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

In the Matter of	)	
	)	
George A. Dyson (Deceased) by His Former Executor	)	
	)	
Transferor	)	**WC Docket No. 22-** _____
	)	
and	)	
	)	
April D. Dyson	)	
Transferee	)	
	)	
For Consent to Transfer Control of Wilkes Telephone & Electric Company and Wilkes Communications, Inc. d/b/a Wilkes Long Distance Service pursuant to Section 214 of the Communications Act of 1934, as amended.	)	

JOINT APPLICATION FOR TRANSFER OF CONTROL OF DOMESTIC AND INTERNATIONAL AUTHORIZATIONS

Mr. George A. Dyson (also referred to as "Mr. Dyson"), deceased, through his former Executor, Mrs. April D. Dyson (also referred to as "Mrs. Dyson") (collectively the "Transferor") and Mrs. Dyson (who is a citizen of the United States), surviving spouse of Mr. Dyson (the "Transferee") (the "Applicants") hereby file this transfer of control application. The instant application is filed as a result of the death of Mr. Dyson in 2014 and the transfer upon the probate of his one hundred percent (100%) ownership interest in Dycom Holding, Inc. ("Dycom") which in turn holds a one hundred percent (100%) ownership interest in Wilkes Telephone & Electric Company ("Wilkes") and a one hundred percent (100%) ownership in Wilkes Communications, Inc. d/b/a Wilkes Long Distance Service ("WLD") to his surviving

spouse, Mrs. Dyson.[1] Prior to Mr. Dyson's death (who was a citizen of the United States), Mr. Dyson owned one hundred percent (100%) of Dycom which in turn owned one hundred percent (100%) of Wilkes and WLD. Prior to the closing of Mr. Dyson's estate, his wife, April D. Dyson, as executor, voted the interests Mr. Dyson had held in Dycom. Mr. Dyson's estate was closed on September 29, 2020. On December 6, 2018, Mr. Dyson's ownership interest in Dycom was transferred to Mrs. Dyson. Mrs. Dyson now owns one hundred percent (100%) of the voting stock of Dycom.

For the reasons stated herein, Applicants respectfully submit that this Application is subject to the Commission's "streamlined" processing rules found in Section 63.12 and Section 63.03, and thus prompt approval can be accomplished in a manner that raises no competitive concerns.

SECTION 63.04(a) INFORMATION

I. Background

Wilkes is a rural, independent telephone company and an incumbent local exchange carrier ("ILEC"). Wilkes currently operates in an approximate 874 square mile area within Lincoln and Wilkes Counties and portions of Taliaferro, Ogelthorpe and Greene Counties, all within the State of Georgia. Wilkes operates approximately 5,960 access lines, providing traditional telephone service and broadband access services. Wilkes' Study Area Code number is 220394 and Wilkes receives its federal Universal Service Fund disbursement pursuant to the

[1] Wilkes and WLD are wholly-owned subsidiaries of Dycom. Dycom, Wilkes and WLD are each U.S. corporations organized under the State of Georgia. Established in 1990, Dycom is a holding company that does not provide voice service, nor does it offer to provide any domestic telecommunications service.

Commission's "ACAM-II" disbursement mechanism requirements.[2] Wilkes provides local exchange services, exchange access and broadband services under the trade name Relyant Communications.[3]

WLD, is a reseller of long distance services operating in and around the ILEC service area of Wilkes. WLD provides resold long distance service to approximately 4400 customers.

II. Description of the Transaction

This Application seeks approval of the transfer of control of Dycom and the domestic Section 214 authorization held by Wilkes and WLD and the international authorization that the Applicants in good faith believe that WLD possesses under ITC-214-19940705-00214.[4] The instant transaction arose from the December 31, 2014 death of Mr. Dyson, Dycom's then-existing one hundred percent (100%) owner. Mr. Dyson was a citizen of the United States. Arising from the winding down of Mr. Dyson's Estate, Mr. Dysons' 100% ownership of Dycom was transferred to Mrs. Dyson on December 6, 2018. Mrs. Dyson is a citizen of the United

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[2] Wilkes participated in the Commission Emergency Broadband Benefit program under "SPIN" 143001477. Neither Wilkes nor any of its affiliates has received a Rural Broadband Experiment award or won or awarded any area via the FCC's Rural Digital Opportunity Fund process.

[3] Wilkes provides the wholesale broadband transport service through its network to Classic South Communications, L.L.C ("Classic"). Classic offers retail internet access services to consumers within the Wilkes' service territory. Classic is an indirect, wholly-owned subsidiary of Dycom. Classic's direct parent company is Wilkes Communications, Inc., which, as noted herein, is a wholly-owned subsidiary of Dycom. The transport within the State of Georgia used by Classic that is beyond the Wilkes' network necessary for Classic to reach the Internet is provided by Wilkes Diversified, Inc., which, when providing this service, is conducting its operations as a private carrier of fiber data transport services.

[4] WLD has submitted a notification via the Commission's International Bureau Filing System to activate and update this authorization with its current address, current contact information and current name. A separate STA request is being submitted associated with this service authorization.

States. Since the date of Mr. Dyson's death, Mrs. Dyson controlled Dycom either in her capacity of the Executor of Mr. Dyson's Estate or as sole owner of Dycom once the stock of Dycom was issued to her in December, 2018.

The transfer outlined herein has been transparent to Wilkes and WLD customers. Wilkes and WLD continue to exist and operate under the same names, and provide the same services pursuant to their then-existing rates, terms and conditions. No carrier change charges were associated with this change in ownership, and no customer service or billing contact information was changed as a result of the transfer. Likewise, the transfer noted herein has not affected customers' preferred carrier freezes.

Neither Wilkes nor WLD provides competitive local exchange carrier services.

Subsequently, as part of Mrs. Dyson's estate planning, Dycom currently plans to establish a new, non-voting class of stock. Such plans will not affect the control of Dycom as reflected herein since no voting will be permitted of such new class of stock.

The Applicants will also be notifying the Georgia Public Service Commission upon Commission approval and after consummation once such Commission approval is received.[5]

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[5] Attachment A to this Application are the Declarations of Mrs. April D. Dyson associated with the factual representations included in this Application.

III. Transfer of Control of International Section 214 Authorization[6]

WLD respectfully submits that it resells switched international long distance toll services to residential and business customers pursuant to an international Section 214 authorization granted by the Commission under File No. ITC2141994070500214.[7]

In accordance with the requirements of Section 63.24(e) of the Commission's Rules, Applicants submit the following Section 63.18 information:

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

Transferors:

Transferor:

The Estate of George A. Dyson, By its Former Executor
April D. Dyson
President
Dycom Holding, Inc.
PO Box 70
11 Court Street
Washington, GA 30673
Tel. (706) 678-2121

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[6] The information contained herein references both Wilkes and WLD. The combined Wilkes and WLD is provided because it is relevant to the Applicants' responses in Section IV *infra* regarding the transfer of the domestic Section 214 authorizations held by Wilkes and WLD. As noted in this Section III, the only international authorization is that held by WLD. Wilkes has no international Section 214 authorization.

[7] WLD provides the following explanation associated with the accompanying International Bureau Filing System form required for this Application. Specifically, Question 22 requests, in pertinent part applicable here, the following:

> By signing this application, the undersigned certify either (1) that the authorization(s) will not be assigned or that control of the authorization(s) will not be transferred until the consent of the Federal Communications Commission has been given, or . . .. The assignee/transferee also acknowledges that the Commission must be notified by letter within 30 days of a consummation or of a decision not to consummate. (See Section 63.24(e)(4).)

Due to the nature of this request for approval of the transfer of control of WLD's parent company, DHI, that has already occurred, WLD responded to this question with a "no."

Transferee:

April D. Dyson
President
Dycom Holding, Inc.
PO Box 70
11 Court Street
Washington, GA 30673
Tel. (706) 678-2121

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

Dycom, Wilkes and WLD are each organized under the laws of the State of Georgia.

George A. Dyson was a citizen of the United States. April D. Dyson is a citizen of the

United States.

(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.

Transferors:

The Estate of George A. Dyson, By its Former Executor
April D. Dyson
President
Dycom Holding, Inc.
PO Box 70
11 Court Street
Washington, GA 30673
Tel. (706) 678-2121

Transferee:

April D. Dyson
President
Dycom Holding, Inc.
PO Box 70
11 Court Street
Washington, GA 30673
Tel. (706) 678-2121

with a copy to:

Thomas J. Moorman
Woods Aitken, LLP
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301 South 13th Street
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(4) Statement as to whether the applicants had previously received authority under Section 214 of the Act.

WLD holds a blanket domestic Section 214 authorization as provided for under 47 C.F.R. § 63.01 and holds an international Section 214 authorization under File No. ITC-214-19940705-00214. Wilkes holds a blanket domestic Section 214 authorization as provided for under 47 C.F.R. § 63.01.

(5) Name, address, citizenship and principal business of any person or entity that directly or indirectly owns at least ten percent of the equity of the applicant entities.

Wilkes and WLD are wholly-owned subsidiaries of Dycom. The 10% or greater owner of equity in these telecommunications carrier is as follows:

Ten Percent (10%) or Greater Equity Owners of Dycom (Prior to Mr. Dyson's Death)

Name	Total Equity	Principal Business	Citizenship
George A. Dyson	100%	Telecommunications Management	USA

The address for George Dyson at the time of Mr. Dyson's death was Dycom Holding, Inc., PO Box 70, 11 Court Street, Washington, Georgia 30673.

Ten Percent (10%) or Greater Equity Owners of Dycom (Post Mr. Dyson's Death)

Name	Total Equity	Principal Business	Citizenship
April D. Dyson	100%	Telecommunications Management	USA

The address for Mrs. Dyson is Dycom Holding, Inc., PO Box 70, 11 Court Street, Washington, Georgia 30673. Except as disclosed herein, Mrs. Dyson confirms that she does not own a ten percent (10%) or greater interest in any domestic telecommunications service provider. *See* Attachment B.[8]

(6) Certification as to whether or not Transferee is, or is affiliated with, a foreign carrier.

WLD certifies that it is not a foreign carrier in any country, nor is it affiliated with any foreign carrier.

(7) Certification as to whether or not Transferee seeks to provide international telecommunications services to any country for which certain conditions are true.

Upon consummation, WLD certifies that it does not seek to provide international telecommunications services to any destination country to which 47 C.F.R. § 63.18(j)(1) through (j)(4) applies.

(8) Showing regarding provision of international telecommunications service to a country where the applicant is a foreign carrier or is affiliated with a foreign carrier.

N/A

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[8] Dycom, through its wholly-owned subsidiary, Wilkes Diversified, Inc., indirectly owns Quikr, L.L.C. ("Quikr"). Quikr has been issued a statewide certificate of authority by the Georgia public Service Commission to operate as a competitive local exchange carrier. Quikr is not operational.

(9) Regulatory classification under Section 63.10 of the Rules for foreign-affiliated carrier.

N/A

(10) Certification that applicant has not agreed to accept special concessions directly or indirectly from any foreign carrier.

Upon consummation, WLD certifies that it (a) has not agreed to accept special concessions directly or indirectly from any foreign carrier with respect to any U.S. international route where the foreign carrier possesses market power on the foreign end of the route and (b) will not enter into such agreements in the future.

(11) Certification pursuant to 47 C.F.R. §§ 1.2001-1.2003 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, 21 U.S.C. § 583.

Applicants 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. § 583.

(12) Qualification for streamlined processing.

This Application qualifies for streamlined processing under Sections 63.12(a) and (b) of the Commission's Rules. No party is affiliated with any foreign carrier in any destination market. No party has an affiliation with a dominant US carrier whose international switched or private line services the applicants seek authority to resell, and none is anticipated as a result of the public offering which likely will result in widely held interests. No party to this application seeks authority to provide switched basic services over private lines to a country for which the Commission has not previously authorized the provision of switched services over private lines. Authorization is sought to seek the approval the ownership changes outlined herein and the

continuation of the current operations as a non-dominant carrier reselling the international switched services of one or more unaffiliated US carriers.

IV. Transfer of Control of Domestic Section 214 Authorizations

Pursuant to Section 63.04(b) of the Commission's Rules, Applicants submit information required pursuant to Sections 63.04(a)(1) through 63.04(a)(12) of the Commission's Rules:

(1) The name, address and telephone number of each applicant.

Please see Section III(1).

(2) The government, state, or territory under the laws of which each corporate or partnership applicant is organized.

Please see Section III(2).

(3) The name, title, post office address, and telephone number of the officer or contact point, such as legal counsel, to whom correspondence concerning the application is to be addressed.

Please see Section III(3).

(4) The 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 applicant, and the percentage of equity owned by each of those entities (to the nearest one (1) percent).

Please see Section III(5).

(5) Certification pursuant to §§1.2001 through 1.2003 of this chapter that no party to the application is subject to a denial of Federal benefits pursuant to section 5301 of the Anti-Drug Abuse Act of 1988. *See* 21 U.S.C. 853.

Please see Section III(11).

(6) Description of the Transaction.

Please see Section II.

(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.

Please see Section I.

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

Applicants request streamlined treatment of this Application in accordance with Section 63.03(b)(1)(ii) and 63.03(b)(2)(iii). This application addresses the transfer of corporate control via a stock transfer to Mrs. Dyson arising from Mr. Dyson's death. As a small reseller of long distance services in a limited rural area within the State of Georgia, WLD submits that it has less than a ten percent (10%) interest in the interstate, interexchange market. Moreover, as indicated above, Mrs. Dyson's ownership does include a provider – Quikr, LLC -- that is authorized to provide competitive telephone exchange services and exchange access services but such entity is not operational. Likewise, Wilkes' operations serve fewer than two (2) percent of the nation's subscriber lines installed in the aggregate nationwide,[9] and the transfer at issue results in no overlapping or adjacent service areas with another incumbent local exchange carrier. With respect to Section 63.03(b)(2)(ii), neither Wilkes nor WLD provides competitive telephone exchange services or exchange access services within the service area of Wilkes. *See* 47 C.F.R. § 63.03(b)(2)(ii). Moreover, WLD does not provide telephone exchange service or exchange access. *See id.* Thus, the presumptive streamlining of the instant Application is proper under Section 63.03(b)(2)(ii) and (iii) of the Commission's Rules.

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[9] As of June 30, 2020, the Commission reported that the retail switched access lines were approximately 36,796,000 nationwide. *See Voice Telephone Services: Status as of June 30, 2020* (Industry Analytics Division, Office of Economics and Analytics, August 2022), Figure 2. Wilkes's approximate 5,960 access lines are far less than 2% of the access lines reported by the Commission.

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

None.

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

No party to this Application is facing imminent business failure. Therefore, Applicants are not requesting special consideration for this reason.

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

No separately filed waiver requests are being sought in conjunction with the transaction.

(12) 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

Applicants respectfully submit that a grant of this application reflecting the transfer of control of Dycom (the "holding company" of Wilkes and WLD) is in the public interest. The instant application arises based on prior death of Dycom's sole owner, Mr. Dyson, and the ultimate transfer of that ownership to Mrs. Dyson in her name. Wilkes and WLD have continued to provide the same high quality services to their subscribers as those provided today, and will do so in a manner that is transparent to the Wilkes subscribers. Wilkes and WLD will still be operated via local management and ownership will continue, thus resulting in what is anticipated to be continued customer responsiveness.

IV. Conclusion

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

Dated:

Respectfully submitted,

The Estate of George A Dyson (Deceased) by his Former Executor, April D. Dyson

April D. Dyson

By: _____

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Their Attorneys

August 15, 2022

DECLARATION

I, April D. Dyson, Former Executor of the Estate of George A. Dyson, do hereby declare under penalties of perjury that I have read the foregoing "Joint Application for Transfer of Control of Domestic and International Authorizations" and the information contained therein regarding George A. Dyson is true and accurate to the best of my knowledge, information, and belief.

April D. Dyson Date: 8/15/2022

April D. Dyson
Former Executor of the Estate of George A. Dyson

DECLARATION

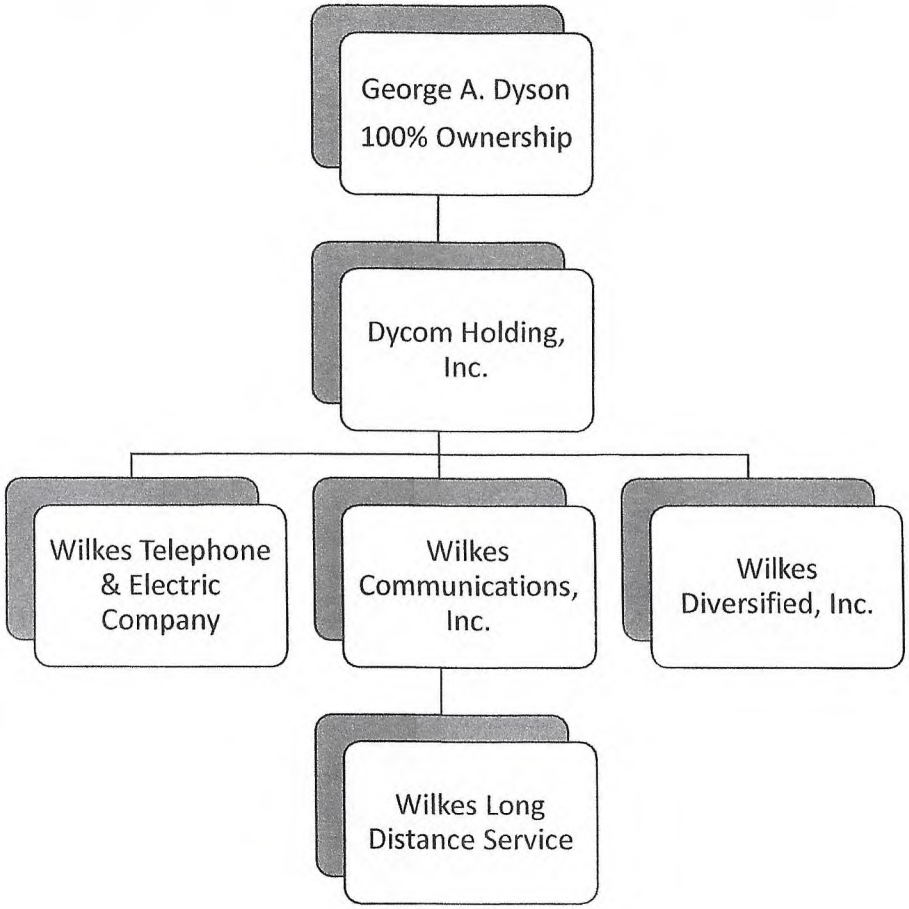
I, April D. Dyson, President of Dycom Holding, Inc. (the "Company") do hereby declare under penalties of perjury that I have read the foregoing "Joint Application for Transfer of Control of Domestic and International Authorizations" and the information contained therein regarding the Company is true and accurate to the best of my knowledge, information, and belief.

April D. Dyson Date: 8/15/2022

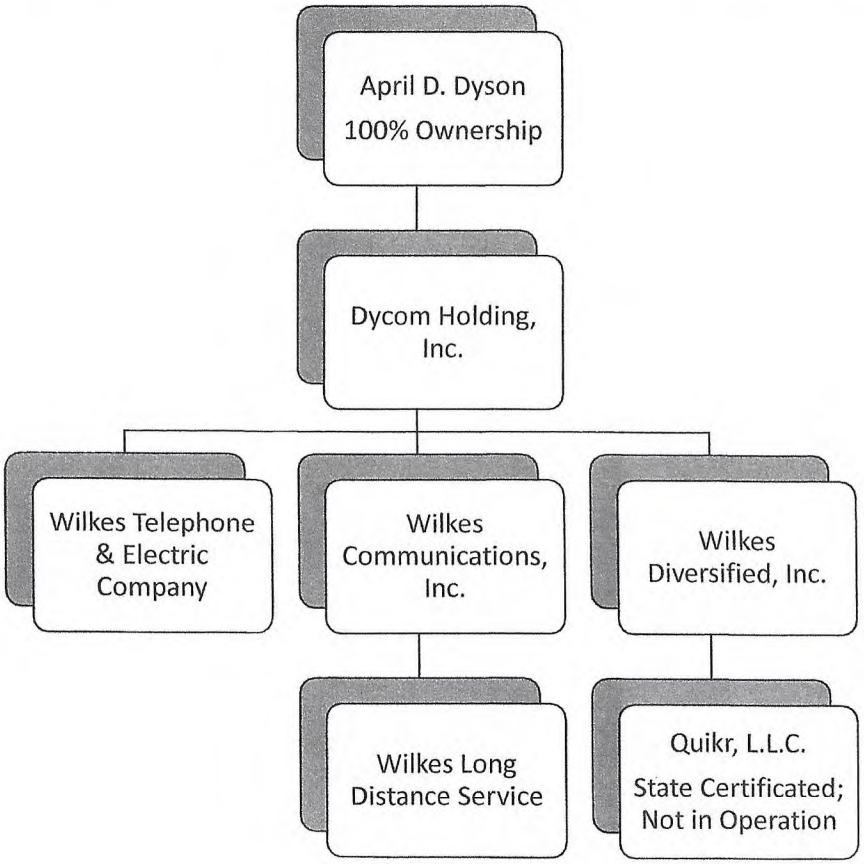
April D. Dyson
President
Dycom Holding, Inc.

Attachment B

Pre-Transaction Ownership of Controlled Telecommunications Carriers



Post-Transaction Ownership of Controlled Telecommunications Carriers



CERTIFICATE OF SERVICE

I, Thomas J. Moorman, of Woods Aitken LLP, 5335 Wisconsin Ave., N.W., Suite 950 500, Washington D.C., 20015 do hereby certify that on this 15th day of August, 2022, the foregoing "Joint Application for Transfer of Control of Domestic and International Authorizations" was mailed, first class postage prepaid, to the following:

Thomas J. Moorman

The Honorable Brian P. Kemp
Office of the Governor
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