



PUBLIC NOTICE

Federal Communications Commission
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MAILED
MAR 12 2012
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DA 12-343
Released: March 5, 2012

**DOMESTIC SECTION 214 APPLICATION FILED FOR THE TRANSFER OF CONTROL OF
SUREWEST COMMUNICATIONS TO
CONSOLIDATED COMMUNICATIONS HOLDINGS, INC.**

STREAMLINED PLEADING CYCLE ESTABLISHED

WC Docket No. 12-48

Comments Due: March 19, 2012
Reply Comments Due: March 26, 2012

On February 17, 2012, SureWest Communications and Consolidated Communications Holdings, Inc. (CCHI) (collectively, Applicants) filed an application pursuant to section 63.03 of the Commission's rules¹ to transfer control of SureWest Communications, and its subsidiaries that hold domestic authority under Section 214, from its current shareholders to CCHI.

SureWest Communications, a California holding corporation, holds operating subsidiaries (the Licensees)² that provide a wide range of telecommunications services in Northern California, primarily in the greater Sacramento region, and in the greater Kansas City, Kansas and Missouri areas. The Applicants state that SureWest Communications does not currently have any 10% or greater interest holders. SureWest Telephone, a California corporation and a subsidiary of SureWest Communications, is an incumbent local exchange carrier that provides local exchange telephone service in Sacramento and Placer Counties, California. SureWest Telephone also has competitive local exchange operations in California outside of its incumbent local exchange territories. SureWest TeleVideo, a California corporation and a subsidiary of SureWest Communications, is a competitive local exchange and interexchange carrier in California, which provides service in portions of Sacramento and Placer Counties. SureWest TeleVideo also provides cable television services in California pursuant to a state video franchise. SureWest Long Distance, a California corporation and a subsidiary of SureWest Communications, provides intrastate and interstate telecommunications in California. SureWest KS Operations, a Delaware limited liability company and a subsidiary of SureWest Communications, provides intrastate and interstate telecommunications services in Kansas.

¹ 47 C.F.R. § 63.03; *see* 47 U.S.C. § 214. Applicants are also filing applications for transfer of control associated with authorization for international services. Any action on this domestic section 214 application is without prejudice to Commission action on other related, pending applications.

² The subsidiaries of SureWest Communications that hold domestic Section 214 authority are: SureWest Telephone, SureWest TeleVideo, SureWest Long Distance, and SureWest Kansas Operations, LLC (SureWest KS Operations).

CCHI, a Delaware corporation, provides, through its operating subsidiaries, a wide range of telecommunications services to residential and business customers in Illinois, Texas and Pennsylvania. CCHI's subsidiaries that provide interstate telecommunications services pursuant to blanket domestic Section 214 authority are: Illinois Consolidated Telephone Company, an incumbent local exchange carrier (LEC) in central Illinois; Consolidated Communications Enterprise Services, Inc., a competitive LEC and provider of other telecommunications services in Illinois, Pennsylvania and Texas; Consolidated Communications of Fort Bend Company, an incumbent LEC operating in the Fort Bend Texas area; Consolidated Communications of Texas Company, an incumbent LEC operating in central Illinois; and Consolidated Communications of Pennsylvania Company, LLC, an incumbent LEC in western Pennsylvania.

On February 6, 2012, the Applicants entered into an Agreement and Plan of Merger (Agreement). Pursuant to the Agreement, a newly formed, wholly-owned, indirect subsidiary of CCHI, WH Acquisition Corp. (Merger Sub I), will merge with and into SureWest Communications, at that time the separate existence of Merger Sub I will cease and SureWest Communications will be the surviving corporation. SureWest Communications will then merge with and into another newly formed wholly owned indirect subsidiary of CCHI, WH Acquisition II Corp. (Merger Sub II). The separate existence of SureWest Communication will then cease and Merger Sub II will be the surviving corporation. As a result, the Licensees will become wholly-owned subsidiaries of Merger Sub II, and therefore, wholly-owned, indirect subsidiaries of CCHI. Applicants assert that the proposed transaction is entitled to presumptive streamlined treatment under section 63.03(b)(2)(iii) of the Commission's rules and that a grant of the application will serve the public interest, convenience, and necessity.³

Domestic Section 214 Application Filed for the Transfer of Control of SureWest Communications to Consolidated Communications Holdings, Inc., WC Docket No. 12-48 (filed Feb. 17, 2012).

GENERAL INFORMATION

The transfer of control identified herein has been found, upon initial review, to be acceptable for filing as a streamlined application. The Commission reserves the right to return any transfer application if, upon further examination, it is determined to be defective and not in conformance with the Commission's rules and policies. Pursuant to section 63.03(a) of the Commission's rules, 47 CFR § 63.03(a), interested parties may file comments **on or before March 19, 2012**, and reply comments **on or before March 26, 2012**. Unless otherwise notified by the Commission, the Applicants may transfer control on the 31st day after the date of this notice.⁴ Comments should be filed using the Commission's Electronic Comment Filing System (ECFS). See *Electronic Filing of Documents in Rulemaking Proceedings*, 63 FR 24121 (1998).

- Electronic Filers: Comments may be filed electronically using the Internet by accessing the ECFS: <http://fjallfoss.fcc.gov/ecfs2/>.

In addition, e-mail one copy of each pleading to each of the following:

- 1) The Commission's duplicating contractor, Best Copy and Printing, Inc., fcc@bcpiweb.com; phone: (202) 488-5300; fax: (202) 488-5563;

³ 47 C.F.R. § 63.03(b)(2)(iii).

⁴ Such authorization is conditioned upon receipt of any other necessary approvals from the Commission in connection with the proposed transaction.

- 2) Tracey Wilson, Competition Policy Division, Wireline Competition Bureau, tracey.wilson@fcc.gov;
- 3) Dennis Johnson, Competition Policy Division, Wireline Competition Bureau, dennis.johnson@fcc.gov;
- 4) David Krech, Policy Division, International Bureau, david.krech@fcc.gov; and
- 5) Jim Bird, Office of General Counsel, jim.bird@fcc.gov.

Filings and comments are available for public inspection and copying during regular business hours at the FCC Reference Information Center, Portals II, 445 12th Street, S.W., Room CY-A257, Washington, D.C. 20554. They may also be purchased from the Commission's duplicating contractor, Best Copy and Printing, Inc., Portals II, 445 12th Street, S.W., Room CY-B402, Washington, D.C. 20554; telephone: (202) 488-5300; fax: (202) 488-5563; e-mail: fcc@bcpiweb.com; url: www.bcpiweb.com.

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For further information, please contact Tracey Wilson at (202) 418-1394 or Dennis Johnson at (202) 418-0809.

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