

**Federal Communications Commission
Washington, DC 20554**

In the Matter of)	
)	
Federal-State Joint Board on)	WC Docket No. 09-197
Universal Service)	
)	
Keystone Wireless)	
)	
Petition for FCC Agreement to)	
Redefine Five Study Areas of a Rural)	
Telephone Company in Pennsylvania)	
)	
Universal Service Reform – Mobility Fund)	WT Docket No. 10-208
)	
Mobility Fund Phase I Auction)	AU Docket No. 12-25

To: Wireline Competition Bureau

PETITION FOR REDEFINITION

Keystone Wireless, LLC d/b/a Immix Wireless (“Keystone”), by its attorneys, pursuant to Section 214(e)(5) of the Communications Act of 1934, as amended, (“Act”) and Federal Communications Commission (“FCC” or “Commission”) Rule 54.207, hereby submits this *Petition for FCC Agreement to Redefine Study Areas of Five Rural Telephone Companies in Pennsylvania* (“Petition”). Specifically, Keystone seeks FCC agreement with the Pennsylvania Public Utility Commission’s (“PAPUC”) redefinition of the service areas of five rural telephone companies – Conestoga Telephone and Telegraph Company (“Conestoga”), Mahanoy & Mahantongo Telephone Company (“Mahanoy & Mahantongo”), United Telephone Company of Pennsylvania (“United”), Windstream Pennsylvania, Inc. (“Windstream”), and Commonwealth Telephone Company (“Commonwealth”).¹ For the reasons set forth below, and in accordance

¹ See *Petition of Keystone Wireless, LLC d/b/a Immix Wireless for Designation as an Eligible Telecommunications Carrier in the Commonwealth of Pennsylvania*, Docket No. P-2012-2287339, Order (rel. May 24, 2012) (“ETC Order”). A copy of the ETC Order is attached as Exhibit A.

with the requirements set forth in the Act, the *USF/ICC Service Transformation Order*,² and recent Commission Public Notices in the above-captioned dockets,³ Keystone seeks the FCC's consent to the PAPUC's redefinition of the Commonwealth, Conestoga, Mahanoy & Mahantongo, United, and Windstream study areas.

I. INTRODUCTION & BACKGROUND

Keystone is a commercial mobile radio service ("CMRS") licensee providing service using broadband Personal Communications Service ("PCS) spectrum in ten counties in central Pennsylvania.⁴ Specifically, Keystone holds broadband PCS licenses covering the following counties: Berks, Centre, Clinton, Lycoming, Montour, Northumberland, Schuylkill, Snyder, Sullivan, and Union.⁵ Keystone is a Delaware limited liability company, authorized to conduct business in the Commonwealth of Pennsylvania, with principal offices at 27599 Riverview Center Blvd., Suite 201, Bonita Springs, Florida 34134.

On February 6, 2012, Keystone filed with the PAPUC its Petition for Designation as an Eligible Telecommunications Carrier ("ETC") in order to become eligible to receive Federal universal service support pursuant to § 254 of the Telecommunications Act of 1996 and in

² *Connect America Fund et al.*, WC Docket Nos. 10-90 et al., Report and Order and Further Notice of Proposed Rulemaking, FCC 11-161 (rel. Nov. 18, 2011) ("*USF/ICC Transformation Order*"), *reconsideration pending*, 77 Fed. Reg. 3635 (Jan. 25, 2012).

³ *Eligible Telecommunications Carrier Designation for Participation in Mobility Fund Phase I*, FCC Public Notice in WC Docket No. 09-197, WT Docket No. 10-208, AU Docket No. 12-25, DA 12-271 (rel. Feb. 24, 2012) (the "ETC PN"), *as modified by Erratum*, FCC Public Notice in WC Docket No. 09-197, WT Docket No. 10-208, AU Docket No. 12-25, DA 12-271 (rel. Feb. 27, 2012); *Mobility Fund Phase I Auction Scheduled For September 27, 2012; Notice and Filing Requirements and Other Procedures For Auction 901*, FCC Public Notice in AU Docket No. 12-25, DA 12-641 (rel. May 2, 2012) ("Auction 901 PN").

⁴ Keystone is a "common carrier" for purposes of obtaining ETC designation pursuant to 47 U.S.C. § 214(e)(1). Section 20.9(a)(7) of the Commission's Rules provides that cellular service is a common carrier service. 47 C.F.R. § 20.9(a)(7).

⁵ A list of Keystone's FCC licenses and a map of Keystone's service area are provided respectively as Exhibits A and B to Keystone's ETC Petition, attached as Exhibit B hereto.

Phases I and II of the Mobility Fund.⁶ In its ETC Petition, Keystone sought ETC status for the entire study areas of the following rural telephone companies: Buffalo Valley Telephone Company (“Buffalo”), Frontier Communications of Lakewood, LLC (“Frontier”), Pennsylvania Telephone Company (“PTC”), and Sugar Valley Telephone Company (“Sugar Valley”).⁷ Keystone proposed to serve only a portion of the study area of incumbent rural local exchange carriers (“LECs”) Commonwealth, Conestoga, Mahanoy & Mahantongo, United, and Windstream. Accordingly, Keystone requested that the PAPUC redefine the study areas of these latter five rural telephone companies.

The Act dictates that an ETC will be designated in a service area determined by the appropriate state commission.⁸ The term “service area” means a geographic area established by a state commission.⁹ In the case of an area served by a rural telephone company,¹⁰ service area means “study area” unless and until the FCC and the state commission, after taking into consideration recommendations of the Federal-State Joint Board (“Joint Board”), establish a different definition of service area for such company.¹¹

The Act requires that the state commission take into consideration the Joint Board’s recommendations when redefining a rural telephone company’s study area.¹² In its *Recommended Decision*, the Joint Board outlined its concerns for redefining a rural telephone

⁶ *In the Matter of Petition of Keystone Wireless, LLC d/b/a Immix Wireless for Designation as an Eligible Telecommunications Carrier in the Commonwealth of Pennsylvania*, Docket No. P-2012-2287339, Petition of Keystone Wireless, LLC d/b/a Immix Wireless for Designation as an Eligible Telecommunications Carrier (February 6, 2012) (“ETC Petition”) attached hereto as Exhibit B.

⁷ 47 U.S.C. § 153(37).

⁸ 47 U.S.C. § 214(e)(2).

⁹ 47 U.S.C. § 214(e)(5).

¹⁰ 47 U.S.C. § 153(37) (definition of a rural telephone company).

¹¹ 47 U.S.C. § 214(e)(5); 47 C.F.R. § 54.207(b).

¹² 47 U.S.C. § 214(e)(5).

company's service area.¹³ These concerns include: (1) minimizing rural "cream skimming;" (2) recognizing that the Act places rural telephone companies on a different competitive footing from other carriers; and (3) recognizing the administrative burden of requiring rural telephone companies to calculate costs at something other than a study area level.¹⁴

On May 24, 2012, the PAPUC adopted its ETC Order granting Keystone's ETC Petition.¹⁵ The PAPUC granted the requested ETC designation status in the entire study areas of Buffalo, Frontier, PTC, and Sugar Valley. The PAPUC also redefined the service areas of Commonwealth, Conestoga, Mahanoy & Mahantongo, United, and Windstream to include individual wire centers that are geographically consistent with Keystone's broadband PCS licenses. Pursuant to the FCC's rules, a state commission or other party seeking FCC agreement in redefining a service area served by a rural telephone company must submit a petition to the FCC.¹⁶ Accordingly, Keystone submits the instant petition for FCC agreement with the PAPUC's redefinition of the Commonwealth, Conestoga, Mahanoy & Mahantongo, United, and Windstream service areas. Pursuant to Section 54.207(c)(1) of the FCC's rules, this petition includes: (1) the definition proposed by the state commission and (2) the state commission's ruling or other official statement presenting its reasons for adopting its definition including an analysis that takes into consideration the Joint Board's recommendations.¹⁷

II. DISCUSSION

¹³ *Federal-State Joint Board on Universal Service, Recommended Decision*, 12 FCC Rcd 87, ¶¶ 172- 174 (1996) ("Recommended Decision"); see also *In the Matter of Federal- State Joint Board on Universal Service, Virginia Cellular, LLC Petition for Designation as an Eligible Telecommunications Carrier In the Commonwealth of Virginia, Memorandum Opinion and Order*, CC Docket No. 96-45, FCC 03-338 ¶ 38 (January 22, 2004) ("Virginia Cellular Order").

¹⁴ See generally *Recommended Decision*; see also *RCC Holdings, Inc., Petition for Designation as an Eligible Telecommunications Carrier Throughout its Licensed Service Area in the State of Alabama*, 17 FCC Rcd 23532 (2002) ("RCC Holdings").

¹⁵ See ETC Order at 49-50.

¹⁶ 47 C.F.R. § 54.207.

¹⁷ 47 C.F.R. § 54.207(c)(1).

Keystone requests FCC agreement with the PAPUC's redefinition of the rural study areas of Commonwealth, Conestoga, Mahanoy & Mahantongo, United, and Windstream. The PAPUC's ETC Order designates Keystone as an ETC within redefined study areas comprising the wire centers of Keystone that fall entirely within the ten counties in central Pennsylvania in which Keystone has broadband PCS spectrum for provisioning telecommunications services.¹⁸ These wire centers are provided in Exhibit C.

The ETC Order concludes that it is in the public interest to designate Keystone as an ETC within the requested areas.¹⁹ The PAPUC decision will result in the deployment of broadband PCS services in rural Pennsylvania. It will provide consumers in these rural areas access to telecommunications services comparable to those provided in urban Pennsylvania. This is consistent with the FCC's universal service goals and the goals of the Telecommunications Act of 1996.

In the ETC Order, the PAPUC designated Keystone as an ETC in the study areas of Buffalo, Frontier, PTC, Sugar Valley and the partial study areas of Commonwealth, Conestoga, Mahanoy & Mahantongo, United, and Windstream, and the PAPUC adopted Keystone's proposed service area definitions.²⁰ Keystone notes that, pursuant to FCC Rule 54.207(c), the PAPUC's analysis included consideration of the Joint Board's study area redefinition recommendations.²¹ Among other factors, the PAPUC considered: (1) whether Keystone is attempting to "cream skim" by only proposing to serve the lowest cost exchanges; (2) the rural carrier's special status under the Act; and (3) the administrative burden the rate-of-return LECs

¹⁸ See ETC Order at 31-32.

¹⁹ See *Id.* at 3.

²⁰ See *Id.* at 49-50.

²¹ See *Id.* at 4.

would face by calculating its costs on a basis other than their entire study areas. The PAPUC's analysis is discussed below.

A. Keystone is Not Attempting to Cream Skim

Rural cream skimming occurs when a competitor serves only the low-cost high revenue customers in a rural telephone company's study area.²² The FCC's cream skimming analysis includes an examination of the population density of wire centers within rural service areas, the extent to which an ETC applicant would be serving only the most densely concentrated areas within a rural service area, and whether the incumbent LEC has disaggregated its support at a smaller level than the service area.²³ The FCC's establishment of separate Mobility Funds for mobile carriers and separate support mechanisms, reduces, if not eliminates, the ability of wireless carriers to target or cream skim the highest support levels. With identical support no longer available, Keystone cannot, as a practical matter, cream skim.²⁴ Indeed, the PAPUC has determined that Keystone is not seeking to cream skim.²⁵

For the five rural telephone company service areas for which Keystone seeks to provide service below the study area levels—Conestoga, Mahanoy & Mahantongo, United, Windstream, and Commonwealth—Keystone seeks the FCC's agreement with the PAPUC's redefinition of these rural telephone companies' service areas. Keystone is unable to provide wireless service to the entire study areas of the five companies because Keystone is constrained by the contours of

²² *Federal-State Joint Board on Universal Service; Highland Cellular, Inc. Petition for Designation as an Eligible Telecommunications Carrier for the Commonwealth of Virginia*, CC Docket No. 96-45, Memorandum Opinion and Order, 19 FCC Rcd 6438, ¶29 (2004) (“*Highland Cellular Order*”).

²³ *Id.* at ¶49.

²⁴ The Commission has acknowledged that many rural telephone company redefinition concerns have become moot in light of the elimination of identical support. *See The Wireline Competition Bureau Consents to Four Service Area Redefinitions*, Public Notice, CC Docket No. 96-45, WC Docket No. 09-197, DA 12-710 at fn. 5 (May 3, 2012).

²⁵ *See ETC Order* at 30.

its CMRS-licensed service area. Keystone provided the PAPUC with detailed population density data for study areas and individual wire centers of the aforementioned rural telephone companies demonstrating that Keystone's proposed ETC area does not raise any cream skimming concerns.

Specifically, Keystone conducted a population density analysis showing total population, total square mileage, and population density for each individual wire center in and study area of Conestoga, Mahanoy & Mahantongo, United, Windstream and Commonwealth. Consistent with the *Highland Cellular Order*,²⁶ Keystone did not seek ETC designation in any partial wire centers.

In the Conestoga Telephone & Telegraph Company study area, Keystone seeks to serve six of Conestoga's ten wire centers, specifically the Birdsboro, Douglassville, Green Hills, Oley, Topton, and Yellow House wire centers. The population density information shows that Keystone is not seeking to serve only the low-cost, high density wire centers of Conestoga's study area. The total average population density of Keystone's requested ETC service territory (319.64) is only slightly higher than the total average population density of Conestoga's study area (317.33). Keystone does not seek to serve the Boyertown wire center, which has the highest amount of total population and the highest population density of all of Conestoga's wire centers. By contrast, Keystone seeks to serve two of the four Conestoga wire centers with the lowest population density, including the Oley wire center, which is the least densely populated wire center in Conestoga's study area. In addition, four of the six Conestoga wire centers that Keystone seeks to serve have population densities that are significantly less than the total average population density of Conestoga's study area. Clearly, and as the PAPUC concluded, Keystone is not attempting to cream skim Conestoga's rural study area.

²⁶*Highland Cellular Order* at ¶33.

In the Mahanoy & Mahantongo study area, Keystone seeks to serve the Trevorton wire center and one of the two Mandata wire centers. Keystone seeks to serve the Mandata wire center coded as LCKLPAXR. The other Mandata wire center, coded MDTAPAXH, has a small 0.6 square mile area outside of the Northumberland County boundary that defines Keystone's service area with a population density of 56.6. The Mandata wire center Keystone seeks to serve has the lowest population density (40.1) of the three Mahanoy & Mahantongo wire centers. Although Trevorton has the highest population density (87.0) out of the three wire centers, the Trevorton wire center still has a relatively low population density with respect to all the wire centers in Keystone's service area. Given the extremely low population densities throughout the Mahanoy & Mahantongo study area, Keystone, as determined by the PAPUC, cannot be accused of cream skimming.

In the United Telephone Company of Pennsylvania study area, Keystone seeks to serve the Beech Creek, Howard, Mill Hall, and Zion wire centers. Keystone is not seeking ETC designation in the Richfield wire center because it is only able to partially serve that wire center. The total average population density of Keystone's requested ETC service territory (55.85) is less than half the total average population density of United's study area (136.4). This data clearly shows Keystone is not seeking to serve only the low-cost, higher density wire centers in United's study area and is not attempting to cream skim in United's service area. Indeed, Keystone seeks to serve all of the geographically contiguous wire centers in United's study area. The wire centers Keystone seeks to serve are all geographically contiguous and all within Centre County. By contrast, the Richfield wire center in Snyder County partially served by Keystone, which Keystone does not seek ETC designation for, is separated from the rest of United's study area by at least three wire centers of three different ILECs, and a portion of the Richfield wire

center is located outside of Snyder County, in Juniata County, Pennsylvania. As the PAPUC noted, Keystone is not trying to cream skim in United's service area.

In the Windstream Pennsylvania Inc. study area, Keystone seeks to serve the Hughesville, Muncy, Montgomery, Port Matilda, Turbotville, and Watsontown wire centers. Although the total average population density of Keystone's proposed ETC area (108.91) is higher than the total average population density of Windstream's study area (78.72), the average population density of both the entire study area and the portion for which Keystone seeks ETC designation is extremely low. The sparsely populated nature of the entire study area therefore makes comparisons, and any type of cream skimming analysis, virtually meaningless. Keystone is not seeking to serve only the low-cost, high-density wire centers in Windstream's study area. Keystone is seeking ETC designation in only two wire centers with a population density significantly above the study area average, and those wire centers (Muncy and Watsontown) have population densities (158 and 173.5, respectively) that not only are reflective of a sparsely populated area, but they have nowhere near the population density of the most populated wire centers in Windstream's study area, such as Harrison City (672), Export (657), Colver (545) and Delmont (396.7). Keystone is limited by its CMRS license to the area where it may lawfully provide service, and the only Windstream wire centers that fall entirely within that licensed service area are those for which Keystone is seeking ETC designation. The Windstream wire centers that Keystone cannot serve are mostly concentrated in the western portion of the state, far from the area where Keystone operates.²⁷ Moreover, the only Windstream wire center that Keystone serves a portion of but does not seek ETC designation for is the Lansford wire center, the Windstream wire center with one of the highest population densities in the Windstream study

²⁷ A map depicting the entire study areas of each Pennsylvania ILEC is attached hereto as Exhibit C.

area. In the Windstream study area, Keystone's proposed ETC area did not raise any cream skimming concerns with the PAPUC.

In the Commonwealth study area, Keystone seeks to serve the Leesport, Tremont, and Valley View wire centers. Although the total average population density of Keystone's proposed ETC area is higher than the total average population density of Commonwealth's study area (96.5), the average population density of the wire centers for which ETC designation is sought is 192, denoting by almost any definition a sparsely populated area. Keystone is not seeking to serve only the low-cost, high density wire centers of Commonwealth's study area. Of the wire centers for which Keystone seeks ETC designation, only the Leesport wire center has a population density more than marginally above the average population density for the study area. While Leesport is one of the more densely populated wire centers in Commonwealth's study area, it is still a relatively sparsely populated area. More importantly, as discussed above, Keystone is limited by its CMRS license to the area where it may lawfully provide service, and the only Commonwealth wire centers that fall entirely within that licensed service area are those for which Keystone is seeking ETC designation. The Commonwealth wire centers that Keystone cannot serve are mostly concentrated along the northern, eastern and southern borders of the state, far from the central Pennsylvania area where Keystone operates.²⁸ This data confirms why the PAPUC concluded that Keystone is not attempting to cream skim.

The special status of rural telephone companies and cream skimming concerns has been discussed in the cream skimming section above. Further, since the FCC has eliminated the identical support rule,²⁹ there is no longer an administrative burden on rural telephone companies to calculate their costs at something other than the study area level.

²⁸ *Id.*

²⁹ *USF/ICC Transformation Order* at ¶498.

B. Impact on the Fund.

As noted above, the FCC has eliminated the identical support rule³⁰ and created separate funding mechanisms for mobile ETCs.³¹ Further, the FCC has capped ongoing funding for mobile carriers.³² Accordingly, any support that Keystone is able to garner in either the Phase I or Phase II funding mechanisms should be presumed to be in the public interest and inherently within what the FCC believes are acceptable boundaries concerning overall impact on USF. Accordingly, the benefits of Keystone's ETC designation outweigh any potential harm to the sustainability of the fund.

III. CONCLUSION

For the reasons stated herein, Keystone respectfully requests FCC agreement with the PAPUC's redefinition of the five rural study areas to allow Keystone to be eligible for Phase I and Phase II Mobility Fund support.

Respectfully submitted,

KEYSTONE WIRELESS, LLC

/s/ Kenneth C. Johnson

By: _____
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Dated: May 25, 2012

³⁰ *Id.*

³¹ *Id.* at ¶¶301 and 493.

³² *Id.*

**PENNSYLVANIA
PUBLIC UTILITY COMMISSION
Harrisburg, PA 17105-3265**

Public Meeting held May 24, 2012

Commissioners Present:

Robert F. Powelson, Chairman
John F. Coleman, Jr., Vice Chairman
Wayne E. Gardner
James H. Cawley
Pamela A. Witmer

Petition of Keystone Wireless, LLC d/b/a/ Immix
Wireless for Designation as an Eligible
Telecommunications Carrier in the
Commonwealth of Pennsylvania

Docket No. P-2012-2287339

ORDER

BY THE COMMISSION:

Keystone Wireless, LLC d/b/a/ Immix Wireless (Keystone) petitioned the Pennsylvania Public Utility Commission (Commission) seeking approval to be designated as a facilities-based Eligible Telecommunications Carrier (ETC) in the Commonwealth of Pennsylvania, pursuant to Section 214(e)(2) of the Communications Act of 1934, as amended, for the purpose of receiving monies from the high cost component of the federal Universal Service Fund (USF)¹ in order to speed the delivery of advanced wireless services to Pennsylvania citizens. Specifically, Keystone will use high-cost support federal universal service funds to improve wireless coverage in the rural areas located within its licensed service area, which is in and around the Marcellus

¹ Keystone is not seeking Lifeline-only ETC designation but seeks approval as an ETC in order to be eligible to receive funding from the High Cost portion of federal Universal Service Fund, under Section 254(b) of the Communications Act of 1934, as amended.

Shale natural gas development area.² On May 15, 2012, Keystone filed a supplement to its original petition (*Keystone's Supplement*), which set forth its Lifeline offerings and other pertinent information.³

In order to decrease significant coverage gaps and ensure the availability of mobile broadband in these rural communities, the Federal Communications Commission (FCC) established the Mobility Fund,⁴ which provides federal universal service funding to subsidize the costs and construction of new facilities in “unserved” areas where a significant part of the population in low density areas may lack access to not only mobile voice telephony services, but also mobile advanced telecommunications and information services. Accordingly, wireless carriers having an ETC designation are eligible to receive “high cost” universal service funding from the FCC’s Mobility Fund to upgrade their networks in order to support the deployment of broadband networks capable of offering advanced mobile voice and broadband service.⁵ Additionally, designation as an ETC will also permit Keystone to participate in the USF’s Lifeline program in order to receive universal service support for Lifeline-supported services.⁶

² Keystone’s request for ETC designation as a “facilities-based wireless carrier” extends over its designated service area in the Commonwealth, as set forth in the maps and exchanges identified via an exhibit attached to its petition. See, *Petition of Keystone*, Exhibit B and *Keystone's Supplement*, Exhibits A-D.

³ On May 11, 2012, Keystone filed an amended Petition so that its ETC Petition was consistent with the new FCC rules established in the *Lifeline Reform Order*.

⁴ See *Connect America Fund*, WC Docket No. 10-90 *et al.*, Report and Order and Further Notice of Proposed Rulemaking, 26 FCC Rcd 17663 (2011) (*USF/ICC Transformation Order*) at ¶ 299, *slip op.* at 110.

⁵ The FCC’s newly-established Mobility Fund consists of two separate phases. The first phase of the Mobility Fund will provide one-time support through a reverse auction, with a total budget of \$300 million. The FCC expects to distribute this support as quickly as feasible, with the goal of holding an auction in 2012, with support beginning to flow no later than 2013. The second phase of the Mobility Fund will provide ongoing support for mobile service with the goal of holding the auction in the third quarter of 2013 and support disbursed starting in 2014, with an annual budget of \$500 million.

⁶ The USF Lifeline program’s aim is to encourage universal provision of telecommunication services by offering low-income consumers more choices for affordable telecommunications service. Carriers designated as ETCs are eligible to receive a certain dollar amount from the USF in support of the offering.

Since Pennsylvania is largely a rural state, many Pennsylvanians live in communities where current-generation mobile service is unavailable to them. Based upon Keystone's petition, as supplemented and in consideration of comments by the Office of Consumer Advocate (OCA), we conclude that it is in the public interest that Keystone be designated as an ETC throughout its licensed service area in the Commonwealth for the purpose of becoming eligible to receive high-cost federal universal service funding so as to immediately deploy a network that provides 3G or better mobile voice and broadband access services in the unserved areas of Pennsylvania, as well as offering wireless Lifeline services to low-income customers, subject to the conditions stated by this order and applicable reporting requirements and annual recertification requirements. We note that Keystone's ETC designation Petition is hereby approved under applicable federal criteria contained in the *FCC USF/ICC Transformation Order* and other relevant federal and Pennsylvania law. We also note that this Commission and other parties have appealed the *FCC USF/ICC Transformation Order*.⁷ The use of the criteria contained in the *USF/ICC Transformation Order* for the evaluation and approval of Keystone's ETC designation Petition does not constitute a waiver of this Commission's appellate rights with respect to the *USF/ICC Transformation Order*.

These conditions, including reporting and annual recertification requirements are important. We want to ensure that recipients of federal high cost universal service funds are expending the public funds in an efficient and effective manner, that recipients are using the support for its intended purpose and that the public interest obligation of increasing the universal availability of advanced mobile services is being met.

Furthermore, ETC designation for a wireless carrier raises concerns for not only the continued viability of the federal USF mechanism, as it relates to low-income

⁷ *Pa. Pub. Util. Com'n v. FCC*, Docket No. 11-9585 (10th Cir., December 5, 2011).

support, but also the implications for Pennsylvania citizens as net contributors to that fund and for the public safety of our citizens in the provision of operational capacity and access services for 911 calls during emergency situations. Also, as with any subsidy program, we recognize the special need to guard against potential waste, fraud and abuse for wireless accounts drawing support subsidies from the federal USF Lifeline (or Low Income) program. Wireless carriers' adherence to Pennsylvania's eligibility verification and reporting requirements will assure uniformity among Lifeline services offered by different ETCs, safeguard the integrity of the federal USF Lifeline funds from waste, fraud and abuse, and provide consumer protection for low income consumers.

Background

A. FCC and State ETC Orders

In 2005, the FCC, in the *Matter of Federal-State Joint Board on Universal Service*, First Report and Order, CC Docket No. 96-45, 20 FCC Rcd 6371 (*First Universal Service Report and Order* or *2005 ETC Order*) addressed the minimum requirements⁸ for a telecommunications carrier to be designated as an ETC, and thus eligible to receive federal universal service support. Specifically, consistent with the recommendations of the Federal-State Joint Board on Universal Service (Joint Board), the FCC adopted additional mandatory requirements for ETC designation proceedings in which it acted pursuant to Section 214(e)(6) of the Communications Act of 1934, as amended. Additionally, as recommended by the Joint Board, the FCC encouraged states that exercise jurisdiction over ETC designations pursuant to Section 214(e)(2) of the Act, to adopt these same requirements when deciding whether a common carrier should be designated as an ETC.

⁸ See *Federal-State Joint Board on Universal Service*, CC Docket No. 96-45, Report and Order, 12 FCC Rcd 877 (1997).

Accordingly, on August 2, 2010, the Commission entered its order adopting the *Final Policy Statement on Commonwealth of Pennsylvania Guidelines for Designation and Annual Recertification as an Eligible Telecommunications Carrier (ETC) for Purposes of Federal Universal Service Support* at Docket No. M-2010-2164741 (*ETC Guidelines Order*), which codifies the guidelines at 52 Pa. Code § 69.2501 (*ETC Guidelines*). By Secretarial Letter dated September 10, 2010, the Commission notified all carriers and interested parties on pending ETC petitions of the newly adopted ETC guidelines and invited carriers to supplement their petitions, consistent with the guidelines.

Subsequently, the FCC has issued several orders impacting pending petitions for ETC designation in Pennsylvania.⁹ Significantly, the FCC's recent order, *Lifeline and Link Up Reform and Modernization, et al.*, Report and Order and Further Notice of Proposed Rulemaking, WC Dkt. Nos. 11-42 *et al.*, FCC 12-11 (rel. Feb. 6, 2012) (*Lifeline Reform Order*), has direct impact on all pending ETC petitions before this Commission. Thus, our review of Keystone's petition will be done so as to be consistent with the FCC's recent *Lifeline Reform Order* and amended federal regulations governing ETC status, which we hereby adopt and implement in the Commonwealth as the minimum standards applicable to ETC designation. All minimum federal requirements of the FCC's *Lifeline Reform Order* not expressly discussed herein, are nonetheless applicable to ETC designation in Pennsylvania. This Commission continues to reserve our right to impose separate state-specific requirements where necessary for the protection of the Commonwealth's consumers.

⁹*Virginia Cellular, LLC Petition for Designation as an Eligible Telecommunications Carrier for the Commonwealth of Virginia*, Memorandum Opinion and Order, CC Docket 96-45, 19 FCC Rcd 1563 (2004) (*Virginia Cellular ETC Designation Order*); *Highland Cellular, Inc. Petition for Designation as an Eligible Telecommunications Carrier for the Commonwealth of Virginia*, Memorandum Opinion and Order, CC Docket 96-45, 19 FCC Rcd 6422 (2004) (*Highland Cellular ETC Designation Order*).

Additionally, in its *USF/ICC Transformation Order, In the Matter of Connect America Fund*, WC Docket No. 10-90 *et al.*, Report and Order and Further Notice of Proposed Rulemaking, 26 FCC Rcd 17663 (2011) (*USF/ICC Transformation Order*), the FCC adopted comprehensive reforms of the federal USF mechanism and the Intercarrier Compensation (ICC) regime in an effort to accelerate broadband build-out to the 18 million Americans living across the nation in rural areas who currently have no access to robust broadband infrastructure.¹⁰ The reforms are intended to expand the benefits of high-speed access to the Internet for millions of consumers in every part of the country by transforming the existing federal USF into a new Connect America Fund (CAF) focused on broadband deployment. The FCC concluded that it should adopt support for broadband-capable networks as an express universal service principle under section 254(b) of the Communications Act, and, for the first time, set specific performance goals for the high-cost component of the federal USF to ensure the reforms are achieving their intended purposes. The FCC, *inter alia*, determined that mobile voice and broadband services provide unique consumer benefits, and that promoting the universal availability of such services is a vital component of the FCC's universal service mission. Accordingly, the FCC created the Mobility Fund, which is the first universal service mechanism dedicated to ensuring availability of mobile broadband networks in areas where a private-sector business case may be lacking. The FCC also determined that Mobility Fund recipients would be subject to public interest obligations, including data roaming and collocation requirements.

¹⁰ We note the deployment of wireline broadband access facilities by Pennsylvania rural and non-rural incumbent local exchange carriers (ILECs) with alternative regulation and network modernization plans (NMPs) under the statutory directives of Chapter 30 of the Public Utility Code, 66 Pa. C.S. § 3011 *et seq.*

B. Keystone's Petition and Supplements

On February 6, 2012, Keystone filed its petition requesting designation as a facilities-based ETC in the Commonwealth of Pennsylvania, pursuant to Section 214(e)(2) of the Communications Act of 1934, as amended (the Act). Keystone states that it is a "facilities based" commercial mobile radio service licensee providing service using broadband Personal Communications Service (PCS) spectrum in ten counties in Pennsylvania, covering the following counties; Berks, Centre, Clinton, Lycoming, Montour, Northumberland, Schuylkill, Snyder, Sullivan and Union.

Keystone seeks ETC designation for the entire study areas of the following rural companies: Windstream Buffalo Valley Telephone Company, Frontier Communications of Lakewood, LLC, Pennsylvania Telephone Company and TDS Telecom/Sugar Valley Telephone Company. Additionally, Keystone seeks ETC designation in the partial study areas of the following five rural telephone companies: Commonwealth Telephone Company d/b/a Frontier Communications Commonwealth Telephone Company, Windstream Conestoga, Inc., TDS Telecom/Mahanoy and Mahantongo Telephone Company, United Telephone Company of Pennsylvania d/b/a Centurylink and Windstream Pennsylvania, LLC. Lastly, Keystone seeks ETC designation in the partial study areas of Verizon North, LLC, and Verizon Pennsylvania Inc.

Keystone's Petition was published in the *Pennsylvania Bulletin* on April 14, 2012 at 42 *Pa.B.* 2136. Comments on Keystone's petition were received from OCA,¹¹ outlining specific concerns for reporting requirements, quality of service and preservation of consumer protections for low-income subscribers. Specifically, OCA supports Keystone's petition subject to the same reporting and verification requirements imposed upon all ETCs to ensure consistent treatment and protection of Pennsylvania consumers,

¹¹ Comments of OCA filed April 30, 2012.

as well as protecting the federal USF from potential fraud and abuse. Keystone filed Reply Comments in response to the OCA's comments.

Additionally, on May 15, 2012, Keystone filed a Supplement to its original Petition, which highlighted in greater detail its Lifeline plan.¹² As described, Keystone's Lifeline service offerings consist of two free plans of varying minutes: the Lifeline Free 100 Plan (Lifeline 100 Plan) and the Lifeline Free Plan 250 (Lifeline 250 Plan). In fact, one of Keystone's Lifeline plans meets the needs of Lifeline customers by offering free text messages along with free monthly voice minutes, while the other plan's primary focus is free monthly voice minutes. The Lifeline 100 Plan offers 100 free voice minutes *plus* 100 free text messages; additional text messages are assessed at a rate of 1 minute per text whether sent or received; and unused minutes will roll over. The Lifeline 250 Plan offers 250 free voice minutes only; text messages are assessed at a rate of 1 minute per text whether sent or received; and unused minutes do not roll over.¹³

Keystone will also provide its Lifeline customers with a free handset. The free handsets that Keystone provides its Lifeline customers will come with a one-year factory warranty which covers all manufacturing defects. The warranty will be included with the free handset. Lifeline customers will not be charged a restocking fee if the phone is returned in accordance with Keystone's return policies. Keystone's Lifeline customers may purchase any of Keystone's other available handsets at a variety of price points. Additionally, Keystone's Lifeline customers may also have their own compatible handset activated for use.

¹² The FCC eliminated the previous system of tiered support and set an interim rate of \$9.25 effective May 1, 2012. *In the Matter of Lifeline and Link Up Reform and Modernization*, WC Dkt. No-11-42 *et al.*, Report an Order and FNPRM (rel. February 6, 2012) (*Lifeline Reform Order*). Keystone's current offering if approved for ETC purposes, would be eligible for the \$9.25 rate of support.

¹³ Both plans provide voice minutes and text minutes to and from anywhere in the continental U.S. (48 states) when on Keystone's wireless network. Additional buckets of minutes and/or text messages may be purchased in increments of \$5.00, \$10.00 and \$20.00 at a rate of \$0.10 per minute/text.

In addition, Lifeline customers will have access to a variety of standard features at no additional charge, including voicemail, caller I.D., and call waiting services. Furthermore, Keystone will offer number porting at no charge to its Lifeline customers. To ensure uninterrupted access to 911 emergency services, Lifeline customers will have access to 911 emergency services irrespective of available minutes. Thus, calls made to 911 emergency services will not count against subscribers' monthly allotments of minutes. Pursuant to the FCC's rules, even unregistered phones will have the ability to make a 911 emergency call on Keystone's network. Moreover, calls to Keystone customer care are free of charge and will not count against subscribers' monthly allotments of minutes.

All of Keystone's Lifeline service plans are offered on a month-to-month basis. Keystone bills its customers on a monthly basis and provides invoices through both paper and electronic formats. Keystone's Lifeline customers will be advised of the billing method prior to establishing Lifeline service with Keystone.¹⁴ Nonetheless, Keystone's Lifeline subscribers opting for the bucket of minutes in one of Keystone's Lifeline plans will not be billed and Keystone will not be charging activation fees. Additionally, Keystone certifies that it will not charge Lifeline subscribers an early termination fee, cancellation fees or a monthly number portability charge.¹⁵

Keystone asserts that its policy for de-enrolling an account from Lifeline support for non-use is consistent with the FCC rules, which state that accounts which are inactive for 60 days will be de-enrolled from Lifeline support following the Section 54.405(e) 30-day notice of de-enrollment to the subscriber. *See* 47 C.F.R. § 54.405(e). If Keystone has a reasonable basis to believe that a Lifeline subscriber is no longer eligible to receive

¹⁴ Keystone has provided the Commission with an example copy of a bill that fully complies with our Chapter 64 regulations on its paper and electronic bills.

¹⁵ ETCs may not charge Lifeline customers a monthly number-portability charge. *See* 47 C.F.R. § 54.401(e).

Lifeline service, it will notify that subscriber of impending termination of service utilizing a combination of communication methods including sending text messages and calling the subscriber. The subscriber will then have 30 days to demonstrate otherwise.

Additionally, Keystone certifies that if it receives notification from the Universal Service Administration Company (USAC) that a subscriber is receiving Lifeline service from another ETC or that more than one member of a subscriber's household is receiving

Lifeline service, Keystone will de-enroll that subscriber in accordance with Section 54.405(e)(2) of the FCC's rules. Keystone also certifies that it will de-enroll Lifeline customers for non-usage and failure to re-certify in accordance with Sections 54.405(e)(3) and (4), respectively, of the FCC's rules. Furthermore, Keystone certifies that it will de-enroll subscribers who have not used their Lifeline service for a period of 60 days. Pursuant to procedures outlined in the FCC's rules, following 60 days of non-usage by a Lifeline subscriber, Keystone will send a notice to that subscriber stating that failure to use the service within the next 30 days will result in de-enrollment from Lifeline service.¹⁶

Discussion

Section 254(e) of the Act provides that “only an eligible telecommunications carrier designated under section 214(e) shall be eligible to receive specific Federal universal service support.” Section 214(e)(2) of the Act provides state commissions with the primary responsibility for performing ETC designations. Accordingly, Keystone has petitioned the Commission seeking approval to be designated as a facilities-based ETC in the Commonwealth of Pennsylvania.

ETC applicants must meet federal statutorily prescribed requirements before we can approve their designation as an ETC. Pursuant to Section 214(e)(1) of the Act, a

common carrier designated as an ETC must offer the services supported by the federal universal service mechanisms throughout the designated service area either by using its own facilities or by using a combination of its own facilities and resale of another carrier's services (including the services offered by another ETC), and must advertise these services throughout the designated service area. An ETC applicant must also demonstrate: (1) a commitment and ability to provide services, including providing service to all customers within its proposed service area; (2) how it will remain functional in emergency situations; (3) that it will satisfy consumer protection and service quality standards; (4) that it offers local usage comparable to that offered by the wireline ILEC; and (5) an understanding that it may be required to provide equal access if all other ETCs in the designated service area relinquish their designations pursuant to Section 214(e)(4) of the Act. 47 U.S.C. § 214(e)(4). These requirements have been codified in the FCC's rules and regulations.

In addition to meeting these statutory requirements, state commissions must also perform a "public interest" review before approving an ETC designation. Section 214(e)(2) of the Act states that, "[u]pon request and consistent with the public interest, convenience, and necessity, the State commission may, in the case of an area served by a rural telephone company, and shall, in the case of all other areas, designate more than one common carrier as an eligible telecommunications carrier" for a designated service area, so long as the requesting carrier meets the requirements of Section 214(e)(1). Section 214(e)(2) further states: "[b]efore designating an additional eligible telecommunications carrier for an area served by a rural telephone company, the State commission shall find that the designation is in the public interest." Accordingly, this Commission reserves the right to review any designation and recertification on a case-by-case basis and grant or deny designation and recertification after balancing the weight of the circumstances particular to each application.

¹⁶ See *Id.*; 47 C.F.R. § 54.405(e)(3).

We note that we are not required to consider expressly or at great length each and every comment raised by a party to our proceedings. *University of Pennsylvania, et al. v. Pa. PUC*, 485 A.2d 1217, 1222 (Pa. Cmwlth. 1984). Any comment or argument that is not specifically addressed herein shall be deemed to have been duly considered and denied without further discussion.

I. Requirements for Designation as an ETC

We shall first discuss the federal requirements that must be met in order for an applicant to receive designation as an ETC. The FCC's rules governing ETC designations evolved from its May 8, 1997 Report and Order (*Universal Service Order*) in CC Docket No. 96-45¹⁷ and its March 17, 2005 Report and Order in the same proceeding (*2005 ETC Order*).¹⁸ Those rules and requirements have now been amended by the FCC's February 6, 2012, *Lifeline Reform Order* and are codified at 47 C.F.R. §§ 54.101, *et seq.* As set forth below, Keystone satisfies all of the requirements of the FCC's *Universal Service Order*, the *2005 ETC Order*, the FCC's *Lifeline Reform Order*, the *USF/ICC Transformation Order* and the regulations codifying the requirements of those Orders. As stated in the order adopting them, our ETC Guidelines are intended as a starting point for review of a request for ETC designation, expressing our intent to adopt the federal standards discussed below as our minimum requirements. *ETC Guidelines Order* at p. 4.

A. Keystone Satisfies the Requirements of the FCC's Rules and Orders Governing ETC Designations

¹⁷ See fn. 8.

¹⁸ See *Federal-State Joint Board on Universal Service*, CC Docket No. 96-45, Report and Order, 20 FCC Rcd 6371 (2005) (*2005 ETC Order*).

**1. Keystone Satisfies 47 C.F.R. § 54.101(a)¹⁹
Supported Services**

Keystone attests that it currently provides all of the services and functionalities supported by the federal universal service program as set forth in Section 54.101(a) of the FCC's regulations throughout its designated service territory in the Commonwealth of Pennsylvania.

a. Voice Grade Access to the Public Switched Telephone Network

Keystone provides voice grade access at bandwidth rates between 300 and 3,000 Megahertz (MHz) to its customer services and offers connection to the public switched telephone network (PSTN) through interconnection agreements with Verizon Pennsylvania Inc. and some Windstream ILECs.²⁰

b. Minutes of Use for Local Service

As part of the voice grade access to the PSTN, an ETC must provide local calling services to its customers at no additional charge. The FCC has determined that a carrier satisfies the local usage requirements when it offers customers rate plans containing varying amounts of local usage.²¹

¹⁹ The FCC's amended rule 54.101 revises the definition of "Lifeline" to provide support for voice telephony services, and therefore, services previously included as part of the requirements under Section 54.101 are no longer required by the FCC. However, in the interests of Pennsylvania's consumers, provision of certain customer services are relevant to the review of the carrier's request for ETC designation, such as access to operator services, access to interexchange services and directory assistance. We note that Keystone's service offering provides each of these as follows: Keystone certifies to provide all of its customers with access to operator services by dialing either "411" or "611"; Keystone certifies its service provides customers with the ability to make interexchange, or long distance, telephone calls. Keystone certifies that all its customers are able to dial "411" to reach directory assistance services from their wireless handsets.

²⁰ See *Keystone's Supplement*, Exhibit E.

²¹ See *e.g.*, *Farmers Cellular, Inc.* 18 FCC Rcd 3848, 3852 (2003); *Pine Belt Cellular, Inc. and Pine Belt PCS, Inc.*, 17 FCC Rcd 9589,9593 (2002); *Western Wireless Corp., Petition for Designation as an Eligible Telecommunications Carrier in the State of Wyoming*, 16 FCC Rcd 48, 52 (2000).

Keystone has submitted evidence that it offers a variety of local usage plans that offer a bucket of minutes with the option to purchase additional minutes or other services. *See Exhibit F to Keystone's Petition.* Additionally, Keystone's proposed Lifeline offering, as described, also complies with the local usage requirements established by the FCC. Keystone's Lifeline local calling plans offer customers a bucket of minutes with the option to purchase additional minutes or other services. This meets the local calling requirement of 47 C.F.R. § 54.101. In addition to free voice services, Keystone will provide a wireless Lifeline customer with access to a variety of other features at no cost, including voice mail, caller I.D., call waiting services and enhanced 911 (E911) capabilities.

c. Access to Emergency Services

Keystone certifies that it provides access to 911 and E911 emergency services for all of its customers throughout its entire service area. Keystone also complies with the FCC's regulations governing the deployment and availability of E911 compatible handsets. *See Keystone's Supplement at 7.*

d. Toll Limitation Services

Under the new language of 47 C.F.R. § 54.400, the FCC has defined three terms addressing the service provided by an ETC by which a subscriber may prevent toll charges from accumulation beyond a set point. Specifically, Subsection 54.400(b) of the FCC's regulations defines "toll blocking" as the service a subscriber may elect to not allow outgoing toll calls. Subsection (c) defines "toll control service" as the service a subscriber may elect to specify a set amount of toll usage allowed per month or per billing cycle. Subsection (d) defines "toll limitation service" as a generic term covering either toll blocking or toll control service for ETCs that are incapable of providing both, or covering both where an ETC is capable of providing both.

As described in its Petition, Keystone will provide several types of toll control to customers by offering a prepaid toll service in which customers can elect to purchase a single toll call, a bucket of toll minutes or an unlimited toll plan. Keystone currently has the technology to provide both toll blocking and toll control and will use this technology to provide the service to its Lifeline customers, at no charge, as part of its universal service offering. Keystone claims it can block toll calls through its billing system to prevent customers from exceeding their minutes. Therefore, the nature of Keystone's service eliminates the concern that low-income customers will incur significant charges for long distance calls, risking disconnection of their service.

**2. 47 C.F.R. § 54.201
Definition of ETC**

A carrier is eligible under 47 C.F.R. § 54.201 so long as it offers the services set forth in Section 54.101, either through its own facilities or a combination of its own facilities and the resale of another carrier's services, and advertises the availability of the federal universal support services using media of general distribution. As discussed below and set forth in its Petition, Keystone is capable of, and currently provides, the supported services over its own existing network infrastructure in Pennsylvania.²² Furthermore, Keystone avers it will advertise the availability of its Lifeline services using media of general distribution.²³ The Company advertises the availability of its services through newspapers, magazines, radio, the Internet, billboards and television.

Section 153(10) of the Act defines a common carrier as "any person engaged as a common carrier for hire, in interstate or foreign communications by wire or radio"²⁴ The FCC has determined on numerous occasions that providers of mobile wireless services shall be treated as common carriers for regulatory purposes. As a provider of

²²Keystone's Supplement at 1-2.

²³Keystone's Supplement at 5-6.

wireless telecommunications services, therefore, Keystone is a common carrier eligible for designation as an ETC. Keystone will provide the supported services using its own network infrastructure, which includes the same antennae, cell sites, towers, trunking, mobile switching and interconnection facilities used to serve its existing customers in Pennsylvania in accordance with requirements set forth in 47 U.S.C § 214(e)(1). Therefore, Keystone satisfies the facilities-based requirement. Finally, as set forth in Supplement to the Petition, Keystone certifies that it will inform customers of the availability of its Lifeline program through general distribution media which may include print, radio and television ads as well as point of sale information at Keystone's retail stores and its authorized sales agent location.²⁵ Keystone also intends to promote these offerings to its existing customers who may otherwise qualify for Lifeline.

As a condition of its grant of designation, Keystone agrees to annually provide the Commission's Bureau of Consumer Services (BCS) copies of all advertising, promotional, and general Lifeline program-related customer notices and communications. Keystone agrees that it needs to supplement these methods of communication and to specifically advertise and promote the availability of its Lifeline offerings to qualifying customers throughout the Commonwealth of Pennsylvania; it will seek review of its advertising materials before implementing the campaign.

**3. 47 C.F.R. § 54.202
Additional Requirements**

Keystone also meets the additional requirements for ETC designation set forth in 47 C.F.R. § 54.202, as discussed below.

**a. 47 C.F.R § 54.202(a)(1)
Compliance with Service Requirements**

²⁴ 47 U.S.C. § 153(10).

²⁵ *Keystone's Supplement* at 5.

In order to satisfy this criteria, an ETC applicant must demonstrate its commitment and ability to provide supported services throughout the designated service area: (1) by providing services to all requesting customers within its designated service area; and (2) by submitting a formal network improvement plan that demonstrates how universal service funds will be used to improve coverage, signal strength, or capacity that would not otherwise occur absent the receipt of high-cost support.

To satisfy the first prong and ensure that an ETC serves requesting customers in their designated service area and demonstrates its capability and commitment to provide service throughout its designated service area to all customers who make a reasonable request for service, the FCC required an ETC to make specific commitments to provide services to requesting customers in the service area for which it is designated. If the ETC's network already passes or covers the potential customer's premises, the ETC should provide service immediately. In those instances where a request comes from a potential customer within the applicant's licensed service area but outside its existing network coverage, Keystone should provide service within a reasonable period of time if service can be provided at reasonable cost by: (1) modifying or replacing the requesting customer's equipment; (2) deploying a roof-mounted antenna or other equipment; (3) adjusting the nearest cell tower; (4) adjusting network or customer facilities; (5) reselling services from another carrier's facilities to provide service; or (6) employing, leasing, or constructing an additional cell site, cell extender, repeater, or other similar equipment. If Keystone determines that it cannot serve the customer using one or more of these methods, then the ETC must report the unfulfilled request to the Commission within 30 days after making such determination.

In its Petition, Keystone committed itself to providing services throughout its proposed designated service area to all customers making a reasonable request for

services. Thus, Keystone certifies that it will comply with the service requirements applicable to the support it receives.

Additionally, the “five-year plan” requirement set forth in 47 C.F.R. § 54.202(a)(1)(ii) is applicable to Keystone since Keystone seeks ETC designation in order to receive support via the federal high-cost USF program. The five-year plan must state in detail how high-cost support will be used for service improvements that would not occur absent the receipt of universal service support, including: (1) how signal quality, coverage, or capacity will improve due to receipt of high-cost support throughout the area for which the ETC seeks designation; (2) the projected start date and completion date for each improvement and the estimated amount of investment for each project that is funded by high-cost support; (3) the specific geographic areas where improvements will be made; and (4) the estimated population that will be served as a result of improvements. To demonstrate that supported improvements in service will be made throughout the service area, applicants should provide this information for each wire center in each service area for which they expect to receive universal service support, or an explanation of why service improvements in a particular wire center are not needed and how funding will otherwise be used to further the provision of supported services in that area.

Keystone asserts that its goal is to provide vital mobile telecommunications services in unserved areas of central Pennsylvania, consistent with the FCC’s goal to promote ubiquitous mobile voice and broadband services. Thus, Keystone submitted a formal network improvement plan that demonstrates how universal service funds will be used to improve coverage, signal strength or capacity that would not otherwise occur absent the receipt of high-cost support for each wire center in each service area for which

it expects to receive federal universal service support.²⁶ Keystone states that it plans to construct 47 new cell towers over the next five years at a construction pace of approximately six to fourteen towers per year between 2012 and 2017. Specifically, Keystone plans to build two new cell towers in Centre County, five new towers in Northumberland County, nine new towers in Schuylkill County, two new towers in Snyder County, and four new towers in Union County.

Furthermore, as discussed *infra*, in connection with its annual reporting obligations, Keystone must submit coverage maps detailing the amount of high-cost support received for the past year, how these monies were used to improve its network, and specifically where signal strength, coverage, or capacity has been improved in each wire center in each service area for which funding was received. In addition, Keystone must submit on an annual basis a detailed explanation regarding why any targets established in its five-year improvement plan have not been met.

**b. 47 C.F.R. § 54.202(a)(2)
Functionality in Emergency Situations**

An ETC applicant is required to demonstrate its ability to remain functional in emergency situations. In order to satisfy this criterion, an applicant must demonstrate it has a reasonable amount of back-up power to ensure functionality without an external power source, is able to reroute traffic around damaged facilities, and is capable of managing traffic spikes resulting from emergency situations.

Keystone certifies that it maintains reasonable amounts of back-up power to ensure functionality without an external power source and has implemented reasonable practices to reroute traffic around damaged facilities and manage traffic spikes resulting from emergency situations. Each cell site in the Keystone's network is equipped with

²⁶ See *Keystone's Petition*, Exhibits G and H. These exhibits were filed as proprietary.

battery back-up power. Keystone also states it is also capable of rerouting traffic around damaged facilities.

**c. 47 C.F.R. § 54.202(a)(3)
Customer Service and Service Quality Standards**

A carrier seeking an ETC designation must demonstrate its commitment to meeting consumer protection and service quality standards in its application. The ETC applicant must make a specific commitment to objective measures to protect consumers. The FCC has concluded that a commitment to comply with the CTIA – The Wireless Association’s Consumer Code for Wireless Service, which sets out certain principles, disclosures and practices for the provision of wireless service,²⁷ will satisfy this requirement for a wireless ETC applicant seeking designation.²⁸

Keystone certifies that it will satisfy applicable consumer protection and service quality standards, as required by 47 C.F.R. § 54.202(a)(3). Keystone has committed to comply with the above-referenced Consumer Code for Wireless Services. Additionally, Keystone will cooperate with BCS in resolving any Lifeline-related consumer complaints. We find that Keystone meets the requirements of 47 C.F.R. § 54.202(a)(3).

**d. 47 C.F.R. § 54.202(a)(4)
Financial and Technical Ability**

Generally, a carrier seeking only low-income support under Subpart E, 47 C.F.R. §§ 54.400-54.422, must demonstrate that it possesses the financial and technical ability to provide Lifeline service. While Keystone is not seeking Lifeline-only ETC designation, nevertheless, Keystone must still demonstrate financial and technical ability to provide Lifeline Service and all other services.

²⁷ http://www.ctia.org/consumer_info/service/index.cfm/AID/10352.

As noted above, Keystone is a “facilities based” CMRS licensee providing service using broadband PCS spectrum in ten counties in Pennsylvania. Keystone is a Delaware limited liability company, authorized to conduct business in the Commonwealth of Pennsylvania, with principal offices at 27599 Riverview Center Blvd, Suite 201, Bonita Springs, FL 34134. Keystone’s current network is a 2G GSM network that provides mobile wireless voice, text messaging and data services utilizing 158 cell sites throughout its service area and switching facilities located in Boyertown and Harrisburg, Pennsylvania. Keystone has provided mobile services to its customers for over ten years.

The Commission also notes that Keystone was selected as a grant/loan recipient by the United States Department of Agriculture (USDA) Rural Utilities Service’s Broadband Initiative Program (“BIP”). Keystone’s broadband stimulus funding is structured as a \$25,286,105 grant and an \$11,096,780 loan. Keystone began receiving funding in April 2010 and received additional funding in June 2010, September 2011 and April 2012. To date, Keystone has received \$1,055,522 of the grant and \$458,700 of the loan.

In terms of financial integrity, although Keystone Wireless is a privately held firm with no publicly rated securities, we have examined its most recent federal income tax return. The 2010 tax return data indicate that Keystone is a going concern with approximately \$16 million in annual revenues and that it had a substantial increase in its cash balance and total assets as of December 31, 2010, compared to the prior tax year. The details of Keystone’s tax return, however, are confidential and entitled to proprietary treatment under our regulations and under the Right to Know Law. *See* 52 Pa. Code § 5.423 and 65 P.S. § 67.102. However, if additional information becomes available that casts doubt on Keystone’s financial integrity, we reserve the right to re-visit our determination in this area.

²⁸ *Virginia Cellular ETC Designation Order* at 19 FCC Rcd 1576.

As discussed above, Keystone is capable of, and currently provides, the supported services over its own existing network infrastructure in Pennsylvania, which is being currently being upgraded with significant federal stimulus monies to become a “4G” network.²⁹ This, commitment to upgrading its network, plus Keystone’s track record of ten years of service delivery in Pennsylvania, indicates to this Commission that Keystone is financially and technically capable of providing quality services throughout its designated service area.

**e. 54.202(a)(5)
Terms and Conditions of Lifeline Plans**

While carriers seeking only low-income support under Subpart E, 47 C.F.R. §§ 54.400-54.422, must submit the terms and conditions of the plans offered to Lifeline subscribers, we believe it is essential that we discuss Keystone’s Lifeline plans. *Keystone’s Supplement* includes the requisite description of the service offerings for Lifeline subscribers. As we described below, we find that Keystone meets the requirements of 47 C.F.R. § 54.202(a)(5).

Keystone offers two free Lifeline plans, the Lifeline 100 plan and the Lifeline 250 Plan. The Lifeline 100 Plan offers 100 free voice minutes *plus* 100 free text messages; additional text messages assessed at a rate of 1 minute per text whether sent or received; and unused minutes will roll over. The Lifeline 250 Plan offers 250 free voice minutes only; text messages are assessed at a rate of 1 minute per text, whether sent or received, and unused minutes do not roll over.

Keystone will also provide its Lifeline customers with a free handset. The free handsets that Keystone provides its Lifeline customers will come with a one-year factory warranty which covers all manufacturing defects and will be included with the free

²⁹ *Petition of Keystone* at 3.

handset. Lifeline customers will not be charged a restocking fee if the phone is returned in accordance with Keystone's return policies. Additionally, Keystone's Lifeline customers may purchase any of Keystone's other available handsets at a variety of price points or may have their own compatible handset activated for use.

Keystone's Lifeline customers will have access to a variety of standard features at no additional charge, including voicemail, caller I.D., and call waiting services. Furthermore, Keystone will offer number porting at no charge to its Lifeline customers. To ensure uninterrupted access to 911 emergency services, Lifeline customers will have access to 911 emergency services of available minutes and calls made to 911 emergency services will not count against subscribers' monthly allotments of minutes. Even unregistered phones will have the ability to make a 911 emergency call on Keystone's network. Moreover, calls to Keystone customer care are free of charge and will not count against subscribers' monthly allotments of minutes.

All of Keystone's Lifeline service plans are offered on a month-to-month basis. Keystone will bill its customers on a monthly basis and provide invoices through both paper and electronic formats. Keystone's Lifeline customers will be advised of the billing method prior to establishing Lifeline service with Keystone.³⁰ Nonetheless, Keystone's Lifeline subscribers opting for the bucket of minutes in one of Keystone's Lifeline plans will not be billed and Keystone will not be charging activation fees. Additionally, Keystone certifies that it will not charge Lifeline subscribers an early termination fee, cancellation fees or a monthly number portability charge.³¹

³⁰ Keystone has provided the Commission with an example copy of a bill that fully complies with our Chapter 64 regulations on its paper and electronic bills.

³¹ ETCs may not charge Lifeline customers a monthly number-portability charge. *See* 47 C.F.R. § 54.401(e).

Lifeline-eligible accounts which are inactive for 60 days will be de-enrolled from Lifeline support following the Section 54.405(e) 30-day notice of de-enrollment to the subscriber. *See* 47 C.F.R. § 54.405(e). If Keystone has a reasonable basis to believe that a Lifeline subscriber is no longer eligible to receive Lifeline service, it will notify that subscriber of impending termination of service utilizing a combination of communication methods including sending text messages and calling the subscriber. The subscriber will then have 30 days to demonstrate otherwise.

Additionally, Keystone certifies that if it receives notification from USAC that a subscriber is receiving Lifeline service from another eligible telecommunications carrier or that more than one member of a subscriber's household is receiving Lifeline service, Keystone will de-enroll that subscriber in accordance with Section 54.405(e)(2) of the FCC's regulations. Keystone also certifies that it will de-enroll Lifeline customers for non-usage and failure to re-certify in accordance with Sections 54.405(e)(3) and (4), respectively, of the FCC's regulations.

Furthermore, Keystone certifies that it will de-enroll subscribers who have not used their Lifeline service for a period of 60 days. Pursuant to procedures outlined in the FCC's rules, following 60 days of non-usage by a Lifeline subscriber, Keystone will send a notice to that subscriber stating that failure to use the service within the next 30 days will result in de-enrollment from Lifeline service.³²

**f. 47 C.F.R. § 54.202(b)
Public Interest Standard**

Keystone's designation as an ETC is in the public interest, as required by 47 C.F.R. § 54.202(b). In determining whether granting Keystone designation as an ETC is in the public interest, the Commission takes into account the benefits

³² *See* Id.; § 54.405(e)(3).

of increased consumer choice when conducting its public interest analysis.³³ In particular, granting an ETC designation may serve the public interest by providing a choice of service offerings in rural and high-cost areas.³⁴ However, the value of increased competition, by itself, may not satisfy the public interest test.³⁵

Additionally, in doing its public interest analysis, the Commission will also consider the particular advantages and disadvantages of an ETC's service offering. For instance, the FCC has examined the benefits of mobility that wireless carriers provide in geographically isolated areas and the potential for rural customers to obtain services comparable to those provided in urban areas, such as voicemail, numeric paging, call forwarding, three-way calling, call waiting, and other vertical features.³⁶

We note that Keystone Wireless's request is part of a larger effort by the FCC to complete a grant of one-time support from the Mobility Fund so as to swiftly extend current generation wireless coverage in areas where it is cost-effective to do so. Specifically, the Mobility Fund Phase I will disburse approximately \$300M in federal universal service support to deploy wireless service in areas of the country that the FCC has concluded are currently unserved by wireless carriers.³⁷

The MF Phase I support will be distributed using bids from auctions to serve Census Blocks. The auction will be held on September 27, 2012. Wireless bidders must

³³See *Advantage Cellular ETC Designation Order* at para. 18; *Highland Cellular ETC Designation Order*, 19 FCC Rcd at 6424, para. 4; *Virginia Cellular ETC Designation Order*, 19 FCC Rcd at 1565, para. 4.

³⁴See *Virginia Cellular ETC Designation Order*, 19 FCC Rcd at 1569, para. 12.

³⁵See *Highland Cellular ETC Designation Order*, 19 FCC Rcd at 6424, para. 4; *Virginia Cellular ETC Designation Order*, 19 FCC Rcd at 1565, para. 4.

³⁶See generally *USF/ICC Transformation Order*.

³⁷ See Docket No. 10-90, In re: Connect America Fund; See also <http://www.fcc.gov/maps/mobility-fund-phase-1-eligible-areas>.

have state ETC designation prior to participating in the auction to serve any part of a state where they want to receive support. Keystone Wireless seeks ETC designation from the Commission so that they can participate in the bidding process and, hopefully, secure Mobility Fund Phase I funding for underserved and unserved areas in Pennsylvania.

The FCC's information in connection with this upcoming auction notes that 19,294 Census Blocks in Pennsylvania with approximately 135,784 Pennsylvanians could benefit if a wireless provider gets ETC designation from this Commission and is a successful bidder for all, or a part, of these areas. ETC designation by this Commission is a necessary prerequisite to ensuring that any duly qualified bidder operating in Pennsylvania can bid to obtain Mobility Fund I support to deploy wireless services to any unserved Census Blocks in Pennsylvania.

Approving an ETC designation for Keystone furthers the ability of Pennsylvania to secure funding from federal universal service under the Mobility Fund I program. This is a considerable benefit given that Pennsylvania has been, and remains, a net contributor in excess of \$145 M annually into the overall federal USF program.

Additionally, designation of Keystone as an ETC in Pennsylvania will further the public interest by providing Commonwealth consumers, especially low-income consumers, with lower prices and higher quality services, which is a vital economic resource for low-income consumers that leads to improved wage levels and personal safety. Many lower-income customers in Pennsylvania have yet to reap the full benefits of the intensely competitive wireless market. Designating Keystone as an ETC in Pennsylvania, therefore, will enable it to expand the availability of affordable wireless telecommunications services to qualifying Pennsylvania consumers.

Nevertheless, since Keystone is seeking ETC designation below the study area level of a rural telephone company or rural ILEC, we must also conduct a “cream skimming” analysis under Section 54.202(b) of the FCC’s rules. *See also* Section 214(e)(5) of the Act, and 47 C.F.R. § 54.202(b). Keystone asserts that it is unable to provide wireless coverage to the entire study areas of the five rural telephone companies as it is constrained by the contours of its CMRS-licensed service area and, thus, seeks designation below the study area of these five rural companies. Keystone seeks ETC designation in the partial study areas of the following rural telephone companies: (1) Commonwealth Telephone Company d/b/a Frontier Communications Commonwealth Telephone Company (Frontier); (2) Windstream Conestoga Inc. (Conestoga); (3) TDS Telecom/Mahanoy and Mahantongo Telephone Company (Mahanoy and Mahantongo); (4) United Telephone Company of Pennsylvania d/b/a Centurylink (Centurylink); and (5) Windstream Pennsylvania, LLC (Windstream PA).³⁸

When a competitive carrier requests ETC designation for an entire rural service area, it does not create cream skimming concerns because the affected ETC is required to serve all wire centers in the designated service area.³⁹ The potential for cream skimming, however, arises when an ETC seeks designation below the study area and in a disproportionate share of the higher-density wire centers in a rural ILEC’s service area. By serving a disproportionate share of the high-density portion of a service area, an ETC may receive more support than is reflective of the rural ILEC’s costs of serving that wire center because support for each line is based on the rural telephone company’s average costs for serving the entire service area unless the ILEC has disaggregated its federal USF high-cost support. Because line density is a significant cost driver, it is reasonable to

³⁸ The particular partial study areas for each respective rural telephone company are set forth in more detail forth on p. 31 of this Order.

³⁹ The FCC found that a cream skimming analysis is unnecessary for ETC applicants seeking designation below the service area level of non-rural ILECs. *See 2005 ETC Order*, para. 52. Accordingly, we will not conduct such an analysis for the Keystone’s request for ETC designation in the partial study areas of Verizon North, Inc. and Verizon Pennsylvania, Inc.

assume that the highest-density wire centers are the least costly to serve on a per-subscriber basis.

The effects of cream skimming also would unfairly affect the ILEC's ability to provide service throughout the area since it would be obligated to serve the remaining high-cost wire centers in the rural service area while ETCs could target the rural ILEC's customers in the lowest cost areas and also receive support for serving the customers in these areas. In order to avoid disproportionately burdening the federal USF and ensure that ILECs are not harmed by the effects of cream skimming, the Commission must examine the potential for cream skimming in wire centers served by rural ILECs. This would include examining the degree of population density disparities among wire centers within rural service areas, the extent to which an ETC applicant would be serving only the most densely concentrated areas within a rural service area, and whether the ILEC has disaggregated its federal USF support at a smaller level than the service area (*e.g.*, at the wire center level).

Because a low population density typically indicates a high-cost area, an analysis of the disparities in densities can reveal when an ETC would serve only the lower cost wire centers to the exclusion of other less profitable areas. Thus, in instances where an ETC applicant seeks designation below the study area level of a rural ILEC, the Commission shall conduct a cream skimming analysis that compares the population density of each wire center in which the ETC applicant seeks designation against that of the wire centers in the study area in which the ETC applicant does not seek designation. In its cream skimming analysis, we can also consider other factors, such as disaggregation of federal USF support by the ILEC.

Keystone has submitted evidence in the form of data showing total population, total square mileage, and population density for each individual wire center in the study area of Frontier, Conestoga, Mahanoy and Mahantongo, Centurylink and Windstream

PA. *See Exhibit J to Keystone's Petition.* Based upon our review of Exhibit J, we are persuaded that Keystone's request for ETC designation in the partial study areas of the five rural ILECs does not raise any cream skimming concerns.

For example, in the Conestoga study area, the population density information indicates that Keystone is not seeking to serve only the low-cost, high density wire center of Conestoga's study area. Rather, the total average population density of Keystone's proposed ETC study area for Conestoga, which is only slightly higher than the total average population density of Conestoga's entire study area. Additionally, of the wire centers for which Keystone seeks ETC designation in the Frontier study area, only the Leesport wire center has a population density more than marginally above the average population density for Frontier's entire study area.

Accordingly, we determine that Keystone is not seeking to serve only the low-cost, high density wire centers of the rural ILECs. Moreover, the Commission recognizes that the type of service provided by a competitive ETC may force it to seek designation in a service area that is smaller than or different from the rural ILEC's service area and, thus, do not take Keystone's reason for seeking to enter only certain portions of the respective study areas of the five rural ILECs as a pretext. We are persuaded that Keystone is not seeking to cherry-pick specific portions of these rural companies' study areas in order to serve low-cost, high revenue customers. Therefore, we conclude that, for most of the rural areas in which Keystone seeks ETC designation, such designation does not rise to rural cream skimming.

**g. 47 C.F.R. § 54.202(c)
Tribal Lands**

ETC designation to serve any tribal lands is inapplicable in Pennsylvania, making 47 C.F.R. § 54.202(d) inapplicable to Keystone's Petition.

**4. 47 C.F.R. § 54.203
ETCs for Unserved Areas**

Because Keystone's Petition does not involve service to an unserved area, 47 C.F.R. § 54.203 is not applicable.

**5. 47 C.F.R. § 54.205
Relinquishment of Universal Service**

If at some point in the future Keystone seeks to relinquish its ETC designation, Keystone agrees to comply with the requirements of 47 C.F.R. § 54.205.

**6. 47 C.F.R. § 54.207
Service Areas**

As discussed above, Keystone is proposing to define a service area served by a rural telephone company to be other than such company's entire study area because it asserts that it is unable to provide wireless coverage to the entire study area of the rural telephone company as it is constrained by the contours of its CMRS-license. As a result, 47 C.F.R. § 54.207 is applicable to the Company's pending request.

First, Keystone seeks redefinition of Frontier's service area. Keystone requests the Commission redefine Frontier's service area to include a separate service area consisting of the following rate centers: Leesport, Tremont and Valley View.

Secondly, Keystone seeks redefinition of Conestoga's service area. Keystone requests the Commission redefine Conestoga's service area to include a separate service area consisting of the following rate centers: Birdsboro, Douglassville, Green Hills, Oley, Topton and Yellow House.

Thirdly, Keystone seeks redefinition of Mahanoy and Mahantongo's service area. Keystone requests the Commission redefine Mahanoy and Mahantongo's service area to include a separate service area consisting of the following rate centers: Mandata (LCKLPAXR) and Treverton.

Additionally, Keystone seeks redefinition of Centurylink's service area. Keystone requests the Commission redefine Centurylink's service area to include a separate service area consisting of the following rate centers: Beech Creek, Mill Hall and Zion.

Further, Keystone seeks redefinition of Windstream PA's service area. Keystone requests the Commission redefine Windstream's service area to include a separate service

area consisting of the following rate centers: Hughesville, Muncy, Montgomery, Port Matilda, Turbotville and Watsonstown.

Specifically, Keystone requests the Commission to redefine the five companies' respective study areas to include each wire center that Keystone is able to serve in its entirety as a separate service area in accordance with Section 214(e)(5) of the Act. We note that the OCA does not oppose Keystone's request for redefinition.⁴⁰ Thus, as discussed above, and subject to FCC's agreement in redefining the service areas served by the rural telephone company we redefine the five respective rural companies' study areas accordingly.⁴¹

B. Keystone Must Comply with Requirements for Universal Service Support for Low-Income Consumers

The major goal of the FCC's *Lifeline Reform Order* was to implement procedures designed to preserve the USF resources and prevent waste, fraud and abuse. To that end, the FCC codified rules governing the entire process of Lifeline reimbursement from the USF. These changes establish defined terms governing the provision of low income support and establish parameters governing a carrier's duties and eligibility for USF low income support. Specifically, revised 47 C.F.R § 54.400 establishes relevant terms and definition for provision of Lifeline; 47 C.F.R § 54.401 defines Lifeline as a non-transferrable retail service; 47 C.F.R § 54.403 establishes the Lifeline support amounts for which ETCs may seek from the USF; and 47 C.F.R. § 54.404 requires the creation of

⁴⁰ See OCA Comments at 10-11.

⁴¹ The Commission believes that redefining the service areas of the affected rural ILECs will not change the amount of universal service support that is available to these ILECs. Additionally, redefinition will not require the rural ILECs to determine their respective costs on a basis other than the study area level. See *Virginia Cellular ETC Designation Order* at 19 FCC Rcd 1583.

a National Lifeline Accountability Database, which intends to provide a national database for ETCs to cross-check subscriber eligibility as a means to eliminate the USF support for duplicative or otherwise ineligible subscribers.

Further, the *Lifeline Reform Order* instituted substantial changes which impact consumer qualification for Lifeline, including: 47 C.F.R. § 54.409 (Subscriber Eligibility Determination); 47 C.F.R. § 54.410 (Annual Certifications by ETCs); 47 C.F.R. § 54.416 (Record Keeping Requirements); and 47 C.F.R. § 54.417 (Annual Reporting for ETCs that Receive Low-income Support). These regulations govern the prerequisite duties of an ETC seeking low income support from the federal USF.

All current and future ETCs must meet the minimum standards set forth in the FCC's *Lifeline Reform Order*, and further when approved by this Commission for ETC designation, must provide BCS with copies of the reports submitted to USAC for purposes of High Cost or Low Income federal USF support. Further, all ETCs, including those currently designated, shall supply BCS with copies of subscriber Lifeline applications and annual certification and promotional materials for review of consistency with eligibility determination criteria and annual certification requirements.

Accordingly, as a condition of receiving ETC designation, to comply with the FCC's *Lifeline Reform Order*, Keystone is directed, to provide BCS for review with copies of any and all reports submitted to USAC, and provide BCS with copies of subscriber Lifeline applications, annual certifications, and promotional materials. Any failure of Keystone to comply with these requirements will be a basis for revocation of its ETC designation.

**1. 47 C.F.R. § 54.410
Subscriber Eligibility Determination and Certification**

The substantial and extensive requirements for subscriber eligibility determination and certification requirements at Section 54.410 are the major requirements of the FCC in order to prevent waste, fraud, and abuse. These requirements pertain to consumer eligibility factors and the carrier's obligation for verification of that eligibility. The section further requires that every consumer's eligibility be verified annually. The FCC's further requirements for specific formats and process for accomplishing verification are additional requirements for ETC designation.

This section establishes the carrier's obligation to implement procedures for ensuring each subscriber is in fact eligible for federal Lifeline support. The initial income-based eligibility determination under this section by either accessing an approved data base, or where no data base is available, by reviewing documentation of income, is prerequisite for a carrier to seek federal USF support. 47 C.F.R. § 54.410(b)(i)(A)&(B). The carrier must further retain documentation of eligibility criteria and provide subscribers with form eligibility certifications which provide notice to the subscribers of the lifeline plan eligibility rules and requires that subscribers provide detailed personal and billing information. 47 C.F.R. § 54.410(c) & (d).

For low-income consumers residing in group facilities or at an address shared by multiple households, the FCC's new "One Per-Household rule" establishes that a "household" is defined as "any individual or group of individuals who are living at the same address as one economic unit." 47 C.F.R. § 54.400(h). Lifeline applicants may demonstrate at the time of enrollment that another Lifeline recipient resides at their address as part of separate household.

Finally, the new Section 410 (f) provides for an annual recertification process by which a carrier must re-certify each subscriber's eligibility for Lifeline service. We note that the process described in Section 410(f) allows for a subscriber to self-certify for annual recertification under Section 410(f)(2)(iii). However, in Pennsylvania subscriber self-certification is not permissible. Therefore, we refrain from adopting, the option for annual self-certification of Section 410(f)(2)(iii).

Keystone agrees it will certify and verify consumer eligibility to participate in the Lifeline program in accordance with applicable FCC and Commission rules. This includes the FCC's *Lifeline Reform Order's* amendment to the rules at Section 54.410 adopting certain minimum eligibility criteria for consumers to receive Lifeline support in addition to new carrier duties for certification of consumer eligibility at initial program enrollment and annually thereafter in accordance with Section 54.410(f).

**2. 47 C.F.R. § 54.416
Annual Certifications**

Keystone agrees to annually certify to the USAC that it complies with all applicable eligibility verification requirements and to conduct the required annual certifications of customer lifeline eligibility at Section 54.410(f) of the FCC's regulations.

II. Keystone Satisfies the Pennsylvania-Specific Requirements for ETC Designation

In addition to the minimum federal standards, through our *ETC Guidelines*, all potential petitioners are on notice that all ETCs should be prepared to comply with Pennsylvania law and Commission orders which govern Pennsylvania's Lifeline and Link-Up programs,⁴² where applicable. 52 Pa. Code § 69.2501(b). The Commission has

⁴² Because the FCC's *Lifeline Reform Order* discontinued the Link-Up support from the federal USF, all references to Link-Up programs are now inapplicable.

established Lifeline eligibility criteria, as well as procedures for certification and verification of a consumer's initial and continuing eligibility. *In Re: Lifeline and Link-Up Programs*, Docket No. M-0051871 (May 23, 2005) (*PA Lifeline Order*). ETCs are further ordered to report to the Commission annual changes in Pennsylvania Lifeline enrollment. *Re: Section 3015(f) Review Regarding Lifeline Tracking Report, Accident report, and Services Outage Report*, 100 Pa. P.U.C. 553 (Dec. 30, 2005) (*Tracking Report Order*).

A. Section 3019(f) Requirements

Section 3019(f) of the Pennsylvania Public Utility Code (66 Pa.C.S. § 3019 (f)) and the Commission's *PA Lifeline Order*⁴³ set forth the minimum requirements for ETCs seeking low income support from the Lifeline Program.⁴⁴ Section 3019(f) includes the following requirements for ETCs:

(1) All eligible telecommunications carriers certificated to provide local exchange telecommunications service shall provide lifeline service to all eligible telecommunications customers who subscribe to such service.

(2) All eligible telecommunications customers who subscribe to lifeline service shall be permitted to subscribe to any number of other eligible telecommunications carrier telecommunications services at the tariffed rates for such services.

(3) Whenever a prospective customer seeks to subscribe to local exchange telecommunications service from an eligible telecommunications carrier, the carrier shall explicitly advise the customer of the availability of lifeline service and shall make reasonable efforts where appropriate to determine whether the customer qualifies for such service and, if so, whether the customer wishes to subscribe to the service.

⁴³ *In Re: Lifeline and Link-Up Programs*, at Docket No. M-00051871 (Amended Order entered January 29, 2008).

⁴⁴ We note that effective April 1, 2012, the Link Up support will no longer be available from the federal USF fund effectively terminating the carriers ability to offer that support to Pennsylvania Consumers. *Lifeline Reform Order* at p 107. We further note that Keystone does not intend to charge consumers a link up or "activation" fee.

(4) Eligible telecommunications carriers shall inform existing customers of the availability of lifeline services twice annually by bill insert or message. The notice shall be conspicuous and shall provide appropriate eligibility, benefits and contact information for customers who wish to learn of the lifeline service subscription requirements.

(5) Eligible telecommunications carriers shall provide the department of public welfare with lifeline service descriptions and subscription forms, contact telephone numbers, and a listing of the geographic area or areas they serve, for use by the department of public welfare in providing the notifications required by this paragraph.

(6) No eligible telecommunications carrier shall be required to provide after the effective date of this section any new lifeline service discount that is not fully subsidized by the federal universal service fund. Keystone certifies that it will comply with each of the Section 3019(f)

requirements. Keystone will provide its prepaid Lifeline service to all eligible telecommunications customers who wish to subscribe to such service and who reside within Keystone's service area. The Company will also agree to permit eligible customers to subscribe to any number of its other telecommunications services at the standard rates for such services. Keystone will establish protocols so that whenever a prospective customer in Pennsylvania seeks to subscribe to Keystone's service, Keystone will explicitly advise the customer of the availability of Lifeline service and shall meet federal requirements to determine whether the customer qualifies for such service and, if so, whether the customer wishes to subscribe to the service. Furthermore, Keystone will inform existing customers of the availability of Lifeline service twice annually by text or email message, in compliance with Section 3019(f)(4). Finally, Keystone will provide the Commonwealth's Department of Public Welfare (DPW) with its Lifeline service descriptions and subscription forms, contact telephone numbers and a listing of the geographic area or areas it serves for use by the DPW in providing the notification under Section 3019(f)(5).

B. Other Pennsylvania Requirements⁴⁵ and Reporting Requirements

Keystone also commits to: (1) abide by the applicable requirements set forth in the Commission's *PA Lifeline Order*; (2) abide by the applicable requirements set forth in the Commission's *Tracking Report Order*;⁴⁶ (3) abide by the Commission's Chapter 64 regulations regarding standards and billing practices, 52 Pa. Code §§ 64.1-64.213; and (4) having consumer Lifeline-related complaints, excluding rates and entry issues, which are unresolved by Keystone's customer service, handled by BCS.⁴⁷

1. Compliance with PA Lifeline Order Eligibility Certification and Verification

Compliance with all of the provisions of our *PA Lifeline Order* is a condition of Keystone's ETC designation. In particular, the Lifeline eligibility verification requirements set forth in that order are essential for prevention of waste, fraud and abuse. All ETCs designated by this Commission are required to take the necessary steps to ensure that Lifeline subsidies paid by the USF to the carrier are remitted only for eligible low income consumers.

These requirements include procedures for certification and verification of a customer's initial and continued eligibility for Lifeline services, including obligations that an ETC must attempt to certify a customer's program-based eligibility by referencing DPW's database. In addition, we have by this order adopted the FCC requirement for annual recertification for each lifeline subscriber.

⁴⁵We note that Pennsylvania-specific requirements may be impacted by future Lifeline developments at the federal level. For example, the prospective creation of the National Lifeline Accountability Database at 47 C.F.R. § 54.404, once established, may lead to changes in the Pennsylvania-specific requirements for eligibility verification.

⁴⁶See *In Re Section 3-15(f) Review Regarding Lifeline Tracking Report, Accident Report and Service Outage Report*, 100 Pa. P.U.C. 553 (Dec. 30, 2005) (*Tracking Report Order*).

⁴⁷As previously stated in the discussion of the FCC regulation 47 C.F.R. 54.410, ETCs designated in Pennsylvania must provide the Commission's Bureau of Consumer Services with copies of the reports submitted to USAC for purposes of Low Income USF support, these reports include, among others, those listed in our *PA Lifeline* and *Tracking Report Orders*.

Our *PA Lifeline Order* specifically found that:

[T]he companies ought to use the DPW’s database first to establish if there is acceptable social assistance program participation. If the household⁴⁸ qualifies, then no further investigation or verification need be done. The household qualifies based on program participation⁴⁹ or income verification. If the household does not appear to be enrolled in one of the approved social assistance programs, then 135% FPG [Federal Poverty Income Guidelines] income or less may be verified through either copies of written state or federal income tax returns for the prior year, or the carrier may contact [the Pennsylvania Department of Revenue (DOR)] . . . and pay the nominal fee to have the customer’s household’s income verified. We agree . . . that self-certification without some form of reasonable independent verification is suspect for fraudulent abuse and will not be acceptable in Pennsylvania as a means for qualifying for our Lifeline . . . programs.

PA Lifeline Order at p. 10 (emphasis added).

As we indicated, an ETC designee must independently certify an applicant’s eligibility for Lifeline service through a variety of ways. Independent ETC designee certification of an applicant’s eligibility for Lifeline service is accomplished through DPW in those instances where the applicant seeks support based on participation in a qualified low income program that is administered by DPW. Independent certification of an applicant’s income eligibility⁵⁰ is accomplished by an ETC designee through examination of an applicant’s submitted tax returns or other acceptable documentation of income or through the DOR in those instances where the applicant seeks support based solely on income without supporting documentation.

⁴⁸ As the term “household” is now defined under FCC regulations at 47 C.F.R. § 54.400(h).

⁴⁹ The FCC has specifically set forth a list of federally qualifying assistance programs at 47 C.F.R. § 54.400(j). We expressly adopt the expanded list of qualifying assistance programs.

⁵⁰ Pennsylvania’s income eligibility criteria is consistent with new FCC regulations at 47 C.F.R. § 54.410(b).

Of necessity, if eligibility is based on income only, the applicant must provide an acceptable form of documentation of income, proving eligible income levels to the ETC designee, or the ETC Designee may independently verify eligible income levels through the Pennsylvania DOR. While an ETC designee may propose for the Commission's consideration more effective ways to comply with our mandate that a carrier

independently verify an applicant's eligibility, we reiterate that at no time may an applicant's eligibility and verification be based solely upon customer self-certification.

By our *PA Lifeline Order* we also required eligibility be confirmed annually and required:⁵¹

That LECs offering Lifeline . . . services are directed to recertify their Lifeline . . . customers at least annually in accordance with FCC procedures established at 47 C.F.R. § 54.410 (relating to certification and verification of consumer qualifications for Lifeline)”

Id. at p. 27.

Keystone is directed, as a condition of receiving ETC designation, to comply with the *PA Lifeline Order*'s eligibility verification requirements. Any failure of Keystone to comply with the *PA Lifeline Order* and 47 C.F.R. § 54.410 will be a basis for revocation of ETC designation.

⁵¹ Pennsylvania's annual recertification requirements exceed those of the FCC regulations, where the FCC allows for subscriber self-certification, Pennsylvania requirements do not allow for self-certification. Therefore, FCC's 47 C.F.R. § 410(f)(2)(iii) is inapplicable in Pennsylvania.

2. Compliance with the *Tracking Report Order*

As a condition of ETC designation, ETCs are required to report to the Commission annual changes in Lifeline enrollment, per our Tracking Report Order. Keystone will fully comply with the Commission's annual Lifeline Tracking Report requirement.

Further, in order to ensure the Pennsylvania Lifeline program advances the Commonwealth's universal service policy, Keystone and all wireless ETCs designated by this Commission shall be required to provide to BCS with a copy of its annual Lifeline Verification Survey results that it files with the Universal Service Administrative Company (USAC) by August 31 of each year, as well as the FCC Form 497, Lifeline and Link Up Worksheet or its equivalent⁵² (detailing USF support per subscribers), filed with USAC quarterly the third Monday of April, July, October and January. Wireless carriers offering Lifeline present unique compliance and monitoring concerns. The additional forms will assist BCS in its duties to monitor Lifeline Program effectiveness in Pennsylvania.⁵³

3. Chapter 64 Requirements for Standards and Billing Practices⁵⁴

As a final condition of designation, Keystone agrees to comply with the standards and billing practices set forth in Commission regulations at 52 Pa. Code §§ 64.1-64.213. Because Keystone offers services other than prepaid wireless, billing and collections issues will arise. Compliance with Chapter 64 will ensure that Keystone customers receive the same protections as other Pennsylvania telephone customers.

⁵² The FCC has eliminated the Link Up program.

⁵³ These reporting requirements are consistent with both the Pennsylvania and federal statutory mandates governing this Commission's jurisdiction and continuous oversight over ETC designations for both wireless and landline telecommunications carriers.

⁵⁴ Keystone has agreed to abide by the Commission's standards and billing practices set forth in 52 Pa. Code §§ 64.1-64.213.

4. Consumer Lifeline-Related Complaints Processed by the Bureau of Consumer Services⁵⁵

As a final condition of designation, Keystone agrees to work with BCS to resolve informal complaints and to submit to Commission jurisdiction on formal complaints filed with BCS by Keystone Lifeline customers, on Lifeline-related issues. BCS will not address matters related to rates and market entry. Specifically, BCS will address Lifeline-related issues which pertain to the consumers rights under the plan, including: (1) eligibility disputes; (2) program offering issues; and (3) limited equipment-related issues.

Keystone will provide notice to consumers in its Pennsylvania promotional materials as well as Pennsylvania-specific information on its web page of their right to contact BCS and the PUC's contact information, if complaints brought to Keystone's customer service division are not resolved.

Adherence to these Pennsylvania-specific requirements applicable to ETCs designated by the Commission will assure uniformity among Lifeline services offered by different ETCs, will provide consumer protection for low income consumers and will enable BCS to monitor Lifeline Program effectiveness in Pennsylvania.

5. Change in Corporate Control and Renewed ETC Designation

In the event of a change in corporate control, as defined in the Commission's regulations at 52 Pa. Code § 63.322, Keystone will have to petition this Commission for a renewal of its ETC designation status. Corporate changes of control may also be accompanied with changes in ETC status of a particular telecommunications entity with reference to the various and evolving support mechanisms of the federal USF. In this respect, this Commission is lawfully entitled to timely re-examine any such changes and

⁵⁵ By its Supplement of May 17, 2012, Keystone expressly agrees to provide the Commission's BCS with

ascertain whether a particular telecommunications entity should continue to be availed of its previously granted ETC status designation or whether such status and/or applicable conditions should be altered.

6. Provision of ETC Application, Annual Certification and Promotional Materials to the Bureau of Consumer Services.

Finally, all ETCs, including those currently designated, shall supply the Commission's BCS with copies of subscriber Lifeline applications and annual certification and promotional materials for review for consistency with eligibility determination criteria and annual certification requirements as well as plain language requirements.

7. Reporting Requirements for State-Designated ETCs receiving High Cost Support

Because Keystone will be a recipient of high-cost universal service funds, it must comply with various certification and reporting requirements to ensure that public interest obligations are satisfied. In the *USF/ICC Transformation Order*, the FCC extended its annual reporting requirements to all recipients of high-cost/Connect America Fund (CAF) support so regulators had the necessary tools to determine that all federal USF recipients are using support for the intended purposes, and are receiving support that is sufficient, but not excessive. Specifically, the FCC extended the current federal annual reporting requirements to all ETCs, including those designated by states. As a condition of its ETC designation, Keystone will provide this Commission with each of these reports.

The FCC further stated that States were not preempted from imposing state-specific reporting requirements, as long as those additional reporting requirements did not create burdens that would thwart achievement of the universal service reforms

direct contact information for Keystone staff to resolve Lifeline-related issues.

adopted by the FCC. So, consistent with this federal framework, state commissions have the authority to adopt additional regulations to preserve and advance universal service so long as they also adopt state mechanisms to support those additional substantive requirements and may require the submission of additional information that they believe is necessary to ensure that ETCs are using support consistent with the Act and the FCC's regulations. Keystone must comply with the following reporting requirements.

ETCs must provide annual reports and certifications regarding specific aspects of their compliance with public interest obligations to the FCC, USAC, and the relevant state commission, relevant authority in a U.S. Territory, or Tribal government, as appropriate by April 1 of each year. These annual reporting requirements will provide the factual basis underlying the annual section 254(e) certification by the state commission (or ETC in the case of federally designated ETCs) by October 1 of every year that support is being used for the intended purposes.

These requirements are located in section 47 C.F.R. § 54.313. ETCs must include in their annual reports the information that is currently required by section 54.209(a)(1)-(a)(6) – specifically, a progress report on their five-year build-out plans; data and explanatory text concerning outages; unfulfilled requests for service; complaints received; and certifications of compliance with applicable service quality⁵⁶ and consumer protection standards and of the ability to function in emergency situations.⁵⁷ It is necessary and appropriate to obtain such information from all ETCs to ensure the continued availability of high-quality voice services and monitor progress in achieving our broadband goals and to assist the FCC in determining whether the funds are being used properly. They also help prevent carriers from seeking ETC status for purposes

⁵⁶ If ETCs are complying with any voluntary code (e.g., the voluntary code of conduct concerning “bill shock” or the CTIA Consumer Code for Wireless Service), they should so indicate in their reports.

⁵⁷ Carriers are required to provide report the information regarding unfulfilled requests for service separately for voice and broadband.

unrelated to providing rural and high-cost consumers with access to affordable telecommunications and information services. Accordingly, these requirements should serve as a baseline requirement for all ETCs.

All ETCs that receive high-cost federal USF support will file the information required by Section 54.313 of the FCC's rules with the FCC, USAC, and the relevant state commission, relevant authority in a U.S. Territory, or Tribal government, as appropriate. Section 54.313 reports will be due annually by April 1, beginning on April 1, 2012. An officer of the company is also required to certify the accuracy of the information provided, with all certifications subject to the penalties for false statements imposed under 18 U.S.C. § 1001.

New reporting requirements were established to ensure that recipients of federal universal service funds are complying with the new broadband public interest obligations adopted by the Order in its *USF/ICC Transformation Order*, including broadband public interest obligations associated with CAF ICC.⁵⁸ This information must be included in the annual Section 54.313 reports filed with FCC, USAC, and the relevant state commission, relevant authority in a U.S. Territory, or Tribal government, as appropriate.

Starting in 2013, ETCs are required to include the results of network performance tests conducted in accordance with the requirements of the *USF/ICC Transformation Order* and any further requirements adopted after consideration of the record received in response to the FNPRM portion of that particular Order.⁵⁹ Additionally, in the calendar year no later than three years after implementation of CAF Phase II, price cap recipients must certify that they are meeting all interim speed and latency milestones, including the 4 Mbps/1 Mbps speed standard required by Section VII.C.1. of the *USF/ICC*

⁵⁸ See Section VII of the *USF/ICC Transformation Order*.

⁵⁹ See Section VI.B.2 of the *USF/ICC Transformation Order*, ¶¶ 109-112, *slip op.* at 42-45.

Transformation Order. In the calendar year no later than five years after implementation of CAF Phase II, those price cap recipients must certify that they are meeting the default speed and latency standards applicable at the time.⁶⁰

Additionally, starting in 2013, ETCs are required to include a self-certification letter certifying that usage capacity limits (if any) for their services that are subject to the broadband public interest standard associated with the type of funding they are receiving are reasonably comparable to usage capacity limits for comparable terrestrial residential fixed broadband offerings in urban areas. ETCs will also be required to report on specific capacity requirements (if any) in conjunction with reporting of pricing of their broadband offerings that meet the FCC's public interest obligations.

Recognizing that existing five-year build out plans may need to change to account for new broadband obligations set forth in the *USF/ICC Transformation Order*, ETCs are required to file a new five-year build-out plan in a manner consistent with 47 C.F.R. § 54.202(a)(1)(ii) by April 1, 2013. Under the terms of 47 C.F.R. § 54.313(a), all ETCs will be required to include in their annual 54.313 reports information regarding their progress on this five-year broadband build-out plan beginning April 1, 2014. This progress report shall include the number, names, and addresses of community anchor institutions to which the ETCs newly offer broadband service. ETCs are expected to use their support in a manner consistent with achieving universal availability of voice and broadband.

ETCs are required to submit a self-certification that the pricing of their voice services is no more than two standard deviations above the national average urban rate

⁶⁰ See Section VI.B of the *USF/ICC Transformation Order*, ¶¶ 86-114, *slip op.* at 32-46.

for voice service, which will be specified annually in a public notice issued by the Wireline Competition Bureau of the FCC. This certification requirement begins April 1, 2013, to cover 2012.

ETCs receiving only Mobility Fund Phase I support will self-certify annually that they offer service in areas with support at rates that are within a reasonable range of rates for similar service plans offered by mobile wireless providers in urban areas. ETCs receiving any other support will submit a self-certification that the pricing of their broadband service is within a specified reasonable range. This certification requirement begins April 1, 2013, to cover 2012.

ETCs must also report pricing information for both voice and broadband offerings. They must submit the price and capacity range (if any) for the broadband offering that meets the relevant speed requirement in their annual reporting.

ETCs are now required to report annually the company's holding company, operating companies, affiliates, and any branding (a "d/b/a," or "doing-business-as company" or brand designation). In addition, filers will be required to report relevant universal service identifiers for each such entity by Study Area Codes. This will help the FCC reduce waste, fraud, and abuse and increase accountability in our universal service programs by simplifying the process of determining the total amount of public support received by each recipient, regardless of corporate structure. Such information is necessary in order for the FCC to ensure compliance with various requirements adopted today that take into account holding company structure. For purposes of this

requirement, affiliated interests shall be reported consistent with section 3(2) of the Communications Act of 1934, as amended.⁶¹

Conclusion

We expect all current and future ETCs designated by this Commission to meet the minimum standards set forth in the FCC's *Lifeline Reform Order* and reporting and performance metrics set forth in the *USF/ICC Transformation Order* and the related regulations. Further, we expect all current and future ETCs designated by this Commission to provide BCS with copies of subscriber Lifeline applications and annual certification and promotional materials for review of consistency with eligibility determination criteria and annual certification requirements. Because Keystone offers services that will require billing and collections, we expect the company to comply with our regulations at 52 Pa. Code §§ 64.1-64.213.

As discussed above, Keystone certifies it will satisfy all of the requirements for ETC designation as required by the Commission's *ETC Guidelines*. Designation of Keystone as an ETC throughout its licensed service area in the Commonwealth of Pennsylvania is in accord with Section 214 of the Act, the FCC's regulations and orders related to ETC designation, Section 3019(f) of the Public Utility Code, and the Commission's orders on ETC designation. 47 U.S.C. § 214; 47 C.F.R. §§ 54.201, *et seq.*; and 66 Pa. C.S. § 3019(f). In consideration of the Keystone Petition for ETC designation, as initially filed and supplemented and the comments thereto, we conclude that designation of Keystone as an ETC in the Commonwealth of Pennsylvania is in the public interest; **THEREFORE,**

⁶¹ 47 U.S.C. § 153(2) (“The term ‘affiliate’ means a person that (directly or indirectly) owns or controls, is owned or controlled by, or is under common ownership or control with, another person.”).

IT IS ORDERED:

1. The Petition of Keystone Wireless, LLC d/b/a Immix Wireless for Designation as an Eligible Telecommunications Carrier in the Commonwealth of Pennsylvania is granted, subject to the terms and conditions set forth in this order.

2. That the Commission grants Keystone Wireless designation as an ETC in the entire study areas of the following rural companies: Windstream Buffalo Valley Telephone Company, Frontier Communications of Lakewood, LLC, Pennsylvania Telephone Company and TDS Telecom/Sugar Valley Telephone Company.

3. That the Commission grants Keystone Wireless d/b/a Immix Wireless designation as an ETC in the partial study areas of Verizon North, LLC, and Verizon Pennsylvania Inc.

4. That the Commission grants Keystone Wireless d/b/a/ Immix Wireless designation as an ETC in the partial study areas of the following five rural telephone companies: Commonwealth Telephone Company d/b/a Frontier Communications Commonwealth Telephone Company, Windstream Conestoga, Inc., TDS Telecom/Mahanoy and Mahantongo Telephone Company, United Telephone Company of Pennsylvania d/b/a Centurylink and Windstream Pennsylvania, LLC, as described more specifically in the body of this Order.

5. That the Commission grants Keystone Wireless, LLC d/b/a/ Immix Wireless's request for redefinition of the study areas of Commonwealth Telephone Company d/b/a Frontier Communications Commonwealth Telephone Company, Windstream Conestoga, Inc., TDS Telecom/Mahanoy and Mahantongo Telephone

Company, United Telephone Company of Pennsylvania d/b/a CenturyLink and Windstream Pennsylvania, LLC, subject to the federal statutes and regulations governing redefinition.

6. That the failure of Keystone Wireless, LLC d/b/a Immix Wireless to comply with any of the provisions of this Order may result in revocation of the ETC designation for purposes of federal Universal Service Fund Lifeline support.

7. That Keystone Wireless, LLC d/b/a Immix Wireless shall petition this Commission for any future change to the basic Lifeline service offering described herein which represents a limitation or reduction of Lifeline services/equipment provided free of charge, and shall provide notice to this Commission of any addition, change or new offering which is in addition to the basic Lifeline offering.

8. That Keystone Wireless, LLC d/b/a Immix Wireless shall petition this Commission for renewal of its Eligible Telecommunications Carrier status in the event of a change in corporate control as defined at 52 Pa. Code § 63.322.

9. That the Secretary shall serve a copy of this Order on all parties, on the Office of Consumer Advocate, and the Office of Small Business Advocate.

10. That this docket be marked closed.

BY THE COMMISSION

A handwritten signature in black ink, appearing to read "Rosemary Chiavetta". The signature is written in a cursive, flowing style.

Rosemary Chiavetta
Secretary

(SEAL)

ORDER ADOPTED: May 24, 2012

ORDER ENTERED: May 24, 2012

**BEFORE THE
PENNSYLVANIA PUBLIC UTILITY COMMISSION**

In the Matter of)	
)	
Keystone Wireless, LLC d/b/a Immix Wireless)	
Petition for Designation as an)	Docket No. _____
Eligible Telecommunications Carrier)	
In the Commonwealth of Pennsylvania)	

**PETITION OF KEYSTONE WIRELESS, LLC d/b/a IMMIX WIRELESS TO BE
DESIGNATED AS AN ELIGIBLE TELECOMMUNICATIONS CARRIER**

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Dated: February 6, 2012

TABLE OF CONTENTS

I. BACKGROUND.....2

II. KEYSTONE SATISFIES ALL STATUTORY AND REGULATORY PREREQUISITES FOR DESIGNATION AS AN ETC IN THE COMMONWEALTH OF PENNSYLVANIA.....3

A. Keystone Offers All of the Services Supported by the Federal High-Cost Universal Service Program.....4

B. Keystone Will Offer Supported Services Using Its Own Facilities.....9

C. Keystone Will Advertise Its Universal Service Offering.....10

III. KEYSTONE MEETS THE ADDITIONAL CRITERIA SET OUT IN THE FCC’S 2005 ETC ORDER.....10

A. Commitment to Provide Service Throughout its ETC Designated Area.....11

i. Provide Service Upon Reasonable Request.....12

ii. Five-Year Network Upgrade Plan.....13

B. Ability to Remain Functional in an Emergency.....16

C. Consumer Protection and Service Quality Requirements.....17

D. Local Usage Comparable to the ILEC.....18

E. Equal Access.....18

IV. KEYSTONE REQUESTS ETC DESIGNATION IN COMPLETE WIRE CENTERS WITHIN ITS PROPOSED ETC SERVICE AREA.....19

V. GRANT OF THIS PETITION WILL SERVE THE PUBLIC INTEREST.....20

A. Cost-Benefit Analysis.....21

B. Potential for Cream Skimming Effects.....23

C. Impact on the Fund.....29

VI. ANTI-DRUG ABUSE CERTIFICATION.....30

VII. KEYSTONE REQUESTS REDEFINITION OF SERVICE AREAS OF CERTAIN RURAL TELEPHONE COMPANIES.31

A. Commonwealth Telephone Company.....32

B. Conestoga Telephone Company.....33

C. Mahanoy & Mahantongo Telephone Company.....33

D. United Telephone Company of Pennsylvania.....33

E. Windstream Pennsylvania, Inc.....33

VIII. CONCLUSION.....34

TABLE OF CONTENTS (cont'd)

EXHIBIT A - List of Keystone FCC Licenses

EXHIBIT B - Map of Keystone Service Area

EXHIBIT C - Keystone Point of Contact Information

EXHIBIT D - Certificate of Formation

EXHIBIT E - Declaration

EXHIBIT F - Local Calling Plan Descriptions Included in Universal Service Offering

EXHIBIT G - Keystone 5-Year Plan Tower Sites

EXHIBIT H - Map of Keystone 5-Year Plan Tower Sites

EXHIBIT I - Non-Rural Wire Center Population Density Data

EXHIBIT J - Rural Wire Center Population Density Data

EXHIBIT K - Map Depicting Wire Centers of All Pennsylvania ILECs

**BEFORE THE
PENNSYLVANIA PUBLIC UTILITY COMMISSION**

In the Matter of)	
)	
Keystone Wireless, LLC d/b/a Immix Wireless)	
Petition for Designation as an)	Docket No. _____
Eligible Telecommunications Carrier)	
In the Commonwealth of Pennsylvania)	

PETITION OF KEYSTONE WIRELESS, LLC d/b/a IMMIX WIRELESS TO BE DESIGNATED AS AN ELIGIBLE TELECOMMUNICATIONS CARRIER

1. Keystone Wireless, LLC d/b/a Immix Wireless (“Keystone”), pursuant to Sections 214(e) and 254 of the Communications Act of 1934, *as amended* (“the Act”),¹ and 52 Pa. Code § 69.2501, and by its attorneys, hereby respectfully requests that the Pennsylvania Public Utility Commission (“PA PUC”) designate Keystone as an Eligible Telecommunications Carrier (“ETC”) in the Commonwealth of Pennsylvania.

2. Keystone seeks ETC status for the entire study areas of the following rural telephone companies:² Buffalo Valley Telephone Company, Frontier Communications of Lakewood, LLC, Pennsylvania Telephone Company, and Sugar Valley Telephone Company. Keystone seeks ETC status in the partial study areas of the following four rural telephone companies: Commonwealth Telephone Company, Conestoga Telephone & Telegraph Company, Mahanoy & Mahantongo Telephone Company, United Telephone Company of Pennsylvania, and Windstream Pennsylvania, Inc. Additionally, Keystone seeks ETC designation in the partial

¹ Telecommunications Act of 1996, Pub. L. No. 104-104, 110 Stat. 56 (1996). The 1996 Act amended the Communications Act of 1934. 47 U.S.C. § 151, et seq. (“the Act”); *see also* 47 U.S.C. §§ 214(e) & 254.

² 47 U.S.C. § 153(37).

study areas of Verizon North Inc. of Pennsylvania and Verizon Pennsylvania, Inc., both non-rural telephone companies.

3. As demonstrated below, Keystone meets the requirements of the Act, Federal Communications Commission (“FCC”) rules, including those adopted in the recent Connect America Fund (“CAF”) Order,³ and regulatory requirements adopted by the Commonwealth of Pennsylvania.⁴ Because designation of Keystone as an ETC in the Commonwealth of Pennsylvania meets these requirements and will serve the public interest, the PA PUC should grant Keystone ETC status in the requested areas.

I. Background.

4. Keystone is a commercial mobile radio service (“CMRS”) licensee providing service using broadband Personal Communications Service (“PCS) spectrum in ten counties in central Pennsylvania.⁵ Specifically, Keystone holds broadband PCS licenses covering the following counties: Berks, Centre, Clinton, Lycoming, Montour, Northumberland, Schuylkill,

³ *In re 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 a 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, *Universal Service Reform – Mobility Fund*, WT Docket No. 10-208, Report and Order and Further Notice of Proposed Rulemaking, FCC 11-161 (November 18, 2011) (*USF/ICC Transformation Order*).

⁴ The PA PUC has determined that Petitions for designation as an ETC in the Commonwealth of Pennsylvania will be evaluated under Section 214(e) of the Act, the FCC’s discussion of ETC designations in its May 8, 1997 *Universal Service Report and Order (Federal-State Joint Board on Universal Service*, Report and Order, CC Docket No. 96-45, 12 FCC Rcd 8776 (1997) (*First Universal Service Report and Order*)), the standards articulated in the FCC’s 2005 *ETC Order (Federal-State Joint Board on Universal Service*, CC Docket No. 96-45, Report and Order, FCC 05-46 (March 17, 2005) (*2005 ETC Order*)), and the FCC’s rules governing ETC designations in 47 C.F.R. §§ 54.101, 54.201-54.203, and 54.205-54.209. See 52 Pa. Code § 69.2501.

⁵ Keystone is a “common carrier” for purposes of obtaining ETC designation pursuant to 47 U.S.C. § 214(e)(1). Section 20.9(a)(7) of the Commission’s Rules provides that cellular service is a common carrier service. 47 C.F.R. § 20.9(a)(7).

Snyder, Sullivan, and Union.⁶ Keystone is a Delaware limited liability company, authorized to conduct business in the Commonwealth of Pennsylvania, with principal offices at 27599 Riverview Center Blvd., Suite 201, Bonita Springs, FL 34134.⁷

5. Keystone intends to obtain Federal high-cost support in order to speed the delivery of advanced wireless services to Pennsylvania's citizens. In particular, high-cost support will allow Keystone to bring better and more robust service to the rural population located within its licensed service area. Keystone will use high-cost support to improve wireless coverage in [REDACTED] which stands to have a beneficial economic impact on Pennsylvania. Additionally, high-cost support will be used to sustain operation of new network infrastructure that will be deployed using broadband stimulus funding.

II. Keystone Satisfies All Statutory and Regulatory Prerequisites for Designation as an ETC in the Commonwealth of Pennsylvania.

6. Section 254(e) of the Act provides that "only an eligible telecommunications carrier designated under Section 214(e) shall be eligible to receive specific Federal universal service support."⁸ Pursuant to Section 214(e)(2), State commissions have the primary role in designating common carriers as eligible telecommunications carriers.⁹ The PA PUC has affirmatively exercised jurisdiction to determine whether or not a wireless carrier qualifies as an

⁶ A list of Keystone's FCC licenses is attached as Exhibit A. A map of Keystone's service area is attached as Exhibit B.

⁷ Keystone's point of contact is Keystone President Robert C. Martin. Exhibit C contains his full contact information. A copy of Keystone's Certificate of Formation is attached as Exhibit D.

⁸ 47 U.S.C. § 254(e).

⁹ 47 U.S.C. § 214(e)(2).

ETC in the Commonwealth of Pennsylvania,¹⁰ and has adopted the FCC’s standards on ETC designation.¹¹ The PA PUC requires that petitioners seeking ETC designation in the Commonwealth of Pennsylvania specifically explain how applicable ETC criteria enumerated by the FCC are satisfied, or set forth specific statements regarding which criteria are inapplicable.¹² As shown below, Keystone satisfies the requirements for ETC designation set out in the Act¹³ and the FCC’s Orders¹⁴ and rules.¹⁵

A. Keystone Offers All of the Services Supported by the Federal High-Cost Universal Service Program.

7. In order to be designated as an ETC, a carrier must be a common carrier and must offer and advertise the supported services throughout the designated service area.¹⁶ Section 254(c) of the Act and Section 54.101 of the FCC’s Rules establish “core” designated services

¹⁰ *Commission Exercise of Jurisdiction to Designate Wireless Carriers As An Eligible Telecommunications Carrier (ETC) Pursuant to 47 U.S.C. §214(e)(2) of the Telecommunications Act of 1996 (TA-96)*, Docket No. M-00960799 (M-2009-2091317), Secretarial Letter (Feb. 26, 2009).

¹¹ *Final Policy Statement on Commonwealth of Pennsylvania’s Guidelines for Designation and Annual Recertification as an Eligible Telecommunications Carrier (ETC) for purposes of Federal Universal Service Support*, Docket No. M-2010-2164741, Final Policy Statement Order, 3 (2010).

¹² 52 Pa. Code § 69.2501(c).

¹³ 47 U.S.C. § 214(e); 47 U.S.C. § 254.

¹⁴ *See USF/ICC Transformation Order; First Universal Service Report and Order; 2005 ETC Order*.

¹⁵ *See* 47 C.F.R. §§ 54.101; 54.201-54.203; 54.205-54.209.

¹⁶ 47 U.S.C. § 214(e)(1).

that are supported by Federal universal service support mechanisms.¹⁷ Prior to December 29, 2011, these core services included:

- 1) voice grade access to the public switched network;
- 2) an amount of local usage free of (additional) charge;
- 3) Dual Tone Multi-Frequency signaling or its functional equivalent;
- 4) single party service;
- 5) access to emergency services;
- 6) access to operator services;
- 7) access to interexchange service;
- 8) access to directory assistance; and
- 9) toll limitation services for qualifying low-income consumers on at least one calling plan.

8. The FCC's recent *USF Order* amended the FCC's definition of supported services.¹⁸ FCC rules now describe the core functionalities of the supported services as "voice telephony service." The functionalities of eligible voice telephony services include: (1) voice grade access to the public switched network or its functional equivalent; (2) minutes of use for local service provided at no additional charge to end users; (3) toll limitation to qualifying low-income consumers; and (4) access to the emergency services 911 and enhanced 911 services to the extent the local government in an eligible carrier's service area has implemented 911 or enhanced 911 systems. While the FCC does not expect a new description of supported services to result in a lower standard of voice service for consumers, Keystone notes that when the

¹⁷See 47 U.S.C. § 254(c); 47 C.F.R. §54.101.

¹⁸ *USF/ICC Transformation Order* at ¶¶77-78; see also *Connect America Fund et al.*, 76 Fed. Reg. 73,830, 73,870 (Nov. 29, 2011). The amended rule went into effect on December 29, 2011.

amended FCC rules went into effect, a few of the current core functionalities were eliminated.¹⁹ Nevertheless, as shown below and in the attached Declaration,²⁰ Keystone offers all of the “core” services required by the new rule, as well as those previously required.

1) Voice-grade Access to the Public Switched Telephone Network.

9. The FCC has concluded that voice-grade access means the ability to make and receive phone calls, with a minimum bandwidth of 300 to 3000 hertz.²¹ Keystone meets this requirement by providing voice-grade access to the public switched telephone network and through interconnection agreements with Verizon and Windstream.

2) Local Usage.

10. Beyond providing access to the public switched network, an ETC must include local usage as part of a universal service offering. Local usage is defined as an amount of minutes of use of exchange service, as prescribed by the FCC, provided without an additional charge to end users. The FCC has not quantified a minimum amount of local usage required to be included in a universal service offering, but has provided further guidance in its ETC Order on how to comply with the FCC’s local usage requirement. The FCC requires an ETC applicant to demonstrate that it offers a local usage plan comparable to the one offered by the incumbent local exchange carrier (“LEC”) in the service areas for which it seeks designation.²² Keystone

¹⁹ Due to changes in the marketplace, the FCC has found that, on a going forward basis, the requirements to provide single-party service will be eliminated. Similarly, the FCC will not mandate that ETCs provide operator services or directory assistance. *See USF/ICC Transformation Order* at fn. 114.

²⁰ *See* Exhibit E.

²¹ *See First Universal Service Report and Order* at 8810-11, ¶63-64.

²² *See 2005 ETC Order* at ¶32; *see also* 47 C.F.R. §54.202(a)(4).

offers a variety of local usage plans.²³ Keystone’s local calling plans include plans that offer a bucket of minutes with the option to purchase additional minutes or other services. All of Keystone’s local usage plans are comparable to the ones offered by the incumbent LECs in the service areas for which Keystone seeks ETC designation.

3) Dual-Tone, Multi-Frequency (DTMF) Signaling, or its Functional Equivalent.

11. DTMF is a method of signaling that facilitates the transportation of call set-up and call detail information. Consistent with the principles of competitive and technological neutrality, the FCC permits carriers to provide signaling that is functionally equivalent to DTMF in satisfaction of this service requirement.²⁴ The FCC has also recognized that wireless carriers use out-of-band signaling mechanisms, which is an appropriate alternative to DTMF signaling. Keystone currently uses out-of-band digital signaling and in-band multi-frequency (“MF”) signaling that is functionally equivalent to DTMF signaling. Keystone therefore meets the requirement to provide DTMF signaling or its functional equivalent.

4) Single-Party Service or its Functional Equivalent.

12. “Single-party service” means that only one party will be served by a subscriber loop or access line as opposed to a multi-party line.²⁵ The FCC concluded that a wireless provider offers the equivalent of single-party service when it offers a dedicated message path for the length of a user’s particular transmission. Keystone meets the requirement of single-party service by providing a dedicated message path for the length of all customer calls.

²³ Descriptions of Keystone’s local calling plans included in its universal service offering are attached as Exhibit F.

²⁴ 47 C.F.R. § 54.101(a)(3).

²⁵ See *First Universal Service Report and Order* at 8810, ¶62.

5) Access to Emergency Services.

13. Access to emergency services means the ability to reach a public safety answering point (“PSAP”) by dialing “911.” In order to be designated an ETC, the FCC requires that a carrier provide access to emergency services, which includes access to 911 and enhanced 911 (“E911”) services to the extent the local government in an eligible carrier’s service area has implemented 911 or E911 systems.²⁶ FCC rules define E911 as 911 service that includes the ability to provide automatic numbering information (“ANI”), which enables a PSAP to call back if a call is disconnected, and automatic location information (“ALI”), which permits emergency service providers to identify the geographic location of a calling party.²⁷ Keystone currently provides access to 911 and E911 services throughout its entire service area. Keystone commits to providing E911 service to the extent it is requested by local emergency service entities.

6) Access to Operator Services.

14. Access to operator services is defined as any automatic or live assistance provided to a consumer to arrange for the billing or completion, or both, of a telephone call.²⁸ Keystone meets the access to operator services requirement by providing customers with directory assistance services. Keystone also provides access to live operator services through its customer care department during normal business hours.

7) Access to Interexchange Service.

15. A universal service provider must offer consumers access to interexchange service to make and receive toll or interexchange calls. Keystone currently meets this

²⁶ 47 C.F.R. § 54.101(5).

²⁷ *Id.*

²⁸ *First Universal Service Report and Order* at 8817-18, ¶75.

requirement by providing all of its customers with the ability to make and receive interexchange or toll calls.

8) Access to Directory Assistance.

16. The ability to place a call to directory assistance is a required service offering.²⁹ Keystone meets this requirement by providing all of its customers with access to directory assistance by dialing “411”.

9) Toll limitation for qualifying low-income consumers.

17. An ETC must offer either “toll control” or “toll blocking” services to qualifying Lifeline customers at no charge. The FCC does not require an ETC to provide both services as part of the toll limitation service required under Section 54.1 01(a)(9) of the FCC’s Rules. Once designated as an ETC, Keystone will participate in Lifeline, and will provide toll blocking capability in satisfaction of the FCC’s requirement. Keystone will also provide several types of toll control to customers by offering a prepaid toll service in which customers can elect to purchase a single toll call, a bucket of toll minutes or an unlimited toll plan. Keystone currently has the technology to provide both toll blocking and toll control and will use this technology to provide the service to its Lifeline customers, at no charge, as part of its universal service offerings.

B. Keystone Will Offer Supported Services Using Its Own Facilities.

18. A carrier requesting ETC designation must certify that it offers the supported services “either using its own facilities or a combination of its own facilities and resale of

²⁹*Id.* at 8821.

another carrier's services.”³⁰ Keystone will provide the supported services throughout its entire ETC service area using its existing network.

C. Keystone Will Advertise Its Universal Service Offering.

19. Pursuant to Section 54.201(d)(2) of the FCC's Rules, Keystone plans to advertise the availability and price of its universal service offering which comports with the core list of universal service requirements throughout the area in which it is designated as an ETC.³¹ The FCC has stated that “[b]ecause ETCs receive universal service support only to the extent that they serve customers, we believe that strong economic incentives exist, in addition to the statutory obligation, to advertise the universal service offerings in the requested service area....”³² In order to fulfill the statutory obligation and because of strong economic incentives, Keystone will advertise all of its universal service fund (“USF”) supported services, including Lifeline and Link Up, throughout its ETC service area using, at a minimum, its website, social media, print media, radio and television, and direct mail to local government and community agencies and health and human service organizations.

III. Keystone Meets the Additional Criteria Set out in the FCC's 2005 ETC Order.

20. In its *2005 ETC Order*, the FCC revised the minimum requirements for a telecommunications carrier to be designated as an ETC and thus eligible to receive Federal universal service support. The Commonwealth of Pennsylvania has determined that Petitions for

³⁰47 C.F.R. § 54.201(d)(1).

³¹ 47 C.F.R. §54.201(d)(2).

³² *Federal-State Joint Board on Universal Service, Farmers Cellular Telephone, Inc. Petition for Designation as an Eligible Telecommunications Carrier*, CC Docket No.96-45, Memorandum Opinion and Order, DA 03-754, ¶11 (Mar. 12, 2003).

ETC designation should be evaluated under the standards set out in the *2005 ETC Order*.³³

Specifically, in considering whether a common carrier has satisfied its burden of proof necessary to obtain ETC designation, the *2005 ETC Order* requires that an ETC applicant: (1) demonstrate a commitment and ability to provide services, including providing service to all customers within its proposed service area; (2) demonstrate its ability to remain functional in emergency situations; (3) demonstrate that it will satisfy consumer protection and service quality standards; (4) offer local usage plans comparable to those offered by the incumbent LEC in the areas for which it seeks designation; and (5) acknowledge that it may be required to provide equal access if all other ETCs in the designated service area relinquish their designations pursuant to Section 214(e)(4) of the Act. As demonstrated below, Keystone meets all of the *2005 ETC Order* requirements to be designated as an ETC.

A. Commitment to Provide Service Throughout its ETC Designated Area.

21. An ETC applicant must demonstrate its commitment and ability to provide supported services throughout the designated service area: (1) by providing services to all requesting customers within its designated service area; and (2) by submitting a formal network improvement plan that demonstrates how universal service funds will be used to improve coverage, signal strength, or capacity that would not otherwise occur absent the receipt of high-cost support.³⁴ Keystone's formal network improvement plan is discussed below.

³³ See 52 Pa Code § 69.2501.

³⁴ *2005 ETC Order* at ¶21.

i. Provide Service Upon Reasonable Request.

22. The FCC has determined that in order to ensure an ETC serves all requesting customers in its designated ETC service area, an ETC applicant must take certain actions.³⁵ Specifically, if the ETC's network covers a potential customer's premises, the ETC should provide service immediately. However, if a request for service comes from a potential customer within the ETC's designated service area but outside its existing network coverage, the ETC should provide service within a reasonable period of time if service can be provided at a reasonable cost by: (1) modifying or replacing the requesting customer's equipment; (2) deploying a roof-mounted antenna or other equipment; (3) adjusting the nearest cell tower; (4) adjusting network or customer facilities; (5) reselling services from another carrier's facilities to provide service; or (6) employing, leasing, or constructing an additional cell site, cell extender, repeater, or other similar equipment. If an ETC determines that it cannot serve a customer using one or more of these methods, then the ETC must report the unfulfilled request to the Commission within 30 days after making such determination.

23. Keystone commits to providing service to all requesting customers within its designated service area and reporting its unfulfilled requests pursuant to the FCC requirements cited above. Keystone also commits to reporting annually to the FCC the number of requests for service within Keystone's ETC designated service area that were unfulfilled during the past year and providing details regarding how it attempted to provide the customer with service.³⁶

³⁵ *Id.* at ¶22.

³⁶ 47 C.F.R. § 54.209(a)(3); *see also* 2005 ETC Order at ¶69.

ii. Five-Year Network Upgrade Plan.

24. As the PA PUC is aware, federal high-cost support for wireless competitive ETCs (“CETCs”) is in a state of flux as the FCC transitions from its “identical support” rule to support based on competitive bidding.³⁷ Accordingly, Keystone is seeking ETC status under both existing FCC rules and precedent, as well as those rules adopted in the new *USF Order*, which requires mobile wireless providers obtain ETC status in order to be eligible to receive Mobility Fund Phase I and Phase II support.³⁸

25. Keystone’s five-year plan is based on an optimistic reading of the FCC’s new CETC rules and the availability of Mobility Fund Phase I, and more importantly, ongoing Phase II support, but could change based on the FCC’s implementation of its new rules if they result in a reduction of anticipated federal support. It remains Keystone’s goal to provide vital mobile telecommunications services in unserved areas of central Pennsylvania, consistent with the FCC’s goal to promote mobile voice and broadband services where Americans live, work, and travel.³⁹

26. Keystone will demonstrate its commitment and ability to provide the supported services throughout its designated service area with this submission of a formal network improvement plan that demonstrates how universal service funds will be used to improve coverage, signal strength, or capacity that would not otherwise occur absent the receipt of high-

³⁷ See generally *USF/ICC Transformation Order*.

³⁸ *USF/ICC Transformation Order* at ¶389. The FCC generally proposes adopting the same eligibility requirements for receiving Mobility Fund Phase II support that have been adopted with respect to Phase I. *Id.* at ¶1140.

³⁹ *Id.* at ¶53.

cost support.⁴⁰ The FCC has stated that the ETC applicant's five-year plan must state in detail how high-cost support will be used for service improvements that would not occur absent receipt of universal service support, including: (1) how signal quality, coverage, or capacity will improve due to the receipt of high-cost support throughout the area for which the ETC seeks designation; (2) the projected start date and completion date for each improvement and the estimated amount of investment for each project that is funded by high-cost support; (3) the specific geographic areas where the improvements will be made; and (4) the estimated population that will be served as a result of the improvements.⁴¹ In accordance with these requirements, Keystone has provided this information for each wire center in each service area for which it expects to receive universal service support.⁴²

27. **BEGIN CONFIDENTIAL AND PROPRIETARY INFORMATION**

28.

⁴⁰ 2005 ETC Order at ¶23.

⁴¹ *Id.*

⁴² *See* Exhibit G.

29.

END CONFIDENTIAL AND PROPRIETARY INFORMATION

30. Keystone's upgrade and construction schedule is, of course, dependent upon when and if it receives universal service support.⁴³ Detailed information regarding the amount of investment, the specific geographic areas where the improvements will be made, and the estimated population that will be served as a result of the improvements is included in Exhibit G. Additionally, Keystone has provided a map of the specific geographic areas where the improvements will be made.⁴⁴

31. Keystone has provided to the best of its knowledge an accurate five- year build-out plan. However, the timing of network upgrades and tower construction depends on many variables, and therefore, is subject to change. Although Keystone's build-out plans will evolve over time and the construction dates are subject to change, Keystone will continue to respond to consumer demand by taking additional steps to ensure quality coverage and service. The information provided in Keystone's five-year plan is highly confidential and competitively sensitive. Accordingly, Keystone requests confidential treatment of Keystone's five-year plan and other confidential and competitively sensitive information contained in this Petition.⁴⁵

B. Ability to Remain Functional in an Emergency.

32. The FCC requires an ETC applicant to demonstrate its ability to remain functional in emergency situations. Specifically, in order to be designated as an ETC, an applicant must demonstrate it has a reasonable amount of back- up power to ensure functionality without an

⁴³ For example, the FCC expects to finish its Phase I Mobility Fund auction in the latter half of 2012. *See Mobility Fund Phase I Auction Scheduled for September 27, 2012; Comment Sought on Competitive Bidding Procedures for Auction 901 and Certain Program Requirements*, AU Docket No. 12-25, Public Notice, DA 12-121 (Feb. 2, 2012).

⁴⁴ *See* Exhibit H.

⁴⁵ In the cover letter hereto, Keystone demonstrates that the information herein that it wishes to be kept confidential constitutes "confidential proprietary information" under section 101 of Pennsylvania's Right to Know Law.

external power source, is able to reroute traffic around damaged facilities, and is capable of managing traffic spikes resulting from emergency situations.⁴⁶ To ensure that ETCs continue to comply with this requirement, ETCs designated by the FCC must certify on an annual basis that they are able to function in emergency situations.⁴⁷

33. Keystone is committed to remaining functional and providing service in emergency situations. For example, Keystone has all critical switching facilities backed up with battery and uninterruptible power supply systems, which enable its core facilities to remain operational for an extended period of time during external power outages. All cell sites have battery back-up facilities which enable Keystone's network to remain operational for an extended period of time during external power outages. Further, Keystone maintains a number of mobile generators that may be deployed when and where needed. In order to reroute traffic around damaged facilities, and manage traffic spikes resulting from emergency situations, Keystone's core network traffic routes, including fiber and IP facilities, have full redundancy. Pursuant to the FCC's rules, Keystone will annually certify that it is able to function in an emergency situation and fulfill the annual outage reporting requirement.⁴⁸

C. Consumer Protection and Service Quality Requirements.

34. The FCC also requires an ETC applicant to demonstrate its commitment to meeting consumer protection and service quality standards. An ETC applicant must make a specific commitment to take objective measures to protect consumers. A commitment to comply with CTIA's Consumer Code for Wireless Service will satisfy this requirement for a wireless

⁴⁶ 2005 ETC Order at ¶25.

⁴⁷ *Id.*

⁴⁸ 47 C.F.R. §§ 54.209(a)(6), 54.209(a)(2).

applicant seeking ETC designation.⁴⁹ Keystone is committed to consumer protection and service quality. Keystone has adopted CTIA’s Consumer Code for Wireless Service, and is committed to compliance with CTIA’s Code throughout its service area. Additionally, Keystone will report information on consumer complaints per 1,000 handsets or lines on an annual basis.

D. Local Usage Comparable to the ILEC.

35. As described above, although it has declined to adopt a specific local usage threshold, the FCC now requires an ETC applicant to demonstrate that it offers a local usage plan comparable to the plan offered by the incumbent LEC in the service areas for which the applicant seeks designation.⁵⁰ Keystone currently provides calling plans with local usage that are comparable to those provided by the incumbent LEC (“ILEC”).⁵¹

E. Equal Access.

36. While the FCC does not impose a general equal access requirement on ETC applicants, the FCC does require ETC applicants to acknowledge that the FCC may require them to provide equal access to long distance carriers in their designated service area in the event that no other ETC is providing equal access within the service area.⁵² Pursuant to Section

⁴⁹ See *2005 ETC Order* at ¶28. Under the CTIA Consumer Code, wireless carriers agree to: (1) disclose rates and terms of service to consumers; (2) make available maps showing where service is generally available; (3) provide contract terms to customers and confirm changes in service; (4) allow a trial period for new service; (5) provide specific disclosures in advertising; (6) separately identify carrier charges from taxes on billing statements; (7) provide customers the right to terminate service for changes to contract terms; (8) provide ready access to customer service; (9) promptly respond to consumer inquiries and complaints received from government agencies; and (10) abide by policies for protection of consumer privacy.

⁵⁰ *2005 ETC Order* at ¶32.

⁵¹ See Exhibit F.

⁵² *2005 ETC Order* at ¶35.

54.202(a)(5) of the FCC's rules,⁵³ Keystone acknowledges that it may be required to provide equal access to long distance carriers in the event that no other ETC is providing equal access within the service area.

IV. Keystone Requests ETC Designation in Complete Wire Centers within its Proposed ETC Service Area.

37. Keystone seeks ETC designation throughout nine counties in its licensed service area, excluding wire centers of rural telephone companies that Keystone can only partially serve. Specifically, Keystone seeks ETC designation in the complete service area of the following rural telephone companies: (1) Buffalo Valley Telephone Company; (2) Frontier Communications of Lakewood, LLC; (3) Pennsylvania Telephone Company; and (4) Sugar Valley Telephone Company.

38. Keystone seeks ETC designation in the partial study areas of the following rural telephone companies: (1) Commonwealth Telephone Company; (2) Conestoga Telephone & Telegraph Company; (3) Mahanoy & Mahantongo Telephone Company; (4) United Telephone Company of Pennsylvania; and (5) Windstream Pennsylvania, Inc. Because certain wire centers in the study areas of these rural telephone companies fall outside of Keystone's service area, Keystone seeks ETC designation in the following wire centers of the following rural telephone companies: (1) the Leesport, Tremont, and Valley View wire centers in Commonwealth Telephone Company's service area; (2) the Birdsboro, Douglassville, Green Hills, Oley, Topton, and Yellow House wire centers in Conestoga Telephone & Telegraph Company's service area; (3) the Mandata⁵⁴ and Trevorton wire centers in Mahanoy & Mahantongo Telephone Company's service area; (4) the Beech Creek, Howard, Mill Hall, and Zion wire centers in United Telephone

⁵³ 47 C.F.R. § 54.202(a)(5).

⁵⁴ Specifically, the LCKLPAXR-coded Mandata wire center.

Company of Pennsylvania's service area; and (5) the Hughesville, Muncy, Montgomery, Port Matilda, Turbotville, and Watsonstown wire centers in Windstream Pennsylvania, Inc.'s service area.⁵⁵

39. Additionally, Keystone seeks ETC designation in all wire centers of the following non-rural telephone company affiliates of Verizon that are within Keystone's proposed ETC service area: Verizon North Inc. of Pennsylvania, Verizon North Inc. of Pennsylvania (Contel), Verizon North Inc. of Pennsylvania (Quaker State), and Verizon Pennsylvania Inc.⁵⁶

V. Grant of this Petition Will Serve the Public Interest.

40. In its *2005 ETC Order*, the FCC clarified its public interest analysis of an ETC application. Under section 214 of the Act, the Commission must determine that an ETC designation is consistent with the public interest, convenience and necessity.⁵⁷ The FCC also must consider whether an ETC designation serves the public interest consistent with Section 254 of the Act.⁵⁸ Further, the FCC noted that it will analyze the public interest benefits of an ETC applicant in a manner that is consistent with the purposes of the Act, including the fundamental goals of preserving and advancing universal service, ensuring the availability of quality telecommunications services at just, reasonable, and affordable rates, and promoting the deployment of advanced telecommunications and information services to all regions of the nation, including rural and high-cost areas.⁵⁹ Specifically, the FCC will consider three specific

⁵⁵See Exhibit B for a map of Keystone's service area.

⁵⁶The Verizon wire centers are listed in Exhibit I.

⁵⁷47 U.S.C. § 214(e)(2).

⁵⁸47 U.S.C. § 254(b)(7).

⁵⁹*2005 ETC Order* at ¶40.

issues when analyzing the public interest benefits of an ETC application: (1) unique advantages and disadvantages of the competitor’s service offering through a cost-benefit analysis; (2) potential for cream skimming; and (3) impact on the USF.⁶⁰

A. Cost-Benefit Analysis.

41. As part of its overall analysis regarding whether the designation of an ETC will serve the public interest, the FCC will consider the benefits of increased consumer choice and the unique advantages and disadvantages of the competitor’s service offering. As stated above, Keystone provides wireless service to consumers in central Pennsylvania. Nearly all of Keystone’s service area is considered rural. Keystone’s universal service offering will provide quality service, while speeding the delivery of advanced wireless voice and data services to rural Pennsylvanians and providing Pennsylvania consumers with the benefits of increased competition. Based on independent research conducted by Keystone, it is estimated that less than half the population in rural central Pennsylvania currently has high-speed Internet. Keystone’s wireless service will provide the benefits of voice and data communications to individuals that currently do not have access to a wireline connection. Keystone expects that its service offering will be competitive with those of the incumbent wireline carriers and other broadband providers within its service area and will help improve broadband adoption rates.

42. Unlike traditional wireline service, Keystone’s mobile wireless service affords customers many advantages. For example, Keystone’s mobile wireless service affords customers increased flexibility, access to public safety in remote areas, and greater service options. Keystone’s universal service offering also provides expanded calling scopes and numerous different calling plans that allow customers to purchase a plan that fit their

⁶⁰ *Id.* at ¶41.

telecommunications needs. Further, the FCC has noted that mobility of telecommunications assists consumers in rural areas who must drive significant distances to their jobs, schools, and critical community locations.⁶¹ By offering the benefits of mobility, Keystone’s wireless universal service offering will provide unique services to consumers in rural Pennsylvania. Recently, the FCC acknowledged “that ensuring universal advanced mobile coverage is an important goal on its own.”⁶² As an ETC, Keystone will also offer a basic universal service package to subscribers who are eligible for Lifeline support. As stated earlier, Keystone will offer the “core” or designated services that are supported by Federal universal service support mechanisms.⁶³ In addition to ensuring that consumers receive the benefits of the core services, designating Keystone as an ETC will allow customers in rural Pennsylvania to choose service based on pricing, service quality, customer service, and service availability.

43. Although Keystone’s universal service build-out plans will evolve over time, as demonstrated in its five-year plan, Keystone will continue to respond to consumer demand by taking additional steps to ensure quality coverage and service, including building and/or leasing space on additional towers. Overall, the benefits of increased consumer choice and the unique advantages provided by Keystone’s service offering show that designating Keystone an ETC will serve the public interest, and outweigh any potential impact on the universal service fund.⁶⁴

⁶¹ Chairman Julius Genachowski, Federal Communications Commission, *Bringing Broadband to Rural America: Update to Report on a Rural Broadband Strategy*, GN Docket No. 11-16, ¶24 (June 17, 2011).

⁶² *USF/ICC Transformation Order* at ¶53.

⁶³ *See* 47 U.S.C. § 254(c); 47 C.F.R. § 54.101.

⁶⁴ *See* Section V.C., *infra*.

44. As discussed above and as the PA PUC is certainly aware, the FCC's new *USF Order* creates an entirely new universal service paradigm for mobile ETCs by establishing a Phase I Mobility Fund to promote mobile broadband⁶⁵ and a Phase II Mobility Fund to provide ongoing high-cost support where needed to mobile providers.⁶⁶ By establishing these separate Mobility Funds and eliminating the identical support rule,⁶⁷ the FCC has removed mobile carriers from the legacy, rate-of-return universal service regime. Accordingly, competitive and cream skimming concerns about designating Keystone as an ETC, redefining the service areas of rural telephone companies, and the resulting impact on the universal service fund have been effectively mooted by the FCC's recognition of wireless service as a complement⁶⁸ to wireline broadband service and the FCC's proposed use of competitive bidding to determine wireless ETC support levels.⁶⁹

B. Potential for Cream Skimming Effects.

45. In areas where an ETC applicant seeks designation below the study area level of a rural telephone company, the FCC will conduct a cream skimming analysis that compares the population density of each wire center in which the ETC applicant seeks designation against that of the wire centers in the study area in which the ETC applicant does not seek designation.⁷⁰ Rural cream skimming occurs when competitors serve only the low-cost high revenue customers

⁶⁵ *USF/ICC Transformation Order* at ¶301.

⁶⁶ *Id.* at ¶493.

⁶⁷ *Id.* at ¶498.

⁶⁸ *Id.* at ¶53. *See also Id.* at fn. 826.

⁶⁹ *Id.* at ¶1121, *et. seq.*

⁷⁰ *2005 ETC Order* at ¶48.

in a rural telephone company's study area.⁷¹ The FCC's cream skimming analysis includes an examination of the population density of wire centers within rural service areas, the extent to which an ETC applicant would be serving only the most densely concentrated areas within a rural service area, and whether the incumbent LEC has disaggregated its support at a smaller level than the service area.⁷² As noted above, the FCC's establishment of separate Mobility Funds for mobile carriers and separate support mechanisms, alleviates, if not eliminates, the ability of wireless carriers to target or cream skim the highest support levels. With identical support no longer available, Keystone cannot, as a practical matter, cream skim.

46. Keystone seeks to provide service below the study area level of four rural telephone companies, Conestoga Telephone and Telegraph Company ("Conestoga"), Mahanoy & Mahantongo Telephone Company ("Mahanoy & Mahantongo"), United Telephone Company of Pennsylvania ("United"), Windstream Pennsylvania, Inc. ("Windstream"), and Commonwealth Telephone Company ("Commonwealth"), and, as requested herein, Keystone seeks redefinition of the five rural telephone companies' service areas.

47. Keystone is not seeking to cherry-pick specific portions of these companies' study areas in order to serve low-cost, high-revenue customers. Keystone is unable to provide wireless service to the entire study areas of the four companies because Keystone is constrained by the contours of its CMRS-licensed service area. Keystone has provided detailed population density data for study areas and individual wire centers of the aforementioned rural telephone companies demonstrating that Keystone's proposed ETC area does not raise any cream skimming concerns.

⁷¹ *Federal-State Joint Board on Universal Service; Highland Cellular, Inc. Petition for Designation as an Eligible Telecommunications Carrier for the Commonwealth of Virginia*, CC Docket No. 96-45, Memorandum Opinion and Order, 19 FCC Rcd 6438, ¶29 (2004) (*Highland Cellular Order*).

⁷² *Id.* at ¶49.

48. Specifically, in Exhibit J, Keystone provides data showing total population, total square mileage, and population density for each individual wire center in and study area of Conestoga, Mahanoy & Mahantongo, United, Windstream and Commonwealth. Under the Coverage column, the wire centers labeled “Entire” are those wire centers in which Keystones provides service to the entire wire center and in which Keystone therefore seeks ETC designation. For the wire centers labeled “Partial,” Keystone is capable of serving some portion of the wire center. Consistent with the *Highland Cellular Order*,⁷³ Keystone is not seeking ETC designation in those partial wire centers. Lastly, under the Coverage column, the ILEC wire centers labeled “None” are the wire centers where Keystone does not provide service, and therefore does not propose to serve any portion of the wire center.

49. In the Conestoga Telephone & Telegraph Company study area, Keystone seeks to serve six of Conestoga’s ten wire centers, specifically the Birdsboro, Douglassville, Green Hills, Oley, Topton, and Yellow House wire centers. The population density information shows that Keystone is not seeking to serve only the low-cost, high density wire centers of Conestoga’s study area. The total average population density of Keystone’s proposed ETC service territory (319.64) is only slightly higher than the total average population density of Conestoga’s study area (317.33). Keystone does not seek to serve the Boyertown wire center, which has the highest amount of total population and the highest population density of all of Conestoga’s wire centers. By contrast, Keystone seeks to serve two of the four Conestoga wire centers with the lowest population density, including the Oley wire center, which is the least densely populated wire center in Conestoga’s study area. In addition, four of the six Conestoga wire centers that Keystone seeks to serve have population densities that are significantly less than the total

⁷³*Highland Cellular Order* at ¶33.

average population density of Conestoga's study area. Clearly, Keystone is not attempting to cream skim Conestoga's rural study area.

50. In the Mahanoy & Mahantongo study area, Keystone seeks to serve the Trevorton wire center and one of the two Mandata wire centers. Keystone seeks to serve the Mandata wire center coded as LCKLPAXR. The other Mandata wire center, coded MDTAPAXH, has a small 0.6 square mile area outside of the Northumberland County boundary that defines Keystone's service area with a population density of 56.6. The Mandata wire center Keystone seeks to serve has the lowest population density (40.1) of the three Mahanoy & Mahantongo wire centers. Although Trevorton has the highest population density (87.0) out of the three wire centers, the Trevorton wire center still has a relatively low population density with respect to all the wire centers in Keystone's service area. Given the extremely low population densities throughout the Mahanoy & Mahantongo study area, Keystone cannot be accused of cream skimming.

51. In the United Telephone Company of Pennsylvania study area, Keystone seeks to serve the Beech Creek, Howard, Mill Hall, and Zion wire centers. Keystone is not seeking ETC designation in the Richfield wire center because it is only able to partially serve that wire center. The total average population density of Keystone's proposed ETC service territory (55.85) is less than half the total average population density of United's study area (136.4). This data clearly shows Keystone is not seeking to serve only the low-cost, higher density wire centers in United's study area and is not attempting to cream skim in United's service area. Indeed, Keystone seeks to serve all of the geographically contiguous wire centers in United's study area. The wire centers Keystone seeks to serve are all geographically contiguous and all within Centre County. By contrast, the Richfield wire center in Snyder County partially served by Keystone, which Keystone does not seek ETC designation for, is separated from the rest of United's study

area by at least three wire centers of three different ILECs, and a portion of the Richfield wire center is located outside of Snyder County, in Juniata County, Pennsylvania.

52. In the Windstream Pennsylvania Inc. study area, Keystone seeks to serve the Hughesville, Muncy, Montgomery, Port Matilda, Turbotville, and Watsonstown wire centers. Although the total average population density of Keystone's proposed ETC area (108.91) is higher than the total average population density of Windstream's study area (78.72), the average population density of both the entire study area and the portion for which Keystone seeks ETC designation is extremely low. The sparsely populated nature of the entire study area therefore makes comparisons, and any type of cream skimming analysis, virtually meaningless. Keystone is not seeking to serve only the low-cost, high-density wire centers in Windstream's study area. Keystone is seeking ETC designation in only two wire centers with a population density significantly above the study area average, and those wire centers (Muncy and Watsonstown) have population densities (158 and 173.5, respectively) that not only are reflective of a sparsely populated area, they have nowhere near the population density of the most populated wire centers in Windstream's study area, such as Harrison City (672), Export (657), Colver (545) and Delmont (396.7). Keystone is limited by its CMRS license to the area where it may lawfully provide service, and the only Windstream wire centers that fall entirely within that licensed service area are those for which Keystone is seeking ETC designation. The Windstream wire centers that Keystone cannot serve are mostly concentrated in the western portion of the state, far from the area where Keystone operates.⁷⁴ Moreover, the only Windstream wire center that Keystone serves a portion of but does not seek ETC designation for is the Lansford wire center,

⁷⁴ A map depicting the entire study areas of each Pennsylvania ILEC is attached hereto as Exhibit K.

the Windstream wire center with one of the highest population densities in the Windstream study area. In the Windstream study area, Keystone's proposed ETC area clearly does not raise any cream skimming concerns.

53. In the Commonwealth study area, Keystone seeks to serve the Leesport, Tremont, and Valley View wire centers. Although the total average population density of Keystone's proposed ETC area is higher than the total average population density of Commonwealth's study area (96.5), the average population density of the wire centers for which ETC designation is sought is 192, denoting by almost any definition a sparsely populated area. Keystone is not seeking to serve only the low-cost, high density wire centers of Commonwealth's study area. Of the wire centers for which Keystone seeks ETC designation, only the Leesport wire center has a population density more than marginally above the average population density for the study area. While Leesport is one of the more densely populated wire centers in Commonwealth's study area, it is still a relatively sparsely populated area. More importantly, as discussed above, Keystone is limited by its CMRS license to the area where it may lawfully provide service, and the only Commonwealth wire centers that fall entirely within that licensed service area are those for which Keystone is seeking ETC designation. The Commonwealth wire centers that Keystone cannot serve are mostly concentrated along the northern, eastern and southern borders of the state, far from the central Pennsylvania area where Keystone operates.⁷⁵ This data shows that Keystone is not attempting to cream skim.

54. Keystone also submits population density data for the following Pennsylvania rural telephone companies: Buffalo Valley Telephone Company ("Buffalo Valley"), Frontier Communications of Lakewood, LLC ("Frontier"), Pennsylvania Telephone Company ("PTC"),

⁷⁵ See Exhibit K.

and Sugar Valley Telephone Company (“Sugar Valley”).⁷⁶ In addition, Keystone submits population density data for the wire centers of Verizon North, Inc. and Verizon Pennsylvania, Inc., non-rural telephone companies, served in whole or in part by Keystone.⁷⁷ Keystone proposes to serve as an ETC the entire Buffalo Valley, Frontier, PTC, and Sugar Valley service areas and is not seeking redefinition of these service areas. Density comparisons are therefore not relevant. Keystone provides this information, however, pursuant to the FCC’s *2005 ETC Order*.⁷⁸ Verizon is a non-rural telephone company and pursuant to the FCC’s *2005 ETC Order*, the population densities of Verizon’s wire centers in which Keystone seeks to provide service area also not relevant.⁷⁹ Keystone, however, also provides this information for comparison purposes.

C. Impact on the Fund.

55. As noted above, the FCC has eliminated the identical support rule⁸⁰ and created separate funding mechanisms for mobile ETCs.⁸¹ Further, the FCC has capped ongoing funding for mobile carriers.⁸² Accordingly, any support that Keystone is able to garner in either the Phase I or Phase II funding mechanisms should be presumed to be in the public interest and inherently within what the FCC believes are acceptable boundaries concerning overall impact on USF. However, since universal service is transitioning from these legacy mechanisms to

⁷⁶ See Exhibit J.

⁷⁷ See Exhibit I.

⁷⁸ *2005 ETC Order* at ¶49.

⁷⁹ *Id.* at ¶52.

⁸⁰ *USF/ICC Transformation Order* at ¶498.

⁸¹ *Id.* at ¶¶301 and 493.

⁸² *Id.*

broadband CAF funding, Keystone has still estimated the impact of its request based on the legacy rules.

56. The total monthly per-line support that each competing ILEC currently receives includes high cost, local switching, interstate common line, and long-term support. Keystone calculated the average total ILEC per-line support amount for the ILECs in Keystone’s service area at approximately \$5.44 per customer per line. Keystone, using the now defunct identical support rule, [REDACTED] Based

upon this analysis, [REDACTED]

[REDACTED]

[REDACTED]

[REDACTED] Grant

of Keystone’s ETC request under the FCC’s old rule would have had a nominal impact on the USF and, under the new funding mechanisms, will definitely have even less of an impact on overall universal service funding. Accordingly, the benefits of designating Keystone as an ETC outweigh any potential harm to the sustainability of the fund.

VI. Anti-Drug Abuse Certification.

57. Keystone certifies that no party to this Petition is subject to a denial of federal benefits, including FCC benefits, pursuant to Section 5301 of the Anti-Drug Abuse Act of 1988, 21 U.S.C. § 862.⁸³

⁸³See Exhibit E.

VII. Keystone Requests Redefinition of Service Areas of Certain Rural Telephone Companies.

58. Section 214(e)(5) of the Act provides that states establish geographic service areas within which competitive ETCs are required to comply with universal service obligations and are eligible to receive universal service support.⁸⁴ In the case of an area served by a rural incumbent LEC, the Act states that a company's service area for the purposes of ETC designation will be the rural incumbent LEC's study area unless a different definition of service area is established for such company.⁸⁵ In order for a carrier to be designated as an ETC in a service area that is different from an incumbent rural telephone company's service area, an ETC applicant must request redefinition of the rural telephone company's service area in accordance with section 214(e)(5) of the Act.⁸⁶

59. The Act requires that a state commission take into consideration the Federal-state Joint Board on universal service's recommendations when redefining a rural telephone company's study area.⁸⁷ In a 1996 *Recommended Decision*, the Joint Board outlined its concerns for redefining a rural telephone company's service area.⁸⁸ These concerns include: (1)

⁸⁴ 47 U.S.C. § 214(e)(5). FCC rules define the term *service area* as a geographic area established by a state commission for the purpose of determining universal service obligations and support mechanisms. 47 C.F.R. § 54.207(a).

⁸⁵ *Id.*; see also 47 C.F.R. § 54.207; 2005 *ETC Order* at ¶73.

⁸⁶ 47 U.S.C. § 214(e)(5). In the case of a service area served by a rural telephone company, *service area* means such company's "study area" unless and until the Commission and the states, after taking into account recommendations of a Federal-State Joint Board instituted under section 410(c) of the Act, establish a different definition of service area for such company. 47 C.F.R. § 54.207(b).

⁸⁷ 47 U.S.C. § 214(e)(5).

⁸⁸ See *Federal-State Joint Board on Universal Service, Recommended Decision*, CC Docket No. 96-45, 12 FCC Rcd 97, 179-80 ¶ 172 (1996) (1996 Recommended Decision).

minimizing rural “cream skimming;” (2) recognizing that the Act places rural telephone companies on a different competitive footing from other carriers; and (3) recognizing the administrative burden of requiring rural telephone companies to calculate costs at something other than a study area level.⁸⁹ The special status of rural telephone companies and cream skimming concerns has been discussed in the cream skimming section above. Further, since the FCC has eliminated the identical support rule,⁹⁰ there is no longer an administrative burden on rural telephone companies to calculate their costs at something other than the study area level.

60. Keystone requests that the PA PUC redefine the service areas of five rural telephone companies, Commonwealth Telephone Company, Conestoga Telephone & Telegraph Company, Mahanoy & Mahantongo Telephone Company, United Telephone Company of Pennsylvania, and Windstream Pennsylvania, Inc., because Keystone is not able to serve the entire service area of each of these companies. Specifically, Keystone requests the PA PUC redefine the five companies’ study areas to include each wire center that Keystone is able to serve in its entirety as a separate service area. The request is based on Keystone’s licensed service area, and, as demonstrated in Section V.B., *supra*, is not an attempt to pick and choose the lowest cost, high-density areas.

A. Commonwealth Telephone Company.

61. Keystone seeks redefinition of Commonwealth Telephone Company’s service area. Specifically, Keystone requests the PA PUC redefine Commonwealth Telephone Company’s service area to include a separate service area consisting of the following wire centers: Leesport, Tremont, and Valley View.

⁸⁹ *See Id.* at ¶172-174.

⁹⁰ *Id.* ¶498.

B. Conestoga Telephone Company.

62. Keystone seeks redefinition of Conestoga Telephone Company's service area. Specifically, Keystones requests the PA PUC redefine Conestoga Telephone Company's service area to include a separate service area consisting of the following wire centers: Birdsboro, Douglassville, Green Hills, Oley, Topton, and Yellow House.

C. Mahanoy & Mahantongo Telephone Company

63. Keystone seeks redefinition of the Mahanoy & Mahantongo Telephone Company's service area. Specifically, Keystone requests that the PA PUC redefine the Mahanoy & Mahantongo Telephone Company's service area to include a separate service area consisting of the following wire centers: Mandata (LCKLPAXR) and Trevorton.

D. United Telephone Company of Pennsylvania.

64. Keystone seeks redefinition of United Telephone Company of Pennsylvania's service area. Specifically, Keystones requests the PA PUC redefine United Telephone Company of Pennsylvania's service area to include a separate service area consisting of the following wire centers: Beech Creek, Howard, Mill Hall, and Zion.

E. Windstream Pennsylvania, Inc.

65. Keystone seeks redefinition of Windstream Pennsylvania's service area. Specifically, Keystones requests the PA PUC redefine Windstream Pennsylvania's service area to include a separate service area consisting of the following wire centers: Hughesville, Muncy, Montgomery, Port Matilda, Turbotville, and Watsonstown.

VIII. Conclusion.

66. Keystone requests that the PA PUC grant Keystone’s ETC Petition and allow it to qualify for Federal high-cost universal service support. Keystone meets the requirements of Sections 254 and 214 of the Act, FCC Rules implementing the Act, and applicable Pennsylvania law. Under the FCC’s new rules, mobile carriers must be designated ETCs in order to be eligible for Phase I and Phase II Mobility Fund support.⁹¹ It would be patently unfair for the PA PUC to deny Keystone’s request for ETC status in light of the FCC’s new rules, and thereby eliminate any chance for Keystone to bid on Phase I and Phase II funding. It would be equally unfair to delay acting on such request based on perceived uncertainty regarding the FCC’s USF/ICC Transformation Order. Unlike other petitions before the PA PUC, Keystone’s petition is not seeking authority to provide “Lifeline only” service, and issues of interpretation related to the provision of such service do not apply. In its USF/ICC Transformation Order, the FCC “urge[s] the states” to “make every effort to process [applications requesting new designations as ETCs] in a timely fashion”⁹² and Keystone urges the PA PUC to act in accordance with this request for timely action.

67. Additionally, the PA PUC should grant Keystone’s request for redefinition of the study areas of Commonwealth Telephone Company, Conestoga Telephone & Telegraph Company, Mahanoy & Mahantongo Telephone Company, United Telephone Company of Pennsylvania, and Windstream Pennsylvania, Inc. As shown above, Keystone’s ETC application is consistent with the public interest, convenience, and necessity. Therefore, the PA PUC should grant Keystone ETC status and allow it to qualify for universal service support within its

⁹¹ See *USF/ICC Transformation Order* at ¶¶389 and 1140.

⁹² *Id.* at ¶390.

proposed service area. Keystone submits that an expedited grant of this application is in the public interest, convenience, and necessity and consistent with Sections 214 and 254 of the Act.

Respectfully submitted,

Keystone Wireless, LLC
d/b/a Immix Wireless

By:



Caressa D. Bennet
Pennsylvania Bar Number 50186
Marjorie Spivak
Pennsylvania Bar Number 50537
Bennet & Bennet, PLLC
4350 East West Highway
Suite 201
Bethesda, MD 20814
(202) 371-1500

Counsel for Keystone Wireless, LLC
d/b/a Immix Wireless

February 6, 2012

EXHIBITS

EXHIBIT A – List of Keystone FCC Licenses

EXHIBIT B – Map of Keystone Service Area

EXHIBIT C – Keystone Point of Contact Information

EXHIBIT D – Certificate of Formation

EXHIBIT E – Declaration

EXHIBIT F – Local Calling Plan Descriptions Included in Universal Service Offering

EXHIBIT G – Keystone 5-Year Plan Tower Sites

EXHIBIT H – Map of Keystone 5-Year Plan Tower Sites

EXHIBIT I - Non-Rural Wire Center Population Density Data

EXHIBIT J - Rural Wire Center Population Density Data

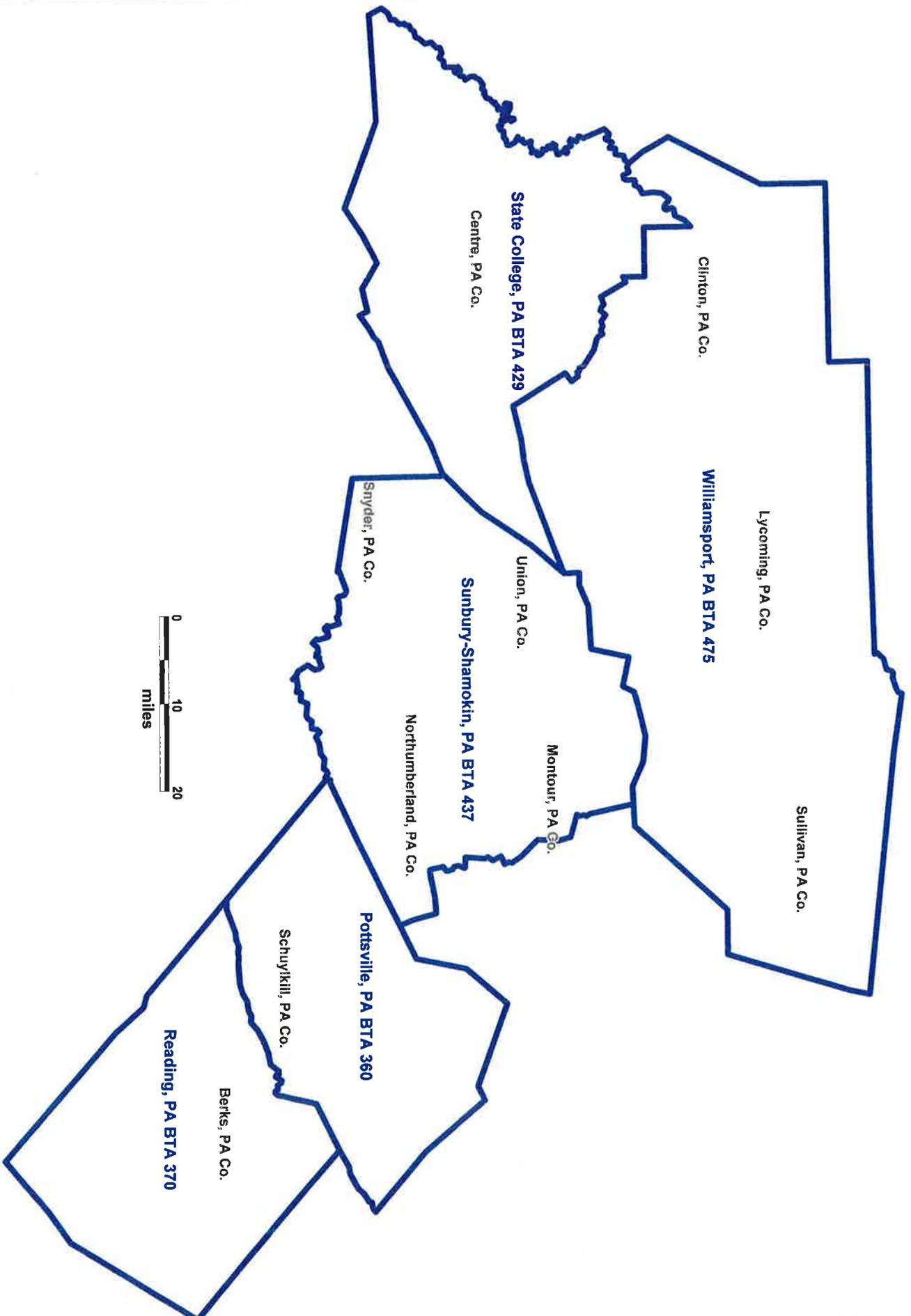
EXHIBIT K – Map Depicting Wire Centers of All Pennsylvania ILECs

Keystone Wireless FCC Licenses

Keystone is a commercial mobile radio service (“CMRS”) licensee providing service using broadband Personal Communications Service spectrum in ten counties in central Pennsylvania. Below is a list of Keystone’s CMRS licenses:

<u>Call Sign</u>	<u>Block</u>	<u>Spectrum</u>	<u>BTA</u>	<u>Market</u>
KNLG701	D	10 MHz	370	Reading
KNLG703	D	10 MHz	475	Williamsport
KNLF905	D	10 MHz	360	Pottsville
KNLG945	D	10 MHz	437	Sunbury
WPOJ725	C	30 MHz	360	Pottsville
WPOJ726	C2	15 MHz	370	Reading
WPOJ727	C	30 MHz	429	St College
WPOJ728	C	30 MHz	437	Sunbury
WPOJ729	C	30 MHz	475	Williamsport

WPOJ726 is a partitioned C license (C2)



December 22, 2011

— BTA Boundary
— County Boundary

Keystone Contact Information

Keystone Wireless is a Delaware limited liability company, authorized to conduct business in the Commonwealth of Pennsylvania, with principal offices at 27599 Riverview Center Blvd., Suite 201, Bonita Springs, FL 34134. Robert C. Martin is the President of Keystone Wireless and can be contacted at the following address:

Robert C. Martin
President, Keystone Wireless
27599 Riverview Center Blvd.
Suite 201
Bonita Springs, FL 34134
Phone: 239-335-1325
Email: bmartin@pcmgt.com

Delaware

PAGE 1

The First State

I, HARRIET SMITH WINDSOR, SECRETARY OF STATE OF THE STATE OF DELAWARE, DO HEREBY CERTIFY THE ATTACHED IS A TRUE AND CORRECT COPY OF THE CERTIFICATE OF FORMATION OF "KEYSTONE WIRELESS, LLC", FILED IN THIS OFFICE ON THE TWELFTH DAY OF JULY, A.D. 2002, AT 12:59 O'CLOCK P.M.



Harriet Smith Windsor

Harriet Smith Windsor, Secretary of State

3547005 8100

AUTHENTICATION: 1881405

020448274

DATE: 07-12-02

Jul-12-2002 11:30

From-GOULD & RATNER

312-236-3241

STATE OF DELAWARE
SECRETARY OF STATE
DIVISION OF CORPORATIONS-081
FILED 12:59 PM 07/12/2002
020448274 - 3547005

**STATE OF DELAWARE
CERTIFICATE OF FORMATION
OF
KEYSTONE WIRELESS, LLC**

- FIRST:** The name of the limited liability company is Keystone Wireless, LLC.
- SECOND:** The address of its registered office in the State of Delaware is 9 East Lookerman Street in the City of Dover, County of Kent. The name of its Registered Agent at such address is The National Registered Agents, Inc.
- THIRD:** The latest date on which the limited liability company is to dissolve is December 31, 2051.

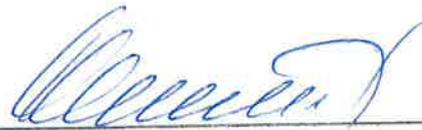
IN WITNESS WHEREOF, the undersigned has executed this Certificate of Formation of Keystone Wireless, LLC, this 12th day of July, 2002.



Lutitia Kindzred, Organizer

Declaration of Robert C. Martin

1. I, Robert C. Martin, am the President of Keystone Wireless, LLC ("Keystone") and authorized representative in charge of Keystone's Petition for Designation as an Eligible Telecommunications Carrier ("ETC") in the Commonwealth of Pennsylvania ("Petition"). This Declaration is filed in support of the Petition.
2. I have reviewed the foregoing Petition, and hereby state that the facts set forth therein and herein are true and correct (or are true and correct to the best of my knowledge, information and belief) and that I expect to be able to prove the same at a hearing held in this matter. I understand that the statements herein are made subject to the penalties of 18 Pa.C.S. § 4904 (relating to unsworn falsification to authorities).
3. As explained in the Petition, Keystone meets the requirements for ETC designation in Pennsylvania. As fully described in the Petition, Keystone currently offers and is able to provide within its licensed service area the services and functionalities supported by the federal high-cost universal service program identified in 47 C.F.R. § 54.101(a). Keystone will offer supported services using its own facilities, and will advertise the availability of the supported services throughout its designated service area.
4. Keystone, including all officers, directors, or persons holding 5% or more of the outstanding stock or shares (voting and/or non-voting) as specified in Section 1.2002(b) of the Federal Communications Commission's ("FCC") rules, is not subject to a denial of federal benefits, including FCC benefits, pursuant to Section 5301 of the Anti-Drug Abuse Act of 1988, 21 U.S.C. § 862.



Robert C. Martin
President, Keystone Wireless, LLC
Keystone's Authorized Representative

2/3/2012
Date



Unlimited Plans

[Individual Plans](#) • [Family Plans](#) • [i-Pay Unlimited Plans](#) • [Optional Features](#)

**i-PAY
UNLIMITED
PLANS**

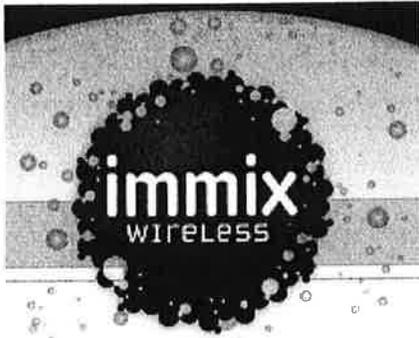
**NO CREDIT REQUIRED
NO CONTRACT**

Monthly	Minutes	Unlimited Text Messaging	Unlimited Directory Assistance	Unlimited Picture Messaging	Unlimited Data
30.00	UNLIMITED	UNLIMITED	UNLIMITED		
50.00	UNLIMITED	UNLIMITED	UNLIMITED	UNLIMITED	UNLIMITED

HOW DO I KEEP MY PHONE SERVICE ACTIVE?

IMMIX WIRELESS OFFERS SEVERAL FLEXIBLE ACCOUNT REFILL OPTIONS:

- 1 Auto-Refill (Most Convenient) Select Auto-Refill for monthly automatic deductions. Update and manage your information from your Account.
- 2 Make a Payment every 30 days at www.immix.com.
- 3 Make a Payment at any Immix Wireless retail location.
- 4 Make a Payment by calling 611 from your Immix Wireless phone.



Individual Plans

Individual Plans • Family Plans • i-Pay Unlimited Plans • Optional Features



Immix Wireless has partnered with virtually every GSM carrier in the nation to provide unmatched, solid coverage throughout the U.S. No extra fees to worry about, it's all included in your plan.

INCLUDED FEATURES:

Advance Voicemail	✓
3 Way Calling	✓
Caller ID	✓
Call Waiting	✓
Call Forwarding	✓

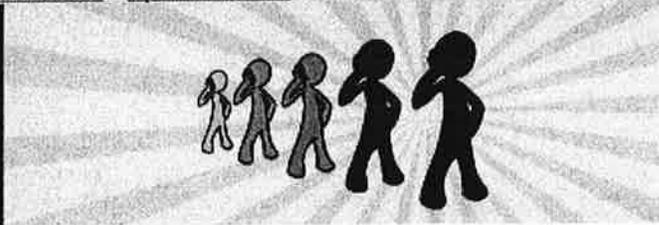
Monthly	Minutes	Unlimited Text Messaging	Unlimited Long Distance	Unlimited Mobile to Mobile	Unlimited Nights and Weekends 9 PM – 6 AM	Extended Nights and Weekends 7 PM – 7 AM	Overage Minutes
19.99	100	✓	✓	\$4.99/month	✗	✗	\$0.50/min
29.99	500	✓	✓	\$4.99/month	✗	✗	\$0.50/min
39.99	1200	✓	✓	✓	✓	\$4.99/month	\$0.39/min
49.99	1500	✓	✓	✓	✓	\$4.99/month	\$0.39/min
59.99	1800	✓	✓	✓	✓	\$4.99/month	\$0.39/min
99.99	2500	✓	✓	✓	✓	\$4.99/month	\$0.39/min

✓ = INCLUDED ✗ = NOT INCLUDED or NOT AVAILABLE



Family Plans

Individual Plans • Family Plans • i-Pay Unlimited Plans • Optional Features



Share the minutes with up to five additional users. With Nationwide coverage you can use your phone anywhere in the United States without an additional fee! Immix Wireless has partnered with virtually every GSM carrier in the nation to provide unmatched, solid coverage throughout the U.S.

INCLUDED FEATURES:

Advance Voicemail	✓
3 Way Calling	✓
Caller ID	✓
Call Waiting	✓
Call Forwarding	✓

Family Plans (Two Lines)								
Monthly	Shared Minutes	Unlimited Text Messaging	Unlimited Long Distance	Unlimited Mobile to Mobile	Unlimited Nights and Weekends 9 PM – 6 AM	Extended Nights and Weekends 7 PM – 7 AM	Add Another Line*	Overage Minutes
59.98	1200	✓	✓	✓	✓	\$5.00/month	\$9.99/month	\$0.39/min
64.98	1500	✓	✓	✓	✓	\$5.00/month	\$9.99/month	\$0.39/min
74.98	1800	✓	✓	✓	✓	\$5.00/month	\$9.99/month	\$0.39/min
114.98	2500	✓	✓	✓	✓	\$5.00/month	\$9.99/month	\$0.39/min

*Add up to 3 additional lines permitted

REDACTED – FOR PUBLIC INSPECTION

EXHIBIT H

Non-Rural Wire Center Population Density Data

Keystone seeks ETC designation in all wire centers of the non-rural telephone companies Verizon North, Inc. and Verizon Pennsylvania, Inc. that are within Keystone’s proposed ETC service area:

Verizon North Inc. – PA

Served	Wire Center	Exchange	2010 Pops	Square Miles	Pop Density
ENTIRE	BERVPAXB	BERNVILLE	11220	92.95	120.7
PARTIAL	FYTWPAXF	FRYSTOWN	6549	59.84	109.4
PARTIAL	JNTWPAXJ	JONESTOWN	373	3.7	100.8
ENTIRE	ROBSPAXR	ROBESONIA	5172	22.55	229.4
PARTIAL	WMLSPAXW	WOMELSDORF	5045	20.34	248.0

Verizon North Inc. – PA (Contel)

Served	Wire Center	Exchange	2010 Pops	Square Miles	Pop Density
ENTIRE	BRSPAXB	BEAVER SPRINGS	6133	109.78	55.9
ENTIRE	MDBGPAXM	MIDDLEBURG	6338	53.13	119.3
PARTIAL	MNZVPAXM	MANTZVILLE	3860	49.01	78.8
ENTIRE	MPLMPAXM	MOUNT PLEASANT MILLS	1496	18.59	80.5
ENTIRE	MSBGPA XM	MCKEANSBURG	3503	43.24	81.0
ENTIRE	SHDMPAXS	SELINGROVE	5574	18.87	295.4
ENTIRE	SLGVPAXS	SELINGROVE	20467	121.7	168.2

Verizon North Inc. – PA (Quaker St.)

Served	Wire Center	Exchange	2010 Pops	Square Miles	Pop Density
ENTIRE	AUBNPAXA	AUBURN	2443	28.95	84.4
ENTIRE	BKSDPAXB	BROOKSIDE	920	102.18	9.0
ENTIRE	BRBSPAXB	LOYALSOCK	424	33.49	12.7
ENTIRE	FDBGPA XF	FRIEDENSBURG	5856	26.56	220.5
PARTIAL	KMTNPAXK	KEMPTON	3377	54.37	62.1
ENTIRE	LYLCPAXL	LOYALSOCK	5531	83.23	66.5
ENTIRE	LYLCPAXS	LOYALSOCK	3068	15.86	193.4
ENTIRE	PNGVPAXP	PINE GROVE	9338	70.29	132.8
ENTIRE	RLTNPAXR	TROUT RUN	653	55.99	11.7

ENTIRE	TRRNPAXT	TROUT RUN	3725	199.06	18.7
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Verizon Pennsylvania, Inc.

Served	Wire Center	Exchange	2010 Pops	Square Miles	Pop Density
PARTIAL	ASLDPAAL	ASHLAND	8452	30.95	273.1
ENTIRE	BLLFPABE	BELLEFONTE	23373	187.96	124.4
ENTIRE	BOALPABO	BOALSBURG	6701	37.45	178.9
ENTIRE	CTHLPACH	CENTRE HALL	4679	58.58	79.9
PARTIAL	DAVLPADA	DANVILLE	16064	85.25	188.4
PARTIAL	EYBGPAEL	ELYSBURG	7262	59.85	121.3
ENTIRE	FAVLPAFR	FRACKVILLE	6425	19.58	328.1
ENTIRE	FLWDPAFL	FLEETWOOD	11985	26.09	459.4
ENTIRE	GIVLPAGR	GIRARDVILLE	1786	2.86	624.5
ENTIRE	HMBGPAHB	HAMBURG	14513	69.8	207.9
ENTIRE	HPVLPAGE	WILLIAMSPORT	3340	18.71	178.5
ENTIRE	JRSHPAJS	JERSEY SHORE	13395	162.53	82.4
ENTIRE	KLMTPAKU	KULPMONT	4963	13.36	371.5
PARTIAL	KZTNPAPZ	KUTZTOWN	14554	40.56	358.8
ENTIRE	LCHNPAES	LOCK HAVEN	15051	121.34	124.0
ENTIRE	LRDLPALB	READING	26035	20.76	1254.1
ENTIRE	MCADPAMC	MCADOO	3784	13.96	271.1
ENTIRE	MHCYPAMC	MAHANOEY CITY	7263	21.43	338.9
ENTIRE	MLHMPAMI	MILLHEIM	4546	112.49	40.4
ENTIRE	MLTNPAMI	MILTON	10849	37.19	291.7
PARTIAL	MLVLPAMI	MILLVILLE	1040	25.62	40.6
ENTIRE	MNVIPAMI	MINERSVILLE	9655	42.88	225.2
PARTIAL	MTCRPAMC	MOUNT CARMEL	7905	14.55	543.3
ENTIRE	MUVLPAPES	WILLIAMSPORT	5709	8.03	711.0
ENTIRE	NRLDPAAA	NORTHUMBERLAND	7551	28.21	267.7
ENTIRE	NWPHPANP	NEW PHILADELPHIA	3512	36.78	95.5
ENTIRE	ORBGPAOR	ORWIGSBURG	7240	28.82	251.2
PARTIAL	OSMLPAES	OSCEOLA MILLS	526	16.71	31.5
PARTIAL	PHBGPAOR	PHILIPSBURG	6209	131.72	47.1
ENTIRE	PLSGPAPG	BELLEFONTE	3363	13.08	257.1
ENTIRE	PTTVPAPO	SAINT CLAIR	22767	19.1	1192.0
PARTIAL	PTTWPAPT	POTTSTOWN	1679	7.31	229.7
ENTIRE	RDNGPARE	READING	99529	24.77	4018.1

ENTIRE	RENVPAE	RENOVO	3432	509.77	6.7
ENTIRE	SCHNPASC	SCHUYLKILL HAVEN	9579	17.23	555.9
ENTIRE	SHLNPASH	READING	38118	36.85	1034.4
ENTIRE	SHMKPASH	SHAMOKIN	19457	67.25	289.3
ENTIRE	SHNDPASH	SHENANDOAH	7630	10.2	748.0
ENTIRE	SLWBPASL	READING	27789	20.07	1384.6
ENTIRE	SNBYPASU	SUNBURY	15781	65.82	239.8
PARTIAL	SNSPPASS	READING	40110	36.71	1092.6
ENTIRE	SPMLPASM	SPRING MILLS	2297	44.16	52.0
ENTIRE	STCGPAES	STATE COLLEGE	80631	69.26	1164.2
ENTIRE	SWSHPASS	SNOW SHOE	3450	187.76	18.4
ENTIRE	TAMQPATA	TAMAQUA	11491	56.85	202.1
ENTIRE	WLPTPAWI	WILLIAMSPORT	54397	87.51	621.6
ENTIRE	WLRCPAWO	WOOLRICH	5252	115.05	45.6
ENTIRE	WSHVPAWA	WASHINGTONVILLE	4444	63.41	70.1

Rural Wire Center Population Density Data

Below is population density information for wire centers of five rural telephone companies where Keystone is seeking ETC designation below the study area level.

(1) Commonwealth Telephone Company

Keystone seeks ETC designation in the Leesport, Tremont, and Valley View wire centers.

Commonwealth Telephone Company					
Exchange	Wire Center	2010 Pops	Square Miles	Pop Density	Coverage
ATGLEN	ATGLPAXA	8369	43.09	194.2	None
BANGOR	BNGRPAXB	17368	53.91	322.2	None
BANGOR	RMNHPAXR	750	7.30	102.7	None
BENTON	BNTNPAXB	5501	100.61	54.7	None
BLOSSBURG	BLBGPAXB	2149	39.44	54.5	None
BROOKLYN	BRKLPAXB	1058	25.77	41.0	None
CENTER MORELAND	CTMRPAXC	3163	30.52	103.6	None
CLARKS SUMMIT	CLSMPAXC	24707	75.20	328.6	None
CONYNGHAM-DRUMS	CNYNPAXC	14631	69.55	210.4	None
COOPERSBURG	CPBGPAXC	7567	10.73	705.4	None
COVINGTON	CVTNPAXC	1454	36.99	39.3	None
DALLAS	DLLSPAXD	15756	44.87	351.2	None
DALTON	DLTNPAXD	3778	25.87	146.0	None
DUSHORE	DSHRPAXD	3006	117.96	25.5	None
EAGLES MERE	EGMRPAXE	269	33.70	8.0	None
ELIZABETHVILLE	EZVLPAXE	7761	102.90	75.4	None
ESTELLA	ESTLPAXE	1760	151.07	11.6	None
FACTORYVILLE	FCTVPAXF	4350	34.63	125.6	None
FERNDALE	FRNDPAXF	5198	36.88	140.9	None
GAP	GAP PAXG	9799	33.04	296.6	None
GRATZ	GRTZPAXG	2030	23.50	86.4	None
HALLSTEAD	HLSTPAXH	3991	37.65	106.0	None
HARDING	HDNGPAXH	3545	21.74	163.0	None
HARVEYS LAKE	HVLKPAXH	3992	16.53	241.6	None
HENSEL	HNSLPAXH	7487	65.52	114.3	None
HUNTINGTON MILLS	HNTMPAXH	2984	50.29	59.3	None
KIRKWOOD	KRWDPAXK	8343	62.18	134.2	None
LACEYVILLE	LCYVPAXL	2754	59.06	46.6	None
LAKE WINOLA	LKWNPAXL	3025	26.53	114.0	None
LAPORTE	LAPTPAXL	648	54.55	11.9	None
LAWRENCEVILLE	LRVLPAXL	2298	34.86	65.9	None

LAWSVILLE	LVCNPAXL	2244	53.87	41.7	None
LE RAYSVILLE	LRYVPAXL	1456	44.76	32.5	None
LEESPORT	LSPTPAXL	20929	57.06	366.8	Entire
LEWISBERRY	LWBYPAXL	21777	49.16	443.0	None
LIBERTY	LBTYPAXL	1304	65.61	19.9	None
LYKENS	LYKNPAXL	2859	10.08	283.6	None
MANSFIELD	MNFDPAXM	6015	52.44	114.7	None
MEHOOPANY	MHPNPAXM	2769	91.53	30.3	None
MIDDLEBURY CENTER	MDCTPAXM	1277	48.94	26.1	None
MILLERSBURG	MLBGPAXM	6761	32.80	206.1	None
MONTROSE	MTRSPAXM	4364	41.37	105.5	None
MORRIS	MRRSPAXM	814	93.11	8.7	None
MUHLENBURG	MHBGPAXM	4195	34.97	119.9	None
MUNCY VALLEY	MNVYPAXM	759	94.69	8.0	None
NEW ALBANY	NWALPAXN	2795	108.13	25.8	None
NICHOLSON	NCSNPAXN	1977	21.34	92.6	None
NOXEN	NOXNPAXN	2768	83.51	33.1	None
NUANGOLA	NNGLPAXN	9053	46.36	195.3	None
NUREMBERG	NRMBPAXN	3693	46.21	79.9	Partial
ORANGEVILLE	ORVLPAXO	2869	30.95	92.7	None
PEN ARGYL	PNARPAXP	10104	18.48	546.7	None
POCONO LAKE	PCLKPAXP	13936	91.19	152.8	None
PORTLAND	PTLDPAXP	3958	21.75	181.9	None
QUARRYVILLE	QRVLPAXQ	15941	62.09	256.7	None
RAWLINSVILLE	RWVLPAXR	7956	47.95	165.9	None
RINGTOWN	RGTWPAXR	2940	41.44	70.9	Partial
ROME	ROMEPAXR	6015	151.09	39.8	None
RUSH	RUSHPAXR	766	26.75	28.6	None
SAYLORSBURG	SYBGPAXS	17061	63.43	269.0	None
SHICKSHINNY	SHCKPAXS	2938	26.21	112.1	None
SPRINGVILLE	SVLSPAXS	5246	117.55	44.6	None
ST JOSEPH	STJSPAXS	3077	93.49	32.9	None
SUSQUEHANNA	SSQHPAXS	3952	52.19	75.7	None
SWEET VALLEY	SWVYPAXS	4567	82.54	55.3	None
TIOGA	TIOGPAXT	1669	41.04	40.7	None
TOWANDA	TWNDPAXT	10134	142.47	71.1	None
TOWER CITY	TWCYPAXT	6403	61.40	104.3	Partial
TREMONT	TRMTPAXT	3911	49.85	78.5	Entire
TROY	TROYPAXT	5794	140.82	41.1	None
TRUCKSVILLE	TKVLPAXT	9952	23.51	423.3	None
TUNKHANNOCK	TNKHPAXT	9481	93.81	101.1	None

UHLERSTOWN	ERWNPAXE	1788	14.90	120.0	None
ULSTER	ULSTPAXU	1619	34.94	46.3	None
VALLEY VIEW	VLVWPAXV	4575	45.94	99.6	Entire
WAPWALLOPEN	WPWLPAXW	2801	35.30	79.4	None
WARREN CENTER	WRCTPAXW	949	42.14	22.5	None
WELLSBORO	WLBOPAXW	10601	309.44	34.3	None
WYALUSING	WYALPAXW	5164	136.42	37.9	None

(2) Conestoga Telephone & Telegraph Company

Keystone seeks ETC designation in the Birdsboro, Douglassville, Green Hills, Oley, Topton, and Yellow House wire centers.

Conestoga Telephone & Telegraph Company					
Exchange	Wire Center Code	2010 Pops	Square Miles	Pop Density	coverage
BALLY	BLLYPAXB	8423	42.71	197.2	Partial
BOYERTOWN	BOTWPAXB	23495	36.90	636.7	Partial
BIRDSBORO	BRDSPAXB	18303	39.25	466.3	Entire
DOUGLASSVL	DGVLPAXD	7295	13.75	530.5	Entire
GREENHILLS	GNHLPAXG	3946	17.43	226.4	Entire
MORGANTOWN	MGTWPAXM	12554	62.32	201.4	Partial
OLEY	OLEYPAXO	4862	28.17	172.6	Entire
TOPTON	TOTNPAXT	10948	39.48	277.3	Entire
YELLOW HS	YLHSPAXY	7463	27.16	274.8	Entire
SASSAMANSVILLE	SNVLPAXS	7727	23.77	325.1	Partial

(3) United Telephone Company of Pennsylvania

Keystone seeks ETC designation in the Beech Creek, Howard, Mill Hall, and Zion wire centers.

United Telephone Company of Pennsylvania					
Exchange	Wire Center Code	2010 Pops	Square Miles	Pop Density	Coverage
ALLENSVILLE	ALVLPAXA	1705	22.73	75.0	None
BEDFORD	BDFRPAXB	9953	112.98	88.1	None
BEDFORD VALLEY	BDVYPAXB	1414	53.30	26.5	None
BEECH CREEK	BCCKPAXB	3767	150.16	25.1	Entire
BELLEVILLE	BLVLPAXB	4132	89.85	46.0	None
BIGLERVILLE	BIGVPAXB	10021	87.19	114.9	None
BLACKTOWN	BLTWPAXB	5296	48.58	109.0	None
BLAIN	BLINPAXB	3046	146.46	20.8	None

BLUE RIDGE SUMMIT	BLRSPAXB	3811	11.26	338.4	None
BRUIN	BRINPAXB	780	15.58	50.1	None
BUTLER	BTLRPAXB	49261	130.25	378.2	None
CARLISLE	CRLSPAXC	57328	148.55	385.9	None
CHAMBERSBURG	CHBGPAXC	49237	95.55	515.3	None
CHARLESVILLE	CLVLPAXC	1338	40.33	33.2	None
CHICORA	CHCRPAXC	5571	49.69	112.1	None
CLAYSBURG	CYBGPAXC	4373	34.18	127.9	None
CLEARVILLE	CLRVPAXC	2176	152.61	14.3	None
COLUMBIA	CLMAPAXC	17649	20.33	868.1	None
CONNOQUENESSING	CNQNPAXC	3493	20.49	170.5	None
DRY RUN	DYRNPAXD	4343	115.51	37.6	None
DUNCANNON	DNCNPAXD	9246	52.60	175.8	None
EAST WATERFORD	EWFRPAXE	2028	104.17	19.5	None
EAU CLAIRE	EUCLPAXE	1730	40.12	43.1	None
ELIZABETHTOWN	EZTWPAXE	30099	58.35	515.8	None
EMLENTON	EMTNPAXE	1571	31.84	49.3	None
EVANS CITY	EVCYPAXE	10707	31.49	340.0	None
EVERETT	EV RTPAXE	7101	77.89	91.2	None
FAIRFIELD	FRFDPAXF	7736	61.65	125.5	None
FAYETTEVILLE	FYVLPAXF	11277	63.52	177.5	None
FISHERTOWN	FSTWPAXF	5102	70.44	72.4	None
FOXBURG	FXBGPAXF	2571	49.47	52.0	None
GETTYSBURG	GTBGPAXG	26806	131.59	203.7	None
GREENCASTLE	GNCSPAXG	19063	75.97	250.9	None
HANOVER	HNVRPAXH	56417	84.37	668.7	None
HARRISVILLE	HRVLPAXH	3388	40.35	84.0	None
HEWITT	FLNTMDFS	405	31.74	12.8	None
HOPEWELL	HPWLPAXH	2237	40.95	54.6	None
HOWARD	HWRDPAXH	2853	45.07	63.3	Entire
HYNDMAN	HYNDPAXH	2849	58.93	48.3	None
ICKESBURG	ICBGPAXI	2545	46.51	54.7	None
LITTLESTOWN	LTTWPAXL	12416	47.48	261.5	None
LIVERPOOL	LVRPPAXL	2032	21.95	92.6	None
LOYSBURG	LYBGPAXL	2640	44.75	59.0	None
LOYSVILLE	LYSVPAXL	2337	35.81	65.3	None
MARIETTA	MRTTPAXM	9183	24.84	369.7	None
MARION	MARNPAXM	3487	18.34	190.1	None
MARKLESBURG	MKBGPAXM	1617	56.37	28.7	None
MARTINSBURG	MRBGPAXM	5258	31.70	165.8	None

MARYSVILLE	MYVIPAXM	5253	31.04	169.3	None
MCALISTERVILLE	MCLVPAXM	3450	39.65	87.0	None
MCCONNELLSBURG	MCBGPAXM	7935	164.05	48.4	None
MCCONNELLSTOWN	MNTWPAXM	1202	18.57	64.7	None
MERCERSBURG	MRCBPAXM	9368	118.42	79.1	None
MERIDIAN	MRDNPAXM	4096	9.11	449.6	None
MIFFLINTOWN	MFTWPAXM	7798	94.76	82.3	None
MILL HALL	MLHLPAXE	6954	90.94	76.5	Entire
MILLERSTOWN	MLTWPAXM	1678	26.39	63.6	None
MOUNT HOLLY SPRINGS	MHSPPAXM	9813	88.35	111.1	None
MOUNT JOY	MTJYPAXM	18530	37.02	500.5	None
MOUNTVILLE	MTVLPAXM	12999	12.66	1027.0	None
NEW BLOOMFIELD	NBFDPAXN	10809	89.90	120.2	None
NEW OXFORD	NWOXPAXN	13694	50.28	272.4	None
NEWBURG	NWBGPAZN	4079	47.91	85.1	None
NEWPORT	NWPTPAXN	8926	101.96	87.5	None
NEWVILLE	NVLCPAZN	12377	103.48	119.6	None
NIXON	NIXNPAXN	4296	21.98	195.5	None
NORTH WASHINGTON	NWSHPAXN	2132	39.89	53.4	None
ORBISONIA	ORBSPAXO	3646	124.77	29.2	None
OSTERBURG	OSBGPAXO	1839	36.91	49.8	None
PARKER	PRKRPAXP	623	9.79	63.7	None
PETROLIA	PTRLPAXP	1301	11.71	111.1	None
PLAIN GROVE	PAGVPAXP	1795	28.79	62.3	None
PORT ROYAL	PTRYPAXP	4990	68.51	72.8	None
PORTERSVILLE	PTVLPAXP	5374	60.02	89.5	None
PROSPECT	PRSPAPXP	4407	36.43	121.0	None
REEDSVILLE	RDVLPAXR	8375	129.47	64.7	None
ROARING SPRING	RRSPAPXR	5994	38.77	154.6	None
RICHFIELD	RCFDPAXR	3234	45.73	70.7	Partial
SAINT THOMAS	STTMPAXS	9316	94.70	98.4	None
SCHELLSBURG	SCBGPAXS	3200	100.15	32.0	None
SHADE GAP	SHGPPAXS	1391	36.75	37.8	None
SHIPPENSBURG	SHIPPAXS	29748	176.48	168.6	None
SLIPPERY ROCK	SLRKPAXS	12096	69.66	173.6	None
STATE LINE	CMLDMDCM	543	28.81	18.8	None
THOMPSONTOWN	TMTWPAXT	4173	66.35	62.9	None
THREE SPRINGS	THSPAPXT	2260	43.85	51.5	None
VOLANT	VLNTPAXV	2726	34.58	78.8	None
WAYNESBORO	WYBOPAXW	28990	89.27	324.7	None

WEST SUNBURY	WSNBPAW	3107	37.76	82.3	None
WILLIAMSBURG	WLBGPAXW	3706	64.12	57.8	None
YORK SPRINGS	YRSPAXY	5948	47.81	124.4	None
ZION	ZIONPAXZ	5057	47.43	106.6	Entire

(4) Windstream Pennsylvania, Inc.

Keystone seeks ETC designation in the Hughesville, Muncy, Montgomery, Port Matilda, Turbotville, and Watsonstown wire centers.

Windstream					
Exchange	Wire Center Code	2010 Pops	Square Miles	Pop Density	Coverage
ALBION	ALBNPAXA	7931	77.03	103.0	None
APOLLO	APLLPAXA	8278	52.21	158.5	None
BOBTOWN	BBTWPAXB	2574	35.15	73.2	None
BRAVE	BRVEPAXB	437	14.32	30.5	None
BROCKWAY	BCWYPAXB	5074	82.90	61.2	None
BROOKVILLE	BKVLPAWB	7622	84.48	90.2	None
CALLENSBURG	CALBPAXC	739	17.94	41.2	None
CARMICHAELS	CRMCPAXC	7115	65.35	108.9	None
COALPORT	CLPTPAXC	2927	37.37	78.3	None
COCHRANTON	CCHRPAXC	6369	110.27	57.8	None
COLVER	COVRPAXC	882	1.62	545.0	None
CONNEAUT LAKE	CNLKPAXC	8388	100.34	83.6	None
CONNEAUTVILLE	CNTVPAXC	5083	114.46	44.4	None
CORSICA	CRSCPAXC	1205	17.98	67.0	None
DARLINGTON	DRTNPAXD	1656	14.17	116.9	None
DAYTON	DAYTPAXD	3996	96.87	41.3	None
DELMONT	DLMTPAXD	5998	15.12	396.7	None
DRIFTWOOD	DRWDPAXD	780	240.26	3.2	None
EAST BRADY	EBRDPAXE	2354	35.36	66.6	None
ELDERTON	ELDRPAXE	5027	83.04	60.5	None
EMPORIUM	EMPRPAXE	4602	202.12	22.8	None
ENON VALLEY	ENVYPAXE	4960	54.53	91.0	None
EXPORT	EXPRPAXE	31792	48.39	657.0	None
FORD CITY	FDCYPAXF	8878	44.11	201.3	None
FREDERICKTOWN	FRTWPAXF	2628	9.47	277.5	None
FREDONIA	FRDNPAXF	3909	46.67	83.8	None
GLASGOW	GLGOPAXG	2029	51.01	39.8	None
GRAYSVILLE	GYVLPAXG	2298	113.65	20.2	None

GREENSBORO	GNBOPAXG	1758	17.23	102.0	None
GUYS MILLS	GYMLPAXG	2386	53.87	44.3	None
HARRISON CITY	HRCYPAXH	10565	15.71	672.7	None
HAWTHORN	HWTHPAXH	2120	44.82	47.3	None
HAZEN	HAZNPAXH	1902	126.13	15.1	None
HUGHESVILLE	HGHVPAXH	7775	87.46	88.9	Entire
JAMESTOWN	JMTWPAXJ	3529	51.72	68.2	None
JOHNSONBURG	JSBGPAJ	3100	21.74	142.6	None
KERSEY	KRSYPAXK	2703	44.62	60.6	None
KITTANNING	KTNGPAXK	16020	96.50	166.0	None
KNOX	KNOXPAXK	4952	74.47	66.5	None
LANSFORD	LNFRPAXL	10801	30.57	353.3	Partial
LEECHBURG	LCBGPAXL	12004	49.40	243.0	None
LINESVILLE	LNSVPAXL	4020	75.18	53.5	None
LUTHERSBURG	LUBGPAXL	2263	38.22	59.2	None
MEADVILLE	MDVLPAXM	27945	100.81	277.2	None
MIDWAY	MDWYPAXM	3413	26.87	127.0	None
MONTGOMERY	MTGMPAXE	5539	78.64	70.4	Entire
MOUNT MORRIS	MTMRPAXM	860	17.57	48.9	None
MUNCY	MNCYPAXM	10246	64.84	158.0	Entire
NEW ALEXANDRIA	NWAXPAXN	5999	54.03	111.0	None
NEW BETHLEHEM	NWBHPAXN	4787	82.29	58.2	None
NEW FREEPORT	NWFPPAXN	910	52.37	17.4	None
PENFIELD	PNFDPAXB	1431	63.71	22.5	None
PORT MATILDA	PTMTPAXP	8137	102.72	79.2	Entire
RICES LANDING	JFSNPAXJ	4783	25.64	186.6	None
RICHEYVILLE	RCYVPAXR	2365	14.03	168.5	None
RIDGWAY	RGWYPAXR	6547	168.12	38.9	None
RIMERSBURG	RMBGPAXR	2892	52.07	55.5	None
ROCKLAND	RKLDPAXR	1855	59.99	30.9	None
ROGERSVILLE	RRVLPAXR	1617	75.30	21.5	None
RURAL VALLEY	RRVYPAXR	3837	47.21	81.3	None
SAEGERTOWN	SAEGPAXS	5426	64.20	84.5	None
SAINT MARYS	STMYPAXS	14418	204.25	70.6	None
SANDY LAKE	SNLKPAXS	5123	76.78	66.7	None
SHEAKLEYVILLE	SHKVPAXS	3665	64.37	56.9	None
SHEFFIELD	SHFDPAXS	3710	240.92	15.4	None
SHIPPENVILLE	SPVLPAXS	1929	30.42	63.4	None
SIGEL	SIGLPAXS	1241	46.88	26.5	None
SLIGO	SLIGPAXS	1194	20.02	59.7	None

SPRAGGS	SPGGPAXS	769	25.27	30.4	None
STRATTANVILLE	SAVLPAXS	1846	46.61	39.6	None
SUMMERVILLE	SUVLPAXS	1757	44.90	39.1	None
TEMPLETON	TMTNPAXT	1273	36.48	34.9	None
TIMBLIN	TMBLPAXT	1200	37.60	31.9	None
TOWNVILLE	TWVLPAXT	2561	64.34	39.8	None
TURBOTVILLE	TUVPAXT	2856	30.16	94.7	Entire
WARRIORS MARK	WRMRPAXW	2526	37.32	67.7	None
WATSONTOWN	WTTWPAXW	13631	78.56	173.5	Entire
WAYNESBURG	WYBGPAXW	14303	115.65	123.7	None
WEEDVILLE	WEDVPAXW	1230	35.64	34.5	None
WEST SPRINGFIELD	WSPFPAXW	3175	36.21	87.7	None
WESTFORD	WSFRPAXW	2084	29.70	70.2	None
WILCOX	WLCXPAXW	909	82.12	11.1	None
WORTHINGTON	WOTNPAXW	5810	71.53	81.2	None

(5) Mahanoy & Mahantongo Telephone Co.

Keystone seeks ETC designation in the Mandata (LCKLPAXR) and Trevorton wire centers.

Mahanoy & Mahantongo Telephone Co.					
Exchange	Wire Center Code	2010 Pops	Square Miles	Pop Density	Coverage
MANDATA	LCKLPAXR	1343	33.46	40.1	Entire
MANDATA	MDTAPAXH	3453	61.01	56.6	Partial
TREVORTON	TRVRPAXR	3049	35.04	87.0	Entire

Keystone Seeks ETC designation in the entire study areas of the following rural telephone companies:

Buffalo Valley Telephone Co.

Exchange	Wire Center Code	2010 Pops	Square Miles	Pop Density	Coverage
MIFFLINBURG	HRTNPAXH	2913	81.2	35.9	ENTIRE
LEWISBURG	LWBGPAXL	21530	62.84	342.6	ENTIRE
MIFFLINBURG	MFBGPAXM	11029	110.09	100.2	ENTIRE
LEWISBURG	WMTNPAXW	3736	17.42	214.5	ENTIRE

Frontier Communications of Lakewood, LLC

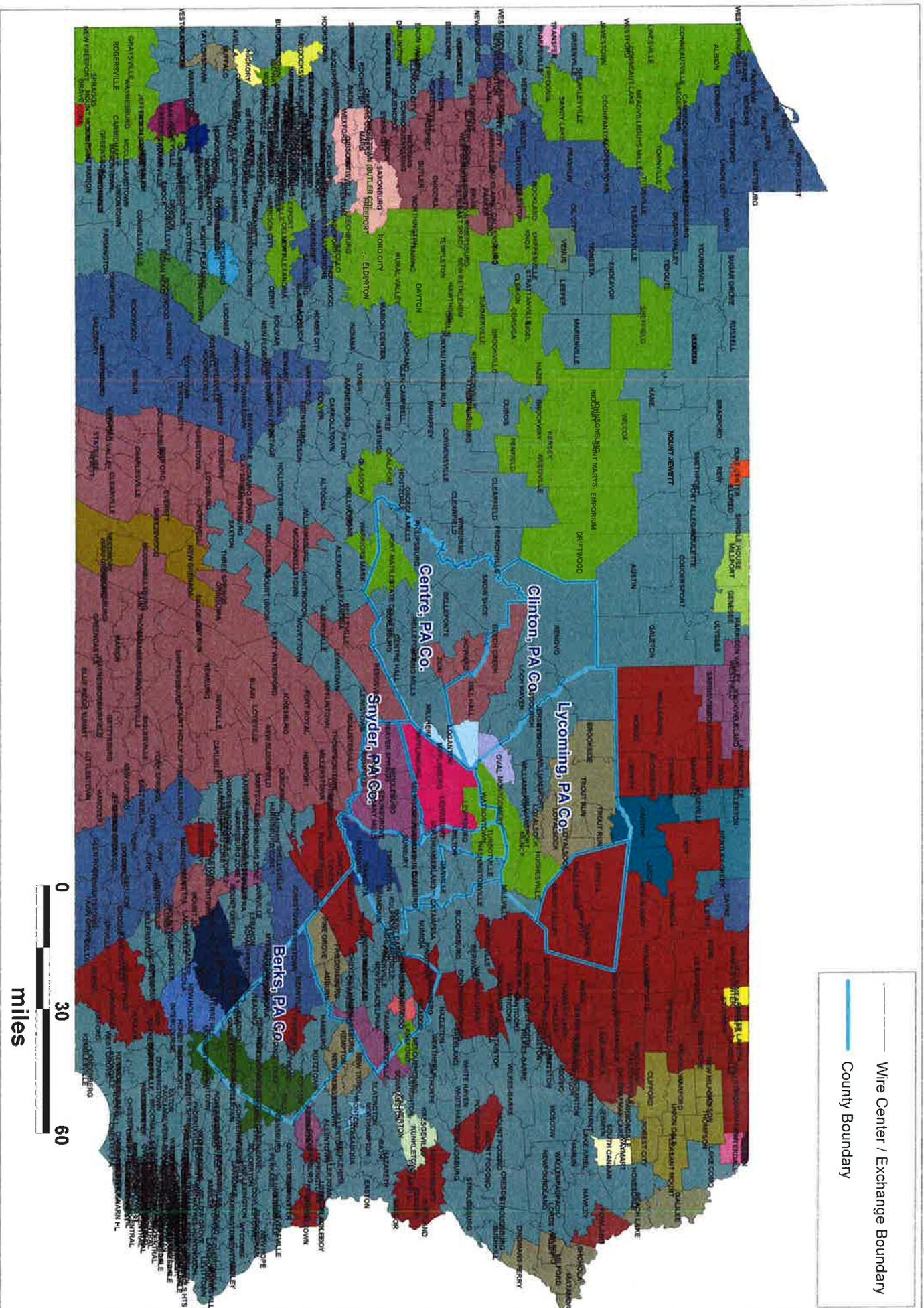
Exchange	Wire Center Code	2010 Pops	Square Miles	Pop Density	Coverage
LAKWOOD	LKWDPAXL	2595	24.79	104.7	ENTIRE

Pennsylvania Telephone Co.

Exchange	Wire Center Code	2010 Pops	Square Miles	Pop Density	Coverage
OVAL	OVALPAXO	3685	68.23	54.0	ENTIRE

Sugar Valley Telephone Co.

Exchange	Wire Center Code	2010 Pops	Square Miles	Pop Density	Coverage
LOGANTON	LGTPAXL	3293	86.02	38.3	ENTIRE



February 2, 2012

**Keystone ETC
Exchange / Wire Center**

- ARMSTRONG TELEPHONE CO. - NORTH
- ARMSTRONG TELEPHONE CO. OF PENNSYLVANIA
- BENTLEYVILLE COMM. CORP. DBA BENTLEYVILLE TELCO
- BUFFALO VALLEY TELEPHONE CO.
- CITIZENS TELECOMM CO OF NY DBA FRONTIER COMM OF NY
- CITIZENS TELEPHONE CO. OF KECKSBURG
- COMMONWEALTH TELEPHONE COMPANY
- CONESTOGA TELEPHONE & TELEGRAPH CO.
- DENVER & EPHRATA TELEPHONE & TELEGRAPH CO.
- DEPOSIT TELEPHONE CO., INC.
- FRONTIER COMMUNICATIONS OF BREEZEWOOD, LLC
- FRONTIER COMMUNICATIONS OF CANTON, LLC
- FRONTIER COMMUNICATIONS OF LAKEWOOD, LLC
- FRONTIER COMMUNICATIONS OF OSWAYO RIVER, LLC
- FRONTIER COMMUNICATIONS OF PENNSYLVANIA, LLC
- HANCOCK TELEPHONE CO. NY
- HICKORY TELEPHONE CO.
- IRONTON TELEPHONE CO.
- LACKAWAXEN TELECOMMUNICATIONS SERVICES, INC.
- LAUREL HIGHLAND TELEPHONE CO.
- MAHANNOY & MAHANTONGO TELEPHONE CO.
- MARIANNA - SCENERY HILL TELEPHONE CO.
- NORTH EASTERN PENNSYLVANIA TELEPHONE CO.
- NORTH PENN TELEPHONE CO.
- NORTH PITTSBURGH TELEPHONE CO.
- PALMERTON TELEPHONE CO.
- PENNSYLVANIA TELEPHONE CO.
- PYMATUNING INDEPENDENT TELEPHONE CO.
- SOUTH CANAAN TELEPHONE CO.
- SUGAR VALLEY TELEPHONE CO.
- UNITED TEL CO. OF PENNSYLVANIA
- VENUS TELEPHONE CORP
- VERIZON NORTH INC.-PA
- VERIZON NORTH INC.-PA (CONTEL)
- VERIZON NORTH INC.-PA (QUAKER ST)
- VERIZON PENNSYLVANIA, INC.
- WEST SIDE TELEPHONE CO.
- WINDSTREAM PENNSYLVANIA, INC.
- YUKON - WALITZ TELEPHONE CO.

**BEFORE THE
PENNSYLVANIA PUBLIC UTILITY COMMISSION**

In the Matter of)	
)	
Keystone Wireless, LLC d/b/a Immix Wireless)	
Petition for Designation as an)	Docket No. _____
Eligible Telecommunications Carrier)	
In the Commonwealth of Pennsylvania)	

CERTIFICATE OF SERVICE

I hereby certify that I have served a true copy of the foregoing document using first class mail upon the parties listed below, in accordance with the requirements of 52 Pa. Code § 1.54.

Pennsylvania Office of Consumer Advocate
555 Walnut Street
5th Floor, Forum Place
Harrisburg, Pennsylvania 17101-1923

Pennsylvania Office of Small Business Advocate
300 North Second Street
Suite 1102
Harrisburg, Pennsylvania 17101

Pennsylvania Office of the Attorney General
Bureau of Consumer Protection
Strawberry Square, 15th Floor
Harrisburg, Pennsylvania 17120

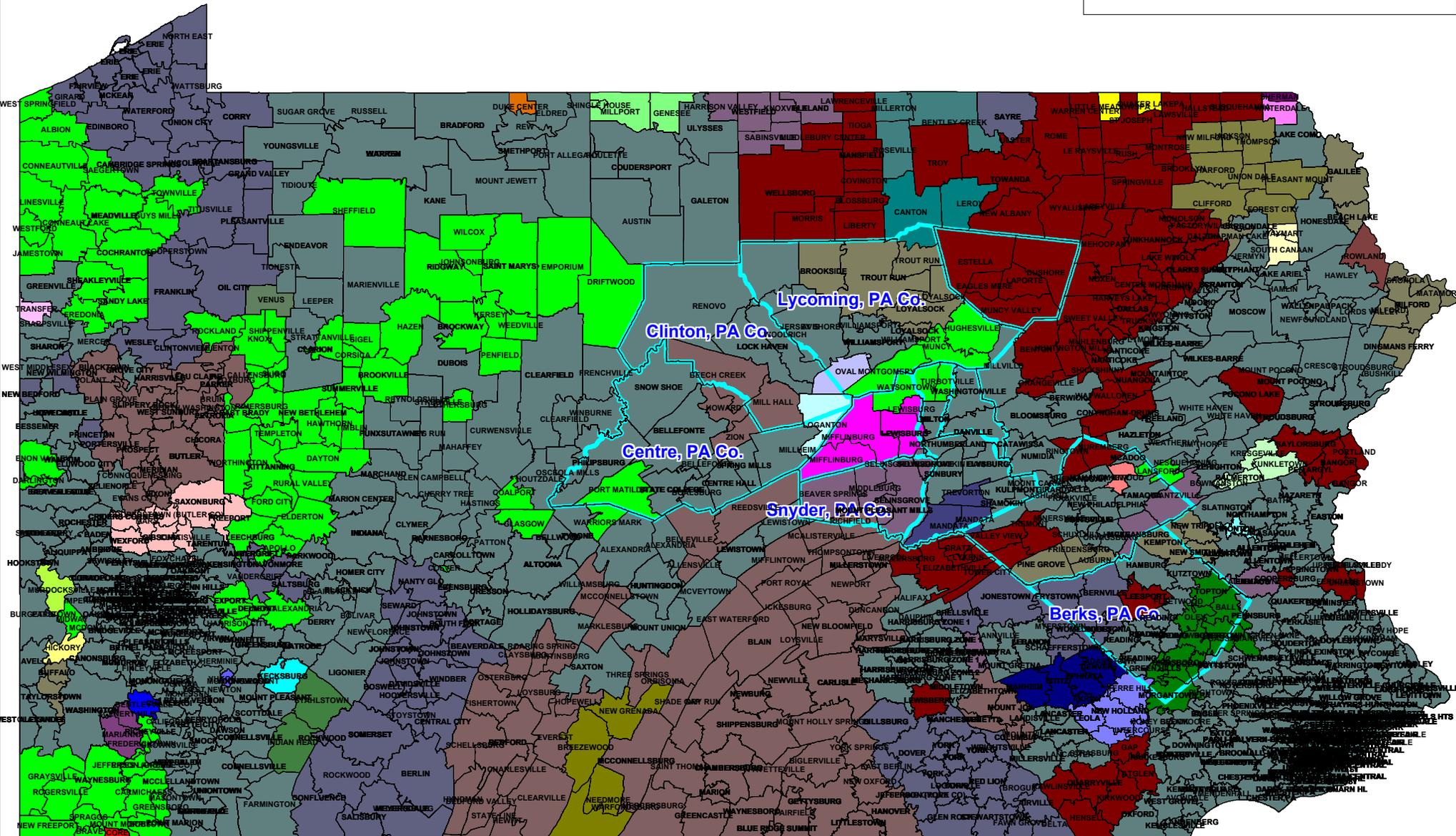


Caressa D. Bennet

*Counsel for Keystone Wireless, LLC
d/b/a Immix Wireless*

Dated this 6th day of February, 2012

— Wire Center / Exchange Boundary
— County Boundary



Keystone ETC Exchange / Wire Center

- ARMSTRONG TELEPHONE CO. - NORTH
- ARMSTRONG TELEPHONE CO. OF PENNSYLVANIA
- BENTLEYVILLE COMM. CORP. DBA BENTLEYVILLE TELCO
- BUFFALO VALLEY TELEPHONE CO.
- CITIZENS TELECOMM CO OF NY DBA FRONTIER COMM OF NY
- CITIZENS TELEPHONE CO. OF KECKSBURG
- COMMONWEALTH TELEPHONE COMPANY
- CONESTOGA TELEPHONE & TELEGRAPH CO.
- DENVER & EPHRATA TELEPHONE & TELEGRAPH CO.
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- FRONTIER COMMUNICATIONS OF OSWAYO RIVER, LLC
- FRONTIER COMMUNICATIONS OF PENNSYLVANIA, LLC
- HANCOCK TELEPHONE CO. NY
- HICKORY TELEPHONE CO.
- IRONTON TELEPHONE CO.
- LACKAWAXEN TELECOMMUNICATIONS SERVICES, INC.
- LAUREL HIGHLAND TELEPHONE CO.
- MAHANAY & MAHANTONGO TELEPHONE CO.
- MARIANNA - SCENERY HILL TELEPHONE CO.
- NORTH EASTERN PENNSYLVANIA TELEPHONE CO.
- NORTH PENN TELEPHONE CO.
- NORTH PITTSBURGH TELEPHONE CO.
- PALMERTON TELEPHONE CO.
- PENNSYLVANIA TELEPHONE CO.
- PYMATUNING INDEPENDENT TELEPHONE CO.
- SOUTH CANAAN TELEPHONE CO.
- SUGAR VALLEY TELEPHONE CO.
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- VERIZON NORTH INC.-PA
- VERIZON NORTH INC.-PA (CONTEL)
- VERIZON NORTH INC.-PA (QUAKER ST)
- VERIZON PENNSYLVANIA, INC.
- WEST SIDE TELEPHONE CO.
- WINDSTREAM PENNSYLVANIA, INC.
- YUKON - WALTZ TELEPHONE CO.