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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 Ganoco, Inc. d/b/a American Dial Tone
to Ganoco 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 Ganoco, Inc. d/b/a American Dial Tone (FRN 0014872337) to Ganoco Acquisition Group, LLC (FRN 0019389485) 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

US BANK/FCC DEC 21 2009
FEDERAL COMMUNICATIONS COMMISSION
REMITTANCE ADVICE
FORM 159

Approved by OMB
J0600589
Page No. 1 of 2

(1) LOCKBOX # 979091		SPECIAL USE ONLY	
		FCC USE ONLY	
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	
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 Ganoco 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) 0019389485		(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 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 Ganoco, Inc. d/b/a American Dial Tone		
(14) STREET ADDRESS LINE NO. 1 2323 Curlew Road, Suite 7C		
(15) STREET ADDRESS LINE NO. 2		
(16) CITY Dunedin	(17) STATE FL	(18) ZIP CODE 34698
(19) DAYTIME TELEPHONE NUMBER (include area code) (727) 723-1903		(20) COUNTRY CODE (if not is U.S.A.)
FCC REGISTRATION NUMBER (FRN) REQUIRED		
(21) APPLICANT (FRN) 0014872337		(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	
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(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)
)
Ganoco, Inc.)
d/b/a American Dial Tone, Transferor) WC Docket No. 09-_____
)
and)
)
Ganoco Acquisition Group LLC, Transferee)
)
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**

Ganoco, Inc. d/b/a American Dial Tone ("Transferor" or "American Dial Tone") (FRN 0014872337) and Ganoco Acquisition Group, LLC ("Transferee" or "Ganoco Acquisition Group") (FRN 0019389485) (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 American Dial Tone to Ganoco Acquisition Group.¹ 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.

¹ Applicants consummated the instant transaction on or about September 30, 2009. Special Temporary Authority for American Dial Tone to operate under the current ownership is being requested under separate cover.

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: Ganoco, Inc. d/b/a American Dial Tone
2323 Curlew Road, Suite 7C
Dunedin, Florida 34698
Tel: (727) 723-1903
Fax: (727) 669-9451
FRN: 0014872337

Transferee: Ganoco Acquisition Group, LLC
6905 North Wickham Road, Suite 403
Melbourne, Florida 32940
Tel: (321) 254-4949
Fax: (321) 258-0787
FRN: 0019389485

(2) State of Organization

Transferor: Ganoco, Inc. d/b/a American Dial Tone is a Florida corporation

Transferee: Ganoco 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

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

Transferor

Direct ownership in Ganoco, Inc. d/b/a American Dial Tone:

Name: Stephen Klein
Address: 2323 Curlew Street, Suite 7C
Dunedin, Florida 34698
Citizenship: United States
Principal Business: Telecommunications
Interest: 80%

Name: Larry Wright
Address: 2323 Curlew Street, Suite 7C
Dunedin, Florida 34698
Citizenship: United States
Principal Business: Telecommunications
Interest: 20%

Neither of these entities currently holds any ownership interest in American Dial Tone. No other entity held a direct or indirect interest in Transferor.

Transferee

Direct ownership in Ganoco 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 Ganoco 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. American Dial Tone holds blanket domestic Section 214 authority to provide interstate telecommunications services. American Dial Tone is a provider of competitive local exchange and interexchange services and began offering service in 1999. American Dial Tone is currently authorized to provide competitive local exchange and interexchange services in Alabama, Florida, Kentucky, Montana, Tennessee and Texas. Of these states, American Dial Tone is providing such services in Alabama, Florida, Kentucky, Tennessee and Texas. Ganoco Acquisition Group was recently formed by its principals to purchase American Dial Tone, and to consolidate American Dial Tone with other competitive local exchange carriers. Ganoco Acquisition Group itself is not a provider of telecommunications services.

The Transaction. Ganoco Acquisition Group purchased 100% of the equity interests of American Dial Tone, which became a wholly owned subsidiary of Ganoco Acquisition Group. For the Commission's convenience, pre- and post-closing organization illustrative charts are provided as Exhibit A. The transfer of control of American Dial Tone involved 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 remained in place. In addition, the contact points for customers and Commission inquiries remained the same after the transfer of control. All existing customer service

numbers/operations, contracts and procedures of American Dial Tone remained in place after the transaction, including procedures relating to billing and repair complaints. Although the transaction resulted in a change in the control of American Dial Tone, no assignment of authorizations, assets, or customers occurred as a consequence of the transaction. American Dial Tone will continue to provide service to American Dial Tone existing customers pursuant to American Dial Tone authorizations under the same rates, terms and conditions. Accordingly, this transaction is transparent to the customers of American Dial Tone.

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

Transferor. Ganoco, Inc. d/b/a American Dial Tone currently provides domestic resold intrastate and interstate telecommunications services on a retail basis in the following states: Alabama, Florida, Kentucky, Tennessee and Texas.

Transferee. Ganoco 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; Indiana; Kentucky; Louisiana, 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) American Dial Tone and American Dial Tone 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;² (2) American Dial Tone and American Dial Tone Affiliates provide

² 47 U.S.C. § 153(1); 47 C.F.R. § 63.03(b)(3).

competitive local exchange service only in areas served by dominant local exchange carriers (none of which is a party to the proposed transactions), and; (3) neither American Dial Tone nor any of American Dial Tone Affiliates is dominant with respect to any service.

(9) Other Pending Commission Applications

Applicants have separately requested Special Temporary Authority for American Dial Tone to provide interstate common carrier services under its current ownership.

(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 Ganoco Acquisition Group's experienced management team to enhance American Dial Tone's ability to provide quality local exchange services to its customers. The acquisition will enable American Dial Tone 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.³ Neither Applicant is (or is affiliated with) an ILEC.

³ *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,



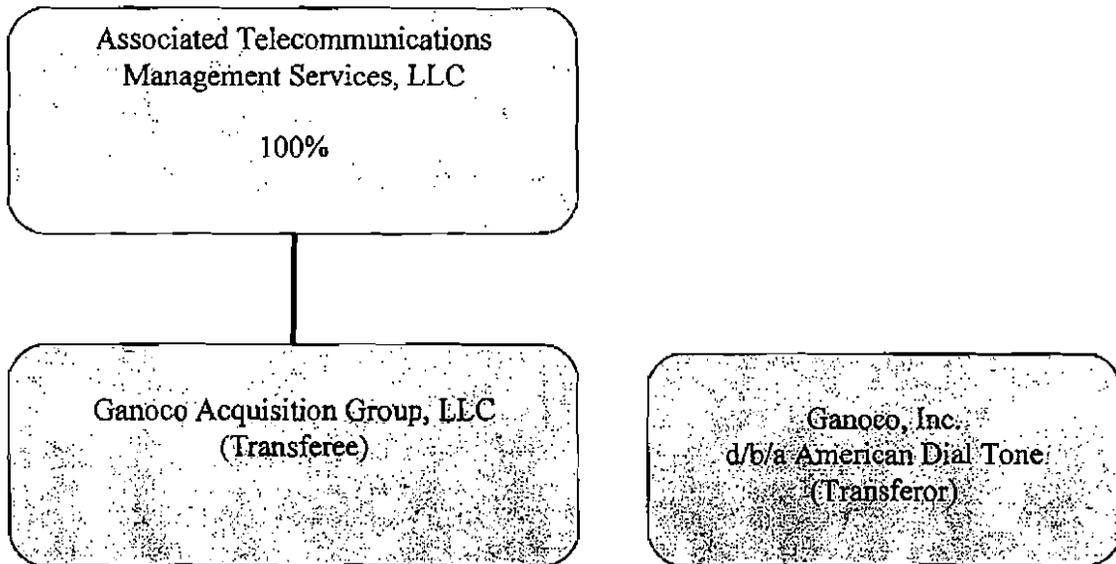
Lance J.M. Steinhart
Lance J Steinhart, P.C.
1720 Windward Concourse, Suite 115
Alpharetta, Georgia 30005
(770) 232-9200 (Tel)
(770) 232-9208 (Fax)
lsteinhart@telecomcounsel.com (E-Mail)

Counsel to
Ganoco, Inc. d/b/a American Dial Tone
And Ganoco Acquisition Group, LLC

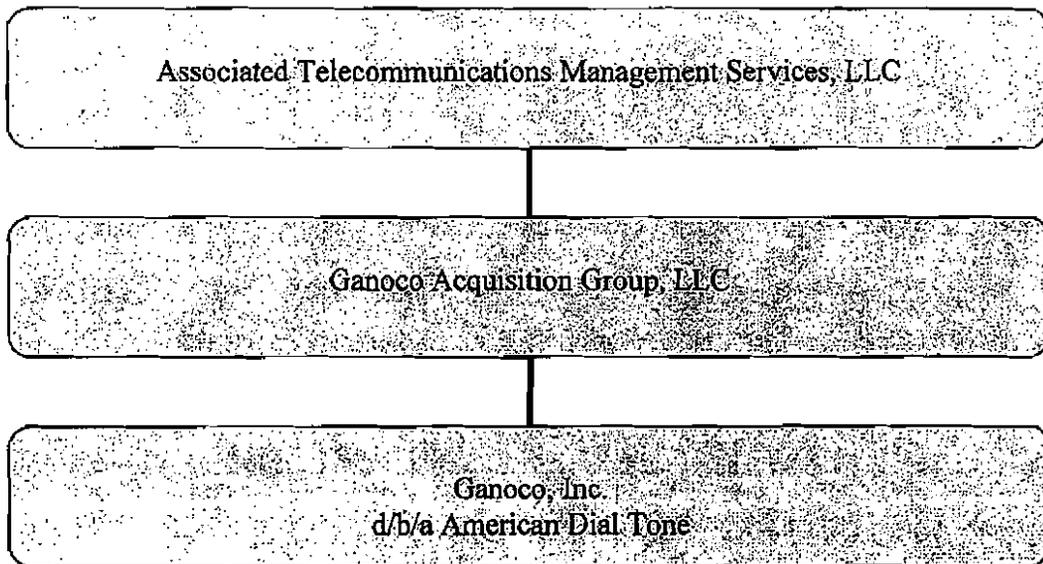
EXHIBIT A

PRE- AND POST-CLOSING ORGANIZATIONAL CHARTS

Pre Closing



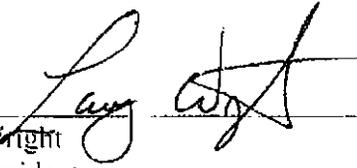
Post Closing



CERTIFICATIONS

CERTIFICATION

I, Larry Wright, Vice President of Ganoco, Inc. d/b/a American Dial Tone, hereby certify under penalty of perjury that I am authorized to make this Certification on behalf of Ganoco, Inc. d/b/a American Dial Tone, 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.

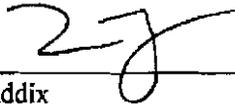


Larry Wright
Vice President
Ganoco, Inc. d/b/a American Dial Tone

Date: 12/19/09

CERTIFICATION

I, Thomas E. Biddix, Managing Member of Ganoco Acquisition Group LLC, hereby certify under penalty of perjury that I am authorized to make this Certification on behalf of Ganoco 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
Ganoco Acquisition Group LLC

Date: 12/17/09