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US BANK/FCC DEC 21 2009

December 18, 2009

Federal Communications Commission  
Wireline Competition Bureau  
P.O. Box 979091  
St. Louis, MO 63197-9000

Re: *Application for Commission Consent to Transfer of Control of Section  
214-Authorized Interstate Carrier DialTone & More, Inc. to DialTone &  
More Acquisition Group, LLC*

To Whom It May Concern:

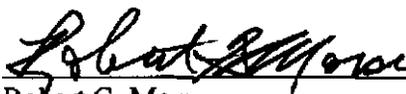
Enclosed please find an original and 5 copies of an application for Commission consent to the transfer of control of Section 214-authorized carrier DialTone & More, Inc. (FRN 0012612206) to DialTone & More Acquisition Group, LLC (FRN 0019418581) pursuant to Section 214 of the Communications Act of 1934, as amended, 47 U.S.C. § 214. Enclosed is a completed FCC Form 159 for \$1015.00, with applicable credit card payment information.

Please contact the undersigned if there are questions concerning this application.

Respectfully submitted,

WILKINSON BARKER KNAUER, LLP

By:

  
Robert G. Morse

Enclosures

READ INSTRUCTIONS CAREFULLY  
BEFORE PROCEEDING

FEDERAL COMMUNICATIONS COMMISSION  
REMITTANCE ADVICE  
FORM 159

Approved by OMB  
306N-0389  
Page No. 1 of 2

(1) LOCKBOX # 979091	<b>SPECIAL USE ONLY</b>
	<b>FCC USE ONLY</b>

**SECTION A - PAYER INFORMATION**

(2) PAYER NAME (if paying by credit card enter name exactly as it appears on the card) Thomas E. Biddix	(3) TOTAL AMOUNT PAID (U.S. Dollars and cents) 1015.00
(4) STREET ADDRESS LINE NO. 1 6905 N Wickham Road	
(5) STREET ADDRESS LINE NO. 2 Suite 403	
(6) CITY Melbourne	(7) STATE FL
	(8) ZIP CODE 32940
(9) DAYTIME TELEPHONE NUMBER (include area code) (321) 373-1343	(10) COUNTRY CODE (if not in U.S.A.)

**FCC REGISTRATION NUMBER (FRN) REQUIRED**

(11) PAYER (FRN) 0019417799	(12) FCC USE ONLY
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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 DialTone & More Acquisition Group, LLC	
(14) STREET ADDRESS LINE NO. 1 6905 N Wickham Road	
(15) STREET ADDRESS LINE NO. 2 Suite 403	
(16) CITY Melbourne	(17) STATE FL
	(18) ZIP CODE 32940
(19) DAYTIME TELEPHONE NUMBER (include area code) (321) 254-4949	(20) COUNTRY CODE (if not in U.S.A.)

**FCC REGISTRATION NUMBER (FRN) REQUIRED**

(21) APPLICANT (FRN) 0019418581	(22) FCC USE ONLY
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COMPLETE SECTION C FOR EACH SERVICE, IF MORE BOXES ARE NEEDED, USE CONTINUATION SHEET

(23A) CALL SIGN/OTHER ID	(24A) PAYMENT TYPE CODE CUT	(25A) QUANTITY
(26A) FEE DUE FOR (PTC) \$1015.00	(27A) TOTAL FEE \$1015.00	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, \_\_\_\_\_, 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 \_\_\_\_\_ DATE \_\_\_\_\_

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  
**DialTone & More, Inc.**

(14) STREET ADDRESS LINE NO. 1  
**11121 Highway 70, Suite 202**

(15) STREET ADDRESS LINE NO. 2

(16) CITY  
**Arlington**

(17) STATE  
**TN**

(18) ZIP CODE  
**38002**

(19) DAYTIME TELEPHONE NUMBER (include area code)  
**(877) 264-5375**

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

FCC REGISTRATION NUMBER (FRN) REQUIRED

(21) APPLICANT (FRN)  
**0012612206**

(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, D.C. 20554

In the Matter of	)	
	)	
<b>DialTone &amp; More, Inc., Transferor</b>	)	
	)	WC Docket No. 09-_____
and	)	
	)	
<b>DialTone &amp; More Acquisition Group, LLC,</b>	)	
<b>Transferee</b>	)	
	)	
Application Pursuant to Section 214 of the	)	
Communications Act of 1934, as amended,	)	
and Section 63.04 of the Commission's Rules for	)	
Approval of the Transfer of Control of a	)	
Domestic Interstate Common Carrier	)	

**APPLICATION FOR APPROVAL OF A TRANSFER OF CONTROL**  
**STREAMLINED PROCESSING REQUESTED**

DialTone & More, Inc. ("Transferor" or "DialTone") (FRN 0012612206) and DialTone & More Acquisition Group, LLC ("Transferee" or "DialTone Acquisition Group") (FRN 0019418581) (collectively "Applicants"), by their undersigned attorney and pursuant to Section 214 of the Communications Act of 1934 (the "Act"), as amended, 47 U.S.C. § 214, and Section 63.04 of the Commission's Rules, 47 C.F.R. § 63.04, hereby respectfully seek Commission approval to transfer control of DialTone to DialTone & More Acquisition Group, LLC. Streamlined processing of this application is requested pursuant to Section 63.03 of the Rules, 47 C.F.R. § 63.03. Applicants provide below the information required by Section 63.04 of the Commission's Rules, 47 C.F.R. § 63.04.

**I. SECTION 63.04 INFORMATION**

In support of this Application, Applicants submit the following information in response to the requirements of Section 63.04(a) of the Rules. Information is provided in the order in which those requirements appear in the Rule.

In support of this Application, Applicants also provide the following information:

**(1) Name, Address and Telephone Number of Transferor and Transferee**

Transferor: DialTone & More, Inc.  
11121 Highway 70, Suite 202  
Arlington, Tennessee 38002  
Tel (877) 264-5375  
Fax: (901) 328-5608  
FRN: 0012612206

Transferee: DialTone & More Acquisition Group, LLC  
6905 North Wickham Road, Suite 403  
Melbourne, Florida 32940  
Tel: (321) 254-4949  
Fax: (321) 258-0787  
FRN: 0019418581

**(2) State of Organization**

Transferor: DialTone & More, Inc. is a Georgia corporation

Transferee: DialTone & More Acquisition Group, LLC is a Delaware limited liability company.

**(3) Point of Contact Information**

Correspondence concerning this Application for the Transferor and the Transferee should be sent to:

Lance J.M. Steinhart  
Lance J Steinhart, P.C.  
1720 Windward Concourse, Suite 115  
Alpharetta, Georgia 30005  
Tel: (770) 232-9200  
Fax: (770) 232-9208  
E-Mail: [lsteinhart@telecomcounsel.com](mailto:lsteinhart@telecomcounsel.com)

**(4) Information concerning the ten percent (10%) or greater owners of Transferor**

***Transferor***

Direct ownership in DialTone & More, Inc.:

Name: Brian Cox  
Address: 11121 Highway 70, Suite 202  
Arlington, Tennessee 38002  
Citizenship: United States  
Principal Business: Telecommunications  
Interest: 100%

***Transferee***

Direct ownership in DialTone & More Acquisition Group, LLC:

Name: Associated Telecom Management Services, LLC  
Business Address: 6905 North Wickham Road  
Melbourne, Florida 32940  
Citizenship: United States (Delaware Limited Liability Company)  
Principal Business: Telecommunications  
Interest: 100%

Indirect ownership in DialTone & More Acquisition Group, LLC is as follows:

Name: Thomas Biddix  
Address: 6905 North Wickham Road  
Melbourne, Florida 32940  
Citizenship: United States  
Principal Business: Telecommunications  
Interest: 100%

No other entity currently holds a direct or indirect interest in Transferee.

**(5) Anti Drug Abuse Act of 1998 Certification**

By the attached certification, Applicants certify pursuant to 47 C.F.R. §§ 1.2001-1.2008 of the Rules that no party to the application is subject to a denial of Federal benefits pursuant to section 5301 of the Anti-Drug Abuse Act of 1988.

**(6) Description of the Transaction**

***The Parties.*** DialTone holds blanket domestic Section 214 authority to provide interstate telecommunications services. DialTone is a provider of competitive local exchange and interexchange services and began offering service in 1997. DialTone is currently authorized to provide competitive local exchange and/or interexchange services in Georgia, South Carolina, Kentucky, Louisiana and Tennessee. Of those states, DialTone is currently providing service in Georgia and South Carolina. DialTone & More Acquisition Group, LLC was recently formed by its principals to purchase DialTone, and to consolidate DialTone with other competitive local exchange carriers. DialTone & More Acquisition Group, LLC itself is not a provider of telecommunications services.

***The Transaction.*** Pursuant to the terms of a Stock Purchase Agreement, DialTone & More Acquisition Group, LLC will purchase 100% of the equity interests of DialTone, which will become a wholly owned subsidiary of DialTone & More Acquisition Group, LLC. For the Commission's convenience, pre- and post-closing organization illustrative charts are provided as Exhibit A. The transfer of control of DialTone will involve no disruption, impairment, or other changes in the entity providing service to customers, the facilities used to provide such services, or the rates, terms and conditions of such service. All existing tariffs will remain in place. In addition, the contact points for customers and Commission inquiries will remain the same after the transfer of control. All existing customer service numbers/operations, contracts and procedures of DialTone will remain in place after the transaction, including procedures relating to billing and repair complaints. Although the transaction will result in a change in the control of DialTone, no assignment of authorizations, assets, or customers will occur as a consequence of the transaction. DialTone will continue to provide service to DialTone existing customers

pursuant to DialTone authorizations under the same rates, terms and conditions. Accordingly, this transaction will be transparent to the customers of DialTone.

**(7) Description of Geographic Service Area and Services in Each Area**

*Transferor.* DialTone & More, Inc. currently provides domestic resold intrastate and interstate telecommunications services on a retail basis in the following states: Georgia and South Carolina. DialTone is affiliated with the following companies: Ren-Tel Communications, Inc.; Dial Tone & More, Inc.; BLC Management, LLC d/b/a Angles Communication Solutions; and SC TX Link, LLC, all of which are wholly owned by Brian Cox, the owner of DialTone. These companies are simultaneously filing similar Applications for Approval of Transfer of Control.

*Transferee.* DialTone & More Acquisition Group, LLC does not provide any domestic telecommunications services in the United States in its own right. Applicants' affiliates provide domestic resold intrastate and interstate telecommunications services on a retail basis as small CLECs in the following states: Alabama; Arkansas; Florida; Georgia, Indiana; Kentucky; Louisiana, Mississippi, Missouri, North Carolina; South Carolina; Tennessee; and Texas.

**(8) Qualification for Streamlining**

This Application is eligible for streamlined processing pursuant to Section 63.03(b)(2)(i) of the Commission's Rules, 47 C.F.R. § 63.03(b)(2)(i) for the following reasons: (1) DialTone and DialTone affiliates, as defined in Section 3(1) of the Communications Act ("Affiliates"), combined hold less than a ten percent (10%) share of the interstate, interexchange market;<sup>1</sup> (2) DialTone and DialTone Affiliates provide competitive local exchange service only in areas served by dominant local exchange carriers (none of which is a party to the proposed

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<sup>1</sup> 47 U.S.C. § 153(1); 47 C.F.R. § 63.03(b)(3).

transactions), and; (3) neither DialTone nor any of DialTone Affiliates is dominant with respect to any service.

**(9) Other Pending Commission Applications**

None

**(10) Special Consideration**

None.

**(11) Waiver Requests (If Any)**

None.

**(12) Public Interest Statement**

Applicants submit that the transaction will serve the public interest because it brings DialTone & More Acquisition Group, LLC's experienced management team to enhance DialTone's ability to provide quality local exchange services to its customers. The acquisition will enable DialTone to obtain access to additional financial and operational resources from its new parent company. The transfer of control will ensure the ongoing provision of high quality telecommunications to the public, the introduction of new services, and will promote competition in the U.S. telecommunications integration service market for the benefit of all consumers. As evidenced by this application's eligibility for streamlined processing, transactions such as these do not raise anticompetitive concerns for the Commission.<sup>2</sup> Neither Applicant is (or is affiliated with) an ILEC.

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<sup>2</sup> *Implementation of Further Streamlining Measures for Domestic Section 214 Authorizations*, Report and Order, 17 FCC Rcd. 5517, ¶ 30 (2002).

## II. CONCLUSION

For the reasons stated above, Applicants respectfully submit that the public interest, convenience, and necessity would be furthered by grant of this Application.

Respectfully submitted,



Lance J.M. Steinhart  
Lance J Steinhart, P.C.  
1720 Windward Concourse, Suite 115  
Alpharetta, Georgia 30005  
(770) 232-9200 (Tel)  
(770) 232-9208 (Fax)  
[lsteinhart@telecomcounsel.com](mailto:lsteinhart@telecomcounsel.com) (E-Mail)

Counsel to

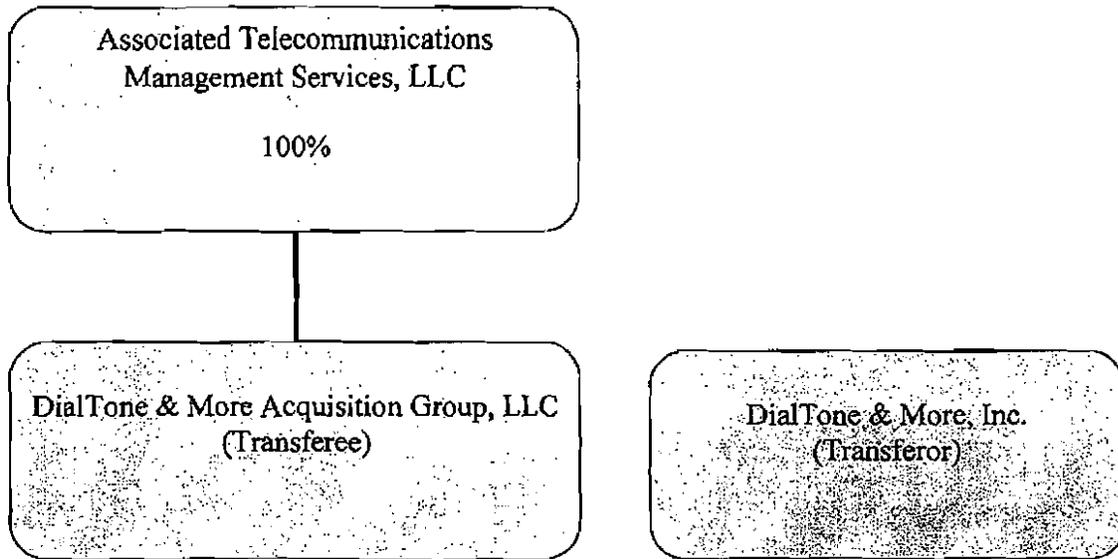
DialTone & More, Inc.  
And DialTone & More Acquisition Group, LLC

**EXHIBIT A**

**PRE- AND POST-CLOSING ORGANIZATIONAL CHARTS**

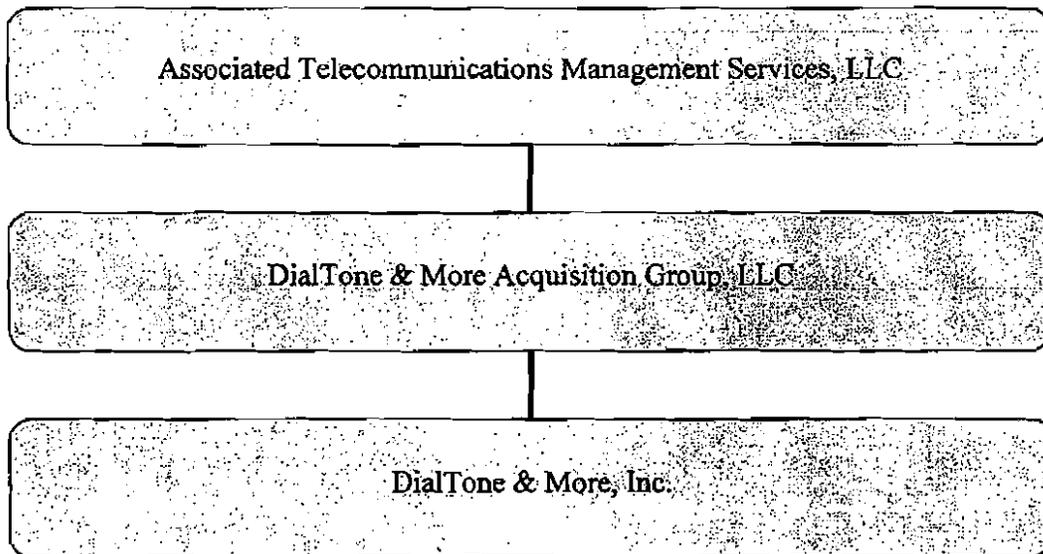
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**Pre Closing**



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**Post Closing**



## **CERTIFICATIONS**

## CERTIFICATION

I, Brian Cox, President of DialTone & More, Inc., hereby certify under penalty of perjury that I am authorized to make this Certification on behalf of DialTone & More, Inc., the Transferor in the foregoing application. I further certify that the information in the foregoing application as it pertains to the Transferor is true and accurate to the best of my knowledge, and that the Transferor is not subject to a denial of Federal benefits pursuant to Section 5301 of the Anti-Drug Abuse Act of 1988, 21 U.S.C. § 853(a), as amended.

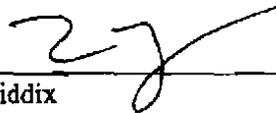
  
\_\_\_\_\_  
Brian Cox, President  
DialTone & More, Inc.

Date: 12/16/09

FCC TOC

**CERTIFICATION**

I, Thomas E. Biddix, Managing Member of DialTone & More Acquisition Group, LLC, hereby certify under penalty of perjury that I am authorized to make this Certification on behalf of DialTone & More Acquisition Group, LLC, the Transferee in the foregoing application. I further certify that the information in the foregoing application as it pertains to the Transferee is true and accurate to the best of my knowledge, and that the Transferee is not subject to a denial of Federal benefits pursuant to Section 5301 of the Anti-Drug Abuse Act of 1988, 21 U.S.C. § 853(a), as amended.

  
\_\_\_\_\_  
Thomas E. Biddix  
Managing Member  
DialTone & More Acquisition Group, LLC

Date: 12/17/09