

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

In the Matter of)
)
Thomas R. Squires, as Representative for the Shareholders of)
Manawa Telecommunications, Inc.)
Transferors)
) WC Docket No. ____
Wood County Telephone Company, d/b/a Solarus)
Transferee)
)
For the Transfer of Control of Manawa Telecommunications, Inc.,)
whose subsidiaries Manawa Telecom, Inc. and Manawa Telephone)
Company provide interstate interexchange and exchange access services)
in Wisconsin pursuant to a blanket domestic Section 214 authorization)

To: Wireline Competition Bureau

**STREAMLINED APPLICATION FOR TRANSFER OF CONTROL OF DOMESTIC
BLANKET SECTION 214 AUTHORIZATION**

Thomas R. Squires (FRN: 0025-2224-15) as Representative for the shareholders¹ of Manawa Telecommunications, Inc. (collectively “Transferors”) and Wood County Telephone Company d/b/a Solarus (“Solarus” or “Transferee”; FRN: 0003-7441-41) (Transferors and Solarus are collectively referred to as “Applicants”) hereby request Commission authorization for the transfer of control of Manawa Telecommunications, Inc. (“Manawa”; FRN:0025-2328-02), and its wholly-owned subsidiaries Manawa Telephone Company (“MTC”; FRN: 0002-7194-74), a rural incumbent local exchange carrier (“ILEC”), and Manawa Telecom, Inc.

¹ Manawa Telecommunications, Inc. (“Manawa”) is a family-owned company whose shareholders are Thomas R. Squires, Karen Squires (wife of Thomas R. Squires), Brian J. Squires (brother of Thomas R. Squires), Susan Squires (wife of Brian J. Squires), James W. Squires (brother of Thomas R. Squires), Barbara Underberg (cousin of Thomas R. Squires), James H. Underberg (cousin of Thomas R. Squires), Amy Underberg (cousin of Thomas R. Squires), and Mary Ann Koeller (aunt of Thomas R. Squires).

("MTI"; FRN: 0003-7461-38), a long distance toll service reseller, that provide interstate interexchange and exchange access services in the State of Wisconsin pursuant to blanket domestic Section 214 authorizations, from Transferors to Solarus.

MTC is a Wisconsin corporation that provides local exchange service and exchange access service as an ILEC in rural portions of Waupaca County, Wisconsin. MTI offers resold interstate and intrastate long distance services to customers in MTC's local exchange service area.

Solarus is a Wisconsin corporation that provides local exchange service and exchange access service as an ILEC in portions of the Wisconsin counties of Wood, Portage, Adams and Juneau. Central Wisconsin Communications, LLC ("CWC" FRN: 0003-7405-86), a wholly-owned subsidiary of Solarus, is a long distance toll service reseller that provide interstate interexchange services in the State of Wisconsin. CWC is a limited liability company organized under Wisconsin law.

The proposed transaction is a stock purchase and sale. Transferors, who presently own 100 percent of the issued and outstanding stock of Manawa, propose to transfer all of their stock in Manawa to Solarus. By acquiring all of the issued and outstanding stock of Manawa, Solarus will acquire control of the blanket Section 214 authorization held by Manawa and its wholly-owned subsidiaries MTC and MTI.

Solarus and its affiliates do not presently operate in any territories that overlap or are adjacent to the service areas of Manawa and its subsidiaries. Therefore, this application qualifies for streamlined processing pursuant to 63.03(b)(2)(iii) of the Commission's Rules.

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:

Transferors:

Thomas R. Squires - E6498 County Road N., Manawa WI 54049 (tel. 920-596-3475)
Karen Squires - E6498 County Road N., Manawa WI 54049 (tel. 920-596-3475)
Brian J. Squires - 475 S Press View Ave., Longwood FL 32750 (tel. 407-960-5503)
Susan Squires - 475 S Press View Ave., Longwood FL 32750 (tel. 407-960-5503)
James W. Squires - 1700 Chateau Dr., Green Bay WI 54304 (tel. 920-393-4612)
Barbara Underberg - 76 Rosenkranz, San Francisco, CA 94110 (tel. 415-648-6220)
James H. Underberg - 1131 Garden St., Lomira WI 53048 (tel. 920-269-7444)
Amy Underberg - 2987 S. Superior St. Milwaukee, WI 53207 (tel. 414-483-5603)
Mary Ann Koeller - 404 Woodfield Dr. Green Bay WI 54313 (tel. 920-662-1640)

Transferee:

Wood County Telephone Company d/b/a Solarus
P.O. Box 8045
440 East Grand Avenue
Wisconsin Rapids, WI 54995
Phone: 715-421-8111
Facsimile: 715-421-6039

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

Manawa Telecommunications, Inc. is a Wisconsin corporation.
Manawa Telephone Company is a Wisconsin corporation.
Manawa Telecom, Inc. is a Wisconsin corporation.

Solarus is a Wisconsin corporation.

Central Wisconsin Communications, LLC is a Wisconsin 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:

Transferor::

Thomas R. Squires, President
Manawa Telecommunications, Inc.
P.O. Box 130
131 2nd Street
Manawa, WI 54949
Telephone: (920) 596-1707

With a copy to Counsel:
Howard Shapiro
Bennet & Bennet, PLLC
6124 MacArthur Blvd
Bethesda MD 20816
Telephone: 202-371-1500

Transferee:
Douglas Wenzlaff, General Manager and CEO
Solarus
P.O. Box 8045
440 East Grand Avenue
Wisconsin Rapids, WI 54995
Phone: 715-421-8111
Facsimile: 715-421-6039

With a copy to Counsel:
Howard Shapiro
Bennet & Bennet, PLLC
6124 MacArthur Blvd
Bethesda MD 20816
Telephone: 202-371-1500

(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:

(a) Manawa Telephone Company (Before and After Transaction)

Name & Address	Ownership %	Citizenship	Principal Business
Manawa Telecommunications, Inc. P.O. Box 130 131 2nd Street Manawa, WI 54949	100%	Wisconsin corporation	Telecommunications

(b) Manawa Telecom, Inc. (Before and After Transaction)

Name & Address	Ownership %	Citizenship	Principal Business
Manawa Telecommunications, Inc. P.O. Box 130 131 2nd Street Manawa, WI 54949	100%	Wisconsin corporation	Telecommunications

(c) Manawa Telecommunications, Inc. (Before transaction)

Name & Address*	Ownership	Citizenship	Principal Business
Thomas R. Squires	16.8%	USA	Telecommunications
Karen Squires	3.8%	USA	Telecommunications
Brian J. Squires	16.8%	USA	Telecommunications
Susan Squires	3.8%	USA	Telecommunications
James W. Squires	20.6%	USA	Telecommunications
Barbara Underberg	11.8%	USA	Telecommunications
James H. Underberg	11.8%	USA	Telecommunications
Amy Underberg	11/8%	USA	Telecommunications
Mary Ann Koeller	2.8%	USA	Telecommunications

*Addresses and telephone numbers for all present shareholders of Manawa Telecommunications, Inc. are set forth in response to item 1, above.

(d) Manawa Telecommunications, Inc. (After Transaction)

Name & Address	Ownership %	Citizenship	Principal Business
Wood County Telephone Company d/b/a Solarus P.O. Box 8045 440 East Grand Avenue Wisconsin Rapids, WI 54995	100%	Wisconsin corporation	Telecommunications

(e) Wood County Telephone Company d/b/a Solarus (Before and After Transaction)

Solarus, which has been providing local exchange service since 1896 is wholly-owned by its member customers. As of December 2015, Solarus had 1,277 shareholders. No shareholder holds an interest of 10% or more in Solarus. Solarus is governed by its Board of Directors who are periodically elected by the shareholders. The current officers and Board Members of Solarus are listed below:

Name & Address*	Position	Citizenship	Principal Business
James H. Wenzlaff (FRN 1413 Sawgrass Drive Nekoosa, WI 54457 FRN: 0007-7345-44	Board Member and President	USA	Telecommunications
Jerold R. Johnson 4221 Brookhaven Trace Wisconsin Rapids WI 54494 FRN: 0007-734528	Board Member and Vice-President	USA	Telecommunications
Robin Koeshall 4232 Ranger Road Wisconsin Rapids WI 54494 FRN: 0007-7345-36	Board Member and Secretary	USA	Telecommunications
Donald H. Gasch 1310 Grove Avenue Wisconsin Rapids WI 54494 FRN: 0007-7345-02	Board Member and Treasurer	USA	Telecommunications
Rick R. Rustad 4221 Townline Road Wisconsin Rapids WI 54494 FRN: 0025-2572-21	Board Member	USA	Telecommunications
Douglas J. Wenzlaff 1051 S Archers Way Nekoosa WI 54457 FRN: 0007-7345-10	CEO and GM	USA	Telecommunications
Gregory S. Krings 7711 Townline Road Wisconsin Rapids WI 54494 FRN: 0025-2571-63	Assistant Secretary- Treasurer	USA	Telecommunications

(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.

Thomas R. Squires, as representative of the transferor shareholders of Manawa Telecommunications, Inc., and Wood County Telephone Company d/b/a/ Solarus, on behalf of the transferee, 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:

Solarus is acquiring all of issued and outstanding common stock of Manawa owned by Thomas R. Squires, Karen Squires, Brian J. Squires, Susan Squires, James W. Squires, Barbara Underberg, James H. Underberg, Amy Underberg, and Mary Ann Koeller (which constitutes 100% percent of Manawa's issued and outstanding stock). Purchase of this stock will give Solarus control of Manawa and its wholly-owned subsidiaries MTC and MTI as well as the blanket domestic 214 authority under which those companies operate to provide local exchange, interexchange and exchange access services.

(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:

Transferor

Manawa is a privately owned telecommunications holding company with two wholly-owned subsidiaries, MTC (a local exchange carrier providing telephone and internet service to the Manawa and Ogdensburg exchanges located in Waupaca County, WI) and MTI, a cable television and long distance provider. The Companies are headquartered in Manawa, Wisconsin, located 50 miles west of Green Bay. Manawa also holds less than 10% non-controlling interests in Lake Mobility, LLC (an AT&T controlled company that provides wireless service in the Wisconsin 7 Rural Service Area), Communications Management Group d/b/a Wisconsin Independent Network (a company that owns and operates a fiber optic network providing Internet connectivity in Wisconsin) and Wisconsin Independent Telecommunications System, Inc. d/b/a Access Wisconsin (a company that provides and administers distance learning, video and data networks in Wisconsin).

MTC's local exchange service area covers approximately 110 square miles (291 route miles) in two telephone exchanges (Manawa and Ogdensburg) in central Waupaca County. MTC currently provides local exchange service to a total of 1,925 access lines (1,563 in the Manawa exchange and 362 in the Ogdensburg exchange) and both dial-up and DSL-based Internet service to approximately 1,156 customers in its service area.

MTI resells interstate and intrastate long distance toll services within MTC's local exchange area and also provides cable television services to approximately 546 cable subscribers in portions of the MTC's service area that would not otherwise have access to cable television service.

Transferee

Solarus is a privately owned local exchange carrier that provides telephone service to four local exchanges located in portions of the Wisconsin counties of Wood, Portage, Juneau and Adams. Solarus's wholly-owned subsidiary, CWC resells interexchange and interstate toll services to Solarus's customers, provides wholesale long distance services to other carriers and provides dial up and high speed Internet services both on a facilities and on resale basis. Solarus and CWC are headquartered in Wisconsin Rapids, Wisconsin.

Solarus also holds less than 10% non-controlling interests in Lake Mobility, LLC (an AT&T controlled company that provides wireless service in the Wisconsin 7 Rural Service Area), Communications Management Group d/b/a Wisconsin Independent Network (a company that owns and operates a fiber optic network providing Internet connectivity in Wisconsin) and Wisconsin Independent Telecommunications System, Inc. d/b/a Access Wisconsin (a company that provides and administers distance learning, video and data networks in Wisconsin).

Solarus's local exchange service area covers approximately 366 square miles and serves approximately 13,001 access lines in four telephone exchanges: Rudolph (550 access lines); Port Edwards (408 access lines); Nekoosa (1,323 access lines and Wisconsin rapids (10,720 access lines).

CWC resells interstate and intrastate long distance toll services to approximately 9,900 residential and business customers within Solarus's local exchange area. CWC also provides wholesale long distance services to approximately 20 carrier customers. CWC provides dial-up and high speed Internet service on both a facilities and resold basis to approximately 1,211 customers and also provides VoIP service to 2,286 customers.

(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.

This application fits within the presumptive streamlined categories in Section 63.03(b) of the Commission's Rules and streamlined treatment is requested. Specifically, the proposed transaction fits within Section 63.03(b)(2)(iii) of the rules because (a) Solarus (and its affiliates) and Manawa, (and its affiliates) together have a market share in the interstate, interexchange market of less than 10 percent; (b) Solarus (and its affiliates) and

Manawa, (and its affiliates) together have under 15,000 access lines which constitute far fewer than two (2) percent of the nation's subscriber lines installed in the aggregate nationwide; and (c) the service areas of Manawa (and its affiliates) do not overlap or abut the service areas of Solarus and its affiliates and neither party provides competitive local exchange services within the local exchange areas of the other party. A map showing the exchange areas of the parties is attached as Exhibit 1 hereto.

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

Contemporaneously with the filing of this Domestic 214 Transfer of Control application, the transferor and transferee will be filing through the IBFS and application to transfer control of the International 214 authorization (ITC-214-19970922-00577) held by Manawa Telecom, Inc.

(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:

No separately filed waivers or waiver requests are being sought 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:

Solarus has been providing state-of-the art telecommunications services to all of its local and long distance telephone customers since 1896 and has the experience and vision to ensure that the services available to customers in rural Wisconsin, including the customers of Manawa and its affiliates, continue to meet the challenges of a rapidly changing telecommunications environment.

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 Manawa Telecommunications, Inc. and its subsidiaries Manawa Telephone Company and Manawa Telecom, Inc., from Thomas R. Squires as representative of the shareholders of Manawa Telecommunications, Inc. to Wood County Telephone Company d/b/a Solarus.

Thomas R. Squires as representative of the shareholders of Manawa Telecommunications, Inc. and Wood County Telephone Company d/b/a Solarus. 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,

MANAWA TELECOMMUNICATIONS, INC.

By: Thomas R. Squires
Thomas R. Squires, Shareholders' Representative

Date: 2-4-16

WOOD COUNTY TELEPHONE COMPANY
d/b/a SOLARUS

By: _____
Douglas Wenzlaff
CEO and General Manager

Date:

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 Manawa Telecommunications, Inc., and its subsidiaries Manawa Telephone Company and Manawa Telecom, Inc., from Thomas R. Squires as representative of the shareholders of Manawa Telecommunications, Inc. to Wood County Telephone Company d/b/a Solarus.

Thomas R. Squires as representative of the shareholders of Manawa Telecommunications, Inc. and Wood County Telephone Company d/b/a Solarus. 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.

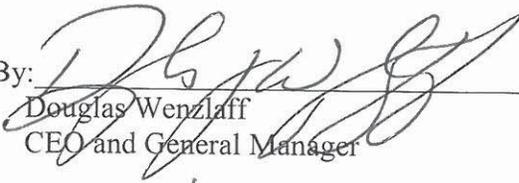
Respectfully submitted,

MANAWA TELECOMMUNICATIONS, INC.

By: _____
Thomas R. Squires, Shareholders' Representative

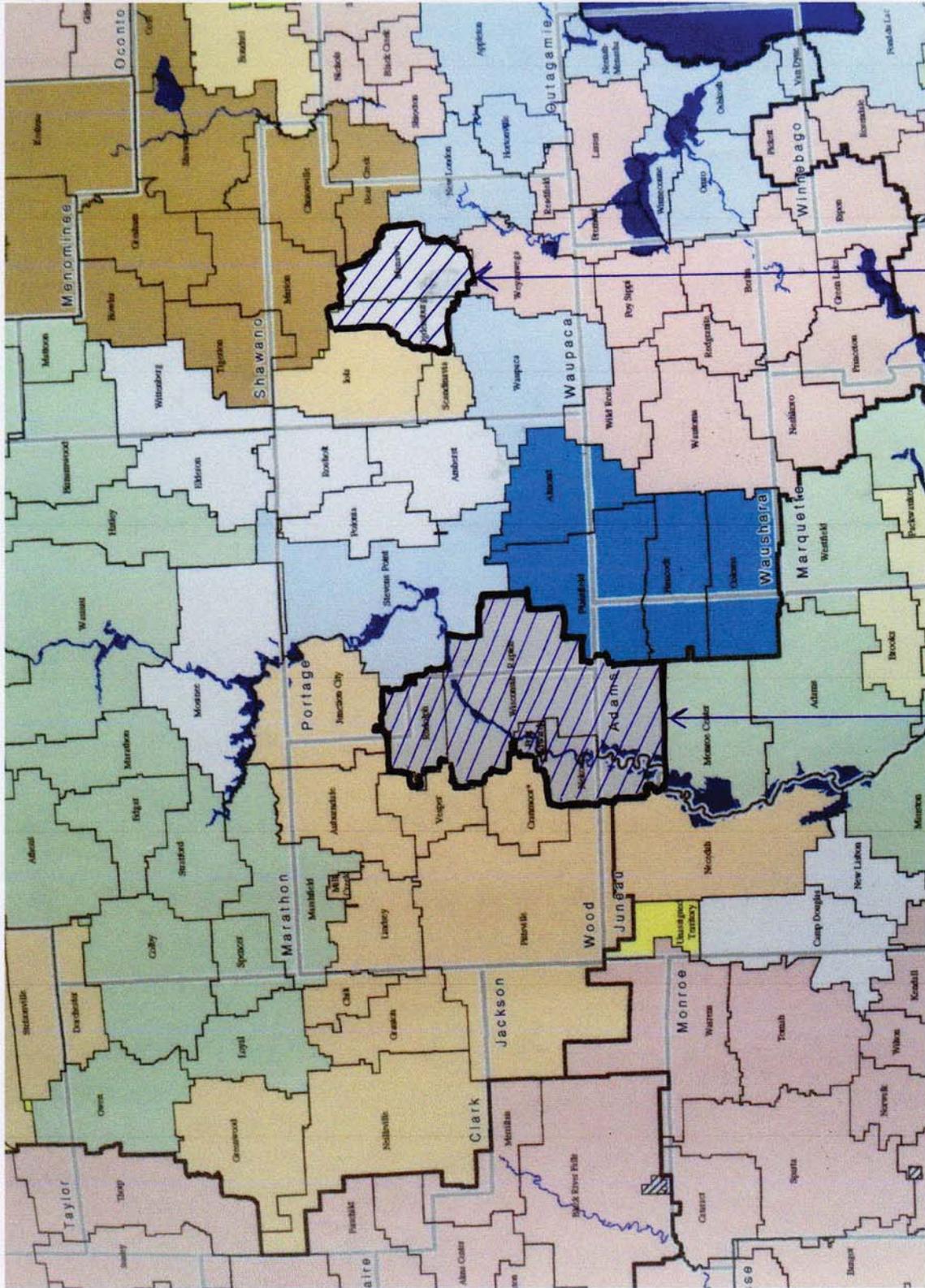
Date:

**WOOD COUNTY TELEPHONE COMPANY
d/b/a SOLARUS**

By:  _____
Douglas Wenzlaff
CEO and General Manager

Date: 2/8/16

EXHIBIT 1



MNANA EXCHANGES

SOLARUS EXCHANGES