

NOWALSKY, BRONSTON & GOTHARD

A Professional Limited Liability Company

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October 8, 2012

VIA ELECTRONIC FILING

Marlene H. Dortch, Secretary
Federal Communications Commission
445 12th Street, SW
Washington, D.C. 20554

RE: Docket No. CC-00-257
Applewood Communications Corporation and Telrite Corporation

Dear Sir/Madam:

By this letter, Nowalsky, Bronston & Gothard, APLLC ("NBG") hereby provides notice on behalf of Applewood Communications Corporation ("Applewood") and Telrite Corporation ("Telrite") pursuant to Section 64.1120(e) of the Commission's Rules of the pending transfer of assets from Applewood to Telrite. The parties propose a transaction whereby Telrite will acquire all of the assets from Applewood, including its customer accounts. In accordance with the requirements of Section 64.1120(e), NBG submits the following information on behalf of the parties:

1. Name of parties to transaction:

Transferring Carrier: Applewood Communications Corporation
("Applewood")

Acquiring Carrier: Telrite Corporation ("Telrite")

Applewood and Telrite are not affiliates as defined by Section 3(1) of the Communications Act, as Amended. 47 U.S.C. § 153(1).

2. Types of telecommunications services to be affected:

Interstate, international and intrastate interexchange services

3. Date of Transfer:

Approximately November 10, 2012

4. Certificate of compliance:

Attached hereto as Exhibit A is Applewood's certification of compliance with the requirement to provide advance subscriber notice in accordance with §64.1120(e)(3), with the obligations specified in that notice, and with other statutory and Commission requirements that apply to this streamlined process.

5. Copy of notice sent to affected subscribers:

Attached hereto as Exhibit B is the notice sent by Applewood to affected customers.

An additional copy has been enclosed to be date-stamped and returned in the envelope provided as evidence of the filing.

Should you have any questions, please contact the undersigned.

Respectfully submitted,

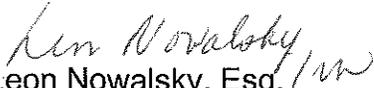

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EXHIBIT A

Applewood Communications Corporation
1057 Bill Tuck Highway, Suite 224
South Boston, VA 24592

CERTIFICATION

Applewood Communications Corporation certifies that it has complied with all requirements of 47 C.F.R. 64.1120(e) including providing the advance subscriber notice in accordance with 47 C.F.R. 64.1120(e)3, with the obligations specified in that notice, and with other statutory and Commission requirements that apply to the streamlined process for acquisition of the subscriber base of a another telecommunications carrier.

Applewood Communications Corporation

By: 

Courtland G. Miller, CEO

Date: 10-8-2012

EXHIBIT B

Customer Notice/Bill Insert

Dear Customer:

Applewood Communications Corporation ("Applewood") has signed a definitive agreement to be acquired by Telrite Corporation ("Telrite"). This transaction requires certain regulatory approvals in order to be complete. The companies expect the transaction to be completed by November 10, 2012.

The change in the ownership of Applewood will not affect or disrupt your current service in any way. You can expect the same outstanding level of service and customer care as well as additional resources that will be leveraged to ensure that you receive the highest levels of customer support. In addition your rates and the terms and conditions of your existing service will remain the same.

You will not incur any carrier-change charges from your local telephone company as a result of this transaction. If Applewood is your long distance provider and such a charge appears on the bill from your local telephone company, please call the customer service department toll-free at **(866) 890-4135** and a representative will reimburse you or credit your account accordingly. Telrite Corporation will be responsible for any outstanding Applewood inquiries or complaints following the date the transfer becomes effective.

You have a choice of telecommunications service providers and have the right to choose another provider for your services. If you decide to switch to a different provider and you have **not** informed Applewood by the date of the transfer, your service will continue with and will be serviced by Telrite.

Telrite welcomes you and appreciates the opportunity to be your telecom provider. The combined Telrite and Applewood teams look forward to continuing to provide your business with world-class customer service and the most reliable, cutting-edge business-grade telecommunication services available today.

Telrite is a premier provider of long distance and local exchange services for residential and business clients across the US. To learn more about Telrite please visit www.telrite.com

If you have any questions, please contact a Telrite customer service representative at 866-890-4135.

Sincerely,

Courtland G. Miller

Chief Executive Officer
Applewood Communications Corporation

Reggie McFarland

Chief Executive Officer
Telrite Corporation