-888-835-5322 (tty).

In addition, please provide one copy of each pleading to each of the following:

- 1) Jim Bird, Office of General Counsel, transactionteam@fcc.gov;
- 2) Greg Kwan, Wireline Competition Bureau, gregory.kwan@fcc.gov;
- 3) Tracey Wilson, Wireline Competition Bureau, tracey.wilson@fcc.gov;
- 4) David Krech, International Bureau, david.krech@fcc.gov;
- 5) Sumita Mukhoty, International Bureau, sumita.mukhoty@fcc.gov.

The proceeding in this Notice shall be treated as a permit-but-disclose proceeding in accordance with the Commission's *ex parte* rules.⁴ 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 data or arguments already reflected in the presenter's written comments, memoranda, or other filings in the proceeding, then 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.

To allow the Commission to consider fully all substantive issues regarding the application in as timely and efficient a manner as possible, petitioners and commenters should raise all issues in their initial filings. New issues may not be raised in responses or replies.⁵ A party or interested person seeking to raise a new issue after the pleading cycle has closed must show good cause why it

⁴ 47 CFR § 1.1200 *et seq.*

⁵ See 47 CFR § 1.45(c).

was not possible for it to have raised the issue previously. Submissions after the pleading cycle has closed that seek to raise new issues based on new facts or newly discovered facts should be filed within 15 days after such facts are discovered. Absent such a showing of good cause, any issues not timely raised may be disregarded by the Commission.

For further information, please contact Tracey Wilson at (202) 418-1394 or Gregory Kwan at (202) 418-1191.

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