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APR 21 2011

COMMONWEALTH OF KENTUCKY
BEFORE THE PUBLIC SERVICE COMMISSION PUBLIC SERVICE
COMMISSION

In the Matter of:

Issuance to Third Kentucky Cellular Corporation DBA Wireless 2000 Telephone and Northstar Technology, LLC (collectively, the "Original Applicants") and Hemphill Corporation ("Hemphill") of a Certificate of Public Convenience and Necessity to Construct a Wireless Communications Facility in the Louisville-Lexington-Evansville Major Trading Area, Pine Knot, McCreary County, Kentucky (the "Certificate");

[Pine Knot], Site No. 61 (the "Site")

Docket No. 2001-388 (the "Docket No.")

NOTIFICATION OF TRANSFER OF OWNERSHIP

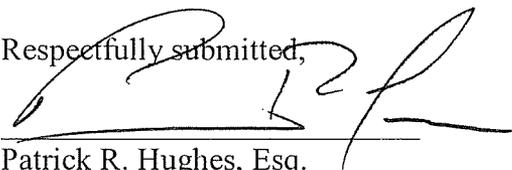
On April 10, 2002, the Kentucky Public Service Commission executed an Order granting to Original Applicants a Certificate with respect to the Site and related Docket No. (a copy of said Order is attached hereto for reference).

In connection with the issuance of the Certificate, a cellular tower has been built on the Site. The cellular tower is operational and is owned by Hemphill.

Ownership of the cellular tower has been transferred from Hemphill to SBA Towers III LLC, a Florida limited liability company, effective April 19, 2011.

The Site and improvements thereto including, without limitation, the self-supporting antennae, were constructed and are in operation in accordance with the Certificate.

Please direct any questions with respect to this matter to the undersigned, attorney for Hemphill.

Respectfully submitted,


Patrick R. Hughes, Esq.
Dressman Benzinger LaVelle psc
207 Thomas More Parkway
Crestview Hills, Kentucky 41017
(859) 341-1881

COMMONWEALTH OF KENTUCKY
BEFORE THE PUBLIC SERVICE COMMISSION

In the Matter of:

APPLICATION OF THIRD KENTUCKY CELLULAR)	
CORPORATION D/B/A WIRELESS 2000)	
TELEPHONE AND NORTHSTAR TECHNOLOGY,)	
LLC FOR ISSUANCE OF A CERTIFICATE OF)	
PUBLIC CONVENIENCE AND NECESSITY TO)	
CONSTRUCT A WIRELESS COMMUNICATIONS)	CASE NO.
FACILITY IN THE LOUISVILLE-LEXINGTON-)	2001-00388
EVANSVILLE MAJOR TRADING AREA, PINE KNOT,)	
MCCREARY COUNTY, KENTUCKY)	
)	
[PINE KNOT], SITE NO. 61)	

O R D E R

On February 19, 2002, Third Kentucky Cellular Corporation d/b/a Wireless 2000 Telephone and NorthStar Technology, LLC ("Applicants") filed an application seeking a Certificate of Public Convenience and Necessity to construct and operate a wireless telecommunications facility. The proposed facility consists of a self-supporting antenna tower not to exceed 270 feet in height, with attached antenna, to be located near Pine Knot, McCreary County, Kentucky. The coordinates for the proposed facility are North Latitude 36° 39' 45.6" by West Longitude 84° 26' 36.6".

The Applicants have provided information regarding the structure of the tower, safety measures, and antenna design criteria for the proposed facility. Based upon the application, the design of the tower and foundation conforms to applicable nationally recognized building standards, and the plans have been certified by a Licensed Professional Engineer.

Pursuant to 807 KAR 5:063, the Applicants have notified the McCreary County Judge/Executive of the proposed construction. The County Judge/Executive filed comments in this proceeding. By letter dated February 18, 2002, the County Judge/Executive was advised of the right to request intervention and a public hearing. To date, no such requests have been filed. The Applicants have filed applications with the Federal Aviation Administration ("FAA") and the Kentucky Airport Zoning Commission ("KAZC") seeking approval for the construction and operation of the proposed facility. Both decisions are pending.

The Applicants have filed evidence of the appropriate notices provided pursuant to 807 KAR 5:063. The notices solicited any comments and informed the recipients of their right to request intervention. To date, no public comments have been filed with the Commission.

The Commission, having considered the evidence of record and being otherwise sufficiently advised, finds that the Applicants have demonstrated that a facility is necessary to provide adequate utility service and therefore a Certificate of Public Convenience and Necessity to construct the proposed facility should be granted.

Pursuant to KRS 278.280, the Commission is required to determine proper practices to be observed when it finds, upon complaint or on its own motion, that the facilities of any utility subject to its jurisdiction are unreasonable, unsafe, improper, or insufficient. To assist the Commission in its efforts to comply with this mandate, the Applicants should notify the Commission if they do not use this antenna tower to provide service in the manner set out in their application and this Order. Upon receipt of such notice, the Commission may, on its own motion, institute proceedings to consider the

proper practices, including removal of the unused antenna tower, which should be observed by the Applicants.

IT IS THEREFORE ORDERED that:

1. The Applicants are granted a Certificate of Public Convenience and Necessity to construct a wireless telecommunications facility. The proposed facility consists of a self-supporting antenna tower not to exceed 270 feet in height, with attached antenna, and is to be located near Pine Knot, McCreary County, Kentucky. The coordinates for the proposed facility are North Latitude 36° 39' 45.6" by West Longitude 84° 26' 36.6".

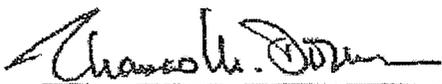
2. The Applicants shall file a copy of the final decisions regarding the pending FAA and KAZC applications for the proposed construction within 10 days of receiving the decisions.

3. The Applicants shall immediately notify the Commission in writing, if, after the antenna tower is built and utility service is commenced, the tower is not used for a period of 3 months in the manner authorized by this Order.

Done at Frankfort, Kentucky, this 10th day of April, 2002.

By the Commission

ATTEST:



Executive Director