

State of North Dakota

SECRETARY OF STATE



CERTIFICATE OF GOOD STANDING

OF

CITIZENS TELECOMMUNICATIONS COMPANY OF MINNESOTA,
INC.

The undersigned, as Secretary of State of the State of North Dakota, hereby certifies that CITIZENS TELECOMMUNICATIONS COMPANY OF MINNESOTA, INC. , a Delaware corporation, authorized to transact business in the State of North Dakota on May 12, 2000, and according to the records of this office as of this date, has paid all fees due this office as required by North Dakota statutes governing foreign corporations.

ACCORDINGLY the undersigned, as such Secretary of State, and by virtue of the authority vested in him by law, hereby issues this Certificate of Good Standing to

CITIZENS TELECOMMUNICATIONS COMPANY OF MINNESOTA,
INC.

Issued: January 11, 2001

A handwritten signature in black ink, appearing to read "Alvin A. Jaeger", is written over a blue circular embossed seal.

Alvin A. Jaeger
Secretary of State

STATE OF NORTH DAKOTA

Certificate of Public Convenience and Necessity

Certificate Number 4673

This is to certify that public convenience and necessity require, and permission is granted for Citizens Telecommunications Company of Minnesota, Inc., a telecommunications public utility, to provide facilities-based local exchange telecommunications services to North Dakota customers served from the Oslo, Minnesota exchange.

This certificate is issued in Case No. PU-2304-00-270 and is conditioned upon Citizens Telecommunications Company of Minnesota, Inc. securing the franchise or other authority of the proper municipal or other authority for the exercise of these rights and privileges.

Bismarck, North Dakota, February 7, 2001.

ATTEST:

PUBLIC SERVICE COMMISSION



Executive Secretary



Commissioner

STATE OF NORTH DAKOTA

Certificate of Public Convenience and Necessity

Certificate Number 4674

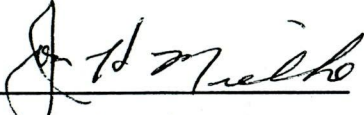
This is to certify that public convenience and necessity require, and permission is granted for Citizens Telecommunications Company of Minnesota, Inc., a telecommunications public utility, to provide facilities-based intraLATA interexchange (toll) service in North Dakota for customers served from the Oslo, Minnesota exchange.

This certificate is issued in Case No. PU-2304-00-270 and is conditioned upon Citizens Telecommunications Company of Minnesota, Inc. securing the franchise or other authority of the proper municipal or other authority for the exercise of these rights and privileges.

Bismarck, North Dakota, February 7, 2001.

ATTEST:

PUBLIC SERVICE COMMISSION


Executive Secretary


Commissioner

DOCKETING REQUEST

Staff Person Submitting Docketing Request Paula URGENT? _____

New Company:

Corp. Papers Received? (Yes/No) Y Corp. Papers Required? (Yes/No) Y Sec. of State ID # 6454700

New Case: (If Not a New Case, skip to Docket Entry Section)

Filing Fee? (Yes/No) No

Check Received?(Yes/No) _____

Amount? _____

Check No. _____

How the Case label is to read:

Company Name: Citizens Telecommunications Company of Minnesota, LLC

Company No. (if known): _____

Date Filed (date of first received—email or hard copy) 8/21/07

Case Label Description: (2nd line) Secretary of State ID # 6454700

Case Type (3rd line) _____

Portfolio (Wefald, Cramer or Clark): _____ Staff Person Assigned _____

Item Filed: _____

Filed by: _____

Copies to be distributed to: Comm. Legal, Illona, PUD _____

Close immediately? (Yes/No) _____

Director's Signature _____

Existing Case:

Filing Fee ? (Yes/No) _____

Check Received? _____

Amount? _____

Check No. _____

Case No. _____

Date Filed (date of first received—email or hard copy) _____

Item Filed: _____

Filed By: _____

Special Copies Request: _____

PLEASE RETURN A COPY OF THIS FORM TO PERSON MAKING DEPOSITS AFTER DOCKETING IF FILING FEE IS COLLECTED.



Public Service Commission

State of North Dakota

COMMISSIONERS

Susan E. Wefald, President
Kevin Cramer
Tony Clark

Executive Director
Illona A. Jeffcoat-Sacco

600 E. Boulevard Ave. Dept 408
Bismarck, North Dakota 58505-0480
web: www.nd.gov/psc
e-mail: ndpsc@nd.gov
TTY 800-366-6888 or 711
Fax 701-328-2410
Phone 701-328-2400

August 28, 2007

Scott Bohler
Citizens Telecommunications Company
of Minnesota, LLC
3 High Ridge Park
Stamford, CT 06905-1337

Dear Mr. Bohler:

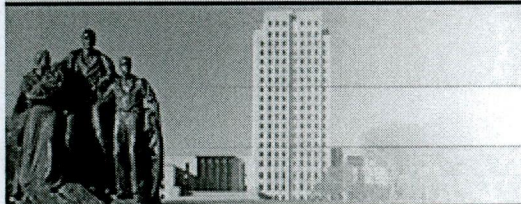
In reviewing your file, we have discovered that the Certificate we issued in February 7, 2001, is in your old name, Citizens Telecommunications Company of Minnesota, Inc.

We need to reissue a certificate in the current company name, Citizens Telecommunications Company of Minnesota, LLC. In order to accomplish this, we need a letter from you requesting we change the name from Citizens Telecommunications Company of Minnesota, Inc. to Citizens Telecommunications Company of Minnesota, LLC. This is just a routine name change, and there is no charge.

Thank you for your help in this matter.

Sincerely,

Paula Kent
Public Utilities Division



SECRETARY OF STATE NORTH DAKOTA



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CITIZENS TELECOMMUNICATIONS COMPANY OF MINNESOTA, LLC

Corporation Details

System ID: 6454700

Phone: (203) 614-5600

Type: FOREIGN LIMITED LIABILITY COMPANY

Status: Active & Good Standing

Original File Date: 11/17/2003

Effective Date: 11/17/2003

State of Origin: Delaware

Nature of Business

TELECOMMUNICATIONS

Principal Office

3 HIGH RIDGE PARK STAMFORD, CT 06905-1337

Registered Agent

C T CORPORATION SYSTEM

314 E THAYER AVE

PO BOX 400

BISMARCK, ND 58502-0400

Established Date: Nov 17, 2003

Generate an Annual Report To File

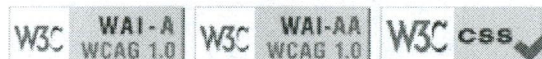
To Generate a Annual Report form to be filed with the Secretary of State, select the appropriate year of the report you intend to file. This report does not contain details of a report previously filed with the Secretary of State. The annual report years reflected are an indication of the various report forms available in this site and is not an indication that an entity needs to file reports for all years. Missing years indicate that the forms for the missing year have not yet been deployed to the website, or have already been removed, and can be obtained by contacting the Secretary of State.

2003 2004 (generates a forms-fillable pdf in a new pop-up window)

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**CERTIFICATE OF AUTHORITY
FOREIGN CORPORATION
APPLICATION**
SECRETARY OF STATE
SFN 13100 (8-97)

RECEIVED
APR 24 2000
SEC. OF STATE

APR 18 2000
SEC. OF STATE

FOR OFFICE USE ONLY	
ID #	15785800
WO #	773767
Filed	5-12-00
BY	LS

SEE REVERSE SIDE FOR FEES, FILING AND MAILING INSTRUCTIONS

- 1.A. The application **MUST** be accompanied by the following:
- Filing fee of \$125 if a Foreign Business or Professional Corporation
 - Filing fee of \$40 if a Foreign Nonprofit Corporation
 - Signed Consent of Registered Agent and fee of \$10
 - Current, **ORIGINAL CERTIFICATE OF GOOD STANDING OR CERTIFICATE OF EXISTENCE** verifying corporate existence certified by the incorporating officer of the state or country of incorporation.

- B. The following **MAY** be required:
- Certification of professional license from the North Dakota licensing board for the profession
 - Signed consent to use of name and fee of \$10
 - Trade Name Registration and fee of \$25

RECEIVED
MAY 12 2000
SEC. OF STATE

TYPE OR PRINT LEGIBLY

For reference, see North Dakota Century Code, Section 10-19.1-135 or 10-33-125.

2. Type of corporation applying for Certificate of Authority: (check one)
- Foreign Business Foreign Professional Foreign Nonprofit

3.A. Name of corporation EXACTLY as it appears on Certificate of Good Standing from state of origin <u>Citizens Telecommunications Company of Minnesota, Inc.</u>	B. Federal ID # <u>06-1554080</u>
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- C. If the corporation chooses to use a name other than its corporate name, that name is a trade name and must be registered with the North Dakota Secretary of State. (SEE INSTRUCTION 3.C.) If applicable, provide the trade name below and complete the Trade Name Registration form if the selected trade name is not already registered in North Dakota.

- D. If the corporation has been notified by the North Dakota Secretary of State that its corporate name is the same as, or deceptively similar to a name already registered, this application for Certificate of Authority must be accompanied by one of the following: (check one)
- Consent to use of name from the conflicting name holder(s)
- An application for registration of a trade name for use in transacting business in North Dakota. The trade name adopted is:
-
- Certified copy of a final decree of a court of competent jurisdiction establishing prior right of this corporation to use of the name in North Dakota

4. Complete mailing address of principal executive office which may not only be a post office box (Street/RR, and PO Box if applicable, city, state, zip+4) Three High Ridge Park, Stamford, CT 06905

5.A. STATE or country where incorporated <u>Delaware</u>	B. EXACT date incorporated (Month, day, AND year) <u>06/24/1999</u>	C. Duration of corporation <input type="checkbox"/> Perpetual <input type="checkbox"/> Other (Specify)	D. Telephone # <u>203.614.5600</u>
			E. Toll-free telephone #

6.A. Name of required registered agent in NORTH DAKOTA (SEE INSTRUCTION 6.A.) <u>The Prentice-Hall Corporation System, Inc.</u>	B. Federal ID/social security # of registered agent <u>51-0006522</u>
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C. Address of registered agent in **NORTH DAKOTA** which may not only be a post office box number (Street/RR, and PO Box if applicable, city, state, zip+4) 316 North Fifth Street, P.O. Box 1695, Bismark, ND 58502

7. Nature of business or activities the corporation intends to conduct in the State of North Dakota

To acquire and operate local exchange access lines.

OFFICERS AND DIRECTORS OF THE CORPORATION

OFFICE	Check box if officer also serves as director	NAME	Street/RR	PO Box	City	State	Zip+4
PRESIDENT	<input type="checkbox"/>	PLEASE SEE ATTACHED LIST.					
VICE PRESIDENT	<input type="checkbox"/>						
SECRETARY	<input type="checkbox"/>						
TREASURER	<input type="checkbox"/>						
DIRECTOR							
DIRECTOR							

9. The undersigned, a person authorized by the corporation to sign this application, knows the contents thereof, and believes the statements made to be true.

Charles J. Weiss / 2/28/2000 Charles J. Weiss, Secretary
Original signature Date

10. Name of person to contact about this application Virginia L. Coogle Daytime telephone # 203.614.5135

CITIZENS TELECOMMUNICATIONS COMPANY OF MINNESOTA, INC.

DIRECTORS		
Name	Title	Business Address/Phone
John H. Casey, III	Director	Three High Ridge Road Stamford, CT 06905 203.614.5600
Rudy J. Graf	Director	Three High Ridge Road Stamford, CT 06905 203.614.5600
Leonard Tow	Director	Three High Ridge Road Stamford, CT 06905 203.614.5600

OFFICERS		
Name	Title	Business Address/Phone
Rudy J. Graf	President	Three High Ridge Road Stamford, CT 06905 203.614.5600
Scott N. Schneider	Executive Vice President	Three High Ridge Road Stamford, CT 06905 203.614.5600
Robert J. DeSantis	Vice President, Chief Financial Officer and Assistant Secretary	Three High Ridge Road Stamford, CT 06905 203.614.5600
Merton Bernabi	Vice President	5600 Headquarters Drive Plano, TX 75024 469.365.3000
Robert Braden	Vice President	Three High Ridge Road Stamford, CT 06905 203.614.5600
John H. Casey, III	Vice President and Chief Operating Officer	Three High Ridge Road Stamford, CT 06905 203.614.5600
Kenneth L. Cohen	Vice President and Controller	Three High Ridge Road Stamford, CT 06905 203.614.5600
Michael G. Harris	Vice President	Three High Ridge Road Stamford, CT 06905 203.614.5600
Edward O. Kipperman	Vice President and Treasurer	Three High Ridge Road Stamford, CT 06905 203.614.5600

OFFICERS - Continued		
Name	Title	Business Address/Phone
F. Wayne Lafferty	Vice President	5600 Headquarters Drive Plano, TX 75024 469.365.3000
John J. Lass	Vice President – Central Region	11-15 East Park Place Norwich, NY 13815 612.472.5590
L. Russell Mitten	Vice President, General Counsel and Assistant Secretary	Three High Ridge Road Stamford, CT 06905 203.614.5600
William O’Neill	Vice President	7901 Freeport Boulevard Sacramento, CA 95832 916.665.5393
Livingston E. Ross	Vice President and Chief Accounting Officer	Three High Ridge Road Stamford, CT 06905 203.614.5600
L. Todd Wells	Vice President	5600 Headquarters Drive Plano, TX 75024 469.365.3000
Charles J. Weiss	Secretary and Assistant Vice President	Three High Ridge Road Stamford, CT 06905 203.614.5600
Kenneth C. Dering	Assistant Vice President and Assistant Treasurer	Three High Ridge Road Stamford, CT 06905 203.614.5600
Laura L. DiPreta	Assistant Vice President and Assistant Controller	Three High Ridge Road Stamford, CT 06905 203.614.5600
Lee Ann Conti	Assistant Secretary	1000 Internationale Parkway Woodridge, IL 60517 603.739.8868
Barbara Snider	Assistant Secretary	7901 Freeport Boulevard Sacramento, CA 95832 916.665.5335
Richard Tettelbaum	Assistant Secretary	1400 16 th Street, NW Suite 500 Washington, DC 20036 202.332.5922



**REGISTERED AGENT
CONSENT TO SERVE**
SECRETARY OF STATE
SFN 13100A (7974 + 13100) (7-99)

APR 10 2000
SEC. OF STATE

FOR OFFICE USE ONLY

ID #	15785800
File #	
WO #	773767
Filed	5-12-00
By	LJS

SEE REVERSE SIDE FOR FILING AND MAILING INSTRUCTIONS

1. FILING FEE: \$10.00

TYPE OR PRINT LEGIBLY

2. Name of the organization for which the registered agent is to serve (corporation, limited liability company, limited liability partnership, limited partnership, limited liability limited partnership or real estate investment trust)

CITIZENS TELECOMMUNICATIONS COMPANY OF MINNESOTA, INC.

3. Name of the registered agent

~~The~~ Prentice-Hall Corporation System, Inc.

4. Registered agent is (Check one)

- An individual North Dakota resident
- A corporation
- A limited liability company
- A limited liability partnership

5. Federal ID # or social security # of registered agent

51-0009810

6. An individual appointed as registered agent must sign a consent to serve in that capacity. When a corporation, a limited liability company, or limited liability partnership is named as registered agent, an officer or someone authorized by the organization may sign on behalf of the corporation, limited liability company, or limited liability partnership.

"The undersigned, as the newly appointed registered agent, agrees to act as the registered agent for this organization until a change, or resignation, is submitted to the Secretary of State under the provisions of North Dakota law."

April L. Roberts 4/5/00
Original signature of registered agent Date

April L. Roberts, Authorized Representative of
The Prentice-Hall Corporation System, Inc.

773767

15,785,800

Citizens Utilities
Three High Ridge Park
Stamford, CT 06905
203.614.4612 phone
203.614.4651 fax
cweiss@czn.com

CHARLES J. WEISS Secretary



April 19, 2000

RECEIVED
APR 24 2000
SEC. OF STATE

North Dakota Secretary of State
Business Division
600 E Boulevard Avenue, Department 108
Bismarck, ND 58505-0500

Gentlemen:

⁵⁴³⁴²⁰⁰
Citizens Telecommunications Company, a Delaware corporation that uses the trade name
³⁹⁴⁵⁹⁰⁰ Citizens Telecom; Citizens Telecommunications Company of North Dakota, a Delaware ¹⁵⁰²⁴⁹⁰⁰
corporation and Citizens Telecom Services Company L.L.C., a Delaware limited liability
company, are qualified to conduct business in North Dakota and hereby give their consent to
their affiliate, Citizens Telecommunications Company of Minnesota, Inc., to utilize that name
and conduct business in North Dakota.

Very truly yours,

Charles J. Weiss, Secretary
Citizens Telecommunications Company ⁵⁴³⁴²⁰⁰
¹¹⁷⁹³⁹⁰⁰

Charles J. Weiss, Secretary
Citizens Telecommunications Company of North Dakota ¹⁵⁰²⁴⁹⁰⁰
¹⁵¹⁸⁴⁰⁰⁰

Charles J. Weiss, Secretary
Citizens Telecom Services Company L.L.C. ¹⁵⁶¹⁷⁵⁰⁰

NORTH DAKOTA
Filed 5-12 2000

Secretary of State



**TRADE NAME
REGISTRATION**
SECRETARY OF STATE
SFN 13401 (3-99)

RECEIVED
APR 24 2000
SEC. OF STATE

FOR OFFICE USE ONLY

ID #	15,895,600
WO #	773767
Filed	5-12-00
By	NS
Expiration Date	5-12-05

1. FILING FEE \$25.00
Five Year Duration

SEE REVERSE SIDE FOR FEES, FILING AND MAILING INSTRUCTIONS

For reference, see North Dakota Century Code, Chapter 47-25.

2. Trade Name
Citizens Communications Company of Minnesota

3. The nature of the business transacted (in detail)
To acquire and operate local exchange access lines.

4. Trade Name is used and owned by (select one)
 Individual
 Corporation incorporated in state of Delaware
 Husband & Wife
 Limited Liability Company organized in state of _____
 Other - Define (See Instructions) _____

5. Telephone # of Owner
203.614.5600

6. Toll-Free Telephone #

7. The corporation, the limited liability company, or individual(s) using the trade name, their Federal ID/Social Security #, and the address of their principal places of business

NAME	FEDERAL ID/ SOCIAL SECURITY #	COMPLETE ADDRESS				
		Street/RR	PO Box	City	State	Zip +4
Citizens Telecommunications Company of Minnesota, Inc.	06-1554080	Three High Ridge Park, Stamford, CT 06905				

8. "I (we), the owner(s), say that I (we) have read the foregoing registration, know the contents thereof, and believe the statements made to be true."

Signature Charles J. Weiss Date _____
Charles J. Weiss, Secretary

Signature _____ Date _____

9. Name of person to contact about this registration
Virginia L. Coogle

Daytime telephone #
203.614.5135