

READ INSTRUCTIONS CAREFULLY
BEFORE PROCEEDING

FEDERAL COMMUNICATIONS COMMISSION

Approved by OMB
3060-0589
Page No. 1 of 2

REMITTANCE ADVICE
DO NOT FILE COPY ORIGINAL

(1) LOCKBOX # 979091	SPECIAL SERVICE
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SECTION A - PAYER INFORMATION

(2) PAYER NAME (if paying by credit card enter name exactly as it appears on the card) Thompson Hine LLP		(3) TOTAL AMOUNT PAID (U.S. Dollars and cents) \$1,015.00
(4) STREET ADDRESS LINE NO. 1 41 S. High Street, Suite 1700		
(5) STREET ADDRESS LINE NO. 2		
(6) CITY Columbus	(7) STATE OH	(8) ZIP CODE 43215-6101
(9) DAYTIME TELEPHONE NUMBER (include area code) (614) 469-3353	(10) COUNTRY CODE (if not in U.S.A.)	

FCC REGISTRATION NUMBER (FRN) REQUIRED

(11) PAYER (FRN) 0005-0164-23	(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 Tier 2 Communications, LLC		
(14) STREET ADDRESS LINE NO. 1 13888 County Road 25A		
(15) STREET ADDRESS LINE NO. 2		
(16) CITY Wapakoneta	(17) STATE OH	(18) ZIP CODE 45895
(19) DAYTIME TELEPHONE NUMBER (include area code) (419) 739-3151	(20) COUNTRY CODE (if not in U.S.A.)	

FCC REGISTRATION NUMBER (FRN) REQUIRED

(21) APPLICANT (FRN) 0006-7907-29	(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	(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 CUT	(25B) QUANTITY
(26B) FEE DUE FOR (PTC)	(27B) TOTAL FEE \$1,015.00	FCC USE ONLY
(28B) FCC CODE 1	(29B) FCC CODE 2	

SECTION D - CERTIFICATION

CERTIFICATION STATEMENT

I, Rebecca Hussey 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 Rebecca Hussey DATE 2-24-11

SECTION E - CREDIT CARD PAYMENT INFORMATION

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 _____

February 24, 2011

VIA EXPRESS MAIL

Marlene H. Dortch, Secretary
Federal Communications Commission
Wireline Competition Bureau Applications
P.O. Box 979091
St. Louis, MO 63197-9000

RE: In the Matter of Tier 2 Communications, LLC: Application for Streamlined Consent to Transfer Control.

Dear Ms. Dortch:

On behalf of Tier 2 Communications, LLC ("Tier 2"), enclosed for filing please find an original and six (6) copies of an application for streamlined consent to transfer control of Tier 2's domestic section 214 authority.

Tier 2 submits this filing as a domestic section 214 transfer of control application pursuant to 47 C.F.R. § 63.04(a).

Also enclosed, please find a completed version of Fee Remittance Form 159 and a check payable to the Federal Communications Commission in the amount of \$1,015.00, in satisfaction of the filing fee for this application under line 1.b of Section 1.1105 of the Commission's Rules.

Please date-stamp the enclosed extra copy of this filing and return it in the envelope provided. Please direct any questions regarding this filing to the undersigned.

Respectfully submitted,



Rebecca L. Hussey

Enclosures

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

In the Matter of)
)
TIER 2 COMMUNICATIONS, LLC) **WC Docket No. 11-_____**

APPLICATION FOR STREAMLINED CONSENT TO TRANSFER CONTROL

Pursuant to section 214 of the Communications Act of 1934, as amended (the “Act”),¹ and section 63.04 of the Commission’s Rules², this Application seeks the consent of the Federal Communications Commission to the transfer of control of the domestic section 214 authority of Tier 2 Communications, LLC (“Tier 2”, FRN 0006-7907-29), which currently consists of the following 19 companies: The Arthur Mutual Telephone Company, The Ayersville Telephone Company, The Benton Ridge Telephone Company, The Buckland Telephone Company, Com Net, Inc., Consolidated Electric Cooperative, Inc., The Farmer's Mutual Telephone Company, The Fort Jennings Telephone Company, Glandorf Telephone Company, Inc., The Kalida Telephone Company, The McClure Telephone Company, The Middle Point Home Telephone Company, The New Knoxville Telephone Company, The Ottoville Mutual Telephone Company, The Ridgeville Telephone Company, Sherwood Mutual Telephone Association, Inc., Sycamore Cellular Telephone Company, The Vaughnsville Telephone Company, and Wabash Communications, Inc. (collectively, “Transferors”) to Com Net, Inc. (“Com Net” or “Transferee”).

Tier 2 is an Ohio competitive local exchange carrier (“CLEC”) which also has authority to provide statewide telecommunications service in Ohio. The Transferors currently own Tier 2

¹ 47 U.S.C. § 214.

² 47 C.F.R. § 63.04(a).

through their equal 5.263 percent ownership interests in the company. The transfer of control will be accomplished by means of sale by the Transferors (excluding Com Net, which already owns a 5.263 percent interest in Tier 2), of their membership interests in Tier 2, to Com Net, an Ohio corporation. As a result of this transaction, Com Net would be the sole member of Tier 2. Tier 2, the Transferors, and the Transferee (collectively, "the Applicants") seek streamlined processing of this Application pursuant to section 63.03 of the Commission's Rules.³

In support of this Application, the Applicants submit the following information:

(1) Name, address and telephone number of each Applicant:

Tier 2 Communications, LLC
13888 County Road 25A
Wapakoneta, OH 45895
Telephone: (419) 739-3151

Transferors:

The Arthur Mutual Telephone Company
21980 St. Rt. 637
Defiance, OH 43512
Telephone: (419) 393-2233

The Ayersville Telephone Company
27932 Watson Road
Defiance, OH 43512
Telephone: (419) 395-2522

The Benton Ridge Telephone Company
140 Main Street
Benton Ridge, OH 45816
Telephone: (419) 859-2144

The Buckland Telephone Company
105 South Main Street
Buckland, OH 45819
Telephone: (419) 657-2222

³ 47 C.F.R. § 63.03.

Consolidated Electric Cooperative, Inc.
528 Marion Road
Mt. Gilead, OH 43338
Telephone: (419) 949-2901

The Farmer's Mutual Telephone Company
N012 County Road 17D
Okolona, OH 43550
Telephone: (419) 758-3322

The Fort Jennings Telephone Company
65 West Third Street
Fort Jennings, OH 45844
Telephone: (419) 286-2181

Glandorf Telephone Company, Inc.
135 South Main Street
Glandorf, OH 45848
Telephone: (419) 538-6987

The Kalida Telephone Company
121 East Main Street
Kalida, OH 45853
Telephone: (419) 532-3218

The McClure Telephone Company
311 South East Street
McClure, OH 43534
Telephone: (419) 748-8008

The Middle Point Home Telephone Company
106 1/2 East Jackson Street
Middle Point, OH 45863
Telephone: (419) 968-2000

The New Knoxville Telephone Company
301 West Street
New Knoxville, OH 45871
Telephone: (419) 753-2457

The Ottoville Mutual Telephone Company
245 West Third Street
Ottoville, OH 45876
Telephone: (419) 453-3324

The Ridgeville Telephone Company
S732 County Road 20B
Ridgeville, OH 43555
Telephone: (419) 267-5185

Sherwood Mutual Telephone Association, Inc.
105 West Vine Street
Sherwood, OH 43556
Telephone: (419) 899-2121

Sycamore Cellular Telephone Company
104 East 7th Street
Sycamore, OH 44882
Telephone: (419) 927-6012

Vaughnsville Telephone Company
187 North Water Street
Vaughnsville, OH 45893
Telephone: (419) 646-3431

Wabash Communications, Inc.
6670 Wabash Road
Celina, OH 45822
Telephone: (419) 942-1111

Transferee:

Com Net, Inc.
13888 County Road 25A
Wapakoneta, Ohio 45895
Telephone: (419) 739-3151

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

Tier 2 is a limited liability corporation organized under the laws of Ohio.

The Arthur Mutual Telephone Company (“Arthur Mutual”) is a non-profit corporation organized under the laws of Ohio.

The Ayersville Telephone Company (“Ayersville”) is a for-profit corporation organized under the laws of Ohio.

The Benton Ridge Telephone Company (“Benton Ridge”) is a for-profit corporation organized under the laws of Ohio.

The Buckland Telephone Company ("Buckland") is a for-profit corporation organized under the laws of Ohio.

Consolidated Electric Cooperative, Inc. ("Consolidated") is a non-profit corporation organized under the laws of Ohio.

The Farmer's Mutual Telephone Company ("Farmer's Mutual") is a non-profit corporation organized under the laws of Ohio.

The Fort Jennings Telephone Company ("Fort Jennings") is a for-profit corporation organized under the laws of Ohio.

Glandorf Telephone Company ("Glandorf") is a for-profit corporation organized under the laws of Ohio.

The Kalida Telephone Company ("Kalida") is a for-profit corporation organized under the laws of Ohio.

The McClure Telephone Company ("McClure") is a for-profit corporation organized under the laws of Ohio.

The Middle Point Home Telephone Company ("Middle Point") is a for-profit corporation organized under the laws of Ohio.

The New Knoxville Telephone Company ("New Knoxville") is a for-profit corporation organized under the laws of Ohio.

The Ottoville Mutual Telephone Company ("Ottoville Mutual") is a non-profit corporation organized under the laws of Ohio.

The Ridgeville Telephone Company ("Ridgeville") is a for-profit corporation organized under the laws of Ohio.

The Sherwood Mutual Telephone Association, Inc. ("Sherwood Mutual") is a non-profit corporation organized under the laws of Ohio.

Sycamore Cellular Telephone Company ("Sycamore Cellular") is a for-profit corporation organized under the laws of Ohio.

Vaughnsville Telephone Company ("Vaughnsville") is a non-profit corporation organized under the laws of Ohio.

Wabash Communications, Inc. ("Wabash") is a for-profit corporation organized under the laws of Ohio.

Com Net is a for-profit corporation organized under the laws of Ohio.

(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:

Applicants	Correspondence addressed to:
Tier 2	Rebecca L. Hussey, Esq. Thompson Hine LLP 41 S. High Street, Suite 1700 Columbus, Ohio 43215 Telephone: (614) 469-3353 Email: rebecca.hussey@thompsonhine.com
Transferors	Rebecca L. Hussey, Esq. Thompson Hine LLP 41 S. High Street, Suite 1700 Columbus, Ohio 43215 Telephone: (614) 469-3353 Email: rebecca.hussey@thompsonhine.com
Transferee	Rebecca L. Hussey, Esq. Thompson Hine LLP 41 S. High Street, Suite 1700 Columbus, Ohio 43215 Telephone: (614) 469-3353 Email: rebecca.hussey@thompsonhine.com

(4) Name, address, citizenship, and principal business of any person or entity that directly or indirectly owns at least ten (10) percent of Tier 2, and the percentage owned by each of those entities:

Tier 2 Prior to Transaction:

Prior to the proposed transfer of control, no person or entity either directly or indirectly owns ten (10) percent of Tier 2; as set forth above, each of the current 19 members owns only a 5.263 percent share of Tier 2.

Tier 2 After Transaction:

The name, address, citizenship, and principal business of the only entity that will own at least ten (10) percent of Tier 2 after completion of the proposed transaction is:

Name: Com Net, Inc.
Address: 13888 County Road 25A
Wapakoneta, OH 45895
Citizenship: Ohio Incorporation
Principal Business: Communications

Ownership: 100 percent

No other individuals or entities will directly or indirectly own ten (10) percent or more of the equity of Tier 2 after completion of the proposed transaction.

(5) Certification pursuant to 47 C.F.R. sections 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:

The Transferors and the Transferee hereby certify, pursuant to 47 C.F.R. section 1.2001 through 1.2003, that no party to the present Application is subject to the denial of federal benefits pursuant to section 5301 of the Anti-Drug Abuse Act of 1988. (See attached certifications, Attachment A).

(6) Description of the Transaction:

The proposed transaction consists of the acquisition by Com Net of the remaining 94.737 percent interest in Tier 2 owned by the other 18 members of Tier 2. Immediately following the proposed transaction, Com Net will be the sole member of Tier 2.

(7) Description of the geographic areas in which the transferors and transferee (and their affiliates) offer domestic telecommunications services, and what services are provided in each area:

Name	Access Lines Served	Counties Served	Exchange Access Service	High-Speed Data Services	Digital High-Speed Internet Access	Carrier-to-Carrier Facilities	Electric Services	Other
Tier 2						✓		
Arthur Mutual	1,100	Defiance Paulding Putnam	✓	✓	✓			
Ayersville	1,000	Defiance	✓	✓	✓			
Benton Ridge	944	Henry Putnam Hancock	✓	✓	✓			

Name	Access Lines Served	Counties Served	Exchange Access Service	High-Speed Data Services	Digital High-Speed Internet Access	Carrier-to-Carrier Facilities	Electric Services	Other
Buckland	660	Allen Auglaize	✓	✓	✓			
Consolidated	16,000 members	Delaware Franklin Knox Licking Marion Morrow Richland Union					✓	
Farmer's Mutual	400	Defiance Henry	✓	✓	✓			
Fort Jennings	850	Allen Putnam	✓	✓	✓			
Glandorf	1,100	Putnam	✓	✓	✓			
Kalida	1,450	Putnam	✓	✓	✓			
McClure	600	Henry Wood	✓	✓	✓			
Middle Point	630	Van Wert	✓	✓	✓			
New Knoxville	1,100	Auglaize Shelby	✓	✓	✓			
Ottoville	1,400	Paulding Putnam Van Wert	✓	✓	✓			
Ridgeville	700	Defiance Fulton Henry Williams	✓	✓	✓			
Sherwood Mutual	1,200	Defiance Paulding	✓	✓	✓			
Sycamore Cellular					✓			
Vaughnsville	300	Allen Putnam	✓	✓	✓			
Wabash					✓			
Com Net								✓ *

(* Designates unregulated telecommunications services)

(8) Statement as to how the Application fits into one or more of the presumptive streamlined categories in section 63.03 of the Commission's Rules⁴ or why it is otherwise appropriate for streamlined treatment:

The Applicants believe that this Application is entitled to streamlined processing pursuant to section 63.03(b)(1)(ii) and (b)(2)(i) of the Commission's Rules.⁵ First, Com Net, the Transferee, is not a telecommunications provider. Second, none of the Applicants is dominant with respect to any service. In light of these circumstances, the Applicants believe that the streamlined processing of this Application is proper.

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

No other Commission applications will be filed with respect to this transaction. Tier 2 does not have an international section 214 authorization.

(10) Statement of whether the Applicants are requesting special consideration because either party to the transaction is facing imminent business failure.

No party to this transaction is facing imminent business failure at this time; therefore, the Applicants are not requesting special consideration on these grounds.

(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 a 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 telecommunications service providers served by Tier 2. The change in control will be

⁴ 47 C.F.R. § 63.03.

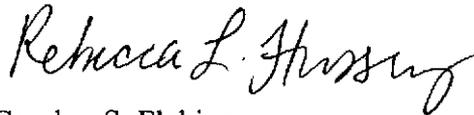
⁵ 47 C.F.R. § 63.03(b).

transparent to Tier 2 customers, as Tier 2 will continue to provide the same services at the same rates, terms, and conditions.

Conclusion

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

Respectfully submitted,



Carolyn S. Flahive
Rebecca L. Hussey
41 S. High Street, Suite 1700
Columbus, Ohio 43215
Tel: 614-469-3200
Fax: 614-469-3361
Email: carolyn.flahive@thompsonhine.com
rebecca.hussey@thompsonhine.com

Counsel to the Applicants

February 24, 2011

ATTACHMENT A: CERTIFICATIONS

CERTIFICATION

I, Eric Roughton, General Manager of Arthur Mutual Telephone Company, hereby certify that no party to this Application is 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).

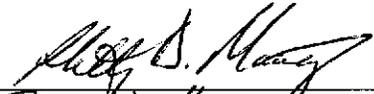
Eric W. Roughton

Eric W. Roughton, General Manager

February 2, 2011

CERTIFICATION

I, Phillip D. Maag, Secretary/Treasurer of Ayersville Telephone Company, hereby certify that no party to this Application is 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).



Phillip D. Maag, Secretary/Treasurer
Feb. 3, 2011

CERTIFICATION

I, Ken Williams, President and Chief Executive Officer of The Benton Ridge Telephone Company, hereby certify that no party to this Application is 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).

Kenneth Williams
Kenneth L. Williams, President/CEO
2/1/11

CERTIFICATION

I, Douglas Place, General Manager of Buckland Telephone Company, hereby certify that no party to this Application is 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).



Douglas C. Place, General Manager

CERTIFICATION

I, Jerry Lauer, President and Chief Executive Officer of Consolidated Electric Cooperative, hereby certify that no party to this Application is 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).

Gerald Lauer
Jerry Lauer President/CEO
2-1-11

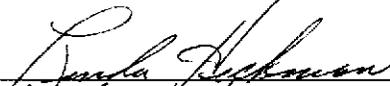
CERTIFICATION

I, Michael Metzger, General Manager of Fort Jennings Telephone Company, hereby certify that no party to this Application is 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).

Michael A Metzger
Michael A Metzger, General Manager
2/7/11

CERTIFICATION

I, Linda Heckman, Manager of Glandorf Telephone Company, hereby certify that no party to this Application is 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).


Linda Heckman, Manager
02-01-11

CERTIFICATION

I, Chris Phillips, Manager of Kalida Telephone Company, hereby certify that no party to this Application is 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).

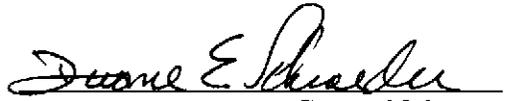


Chris J. Phillips, Manager

February 1, 2011

CERTIFICATION

I, Duane Schroeder, General Manager of McClure Telephone Company, hereby certify that no party to this Application is 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).


DUANE E. SCHROEDER General Manager
2-1-2011

CERTIFICATION

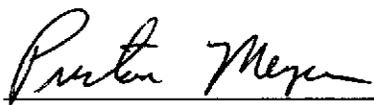
I, Joy Thomas, Assistant Vice President of Middle Point Home Telephone Company, hereby certify that no party to this Application is subject to a denial of federal benefits pursuant to section 5301 of the Anti-Drug Abuse Act of 1988, 21 U.S.C. § 853(a).

Joy Thomas

Joy THOMAS, Assistant Vice President
2/8/2011

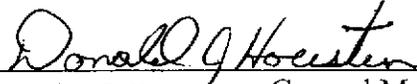
CERTIFICATION

I, Preston Meyer, General Manager of New Knoxville Telephone Company, hereby certify that no party to this Application is 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).


_____, General Manager
New Knoxville Telephone Company

CERTIFICATION

I, Donald Hoersten, General Manager of Ottoville Mutual Telephone Company, hereby certify that no party to this Application is 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).


Donald J Hoersten, General Manager
2/1/2011

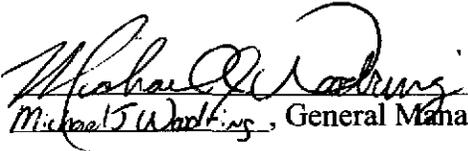
CERTIFICATION

I, Ken Miller, General Manager of Ridgeville Telephone Company, hereby certify that no party to this Application is 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).


KENNETH MILLER, General Manager
2-1-11

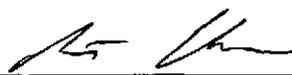
CERTIFICATION

I, Michael Woodring, General Manager of Sherwood Mutual Telephone Association, Inc., hereby certify that no party to this Application is 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).


Michael Woodring, General Manager

CERTIFICATION

I, Steven Ekleberry, General Manager of Sycamore Cellular Telephone Company, hereby certify that no party to this Application is 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).



Sycamore Cellular Telephone Company
General Manager
2/1/11

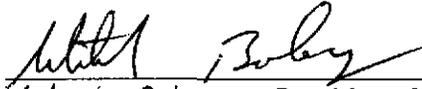
CERTIFICATION

I, Rex Welch, Plant Manager of Vaughnsville Telephone Company, hereby certify that no party to this Application is 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).

Rex Welch
Rex Welch Plant Manager
2/1/11

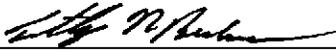
CERTIFICATION

I, Michael Boley, President & CEO of Wabash Communications, Inc., hereby certify that no party to this Application is 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).


Michael Boley, President & CEO
Feb. 9, 2011

CERTIFICATION

I, Timothy Berelsman, Managing Director of Tier 2 Communications, LLC, hereby certify that no party to this Application is 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).



Timothy N. Berelsman, Managing Director
CEO

CERTIFICATION

I, Timothy Berelsman, Managing Director of Com Net, Inc., hereby certify that no party to this Application is 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).



Timothy N. Berelsman, Managing Director
CEO