

**Before the  
Federal Communications Commission  
Washington, D.C. 20554**

In the Matter of	)	
	)	
Connect America Fund	)	WC Docket No. 10-90
	)	
A National Broadband Plan for Our Future	)	GN Docket No. 09-51
	)	
Establishing Just and Reasonable Rates for Local Exchange Carriers	)	WC Docket No. 07-135
	)	
High-Cost Universal Service Support	)	WC Docket No. 05-337
	)	
Developing an Unified Intercarrier Compensation Regime	)	CC Docket No. 01-92
	)	
Federal-State Joint Board on Universal Service	)	CC Docket No. 96-45
	)	
Lifeline and Link-Up	)	WC Docket No. 03-109

To: The Commission

**REPLY COMMENTS ON  
NOTICE OF PROPOSED RULEMAKING AND  
FURTHER NOTICE OF PROPOSED RULEMAKING**

**BLOOSTON RURAL CARRIERS**

Benjamin H. Dickens, Jr.  
Gerard J. Duffy  
Mary J. Sisak  
Blooston, Mordkofsky, Dickens,  
Duffy & Prendergast, LLP  
2120 L Street NW, Suite 300  
Washington, DC 20037  
Tel: 202-659-0830  
Fax: 202-828-5568

Filed: May 23, 2011

**Table of Contents**

Summary.....ii

REPLY COMMENTS ON NOTICE OF PROPOSED RULEMAKING AND  
FURTHER NOTICE OF PROPOSED RULEMAKING.....1

A. Separate Broadband High-Cost Support Mechanisms.....3

B. Need for Sufficient High-Cost Support.....6

C. USF Contribution Base Needs to Be Broadened.....7

D. Meaningful Role for States and State Commissions.....8

E. Rejection of Reverse Auctions.....9

F. Intercarrier Compensation Reforms Require Increased High-Cost Support.....10

G. Clarification that VoIP Is a Telecommunications Service.....11

H. Establishment of Adequate Transition Periods.....12

Conclusion.....13

**Summary**

The Blooston Rural Carriers support the high-cost support and intercarrier compensation reform plan submitted in this proceeding on April 18, 2011 by the Rural Associations (NECA, NTCA, OPASTCO, WTA, RA, and a number of state associations). The Rural Association Plan constitutes a reasonable and balanced effort to preserve the progress of rural local exchange carriers (“RLECs”) in deploying quality and affordable broadband and voice services in the nation’s very highest-cost rural areas, to enable RLECs to invest further in the network upgrades necessary to achieve the Commission’s supported broadband speeds and service levels, and to control the size and growth of the Commission’s high-cost support programs.

The Blooston Rural Carriers are aware of the alternative plan submitted by the State Members of the Federal State Joint Board on Universal Service, but are not yet able to comment on the specific details of that plan. In the interim, the Blooston Rural Carriers have filed these Reply Comments to recognize the knowledge and understanding demonstrated by the State Members with respect to rural broadband progress, operating circumstances and needs. They agree that State Commissions should have a significant and meaningful continuing role in the development, monitoring and administration of high-cost support and intercarrier compensation policies and mechanisms. They support incorporation of many of the State Member general policy proposals in the ultimate resolution of this proceeding, including: (a) separate broadband high-cost support mechanisms to address different incentives and different circumstances in a more effective and efficient manner; (b) establishment of at least one broadband high-cost mechanism that takes maximum advantage of existing network investments, provides effective incentives for private investment and loans, and requires CoLR and other public service responsibilities; (c) expansion of the universal service contribution base so that broadband

support can be distributed at reasonable and sufficient levels; (d) rejection of reverse auctions; (e) adoption of reasonable intercarrier compensation reforms; (f) classification of interconnected VoIP services as telecommunications services; and (g) establishment of reasonable transition periods for changes that significantly decrease the high-cost support of certain carriers.

**Before the  
Federal Communications Commission  
Washington, D.C. 20554**

In the Matter of	)	
	)	
Connect America Fund	)	WC Docket No. 10-90
	)	
A National Broadband Plan for Our Future	)	GN Docket No. 09-51
	)	
Establishing Just and Reasonable Rates for Local Exchange Carriers	)	WC Docket No. 07-135
	)	
High-Cost Universal Service Support	)	WC Docket No. 05-337
	)	
Developing an Unified Intercarrier Compensation Regime	)	CC Docket No. 01-92
	)	
Federal-State Joint Board on Universal Service	)	CC Docket No. 96-45
	)	
Lifeline and Link-Up	)	WC Docket No. 03-109

**REPLY COMMENTS ON  
NOTICE OF PROPOSED RULEMAKING AND  
FURTHER NOTICE OF PROPOSED RULEMAKING**

The law firm of Blooston, Mordkofsky, Dickens, Duffy & Prendergast, LLP, on behalf of its rural local exchange carrier (“RLEC”) clients listed in Attachment A (the “Blooston Rural Carriers”), submits the following reply comments with respect to those portions other than Section XV of the Commission’s *Notice of Proposed Rulemaking and Further Notice of Proposed Rulemaking*, FCC 11-13, released February 9, 2011, in the captioned proceedings (“*NPRM*”).

The Blooston Rural Carriers continue to support the high-cost support and intercarrier compensation reform plan submitted in this proceeding on April 18, 2011 by the National Exchange Carrier Association (“NECA”), the National Telecommunications Cooperative

Association (“NTCA”), the Organization for the Promotion and Advancement of Small Telecommunications Companies (“OPASTCO”), the Western Telecommunications Alliance (“WTA”), the Rural Alliance (“RA”) and a group of state telecommunications associations (the “Rural Association Plan”). The Blooston Rural Carriers believe that the Rural Association Plan constitutes a reasonable and well-balanced effort to preserve the progress of rural local exchange carriers (“RLECs”) in deploying quality and affordable broadband and voice services in most of the nation’s very highest-cost rural areas, to enable RLECs to invest further in the network upgrades necessary to get to the Commission’s supported broadband speeds and service levels, and to control the size and growth of the Commission’s high-cost support programs. The Rural Association Plan will allow the Commission’s existing high-cost support and intercarrier compensation mechanisms to evolve (without destabilizing and investment-detering flash cuts and uncertainties) into effective broadband support mechanisms as the current multiple-use network evolves into a more and more ubiquitous broadband network. The Blooston Rural Carriers agree with the Rural Associations and other commenting parties who understand RLECs and rural service conditions that the Commission’s near-term high-cost modification proposals will result in crippling reductions of RLEC high-cost support that will threaten defaults in RUS and other loan covenants, imperil the viability of existing communications services and jobs relied upon by rural communities, and halt future RLEC broadband investment. They urge adoption of the Rural Association Plan as a superior alternative to the *NPRM’s* near term high-cost “reform” proposals, as well as an effective glide path for longer term adaptation of RLEC high-cost support to a wholly broadband world.

The Blooston Rural Carriers are aware of the alternative plan (“State Members’ Plan”) submitted in the “Comments by State Members of the Federal State Joint Board on Universal

Service” filed in the captioned proceedings on May 2, 2011 (“*State Members’ Comments*”), but are not yet in a position to comment on the specific details of that plan. The Blooston Rural Carriers understand that RLEC industry representatives and consultants have questions regarding the proposals, assumptions and calculation methods in the State Members’ Plan, and that discussions are taking place (or will soon take place) in the hope of obtaining sufficient clarification to enable the State Members’ Plan to be tested and analyzed accurately.

In the interim, the Blooston Rural Carriers note that they agree with many of the general policy positions and proposals contained in the *State Members’ Comments*. These areas of agreement include: (1) the inclusion of separate federal broadband high-cost support distribution mechanisms that take into consideration substantial differences in existing broadband deployment, technologies, and carrier sizes and resources; (2) the need for sufficient broadband high-cost support; (3) the need to broaden the Universal Service contribution base; (4) the need for a significant and meaningful role for states and state commissions in the development, monitoring and administration of high-cost support and intercarrier compensation policies and mechanisms; (5) the rejection of reverse auctions; (6) the need for reasonable intercarrier compensation reform, including restructure mechanisms to replace lost revenues; (7) the classification of interconnected Voice over Internet Protocol (“VoIP”) services as telecommunications services; and (8) the establishment of reasonable transition periods.

#### **A. Separate Broadband High-Cost Support Mechanisms**

The rural telecommunications sector is far too diverse and too complex to support a “one-size-fits-all” approach to broadband deployment, high-cost support or any other matter of significance. The rural sector encompasses: (a) carriers ranging in size from large Fortune 500 corporations to very small entities with less than 10 employees and/or less than 100 customers;

(b) carriers with ownership structures ranging from publicly traded corporations thru mid-sized holding companies to tribal and municipal utilities, family-owned entities and cooperatives; (c) carriers whose scales of operations range from international to national to regional to a single state or county or township; (d) carriers with greatly differing financial resources, sources of investment capital, and broadband investment incentives; (e) service areas of widely differing size, population, population density, terrain and climate; (f) differing wireline and wireless technologies with very different broadband service capabilities, deployment requirements and patterns, and costs; and (g) different existing levels of broadband deployment and amounts of broadband capacity. There is no “one-size-fits-all” universal service solution proposed to date that can preserve existing broadband progress and encourage continuing future broadband deployment by a large and diverse group of carriers in an effective, efficient and equitable manner.

The State Members recognize this fact, and propose instead three separate broadband high-cost support mechanisms with separate budgets and distinct methods of awarding support (*State Members’ Comments*, p. 2). Without getting into the specific details of the three proposed State Member mechanisms, the Blooston Rural Carriers are fully in agreement that separate mechanisms have the major advantage of being capable to focus upon the particular needs and conditions of particular segments of the industry, thereby making it much easier for the Commission to design and enforce effective and efficient incentives for broadband investment and deployment in such industry sectors.

The Blooston Rural Carriers agree with the State Members that primary reliance should be placed upon a mechanism that takes maximum advantage of existing and proven network investments and deployments. They support the basic principles of the State Members that such

a mechanism should be designed to prevent loss of existing voice and broadband services (*Id.*, p. 12), to encourage additional new broadband investment using private capital (*Id.*), and to impose substantial service and public benefit obligations [including duties similar to state carrier-of-last-resort (“CoLR”) requirements and federal eligible telecommunications carrier (“ETC”) obligations] upon support recipients (*Id.*, p. 6). The State Members are well aware that the existing high-cost mechanisms that were designed primarily to support debt have been very effective in promoting the availability of both debt and equity capital for network upgrades in RLEC and other rural service areas (*Id.*, p. 5). The State Members also accurately recognize that “[b]ankers and equity investors need to be able to see that both past and future investments will be backed by long-term support programs that are predictable over typical loan repayment periods, which in the past have extended to 20 years or more” (*Id.*)

The Blooston Rural Carriers also agree with the State Members that a CoLR-type mechanism should allow RLECs the option to use embedded costs to calculate broadband high-cost support (*Id.*, p. 36). Most RLEC service areas are too small and diverse to have their costs accurately and equitably estimated by models designed to smooth out variations over substantial areas and populations.

The Blooston Rural Carriers support the general philosophy of the State Members that there should be a separate high-cost mechanism for mobile broadband services (*Id.*, p. 2). Wireline and wireless services remain predominately complementary rather than competitive services, since the majority of American households and businesses continues to subscribe to both. Broadband high-cost support should be provided both to a fixed wireline broadband carrier and a wireless mobile broadband carrier in appropriate high-cost rural service areas, so that the residents thereof can have access to services “reasonably comparable” to those available in urban

areas at “reasonably comparable” rates, as required by Section 254(b)(3) of the Communications Act.

The Blooston Rural Carriers agree with the State Members that a separate broadband construction grant mechanism is appropriate to encourage various carriers to deploy new wireline broadband networks in unserved rural areas (*Id.*, p. 2). The pilot programs previously proposed by AT&T, as well as the Rural Utilities Service Broadband Initiatives Program (“BIP”) and the National Telecommunications and Information Administration (“NTIA”) Broadband Technology Opportunities Program (“BTOP”) are other examples of how such a grant program might work.

### **B. Need for Sufficient High-Cost Support**

The Blooston Rural Carriers agree with the State Members as well as the statutory mandate of Section 254(e) of the Communications Act that high-cost support must be sufficient (*Id.*, p. 15). They further agree with the State Members that the current high-cost fund size (\$4.2 billion) should be the very minimum size of the CoLR-type mechanism (*Id.*, pp. 7, 11), and that both voice and broadband services should be supported for the foreseeable future (*Id.*, p. 5). Whereas the existing multiple-use network is evolving more and more into a broadband network, not all rural customers are likely to want or subscribe to broadband service during the next decade.

Notwithstanding the many economic, environmental, health, education, governmental, civic and public safety benefits of increased broadband deployment and use that were proclaimed in the National Broadband Plan, the Blooston Rural Carriers recognize that there are economic and budget constraints at the present time. They have supported the limitations on recovery of future RLEC capital expenditures and the cap on recovery of corporate operations expenses

proposed in the Rural Association Plan as means of controlling the growth of a CoLR-type mechanism.

The bottom line, as recognized accurately by the State Members, is that there is likely to be a choice between (a) sufficient (and perhaps increased) high-cost support for RLECs and other ILECs; and (b) “accepting a network increasingly characterized by deferred maintenance, poor customer support, and declining service quality for both voice and broadband services” (*Id.*, p. 9). The Blooston Rural Carriers join the State Members in opting for and urging sufficient high-cost support for the broadband deployment and services that the National Broadband Plan characterized as “*the great infrastructure challenge of the early 21<sup>st</sup> century*” (*Connecting America: The National Broadband Plan*, p. 3).

### **C. USF Contribution Base Needs To Be Broadened**

The State Members wisely note that many of the concerns about the size of the Universal Service Fund (“USF”) program can be alleviated by reforming and modernizing the current Universal Service contribution mechanisms. Rather than continuing to rely upon a shrinking base of narrowband telecommunications service revenues, the State Members recommend that the Commission “broaden the federal universal service contributions base to include all services that touch the public communications network” (*Id.*, p. 118). Operationally, the expanded contribution base would include all broadband services such as DSL, cable modems and wireless broadband, as well as Internet service provider (“ISP”) and similar services that are traditionally bundled with broadband telecommunications services (*Id.*, p. 119). The State Members recommend that the “information services” classification be carefully examined and re-defined for Universal Service contribution purposes, so that only pure content delivered by non-

telecommunications carriers over broadband facilities (for example, data services such as Westlaw and Lexis) would remain exempt from Universal Service contributions (*Id.*).

The Blooston Rural Carriers vigorously support the State Member contribution reform proposals. Expansion of the contribution base not only will allow the size of High-Cost mechanisms to be increased reasonably to promote needed extensions and upgrades of existing broadband-capable networks, but also will reduce substantially the burdens imposed upon existing contributors. The State Member staff has estimated that a reasonably modified Universal Service contribution base (for example, one comprising most of the revenues reported on Line 418 of FCC Form 499) would reduce the Universal Service Fund contribution factor to a very modest and affordable 2% level (*Id.*, p. 120) from the recent 13-to-15% contribution factors that have served to anger the Congress and to generate unnecessary calls for cutting hitherto successful high-cost programs.

#### **D. Meaningful Role for States and State Commissions**

The Blooston Rural Carriers support a continuing and meaningful role for the states in developing, monitoring and administering high-cost support and intercarrier compensation policies and mechanisms. State commissions have clear and express statutory authority under Section 214(e) of the Communications Act to designate most eligible telecommunications carriers (“ETCs”) and to define most service areas for purposes of high-cost support distribution. The Joint Board has continuing responsibilities under Section 254(b) over Universal Service policies, and under Section 254(c) over the definition and modification of supported services. The states have clear authority under Section 2(b) of the Act to regulate intrastate access and other rates.

The Blooston Rural Carriers agree that the states have unique knowledge of local conditions and hear first about consumer problems (*Id.*, p. 14). State commissions know more detail than federal agencies regarding the extent of competition, as well as the local conditions that are likely to make national Universal Service policies successful or unsuccessful within their boundaries (*Id.*). Finally, states have been the principal actors in the mapping of broadband availability around the nation (*Id.*).

For these legal and administrative reasons, the states should continue to play a substantial role in the development, adoption, implementation, administration and enforcement of high-cost support and other Universal Service and intercarrier compensation policies and mechanisms.

#### **E. Rejection of Reverse Auctions**

The Blooston Rural Carriers agree with the State Members that the Commission should not proceed further with reverse auctions (*Id.*, p. 78).

The State Members point out a large and persuasive number of defects of reverse auctions, including: (1) the likelihood of no bids for many unserved rural areas (*Id.*, p. 78); (2) the potential destabilization of ILECs that lose reverse auctions, and the consequent degradation or termination of special access services relied upon by auction winners (*Id.*, pp. 78-9); (3) the likely use of inter-modal bidding and service area aggregation to manipulate reverse auctions and eliminate certain potential bidders (*Id.*, p. 79); (4) the possibility that collusion and other factors will produce bids far above the efficient costs of bidders (*Id.*, pp. 80-1); (5) the likelihood of gaming when bidders are of different sizes and use different technologies (*Id.*, p. 82); (6) the presence of bidder uncertainties that will add substantial risk premiums to bids (*Id.*, pp. 82-3); (7) the likelihood that projects that would have been constructed with private capital will be supplanted by auctions (*Id.*, pp. 83-84); (8) the probability that allowing bidders to select their

own service areas will create adverse network effects and increased costs in nearby areas (*Id.*, pp. 84-5); (9) the use of Census Blocks is inefficient because they do not match up well with exchange boundaries or natural boundaries (*Id.*, pp. 85-6); (10) the use of Census Blocks can bias reverse auctions in favor of larger carriers that can aggregate large numbers of Census Blocks (*Id.*, p. 86); (11) reverse auctions violate the ETC designation and service area definition provisions of Section 214(e) of the Communications Act (*Id.*, pp. 86-9); (12) reverse auctions create substantial risks of declining service quality (*Id.*, pp. 89-91); and (13) reverse auctions will disadvantage carriers and customers in states that have previously taken steps to promote broadband deployment (*Id.*, pp. 91-93).

For any and all of these reasons, the Blooston Rural Carriers agree that the Commission should reject reverse auctions, particularly as a future means of distributing support from a CoLR-type mechanism.

#### **F. Intercarrier Compensation Reforms Require Increased High-Cost Support**

The Blooston Rural Carriers agree with the State Members that some of the impacts of intercarrier compensation reform will be substantial, and that they will increase the need for high-cost support (*Id.*, p. 10). They also share the concerns of the State Members about the propriety of a single national rate for intercarrier compensation, particularly a rate like \$0.0007 per minute that approaches zero and exceeds the costs incurred by many RLECs to bill and collect it (*Id.*).

As the State Members recognize, “[e]liminating or greatly reducing intercarrier compensation would force carriers either to find other revenue sources or to dramatically reduce their costs, which could jeopardize the capital resources needed to build broadband networks” (*Id.*, p. 149). They correctly conclude that: “[f]or the more costly networks, costs cannot be

recovered solely from subscribers without violating universal service principles ... [and, therefore] mandating zero rates would require more [high-cost] support to keep these networks functioning” (*Id.*).

Given these circumstances, the Blooston Rural Carriers support the Rural Association proposal: (a) to reduce the major source of arbitrage by working with the states to reduce intrastate access rates to interstate levels; (b) to employ a benchmarked restructure mechanism to offset some of the revenue losses; and (c) to monitor the results of this change for several years before proceeding with further intercarrier compensation modifications.

#### **G. Clarification that VoIP Is a Telecommunications Service**

The Blooston Rural Carriers agree with the State Members that interconnected Voice over Internet Protocol (“VoIP”) services must be clarified or classified as telecommunications services (*Id.*, p. 19). As demonstrated in the April 1, 2011 comments of the Blooston Rural Carriers regarding Section XV of the *NPRM* and recognized by the State Members, VoIP services are marketed as a direct substitute for voice telephone service, and are clearly understood by the vast majority of consumers to be a form of voice telephone service (*Id.*, p. 20). Moreover, as both the State Members and the *NPRM* indicate, interconnected VoIP services have already been assigned many of the hallmark duties of telephone service, including number portability, 911 emergency calling capability, universal service contributions, CPNI protection, disability access, Telecommunications Relay Service contributions, and Section 214 discontinuance obligations (*Id.*; *NPRM*, par. 73).

The State Members observe that the failure to definitively classify VoIP traffic as telephone traffic subject to access charges has given VoIP providers an artificial and unwarranted competitive advantage over other toll telecommunications service providers

because many VoIP service providers either refuse to pay any intercarrier compensation or pay at much lower rates (*State Member Comments*, p. 21). Continuation of ambiguous or separate VoIP treatment will constitute a major arbitrage opportunity and incentive that will frustrate the Commission's attempts to reform and rationalize the intercarrier compensation system.

At the same time, the State Members note that classification of interconnected VoIP as a telecommunications service would enable the Commission to provide high-cost support to VoIP providers and services (*Id.*, p. 20). It would avoid legal issues and challenges under the Section 251(c) definitions of supported services as telecommunications services, and under the Section 254(e) and 214(e) requirements that high-cost support be distributed only to common carriers that have been designated as eligible telecommunications carriers by the appropriate state or federal authority.

#### **H. Establishment of Adequate Transition Periods**

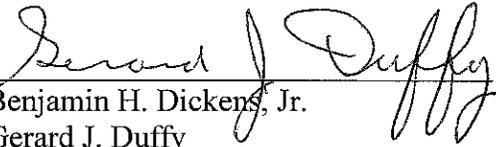
Finally, the Blooston Rural Carriers agree with the State Members that there should be a gradual transition between existing high-cost support mechanisms and levels to future broadband high-cost support mechanism and levels. The Rural Association Plan transitions relatively quickly from existing RLEC high-cost mechanisms to the future Connect America Fund ("CAF") mechanism for RLECs by using broadband adoption rates to stabilize the conversion and support changes. Given that existing high-cost support constitutes a major portion of RLEC revenue streams, the adoption of any plan that substantially reduces high-cost support for some carriers should include a transition of at least five (5) years that will allow the Commission: (a) to monitor the impacts of new mechanisms, procedures and support amounts; and (b) to make changes to avoid loan defaults, bankruptcies, service degradations or terminations, and other foreseen or unforeseen consequences.

### **Conclusion**

The Blooston Rural Carriers continue to support the high-cost support and intercarrier compensation reform plan submitted in this proceeding on April 18, 2011 by the Rural Associations. However, they have filed these Reply Comments to recognize and support the deep knowledge and understanding demonstrated by the State Members with respect to rural broadband progress, operating circumstances and needs. The Blooston Rural Carriers agree that State Commissions should have a significant and meaningful continuing role in the development, monitoring and administration of high-cost support and intercarrier compensation policies and mechanisms. As a start, many of the State Member policy proposals warrant adoption as part of the ultimate resolution of this proceeding, including: (a) separate broadband high-cost support mechanisms to address different incentives and different circumstances in a more effective and efficient manner; (b) establishment of at least one broadband high-cost mechanism that takes maximum advantage of existing network investments, provides effective incentives for private investment and loans, and requires CoLR and other public service responsibilities; (c) expansion of the universal service contribution base so that broadband support can be distributed at reasonable and sufficient levels; (d) rejection of reverse auctions; (e) adoption of reasonable intercarrier compensation reforms; (f) classification of interconnected VoIP services as

telecommunications services; and (g) establishment of reasonable transition periods for changes that significantly decrease the high-cost support of certain carriers.

Respectfully submitted,  
**THE BLOOSTON RURAL CARRIERS**

By   
Benjamin H. Dickens, Jr.  
Gerard J. Duffy  
Mary J. Sisak

Blooston Mordkofsky Dickens Duffy & Prendergast, LLP  
2120 L Street NW (Suite 300)  
Washington, DC 20037  
Telephone: (202) 659-0830  
Facsimile: (202) 828-5568  
Email: [gjd@bloostonlaw.com](mailto:gjd@bloostonlaw.com)

Dated: May 23, 2011

## ATTACHMENT A

### THE BLOOSTON RURAL CARRIERS

Amery Telcom, Inc.  
BEK Communications Cooperative  
Bernard Telephone Company, Inc  
Butler-Bremer Communications  
Cameron Telephone Company, LLC  
Copper Valley Telecom  
Dakota Central Telecommunications Cooperative  
Delcambre Telephone Company LLC  
Dickey Rural Telephone Cooperative  
Dumont Telephone Company  
Farmers Independent Telephone Company  
Harmony Telephone Company  
Harrisonville Telephone Company  
Horizon Telcom, Inc.  
Lakefield Telephone Company  
Lincoln County Telephone System Inc.  
Lonsdale Telephone Company  
Manawa Telephone Company  
Manti Telephone Company  
Nelson Telephone Cooperative  
Niagara Telephone Company  
Northern Arkansas Telephone Company, Inc.  
Nucla-Naturita Telephone Company  
Penasco Valley Telephone Cooperative, Inc.  
Polar Communications  
The Ponderosa Telephone Company  
Somerset Telephone Company, Inc.  
Spring Grove Communications  
Star Telephone Company, Inc.  
Table Top Telephone Company  
Walnut Telephone Company, Inc.  
Wittenberg Telephone Company