



PUBLIC NOTICE

Federal Communications Commission
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DA 17-1202
December 14, 2017

**DOMESTIC SECTION 214 APPLICATION FILED FOR THE
ACQUISITION OF CERTAIN ASSETS OF BVU AUTHORITY BY
SUNSET DIGITAL COMMUNICATIONS, INC.**

STREAMLINED PLEADING CYCLE ESTABLISHED

WC Docket No. 17-268

Comments Due: December 28, 2017
Reply Comments Due: January 4, 2018

By this Public Notice, the Wireline Competition Bureau seeks comment from interested parties on an application filed by BVU Authority (BVU) and Sunset Digital Communications, Inc. (Sunset Digital) (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 approval to transfer BVU's telecommunications business assets from BVU to Sunset Digital.¹

BVU, a subdivision of the Commonwealth of Virginia, provides, under the trade name OptiNet, data, Internet, broadband, voice communications and cable television services to residential and commercial customers over a facilities-based network in Virginia and Tennessee.

Sunset Digital, a corporation organized under the laws of the Commonwealth of Virginia, provides broadband, private data, fiber-optic television and telephone services to residents, businesses, medical facilities, banks, and other Internet service providers. Currently, Sunset Digital owns, leases, and operates more than 900 miles of fiber-optic cable serving Southwest Virginia and Northeast Tennessee to over 2,250 customers. After consummation, Sunset Digital will be wholly owned by Sunset Digital Holdings, Inc. (Sunset Holdings), which is financing the transaction. The following entity and individuals will hold a 10 percent or greater interest in Sunset Holdings: Paul Elswick (15 percent); Ryan

¹ See 47 U.S.C. § 214; 47 CFR §§ 63.03-04. Applicants filed supplements to their application on September 29, 2017, November 7, 2017, and December 11, 2017. Applicants also filed an application for the transfer of authorizations associated with international services. Any action on this domestic section 214 application is without prejudice to Commission action on other related, pending applications. The proposed transaction is related to another domestic section 214 application filed by the Applicants pending with Commission. See Application for Authorization Pursuant to Section 214 of the Communications Act of 1934, as Amended, for Assignment of Assets and/or Transfer of Control, WC Docket No. 17-273 (filed Sept. 22, 2017) (seeking Commission approval for the transfer of control of Sunset Digital to Sunset Digital Holdings, Inc.).

Elswick (15 percent); and H.I.G. Capital Partners V, L.P. (70 percent). H.I.G. Capital Partners V, L.P. is ultimately controlled by H.I.G.-GP II, Inc., a Delaware corporation, which is controlled by Sami Mnaymneh and Anthony Tamer, both U.S. citizens. Applicants state that neither Sami Mnaymneh or Anthony Tamer hold ownership interest in any other telecom providers.

Pursuant to the terms of the proposed transaction, Sunset Digital and BVU entered into an Asset Purchase Agreement (the Agreement) to allow Sunset Digital to acquire the OptiNet network. After consummation of the proposed transaction, Sunset Fiber, LLC (Sunset Fiber), also a Virginia entity and subsidiary of Sunset Holdings, will own and operate the OptiNet network. Applicants assert that the proposed transaction is entitled to presumptive streamlined treatment under Section 63.03(b)(2)(i) of the Commission's rules and that a grant of the application will serve the public interest, convenience, and necessity.²

Domestic Section 214 Application Filed for the Acquisition of Assets of
BVU Authority by Sunset Digital Communications, Inc.,
WC Docket No. 17-268 (filed Oct. 13, 2017).

GENERAL INFORMATION

The transfer of assets 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 December 28, 2017**, and reply comments **on or before January 4, 2018**. 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.

Pursuant to Section 63.03 of the Commission's rules, 47 CFR § 63.03, parties to this proceeding should file any documents in this proceeding 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) Myrva Charles, Wireline Competition Bureau, myrva.charles@fcc.gov;
- 2) Dennis Johnson, Wireline Competition Bureau, dennis.johnson@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.

² 47 CFR § 63.03(b)(2)(i).

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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 Myrva Charles at (202) 418-1506 or Dennis Johnson at (202) 418-0809.

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