



Control Number: 50437



Item Number: 1

Addendum StartPage: 0

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January 10, 2020

VIA PUCT INTERCHANGE SYSTEM AND OVERNIGHT COURIER

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Austin, Texas 78711-3326

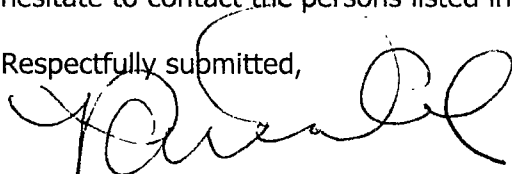
Re: Application to Relinquish and Terminate the State-Issued Certificate of Franchise Authority of NTS Telephone Company, LLC (SICFA No. 90037)

Dear Sir or Madame:

Enclosed for filing with the Commission are an original and six (6) copies of the above-referenced Application to Relinquish and Terminate the State-Issued Certificate of Franchise Authority of NTS Telephone Company, LLC. Six (6) copies are bound in a three-ring binder as required by the Commission's Procedural Rules. The original has not been bound, tabbed or hole-punched so that Central Records can scan it into its system. The Application has also been filed on the PUCT InterChange System.

Please date-stamp and return the extra copy in the envelope provided. Please do not hesitate to contact the persons listed in the Application if you have any questions.

Respectfully submitted,



Catherine Wang
Brett P. Ferenchak
Patricia Cave

Counsel for Applicant

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TITLE PAGE

APPLICATION FOR OR AMENDMENT TO A STATE-ISSUED CERTIFICATE OF FRANCHISE AUTHORITY (SICFA)

PROJECT NO. _____

CERTIFICATE NOs. 90037 (If an Amendment)

APPLICANT: NTS Telephone Company, LLC

Authorized Company Representative:

Catherine Wang
Brett P. Ferenchak
Morgan, Lewis & Bockius LLP
1111 Pennsylvania Ave, N.W.
Washington, DC 20004-2541
202-739-3000 (tel)
202-739-3001 (fax)
catherine.wang@morganlewis.com
brett.ferenchak@morganlewis.com

Regulatory Contact:

Keith Davidson, CFO
c/o Vast Broadband
912 South Main Street Suite 106
Sikeston, MO 63801
573-481-2265 (tel)
keith.davidson@vastbroadband.com

Emergency Contact:

Same as Regulatory Contact.

AFFIDAVIT

STATE OF MISSOURI §

§

COUNTY OF SCOTT §

My name is J. Keith Davidson. I am an Officer of NTS Communications, LLC, successor-in-interest to NTS Telephone Company, LLC (together, the "Company"). My personal knowledge of the facts stated herein has been derived from my employment with the Company.

I swear or affirm that I have personal knowledge of the facts stated in this Application for a State-Issued Certificate of Franchise Authority (SICFA), that I am competent to testify to them, and that I have the authority to make this Application on behalf of the Applicant. I further swear or affirm that the Company:

- f. has filed or will timely file with the Federal Communications Commission all forms required by that agency in advance of offering cable service or video service in Texas;
- g. agrees to comply with all applicable federal and state statutes and regulations;
- h. agrees to comply with all applicable municipal regulations regarding the use and occupation of public rights-of-way in the delivery of the cable service or video service, including the police powers of the municipalities in which the service is delivered;
- i. has provided the names of its principal executive officers and its principal business address; and
- j. has included a clear, complete and definitive description of the service area footprint it is requesting to serve within any municipality and/or unincorporated area within Texas.

I swear or affirm that all of the statements and representations made in this Application for a SICFA are true and correct. I also swear or affirm that the Company understands and will comply with all requirements of law applicable to a Cable and/or Video Service Provider's SICFA.



(Signature)

J. Keith Davidson
Chief Financial Officer

SWORN TO AND SUBSCRIBED before me on the 7th day of January, 2020.

Notary Public In and For the State of MISSOURI

My commission expires: 7-30-21



1. a. Check applicable category:

☐ Cable Service Provider
☐ Video Service Provider
☒ Cable and Video Service Provider

☒ Amendment to SICFA Certification – SICFA No. **90037**

- b. If you are filing an amendment to an existing SICFA, please check one or more of the following amendment categories requested in this filing:

☐ Change in Type of Provider (Cable, Video, or Cable and Video)
☐ Name Change (Additional d/b/as or New Name)
☐ Expansion of Service Area Footprint
☒ Transfer in Ownership/Control
☒ Other (Explain below) – **Relinquishment and Termination of SICFA No. 90037**

- c. Provide a description of the amendment(s) requested in Question 1(b) above.

This Application seeks Commission approval, to the extent required, to relinquish and terminate SICFA No. 90037 held by NTS Telephone Company, LLC (“NTS-Tel”) effective January 1, 2020.

Effective December 31, 2019, NTS-Tel merged with and into NTS Communications, LLC (“NTS-Comm,” together with NTS-Tel, the “Parties”), an affiliate of NTS-Tel, with NTS-Comm surviving the merger (the “*Pro Forma Consolidation*”). As a result of the *Pro Forma Consolidation*, NTS-Tel ceased to exist as a separate entity and no longer requires its SICFA. NTS-Comm has filed an application for amendment to its SICFA to incorporate NTS-Tel’s Service Area Footprint into NTS-Comm’s SICFA No. 90011. See Tracking No. J7MYPZDX.

Since NTS-Tel does not exist or provide cable and video services in Texas under its SICFA, the relinquishment and termination of NTS-Tel’s SICFA is reasonable and necessary and will not be disruptive to the present or future public interest, convenience and necessity. Diagrams depicting the *Pro Forma Consolidation* and the current ownership structure of the Parties are provided as Exhibit A.

2. Provide the following information:

a. Principal business address; (*street address, city, state and zip code*):

**912 South Main Street Suite 106
Sikeston, MO 63801**

b. Main business telephone number: **573-481-2263**

c. Toll-free customer service telephone number: **800-658-2150**

d. Fax number: **573-475-9460**

e. Email address: keith.davidson@vastbroadband.com

f. Mailing address, if different from principal business address (*street address, city, state and zip code*):

Please see response to Question 2(a).

g. Name and title of Applicant's principal executive officers.

Prior to the *Pro Forma Consolidation*, the officers of NTS-Tel were:

CEO and President	Jim Gleason
Sr. Vice Pres. and COO	Larry Eby
CFO & Secretary	Keith Davidson

3. State one principal name and any d/b/as in which the Applicant requests the Commission to issue the SICFA in or in which the Applicant currently holds a Cable and/or Video service provider certification.

(NOTE: The certificated name can be the Applicant's legal name, a d/b/a, or an assumed name as long as the requested name(s) is properly registered to do business within the State of Texas. The SICFA holder MUST use ONLY the name(s) and/or d/b/a(s) granted in its SICFA on all bills, advertisements or communications with the public and the Commission. Name changes require an amendment to an existing SICFA.)

NTS-Tel merged with and into NTS Communications, LLC effective December 31, 2019 and NTS-Tel ceased to exist as a separate entity. Therefore, this Application seeks Commission approval, to the extent required, to relinquish and terminate NTS-Tel's SICFA effective January 1, 2020.

4. As stated in PURA Sec. §66.004(a), an applicant is not eligible to seek a SICFA until the expiration date of an existing municipal franchise agreement for a requested Service Area Footprint. To meet this eligibility requirement, Commission Staff has determined that an Applicant may file an application for a SICFA within 17 business days of the expiration date of its existing municipal franchise agreement. To determine eligibility, the Commission Staff requires the following information:

- a. Is the Service Area Footprint requested in this application currently or previously under a municipal franchise agreement entered into by this applicant or an affiliate of this applicant? If yes, answer question (b).

Not applicable.

- b. What is or was the expiration date of the municipal franchise agreement for the requested Service Area Footprint?

Not applicable.

5. Provide a clear, complete and definitive description of the requested Service Area Footprint (SAF) for any municipality(ies) and/or unincorporated area(s) within the State of Texas. *[SAF descriptions shall include one or more of the following descriptions: state line, county line(s), municipalities/city limit(s), subdivision(s), roadway(s), street(s), block(s), street address(s), metes and bounds, or a detailed map(s) properly highlighted and labeled.]* Expansions to SAFs shall be made by filing an amendment to an existing SICFA. The amendment application shall require a clear, complete and definitive description of the expansion of the SAF. *(For SAF amendments indicate the existing certificated SAF as well as any requested revisions to that existing SAF.)*

Not applicable – This Application seeks to relinquish SICFA No. 90037 of NTS-Tel as a result of its consolidation into NTS-Comm and does not seek modification of NTS-Tel's Service Area Footprint.

6. The Applicant shall agree to provide the Commission with written notification when terminating its SICFA. The Applicant shall also agree to provide the Commission with a copy of any order or ruling issued by a court of competent jurisdiction or the Federal Communications Commission (FCC) that either modifies or revokes its SICFA or makes it ineligible to hold a SICFA pursuant to the standards laid out in PURA § 66.003(b). (Commission Staff shall establish a project number to submit all written notices and copies of orders or rulings concerning SICFAs.) The Applicant shall make an affirmative statement that it agrees to provide written notification of termination and copies of orders or rulings issued by a court of competent jurisdiction or the FCC concerning its SICFA.

This Application provides the Commission with written notification to terminate SICFA No. 90037 of NTS-Tel. Written notification to the Commission of termination of NTS-Tel's SICFA by a court or the FCC, and copies of orders or

rulings issued by the courts or the FCC concerning NTS-Tel's SICFA, will be provided in the event such occurs.

EXHIBIT A

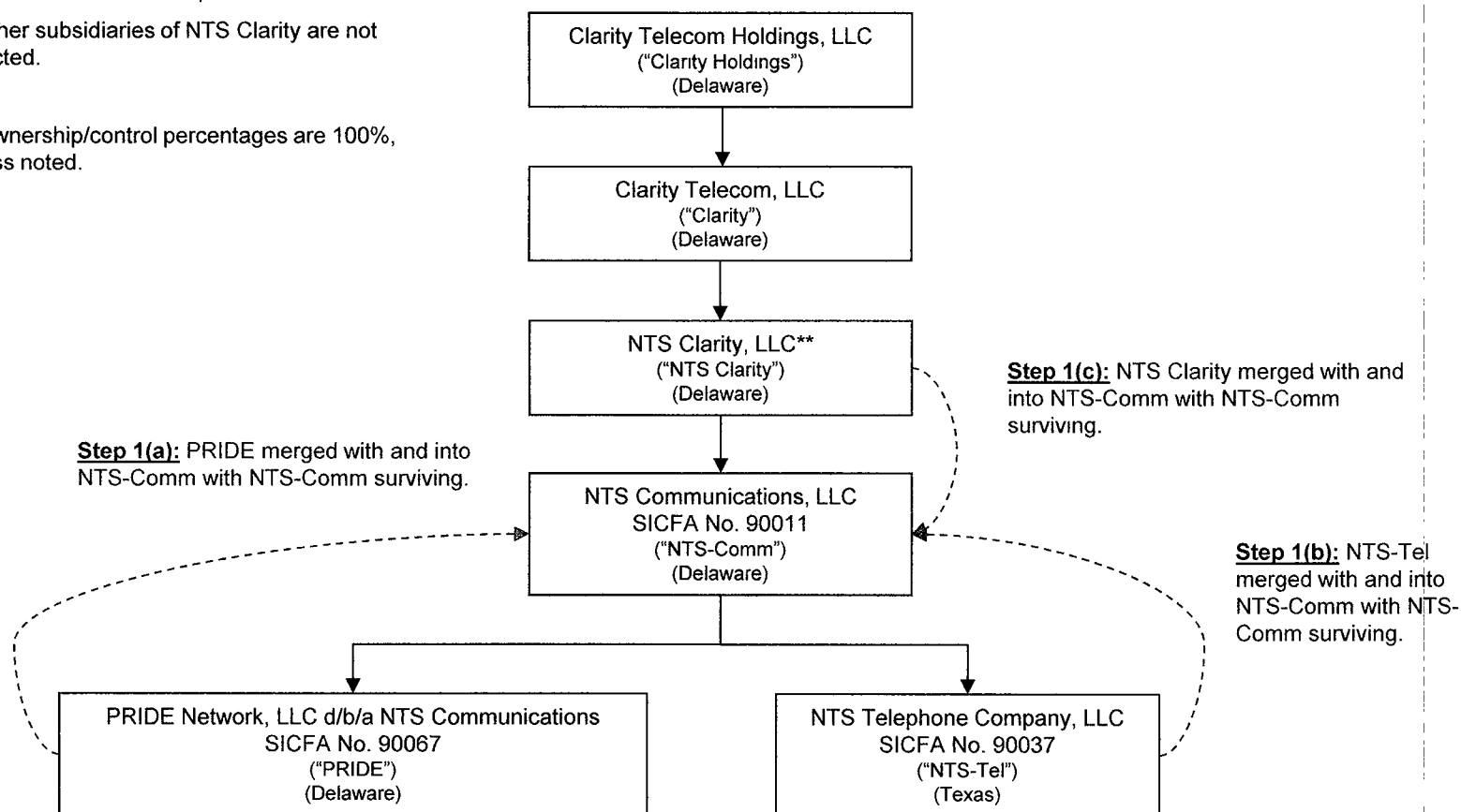
Diagrams of the *Pro Forma* Consolidation and Current Corporate Ownership Structure

Pre-Pro Forma Consolidation Ownership Structure

* The entities listed herein only include NTS-Comm, PRIDE, NTS-Tel and those entities that are in their chain of ownership.

** Other subsidiaries of NTS Clarity are not depicted.

All ownership/control percentages are 100%, unless noted.



Current Ownership Structure of NTS Communications, LLC

* The entities listed herein only include NTS-Comm and those entities that are in its chain of ownership.

** Other subsidiaries of Clarity are not depicted.

All ownership/control percentages are 100%, unless noted.

