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November 17, 2014

Marlene H. Dortch, Secretary
Federal Communications Commission
445 12th Street, S.W.
Washington, D.C. 20554

Attn: Jodie May, Competition Policy Division
Wireline Competition Bureau

Re: WC Docket No. _____
Request for Domestic Section 214 Special Temporary Authority
Diller Telephone Company

Dear Ms. Dortch:

Simultaneously with this request, Diller Telephone Company and the William R. Sandman Revocable Trust ("RSandman Trust") (collectively "Applicants") by their undersigned counsel, and pursuant to Section 214 of the Communications Act of 1934, as amended, 47 U.S.C. 214 and Section 63.04 of the Commission's rules, 47 C.F.R. 63.04, have filed an application for authority to transfer control of Diller Telephone Company and its wholly owned subsidiary, Diode Telecom, Inc. ("Diller") to the RSandman Trust. In March 2011 stock transfers from prior owners to the RSandman Trust increased its ownership from 29% to 53%. Applicants request Special Temporary Authority ("STA") as immediate authorization for Diller Telephone Company and Diode Telecom, Inc. to continue operations under the control of the RSandman Trust pending Commission action on the Transfer of Control application.

Applicants

Diller Telephone Company and its subsidiary Diode Telecom, Inc. are Nebraska Corporations with mailing address of 318 Commercial Street, P.O. Box 236, Diller, Nebraska 68342. Diller and Diode provide interstate interexchange and international telecommunications to customers in Nebraska and Kansas.

The William R. Sandman Revocable Trust was created in Nebraska.

Transfer of Control

In January 2011 the four owners of the stock of Diller Telephone Company applied to the Nebraska Public Service Commission ("PSC") for authority to transfer stock in the company. The application, No. C-4333, was granted by the PSC by Opinion and Findings on March 8, 2011. Prior to the transfer, none of the four stock holders owned a majority of the stock. Subsequent to the transfer, the RSandman trust owns 53%. Before and after the transfers, Diller Telephone Company has been under the operational direction of its President, William R. Sandman. Applicants were unaware at the time that approval of this Commission was also required. Upon seeking legal advice to execute a further transfer to a holding company, the owners were advised that the prior transfer should have also obtained authority from this Commission. Accordingly, Applicants now seek such authority and STA while their application is pending.

Public Interest Statement

Applicants request STA to permit continuation of interstate telecommunications services provided by Diller Telephone Company and Diode Telecom, Inc. and thereby avoid substantial harm to the consumers who depend upon those services on a daily basis. The stock transfer described above has not had, and will not have, any adverse impact on the quality and scope of services provided.

Applicants acknowledge that grant of this STA request will not prejudice any action the Commission may take on the companion application for Commission authorization of the current control of Diller Telephone Company. Applicants further acknowledge that STA may be revoked by the Commission upon its own motion and without a hearing, and that grant of this STA and the Section 214 Application will not preclude enforcement action by the Commission.

The public interest will be best served by ensuring that there is no interruption of communications services in this rural area that are important to both Diller Telephone Company and Diode Telecom, Inc.'s subscribers, but also callers from across the nation who seek to contact them for business and personal reasons.

Please contact me if you require any additional information.

Respectfully submitted

David Cosson

cc: Jodie May
Dennis Johnson
Tracey Wilson
Myrva Charles

READ INSTRUCTIONS CAREFULLY
BEFORE PROCEEDING

FEDERAL COMMUNICATIONS COMMISSION
REMITTANCE ADVICE
FORM 159

Approved by OMB
3060-0589
Page No. 1 of 2

(1) LOCKBOX# 97901	SPECIAL USE ONLY	
FCC USE ONLY		
SECTION A - PAYER INFORMATION		
(2) PAYER NAME (if paying by credit card enter name exactly as it appears on the card) Diller Telephone Company	(3) TOTAL AMOUNT PAID (U.S. Dollars and cents) \$1,130.00	
(4) STREET ADDRESS LINE NO. 1 318 Commercial Street		
(5) STREET ADDRESS LINE NO. 2 P.O. Box 236		
(6) CITY Diller	(7) STATE NE	(8) ZIP CODE 68342
(9) DAYTIME TELEPHONE NUMBER (include area code) 402 793 5330	(10) COUNTRY CODE (if not in U.S.A.)	
FCC REGISTRATION NUMBER (FRN) REQUIRED		
(11) PAYER (FRN) 0002393379	(12) FCC USE ONLY	
IF MORE THAN ONE APPLICANT, USE CONTINUATION SHEETS (FORM 159-C) COMPLETE SECTION BELOW FOR EACH SERVICE, IF MORE BOXES ARE NEEDED, USE CONTINUATION SHEET		
(13) APPLICANT NAME Diller Telephone Company		
(14) STREET ADDRESS LINE NO. 1 318 Commercial Street		
(15) STREET ADDRESS LINE NO. 2 P.O. Box 236		
(16) CITY Diller	(17) STATE NE	(18) ZIP CODE 68342
(19) DAYTIME TELEPHONE NUMBER (include area code) 402 793 5330	(20) COUNTRY CODE (if not in U.S.A.)	
FCC REGISTRATION NUMBER (FRN) REQUIRED		
(21) APPLICANT (FRN) 0002393379	(22) FCC USE ONLY	
COMPLETE SECTION C FOR EACH SERVICE, IF MORE BOXES ARE NEEDED, USE CONTINUATION SHEET		
(23A) CALL SIGN/OTHER ID	(24A) PAYMENT TYPE CODE CDT	(25A) QUANTITY 1
(26A) FEE DUE FOR (PTC) \$1,130.00	(27A) TOTAL FEE \$1,130.00	FCC USE ONLY
(28A) FCC CODE 1	(29A) FCC CODE 2	
(23B) CALL SIGN/OTHER ID	(24B) PAYMENT TYPE CODE	(25B) QUANTITY
(26B) FEE DUE FOR (PTC)	(27B) TOTAL FEE	FCC USE ONLY
(28B) FCC CODE 1	(29B) FCC CODE 2	
SECTION D - CERTIFICATION		
CERTIFICATION STATEMENT I, <u>Michael Casson</u> , certify under penalty of perjury that the foregoing and supporting information is true and correct to the best of my knowledge, information and belief.		
SIGNATURE <u>Michael Casson</u>	DATE <u>Nov. 17, 2014</u>	
SECTION E - CREDIT CARD PAYMENT INFORMATION		
ACCOUNT NUMBER <u>[REDACTED]</u>	EXPIRATION DATE <u>[REDACTED]</u>	
I hereby authorize the FCC to charge my credit card for the service(s) authorization herein described.		
SIGNATURE <u>[REDACTED]</u>	DATE <u>Nov. 17, 2014</u>	

FEDERAL COMMUNICATIONS COMMISSION
REMITTANCE ADVICE (CONTINUATION SHEET)
FORM 159-C

Page No 2 of 2

SPECIAL USE
FCC USE ONLY

USE THIS SECTION ONLY FOR EACH ADDITIONAL APPLICANT
SECTION BB - ADDITIONAL APPLICANT INFORMATION

(13) APPLICANT NAME
William R. Sandman Revocable Trust

(14) STREET ADDRESS LINE NO. 1
318 Commercial Street

(15) STREET ADDRESS LINE NO. 2
P.O. Box 236

(16) CITY
Diller

(17) STATE
NE

(18) ZIP CODE
68342

(19) DAYTIME TELEPHONE NUMBER (include area code)
402 793 5330

(20) COUNTRY CODE (if not in U.S.A.)

FCC REGISTRATION NUMBER (FRN) REQUIRED

(21) APPLICANT (FRN)
0024094492

(22) FCC USE ONLY

COMPLETE SECTION C FOR EACH SERVICE, IF MORE BOXES ARE NEEDED, USE CONTINUATION SHEET

(23A) CALL SIGN/OTHER ID | (24A) PAYMENT TYPE CODE | (25A) QUANTITY

(26A) FEE DUE FOR (PTC) | (27A) TOTAL FEE | FCC USE ONLY

(28A) FCC CODE 1 | (29A) FCC CODE 2

(23B) CALL SIGN/OTHER ID | (24B) PAYMENT TYPE CODE | (25B) QUANTITY

(26B) FEE DUE FOR (PTC) | (27B) TOTAL FEE | FCC USE ONLY

(28B) FCC CODE 1 | (29B) FCC CODE 2

(23C) CALL SIGN/OTHER ID | (24C) PAYMENT TYPE CODE | (25C) QUANTITY

(26C) FEE DUE FOR (PTC) | (27C) TOTAL FEE | FCC USE ONLY

(28C) FCC CODE 1 | (29C) FCC CODE 2

(23D) CALL SIGN/OTHER ID | (24D) PAYMENT TYPE CODE | (25D) QUANTITY

(26D) FEE DUE FOR (PTC) | (27D) TOTAL FEE | FCC USE ONLY

(28D) FCC CODE 1 | (29D) FCC CODE 2

(23E) CALL SIGN/OTHER ID | (24E) PAYMENT TYPE CODE | (25E) QUANTITY

(26E) FEE DUE FOR (PTC) | (27E) TOTAL FEE | FCC USE ONLY

(28E) FCC CODE 1 | (29E) FCC CODE 2

(23F) CALL SIGN/OTHER ID | (24F) PAYMENT TYPE CODE | (25F) QUANTITY

(26F) FEE DUE FOR (PTC) | (27F) TOTAL FEE | FCC USE ONLY

(28F) FCC CODE 1 | (29F) FCC CODE 2

**BEFORE THE
FEDERAL COMMUNICATIONS COMMISSION
WASHINGTON, DC 20554**

In the Matter of)	
)	
Diller Telephone Company)	
)	
and)	WC Doc. No. _____
)	
William R. Sandman Revocable Trust.)	
)	
Application for Authorization Pursuant to)	
Section 214 of the Communications Act of 1934,)	
as Amended, for Transfer of Control)	

APPLICATION FOR TRANSFER OF CONTROL

Diller Telephone Company and the William R. Sandman Revocable Trust (“RSandman Trust” collectively “Applicants”), by their undersigned counsel, and pursuant to Section 214 of the Communications Act of 1934, as amended, 47 U.S.C. § 214 (the “Act”), and Section 63.04 of the rules of the Federal Communications Commission (“FCC” or the “Commission”), 47 C.F.R. § 63.04, hereby request authority to transfer control of Diller Telephone Company and its wholly owned subsidiary Diode Telecom, Inc. (“Diller”) to the RSandman Trust. Because the transfer has previously taken effect, this Application is accompanied by an Application for Special Temporary Authority to continue operation of the carriers under control of the transferee.

In January 2011 the Applicants and the other stock holders applied to the Nebraska Public Service Commission (“PSC”) for authority to execute a stock transfer reducing the number of stockholders in Diller Telephone from four to two, such that the RSandman Trust would have a 53% interest. The application, No. C-4333 was granted by the PSC by Opinion and

Findings on March 8, 2011. Applicants were unaware at the time that approval of this Commission was also required. The current owners of Diller Telephone Company now wish to execute a further reorganization by establishing a holding company that will be 100% owned by them and will, in turn own all of the stock of Diller Telephone Company and its subsidiaries. Applicants believe this transaction would, at least by itself, constitute a *pro forma* transfer. Upon seeking legal advice to execute this transfer, the owners were advised that the prior transfer should have also obtained authority from this Commission. Accordingly, Applicants now seek such authority, as well as either affirmation that the creation of the proposed holding company will be a *pro forma* transaction or that the Commission grant such authority as may be required.

Applicants are also seeking similar authority from the International Bureau with respect to the International Long Distance provided through Diode Telecom, Inc., and for its three radio licenses: WQLZ773, WQRQ567 and WQRQ568.

Pursuant to Section 63.04(a) of the Commission's rules, the Applicants provide the following information in support of this transaction:

(1) Applicants' Name, Address and Telephone Number

Transferors: William P. Sandman, Trustee
William P. Sandman Revocable Trust

Gladys L. Sandman, Trustee
Gladys L. Sandman Revocable Trust

P.O. Box 236
Diller, Nebraska 68342
402 793 5330

Transferees: William R. Sandman, Trustee
William R. Sandman Revocable Trust
318 Commercial Street
P.O. Box 236

Diller, Nebraska 68342
402 793 5330

Steven P. Sandman, Trustee
Steven P. Sandman Revocable Trust
318 Commercial Street
P.O. Box 236
Diller, Nebraska 68342
402 793 5330

(2) State of Organization

- (a) Diller Telephone Company is a Nebraska corporation
- (b) Diode Telecom, Inc. is a Nebraska corporation
- (c) Each of the four Revocable Trusts were created in Nebraska

(3) Contact Information

All correspondence, notices and inquiries regarding this transaction should be addressed to:

Transferors: William P. Sandman, Trustee
P.O. Box 236
Diller, Nebraska 68342
402 793 5330

Transferees: William R. Sandman, Trustee
P.O. Box 236
Diller, Nebraska 68342
402 793 5330

Copies of all correspondence, notices, and inquiries should also be addressed to:

Troy S. Kirk
Rembolt Ludtke LLP
1201 Lincoln Mall
Suite 102
Lincoln, Nebraska 68508
402 475 5100

David Cosson
5151 Wisconsin Ave., N.W.
Suite 313

Washington, DC 20016
202 333 5275

(4) Ten Percent (10%) Equity Shareholders:

TRANSFERORS:

William P. Sandman Revocable Trust	
Prior to 2011	22%
After transfer	0%
Gladys L. Sandman Revocable Trust	
Prior to 2011	26%
After transfer	0%

TRANSFEREES:

William R. Sandman Revocable Trust	
Prior to 2011	29%
After transfer	53%
Steven P. Sandman Revocable Trust	
Prior to 2011	23%
After transfer	47%

(5) Certification Pursuant to Rules 1.2001-1.2003

Applicants certify, pursuant to 47 C.F.R. §§ 1.2001-1.2003, that to the best of their knowledge, information, and belief, no party to the Application is subject to denial of federal benefits pursuant to section 5301 of the Anti-Drug Abuse Act of 1988, 21 U.S.C. § 862. Certification is attached as Exhibit A.

(6) Description of the Transaction

As recited above, in March 2011, following approval of the Nebraska Public Service Commission, the Revocable Trusts of William P. and Gladys L. Sandman transferred their respective shares of the stock of Diller Telephone Company to the Revocable Trusts of William R. Sandman and Steven P. Sandman. Following the transfer, as shown in (4) above, the William

R. Sandman trust now owns 53% of the stock and the Steven P. Sandman trust now owns 47% of the stock.

At the time of the transfer the parties believed that only the permission of the PSC was required. Subsequently, in preparing to effect a further corporate reorganization to establish a holding company, the parties discovered that authority of this Commission is also required.

(7) Geographic Description

Diller Telephone Company is located in southeastern Nebraska where it provides local exchange and long distance service to four exchanges, one of which has a few subscribers in Kansas. By itself or through its wholly owned subsidiaries, Diode Telecom, Inc. and Diode Cable Company, Diller provides broadband Internet Access and cable television services to a somewhat larger area.

(8) Streamlined Treatment

Applicants request streamlined treatment of this Application in accordance with Section 63.03(b)(2)(iii). Diller Telephone Company serves fewer than two (2) percent of the nation's subscriber lines, and there is no issue of overlapping or adjacent service areas

(9) Other Related Applications Before the Commission

Applicants are also seeking approval of the transfer of control with respect to Diode's international long distance service and three wireless licenses (WQLZ773, WQRQ568, WQRQ 567). Applicants will seek Special Temporary Authority to be effective during the pendency of these applications.

(10) Statement of Imminent Business Failure

Not applicable.

(11) Separately Filed Waiver Requests

None

(12) Public Interest Statement

Grant of the instant Application will serve the public interest because it will rectify an inadvertent oversight by Applicants which resulted in no harm to the company's consumers. At all relevant times, before and after the transfer, management of Diller Telephone Company and its subsidiaries has been under the direction and control of President William R. Sandman. The change in ownership of the company's stock has had no impact on services provided to subscribers and the quality and scope of its telecommunications and information services have continued to expand.

Grant of the application will also allow the owners to proceed with their proposed reorganization which would transfer ownership of Diller Telephone Company and its subsidiaries to a holding company. The holding company in turn will be owned by the Revocable Trusts of William R. and Steven P. Sandman in the same proportion as their current ownership of the telephone company (53/47%). Applicants believe that this subsequent reorganization will, upon approval of the 2011 transfer, qualify as a *pro forma* transaction pursuant to Section 63.03(d)(1) in that it will not result in a change in ultimate ownership or control of the carrier's lines or authorization to operate.

Conclusion.

For the foregoing reasons, Applicants respectfully request that the Commission promptly grant this Application.

Respectfully Submitted,

David Cosson
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Suite 313
Washington, D.C. 20016
202 333 5275

Troy S. Kirk
Rembolt Ludtke LLP
1201 Lincoln Mall
Suite 102
Lincoln, Nebraska 68508
402 475 5100

Counsel for Diller Telephone
Company

November 17, 2014

Attachments