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

In re Application of		
	)	
James Larry Bone, K. Wayne King, Ross Morreale, the Bill and Debra Stuckey Family, the Conley Bone Family And Other Members of Vantage Telecom LLC	)	
Transferors	)	WC Docket No. _____
	)	
Pinnacle Telecom LLC	)	
Transferee	)	
	)	
For the Transfer of Control of Vantage Telecom LLC, which provides interstate interexchange and exchange access services in Arkansas, Oklahoma and Missouri pursuant to a blanket Domestic Section 214 authorization	)	

TO: Wireline Competition Bureau

APPLICATION FOR TRANSFER OF CONTROL OF DOMESTIC BLANKET SECTION 214 AUTHORIZATION

James Larry Bone, K. Wayne King, Ross Morreale, the Bill and Debra Stuckey Family, the Conley Bone Family and other members of Vantage Telecom LLC ("Transferors") and Pinnacle Telecom LLC ("Pinnacle" or "Transferee"; FRN: 0008-6993-40) hereby request Commission authorization for the transfer of control on July 1, 2016 of Vantage Telecom LLC ("Vantage"; FRN: 0006-7724-12) from Transferors to Pinnacle. A request for Special Temporary Authority ("STA") to continue operation of Vantage's competitive local exchange carrier ("CLEC") business during the pendency of this Domestic Section 214 Application is being filed at the same time.

Vantage, an Arkansas limited liability company, provided interstate interexchange and exchange access services as a CLEC in the states of Arkansas and Oklahoma (as well as wholesale telecommunications services in Missouri) pursuant to a blanket Domestic Section 214 authorization at the time of the transfer of control and has continued to do so thereafter.

Pinnacle, an Arkansas limited liability company, is owned 100 percent by Lavaca Telephone Company, Inc., d/b/a Pinnacle Communications ("Lavaca"). Lavaca is an incumbent local exchange carrier ("ILEC") that provides local exchange and exchange access services in the Lavaca exchange in rural western Arkansas and in the Panama and Shady Point exchange in rural eastern Oklahoma. Pinnacle was formed to provide a variety of differently regulated or non-regulated services (including CLEC, broadband and toll services) within and outside Lavaca's ILEC service areas.

The subject July 1, 2016 transaction entailed Pinnacle's entry as a new member into the Vantage limited liability company in exchange for certain fiber optic facilities and other assets. Pinnacle received a 51 percent membership interest in Vantage, which gave it *de jure* control of Vantage even though both Pinnacle and Vantage owners and employees have continued to participate significantly in the management and operation of Vantage's business. Vantage, which had previously done business as Newroads Telecom, soon thereafter began doing business as Pinnacle Telecom and has continued doing business under the latter name up through the present time.

At the time of the July 1, 2016 transaction, Pinnacle and Vantage had conversations with a Washington, DC counsel with whom they were then acquainted. For some reason not clearly remembered – whether the right questions were not asked or complete responses were not provided or an inadvertent missed communication occurred – no Domestic Section 214 application for transfer of control of Vantage was filed at the time. Neither Pinnacle nor Vantage intended to violate the Commission's rules or requirements, and both parties now realize that Pinnacle's acquisition of a 51 percent member interest in Vantage constituted a transfer of *de jure* control that required a Domestic Section 214 application and prior Commission consent. When Pinnacle and

Vantage recently became aware of this oversight, they proceeded to voluntarily disclose the matter and rectify it by filing the present application and the accompanying STA request.

At the time of the July 1, 2016 transaction, there was a slight overlap between the Pinnacle and Vantage service areas in that Pinnacle had just begun serving a customer in Fort Smith, Arkansas where Vantage was already offering service. Now, over three years later, the Vantage-Pinnacle entity provides a variety of local and long distance voice services, high-speed broadband services and related services in western Arkansas and eastern Oklahoma (as well as providing some wholesale telecommunications services in south central Missouri).

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:
Members of Vantage Telecom LLC
310 Towson Ave (P.O. Box 2670)
Fort Smith, AR 72901
Telephone: (479) 424-1674
Facsimile: (479) 494-0285

Transferee :
Pinnacle Telecom LLC
301 Hwy 96 SW (P.O. Box 230)
Lavaca, AR 72941
Telephone: 479-674-2104
Facsimile: 479-674-5810

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

Vantage Telecom LLC is an Arkansas limited liability company.

Pinnacle Telecom LLC is an Arkansas limited liability company.

(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:
Conley Bone
Vantage Telecom LLC
310 Towson Ave. (P.O. Box 2670)
Fort Smith, AR 72901
Telephone: (479) 424-1674
Facsimile: (479) 494-0285

For Transferee:
John Zeiler
Pinnacle Telecom LLC
301 Hwy 96 SW (P.O. Box 2670)
Lavaca, AR 72941
Telephone: (479) 674-2104
Facsimile: (479) 674-5810

With a copy to Counsel:

Gerard J. Duffy
Blooston, Mordkofsky, Dickens, Duffy, & Prendergast, LLP
2120 L St. NW, Suite 300
Washington, DC 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:

Vantage Telecom LLC (Before Transaction)

The names, addresses, citizenship and principal businesses of the entities that owned at least ten (10) percent of the equity and voting power of Vantage before the subject transaction are:

Name & Address	Voting & Equity %	Citizenship	Principal Business
James Larry Bone 310 Towson Ave. Ft. Smith, AR 72901	41.45%	U.S.A.	Telecommunications
K. Wayne King 310 Towson Ave. Ft. Smith, AR 72901	10.63%	U.S.A.	Telecommunications

Vantage Telecom LLC (Before Transaction)

Name & Address	Voting & Equity %	Citizenship	Principal Business
Ross Morreale 310 Towson Ave. Ft. Smith, AR 72901	10.39%	U.S.A.	Telecommunications
Bill & Debra Stuckey Family 310 Towson Ave. Ft. Smith, AR 72901	16.67%	U.S.A.	Telecommunications
Conley Bone Family 310 Towson Ave. Ft. Smith, AR 72901	16.04%	U.S.A.	Telecommunications

The Bill and Debra Stuckey Family is comprised of Bill Stuckey, his wife Debra Stuckey and an Arkansas limited liability company (River Valley Communications, LCC) that they own.

The Conley Bone Family is comprised of the three minor children of Conley Bone (Reese O. Bone, Conley K. Bone II and Andrew L. Bone). Conley Bone is the son of James Larry Bone.

No other individual or entity directly or indirectly owned an interest of ten (10) percent or more of the equity and voting power of Vantage prior to the proposed transaction.

Pinnacle Telecom LLC (Before and After Transaction)

Name, address, citizenship and principal business of the only entity that owned at least (10) percent of the equity and voting power of Pinnacle Telecom LLC both before and after the subject transaction are:

Name & Address	Voting & Equity %	Citizenship	Principal Business
Lavaca Telephone Company, Inc. 301 Hwy 96 SW Lavaca, AR 72941	100.00%	Arkansas Corporation	Telecommunications

In turn, the names, addresses, citizenship and principal businesses of the entities that have owned at least (10) percent of the equity and voting power of Lavaca Telephone Company, Inc. both before and after the subject transaction are:

Name & Address	Voting & Equity %	Citizenship	Principal Business
Michael Keith Gibson Trust Michael K. Gibson, Trustee 301 Hwy 96 SW Lavaca, AR 72941	19.63%	Arkansas Trust	Telecommunications

Name & Address	Voting & Equity %	Citizenship	Principal Business
The Gibson Family Trust Richard D. Gibson, Trustee 301 Hwy 96 SW Lavaca, AR 72941	19.63%	Arkansas Trust	Telecommunications
Gregory N. Gibson 301 Hwy 96 SW Lavaca, AR 72941	19.63%	U.S.A.	Telecommunications
Tammy Nolan Trust Tammy J. Nolan, Trustee 301 Hwy 96 SW Lavaca, AR 72941	19.63%	Arkansas Trust	Telecommunications
Ruby Jo Gibson Living Trust Ruby Jo Gibson, Trustee 301 Hwy 96 SW Lavaca, AR 72941	10.74%	Arkansas Trust	Telecommunications
ByPass/QSST Trust c/u Clyde M. Gibson Living Trust Ruby Jo Gibson, Trustee 301 Hwy 96 SW Lavaca, AR 72941	10.74%	Arkansas Trust	Telecommunications

Ruby Jo Gibson is the mother of Michael K. Gibson, Richard D. Gibson, Gregory N. Gibson and Tammy J. Nolan. Ruby Jo Gibson is the widow of Clyde M. Gibson.

Vantage Telecom LLC (After Transaction)

The name, address, citizenship and principal business of the entities that own at least ten (10) percent of the equity and voting power of Vantage after the subject transaction are:

Name & Address	Voting & Equity %	Citizenship	Principal Business
Pinnacle Telecom LLC 301 Hwy 96 SW Lavaca, AR 73941	51.00%	Arkansas LLC	Telecommunications
James Larry Bone 310 Towson Ave. Ft. Smith, AR 72901	20.31%	U.S.A.	Telecommunications

The other primary transferors each now own less than 10 percent of the member equity in Vantage. K. Wayne King owns a 5.21 percent member interest; Ross Morreale owns a 5.09 percent member

interest; the Bill and Debra Stuckey Family owns an 8.17 percent member interest; and the Conley Bone Family owns a 7.86 percent member interest.

No other individual or entity directly or indirectly owns or controls an interest of ten (10) percent or more of the equity and voting power of Vantage Telecom, LLC after the subject 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.

James Larry Bone, K. Wayne King, Ross Morreale, the Bill and Debra Stuckey Family, the Conley Bone Family and Pinnacle Telecom LLC 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:

Pinnacle contributed fiber optic facilities and other assets to Vantage in return for a 51.0 percent member interest in the limited liability company. Pinnacle's 51.0 percent member interest constitutes *de jure* control of Vantage and its assets, including Vantage's blanket Domestic Section 214 authorization.

(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:

Areas and Services of Vantage Telecom LLC d/b/a Pinnacle Telecom

Vantage provides competitive local exchange service, exchange access service, long distance service and broadband and dial-up internet service, both retail and wholesale, as a CLEC (approximately 1,200 access lines) in and around the communities of Alma, Bentonville, Eureka Springs, Fayetteville, Fort Smith, Rogers, Springdale and Van Buren in Benton, Carroll, Crawford, Sebastian and Washington Counties of western Arkansas; and the communities of Fort Gibson, Hulbert, Sallisaw and Tahlequah in the counties of Cherokee, Muskogee, Sequoyah and Wagoner in eastern Oklahoma. Vantage also provides wholesale voice and other telecommunications services to certain retail telecommunications service providers in and around the communities of Cassville, Exeter, Seligman and Washburn in Barry County in south central Missouri;

Vantage has no ownership interests in any other entity that offers domestic telecommunications services.

Areas and Services of Lavaca Telephone Company and Affiliates

Lavaca Telephone Company, Inc. provides local exchange service and exchange access service as an ILEC (approximately 1,849 access lines) in and around the communities of Lavaca in Sebastian County, Arkansas; and Panama and Shady Point in LeFlore County, Oklahoma.

(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:

Applicants are not requesting streamlined treatment. However, they note that the less than 3,100 access lines served by applicants and their affiliates constitute far less than two (2) percent of the nation's subscriber lines.

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

Vantage Telecom, LLC d/b/a Pinnacle Telecom was granted Microwave Industrial/ Business Pool licenses for stations WRDJ536, WRDJ537 and WRDJ538 on May 14, 2019. Since these licenses were granted to the existing Vantage entity well after the subject 2016 transactions and since the applications did not require ownership information, the parties do not believe that transfer of control applications are necessary.

(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:

A request for Special Temporary Authority is being filed 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 has enabled Vantage to rely upon its resources and those of Pinnacle to provide competitive telecommunications and advanced services to customers throughout western Arkansas and eastern Oklahoma. The July 1, 2016 entry of Pinnacle gave Vantage the increased financial, technical and staff resources that helped it to deploy a state-of-the-art fiber optic network throughout much of its Arkansas and Oklahoma service area, and to offer traditional local and long distance voice services and high-speed broadband throughout the area, as well as providing colocation facilities and call center disaster backup services to other carriers and business customers.

Conclusion

In light of the foregoing facts and public interest considerations, the Commission is respectfully requested to authorize the transfer of control of the blanket Domestic Section 214 authorization of Vantage Telecom LLC from James Larry Bone, K. Wayne King, Ross Morreale, the Bill and Debra Stuckey Family, the Conley Bone Family and the other members of Vantage Telecom LLC to Pinnacle Telecom LLC.

James Larry Bone, K. Wayne King, Ross Morreale, the Bill and Debra Stuckey Family, the Conley Bone Family and Pinnacle 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,

JAMES LARRY BONE
By: _____
Date: 12-19-2019

PINNACLE TELECOM LLC
By: _____
Title: _____

K WAYNE KING
By: _____
Date: _____

ROSS MORREALE
By: _____
Date: _____

BILL AND DEBRA STUCKEY FAMILY
By: _____
Date: _____

CONLEY BONE FAMILY
By: _____
Date: _____

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Respectfully submitted,

JAMES LARRY BONE
By: _____
Date: _____

PINNACLE TELECOM LLC
By: _____
Title: _____

K WAYNE KING
By: K Wayne King
Date: 12-19-2019

ROSS MORREALE
By: _____
Date: _____

BILL AND DEBRA STUCKEY FAMILY
By: _____
Date: _____

CONLEY BONE FAMILY
By: _____
Date: _____

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Respectfully submitted,

JAMES LARRY BONE
By: _____
Date: _____

PINNACLE TELECOM LLC
By: _____
Title: _____

K WAYNE KING
By: _____
Date: _____

ROSS MORREALE
By: Ron M. Morreale
Date: 12-19-2019

BILL AND DEBRA STUCKEY FAMILY
By: _____
Date: _____

CONLEY BONE FAMILY
By: _____
Date: _____

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Respectfully submitted,

JAMES LARRY BONE
By: _____
Date: _____

PINNACLE TELECOM LLC
By: _____
Title: _____

K WAYNE KING
By: _____
Date: _____

ROSS MORREALE
By: _____
Date: _____

BILL AND DEBRA STUCKEY FAMILY
By: _____
Date: 12/19/19

CONLEY BONE FAMILY
By: _____
Date: 12/19/19

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James Larry Bone, K. Wayne King, Ross Morreale, the Bill and Debra Stuckey Family, the Conley Bone Family and Pinnacle 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,

JAMES LARRY BONE
By: _____
Date: _____

PINNACLE TELECOM LLC
By: Alan Gibson
Title: V. P. - Business Operations
Date: 12/19/2019

K WAYNE KING
By: _____
Date: _____

ROSS MORREALE
By: _____
Date: _____

BILL AND DEBRA STUCKEY FAMILY
By: _____
Date: _____

CONLEY BONE FAMILY
By: _____
Date: _____