



Your business
is our business.

7852 Walker Drive, Suite 200
Greenbelt, Maryland 20770
phone: 301-459-7590, fax: 301-577-5575
internet: www.jsitel.com, e-mail: jsi@jsitel.com

VIA ECFS - NON-DOCKETED FILING

October 28, 2015

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

Attention: Wireline Competition Bureau

Re: In the Matter of the Joint Application of Midstate Communications, Inc. and North Dakota Telephone Company for Authority Pursuant to Section 214 of the Communications Act of 1934, as Amended, to Transfer Control of Lines of an Authorized Domestic Section 214 Carrier.

Dear Ms. Dortch:

On behalf of Midstate Communications, Inc. and North Dakota Telephone Company (“Joint Applicants”), please find enclosed the application for approval to transfer control of lines of an authorized domestic Section 214 carrier (“Joint Application”) filed pursuant to Section 63.04 of the Commission’s rules. The FCC Form 159 and requisite filing fee are being submitted this date via the Commission’s Fee Filer system.

Inquiries may be directed to the undersigned consultant for the Joint Applicants.

Sincerely,

John Kuykendall
Vice President
jkuykendall@jsitel.com

Enclosures

Echelon Building II, Suite 200
9430 Research Blvd., Austin, TX 78759
phone: 512-338-0473, fax: 512-346-0822

Eagandale Corporate Center, Suite 310
1380 Corporate Center Curve, Eagan, MN 55121
phone: 651-452-2660, fax: 651-452-1909

6849 Peachtree Dunwoody Road
Bldg. B-3, Suite 200, Atlanta, GA 30328
phone: 770-569-2105, fax: 770-410-1608

547 South Oakview Lane
Bountiful, UT 84010
phone: 801-294-4576, fax: 801-294-5124

1. Name, address and telephone number of each Applicant and Licensee:

Transferor:

Midstate Communications, Inc.
215 South Main Street
P.O. Box 400
Stanley, North Dakota 58784.
(701) 628-2522

Transferee:

North Dakota Telephone Company
211 22nd Street NW
PO Box 180
Devils Lake, North Dakota 58301
(701) 662-1100

2. Jurisdiction of Organizations:

Midstate is a corporation organized under the laws of the state of North Dakota

NDTC is a corporation organized under the laws of the state of North Dakota

3. Contact Information:

Correspondence concerning this Application should be sent to the below consultant for

Applicants:

John Kuykendall
Vice President
John Staurulakis, Inc.
7852 Walker Drive
Suite 200
Greenbelt, Maryland 20770
Phone Number: 301-459-7590
Email: jkuykendall@jsitel.com

4. Ownership Information Midstate direct and indirect equity ownership:

Name and Address	Percent Equity	Citizenship	Principal Business
Ryan Wilhelmi Box 400 Stanley ND 58784	30%	U.S.	Telecommunications
David Wilhelmi Box 400 Stanley ND 58784	35%	U.S.	Telecommunications
Tom Wilhelmi Box 868 Beach ND 58784	17.5%	U.S.	Telecommunications
Tim Wilhelmi Box 868 Beach ND 58784	17.5%	U.S.	Telecommunications

NDTC direct and indirect equity ownership:

Name and Address	Percent Equity of NDTC	Citizenship	Principal Business
TPC, Inc. PO Box 180 Devils Lake, ND 58301	100%	U.S.	Holding Company

Name and Address	Percent Equity of TPC, Inc.	Citizenship	Principal Business
United Telephone Perry Oster PO Box 729 Langdon, ND 58249-0729	40.5%	U.S.	Telecommunications
Polar Communications Dave Dunning PO Box 270 Park River, ND 58270	40.5%	U.S.	Telecommunications
Dakota Central Telecom Keith Larson PO Box 299 Carrington, ND 58421-0299	19%	U.S.	Telecommunications

5. Certification Pursuant to Rule Sections 1.2001-1.2003

Applicants hereby certify pursuant to 47 C.F.R. §§ 1.2001-1.2003, that to the best of their knowledge, information, and belief, no party to this application is subject to denial of federal benefits pursuant to section 5301 of the Anti-Drug Abuse Act of) 1988, 21 U.S.C. § 853.

6. Description of the Transaction

Midstate will relinquish to NDTC twenty (20) access lines in Midstate’s existing York, North Dakota exchange. NDTC will assume the York exchange serving territory and will incorporate it into its existing Leeds Exchange. The transfer of lines does not involve any purchase or assignment of assets as NDTC will overbuild facilities to serve the former Midstate York exchange customers. Following the transfer of lines, both Midstate and NDTC will continue to hold domestic Section 214 authority in their respective serving areas.

7. Description of Geographic Service Area and Services in Each Area

Midstate is a rural Incumbent Local Exchange Carrier (“ILEC”) that currently provides local exchange telecommunications service, exchange access, and Internet services to approximately 1,008 access lines in the following North Dakota exchanges:

Beach
York

The Beach exchange is located in southwest North Dakota. The York exchange is located in northeast North Dakota, in the northwestern portion of the NDTC service area, adjacent to and entirely surrounded by NDTC serving territory (see Exhibit A).

NDTC is a rural incumbent LEC that currently provides local exchange telecommunications service, exchange access, Internet and television services to approximately 11,778 access lines in the following North Dakota exchanges:

Balta	Harvey	Penn
Cando	Knox	Sheyenne
Crary	Leeds	Starkweather
Devils Lake	Maddock	Tolna
Drake	McVille	Rugby
Esmond	Minnewaukan	Warwick
Fessenden	New Rockford	Webster
Fort Totten	Oberon	
Hampden	Pekin	

Following the transfer of lines, NDTC will incorporate into its Leeds exchange the former York exchange area (see Exhibit B).

8. Qualification for Streamlining

Streamlined processing is requested pursuant to Section 63.03 (b)(iii) of the Commission's rules. The proposed transaction involves a transfer of the local exchange customer base as a result of Midstate's desire to relinquish the York exchange service area due to its isolated geographic location in the midst of NDTC serving territory. No purchase or acquisition of assets is involved as NDTC will overbuild facilities to serve the relinquished York exchange area. As stated above, NDTC will incorporate into its Leeds exchange the former York exchange area.

9. Other Pending Commission Applications

None

10. Special Consideration

None

11. Waiver Requests:

Applicants are separately filing a Joint Petition for Waiver of Study Area Boundary with the Wireline Competition Bureau.

12. Public Interest Statement

Approval of this transaction will serve the public interest, convenience and necessity. Midstate's willingness to relinquish the York exchange and assign to NDTC is motivated by the few customers (currently 12 customers over 20 access lines) who are isolated in a geographic area surrounded by NDTC exchanges. There is a clear need for the enhanced telecommunications services in the York exchange where customers will have the benefit of NDTC's resources and proximity to its network. Further, Midstate's relinquishment of the York exchange will have no effect on other public utilities providing similar services as there are no other public utilities providing similar services in the York exchange. Customers have been stranded to the extent that their geographic location limits the network investment Midstate can reasonably undertake for so few lines. Midstate has surveyed its York customers and confirmed that virtually all those customers would like to connect to NDTC in order to have access to a larger calling area, higher speed broadband, and access to other NDTC services (see Exhibit C).

II. Conclusion

The Applicants respectfully submit that transfer of the York exchange lines would not harm competition in the North Dakota telecommunications market and that the public interest, convenience and necessity would be furthered through the improved telecommunications services available to 12 customers in the York exchange.

Respectfully Submitted,


By: Dave Dircks, CEO/General Manager
NORTH DAKOTA TELEPHONE COMPANY
211 22nd Street NW
PO Box 180
Devils Lake, North Dakota 58301
(701) 662-1100


By: Ryan Wilhelmi, Manager
MIDSTATE COMMUNICATIONS, INC.
215 South Main Street
P.O. Box 400
Stanley, North Dakota 58784.
(701) 628-2522

10/27, 2015

DECLARATION OF DAVE DIRCKS
NORTH DAKOTA TELEPHONE COMPANY

I, Dave Dircks, CEO/General Manager of North Dakota Telephone Company ("NDTC"), do hereby declare under penalty of perjury that the statements made in this Joint Application for Domestic Section 214 Transfer of Control are true and accurate to the best of my knowledge, information and belief.

Dated this 27 day of October, 2015.

North Dakota Telephone Company



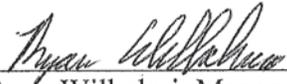
By: Dave Dircks, CEO/General Manager

DECLARATION OF OF RYAN WILHELMI
MIDSTATE COMMUNICATIONS, INC.

I, Ryan Wilhelmi, Manager of Midstate Communications, Inc., do hereby declare under penalty of perjury that the statements made in this Joint Application for Domestic Section 214 Transfer of Control are true and accurate to the best of my knowledge, information and belief.

Dated this 27 day of Oct, 2015.

Midstate Communications, Inc.

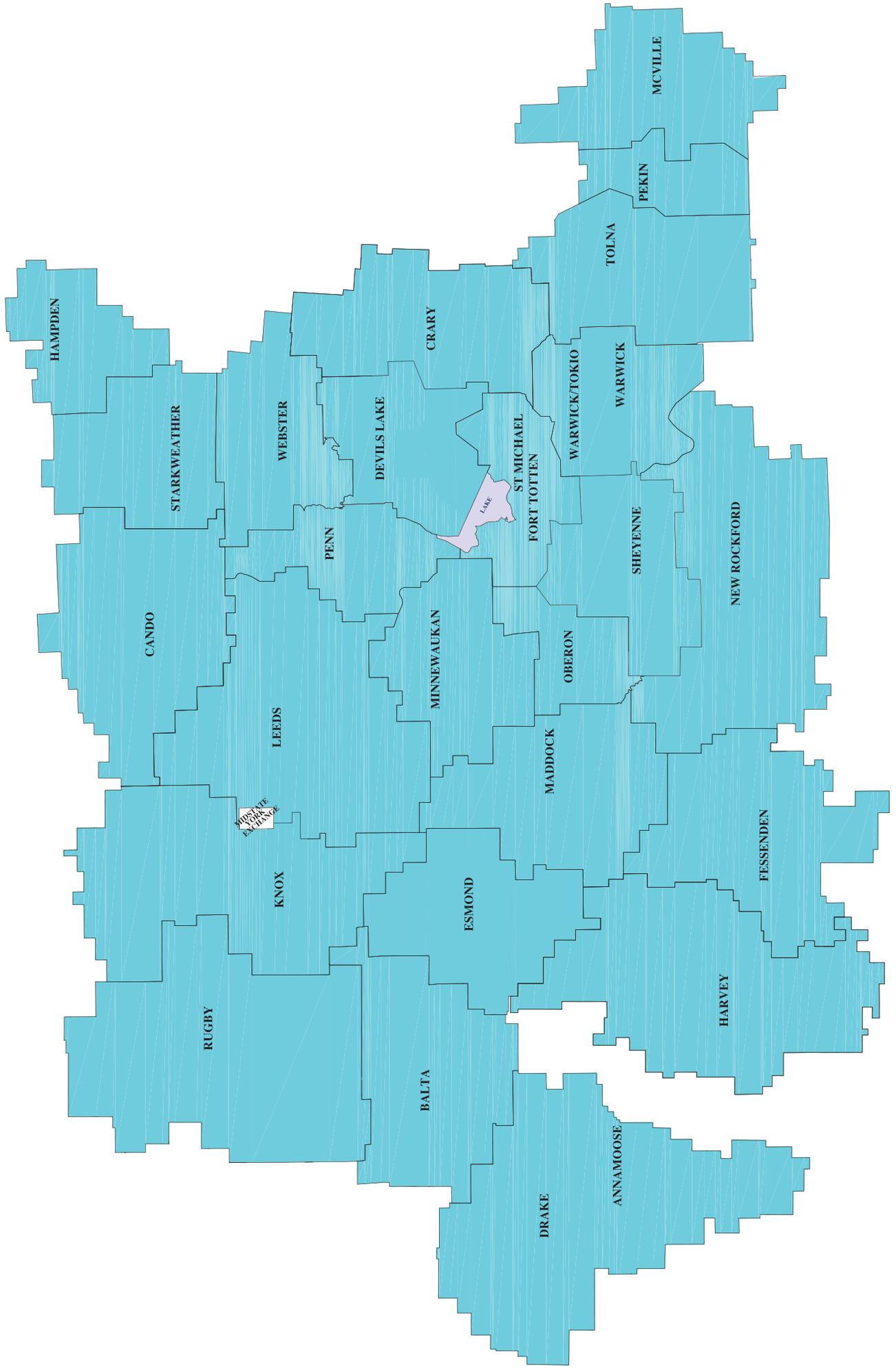


By: Ryan Wilhelmi, Manager

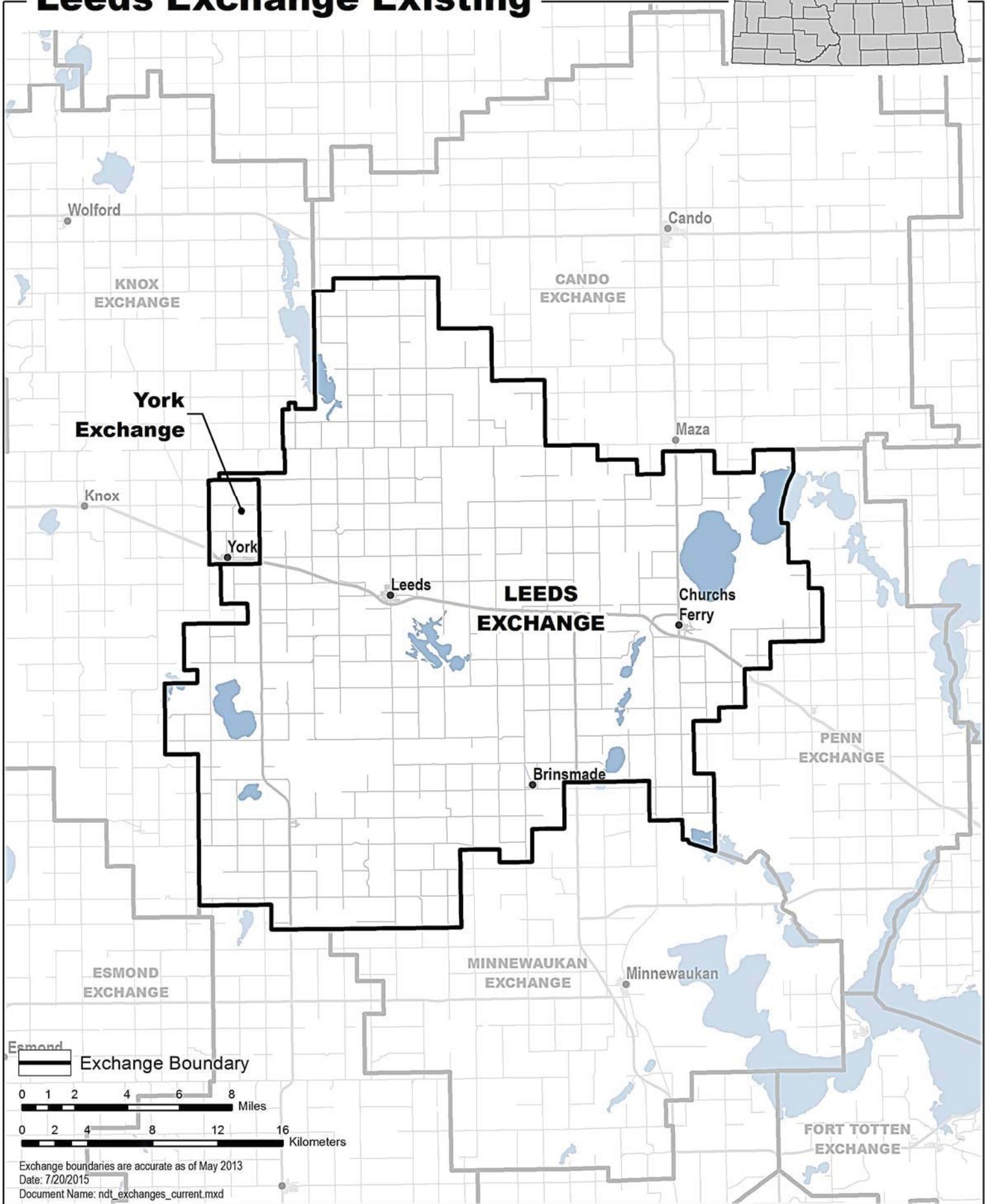
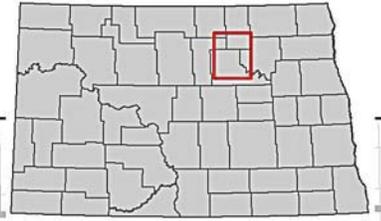
EXHIBIT A

MAPS OF CURRENT SERVICE AREAS

NDTC EXCHANGE BOUNDARIES



Leeds Exchange Existing

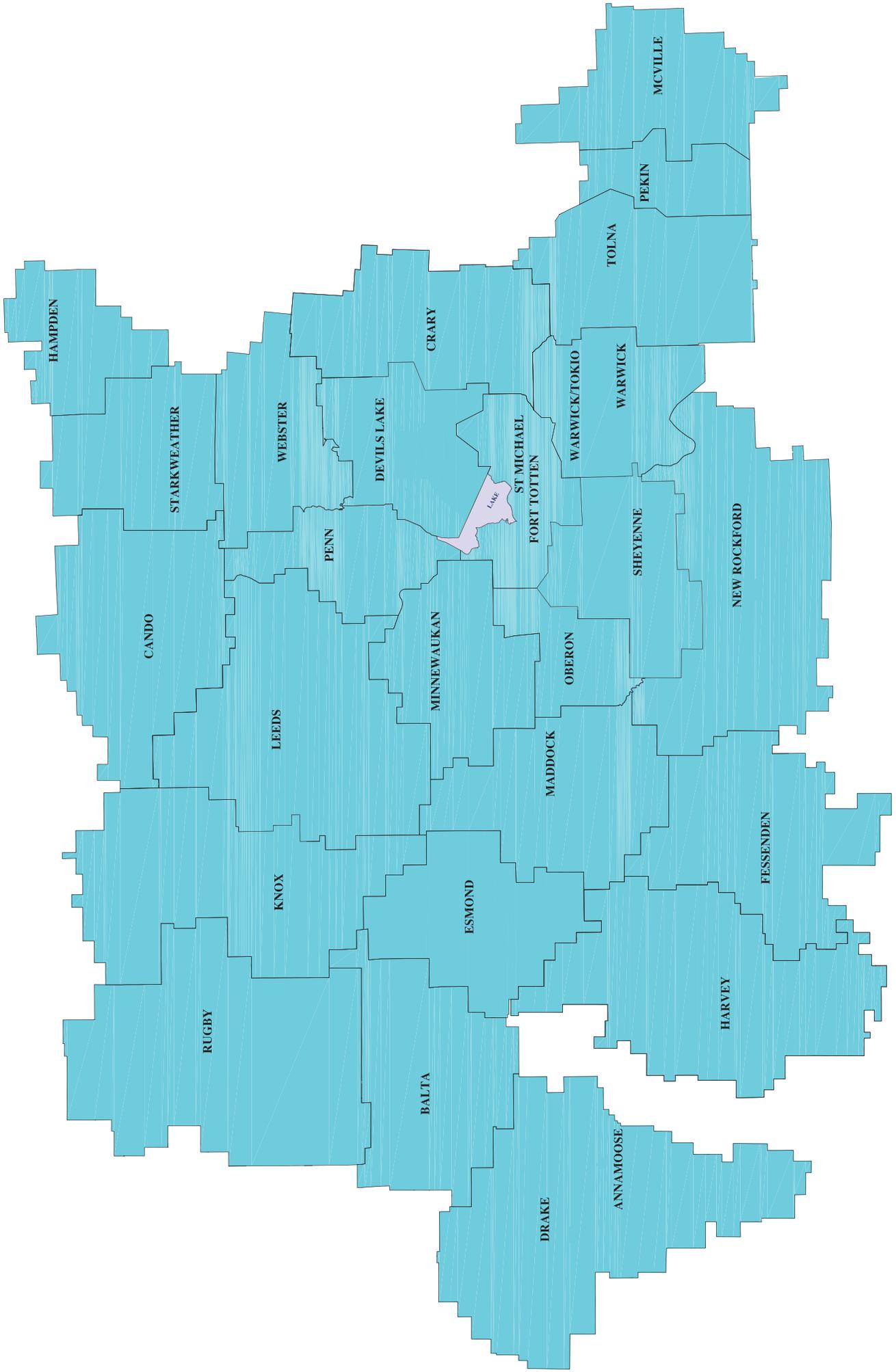


Exchange boundaries are accurate as of May 2013
Date: 7/20/2015
Document Name: ndt_exchanges_current.mxd

EXHIBIT B

MAPS OF REVISED SERVICE AREAS

NDTC EXCHANGE BOUNDARIES WITH YORK



Leeds Exchange Proposed

