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

In the Matter of	)	
	)	
<b>Unitholders of Cameron Communications, L.L.C.</b>	)	WC Docket No. _____
Transferors	)	
	)	
<b>American Broadband Communications, LLC</b>	)	
<b>Cameron Holdings of North Carolina, LLC</b>	)	
Transferees	)	
	)	
For Transfer of Control of Cameron Communications, L.L.C.	)	
and its Subsidiaries which Provide Interstate Exchange Access	)	
and Interexchange Services in Louisiana and Texas Pursuant	)	
to Domestic Blanket Authorizations under Section 214 of the	)	
Communications Act	)	

TO: Chief, Wireline Competition Bureau

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

The existing unitholders of Cameron Communications, L.L.C. ("Transferors"), and Cameron Holdings of North Carolina, LLC ("Holdings") and its ultimate parent company American Broadband Communications, LLC ("American Broadband"; FRN: 0014772503) (collectively, "the Transferees") hereby request Commission authorization for the transfer of control of the blanket domestic Section 214 authorizations for interstate exchange access services and interstate interexchange services held by Cameron Communications, L.L.C. ("Cameron Communications"; FRN: 0011337177) and its wholly-owned subsidiaries Cameron Telephone Company, L.L.C. ("Cameron Telephone"; FRN: 0011339595), Elizabeth Telephone Company, L.L.C. ("Elizabeth";

FRN: 0003731114) and LBH, L.L.C. ("LBH"; FRN: 0011245867) from the existing unitholders of Cameron Communications to the Transferees.

This application qualifies for presumed streamlined treatment pursuant to Section 63.03(b)(2)(iii) of the Commission's Rules because: (1) both before and after completion of the proposed transaction, Cameron Communications, American Broadband and their affiliates will have an aggregated market share in the interstate, interexchange market of substantially less than ten percent (10.0%); (2) American Broadband and Holdings will be taking control of the existing telephone exchange and exchange access services provided by Cameron Communications' subsidiaries Cameron Telephone, Elizabeth and LBH, and American Broadband has no affiliated telecommunications carriers that provide competitive local exchange services or exchange access services within the Louisiana service areas of Cameron Telephone, Elizabeth and LBH or the Texas service area of Cameron Telephone, while Cameron Communications and its subsidiaries do not provide competitive local exchange services or exchange access services within the service areas of the telecommunications carriers presently affiliated with American Broadband and its owners; and (3) American Broadband's incumbent local exchange carrier ("ILEC") affiliates and Cameron Telephone and Elizabeth are incumbent independent local exchange carriers that have, in combination, far fewer than two percent (2.0%) of the subscriber lines installed in the aggregate nationwide and no overlapping or adjacent service areas.

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:**

Unitholders of Cameron Communications, L.L.C.  
153 West Dave Dugas Road  
Sulphur, Louisiana 70665  
Telephone: (337) 583-2111  
Facsimile: (337) 583-9794

**Transferees:**

American Broadband Communications, LLC  
Cameron Holdings of North Carolina, LLC  
1348 Matthews Township Parkway, Suite 250  
Charlotte, North Carolina 28105  
Telephone: (704) 366-0065  
Facsimile: (704) 845-2299

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

Cameron Communications is a limited liability company organized under the laws of the State of Louisiana.

Cameron Telephone is a limited liability company organized under the laws of the State of Louisiana.

Elizabeth is a limited liability company organized under the laws of the State of Louisiana.

LBH is a limited liability company organized under the laws of the State of Louisiana.

Holdings is a limited liability company organized under the laws of the State of North Carolina.

American Broadband is a limited liability company organized under the laws of the State of Delaware.

- (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 Transferors:**

Marty J. Meche, Corporate Counsel  
 Cameron Communications, L.L.C.  
 153 West Dave Dugas Road  
 Sulphur, Louisiana 70665  
 Telephone: (337) 583-2111  
 Facsimile: (337) 583-9794

**For Transferees:**

John P. Duda, Executive Vice President & COO  
 American Broadband Communications, LLC  
 1348 Matthews Township Parkway, Suite 250  
 Charlotte, North Carolina 28105  
 Telephone: (704) 366-0065  
 Facsimile: (704) 845-2299

With a copy to Counsel:

Gerard J. Duffy, Esquire  
 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:**

**CAMERON COMMUNICATIONS PRIOR TO TRANSACTION:**

The names, addresses, citizenship and principal businesses of the entities that own at least ten (10) percent of the membership interests of Cameron Communications at this time (that is, prior to the proposed transaction) are:

<u>Name &amp; Address</u>	<u>Ownership</u>	<u>Citizenship</u>	<u>Principal Business</u>
William L. Henning, Jr. 101 East Thomas Street Sulphur, LA 70663	33.33%	U.S.A.	Telecommunications

<u>Name &amp; Address</u>	<u>% Ownership</u>	<u>Citizenship</u>	<u>Principal Business</u>
John A. Henning, Sr. 101 East Thomas Street Sulphur, LA 70663	33.33%	U.S.A.	Telecommunications
Henning Retained Annuity Trust Thomas G. Henning, Trustee 101 East Thomas Street Sulphur, LA 70663	20.19%	LA Trust	Investments
Thomas G. Henning 101 East Thomas Street Sulphur, LA 70663	13.14%	U.S.A.	Telecommunications

William L. Henning, Jr., John A. Henning, Sr. and Thomas G. Henning are brothers, and are the sons of William L. Henning, Sr. William L. Henning, Sr. holds all voting rights for the membership units of Cameron Communications pursuant to a Voting Trust Agreement, dated December 18, 2007, among William L. Henning, Sr. (as voting trustee), William L. Henning, Jr., John A. Henning, Sr. and Thomas G. Henning.

The beneficiaries of the Henning Retained Annuity Trust are Katherine A. Henning and Grant T. Henning, who are both United States citizens. Katherine A. Henning and Grant T. Henning are sister and brother, and the children of Thomas G. Henning.

No other entity directly or indirectly owns ten percent (10.0%) or more of the equity and voting interests of Cameron Communications at this time (that is, prior to the completion of the proposed transaction).

#### **CAMERON COMMUNICATIONS AFTER TRANSACTION:**

The name, address, citizenship and principal business of the sole entity that will own ten (10) percent or more of the equity and voting power of Cameron Communications after completion of the proposed transaction are:

<u>Name &amp; Address</u>	<u>% Ownership</u>	<u>Citizenship</u>	<u>Principal Business</u>
Cameron Holdings of North Carolina, LLC 1348 Matthews Township Pkwy Matthews, NC 28105	100.00%	NC Limited Liability Company	Telecommunications

In turn, the name, address, citizenship and principal business of the sole entity that will own ten (10) percent or more of the equity and voting power of Holdings after completion of the proposed transaction are:

<u>Name &amp; Address</u>	<u>Ownership</u>	<u>Citizenship</u>	<u>Principal Business</u>
American Broadband Acquisition - V, LLC 1348 Matthews Township Pkwy Matthews, NC 28105	100.0%	NC Limited Liability Company	Telecommunications

In turn, the name, address, citizenship and principal business of the sole entity that will own ten (10) percent or more of the equity and voting power of American Broadband Acquisition - V, LLC after completion of the proposed transaction are:

<u>Name &amp; Address</u>	<u>Ownership</u>	<u>Citizenship</u>	<u>Principal Business</u>
American Broadband Communications, LLC 1348 Matthews Township Pkwy Matthews, NC 28105	100.0%	Delaware Limited Liability Company	Telecommunications

Finally, the name, address, citizenship and principal business of the sole entity that will own ten (10) percent or more of the equity and voting power of American Broadband Communications, LLC after completion of the proposed transaction are:

<u>Name &amp; Address</u>	<u>Ownership</u>	<u>Citizenship</u>	<u>Principal Business</u>
Patrick L. Eudy 1348 Matthews Township Pkwy Matthews, NC 28105	95.12%	U.S.A.	Telecommunications

No other entity owns ten percent (10.0%) or more of the equity and/or voting interests of American Broadband Communications, LLC, and no other entity will directly or indirectly own ten (10) percent or more of the equity and voting power of Cameron Communications after completion of 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.**

Cameron Communications, American Broadband, and Holdings 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:**

The proposed transaction entails the transfer of control of Cameron Communications from its existing four (4) members or unitholders to Holdings and its ultimate parent company American Broadband. The transaction will be accomplished by the sale by the current unitholders of Cameron Communications of all of the outstanding units of the ownership interests of Cameron Communications to Holdings. When these transactions are completed, Holdings will own 100 percent of the ownership units of Cameron Communications. Control of Cameron Communications will give Holdings and its ultimate parent company American Broadband control of the blanket domestic Section 214 authorization held by Cameron Communications and its subsidiaries Cameron Telephone, Elizabeth and LBH.

**(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:**

A map showing the service areas of Cameron Telephone, Elizabeth and LBH is attached as Exhibit A. American Broadband presently has no affiliates that provide telecommunications services in the states of Louisiana or Texas.

**AREAS AND SERVICES OF CAMERON COMMUNICATIONS AND AFFILIATES**

Cameron Communications resells intrastate, interstate and international long distance toll services under the trade name of Cameron Long Distance in the ILEC and CLEC exchanges served by Cameron Telephone, Elizabeth and LBH in Cameron, Allen, Vernon, Rapides and Beauregard Parishes in southwestern Louisiana, and in Jefferson, Chambers, Liberty and Galveston Counties in southeastern Texas. Cameron Communications also provides asymmetric digital subscriber line ("ADSL") Internet access services and video programming services in the exchanges served by Cameron Telephone and Elizabeth in southwestern Louisiana, and ADSL Internet access services in the exchanges served by Cameron Telephone in southeastern Texas. Finally, Cameron Communications provides broadband Voice over Internet Protocol ("VoIP") local and long distance phone services under the trade name Mercury Broadband Phone Service in Lake Charles, Sulphur, Moss Bluff, Westlake and Vinton in Calcasieu Parish in southwestern Louisiana.

Cameron Telephone, a wholly-owned subsidiary of Cameron Communications, is an independent incumbent local exchange carrier ("ILEC") that provides local exchange telephone and exchange access services in the Cameron, Carlyss, Creole, Grand Chenier, Hackberry, Holly Beach and Johnson Bayou exchanges in Cameron and Calcasieu Parishes in southwestern Louisiana.

Cameron Telephone also provides local exchange telephone and exchange access services in the Nome and High Island exchanges in Jefferson, Chambers, Liberty and Galveston counties in southeastern Texas.

Elizabeth, a wholly-owned subsidiary of Cameron Telephone, is an independent ILEC that provides local exchange telephone and exchange access services in the Elizabeth, Pitkin and Sugartown exchanges in Allen, Vernon, Rapides and Beauregard Parishes in southwestern Louisiana.

Overall, Cameron Telephone and Elizabeth, the ILEC subsidiaries of Cameron Communications, serve approximately 8,490 access lines.

LBH, a wholly-owned subsidiary of Cameron Communications, provides broadband voice, video and data services as a competitive local exchange carrier ("CLEC") using fiber-to-the-home ("FTTH") networks in Grand Lake and Sweetlake in Cameron Parish, and in Moss Bluff in Calcasieu Parish, in southwestern Louisiana.

Cameron Communications has no other subsidiaries or affiliates that offer telecommunications services.

#### **AREAS AND SERVICES OF AMERICAN BROADBAND AND AFFILIATES**

American Broadband is a holding company that does not directly provide telecommunications services.

American Broadband owns 100 percent of American Broadband Holding Company ("ABHC"), a Delaware corporation that is an intermediate holding company that does not directly provide telecommunications services.

ABHC owns 100 percent of American Broadband Acquisition Corp. II ("ABAC-II"), a Delaware corporation that is also an intermediate holding company that does not directly provide telecommunications services.

ABAC-II owns 100 percent of HunTel, Inc. ("HunTel"), a North Carolina corporation that is also an intermediate holding company that does not directly provide telecommunications services.

HunTel owns 100 percent of the following telecommunications providers: (a) Arlington Telephone Company, a Nebraska corporation and incumbent local exchange carrier, that provides local exchange and exchange access services in and around Arlington, Nebraska; (b) The Blair Telephone Company, a Nebraska corporation and incumbent local exchange carrier, that provides local exchange and exchange access services in and around Blair, Kennard and Fort Calhoun, Nebraska; (c) Eastern Nebraska Telephone Company, a Nebraska corporation and incumbent local exchange carrier, that provides local exchange and exchange access services in and around Walthill, Macy, Winnebago, Rosalie, Osmond, Meadow Grove, Carroll

and Belden, Nebraska; (d) Rock County Telephone Company, a Nebraska corporation and incumbent local exchange carrier, that provides local exchange and exchange access services in and around Bassett and Newport, Nebraska; (e) HunTel Cablevision d/b/a HunTel Communications, a Nebraska corporation and competitive local exchange carrier, that provides local exchange and exchange access services in and around Lyons, Oakland and Tekamah, Nebraska; and an interexchange carrier that resells intrastate and interstate long distance toll services throughout the Nebraska areas served by HunTel's subsidiaries; and (f) Huntel.net, Inc., a Nebraska corporation that provides Internet access services throughout the Nebraska areas served by HunTel's subsidiaries.

ABHC also owns 100 percent of ABAC Missouri, Inc. ("ABAC-M"), a Delaware corporation that is an intermediate holding company that does not directly provide telecommunications services.

ABAC-M owns 100 percent RBJ Holdings, Inc. ("RBJH"), a North Carolina corporation that is also an intermediate holding company that does not directly provide telecommunications services.

RBJH owns 100 percent of RBJ Corp. ("RBJ"), a Missouri corporation that is also an intermediate holding company that does not directly provide telecommunications services.

RBJ owns 100 percent of the following telecommunications providers: (a) Holway Telephone Company, a Missouri corporation and incumbent local exchange carrier, that provides local exchange and exchange access services in and around Maitland, Missouri; (b) K.L.M. Telephone Company, a Missouri corporation and incumbent local exchange carrier, that provides local exchange and exchange access services in and around Rich Hill, Missouri; (c) Holway Long Distance Company, a Missouri corporation and interexchange carrier that resells intrastate and interstate long distance toll services in and around Maitland, Missouri; (d) KLM Long Distance Company, a Missouri corporation and interexchange carrier that resells intrastate and interstate long distance toll services in and around Rich Hill, Missouri; and (e) N.W. Communications Co., a Missouri corporation that provides cable television services in Missouri.

ABHC also owns 100 percent of ABAC Alaska, Inc. ("ABAC-A"), a Delaware corporation that is an intermediate holding company that does not directly provide telecommunications services.

ABAC-A owns 100 percent of TelAlaska Holdings, Inc. ("TAH"), a North Carolina corporation that is also an intermediate holding company that does not directly provide telecommunications services.

TAH owns 100 percent TelAlaska, Incorporated ("TAI"), an Alaska corporation that is also an intermediate holding company that does not directly provide telecommunications services. TAI is the licensee of Cellular Radio Service Stations

WQIQ306, Alaska Rural Service Area 2 – Bethel (Cellular Market Area 316) and WQIQ308, Alaska Rural Service Area 1 – Wade (Cellular Market Area 315).

TAI owns 100 percent of the following telecommunications providers: (a) Interior Telephone Company, an Alaska corporation and incumbent local exchange carrier, that provides local exchange and exchange access services in Alaska; (b) Mukluk Telephone Company, Inc., an Alaska corporation and incumbent local exchange carrier, that provides local exchange and exchange access services in Alaska; (c) TelAlaska Long Distance, Inc., an Alaska corporation that provides long distance toll services and Internet access services in Alaska, and is the licensee of Common Carrier Fixed Point-to-Point Microwave Service Stations WQHK883 and WQHK884, Anchorage, Alaska; and (d) Eyecom, Incorporated, an Alaska corporation that provides cable television services in Alaska.

American Broadband owns 57 percent of American Broadband Communications, Inc. (“ABCI”), a Delaware corporation that is an intermediate holding company that does not directly provide telecommunications services. Patrick L. Eudy, American Broadband’s 95.12 percent owner, owns another 35 percent of ABCI, directly.

ABCI owns 49 percent of American Georgetown, Inc. (“AGI”), a Delaware corporation that is an intermediate holding company that does not directly provide telecommunications services.

AGI owns 100 percent of the following telecommunications providers: (a) Georgetown Telephone, Inc., a Mississippi corporation and incumbent local exchange carrier, that provides local exchange and exchange access services in and around Georgetown, Mississippi; and (b) T.A.T. Cablevision d/b/a Georgetown Long Distance, a Mississippi corporation and interexchange carrier that resells intrastate and interstate long distance toll services in and around Georgetown, Mississippi.

ABCI also owns 49 percent of Northwest Missouri Holdings, Inc. (“NMH”), a Delaware corporation that is an intermediate holding company that does not directly provide telecommunications services.

NMH owns 100 percent of the following telecommunications providers: (a) Oregon Farmers Mutual Telephone Company (“Oregon Farmers”), a Missouri corporation and incumbent local exchange carrier that provides local exchange and exchange access services in and around Oregon and Forest City, Missouri; and (b) South Holt Cablevision, Inc., a Missouri corporation and cable television company that provides video services in and around Oregon, Missouri.

Oregon Farmers owns 100 percent of Oregon Farmers Mutual Long Distance, Inc., a Missouri corporation and interexchange carrier that resells intrastate and interstate long distance toll services in and around Oregon and Forest City, Missouri.

American Broadband owns 49 percent of ABB Holdco, Inc. ("ABBHI"), a Delaware corporation that is an intermediate holding company that does not directly provide telecommunications services.

ABBHI owns 100 percent of American Broadband Acquisition Corporation ("ABAC I"), a Delaware corporation that is an intermediate holding company that does not directly provide telecommunications services.

ABAC I owns 100 percent of Waverly Hall Holdings, Inc. ("WHHI"), a North Carolina corporation that is an intermediate holding company that does not directly provide telecommunications services.

WHHI owns 100 percent of the following telecommunications providers: (a) Waverly Hall Telephone, LLC, a Georgia limited liability company and incumbent local exchange carrier that provides local exchange and exchange access services in and around Waverly Hall, Georgia; and (b) Waverly Hall Communications, Inc., a North Carolina corporation that resells intrastate and interstate long distance toll services in Georgia.

ABAC I also owns 100 percent of the voting capital stock of Mail Holdings, Inc. ("MHI"), a Delaware corporation that is an intermediate holding company that does not directly provide telecommunications services.

MHI owns 100 percent of Gridley Enterprises, Inc. ("GEI"), an Illinois corporation that is an intermediate holding company that does not directly provide telecommunications services.

GEI owns 100 percent of the following telecommunications providers: (a) Gridley Telephone Company, an Illinois corporation and incumbent local exchange carrier that provides local exchange and exchange access services in and around Gridley and Meadows, Illinois; and (b) Gridley Communications, Inc., an Illinois corporation and interexchange carrier that resells intrastate and interstate long distance toll services in and around Gridley and Meadows, Illinois.

MHI owns 100 percent of Gridley Cable, Inc., an Illinois corporation and cable television system operator that provides cable television service in Illinois.

ABAC I also owns 100 percent of Eastern Kansas Holdings, Inc. ("EKHI"), a North Carolina corporation that is an intermediate holding company that does not directly provide telecommunications services.

EKHI owns 100 percent of the following telecommunications providers: (a) S&A Telephone Company, a Kansas corporation and incumbent local exchange carrier that provides local exchange and exchange access services in and around Allen and Scranton, Kansas; and (b) S&A Communications, Inc. ("SACI"), a North Carolina corporation and interexchange carrier that resells intrastate and interstate long

distance toll services in and around Allen and Scranton, Kansas. SACI owns 100 percent of Mid South Cellular, Inc., a Kansas corporation that resells wireless telecommunications services in and around Allen and Scranton, Kansas.

American Broadband owns 40 percent of American Broadband Acquisition Corporation IV ("ABAC-IV"), a Delaware corporation that is an intermediate holding company that does not directly provide telecommunications services.

ABAC-IV owns 100 percent of Newcastle Holdings, Inc. ("Newcastle"), a North Carolina corporation that is an intermediate holding company that does not directly provide telecommunications services.

Newcastle owns 100 percent of the following telecommunications providers: (a) Dalton Telephone Company, a Nebraska corporation and incumbent local exchange carrier that provides local exchange and exchange access services in and around Dalton, Nebraska; (b) Elsie Communications, Inc., a Nebraska corporation and incumbent local exchange carrier that provides local exchange and exchange access services in and around Elsie, Nebraska; and (c) Dalton Telecommunications, Inc., a North Carolina corporation and interexchange carrier that resells intrastate and interstate long distance toll services in and around Dalton and Elsie, Nebraska.

American Broadband owns 40 percent of Woodchuck Holdings, Inc. ("WHI-DE"), a Delaware corporation that is an intermediate holding company that does not directly provide telecommunications services.

WHI-DE owns 100 percent of Woodchuck Holdings, Inc. ("WHI-NC"), a North Carolina corporation that is an intermediate holding company that does not directly provide telecommunications services.

WHI-NC owns 41.9 percent of TelAtlantic Communications, Inc. ("TelAtlantic"), a Delaware corporation that is an intermediate holding company that does not directly provide telecommunications services.

TelAtlantic owns 100 percent of the following telecommunications providers: (a) Miller Telephone Company, a Missouri corporation and incumbent local exchange carrier that provides local exchange and exchange access services in and around Miller, Missouri; and (b) Zenda Telephone Company, a Kansas corporation and incumbent local exchange carrier that provides local exchange and exchange access services in and around Zenda, Kansas.

TelAtlantic also owns 80 percent of West Side Telephone Company ("WSTC"), a West Virginia corporation and incumbent local exchange carrier that provides local exchange and exchange access services in West Virginia.

WSTC owns: (a) 100 percent of Communications Plus, Inc., a West Virginia corporation that provides competitive local exchange services and cable television

services in West Virginia; and (b) 80 percent of Westco Internet Company, a West Virginia corporation provides Internet access services in West Virginia.

American Broadband owns 30 percent of American Broadband Acquisition Corporation III ("ABAC-III"), a Delaware corporation that is an intermediate holding company that does not directly provide telecommunications services.

ABAC-III owns 100 percent of Corona Holdings, Inc. ("Corona"), a North Carolina corporation that is an intermediate holding company that does not directly provide telecommunications services.

Corona owns 100 percent of South Park, LLC d/b/a South Park Telephone Company, a Colorado limited liability company and incumbent local exchange carrier that provides local exchange and exchange access services in the southern portion of Park County, Colorado surrounding the town of Hartsell, Colorado.

Corona also owns 100 percent of Southern Colorado Telecommunications Company ("SCTC"), a Colorado corporation that is an intermediate holding company that does not directly provide telecommunications services.

SCTC owns 100 percent of the following telecommunications providers: (a) The Rye Telephone Company, a Colorado corporation and incumbent local exchange carrier that provides local exchange and exchange access services in and around Rye and Colorado City, Colorado (including portions of Pueblo, Huerfano, Las Animas, Custer and Baca Counties); and (b) CableCo, LLC d/b/a gh Valley LD, a Colorado corporation and interexchange carrier that resells intrastate and interstate long distance toll services in and around Rye and Colorado City, Colorado and the southern portion of Park County, Colorado surrounding the town of Hartsell, Colorado.

American Broadband's 95.12% owner Patrick L. Eudy owns 51 percent of Dialog Telecom LLC, which, in turn, owns: (a) 100% of Dialog Telecommunications, Inc., which provides voice and data services as a competitive local exchange carrier (CLEC) in Kentucky, Mississippi and North Carolina; (b) 100% of Acorn Telephone LLC, which provides voice and data services in Kentucky; and (c) AMA TechTel Communications LLC, which provides voice and data services as a CLEC in Texas.

American Broadband has no other subsidiaries or affiliates that offer 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:**

Applicants believe that this application qualifies for presumed streamlined treatment pursuant to Section 63.03(b)(2)(iii) of the Commission's Rules. First, both before and after completion of the proposed transaction, Cameron Communications, American Broadband and their affiliates will have a market share in the interstate, interexchange market of substantially less than ten percent (10.0%). Second, American Broadband and its subsidiary Holdings will be taking control of the existing telephone exchange and exchange access services provided by Cameron Telephone and Elizabeth and LBH, and American Broadband and its owners have no affiliated telecommunications carriers that provide competitive local exchange services or exchange access services within the Louisiana or Texas service areas of these Cameron Communications subsidiaries, while Cameron Communications and its subsidiaries do not provide competitive local exchange services or exchange access services within the service areas of any of the telecommunications carriers presently affiliated with American Broadband and its owners. Third, the approximately 8,490 access lines served by Cameron Communications' ILEC subsidiaries (as well as the approximately 35,166 total access lines served by American Broadband's ILEC affiliates listed in response to Item 7 above) are far fewer than two percent of the nation's subscriber lines installed in the aggregate nationwide. These access lines comprise only a very small fraction of the 3,601,735 end-user switched access lines that constituted two percent of the nation's estimated 180,086,735 end-user switched access lines as of June 30, 2004. Source: Industry Analysis and Technology Division, Trends in Telephone Service, April 2005, Table 8.1. Fourth, Cameron Communications subsidiaries have no overlapping or adjacent service areas with any of American Broadband's local exchange carrier affiliates.

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

Applicants will also file an application for the transfer of control of the International Section 214 Authorization for Global Resale held by Cameron Communications (File No. ITC-214-20100317-00105).

**(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 will serve the public interest by ensuring the continued availability of quality telecommunications services at affordable rates for the businesses and residents of the rural southwestern Louisiana and southeastern Texas areas served by Cameron Communications and its subsidiaries. American Broadband, the ultimate parent of Cameron Communications after completion of the proposed transaction, is a qualified and experienced owner of local exchange, exchange access and interexchange service providers in rural Nebraska, Missouri, Colorado, Kansas, Illinois, Mississippi, Georgia, and Alaska. Under American Broadband's ownership and control, Cameron Communications and its subsidiaries will continue to provide their rural Louisiana and Texas customers with quality local exchange, exchange access and interexchange services at affordable rates.

**Conclusion**

In light of the foregoing facts and public interest considerations, the Commission is respectfully requested to authorize the transfer of control of the domestic blanket Section 214 authorizations held by Cameron Communications, L.L.C. and its wholly-owned subsidiaries Cameron Telephone Company, L.L.C.; Elizabeth Telephone Company, L.L.C. and LBH, L.L.C. from the current unitholders of Cameron Communications, L.L.C. to American Broadband Communications, LLC, and its wholly-owned subsidiary Cameron Holdings of North Carolina, LLC, and to afford the subject application presumptive streamlined treatment

Cameron Communications, American Broadband and Holdings 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,

**WILLIAM L. HENNING, JR**

**AMERICAN BROADBAND  
COMMUNICATIONS, LLC**

Signed \_\_\_\_\_

By John P. Duda  
John P. Duda, Executive Vice President

Date \_\_\_\_\_

Date 5/14/10

**JOHN A. HENNING, SR.**

**CAMERON HOLDINGS OF  
NORTH CAROLINA, LLC**

Signed \_\_\_\_\_

By John P. Duda  
John P. Duda, Executive Vice President

Date \_\_\_\_\_

Date 5/14/10

**Conclusion**

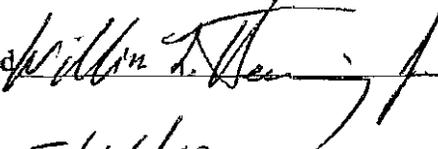
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Respectfully submitted,

**WILLIAM L. HENNING, JR**

**AMERICAN BROADBAND  
COMMUNICATIONS, LLC**

Signed 

By \_\_\_\_\_  
John P. Duda, Executive Vice President

Date 5/14/10

Date \_\_\_\_\_

**JOHN A. HENNING, SR.**

**CAMERON HOLDINGS OF  
NORTH CAROLINA, LLC**

Signed \_\_\_\_\_

By \_\_\_\_\_  
John P. Duda, Executive Vice President

Date \_\_\_\_\_

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 domestic blanket Section 214 authorizations held by Cameron Communications, L.L.C. and its wholly-owned subsidiaries Cameron Telephone Company, L.L.C.; Elizabeth Telephone Company, L.L.C. and LBH, L.L.C. from the current unitholders of Cameron Communications, L.L.C. to American Broadband Communications, LLC, and its wholly-owned subsidiary Cameron Holdings of North Carolina, LLC, and to afford the subject application presumptive streamlined treatment

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Respectfully submitted,

**WILLIAM L. HENNING, JR**

**AMERICAN BROADBAND  
COMMUNICATIONS, LLC**

Signed \_\_\_\_\_

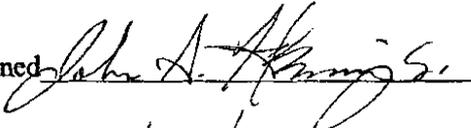
By \_\_\_\_\_  
John P. Duda, Executive Vice President

Date \_\_\_\_\_

Date \_\_\_\_\_

**JOHN A. HENNING, SR.**

**CAMERON HOLDINGS OF  
NORTH CAROLINA, LLC**

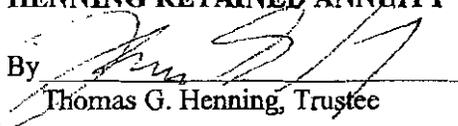
Signed  \_\_\_\_\_

By \_\_\_\_\_  
John P. Duda, Executive Vice President

Date 5/14/10 \_\_\_\_\_

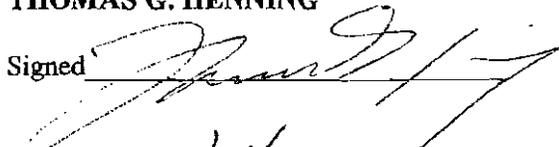
Date \_\_\_\_\_

**HENNING RETAINED ANNUITY TRUST**

By   
Thomas G. Henning, Trustee

Date 5/14/10

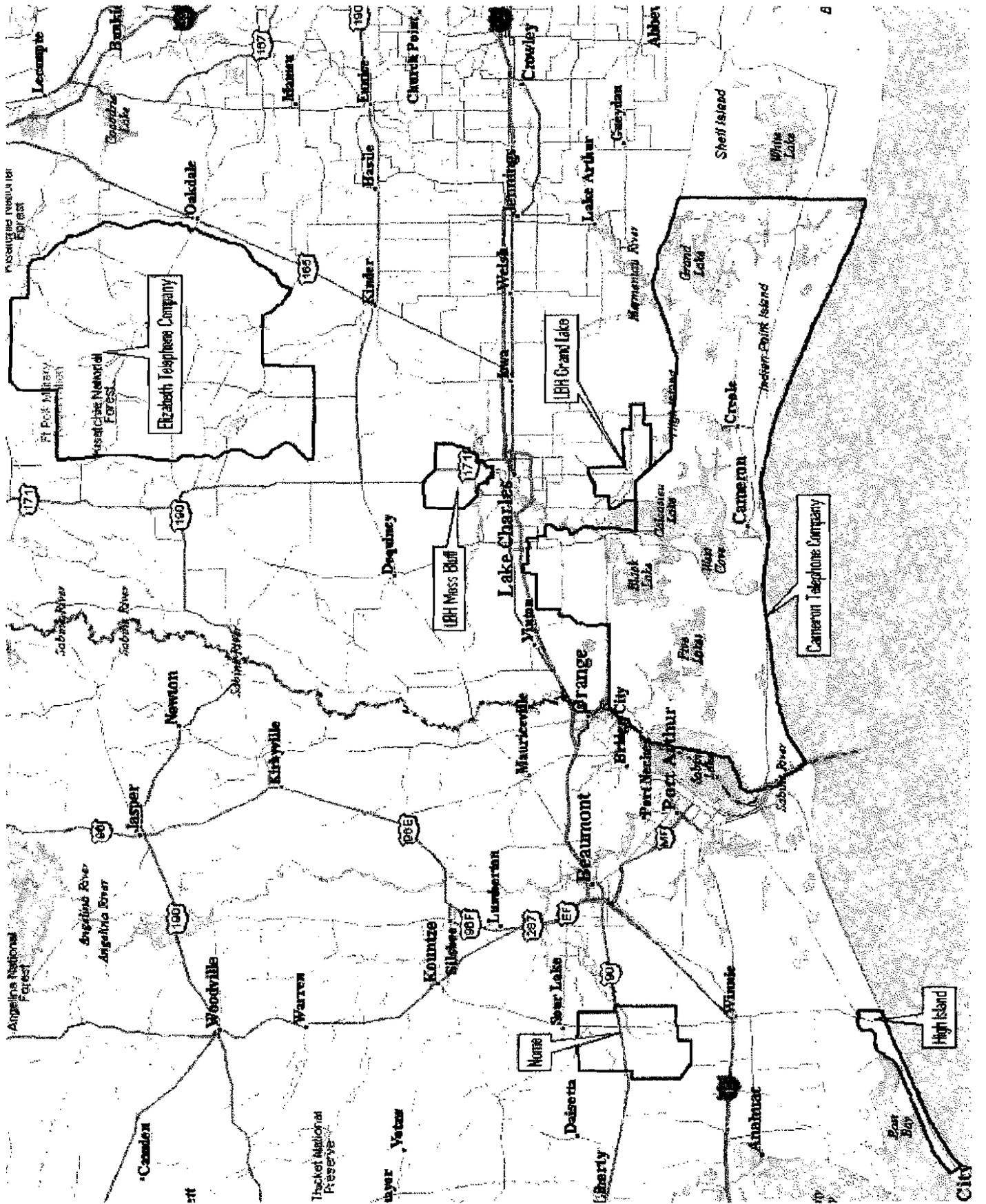
**THOMAS G. HENNING**

Signed 

Date 5/14/10

**EXHIBIT A**

**MAP OF LOCAL EXCHANGE AREAS  
OF  
CAMERON COMMUNICATIONS, LLC and SUBSIDIARIES**



FEDERAL COMMUNICATIONS COMMISSION  
REMITTANCE ADVICE

(1) LOCKBOX #  979091		SPECIAL USE ONLY FCC USE ONLY	
<b>SECTION A - PAYER INFORMATION</b>			
(2) PAYER NAME (if paying by credit card enter name exactly as it appears on the card) <b>Blooston, Mordkofsky, Dickens, Duffy &amp; Prendergast, LLP</b>		(3) TOTAL AMOUNT PAID (U.S. Dollars and cents) <b>\$1,015.00</b>	
(4) STREET ADDRESS LINE NO. 1 <b>2120 L Street, NW, Suite 300</b>			
(5) STREET ADDRESS LINE NO. 2			
(6) CITY <b>Washington</b>		(7) STATE <b>DC</b>	(8) ZIP CODE <b>20037</b>
(9) DAYTIME TELEPHONE NUMBER (include area code) <b>(202) 659-0830</b>		(10) COUNTRY CODE (if not in U.S.A.)	
<b>FCC REGISTRATION NUMBER (FRN) REQUIRED</b>			
(11) PAYER (FRN) <b>0003714193</b>		(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 <b>American Broadband Communications, LLC</b>			
(14) STREET ADDRESS LINE NO. 1 <b>1348 Matthews Township Parkway, Suite 250</b>			
(15) STREET ADDRESS LINE NO. 2			
(16) CITY <b>Charlotte</b>		(17) STATE <b>NC</b>	(18) ZIP CODE <b>28105</b>
(19) DAYTIME TELEPHONE NUMBER (include area code) <b>(704) 366-0065</b>		(20) COUNTRY CODE (if not in U.S.A.)	
<b>FCC REGISTRATION NUMBER (FRN) REQUIRED</b>			
(21) APPLICANT (FRN) <b>0014772503</b>		(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 <b>CDT</b>	(25A) QUANTITY <b>1</b>	
(26A) FEE DUE FOR (PTC) <b>\$1,015.00</b>	(27A) TOTAL FEE <b>\$1,015.00</b>	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	
<b>SECTION D - CERTIFICATION</b>			
<b>CERTIFICATION STATEMENT</b>			
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 _____	
<b>SECTION E - CREDIT CARD PAYMENT INFORMATION</b>			
MASTERCARD _____ VISA _____ AMEX _____ DISCOVER _____			
ACCOUNT NUMBER _____		EXPIRATION DATE _____	
I hereby authorize the FCC to charge my credit card for the service(s) authorization herein described.			
SIGNATURE _____		DATE _____	