

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

In the Matter of)
)
Rector L. Hopgood) WC Docket No. _____
)
Transferor)
)
William Michael George)
)
Transferee)
)
For the Transfer of Control of Northeast Louisiana Telephone)
Company, Inc. and Northeast Long Distance, LLC, which provide)
interstate interexchange and exchange access services in Louisiana)
pursuant to blanket domestic Section 214 authorizations)

TO: Wireline Competition Bureau

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

Rector L. Hopgood (“Transferor”) and William Michael George (“Transferee”) hereby request Commission authorization for the transfer of control of HNG Holdings, LLC (“HNG Holdings”), a Louisiana limited liability company, which in turn, owns 100 percent of both Northeast Louisiana Telephone Company, Inc. (“Northeast Louisiana”; FRN: 0001714567) and Northeast Long Distance, LLC (“Northeast LD”; FRN: 0011266830), from Mr. Hopgood (the current 50 percent member-owner of HNG Holdings) to Mr. George (who will become the largest individual stockholder of HNG Holdings, and is also the Trustee of three separate trusts for his children). Northeast Louisiana, a rural incumbent local exchange carrier (“ILEC”), and Northeast LD, a long distance toll service reseller, provide interstate exchange access services and interstate interexchange services, respectively, in the State of Louisiana pursuant to blanket domestic Section 214 authorizations.

Northeast Louisiana is a Louisiana corporation that provides local exchange service and exchange access service as an ILEC in the Bonita and Collinston exchanges (approximately 485 access lines) in Morehouse Parish in northeastern Louisiana. Northeast LD is a Louisiana limited liability company that resells interstate and intrastate long distance toll services in Northeast Louisiana's local exchange service area.

Rector L. Hopgood is the present Chief Executive Officer of HNG Holdings, Northeast Louisiana and Northeast LD. William Michael George is the President and General Manager of HNG Holdings and Northeast Louisiana, and William A. Norsworthy is their Vice President. Rector L. Hopgood is President of Northeast LD, William Michael George is Vice President and William A. Norsworthy is Treasurer.

The proposed transaction is a purchase by HNG Holdings and retirement of all of Mr. Hopwood's member interest in HNG Holdings. As the result of the retirement of Mr. Hopgood's member interest, the member interests of the other existing member-owners of HNG Holdings will double in size, including William Michael George's member-interest (from 24.37% to 48.73%), William A. Norsworthy's member interest (from 7.46% to 14.93%) and the member interests of each of three separate trusts for Mr. George's children (from 6.06% to 12.11% each). As Mr. Hopgood gives up his current negative control of HNG Holdings and its wholly-owned subsidiaries, Mr. George will gain positive control of HNG Holdings via his own 48.73% equity and voting interest, plus his right to vote as Trustee an additional 36.33 percent of the member interests of HNG Holdings held by the trusts for his children. Control of HNG Holdings entails control of the blanket Section 214 authorizations of its wholly-owned subsidiaries Northeast Louisiana and Northeast LD.

The proposed transaction rises only slightly above the level of a *pro forma* transaction as Mr. Hopgood gives up his negative control, and the remaining members of the limited liability company become its sole members. Because Mr. George and the three trusts for his children hold only non-controlling minority interests in HNG Holdings prior to the proposed transaction (even if the interests of all three trusts are attributed to Mr. George as their Trustee), this application qualifies for streamlined processing pursuant to Section 63.03(b)(1)(ii) of the Commission's Rules because the Transferee does not presently own a controlling interest in any telecommunications provider and is not otherwise a telecommunications provider.

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:

Rector L. Hopgood
6402 Howell Avenue (P.O. Drawer 185)
Collinston, Louisiana 71229
Telephone: (318) 874-7011
Facsimile: (318) 874-2041

Transferee :

William Michael George
6402 Howell Avenue (P.O. Drawer 185)
Collinston, Louisiana 71229
Telephone: (318) 874-7011
Facsimile: (318) 874-2041

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

HNG Holdings, LLC is a Louisiana limited liability company.

Northeast Louisiana Telephone Company, Inc. is a Louisiana corporation.

Northeast Long Distance, LLC is a Louisiana 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:

Rector L. Hopwood
6402 Howell Avenue (P.O. Drawer 185)
Collinston, Louisiana 71229
Telephone: (318) 874-7011
Facsimile: (318) 874-2041

For Transferee:

William Michael George
6402 Howell Avenue (P.O. Drawer 185)
Collinston, Louisiana 71229
Telephone: (318) 874-7011
Facsimile: (318) 874-2041

With a copy to Counsel:

Gerard J. Duffy
Blooston, Mordkofsky, Dickens, Duffy & Prendergast, LLP
2120 L Street, N.W. (Suite 300)
Washington, D.C. 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:**

Northeast Louisiana Telephone Company, Inc. (Before and After Transaction)

The name, address, citizenship and principal business of the only entity that owns at least ten (10) percent of the equity and voting power of Northeast Louisiana Telephone Company, Inc. both before and after the proposed transaction are:

<u>Name & Address</u>	<u>% Voting & Equity</u>	<u>Citizenship</u>	<u>Principal Business</u>
HNG Holdings, LLC 6402 Howell Avenue. Collinston, Louisiana 71229	100.00%	LA LLC	Telecommunications

Northeast Long Distance, LLC (Before and After Transaction)

The name, address, citizenship and principal business of the only entity that owns at least ten (10) percent of the equity and voting power of Northeast Long Distance, LLC both before and after the proposed transaction are:

<u>Name & Address</u>	<u>% Voting & Equity</u>	<u>Citizenship</u>	<u>Principal Business</u>
HNG Holdings, LLC 6402 Howell Avenue. Collinston, Louisiana 71229	100.00%	LA LLC	Telecommunications

HNG Holdings, LLC (Before Transaction)

The names, addresses, citizenship and principal businesses of the only entities that own the equity and voting power of HNG Holdings, LLC before the proposed transaction are:

<u>Name & Address</u>	<u>% Voting & Equity</u>	<u>Citizenship</u>	<u>Principal Business</u>
Rector L. Hopgood 6402 Howell Avenue Collinston, Louisiana 71229	50.00%	U.S.A	Telecommunications
William Michael George 6402 Howell Avenue Collinston, Louisiana 71229	24.37%	U.S.A	Telecommunications
William A. Norsworthy 6402 Howell Avenue Collinston, Louisiana 71229	7.46%	U.S.A	Telecommunications
Christine M. George Minority Trust (William Michael George, Trustee) 6402 Howell Avenue Collinston, Louisiana 71229	6.06%	LA Trust	Telecommunications
Erin E. George Minority Trust (William Michael George, Trustee) 6402 Howell Avenue Collinston, Louisiana 71229	6.06%	LA Trust	Telecommunications
Douglas M. George Minority Trust (William Michael George, Trustee) 6402 Howell Avenue Collinston, Louisiana 71229	6.06%	LA Trust	Telecommunications

William Michael George is the father of Christine M. George, Erin E. George and Douglas M. George, and the nephew of William A. Norsworthy.

No other individual or entity directly or indirectly owns an interest of ten (10) percent of the equity and voting power of HNG Holdings Inc. prior to the proposed transaction.

HNG Holdings, LLC (After Transaction)

The names, addresses, citizenship and principal businesses of the only entities that will own the equity and voting power of HNG Holdings, LLC after the proposed transaction are:

<u>Name & Address</u>	<u>% Voting & Equity</u>	<u>Citizenship</u>	<u>Principal Business</u>
William Michael George 6402 Howell Avenue Collinston, Louisiana 71229	48.73%*	U.S.A	Telecommunications
William A. Norsworthy 6402 Howell Avenue Collinston, Louisiana 71229	14.93%	U.S.A	Telecommunications
Christine M. George Minority Trust (William Michael George, Trustee) 6402 Howell Avenue Collinston, Louisiana 71229	12.11%	LA Trust	Telecommunications
Erin E. George Minority Trust (William Michael George, Trustee) 6402 Howell Avenue Collinston, Louisiana 71229	12.11%	LA Trust	Telecommunications
Douglas M. George Minority Trust (William Michael George, Trustee) 6402 Howell Avenue Collinston, Louisiana 71229	12.11%	LA Trust	Telecommunications

*Note: Member interests are rounded to nearest hundredth of a percent. In actuality, member interests are computed to six decimal places, and post-transaction interests are exactly twice the amount as pre-transaction interests. In both pre-transaction and post-transaction calculations, member interests sum to 100.00%.

William Michael George is the father of Christine M. George, Erin E. George and Douglas M. George, and the nephew of William A. Norsworthy.

No other individual or entity directly or indirectly owns an interest of ten (10) percent of the equity and voting power of HNG Holdings Inc. after the proposed 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.

Rector L. Hopgood and William Michael George (in his roles as an individual member and as trustee for the trusts of his children) 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:

Rector L. Hopgood is retiring and selling his 50.00 percent ownership interest in HNG Holdings back to the limited liability company. As a result of the retirement of Mr. Hopgood's interest, the member interests in HNG Holdings of William Michael George, William A. Norsworthy and three separate trusts for the children of Mr. George are all doubling in size. Completion of the transaction will give Mr. George, in his capacity as a member and as trustee of the trusts for his children, control of HNG Holdings and its assets, including Northeast Louisiana, Northeast LD and their blanket domestic Section 214 authorizations.

(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 HNG Holdings and Affiliates.

HNG Holdings is a holding company which does not directly provide domestic telecommunications services.

Northeast Louisiana provides local exchange service and exchange access service as an ILEC (approximately 485 access lines) in and around the communities of Collinston, Bonita and Jones in Morehouse Parish in rural northeastern Louisiana.

Northeast LD resells interstate and intrastate long distance toll services in and around Northeast Louisiana's local exchange service area.

Northeast Telephone Services Inc., a wholly-owned subsidiary of Northeast Louisiana, provides Internet access service and non-regulated services in and around Northeast Louisiana's local exchange service area.

TV Northeast, Inc., a wholly-owned subsidiary of Northeast Louisiana, was previously formed to provide non-regulated video services, but is presently inactive.

Northeast Telecom, LLC and Northeast Telecom Data Solutions, LLC are presently inactive companies that have the same ownership as HNG Holdings. They were previously formed to provide regulated and/or non-regulated voice and data services.

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

(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, it fits within Section 63.03(b)(1)(ii) because the transferee is presently only a non-controlling minority owner of HNG Holdings, and is not otherwise a telecommunications provider.

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

Applicants will be filing no other Commission applications related to the proposed transaction.

(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:**

The proposed transaction entails the acquisition of control of HNG Holdings, Northeast Louisiana and Northeast LD by William Michael George, the existing President and General Manager of HNG Holdings and Northeast Louisiana, and the existing Vice President of Northeast LD. Under the management of Messrs. Hopgood and George, the HNG Holdings organization has long and proven record of investing in its rural network, and of providing high-quality, state-of-the-art voice and data services at affordable rates to its rural service area. The retirement of Mr. Hopgood and succession of Mr. George will ensure that Collinston, Bonita and Jones area customers will continue to receive high-quality, state-of-the-art voice and data services at affordable rates during the foreseeable future.

Conclusion

In light of the foregoing facts and public interest considerations, the Commission is respectfully requested to authorize the transfer of control of HNG Holdings, LLC and its wholly-owned subsidiaries Northeast Louisiana Telephone Company, Inc. and Northeast Long Distance, LLC from Rector L. Hopgood to William Michael George.

Rector L. Hopgood and William Michael George (in his roles as individual owner and trustee) hereby recertify, 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,

RECTOR L. HOPGOOD

By: Rector L. Hopgood
Date: 3-28-16

WILLIAM MICHAEL GEORGE

By: William Michael George
Date: 3-28-16

CHRISTINE M. GEORGE MINORITY TRUST

By: William Michael George
Trustee
Date: 3-28-16

ERIN E. GEORGE MINORITY TRUST

By: William Michael George
Trustee
Date: 3-28-16

DOUGLAS M. GEORGE MINORITY TRUST

By: William Michael George
Trustee
Date: 3-28-16