

READ INSTRUCTIONS CAREFULLY
BEFORE PROCEEDING

FEDERAL COMMUNICATIONS COMMISSION
REMITTANCE ADVICE
FORM 159

Approved by OMB
3060-0589
Page No 1 of 2

(1) LOCKBOX # 979091		SPECIAL USE ONLY	
		FCC USE ONLY	
SECTION A - PAYER INFORMATION			
(2) PAYER NAME (if paying by credit card enter name exactly as it appears on the card) Maureen R. Jeffreys		(3) TOTAL AMOUNT PAID (U.S. Dollars and cents) \$1,050.00	
(4) STREET ADDRESS LINE NO. 1 555 12th Street, NW			
(5) STREET ADDRESS LINE NO. 2			
(6) CITY Washington		(7) STATE DC	(8) ZIP CODE 20004
(9) DAYTIME TELEPHONE NUMBER (include area code) 202-942-6608		(10) COUNTRY CODE (if not in U.S.A.)	
FCC REGISTRATION NUMBER (FRN) REQUIRED			
(11) PAYER (FRN) 0017182627		(12) FCC USE ONLY	
IF MORE THAN ONE APPLICANT, USE CONTINUATION SHEETS (FORM 159-C) COMPLETE SECTION BELOW FOR EACH SERVICE, IF MORE BOXES ARE NEEDED, USE CONTINUATION SHEET			
(13) APPLICANT NAME Goodman Networks Incorporated			
(14) STREET ADDRESS LINE NO. 1 6400 International Parkway			
(15) STREET ADDRESS LINE NO. 2 Suite 1000			
(16) CITY Plano		(17) STATE TX	(18) ZIP CODE 75093
(19) DAYTIME TELEPHONE NUMBER (include area code) 972-406-9692		(20) COUNTRY CODE (if not in U.S.A.)	
FCC REGISTRATION NUMBER (FRN) REQUIRED			
(21) APPLICANT (FRN) 0022754998		(22) FCC USE ONLY	
COMPLETE SECTION C FOR EACH SERVICE, IF MORE BOXES ARE NEEDED, USE CONTINUATION SHEET			
(23A) CALL SIGN/OTHER ID	(24A) PAYMENT TYPE CODE CDT	(25A) QUANTITY	
(26A) FEE DUE FOR (PTC) \$1,050.00	(27A) TOTAL FEE \$1,050.00	FCC USE ONLY	
(28A) FCC CODE 1		(29A) FCC CODE 2	
(23B) CALL SIGN/OTHER ID	(24B) PAYMENT TYPE CODE	(25B) QUANTITY	
(26B) FEE DUE FOR (PTC)	(27B) TOTAL FEE	FCC USE ONLY	
(28B) FCC CODE 1		(29B) FCC CODE 2	
SECTION D - CERTIFICATION			
CERTIFICATION STATEMENT I, <u>Maureen R. Jeffreys</u> , certify under penalty of perjury that the foregoing and supporting information is true and correct to the best of my knowledge, information and belief.			
SIGNATURE <u>Maureen R. Jeffreys</u>		DATE <u>6/14/13</u>	
SECTION E - CREDIT CARD PAYMENT INFORMATION			

PAID BY CREDIT CARD

FEDERAL COMMUNICATIONS COMMISSION REMITTANCE ADVICE (CONTINUATION SHEET) FORM 159-C Page No <u>2</u> of <u>2</u>		SPECIAL USE
		FCC USE ONLY
USE THIS SECTION ONLY FOR EACH ADDITIONAL APPLICANT SECTION BB-- ADDITIONAL APPLICANT INFORMATION		
(13) APPLICANT NAME Multiband Corporation		
(14) STREET ADDRESS LINE NO. 1 5605 Green Circle Drive		
(15) STREET ADDRESS LINE NO. 2		
(16) CITY Minnetonka	(17) STATE MN	(18) ZIP CODE 55343
(19) DAYTIME TELEPHONE NUMBER (include area code) 763-504-3000	(20) COUNTRY CODE (if not in U.S.A.)	
FCC REGISTRATION NUMBER (FRN) REQUIRED		
(21) APPLICANT (FRN) 0016349581	(22) FCC USE ONLY	
COMPLETE SECTION C FOR EACH SERVICE, IF MORE BOXES ARE NEEDED, USE CONTINUATION SHEET		
(23A) CALL SIGN/OTHER ID	(24A) PAYMENT TYPE CODE	(25A) QUANTITY
(26A) FEE DUE FOR (PTC)	(27A) TOTAL FEE	FCC USE ONLY
(28A) FCC CODE 1	(29A) FCC CODE 2	
(23B) CALL SIGN/OTHER ID	(24B) PAYMENT TYPE CODE	(25B) QUANTITY
(26B) FEE DUE FOR (PTC)	(27B) TOTAL FEE	FCC USE ONLY
(28B) FCC CODE 1	(29B) FCC CODE 2	
(23C) CALL SIGN/OTHER ID	(24C) PAYMENT TYPE CODE	(25C) QUANTITY
(26C) FEE DUE FOR (PTC)	(27C) TOTAL FEE	FCC USE ONLY
(28C) FCC CODE 1	(29C) FCC CODE 2	
(23D) CALL SIGN/OTHER ID	(24D) PAYMENT TYPE CODE	(25D) QUANTITY
(26D) FEE DUE FOR (PTC)	(27D) TOTAL FEE	FCC USE ONLY
(28D) FCC CODE 1	(29D) FCC CODE 2	
(23E) CALL SIGN/OTHER ID	(24E) PAYMENT TYPE CODE	(25E) QUANTITY
(26E) FEE DUE FOR (PTC)	(27E) TOTAL FEE	FCC USE ONLY
(28E) FCC CODE 1	(29E) FCC CODE 2	
(23F) CALL SIGN/OTHER ID	(24F) PAYMENT TYPE CODE	(25F) QUANTITY
(26F) FEE DUE FOR (PTC)	(27F) TOTAL FEE	FCC USE ONLY
(28F) FCC CODE 1	(29F) FCC CODE 2	

June 14, 2013

Via Overnight Delivery

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

Re: *In the Matter of Multiband Corporation Application for Authority to Transfer
Control of Blanket Domestic Section 214 Authorization*

Dear Sir or Madam:

Please find enclosed the original and six (6) copies for filing with the Commission of the application for transfer of control of the blanket Domestic Section 214 Authorization of Multiband Subscriber Services, Inc. (FRN: 0022763957) from Multiband Corporation (FRN: 0016349581) to Goodman Networks Incorporated (FRN: 0022754998). Also enclosed is a completed Fee Remittance Form 159 authorizing a credit card charge for the required \$1,050.00 filing fee.

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

Respectfully submitted,



Maureen R. Jeffreys
Counsel for Goodman Networks Incorporated

ORIGINAL

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

In the Matter of)
)
MULTIBAND CORPORATION) WC Docket No. _____
)
Application for Authority to Transfer)
Control of Blanket Domestic Section 214)
Authorization)

DOMESTIC APPLICATION FOR STREAMLINED CONSENT TO TRANSFER OF CONTROL

Pursuant to Section 214 of the Communications Act of 1934, as amended (the “Act”),¹ and Section 63.04 of the Commission’s rules,² this Application seeks the streamlined consent of the Federal Communications Commission (the “Commission”) to the transfer of control of the blanket Domestic Section 214 Authorization of Multiband Subscriber Services, Inc. (FRN: 0022763957) from Multiband Corporation (FRN: 0016349581, together with Subscriber Services, Inc., “Multiband”) to Goodman Networks Incorporated (“Goodman”, FRN: 0022754998) (together, the “Applicants”). The Applicants respectfully request that this Application receive streamlined processing under Section 63.03 of the Commission’s Rules.³

Multiband is a publicly held company that serves as a leading home service provider for DIRECTV and the nation’s largest DIRECTV Master System Operator for Multiple Dwelling Units (“MDUs”). In connection with its MSO services to MDUs, Multiband provides satellite video, broadband Internet access and, in select locations in Minnesota, a limited amount of resold local and long distance voice services to MDU properties. Goodman is a

¹ 47 U.S.C. § 214.
² 47 C.F.R. § 63.04(a).
³ 47 C.F.R. § 63.03.

telecommunications services company that helps its customers engineer, deploy, integrate, and maintain complex and converging networks. Goodman currently does not provide voice, video, or Internet access services.

The proposed transaction will be accomplished by the merger of Multiband with and into Manatee Merger Sub Corporation, a wholly owned subsidiary of Goodman. Manatee Merge Sub Corporation will then cease to exist as a separate corporate entity. Upon consummation of the merger Multiband will continue as a wholly-owned subsidiary of Goodman. The Applicants seek streamlined processing of this Application pursuant to Section 63.03 of the Commission's Rules.⁴

In support of the Application, and as required by Section 63.04(a) of the Commission's Rules,⁵ the Applicants submit the following information:

(1) Name, address and telephone number of each applicant;

Multiband:

Multiband Corporation
5605 Green Circle Drive
Minnetonka, MN 55343
(763) 504-3000

Goodman:

Goodman Networks Incorporated
6400 International Parkway, Suite 1000
Plano, TX 75093
(972) 406-9692

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

Multiband is a corporation organized under the laws of the State of Minnesota.

Goodman is a corporation organized under the laws of the State of Texas.

⁴ 47 C.F.R. § 63.03.

⁵ 47 C.F.R. § 63.04(a).

- (3) **Name, title, post office address, and telephone number of the officer or contact point to whom correspondence concerning the application is to be addressed:**

Multiband:

Steven Bell
Chief Financial Officer
Multiband Corporation
5605 Green Circle Drive
Minnetonka, MN 55343
(763) 504-3051

Goodman:

Jimmy D. Hulett, Jr., Esq.
General Counsel
Goodman Networks Incorporated
6400 International Parkway, Suite 1000
Plano, TX 75093
(210) 872-6320

- (4) **Name, address, citizenship and principal business of any person or entity that directly or indirectly owns at least ten (10) percent of the equity of the applicants:**

Multiband:

Based solely on Securities and Exchange Commission (“SEC”) filings, the following individuals hold a 10 percent (10%) or greater direct or indirect ownership interest in Multiband:

J. Carlo Cannell
P.O. Box 3459
Jackson, WY 83001
Citizenship unknown⁶
Principal Business: Cannell Capital LLC
13.02% Beneficial Owner

Goodman:

The following individuals hold a 10 percent (10%) or greater direct or indirect ownership interest in Goodman:

John Goodman
Goodman Networks Incorporated
6400 International Parkway, Suite 1000

⁶ The SEC filings do not appear to indicate Mr. Cannell’s citizenship.

Plano, TX 75093
U.S. Citizen
Principal Business: Goodman Networks Incorporated
30.7% Beneficial Owner

Ron Hill
Goodman Networks Incorporated
6400 International Parkway, Suite 1000
Plano, TX 75093
U.S. Citizen
Principal Business: Goodman Networks Incorporated
15.7% Beneficial Owner

Jason Goodman
Goodman Networks Incorporated
6400 International Parkway, Suite 1000
Plano, TX 75093
U.S. Citizen
Principal Business: Goodman Networks Incorporated
19.2% Beneficial Owner

Joseph Goodman
Goodman Networks Incorporated
6400 International Parkway, Suite 1000
Plano, TX 75093
U.S. Citizen
Principal Business: Goodman Networks Incorporated
10.7% Beneficial Owner

Jonathan Goodman
25 Stirrup Drive
Belton, TX 76513
U.S. Citizen
Principal Business: Goodman Networks Incorporated
12.1% Beneficial Owner

James Goodman
Genesis Networks
Global Headquarters
600 N. Loop 1604 East
San Antonio, TX 78232
U.S. Citizen
Principal Business: Genesis Networks
15.0% Beneficial Owner

(5) Certification pursuant to §§ 1.2001 through 1.2003 that no party to the application is subject to denial of Federal benefits pursuant to Section 5301 of the Anti-Drug Abuse Act of 1988:

Multiband and Goodman hereby certify, pursuant to 47 C.F.R. §§ 1.2001-1.2003, that to the best of their knowledge, information, and belief, no party to the Application is subject to denial of federal benefits pursuant to section 5301 of the Anti-Drug Abuse Act of 1988, 21 U.S.C. § 862.

(6) Description of the transaction:

On May 21, 2013, Goodman and Multiband executed an Agreement and Plan of Merger (“Agreement”). Under that Agreement, Goodman Networks will purchase all of the outstanding shares of common stock, redeem all of Multiband’s outstanding preferred stock, and repay Multiband’s outstanding bank indebtedness in an all-cash transaction.⁷ Multiband will merge with and into Manatee Merger Sub Corporation, a Minnesota corporation and a wholly owned subsidiary of Goodman. Manatee Merge Sub Corporation will then cease to exist as a separate corporate entity. Upon consummation of the merger, Multiband will continue as a wholly-owned subsidiary of Goodman, and Multiband’s MDU customers who currently subscribe to voice services will experience no change in those services.

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

Multiband provides resale local and long distance voice services to approximately 25 MDU properties in the following counties in the state of Minnesota: Hennepin, Ramsey, Dakota, and Washington.

Goodman does not provide any telecommunications services to the public.

⁷ Under the terms of the Agreement, for a period of 45 calendar days, Multiband may solicit alternative proposals from third parties.

(8) Statement as to how the application fits into one or more of the presumptive streamlined categories in Section 63.03 or why it is otherwise appropriate for streamlined treatment:

This application is eligible for streamlined processing pursuant to Section 63.03(b)(1)(ii) of the Commission's Rules,⁸ because the transferee, Goodman (including its affiliates, as that term is defined in Section 3(1) of the Act), is not a telecommunications provider. In addition, the application is eligible for streamlined processing pursuant to Section 63.03(b)(2) of the Commission's Rules,⁹ because (1) the proposed transaction will result in Goodman (including its affiliates) having a market share in the interstate, interexchange market of less than 10 percent; (2) post-transaction, Goodman through its Multiband subsidiaries will provide competitive telephone exchange services or exchange access services exclusively in geographic areas served by a dominant local exchange carrier that is not a party to the transaction; and (3) neither Goodman, Multiband, nor any of their respective affiliates is regulated as dominant with respect to any service.

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

As part of this same transaction, the Applicants have filed an application (File no. 0005819539) to transfer control of nationwide license WQPC241 in the 3650-3700 MHz service, held by Multiband Engineering and Wireless, Midwest, Inc. from Multiband to Goodman. No other applications have been filed with the Commission related to this transaction.

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

Not applicable.

⁸ 47 C.F.R. § 63.03(b)(1)(i).

⁹ 47 C.F.R. § 63.03(b)(2).

(12) Identification of any separately filed waiver requests being sought in conjunction with the transaction:

None.

(13) Statement showing how grant of the application will serve the public interest, convenience and necessity, including any additional information that may be necessary to show the effect of the proposed transaction on competition in domestic markets:

Prompt grant of this application will allow the planned corporate merger to proceed, with Multiband continuing to operate under the ownership of Goodman. The transaction presents no competitive concerns that should delay Commission approval of the transaction, as Multiband offers service only on a resale basis and in a limited number of locations in Minnesota, and Goodman does not currently offer telecommunications services. Following consummation of the transaction, the limited number of MDU customers of Multiband who subscriber to resold voice services will continue to receive the same high-quality telecommunications services at the same rates, terms, and conditions as they did before the transaction. Through Goodman, Multiband will have a stable financial foundation, enabling it to compete effectively and continue to provide high-quality telecommunications services to MDU residents. Accordingly, the public interest will be served by grant of this application.

Conclusion

For the reasons stated above, the Applicants respectfully request that the Commission promptly grant this Application.

By: Maureen R. Jeffrey

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555 12th St. NW
Washington, D.C. 20004
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COUNSEL FOR GOODMAN
NETWORKS INCORPORATED

Philip T. Colton

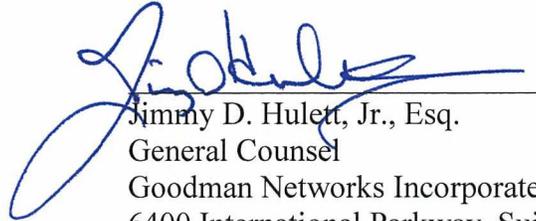
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Minneapolis, MN 55402
Tel: (612) 604-6729
Fax: (612) 604-6929
pcolton@winthrop.com

COUNSEL FOR MULTIBAND
CORPORATION

Date: June 14, 2013

DECLARATION

I, Jimmy D. Hulett, Jr., hereby declare under penalty of perjury that I have read the foregoing "Domestic Application for Streamlined Consent to Transfer of Control," and that the information contained therein regarding Goodman Networks Incorporated is true and correct to the best of my knowledge, information, and belief.



Jimmy D. Hulett, Jr., Esq.
General Counsel
Goodman Networks Incorporated
6400 International Parkway, Suite 1000
Plano, TX 75093
(210) 872 6320

Date: June 12, 2013

DECLARATION

I, Steven Bell, hereby declare under penalty of perjury that I have read the foregoing “Domestic Application for Streamlined Consent to Transfer of Control,” and that the information contained therein regarding Multiband Corporation and its subsidiaries is true and correct to the best of my knowledge, information, and belief.



Steven Bell
Chief Financial Officer
Multiband Corporation
5605 Green Circle Drive
Minnetonka, MN 55343
(763) 504-33051

Date: June 12, 2013