STATE OF SOUTH CAROLINA)
)

(Caption of Case)

Application of Home Telephone Company, Inc. To Approve Transfer of Assets and Authority To Home Telephone ILEC, LLC, d/b/a Home Telecom, and To Restructure its Wholly-Owned Subsidiary Companies

BEFORE THE PUBLIC SERVICE COMMISSION OF SOUTH CAROLINA

COVER SHEET

DOCKET NUMBER: _____ - _____ - _____

(Please type or print)

Submitted by: Margaret M. Fox, Esquire

Address: McNair Law Firm, P. A.
P. O. Box 11390
Columbia, SC 29211

SC Bar Number: 65418
Telephone: 803-799-9800
Fax: 803-753-3219
Other:
Email: pfox@mcnair.net

NOTE: The cover sheet and information contained herein neither replaces nor supplements the filing and service of pleadings or other papers as required by law. This form is required for use by the Public Service Commission of South Carolina for the purpose of docketing and must be filled out completely.

DOCKETING INFORMATION (Check all that apply)

☐ **Emergency Relief demanded in petition**

☐ **Request for item to be placed on Commission's Agenda expeditiously**

☐ **Other:** _____

INDUSTRY (Check one)	NATURE OF ACTION (Check all that apply)		
☐ Electric	☐ Affidavit	☐ Letter	☐ Request
☐ Electric/Gas	☐ Agreement	☐ Memorandum	☐ Request for Certification
☐ Electric/Telecommunications	☐ Answer	☐ Motion	☐ Request for Investigation
☐ Electric/Water	☐ Appellate Review	☐ Objection	☐ Resale Agreement
☐ Electric/Water/Telecom.	☒ Application	☐ Petition	☐ Resale Amendment
☐ Electric/Water/Sewer	☐ Brief	☐ Petition for Reconsideration	☐ Reservation Letter
☐ Gas	☐ Certificate	☐ Petition for Rulemaking	☐ Response
☐ Railroad	☐ Comments	☐ Petition for Rule to Show Cause	☐ Response to Discovery
☐ Sewer	☐ Complaint	☐ Petition to Intervene	☐ Return to Petition
☒ Telecommunications	☐ Consent Order	☐ Petition to Intervene Out of Time	☐ Stipulation
☐ Transportation	☐ Discovery	☐ Prefiled Testimony	☐ Subpoena
☐ Water	☐ Exhibit	☐ Promotion	☐ Tariff
☐ Water/Sewer	☐ Expedited Consideration	☐ Proposed Order	☐ Other: _____
☐ Administrative Matter	☐ Interconnection Agreement	☐ Protest	_____
☐ Other: _____	☐ Interconnection Amendment	☐ Publisher's Affidavit	
	☐ Late-Filed Exhibit	☐ Report	

Print Form Reset Form

BEFORE

THE PUBLIC SERVICE COMMISSION

OF SOUTH CAROLINA

IN RE:

Application of Home Telephone Company, Inc. To Approve Transfer of Assets and Authority to Home Telephone ILEC, LLC, d/b/a Home Telecom, and to Restructure its Wholly-Owned Subsidiary Companies.	)	Docket No. _____

APPLICATION FOR APPROVAL OF TRANSFER OF ASSETS AND TRANSFER OF AUTHORITY, AND TO RESTRUCTURE SUBSIDIARY COMPANIES

Home Telephone Company, Inc. ("Home Telephone"), by undersigned counsel and pursuant to South Carolina Code Annotated Sections 58-9-280(B) and 58-9-310, hereby requests approval from the South Carolina Public Service Commission (the "Commission") to restructure its corporate organization in the manner described herein. At the conclusion of the corporate reorganization, Home Telephone will be a holding company, and a newly-formed entity, Home Telephone ILEC, LLC, d/b/a Home Telecom ("Home ILEC"), will be a wholly-owned subsidiary of Home Telephone for the purpose of providing regulated incumbent local exchange telephone service. Home Telephone further requests approval to restructure its existing wholly-owned subsidiary companies so that like services and assets will be held in the respective affiliates, as further described below.

Diagrams showing Home Telephone's current corporate structure and the proposed corporate structure following reorganization are attached as **Attachment A** and **Attachment B**, respectively. This reorganization is considered non-substantial or *pro forma* by the Federal

Communications Commission ("FCC"), because it will not result in a change in the actual controlling party. See 47 C.F.R. § 63.03(d).

To accomplish this structural reorganization, Home Telephone respectfully asks the Commission to grant its request:

(i) to transfer certain of Home Telephone's South Carolina telecommunications assets and liabilities, including its customer base to Home ILEC;

(ii) to transfer Home Telephone's authority to provide local exchange telephone service as an incumbent local exchange carrier and all rights and obligations incident thereto to Home ILEC, including but not limited to Home Telephone's authority to operate under an alternative form of regulation, Home Telephone's status as an eligible telecommunications carrier ("ETC"), and Home Telephone's status as a carrier of last resort ("COLR");

(iii) to merge Home Long Distance, Inc. ("Home LD") into Berkeley Cable Television, Inc. ("Berkeley Cable");

(iv) to merge Home Telecom, LLC ("Home Telecom") into Berkeley Cable;

(v) to transfer the certificates of public convenience and necessity held by Home LD and Home Telecom to Berkeley Cable; and

(vi) to waive any applicable requirements of S.C. Code Ann. § 58-3-230 with respect to the transfer of customers from Home Telephone to Home ILEC, from Home Telecom to Berkeley Cable, and from Home LD to Berkeley Cable. Home Telephone and its subsidiaries will comply with all federal and state requirements regarding the transfer of these customers.

At the conclusion of this restructuring, Home ILEC will be a wholly-owned subsidiary of Home Telephone authorized to provide regulated local exchange telecommunications services as an incumbent local exchange carrier; and Berkeley Cable will be a wholly-owned subsidiary of

Home Telephone providing cable television service, competitive local exchange service, and long distance telecommunications service. Home ILEC and Berkeley Cable will hold operating assets related to the services they provide.

Home Telephone seeks to transfer all of its rights and obligations as an incumbent local exchange carrier, including but not limited to:

(i) the authority it has been granted by the Commission to operate under an alternative form of regulation. See Commission Order No. 2006-271 in Docket No. 2006-76-C;

(ii) its designation by the Commission as an ETC. See Commission Order No. 97-958 in Docket No. 1997-239-C; and

(iii) its designation as a COLR. See S.C. Code Ann. § 58-9-10(10).

Home Telephone respectfully requests that the Commission designate Home ILEC as an ETC and as a COLR, and transfer Home Telephone's existing ETC and COLR status to Home ILEC. Home ILEC will continue to provide the same services, upon the same rates, terms, and conditions, to the end-user local exchange customers currently being served by Home Telephone. As the successor ILEC to Home Telephone, Home ILEC commits to meet all federal and state ETC and COLR requirements. Home Telephone's status as an ETC and as a COLR in South Carolina will be terminated upon approval and completion of the transfer.

Upon approval and completion of the transfer, Home ILEC will be an incumbent local exchange carrier, because it will be Home Telephone's successor as a member of the exchange carrier association. See 47 U.S.C. § 251(h)(1); 47 C.F.R. § 69.601(b). Upon approval and completion of the transfer, Home ILEC will be a rural telephone company as defined in 47 U.S.C. § 153(37).

Likewise, Home Long Distance, Inc. and Home Telecom, LLC seek to transfer all of their rights and obligations pursuant to their Commission-issued certificates of public convenience and necessity, and all authority incident thereto, to Berkeley Cable Television, Inc.

Furthermore, Home Telephone seeks expedited treatment of this Application to allow it to restructure the corporation and its affiliates as soon as possible. The expeditious approval of this Application is in the public interest because it will allow Home Telephone to achieve a more efficient corporate structure in a timely manner, resulting in administrative efficiencies that will benefit Home Telephone and its customers. Furthermore, the transaction is *pro forma* in that it involves a transfer from a corporation to a wholly-owned direct subsidiary and a consolidation of wholly-owned subsidiary companies. The transaction will not result in a change of control, nor will it have an impact on the service provided to customers.

In support of this Petition, the Parties respectfully provide the following information:

I. HOME TELEPHONE AND AFFILIATES

A. Home Telephone Company, Inc.

Home Telephone is a corporation duly organized and existing under the laws of the State of South Carolina with its principal business office located at 579 Stoney Landing Road, Moncks Corner, South Carolina 29461. Home Telephone is an incumbent local exchange carrier as defined in 47 U.S.C. § 251(h)(1). Home Telephone is a rural telephone company as defined in 47 U.S.C. § 153(37). Home Telephone has been granted authority to operate under an alternative form of regulation. See Commission Order No. 2006-271 in Docket No. 2006-76-C. Home Telephone has been designated by the Commission as an ETC. See Commission Order No. 97-958 in Docket No. 1997-239-C. Home Telephone is a COLR. See S.C. Code Ann. § 58-9-10(10).

B. Home Telephone ILEC, LLC, d/b/a Home Telecom

Home ILEC is a newly-formed entity that has been established for the purpose of completing the transfer discussed in this application and providing local exchange telecommunications services as an incumbent local exchange carrier. Home ILEC's principal business office is located at 579 Stoney Landing Road, Monks Corner, South Carolina 29461. Copies of Home ILEC's Articles of Organization and Certificate of Existence are attached as **Attachment C**.

C. Home Telecom, LLC

Home Telecom is a limited liability company duly organized and existing under the laws of the State of South Carolina with its principal business office located at 579 Stoney Landing Road, Monks Corner, South Carolina 29461. Home Telecom is a wholly-owned subsidiary of Home Telephone. Home Telecom holds a certificate of public convenience and necessity from the Commission to provide local and interexchange telecommunications services within the State of South Carolina. See Order No. 2004-250 in Docket No. 2004-61-C.

D. Berkeley Cable Television, Inc.

Berkeley Cable is a corporation duly organized and existing under the laws of the State of South Carolina with its principal business office located at 579 Stoney Landing Road, Monks Corner, South Carolina 29461. Berkeley Cable is a wholly-owned subsidiary of Home Telephone. Berkeley Cable is primarily a cable television service provider.

E. Home Long Distance, Inc.

Home LD is a corporation duly organized and existing under the laws of the State of South Carolina with its principal business office located at 579 Stoney Landing Road, Monks Corner, South Carolina 29461. Home LD is a wholly-owned subsidiary of Home Telephone. Home LD holds a certificate of public convenience and necessity from the Commission to

provide interexchange telecommunications services in the State of South Carolina. See Order Nos. 1995-965 and 1999-760 in Docket No. 94-757-C.

II. DESIGNATED CONTACTS

Any questions, notices, orders, correspondence or communications to Home Telephone concerning this Application should be directed to:

M. John Bowen, Jr.
Margaret M. Fox
McNair Law Firm, P.A.
Post Office Box 11390
Columbia, South Carolina 29211
Telephone: (803) 799-9800
Facsimile: (803) 376-2219
Email: jbowen@mcnair.net; pfox@mcnair.net

III. DESCRIPTION OF TRANSACTION

Home Telephone currently is the parent company, and Home Telcom, Berkeley Cable, and Home LD are wholly-owned subsidiaries of Home Telephone. The current organizational structure is depicted in **Attachment A**. Home Telephone proposes to transfer to Home ILEC, a new wholly-owned subsidiary of Home Telephone, certain of Home Telephone's South Carolina telecommunications assets and liabilities, including its customer base and its authority to provide local exchange telephone service as an incumbent local exchange carrier and all rights and obligations incident thereto. Home Telephone also proposes to merge Home LD and Home Telecom into Berkeley Cable Television. Both Home ILEC and Berkeley Cable will do business as Home Telecom. The proposed corporate structure following reorganization is depicted in **Attachment B**.

This corporate reorganization by Home Telephone and its wholly-owned subsidiaries will allow Home Telephone to transition to a "holding company" structure, wherein the parent company (Home Telephone) is a holding company and conducts its business through its

affiliates. It is further desired to restructure Home Telephone's affiliates such that each affiliate conducts specified lines of business and holds the operating assets for that line or those lines of business.

To accomplish this restructuring, Home Telephone proposes to transfer to Home ILEC all of the operating assets and liabilities associated with the provision of local exchange telecommunications service in South Carolina, including telecommunications equipment, Home Telephone's customer base, and the Commission authorization of those operations. Upon the approval and transfer of Home Telephone's local exchange operations to Home ILEC, all employees of Home Telephone will become employees of Home ILEC.

Although Home Telephone will transfer regulated assets and liabilities to Home ILEC, the transfer is *pro forma* because it will not result in a change in the carrier's ultimate ownership or control. See 47 C.F.R. § 63.03(d). Furthermore, the transfer will be virtually transparent and seamless to customers. Specifically, customers will continue to receive the high quality, affordable telecommunications services that they presently receive. Home ILEC will adopt the rates, terms and conditions of Home Telephone's tariffs, and the services will continue to be provided by Home Telephone's team of well-qualified telecommunications managers. Customers will not experience any interruption in their service or any change in service as a result of this transaction.

IV. TRANSFER OF AUTHORITY

A. Home ILEC, d/b/a Home Telecom

Home Telephone seeks to transfer its authority to operate as an incumbent local exchange carrier to Home ILEC. Home ILEC possesses technical, financial, and managerial resources sufficient to provide the services requested, as required by S.C. Code Ann. § 58-9-280(B)(1). As

a wholly-owned subsidiary of Home Telephone, Home ILEC has the resources of Home Telephone available to it, and the assurance of its parent that it will be provided with the financial resources necessary to provide local exchange telecommunications services. A copy of Home Telephone's Balance Sheet as of September 30, 2010 is attached as **Attachment D**. Home ILEC will be led by a highly qualified team of management personnel who have the requisite technical and managerial experience to provide telecommunications services in the State of South Carolina. Profiles of Home Telephone's key personnel (who will become employees of Home ILEC upon approval and transfer of Home Telephone's local exchange operations to Home ILEC) are attached hereto as **Attachment E**.

The service to be provided by Home ILEC is the same service currently being provided by Home Telephone. Therefore, the provision of the service will meet all requirements of S.C. Code Ann. § 58-9-280(B), and will not adversely impact the public interest or the availability of affordable basic local exchange service. Furthermore, to the extent it may be required to do so by the Commission, Home ILEC agrees to participate in the support of universally available telephone service at affordable rates.

B. Berkeley Cable, d/b/a Home Telecom

As part of the restructuring, Home LD and Home Telecom will be merged into Berkeley Cable. Berkeley Cable will do business as Home Telecom. Home LD's and Home Telecom's respective certificates of convenience and necessity, as issued by the Commission in Order Nos. 1995-965 and 1999-760 in Docket No. 94-757-C (Home LD) and Order No. 2004-250 in Docket No. 2004-61-C (Home Telecom) will be transferred to Berkeley Cable.

Berkeley Cable possesses technical, financial, and managerial resources sufficient to provide the services requested. As a wholly-owned subsidiary of Home Telephone, Berkeley

Cable has the resources of Home Telephone available to it, and the assurance of its parent that it will be provided with the financial resources necessary to provide local exchange telecommunications services. As previously stated, a copy of Home Telephone's Balance Sheet as of September 30, 2010 is attached as **Attachment D**. Berkeley Cable is led by a highly qualified team of management personnel who have the requisite technical and managerial experience to provide telecommunications services in the State of South Carolina. Berkeley Cable utilizes the expertise of Home Telephone's key personnel, as described in **Attachment E**.

The service to be provided by Berkeley Cable is the same service currently being provided by Berkeley Cable, Home LD and Home Telecom. Therefore, the transfer of these certificates will not adversely impact the public interest.

V. PUBLIC INTEREST CONSIDERATIONS AND REQUEST FOR EXPEDITED PROCESSING

The proposed restructuring is in the public interest. It will allow Home Telephone to achieve a more efficient corporate structure, and it will have no impact on consumers. Consumers will continue to receive the same high-quality telecommunications services and there will be no interruption of service.

Furthermore, the transaction is *pro forma* in that it involves a transfer from a corporation to a wholly-owned direct subsidiary. The transaction will not result in a change of control, nor will it have an impact on the service provided to customers. These types of transactions do not require prior approval by the FCC. See 47 C.F.R. §§ 63.03(d), 63.24(d). The FCC has noted that "*pro forma* transactions in general have no impact, or a *de minimis* impact, on the public interest . . . [and] reorganizations from one internal subsidiary to another do not as a general

matter affect the manner in which service is being provided to the public or raise competitive concerns."[1]

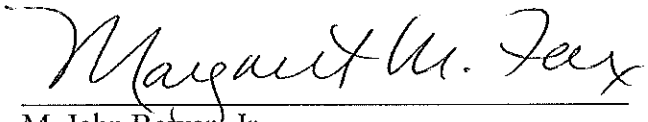
To that end, the Parties respectfully request that the Commission expedite the processing of this petition and grant the requested authority as soon as possible.

VII. CONCLUSION

For the foregoing reasons, Home Telephone respectfully requests that the Commission authorize it to undertake the corporate restructuring described above, and the transfer of assets and authority listed herein, including the transfer of Home Telephone's authority to Home ILEC, and of Home LD's and Home Telecom's respective certificates of public convenience and necessity to Berkeley Cable, and for such other and further relief as is just and proper. Furthermore, Home Telephone respectfully requests that this authorization be granted on an expedited basis to allow it to consummate the transaction as soon as possible and consistent with the public interest.

[1] See *Implementation of Further Streamlining Measures for Domestic Section 214 Authorizations*, CC Docket No. 01-150, Report and Order, 17 FCC Rcd 5517, FCC 02-78 (released March 21, 2002) at para. 50.

Respectfully submitted,



M. John Bowen, Jr.
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Fax: (803) 753-3278
Email: jbowen@mcnair.net; pfox@mcnair.net
Attorneys for Home Telephone Company, Inc.

Columbia, South Carolina

October 28, 2010

VERIFICATION

I, William S. Helmly, first being duly sworn, depose and say that I am President of Home Telephone Company, Inc.; that I am authorized to make this verification on behalf of Home Telephone Company, Inc. and its affiliates; that I have read the foregoing Application and know the contents thereof; and that the statements in the foregoing Application are true to the best of my knowledge and belief.

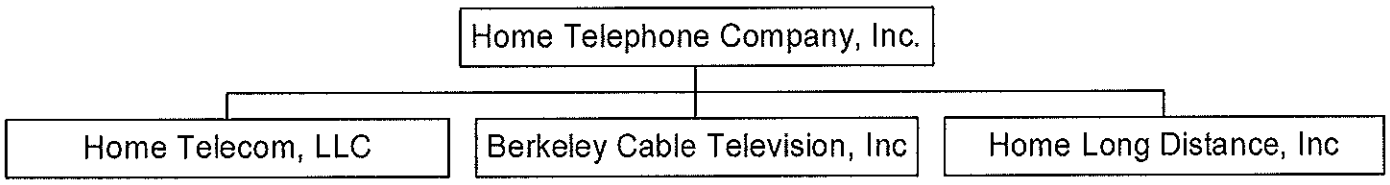
William S. Helmly

SWORN to before me this
26th day of October, 2010.

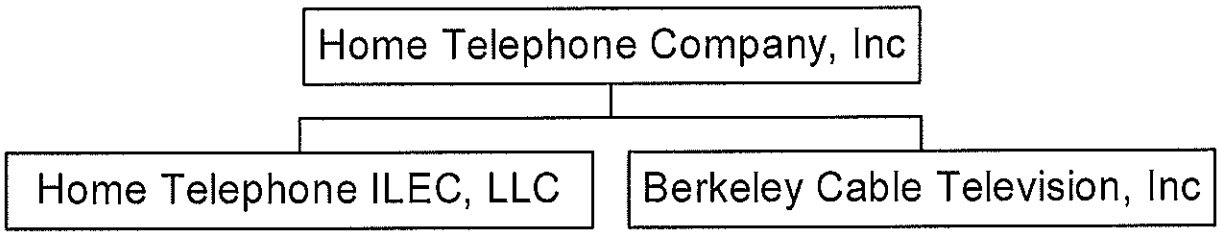
Debra D. McGriff, L.S.
Notary Public for South Carolina
My Commission expires: 8-13-2019

DEBRA D. MCGRIFF
NOTARY
PUBLIC
SOUTH CAROLINA

Attachment A
Home Telephone Company Current Corporate Structure



Attachment B
Home Telephone Company Proposed Corporate Structure



Attachment C

Articles of Organization and Certificate of Existence
of Home Telephone ILEC, LLC

CERTIFIED TO BE A TRUE AND CORRECT COPY
AS TAKEN FROM AND COMPARED WITH THE
ORIGINAL ON FILE IN THIS OFFICE

OCT 2 2 2010

SECRETARY OF STATE OF SOUTH CAROLINA

STATE OF SOUTH CAROLINA
SECRETARY OF STATE

ARTICLES OF ORGANIZATION
LIMITED LIABILITY COMPANY

TYPE OR PRINT CLEARLY IN BLACK INK

The undersigned delivers the following articles of organization to form a South Carolina limited liability company pursuant to Section 33-44-202 and 33-44-203 of the 1976 South Carolina Code of Laws, as amended.

1. The name of the limited liability company which complies with Section 33-44-105 of the South Carolina Code of 1976, as amended is Home Telephone ILEC, LLC.

2. The address of the initial designated office of the Limited Liability Company in South Carolina is

   579 Stoney Landing Road
   Street Address

   Moncks Corner, SC — 29461
   City — Zip Code

3. The initial agent for service of process of the Limited Liability Company is

   William S. Helmly
   Name — Signature

   and the street address in South Carolina for this initial agent for service of process is

   579 Stoney Landing Road
   Street Address

   Moncks Corner, SC — 29461
   City — Zip Code

4. The name and address of each organizer is

   (a) William S. Helmly — (843) 761-9543
   Name — Telephone Number

   579 Stoney Landing Road — Moncks Corner
   Street Address — City

   South Carolina — 29461
   State — Zip Code

   (b) N/A
   Name — Telephone Number

   Street Address — City

   State — Zip Code

101022-0191 FILED: 10/22/2010
HOME TELEPHONE ILEC, LLC
Filing Fee: $110.00 ORIG
Mark Hammond South Carolina Secretary of State

5. [ ] Check this box only if the company is to be a term company. If so, provide the term specified: N/A

6. [ ] Check this box only if management of the limited liability company is vested in a manager or managers. If this company is to be managed by managers, specify the name and address of each initial manager:

(a)

Name Telephone Number

Street Address City

State Zip Code

(b)

Name Telephone Number

Street Address City

State Zip Code

(c)

Name Telephone Number

Street Address City

State Zip Code

(d)

Name Telephone Number

Street Address City

State Zip Code

7. [ ] Check this box if only if one or more of the members of the company are to be liable for its debts and obligations under Section 33-44-303(c). If one or more members are so liable, specify which members, and for which debts, obligations or liabilities such members are liable in their capacity as members. N/A

8. Unless a delayed effective date is specified, these articles will be effective when endorsed for filing by the Secretary of State. Specify any delayed effective date and time: N/A

9. Set forth any other provisions not inconsistent with law which the organizers determine to include, including any provisions that are required or are permitted to be set forth in the limited liability company operating agreement. N/A

10. Signature of each organizer

_____ Date 22 Oct 10

William S. Helmly

FILING INSTRUCTIONS

1. File two copies of this form, the original and either a duplicate original or a conformed copy.

2. If space on this form is not sufficient, please attach additional sheets containing a reference to the appropriate paragraph in this form, or prepare this using a computer disk which will allow for expansion of the space on the form.

3. This form must be accompanied by the filing fee of $110.00 payable to the Secretary of State.

   Return to: Secretary of State
   P.O. Box 11350
   Columbia, SC 29211

4. The first annual report for a Limited Liability company must be delivered to the Secretary of State between January first and April first of the Calendar year after which the Limited Liability Company was organized or the foreign company was first authorized to transact business in South Carolina. Subsequent annual reports must be delivered to the Secretary of State between January first and April first of the ensuring calendar years.

NOTE

THE FILING OF THIS DOCUMENT DOES NOT, IN AND OF ITSELF, PROVIDE AN EXCLUSIVE RIGHT TO USE THIS CORPORATE NAME ON OR IN CONNECTION WITH ANY PRODUCT OR SERVICE. USE OF A NAME AS A TRADEMARK OR SERVICE MARK WILL REQUIRE FURTHER CLEARANCE AND REGISTRATION AND BE AFFECTED BY PRIOR USE OF THE MARK. FOR MORE INFORMATION, CONTACT THE TRADEMARKS DIVISION OF THE SECRETARY OF STATE=S OFFICE AT (803) 734-2511.

LLC-ARTICLES OF ORGANIZATION FORM REVISED BY
SOUTH CAROLINA

SECRETARY OF STATE, MAY

1999

The State of South Carolina

Office of Secretary of State Mark Hammond

Certificate of Existence

I, Mark Hammond, Secretary of State of South Carolina Hereby certify that:

HOME TELEPHONE ILEC, LLC, A Limited Liability Company duly organized under the laws of the State of South Carolina on October 22nd, 2010, with a duration that is at will, has as of this date filed all reports due this office, paid all fees, taxes and penalties owed to the Secretary of State, that the Secretary of State has not mailed notice to the company that it is subject to being dissolved by administrative action pursuant to section 33-44-809 of the South Carolina Code, and that the company has not filed articles of termination as of the date hereof.

Given under my Hand and the Great Seal of the State of South Carolina this 22nd day of October, 2010.

Mark Hammond

Mark Hammond, Secretary of State

Attachment D

Home Telephone Company, Inc.

Balance Sheet as of September 30, 2010

HOME TELEPHONE COMPANY, INC.
BALANCE SHEET
AS OF 9/30/2010

Current Assets	
Cash	$ 1,015,204
Temporary Investments	424,998
Telecommunications Accounts Receivables	1,278,044
Allowance for Bad Debts	(60,000)
Interest, Dividends & Other Accounts Receivable	7,365,721
Materials & Supplies Inventory	947,092
Total Current Assets	**10,971,059**
Prepaid Accounts & Deferred Charges	
Prepaids	9,305,415
Deferred Charges	442,000
Total Prepaid Accounts & Deferred Charges	**9,747,415**
Non-Current Assets	
Investments in Affiliated Companies	53,752,435
Non-Regulated Investments	-
Total Non-Current Assets	**53,752,435**
Telecommunications Plant	
Telephone Plant in Service	103,588,475
Telecommunications Plant under Construction	2,232,413
Total Plant	105,820,888
Depreciation Reserve-Plant	(81,421,278)
Net Telecommunications Plant	**24,399,610**
Total Assets	**$ 98,870,519**

HOME TELEPHONE COMPANY, INC.
BALANCE SHEET
AS OF 9/30/2010

Current and Accrued Liabilities	
Accounts Payable	$ 13,774,731
Income Taxes Accrued	5,404,060
Other Accrued Taxes	614,272
Other Current Liabilities	3,052,011
Total Current and Accrued Liabilities	**22,845,074**
Other Liabilities and Deferred Credits	
Other Deferred Credits	1,011,753
Net Noncurrent Deferred Operating Income Taxes	(464,000)
Total Other Liabilities and Other Credits	**547,753**
Total Liabilities	**23,392,827**
Stockholders Equity	
Capital Stock	811,200
Retained Earnings	74,666,492
Total Stockholders Equity	**75,477,692**
Total Stockholders Equity and Liabilities	**$ 98,870,519**

Attachment E

HOME TELEPHONE COMPANY

Key Personnel

William S. Helmly

Mr. Helmly has served as President and Chief Operating Officer of Home Telephone Company since 2004. Mr. Helmly joined Home Telephone Company in 1992 as Engineering Manager. He has worked in positions of increasing responsibility with the Company, including Vice President and Executive Vice President of the company. Mr. Helmly holds a B.S. degree in Electrical Engineering from the University of South Carolina. A native of Moncks Corner, Mr. Helmly currently serves on numerous boards and is very active in community and civic affairs.

Robert L. Helmly

Mr. Helmly has worked for Home Telephone Company in various capacities for more than 20 years. In his current position as Director of Plant Facilities Support, he is responsible for overseeing all activity with construction crews, cable splicing crews, and cable television support crews, including activities associated with central office design, installation and modification. Mr. Helmly has extensive experience in telephone installation and repair, cable television installation and repair, and cable television management.

Robert P. Abbott

Mr. Abbott has held the position of Director of Engineering for Home Telephone Company since 2003. Prior to joining Home Telephone, Mr. Abbott was a member of the technical staffs at Lucent Technologies (1998-2002) and AT&T (1990-1998). Mr. Abbott has an extensive background in communications technology, including OC-192 rings, SoftSwitch, VoIP Feature Server, FTTH, DSL, and DWDM. He has served as ISDN Systems Designer and Systems Engineer for 4ESS call processing and signaling hardware and software architecture. While at AT&T, Mr. Abbott created development requirements for quarterly software releases within the AT&T International SS7 Signaling network.

Edgar G. McGriff, Jr.

Mr. McGriff joined Home Telephone Company in April 2009 as Director of Plant Operations. Prior to joining Home Telephone, Mr. McGriff had a distinguished 35-year career with TDS Telecom. He started out as a construction/installer repairman for St. Stephen Telephone

Company in 1974, and progressed through the company to become Outside Plant Manager for McClellanville Telephone Company (1977-1986); General Manager of Sales & Service for St. Stephen, McClellanville, and Fair Bluff (NC) Telephone Companies (1986-2006); and Manager of Marketing and Communications Services for TDS Telecom in SC, NC, and VA (2006-2009). In his current position, Mr. McGriff is responsible for all of Home Telephone's telephone plant operations, focusing on the operational and profit/loss responsibilities for installation and maintenance and the Call Center Department.

H. Keith Oliver

Mr. Oliver joined Home Telephone in 1984 as its Comptroller. In 1997, he was promoted to Vice President, Finance, and in 2004 to Senior Vice President, Corporate Operations. Mr. Oliver is a Certified Public Accountant. Over the course of his career with Home Telephone, Mr. Oliver has been responsible for general ledger system; design and implementation of initial carrier access billing system; implementing adoption of FCC Part 32 system of accounts; oversight of financial operations including payables, payroll, inventory, and accounts receivable; coordination of income tax preparation and financial audit process; budgeting; cost and settlement procedures; regulatory affairs; banking relationships; and sales and marketing activities. In his current position, Mr. Oliver has overall responsibility for all aspects of Corporate Operations, including financial operations, information services operations, human resource operations, and external relations and regulatory issues.

Denny V. Thompson

Mr. Thompson joined Home Telephone Company in 1989 as a Cost Accountant. He has held various positions of increasing responsibility with the company, including General Accountant, CABS Director, and Personnel Director. He currently is Director of Administrative Services. In this position, he oversees accounting, human resources, data processing, and regulatory activities.

Julie H. Forte

Ms. Forte joined Home Telephone Company as a Cashier in 1975. Ms. Forte has 35 years of experience working in the Customer Service department at Home Telephone, in positions of progressive responsibility. Since 2006, she has been Director of Customer Service Operations.

BEFORE
THE PUBLIC SERVICE COMMISSION
OF
SOUTH CAROLINA

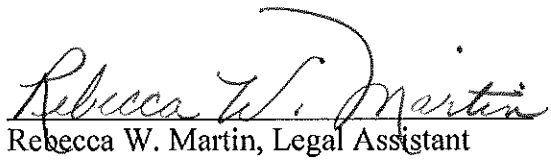
Docket No. _____

IN RE:

Application of Home Telephone Company, Inc. To Approve Transfer of Assets and Authority To Home Telephone, ILEC, LLC, d/b/a Home Telecom, and To Restructure its Wholly-Owned Subsidiary Companies.	)	**CERTIFICATE OF SERVICE**

I, Rebecca W. Martin, do hereby certify that I have this date served one (1) copy of the attached Application upon the following party causing said copy to be deposited with the United States Postal Service, first class postage prepaid and properly affixed thereto, and addressed as follows:

Nanette S. Edwards, Esquire
Office of Regulatory Staff
Post Office Box 11263
Columbia, South Carolina 29211



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October 28, 2010

Columbia, South Carolina