

CROCKER & CROCKER, P.C.

ATTORNEYS AT LAW

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**RECEIVED**

JAN 21 2011

PUBLIC SERVICE  
COMMISSION

January 14, 2011

Thomas M. Dorman, Executive Director  
Kentucky Public Service Commission  
211 Sower Blvd  
Frankfort, KY 40601

RE: Notice of Transfer of Ownership of Protel Advantage, Inc. d/b/a Long Distance Savings from the Estate of Scott Lee to Derek Lee, Darren Lee and Dalen Lee

Dear Mr. Dorman:

On behalf of Protel Advantage, Inc. d/b/a Long Distance Savings, a corporation organized under the laws of Minnesota ("Company"), and the Estate of Scott Lee ("Transferor") (collectively referred to as the "Parties"), we hereby notify the Kentucky Public Service Commission ("Commission") of the proposed transfer of the Company shares held in the Estate of Scott Lee to current minority shareholders Derek Lee, Darren Lee and Dalen Lee ("Transferees").

**The Parties**

The Company was organized on March 20, 1995, and is authorized to provide intrastate telecommunications services in 16 states. The Company is also authorized by the FCC to provide domestic interstate and international services as a non-dominant carrier. In Kentucky, the Company was authorized to provide interexchange telecommunications services pursuant to authority granted in Docket No. 5131900 on July 3, 1997. The Company's address will continue as follows:

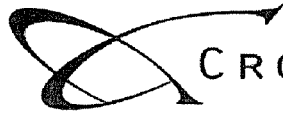
Protel Advantage, Inc. d/b/a Long Distance Savings  
1308 Medora Rd  
Mendota Heights, MN 55118  
Phone Number: (651) 457-8671  
Facsimile Number: (651) 457-8671

The principal address of the Transferees is:

3145 Hafner CT  
Shoreview, MN 55126

The Kalamazoo Building 107 West Michigan Avenue, Fourth Floor Kalamazoo, Michigan 49007

T 269.381.8893 F 269.381.4855



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### **The Transaction**

As set forth below, the proposed transaction will be consummated at the ownership level of Company and will not affect Company's certificate or operations in Kentucky. As a result, it is our understanding that no formal approval of the Commission is required for this transaction. Accordingly, the Parties will proceed on the understanding that the Commission requires no approval or other formal action with respect to the proposed transaction.

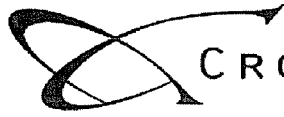
The Estate of Scott Lee currently holds 83.2% of the shares in the Company. The Estate will close in the first quarter of 2011. Prior to the closure of the Estate, the shares must transfer to the beneficiaries of the Estate. Upon receiving the shares from the Estate, the Transferees will own or control 89.2% of the shares in the Company.

The Parties do not seek to transfer Company's operating authority in connection with this proposed transaction. Following consummation of the transaction, Company will continue to operate under the same management without interruption.

### **Conclusion**

The transfer of control of the Company to the Transferees is in the public interest. This completion of this transfer will foster competition in the telecommunications market. Company will continue to provide service under its existing name. As a pure shareholder transfer transaction completed at the ownership level of Company, the proposed transaction will not affect the Company's day-to-day operations or customers. The Company will operate as it has in the past, providing services to customers under the same rates, terms, and conditions as before and retaining the same assets used in the provision of those services.

Consequently, the transfer of ownership will be transparent to and have no adverse impact upon the Company's customers. Settling the issue of ownership with the transfer to Transferees eliminates uncertainties which arose due to the unexpected passing of the majority shareholder, and results in an entity better equipped to compete as a telecommunications service provider.



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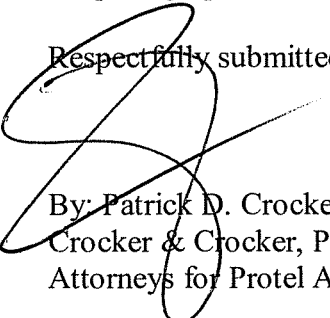
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Questions concerning this matter should be directed to Patrick D. Crocker at the following:

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Please date stamp the extra enclosed duplicate copy of this letter and return it to our firm using the postage-paid envelope provided.

Respectfully submitted,



By: Patrick D. Crocker  
Crocker & Crocker, P.C.  
Attorneys for Protel Advantage, Inc. d/b/a Long Distance Savings

PDC/tld

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