

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

In the Matter of)
)
TC3 Telecom, Inc.)
)
Application for Authorization Pursuant to) WC Docket No. 15-_____
Section 214 of the Communications Act of 1934,)
as Amended, for Transfer of Control)

APPLICATION FOR TRANSFER OF CONTROL

TC3 Telecom, Inc. (“TC3”), the Joseph P. Mattausch Agreement of Trust, dated June 26, 2002 (the “JPM Trust”) and Mr. Joseph P. Mattausch, Trustee of the JPM Trust (the JPM Trust and Mr. Mattausch collectively referred to as the “Transferor”), and D&P Communications, Inc. (“D&P” or “Transferee”) (TC3, Transferor and Transferee collectively referred to as “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 the domestic 214 authorization held by TC3 from its prior ultimate owner, the JPM Trust, to its current ultimate indirect owner, D&P.¹ This Application

¹ As part of the underlying transaction, control of Computer Care Company, Inc. d/b/a TC3Net (“TC3Net”), a sister company to TC3, was also transferred in this same transaction, thus resulting in D&P ultimately controlling TC3Net. TC3Net provides internet access to end users. As a provider of internet access, TC3Net was not subject to Section 214 at the time of the February 14, 2014 consummation of the underlying transaction. While the provision of internet access is now a telecommunications service, the Applicants note that the Commission has indicated that it will forbear from applying section 214 to transfers of control regarding this service. See *In the Matter of Protecting and Promoting the Open Internet, Report and Order on Remand, Declaratory Ruling, and Order*, GN Docket No. 14-28, FCC 15-24, released March 12, 2015 at ¶511 (“Given our objective to proceed in a tailored manner, we likewise find it in the public interest to forbear from applying section 214 with respect to broadband Internet access service insofar as that provision would require Commission approval of transfers of control involving that service.” (footnote omitted)).

is accompanied by an Application for Special Temporary Authorization seeking immediate authorization for TC3 to continue its operations under current ownership. In support of this request, the following is demonstrated:

BACKGROUND

This Application seeks approval of the transfer of control of TC3 to D&P. TC3 is a wholly-owned subsidiary of TC3 Leasing Company, Inc. ("TLC"). TLC, in turn, was wholly-owned by the JPM Trust. Joseph P. Mattausch, a citizen of the United States, is the Trustee of the JPM Trust and voted the JPM Trust's 100% interest in TLC.

The transfer of control occurred on February 14, 2014 upon the consummation of a transaction wherein the JPM Trust, through Mr. Mattausch as Trustee, sold 100% of TLC's issued and outstanding stock to D&P. Recently, it was recognized that the Applicants had not sought or obtained prior Commission approval of this transfer of control of TC3. Applicants voluntarily notified the Commission of this fact and now are taking action to correct this error.

Information Required by Section 63.04(a) of the Commission's Rules

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

(1) Applicants' Name, Address and Telephone Number

Transferor: The Joseph P. Mattausch Agreement of Trust, dated June 26, 2012
c/o
Mr. Joseph P. Mattausch
2356 Laberde Rd
Adrian, Michigan 49211
Telephone: 517-366-1963
Facsimile: None

Transferee: D&P Communications, Inc.
4200 Teal Road
Petersburg, Michigan 49270
Telephone: 734-279-1339
Facsimile: 734-279-2640

(2) State of Organization

TC3 is a Michigan corporation. The JPM Trust is organized under the laws of the State of Michigan. Mr. Mattausch, Trustee of the JPM Trust, is a citizen of the United States. D&P is a Michigan corporation.

(3) Contact Information

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

Transferor:

The Joseph P. Mattausch Agreement of Trust, dated June 26, 2002
c/o
Mr. Joseph P. Mattausch, Trustee
2356 Laberdee Rd
Adrian, Michigan 49211
Telephone: 517-366-1963

Facsimile: None

With a copy to:

Gary L. Field
Field Law Group, PLLC
4084 Okemos Rd, Suite B
Okemos, MI 48864-5985
Telephone: (517) 913-5100
Facsimile: (517) 913-3471 (fax)

Transferee:

D&P Communications, Inc.
4200 Teal Road
Petersburg, Michigan 49270
Telephone: 734-279-1339
Facsimile: 734-279-2640

With a copy to:

Thomas J. Moorman
Woods & Aitken LLP
5151 Wisconsin Ave., N.W., Suite 310
Washington, D.C. 20016
Telephone: 202-944-9502
Facsimile: 202 944 9501

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

TRANSFEROR:

The following information is provided with respect to shareholders of 10% or greater of the equity interests of TC3 Telecom, Inc. as of February 13, 2014.

	% Equity	Citizenship	Principal Business
TC3 Leasing Company, Inc.	100%	Michigan Corp.	Telecommunications

The 10% or greater owner of equity interests in TC3 Leasing Company, Inc. ("TLC") as of February 13, 2014 is as follows:

	% Equity	Citizenship	Principal Business
Joseph P. Mattausch Agreement of Trust, dated June 26, 2002 (the "JPM Trust")	100%	Michigan	Trust

Joseph P. Mattausch, a citizen of the United States, is the Trustee of the JPM Trust and voted the JPM Trust's 100% interest in TLC.

The address for the JPM Trust and Mr. Mattausch is 2356 Laberdee Road, Adrian Michigan 49221.

The following information is provided with respect to shareholders of 10% or greater of the equity interests of TC3 Telecom, Inc. currently.

	% Equity	Citizenship	Principal Business
D&P Communications, Inc. ²	100%	USA	Telecommunications

No shareholder owns Ten Percent (10%) or more of the issued and outstanding stock of D&P. Operational control of D&P rests with its Board of Directors and its President. The individuals comprising the Officers and Board of Directors and the President of D&P are as follows:

<u>Name</u>	<u>Title</u>	<u>Occupation</u>	<u>Citizenship</u>
James Gerber	Chairman/Director	Retired, Auto Industry	USA
Kevin Seegert	Vice Chairman/ Director	Financial Planning	USA
Arlan Kapnick	Secretary/Director	Retired, Former Golf Course Owner	USA
Patrick McAran	Treasurer/Director	Insurance Agent	USA
Delmar Cilley	Director	Retired, Farming	USA
John Gainsley	Director	Retired, Farming and Auto Industry	USA
Andrew Iott	Director	Electrician	USA
David LaRocca	President	Telecommunications	USA

Each of the individuals and entities noted above may be contacted through D&P Communications, Inc., 4200 Teal Road, Petersburg, Michigan 49720.

² D&P is also the parent company and sole owner of: (1) Deerfield Farmers Telephone Company (“DFTC”), which is a small rural ILEC operating in the State of Michigan; DFTC also provides competitive local exchange service in separate areas of the State of Michigan; (2) D&P Long Distance, Inc., a resale interexchange carrier offering interstate interexchange and international resold long distance services in and around the service areas of DFTC; and (3) D&P Cable, Inc., which, along with video services, also provides internet access service in the service area of DFTC.

(5) Certification Pursuant to Rules 1.2001-1.2003

Transferor hereby certifies, pursuant to 47 C.F.R. §§ 1.2001-1.2003, that to the best of his knowledge, information, and belief, the JPM Trust and he are not and are not subject to denial of federal benefits pursuant to section 5301 of the Anti-Drug Abuse Act of 1988, 21 U.S.C. § 862.

Transferee hereby certifies, pursuant to 47 C.F.R. §§ 1.2001-1.2003, that to the best of its knowledge, information, and belief, it was not and is not subject to denial of federal benefits pursuant to section 5301 of the Anti-Drug Abuse Act of 1988, 21 U.S.C. § 862.

(6) Description of the Transaction

On February 14, 2014, Transferee purchased from the JPM Trust, through its Trustee, Mr. Mattausch, all of the outstanding shares of TC3's parent company, TLC. TLC wholly-owns TC3. Upon the February 14, 2014 consummation of the transaction, TC3 planned to and has continued to provide local exchange telephone, exchange access, internet access, and domestic and international long distance services to its current subscribers, as an indirect wholly-owned subsidiary of D&P.

(7) Geographic Description

TC3 is a competitive local exchange carrier providing local exchange service, exchange access service, and internet access to subscribers outside of Adrian, Michigan. TC3 also provides resold domestic and international long distance to its Competitive Local Exchange Carrier customers.

(8) Streamlined Treatment

Because of the over-lapping service areas between TC3 and the affiliates of D&P, this application is not subject to streamlined treatment under Sections 63.03 of the Commission's Rules.

(9) Other Related Applications Before the Commission

Applicants will be seeking Special Temporary Authority (“STA”) for the continued provision of domestic services until such time as the instant application is considered by the Commission. In addition, the Applicants contemporaneously seek an STA for TC3’s international long distance services, and are filing an application for Commission consent to the transfer of control of International Section 214 Authorization for global and/or limited global facilities-based and global and/or limited global resale held by TC3 (File No. ITC-214-20041209-00492).

(10) Statement of Imminent Business Failure

Not applicable.

(11) Separately Filed Waiver Requests

None

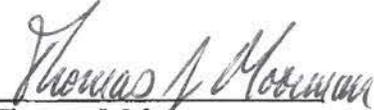
(12) Public Interest Statement

Since February 14, 2014, TC3 has and continues to provide high quality, modern local exchange, exchange access, internet access and long distance services to its current subscribers in a manner that was transparent to them. Grant of this Application will serve the public interest by ensuring that TC3 will continue to provide uninterrupted local exchange service, exchange access services, internet access service and domestic long distance service.

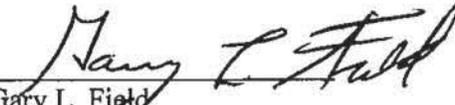
CONCLUSION

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

Respectfully Submitted,

By: 
Thomas J. Moorman
Woods & Aitken LLP
5151 Wisconsin Ave., N.W., Suite 310
Washington, D.C. 20016
Telephone: 202-944-9502
Facsimile: 202-944-9501

Counsel to D&P Communications, Inc.


Gary L. Field
Field Law Group, PLLC
4084 Okemos Rd, Suite B
Okemos, MI 48864-5985
Telephone: (517) 913-5100
Facsimile: (517) 913-3471 (fax)
gfield@fieldlawgroup.com

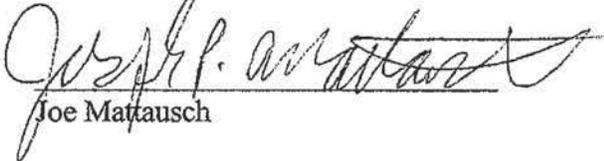
Counsel to the Joseph P. Mattausch Agreement of Trust, dated June 26, 2002 and Joseph P. Mattausch, Trustee

Date: August 20, 2015

DECLARATION

I, Joseph P. Mattausch, Trustee of the Joseph P. Mattausch Agreement of Trust, dated June 26, 2002, do hereby declare under penalties of perjury that I have read the foregoing "Application for Transfer of Control," and affirm that the information contained therein regarding ownership of and operations of TC3 Telecom, Inc. prior to February 14, 2014 is true and accurate to the best of my knowledge, information, and belief.

Date: August, 20 2015


Joe Mattausch

DECLARATION

I, David La Rocca, President of D&P Communications, Inc. (the "Company"), do hereby declare under penalties of perjury that I have read the foregoing "Application for Transfer of Control," and affirm that the information contained therein regarding the Company is true and accurate to the best of my knowledge, information, and belief.

Date: August 20, 2015



David La Rocca

President

CERTIFICATE OF SERVICE

I, Thomas J. Moorman, of Woods & Aitken LLP, do hereby verify that on this 20th day of August 2015, I caused to be sent via First Class US Mail, postage prepaid, the foregoing "APPLICATION FOR TRANSFER OF CONTROL" to the following:

The Hon. Rick Snyder
Office of the Governor
P.O. Box 30013
Lansing, Michigan 48909

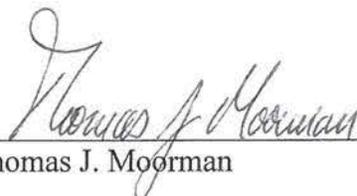
US Department of Defense
Assistant Secretary for Network Information and Integration (NII)
6000 Defense Pentagon
Washington, DC 20301-6000

US Department of State
EB/CIP/SCA
Room 4826
2001 C Street, NW
Washington, DC 20520

*Dennis Johnson
Wireline Competition Bureau
Federal Communications Commission
445 12th Street SW
Washington DC 20554

*Jodie May
Wireline Competition Bureau
Federal Communications Commission
445 12th Street SW
Washington DC 20554

* via e-mail



Thomas J. Moorman

LINCOLN OFFICE
SUITE 500
301 SOUTH 13TH STREET
LINCOLN, NEBRASKA 68508-2578
TELEPHONE 402-437-8500
FAX 402-437-8558

OMAHA OFFICE
SUITE 525
10250 REGENCY CIRCLE
OMAHA, NEBRASKA 68114-
3754
TELEPHONE 402-898-7400
FAX 402-898-7401

WOODS & AITKEN

L * L * P

THOMAS J. MOORMAN
DIRECT: (202) 944-9502
EMAIL: TMOORMAN@WOODSAITKEN.COM
WWW.WOODSAITKEN.COM
ADMITTED TO PRACTICE ONLY IN THE DISTRICT OF COLUMBIA

PLEASE RESPOND TO WASHINGTON ADDRESS

DENVER OFFICE
SUITE 525
8055 EAST TUFTS AVENUE
DENVER, COLORADO 80237-2835
TELEPHONE 303-606-6700
FAX 303-606-6701

WASHINGTON OFFICE
SUITE 310
5151 WISCONSIN AVENUE, N.W.
WASHINGTON, D.C. 20016-4124
TELEPHONE 202-944-9500
FAX 202-944-9501

August 20, 2015

Ms. Marlene H. Dortch
Secretary
Federal Communications Commission
445 12th Street, SW
Washington, DC 20554

**Re: WC Docket No. _____ (To Be Assigned)
Request for Special Temporary Authorization**

Dear Ms. Dortch:

Simultaneously with this Request, TC3 Telecom, Inc. ("TC3"), the Joseph P. Mattausch Agreement of Trust, dated June 26, 2002 (the "JPM Trust") and Mr. Joseph P. Mattausch, Trustee of the JPM Trust (the JPM Trust and Mr. Mattausch collectively referred to as the "Transferor") and D&P Communications, Inc. ("D&P" or "Transferee") (TC3, Transferor and Transferee collectively referred to as "Applicants"), by Transferee's undersigned counsel and with the consent of Transferor's counsel copied below, 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, have filed a request for authority to transfer control of the domestic 214 authorization held by TC3 (the "Application"). By this letter, the Applicants request Special Temporary Authorization ("STA") seeking immediate authorization for TC3 to continue operations under current ownership.¹

¹ As part of the underlying transaction, control of Computer Care Company, Inc. d/b/a TC3Net ("TC3Net"), a sister company to TC3, was also transferred in this same transaction, to D&P. TC3Net provides internet access to end users. As a provider of internet access, TC3Net was not subject to Section 214 at the time of the February 14, 2014 consummation of the underlying transaction. While the provision of internet access is now a telecommunications service, the Applicants note that the Commission has indicated that it will forbear from applying section 214 to transfers of control regarding this service. *See In the Matter of Protecting and Promoting the Open Internet, Report and Order on Remand, Declaratory Ruling, and Order*, GN Docket No. 14-28, FCC 15-24, released March 12, 2015 at ¶511 ("Given our objective to proceed in a tailored manner, we likewise find it in the public interest to forbear from applying section 214 with respect to broadband Internet access service insofar as that provision would require Commission approval of transfers of control involving that service." (footnote omitted)).

As noted in the Application, the Applicants seek approval for the transfer of control of TC3 from to D&P. TC3 is a wholly-owned subsidiary of TC3 Leasing Company, Inc. ("TLC"), a Michigan corporation. TLC, in turn, was wholly-owned by the Joseph P. Mattausch Agreement of Trust, dated June 26, 2002 (the "JPM Trust"). The JPM Trust is organized under the laws of the State of Michigan. Joseph P. Mattausch, a citizen of the United States, is the Trustee of the JPM Trust and voted the JPM Trust's 100% interest in TLC.

The transfer of control occurred on February 14, 2014 upon the consummation of a transaction wherein the JPM Trust, through Mr. Mattausch as Trustee, sold 100% of TLC's issued and outstanding stock to D&P Communications, Inc. ("D&P"). Through an oversight, the Transferee and Transferor failed to seek and receive the Commission's approval of the transfer of control of TC3, an error that was recognized only recently. Accordingly, the Applicants hereby seek to correct this oversight by submitting this Request and the associated Application seeking formal approval of the transfer of control of TC3 from Transferor to Transferee. Since February 14, 2014, the ownership of TC3 has not changed.

Since consummation of the referenced transaction in 2014, TC3, now an indirect wholly-owned subsidiary of D&P, has continued to provide high quality, local exchange, exchange access, internet access and domestic resold long distance services to its current subscribers in a manner that was transparent to them. Grant of this request for STA will ensure that TC3 will continue to provide these domestic telecommunications services on an uninterrupted basis.

Good cause exists for grant of the instant request, which would ensure that consumers would not suffer inconvenience or loss of service, or otherwise be affected adversely. Having become aware of the failure to seek and obtain prior Commission approval of the transfer of control of TC3, Transferor and Transferee are voluntarily attempting to take all steps necessary to rectify the situation. Accordingly, the Applicants submit that the public interest would be served by prompt grant of the instant request.

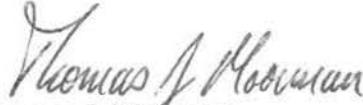
Applicants request that the STA be granted for a period of sixty (60) days to permit the Commission to complete its processing of the pending domestic 214 application in due course.

Applicants have taken steps to correct this deficiency by filing applications for Commission approval of the transfer of control as well as the instant request for STA. Applicants acknowledge that the grant of this STA extension will not prejudice any action the Commission may take on the underlying transfer of control application. Applicant further acknowledges that this STA can be revoked by the Commission upon its own motion without a hearing, and that grant of an STA and the underlying application will not preclude enforcement action.

Ms. Marlene H. Dortch, Secretary
Federal Communications Commission
August 20, 2015
Page 3

Please contact the undersigned should you have any questions.

Respectfully submitted,



Thomas J. Moorman
Counsel to D&P Communications, Inc.

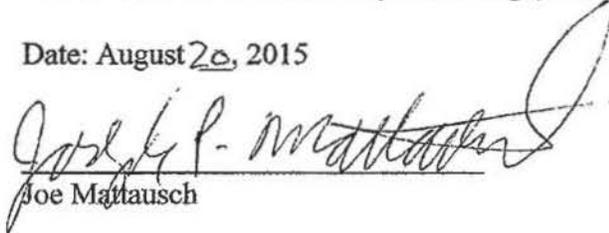
Attachments

cc: J. May, Competition Policy Division
Wireline Competition Bureau, Federal Communications Commission
(via email)
D. Johnson, Competition Policy Division
Wireline Competition Bureau, Federal Communications Commission
(via email)
D. Krech, International Bureau, Federal Communications Commission
(via email)
Gary L. Field, Counsel to Mr. Joseph P. Mattausch, individually and as Trustee for
the Joseph P. Mattausch Agreement of Trust, dated June 26, 2002 (via email)

DECLARATION

I, Joseph P. Mattausch, Trustee of the Joseph P. Mattausch Agreement of Trust, dated June 26, 2002, do hereby declare under penalties of perjury that I have read the foregoing "Request for Special Temporary Authority," and affirm that the information contained therein regarding ownership of and operations of TC3 Telecom, Inc. prior to February 14, 2014 is true and accurate to the best of my knowledge, information, and belief.

Date: August 20, 2015



Joe Mattausch

DECLARATION

I, David La Rocca, President of D&P Communications, Inc. (the "Company"), do hereby declare under penalties of perjury that I have read the foregoing "Request for Special Temporary Authority," and affirm that the information contained therein regarding the Company is true and accurate to the best of my knowledge, information, and belief.

Date: August 20, 2015

A handwritten signature in cursive script, appearing to read "David La Rocca", written over a horizontal line.

David La Rocca
President