

# *State of North Dakota*

## SECRETARY OF STATE



### CERTIFICATE OF FACT

OF

### CONSOLIDATED TELCOM

The undersigned, as Secretary of State of the State of North Dakota, hereby certifies that CONSOLIDATED TELEPHONE COOPERATIVE a North Dakota cooperative association, filed articles of merger reflecting CONSOLIDATED TELEPHONE COOPERATIVE merged with and into CONSOLIDATED TELCOM, INC., a North Dakota cooperative association, effective December 31, 1999. The surviving cooperative association shall be known as CONSOLIDATED TELCOM.

Dated: February 17, 2000

A handwritten signature in cursive script, reading "Alvin A. Jaeger".

Alvin A. Jaeger  
Secretary of State

# *State of North Dakota*

## SECRETARY OF STATE



### CERTIFICATE OF MERGER OF DOMESTIC CORPORATIONS INTO

#### CONSOLIDATED TELEPHONE COOPERATIVE

The undersigned, as Secretary of State of the State of North Dakota, hereby certifies that Articles of Merger of CONSOLIDATED TELCOM, INC. into

CONSOLIDATED TELEPHONE COOPERATIVE a domestic corporation, duly signed and verified pursuant to North Dakota statutes governing a North Dakota COOPERATIVE ASSOCIATION, have been received in this office and are found to conform to law.

ACCORDINGLY the undersigned, as such Secretary of State, and by virtue of the authority vested in him by law, hereby issues this Certificate of Merger of CONSOLIDATED TELCOM, INC. into CONSOLIDATED TELEPHONE COOPERATIVE, who then changed it's name to CONSOLIDATED TELCOM. Effective date of merger: December 31, 1999

Issued: December 16, 1999

A handwritten signature in cursive script, reading "Alvin A. Jaeger".

Alvin A. Jaeger  
Secretary of State

**Public Service Commission**  
**STATE OF NORTH DAKOTA**

**Certificate of Registration**

**Second Reissued Certificate Number 393**

*This is to certify that Consolidated Telcom, is registered to provide statewide local and interexchange private line telecommunications services with facilities in North Dakota.*

*This certificate is issued in Case No. PU-2013-00-536 and is subject to the conditions and limitations noted in North Dakota Administrative Code, Section 69-09-05-04.*

*Bismarck, North Dakota, October 25, 2000*

**ATTEST:**

**PUBLIC SERVICE COMMISSION**

  
\_\_\_\_\_  
**Executive Secretary**

  
\_\_\_\_\_  
**Commissioner**

**PUBLIC SERVICE COMMISSION**

**STATE OF NORTH DAKOTA**

**Certificate of Registration**

**Certificate Number 393**

*This is to certify that Consolidated Telephone Cooperative is registered to provide statewide local and interexchange private line telecommunications services with facilities in North Dakota.*

*This certificate is issued in Case No. PU-419-89-390, and is subject to the conditions and limitations noted in the Order dated April 17, 1990.*

*Bismarck, North Dakota, December 31, 1996.*

**ATTEST:**

**PUBLIC SERVICE COMMISSION**

  
**Executive Secretary**

  
**Commissioner**

**PUBLIC SERVICE COMMISSION**

**STATE OF NORTH DAKOTA**

**Certificate of Public Convenience and Necessity**

**Third Reissued Certificate Number 3427**

*This is to certify that public convenience and necessity require, and permission is granted for Consolidated Telcom, a telecommunications public utility, to provide local exchange telecommunications services inside the Bowman, North Dakota local exchange area.*

*This certificate is issued in Case No. PU-2013-00-536 and is conditioned upon Consolidated Telcom securing the franchise or other authority of the proper municipal or other public authority for the exercise of these rights and privileges.*

*Bismarck, North Dakota, October 25, 2000.*

**ATTEST:**

**PUBLIC SERVICE COMMISSION**

  
Executive Secretary

  
Commissioner

**PUBLIC SERVICE COMMISSION**

**STATE OF NORTH DAKOTA**

**Certificate of Public Convenience and Necessity**

**Third Reissued Certificate Number 3461**

*This is to certify that public convenience and necessity require, and permission is granted for Consolidated Telcom, a telecommunications public utility, to provide local exchange telecommunications services inside the Hettinger, North Dakota local exchange area.*

*This certificate is issued in Case No. PU-2013-00-536 and is conditioned upon Consolidated Telcom securing the franchise or other authority of the proper municipal or other public authority for the exercise of these rights and privileges.*

*Bismarck, North Dakota, October 25, 2000.*

**ATTEST:**

**PUBLIC SERVICE COMMISSION**

  
Executive Secretary

  
Commissioner

**PUBLIC SERVICE COMMISSION**

**STATE OF NORTH DAKOTA**

**Certificate of Public Convenience and Necessity**

**Third Reissued Certificate Number 3466**

*This is to certify that public convenience and necessity require, and permission is granted for Consolidated Telcom, a telecommunications public utility, to provide local exchange telecommunications services inside the Killdeer, North Dakota local exchange area.*

*This certificate is issued in Case No. PU-2013-00-536 and is conditioned upon Consolidated Telcom securing the franchise or other authority of the proper municipal or other public authority for the exercise of these rights and privileges.*

*Bismarck, North Dakota, October 25, 2000.*

**ATTEST:**

**PUBLIC SERVICE COMMISSION**

  
Executive Secretary

  
Commissioner

**PUBLIC SERVICE COMMISSION**

**STATE OF NORTH DAKOTA**

**Certificate of Public Convenience and Necessity**

**Third Reissued Certificate Number 3487**

*This is to certify that public convenience and necessity require, and permission is granted for Consolidated Telcom, a telecommunications public utility, to provide local exchange telecommunications services inside the Mott, North Dakota local exchange area.*

*This certificate is issued in Case No. PU-2013-00-536 and is conditioned upon Consolidated Telcom securing the franchise or other authority of the proper municipal or other public authority for the exercise of these rights and privileges.*

*Bismarck, North Dakota, October 25, 2000.*

**ATTEST:**

**PUBLIC SERVICE COMMISSION**

  
Executive Secretary

  
Commissioner

**PUBLIC SERVICE COMMISSION**

**STATE OF NORTH DAKOTA**

**Certificate of Public Convenience and Necessity**

**Third Reissued Certificate Number 3490**

*This is to certify that public convenience and necessity require, and permission is granted for Consolidated Telcom, a telecommunications public utility, to provide local exchange telecommunications services inside the New England, North Dakota local exchange area.*

*This certificate is issued in Case No. PU-2013-00-536 and is conditioned upon Consolidated Telcom securing the franchise or other authority of the proper municipal or other public authority for the exercise of these rights and privileges.*

*Bismarck, North Dakota, October 25, 2000.*

**ATTEST:**

**PUBLIC SERVICE COMMISSION**

  
Executive Secretary

  
Commissioner

**STATE OF NORTH DAKOTA**

**Certificate of Public Convenience and Necessity**

**First Reissued Certificate Number 437**

*This is to certify that public convenience and necessity require, and permission is granted for the construction and operation of a telephone facilities in parts of Billings, McKenzie, Slope, Adams and Hettinger Counties, North Dakota, by Consolidated Telcom. This certificate is issued in Case No. PU-2013-00-536 and is subject to the conditions and limitations in the order of this Commission dated December 30, 1960 in Case No. 6058.*

*This certificate is conditioned upon Consolidated Telcom securing the consent, franchise, permit, ordinance, or other authority of the proper municipal or other public authority for the exercise of these rights and privileges*

*Bismarck, North Dakota, October 25, 2000.*

**ATTEST:**

**PUBLIC SERVICE COMMISSION**

  
Executive Secretary

  
Commissioner

**STATE OF NORTH DAKOTA**

**Certificate of Public Convenience and Necessity**

**Certificate Number 449**

*This is to certify that public convenience and necessity require, and permission is granted for the construction and operation of a telephone system in parts of Stark and Billings Counties, North Dakota by Consolidated Telcom. This certificate is issued in Case No. PU-2013-00-536 and is subject to the conditions and limitations in the order of this Commission dated September 20, 1961 in Case No. 6143.*

*This certificate is conditioned upon Consolidated Telcom securing the consent, franchise, permit, ordinance, or other authority of the proper municipal or other public authority for the exercise of these rights and privileges.*

*Bismarck, North Dakota, October 25, 2000.*

**ATTEST:**

**PUBLIC SERVICE COMMISSION**

  
**Executive Secretary**

  
**Commissioner**

**STATE OF NORTH DAKOTA**

**Certificate of Public Convenience and Necessity**

**Certificate Number 463**

*This is to certify that public convenience and necessity require, and permission is granted for the construction and operation of a telephone plant or system at Richardton and Taylor & Environs, North Dakota by Consolidated Telcom. This certificate is issued in Case No. PU-2013-00-536 and is subject to the conditions and limitations in the order of this Commission dated May 3, 1963 in Case No. 6336.*

*This certificate is conditioned upon Consolidated Telcom securing the consent, franchise, permit, ordinance, or other authority of the proper municipal or other public authority for the exercise of these rights and privileges.*

*Bismarck, North Dakota, October 25, 2000.*

**ATTEST:**

**PUBLIC SERVICE COMMISSION**

  
Executive Secretary

  
Commissioner

**PUBLIC SERVICE COMMISSION**

**STATE OF NORTH DAKOTA**

**Certificate of Public Convenience and Necessity**

**Second Reissued Certificate Number 3427**

*This is to certify that public convenience and necessity require, and permission is granted for Consolidated Telcom, Inc., a telecommunications public utility, to provide local exchange telecommunications services inside the Bowman, North Dakota local exchange area.*

*This certificate is issued in Case No. PU-1695-99-31 and is conditioned upon Consolidated Telcom, Inc. securing the franchise or other authority of the proper municipal or other public authority for the exercise of these rights and privileges.*

*Bismarck, North Dakota, February 10, 1999.*

**ATTEST:**

**PUBLIC SERVICE COMMISSION**

  
Executive Secretary

  
Commissioner

**PUBLIC SERVICE COMMISSION**

**STATE OF NORTH DAKOTA**

**Certificate of Public Convenience and Necessity**

**Second Reissued Certificate Number 3461**

*This is to certify that public convenience and necessity require, and permission is granted for Consolidated Telcom, Inc., a telecommunications public utility, to provide local exchange telecommunications services inside the Hettinger, North Dakota local exchange area.*

*This certificate is issued in Case No. PU-1695-99-31 and is conditioned upon Consolidated Telcom, Inc. securing the franchise or other authority of the proper municipal or other public authority for the exercise of these rights and privileges.*

*Bismarck, North Dakota, February 10, 1999.*

**ATTEST:**

**PUBLIC SERVICE COMMISSION**

  
Executive Secretary

  
Commissioner

**PUBLIC SERVICE COMMISSION**

**STATE OF NORTH DAKOTA**

**Certificate of Public Convenience and Necessity**

**Second Reissued Certificate Number 3466**

*This is to certify that public convenience and necessity require, and permission is granted for Consolidated Telcom, Inc., a telecommunications public utility, to provide local exchange telecommunications services inside the Killdeer, North Dakota local exchange area.*

*This certificate is issued in Case No. PU-1695-99-31 and is conditioned upon Consolidated Telcom, Inc. securing the franchise or other authority of the proper municipal or other public authority for the exercise of these rights and privileges.*

*Bismarck, North Dakota, February 10, 1999.*

**ATTEST:**

**PUBLIC SERVICE COMMISSION**

  
Executive Secretary

  
Commissioner

**PUBLIC SERVICE COMMISSION**

**STATE OF NORTH DAKOTA**

**Certificate of Public Convenience and Necessity**

**Second Reissued Certificate Number 3487**

*This is to certify that public convenience and necessity require, and permission is granted for Consolidated Telcom, Inc., a telecommunications public utility, to provide local exchange telecommunications services inside the Mott, North Dakota local exchange area.*

*This certificate is issued in Case No. PU-1695-99-31 and is conditioned upon Consolidated Telcom, Inc. securing the franchise or other authority of the proper municipal or other public authority for the exercise of these rights and privileges.*

*Bismarck, North Dakota, February 10, 1999.*

**ATTEST:**

**PUBLIC SERVICE COMMISSION**

  
Executive Secretary

  
Commissioner

**PUBLIC SERVICE COMMISSION**

**STATE OF NORTH DAKOTA**

**Certificate of Public Convenience and Necessity**

**Second Reissued Certificate Number 3490**

*This is to certify that public convenience and necessity require, and permission is granted for Consolidated Telcom, Inc., a telecommunications public utility, to provide local exchange telecommunications services inside the New England, North Dakota local exchange area.*

*This certificate is issued in Case No. PU-1695-99-31 and is conditioned upon Consolidated Telcom, Inc. securing the franchise or other authority of the proper municipal or other public authority for the exercise of these rights and privileges.*

*Bismarck, North Dakota, February 10, 1999.*

**ATTEST:**

**PUBLIC SERVICE COMMISSION**

  
Executive Secretary

  
Commissioner

# PUBLIC SERVICE COMMISSION

STATE OF NORTH DAKOTA

## Certificate of Public Convenience and Necessity

Certificate No. 437

THIS IS TO CERTIFY That public convenience and necessity require, and permission is hereby granted for the \_\_\_\_\_

Construction and operation \_\_\_\_\_ of telephone  
Dunn, Bowman,  
facilities in parts of Billings, McKenzie, plant or system at Slope, Adams and Hettinger Counties, North Dakota,  
by Consolidated Telephone Cooperative,  
Dickinson, North Dakota

This certificate is issued in accordance with the report and order of this Commission, dated December 30, 1960 in Case No. 6058 and is subject to the conditions and limitations noted thereon.

CONDITIONS: This certificate is conditioned upon the said Consolidated Telephone Cooperative securing the consent, franchise, permit, ordinance, or other authority of the proper municipal or other public authority for the exercise of the rights and privileges granted herein.

This certificate represents a consolidation of Certificates 382 and 400 issued to Dunn Telephone Mutual Aid Corporation and Certificates 380, 340 and 384 issued to Bowman-Slope Rural Telephone Mutual Aid Corporation; said consolidation with Consolidated Telephone Cooperative, authorized by Commission Order in Case 6058.

Dated at Bismarck, North Dakota, this 9th

day of March, 19 61

ATTEST:

Ehmer Olson  
Secretary.

PUBLIC SERVICE COMMISSION:

By Martin F. ...  
Commissioner.

# PUBLIC SERVICE COMMISSION

STATE OF NORTH DAKOTA

## Certificate of Public Convenience and Necessity

Certificate No. 449

THIS IS TO CERTIFY That public convenience and necessity require, and permission is hereby granted for the \_\_\_\_\_  
construction and operation \_\_\_\_\_ of Telephone

in parts of \_\_\_\_\_ ~~plant or system at~~ Stark and Billings Counties, \_\_\_\_\_ North Dakota,

by Consolidated Telephone Cooperative \_\_\_\_\_ This certificate is issued in accordance with the report and  
order of this Commission, dated September 20, 1961 \_\_\_\_\_ in Case No. 6143 \_\_\_\_\_ and is subject to the  
conditions and limitations noted thereon.

CONDITIONS: This certificate is conditioned upon the said Consolidated Telephone Cooperative \_\_\_\_\_  
securing the consent, franchise, permit, ordinance, or other authority of the proper municipal or other public authority for  
the exercise of the rights and privileges granted herein.

\_\_\_\_\_  
\_\_\_\_\_  
\_\_\_\_\_

Dated at Bismarck, North Dakota, this 20th \_\_\_\_\_  
day of September \_\_\_\_\_, 1961

ATTEST:

Elmer Olson  
Secretary.

PUBLIC SERVICE COMMISSION:

By Richard J. Thompson  
Commissioner.

EXECUTED IN DUPLICATE

# PUBLIC SERVICE COMMISSION

STATE OF NORTH DAKOTA

## Certificate of Public Convenience and Necessity

Certificate No. 463

THIS IS TO CERTIFY That public convenience and necessity require, and permission is hereby granted for the \_\_\_\_\_  
Construction and operation \_\_\_\_\_ of \_\_\_\_\_ a \_\_\_\_\_  
Telephone \_\_\_\_\_ plant or system at Richardton and Taylor & Environs North Dakota,

by Consolidated Telephone Cooperative This certificate is issued in accordance with the report and  
order of this Commission, dated May 3, 1963 in Case No. 6336 and is subject to the  
conditions and limitations noted thereon.

CONDITIONS: This certificate is conditioned upon the said Consolidated Telephone Cooperative  
securing the consent, franchise, permit, ordinance, or other authority of the proper municipal or other public authority for  
the exercise of the rights and privileges granted herein.

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Dated at Bismarck, North Dakota, this 3rd

day of May, 19 63

ATTEST:

Elmer Olson

Secretary.

PUBLIC SERVICE COMMISSION:

By Bow J. Waag  
Commissioner.

EXECUTED IN DUPLICATE

*Public Service*

# PUBLIC SERVICE COMMISSION

STATE OF NORTH DAKOTA

## Certificate of Public Convenience and Necessity

Certificate No. 340

THIS IS TO CERTIFY That public convenience and necessity require, and permission is hereby granted for the Construction  
and Operation \_\_\_\_\_ of \_\_\_\_\_

a telephone \_\_\_\_\_ ~~plant or~~ system ~~in~~ in the Counties of Bowman, Slope, North Dakota,  
Adams and Hettinger

by the Bowman-Slope Rural Telephone Mutual Aid This certificate is issued in accordance with the report and  
Corporation.

order of this Commission, dated March 18, 1953 in Case No. 4982 and is subject to the  
conditions and limitations noted thereon.

CONDITIONS: This certificate is conditioned upon the said Bowman-Slope Rural Telephone Mutual Aid Corporation  
securing the consent, franchise, permit, ordinance, or other authority of the proper municipal or other public authority for  
the exercise of the rights and privileges granted herein.

\_\_\_\_\_  
\_\_\_\_\_  
\_\_\_\_\_

Dated at Bismarck, North Dakota, this 18th

day of March 19 53

ATTEST:

Edmur Olson  
Secretary

PUBLIC SERVICE COMMISSION:

By Ernest H. Nelson  
Commissioner

EXECUTED IN DUPLICATE

# PUBLIC SERVICE COMMISSION

STATE OF NORTH DAKOTA

## Certificate of Public Convenience and Necessity

Certificate No. 380

THIS IS TO CERTIFY That public convenience and necessity require, and permission is hereby granted for the \_\_\_\_\_  
construction and operation \_\_\_\_\_ of \_\_\_\_\_ a \_\_\_\_\_  
telephone \_\_\_\_\_ plant or system <sup>in</sup> ~~at~~ a portion of Adams County, \_\_\_\_\_ North Dakota,

by Bowman-Slope Rural Telephone Mutual Aid \_\_\_\_\_ This certificate is issued in accordance with the report and  
Corporation  
order of this Commission, dated August 20, 1956 \_\_\_\_\_ in Case No. 5462 \_\_\_\_\_ and is subject to the  
conditions and limitations noted thereon.

CONDITIONS: This certificate is conditioned upon the said Bowman-Slope Rural Telephone Mutual Aid Corporation  
securing the consent, franchise, permit, ordinance, or other authority of the proper municipal or other public authority for  
the exercise of the rights and privileges granted herein.

\_\_\_\_\_  
\_\_\_\_\_  
\_\_\_\_\_

Dated at Bismarck, North Dakota, this 20th \_\_\_\_\_

day of August \_\_\_\_\_ 1956

ATTEST: Shirley Olson  
Secretary

PUBLIC SERVICE COMMISSION:

By Martin Vaala  
Commissioner

EXECUTED IN DUPLICATE

# PUBLIC SERVICE COMMISSION

STATE OF NORTH DAKOTA

## Certificate of Public Convenience and Necessity

Certificate No. 382

THIS IS TO CERTIFY That public convenience and necessity require, and permission is hereby granted for the \_\_\_\_\_  
construction and operation \_\_\_\_\_ of telephone  
facilities, / in parts of the Counties of Dunn, McKenzie and Billings \_\_\_\_\_  
\_\_\_\_\_ ~~plant / or / system / at~~ \_\_\_\_\_ North Dakota,

by Dunn Telephone Mutual Aid Corporation, Killdeer This certificate is issued in accordance with the report and  
order of this Commission, dated November 7th, 1956 in Case No. 5489 and is subject to the  
conditions and limitations noted thereon.

CONDITIONS: This certificate is conditioned upon the said Dunn Telephone Mutual Aid Corporation  
securing the consent, franchise, permit, ordinance, or other authority of the proper municipal or other public authority for  
the exercise of the rights and privileges granted herein.

\_\_\_\_\_  
\_\_\_\_\_  
\_\_\_\_\_

Dated at Bismarck, North Dakota, this 7th  
day of November 1956

ATTEST:  
Elmer Olson  
Secretary

PUBLIC SERVICE COMMISSION:  
By Martin Vaaber  
Commissioner

EXECUTEY N DUPLICATE

# PUBLIC SERVICE COMMISSION

STATE OF NORTH DAKOTA



## Certificate of Public Convenience and Necessity

Certificate No. 384

THIS IS TO CERTIFY That public convenience and necessity require, and permission is hereby granted for the \_\_\_\_\_  
construction and operation \_\_\_\_\_ of telephone  
facilities, in \_\_\_\_\_ ~~plants or systems~~ part of Slope County, \_\_\_\_\_ North Dakota,

by Bowman-Slope Rural Telephone Mutual Aid \_\_\_\_\_ This certificate is issued in accordance with the report and  
Corporation  
order of this Commission, dated January 4, 1957 \_\_\_\_\_ in Case No. 5498 \_\_\_\_\_ and is subject to the  
conditions and limitations noted thereon.

CONDITIONS: This certificate is conditioned upon the said Bowman-Slope Rural Telephone Mutual Aid Corporation  
securing the consent, franchise, permit, ordinance, or other authority of the proper municipal or other public authority for  
the exercise of the rights and privileges granted herein.

\_\_\_\_\_  
\_\_\_\_\_  
\_\_\_\_\_

Dated at Bismarck, North Dakota, this 4th \_\_\_\_\_

day of January \_\_\_\_\_ 19 57

ATTEST: Elmer Olson

Secretary

PUBLIC SERVICE COMMISSION:

By Martin Vaala

Commissioner

EXECUTED IN DUPLICATE

# PUBLIC SERVICE COMMISSION

STATE OF NORTH DAKOTA

## Certificate of Public Convenience and Necessity

Certificate No. 400

THIS IS TO CERTIFY That public convenience and necessity require, and permission is hereby granted for the \_\_\_\_\_  
construction and operation \_\_\_\_\_ of telephone \_\_\_\_\_  
facilities in parts of ~~Billings and McKenzie Counties~~ Billings and McKenzie Counties, \_\_\_\_\_ North Dakota,  
by Dunn Telephone Mutual Aid Corporation \_\_\_\_\_ This certificate is issued in accordance with the report and  
order of this Commission, dated September 23, 1957 \_\_\_\_\_ in Case No. 5605 \_\_\_\_\_ and is subject to the  
conditions and limitations noted thereon.

CONDITIONS: This certificate is conditioned upon the said Dunn Telephone Mutual Aid Corporation \_\_\_\_\_  
securing the consent, franchise, permit, ordinance, or other authority of the proper municipal or other public authority for  
the exercise of the rights and privileges granted herein.

Dated at Bismarck, North Dakota, this 23rd \_\_\_\_\_

day of September \_\_\_\_\_, 1957

ATTEST:

*Ernest Olson*

Secretary

 CORBETT BROS., MINOT, N. D.

PUBLIC SERVICE COMMISSION:

By *Martin Walsh*

Commissioner

# PUBLIC SERVICE COMMISSION

STATE OF NORTH DAKOTA

## Certificate of Public Convenience and Necessity

Certificate No. 384

THIS IS TO CERTIFY That public convenience and necessity require, and permission is hereby granted for the \_\_\_\_\_  
of telephone  
construction and operation  
facilities, in \_\_\_\_\_ eastern part of Slope County, \_\_\_\_\_ North Dakota,

by Bowman-Slope Rural Telephone Mutual Aid This certificate is issued in accordance with the report and  
Corporation  
order of this Commission, dated January 4, 1957 in Case No. 5498 and is subject to the  
conditions and limitations noted thereon.

CONDITIONS: This certificate is conditioned upon the said Bowman-Slope Rural Telephone Mutual Aid Corporation  
securing the consent, franchise, permit, ordinance, or other authority of the proper municipal or other public authority for  
the exercise of the rights and privileges granted herein.

Dated at Bismarck, North Dakota, this 4th

day of January 19 57

ATTEST:

Edmur Olson  
Secretary

PUBLIC SERVICE COMMISSION:

By Martin Vaala  
Commissioner

EXECUTED IN DUPLICATE

# PUBLIC SERVICE COMMISSION

STATE OF NORTH DAKOTA

## Certificate of Public Convenience and Necessity

Certificate No. 400

THIS IS TO CERTIFY That public convenience and necessity require, and permission is hereby granted for the \_\_\_\_\_  
construction and operation \_\_\_\_\_ of telephone \_\_\_\_\_  
facilities in parts of ~~Billings and McKenzie Counties~~ Billings and McKenzie Counties, \_\_\_\_\_ North Dakota,  
by Dunn Telephone Mutual Aid Corporation

This certificate is issued in accordance with the report and  
order of this Commission, dated September 23, 1957 in Case No. 5605 and is subject to the  
conditions and limitations noted thereon.

CONDITIONS: This certificate is conditioned upon the said Dunn Telephone Mutual Aid Corporation  
securing the consent, franchise, permit, ordinance, or other authority of the proper municipal or other public authority for  
the exercise of the rights and privileges granted herein.

Dated at Bismarck, North Dakota, this 23rd

day of September 19 57

ATTEST:

Elmer Olson  
Secretary

PUBLIC SERVICE COMMISSION:

By Martin Paul  
Commissioner

**KELLEY DRYE & WARREN LLP**

A LIMITED LIABILITY PARTNERSHIP

**1200 19TH STREET, N.W.  
SUITE 500  
WASHINGTON, D.C. 20036**

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EMAIL: eemmott@kelleydrye.com

February 23, 2006



**VIA UPS**

Ms. Illona Jeffcoat-Sacco  
North Dakota Public Service Commission  
600 E. Boulevard, Dept. 408  
Bismarck, ND 58505

Re: Informational Filing Regarding a Change in Ownership of an Authorized  
Telecommunications Provider in connection with a Merger

Dear Ms. Jeffcoat-Sacco:

CTC Communications Group, Inc. ("CTC"), CTC Communications Corp., d/b/a Computer Telephone Corp. ("CTC Communications") and Choice One Communications Inc. ("Choice One") (collectively, the "Parties") hereby respectfully notify the North Dakota Public Service Commission ("Commission") of a change of control of a telecommunications provider.

As described more fully below, pursuant to the terms of an Agreement and Plan of Merger ("Merger Agreement") between CTC and Choice One, CTC will merge with and into Choice One (the "Merger"), with 50 percent of the outstanding capital stock of the surviving corporation ("Surviving Corporation") being owned by Columbia Ventures Broadband, LLC ("CVB") and the remaining 50 percent of the outstanding capital stock of the Surviving Corporation being owned by the stockholders of Choice One at the time of closing (the "Transaction"). Thus, upon completion of the Transaction, Surviving Corporation, the name of which has yet to be determined, will be the new parent of CTC Communications in North Dakota. This change in ultimate control does not involve transfer of operating authority, assets, or customers. Immediately following the consummation of the Transaction, CTC Communications will continue to offer the same services at the same rates, terms, and conditions pursuant to existing authorizations and tariffs. Accordingly, the contemplated Transaction will be generally transparent to consumers. The only change will be that CTC Communications will be under control of Surviving Corporation.

Ms. Illona Jeffcoat-Sacco  
North Dakota Public Service Commission  
February 23, 2006  
Page Two

In connection with this Notification, the Parties provide the following information:

**THE PARTIES**

**CTC AND CTC COMMUNICATIONS**

CTC is a Delaware corporation with headquarters at 220 Bear Hill Road, Waltham, Massachusetts 02451. CTC is a wholly owned subsidiary of CVB, which is, in turn, a wholly owned subsidiary of Columbia Ventures Corporation ("CVC"). CVB, a Washington state limited liability company, is a holding company. CVC, a Washington state corporation, owns and operates a portfolio of telecommunications companies and a small number of manufacturing businesses around the world. CVC is authorized to provide domestic interstate and international telecommunications services pursuant to Section 214 authorizations from the Federal Communications Commission, but neither CVC nor CVB provide telecommunications services. A U.S. citizen, Mr. Kenneth D. Peterson, Jr., holds 100 percent of the ownership interest in CVC. Mr. Peterson is Chairman of the Board of CTC and Chief Executive Officer, Chairman and Founder of CVC. He is also the sole manager of CVB. The address of CVB, CVC, and Mr. Peterson is 203 Park Plaza Drive, Suite 270, Vancouver, Washington 98684.

CTC Communications, a Massachusetts corporation, is a subsidiary of CTC. CTC Communications is a privately held company with a principal business office located at 220 Bear Hill Road, Waltham, Massachusetts 02451. CTC Communications provides telecommunications services to medium and large businesses predominantly in the Northeast and Mid-Atlantic regions.<sup>1</sup> Service offerings include local, long distance, and toll free telephony services; post-paid calling card services; conference calling; frame relay, private line, DSL, VPN, ATM; Internet access, webmail and converged services. Where possible, CTC Communications provides its services using its broadband, IP-based network known as the PowerPath® Network. The PowerPath® Network uses Cisco network infrastructure and a redundant fiber optic backbone (8,200 fiber miles). This network consists of ATM switches as well as transmission facilities that it obtains from other telecommunications carriers. In addition, CTC Communications operates a more traditional circuit switch-based network and provide service by reselling the local and interexchange telephony services of other telecommunications

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<sup>1</sup> CTC Communications is authorized to provide interexchange telecommunications services virtually nationwide and provides intrastate telecommunications services in Maine, Vermont, New Hampshire, Massachusetts, Rhode Island, Connecticut, New York, Pennsylvania, New Jersey, Delaware, District of Columbia, West Virginia and Maryland. In Virginia, intrastate telecommunications services are provided by CTC Communications of Virginia, Inc.

KELLEY DRYE & WARREN LLP

Ms. Illona Jeffcoat-Sacco  
North Dakota Public Service Commission  
February 23, 2006  
Page Three

carriers. In North Dakota, CTC Communications is authorized to provide intrastate telecommunications services.<sup>2</sup> CTC Communications is also authorized by the Federal Communications Commission to provide both interstate and international telecommunications services.

**CHOICE ONE**

Choice One is a Delaware corporation with headquarters at 100 Chestnut Street, Suite 600, Rochester, New York 14604.<sup>3</sup> The Choice One Subsidiaries are common carriers that provide communications services to small and medium sized businesses in the Northeast and Midwest regions.

The Choice One Subsidiaries' service offerings include local and long distance telephony services; DSL; web hosting; search engine marketing; website solutions; dedicated bandwidth capacity; and Internet access services. The Choice One Subsidiaries provide their services using a broadband packet-based network that employs Lucent switching technology and an extensive fiber optic backbone. In addition, the Choice One Subsidiaries provide service by reselling the local and interexchange telephony services of other telecommunications carriers.

**DESIGNATED CONTACTS**

The designated contacts for questions concerning this Notification are:

<b>FOR CTC AND CTC COMMUNICATIONS,</b>	<b>FOR CHOICE ONE</b>
James P. Prenetta, Jr. Senior Vice President and General Counsel CTC Communications Corp. 220 Bear Hill Road Waltham, MA 02451 (781) 522-8773 (telephone) (781) 522-8711 (facsimile) <a href="mailto:James.Prenetta@ctcnet.com">James.Prenetta@ctcnet.com</a>	Roger W. Byrd Senior Vice President and General Counsel Choice One Communications Inc. 100 Chestnut Street, Suite 600 Rochester, NY 14604 (585) 530-2708 (telephone) (585) 697-7805 (facsimile) <a href="mailto:RByrd@choiceonecom.com">RByrd@choiceonecom.com</a>
With copy to: Joan M. Griffin	Cherie R. Kiser Mintz, Levin, Cohn, Ferris, Glovsky and

<sup>2</sup> See Registration dated March 3, 1999.

<sup>3</sup> Choice One is authorized to operate pursuant to authority held by its subsidiaries in Connecticut, Illinois, Indiana, Maine, Massachusetts, Michigan, New Hampshire, New York, Ohio, Pennsylvania, Rhode Island, and Wisconsin. These subsidiaries are collectively referred to as the "Choice One Subsidiaries."

KELLEY DRYE & WARREN LLP

Ms. Illona Jeffcoat-Sacco  
North Dakota Public Service Commission  
February 23, 2006  
Page Four

Erin W. Emmott Kelley Drye & Warren LLP 1200 19 <sup>th</sup> Street, N.W., Suite 500 Washington, DC 20036 (202) 955-9766 (telephone) (202) 955-9792 (facsimile) <a href="mailto:eemmott@kelleydrye.com">eemmott@kelleydrye.com</a>	Popeo, P.C. 701 Pennsylvania Ave. NW, Suite 900 Washington, D.C. 20004 (202) 434-7300 (telephone) (202) 434-7400 (facsimile) <a href="mailto:ckiser@mintz.com">ckiser@mintz.com</a>
---	--

**DESCRIPTION OF THE TRANSACTION**

**TRANSFER OF CONTROL TRANSACTION**

Pursuant to the terms of the Merger Agreement and following the receipt of the necessary regulatory approvals, among other things, CTC will merge with and into Choice One, with the surviving corporation from the merger, Surviving Corporation, surviving. The new name of Surviving Corporation has yet to be determined. Post-Transaction, CTC Communications will be a subsidiary of Surviving Corporation. Diagrams showing the current and proposed corporate structure of the Parties are provided in **Exhibit A**.

After consummation of the Transaction, 50 percent of the outstanding capital stock of Surviving Corporation will be owned by CVB and the remaining 50 percent of the outstanding capital stock will be held by the stockholders of Choice One at the time of closing. Some time following the closing, CVB may obtain up to an additional 20 percent of the voting stock, on a fully diluted basis, of Surviving Corporation. As a result, CVB may obtain majority control of Surviving Corporation. In other words, CVB will hold between 50 percent and 70 percent of Surviving Corporation, and the stockholders of Choice One will hold between 30 percent and 50 percent of Surviving Corporation.<sup>4</sup> CVB is already the parent of CTC and CTC Communications, and, at some point after closing of the Transaction, may be the majority owner of Surviving Corporation. The Commission has already reviewed and passed on CVB's qualifications to be a parent of a telecommunications utility in connection with the original certification request of CTC Communications, which is incorporated herein by reference.<sup>5</sup> If CVB becomes the majority owner of Surviving Corporation, there will be no impact on the customers of CTC Communications.

<sup>4</sup> The additional percentage acquired may be less than 20 percent, but will not exceed 20 percent.

<sup>5</sup> See *March 3, 1999 Registration*. CVB has the necessary managerial, technical, and financial capabilities to gain majority control of Surviving Corporation.

Ms. Illona Jeffcoat-Sacco  
North Dakota Public Service Commission  
February 23, 2006  
Page Five

The proposed Transaction, including the possible acquisition of additional voting stock of Surviving Corporation by CVB, will be transparent to customers in North Dakota. In particular, the Transaction will not result in a change of carrier for any customer.<sup>6</sup> Immediately after completion of the Transaction, CTC Communications will continue to offer the same services at the same rates, terms and conditions as at present and any further changes in the rates, terms and conditions of services will be made consistent with Commission requirements. The Transaction is not expected to result in any discontinuance of service for any customer of CTC Communications.<sup>7</sup>

### **PUBLIC INTEREST STATEMENT**

The Parties respectfully submit that the Transaction serves the public interest. After consummation of the Transaction, CTC Communications will continue to offer service under the same name and operating authority at present in North Dakota. The Transaction involves no change in the entity offering service to customers, the facilities used to provide such service, or the services, rates, terms and conditions of such service. All existing tariffs will remain in place at this time. The Transaction will be transparent to consumers in North Dakota and will not have any adverse impact on them.

Further, the Transaction will serve the public interest because American consumers will benefit from the operation of an enhanced CTC Communications in North Dakota. The enhancement of CTC Communications will increase the scope of CTC Communications and should enable CTC Communications to compete more effectively in the highly competitive market for telecommunications services. The enhanced CTC Communications will be able to operate more efficiently and thus realize substantial financial synergies that should enable CTC Communications to increase its operating income and free cash flow. Given the difficulties with which the competitive telecommunications industry is now struggling, the enhancement of CTC Communications in North Dakota in this manner would benefit American consumers.

---

<sup>6</sup> In connection with the Transaction, CTC Communications may seek authority to utilize a d/b/a in North Dakota. If this is the case, upon receipt of the necessary documents from the North Dakota Secretary of State, the Commission will be notified of the use of the d/b/a in North Dakota. Any filing required in connection with the use of a d/b/a in North Dakota will be made at that time.

<sup>7</sup> The Transaction does not raise slamming concerns, and does not otherwise necessitate compliance with the procedures prescribed by the Federal Communications Commission, *see* 47 C.F.R. § 64.1120(e), or by the Commission for notification of customers prior to a carrier-to-carrier sale or transfer of a carrier's subscriber base.

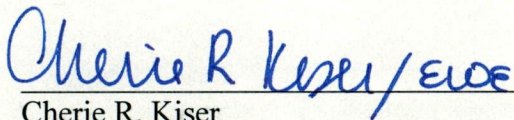
KELLEY DRYE & WARREN LLP

Ms. Illona Jeffcoat-Sacco  
North Dakota Public Service Commission  
February 23, 2006  
Page Six

The Parties submit that no Commission approval is required for the Transaction described herein. An original and seven (7) copies of this filing are enclosed. Enclosed please also find a duplicate copy of this filing and a self-addressed, postage-paid envelope. Please date-stamp the duplicate upon receipt and return it in the envelope provided. Should the Commission have any questions, please contact Erin Emmott at (202) 955-9766.

Respectfully submitted,

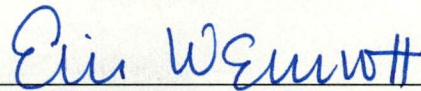
**CHOICE ONE COMMUNICATIONS INC.**



Cherie R. Kiser  
Mintz, Levin, Cohn, Ferris, Glovsky and  
Popeo, P.C.  
701 Pennsylvania Ave. NW, Suite 900  
Washington, D.C. 20004  
Tel: (202) 434-7300  
Fax: (202) 434-7400  
[ckiser@mintz.com](mailto:ckiser@mintz.com)

Its Attorney

**CTC COMMUNICATIONS GROUP, INC. AND CTC  
COMMUNICATIONS CORP.**



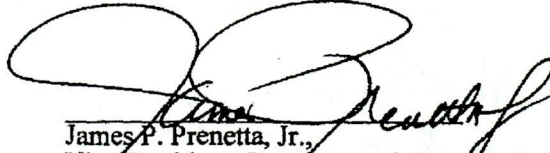
Joan M. Griffin  
Erin W. Emmott  
KELLEY DRYE & WARREN LLP  
1200 19<sup>th</sup> Street, NW, Suite 500  
Washington, DC 20036  
Tel: (202) 955-9766 (telephone)  
Fax: (202) 955-9792 (facsimile)  
[eemmott@kelleydrye.com](mailto:eemmott@kelleydrye.com)

Their Counsel

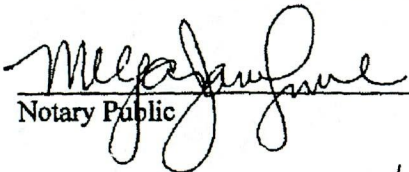
**VERIFICATION**

I, James P. Prenetta, Jr., am Vice President, Secretary and General Counsel of CTC Communications Group, Inc., and am authorized to represent it and its affiliates, and to make this verification on their behalf. The statements in the foregoing document relating to CTC Communications Group, Inc., and its affiliates, except as otherwise specifically attributed, are true and correct to the best of my knowledge and belief.

I declare under penalty of perjury that the foregoing is true and correct.

  
James P. Prenetta, Jr.,  
Vice President, Secretary and General Counsel  
CTC Communications Group, Inc.

Subscribed and sworn to before me this 15<sup>th</sup> day of February 2006.

  
Notary Public



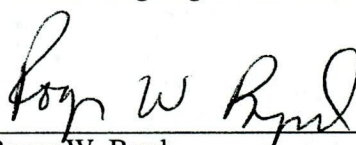
MEGAN JANE LOWE  
Notary Public  
Commonwealth of Massachusetts  
My Commission Expires  
October 16, 2009

My Commission expires: 10/16/09

**VERIFICATION**

I, Roger W. Byrd, am Senior Vice President and General Counsel of Choice One Communications Inc. and am authorized to represent it and its affiliates, and to make this verification on their behalf. The statements in the foregoing document relating to Choice One Communications Inc., and its affiliates, except as otherwise specifically attributed, are true and correct to the best of my knowledge and belief.

I declare under penalty of perjury that the foregoing is true and correct.



Roger W. Byrd  
Senior Vice President and General Counsel  
Choice One Communications Inc.

Subscribed and sworn to before me this 20th day of February, 2006.



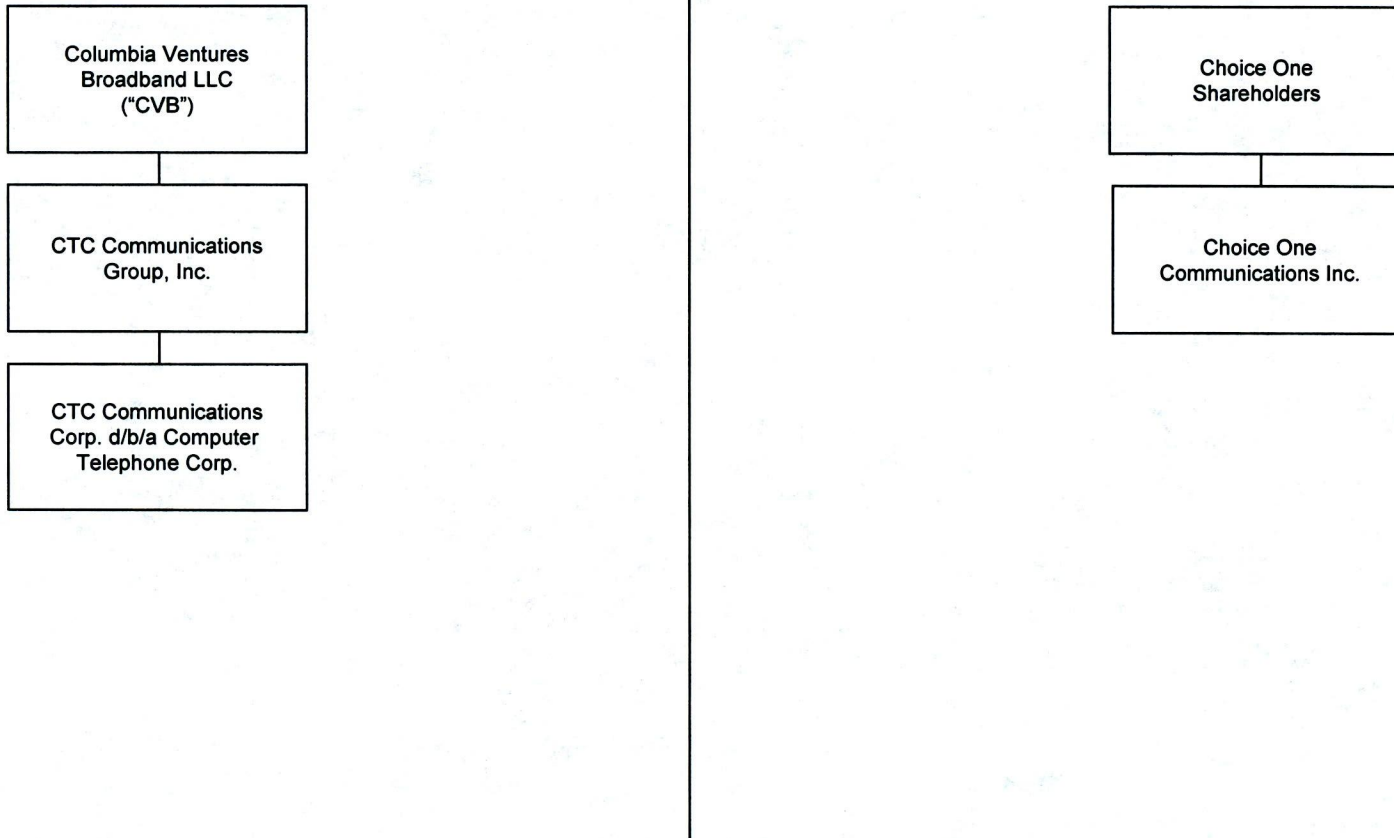
Notary Public

My Commission expires: August 4, 2007

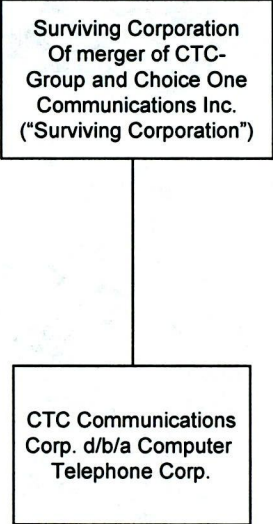
Adam M. Michael  
Notary Public, State of New York  
No. 02MS16096749  
Qualified in Monroe County

**EXHIBIT A**  
**CORPORATE STRUCTURE**

# Current Corporate Structure



# Post Merger Corporate Structure



At Closing, the shares of the Surviving Corporation will be owned 50% by Columbia Ventures Broadband LLC and 50% by the existing Shareholders of Choice One at the time of the closing.

Non-Survivor #10,048,800

Survivor #3,419,700  
file 7069C

742771

ARTICLES OF MERGER  
 OF 3,419,700  
 CONSOLIDATED TELEPHONE COOPERATIVE  
 AND 10,048,800  
 CONSOLIDATED TELCOM, INC.  
 (AMENDMENT TO ARTICLES OF INCORPORATION)

RECORDED  
 10/17/00  
 8:22 AM

Pursuant to the provisions of Section 10-15-42, NDCC, the undersigned cooperatives will merge effective December 31, 1999. A copy of the Plan of Reorganization is attached hereto and made a part hereof by this reference. The undersigned cooperatives hereby adopt the following as the Articles of Merger to the Articles of Incorporation for the new surviving cooperative.

ARTICLES OF MERGER  
 TO THE ARTICLES OF INCORPORATION  
 OF  
 CONSOLIDATED TELCOM

ARTICLE I.

The surviving cooperative, Consolidated Telephone Cooperative, shall hereafter be known as Consolidated Telcom.

ARTICLE II.

The place where the principal business of the cooperative will be transacted is Dickinson, Stark County, North Dakota, and the period of existence of said cooperative shall be perpetual.

ARTICLE III.

The purpose for which the new cooperative association is organized is to furnish, improve and expand communications services.

ARTICLE IV.

The cooperative is organized without capital stock and the

property rights and interests of the members shall be unequal. The general rules applicable to all members by which the property rights and interests respectively of each member shall be determined and fixed are as follows:

Upon liquidation, after (a) all debts and liabilities of the cooperative shall have been paid; and (b) all capital furnished through patronage shall have been retired as provided in the Bylaws, the remaining property and assets of the cooperative shall be distributed among the members and former members in the proportion which the aggregate patronage of each bears to the total patronage of all such members.

#### ARTICLE V.

The territory intended to be served by said cooperative and the counties through which said lines are intended to be run and are run include the counties of Adams, Bowman, Hettinger, Slope, Billings, Stark, Dunn and McKenzie counties in North Dakota, and the counties of Harding and Perkins in South Dakota. The places from which lines are intended to be run and are running include the towns of Bowman, Halliday, Dodge, Grassy Butte, Hettinger, Killdeer, Dunn Center, Manning, Mott, New England, South Heart, Rhame, Amidon, Ladd, Scranton, Reeder and Regent in North Dakota, and which lines are intended to run between these towns with branches contemplated to all of the rural areas between them and the trade area that those towns serve.

#### ARTICLE VI.

The cooperative shall be managed by a Board of Directors consisting of seven (7) members who shall serve such terms as may be specified in the Bylaws. The Bylaws may also divide the area into districts and in order to insure equitable representation on

the Board of Directors, the Bylaws may require members to be residents of such districts to qualify to serve on the Board of Directors. The term of office of directors shall be for three years, or until their successors are elected and qualified, and the Bylaws may provide for a method of staggering the terms of the directors.

ARTICLE VII.

The Plan of Reorganization is attached.

ARTICLE VIII.

On October 9, 1999, the merger was unanimously approved by the patrons of Consolidated Telephone Cooperative. Present at said meeting (197 of 3,687 members present). Consolidated Telephone Cooperative, the only shareholder of Consolidated Telcom, Inc. approved the merger on the same date.

Dated this 4<sup>th</sup> day of December, 1999.

CONSOLIDATED TELEPHONE  
COOPERATIVE

CONSOLIDATED TELCOM, INC.

By: Anthony Messmer  
Anthony Messmer, President

By: Terrald Bang  
Terrald Bang, President

By: Brenda Volesky  
Brenda Volesky, Secretary

By: Cheryl Borth  
Cheryl Borth, Secretary

E. ffective 12-31-99

NORTH DAKOTA

Filed 12-16-99

Monte Dinger  
Secretary of State



SK

# *State of North Dakota*

## SECRETARY OF STATE



### CERTIFICATE OF GOOD STANDING

OF

CONSOLIDATED TELCOM

The undersigned, as Secretary of State of the State of North Dakota, hereby certifies that CONSOLIDATED TELCOM, a North Dakota COOPERATIVE ASSOCIATION, was incorporated in this office on December 30, 1960 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 a North Dakota COOPERATIVE ASSOCIATION.

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

CONSOLIDATED TELCOM

Issued: October 9, 2000

A handwritten signature in cursive script, reading "Alvin A. Jaeger".

Alvin A. Jaeger  
Secretary of State

10048800CONSOLIDATED TELCOM, INC.  
507 MAIN S PO BOX 1408  
ND58602-1408PSCTELECOMMUNICATIONS COMPANIES  
CTC COMMUNICATIONS, INC.  
507 MAIN S PO BOX 1408  
ND58602-1408 CTC COMMUNICATIONS, INC.  
507 MAIN S PO BOX 1408  
ND58602-1408 980929 81412

DICKINSON  
CHANGE OF NAME  
DICKINSON  
DICKINSON

# *State of North Dakota*

## SECRETARY OF STATE



### **CERTIFICATE OF GOOD STANDING**

**OF**

CONSOLIDATED TELCOM, INC.

The undersigned, as Secretary of State of the State of North Dakota, hereby certifies that CONSOLIDATED TELCOM, INC., a North Dakota BUSINESS CORPORATION, was incorporated in this office on March 7, 1994 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 a North Dakota BUSINESS CORPORATION.

**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

CONSOLIDATED TELCOM, INC.

Issued: January 20, 1999

A handwritten signature in black ink, reading "Alvin A. Jaeger".

Alvin A. Jaeger  
Secretary of State

394028

10,048,800 BC

ARTICLES OF AMENDMENT

TO THE

442850-1867

ARTICLES OF INCORPORATION

Pursuant to the provisions of Chapter 10-19.1-21 of the North Dakota Century Code, the undersigned corporation adopts the following Articles of Amendment to its Articles of Incorporation:

ARTICLE 1. The name of the corporation is **CTC Communications, Inc.**

ARTICLE 2. An amendment to the Articles of Incorporation was adopted on April 21, 1995, in one of the following manners: (Please check one.)

- by the shareholders,
- by the incorporators, OR
- by the board where no shares have been issued.

ARTICLE 3. The amendments adopted are as follows:

The name of the corporation to be **CTC Communications, Inc.**

The aggregate number of shares which the corporation shall have the authority to issue is 10,000,000 shares at \$.01 par value.

ARTICLE 4. The manner, if not set forth in such amendment, in which any exchange, reclassification, or cancellation of issued shares provided for in the amendment shall be effected, is as follows: N/A.

I (We) the undersigned, by virtue of the authority vested in me (us), have read the foregoing articles of amendment, know the contents thereof, and verily believe the statements made therein to be true.

Dated: April 21, 1995

CTC COMMUNICATIONS, INC.

By: Cheryl Borth  
Cheryl Borth, President

Office Use Only      Receipt No: \_\_\_\_\_      Filed by: \_\_\_\_\_

Filed 5-10-95, 19\_\_\_\_.  
Alvin Sager  
Secretary of State

BY: HOWE HARDY  
GALLOWAY & MAUS Deputy  
ATTORNEYS AT LAW  
DICKINSON, NORTH DAKOTA 58501

#426098

5

STATEMENT OF CHANGE OF REGISTERED OFFICE OR REGISTERED AGENT, OR BOTH

SEP 25 10 28 40

File duplicate originals. -(Two copies, both bearing original signatures.)

To the Secretary of State  
State of North Dakota

Pursuant to the provisions of Sections 10-19.1-16 or 10-22-09 of the North Dakota Business Corporation Act, or 10-24-09 or 10-27-09 of the North Dakota Nonprofit Corporation Act, the undersigned corporation, organized under the laws of the State of North Dakota or authorized to do business in the State of North Dakota, submits the following statement for the purpose of changing its registered office or its registered agent, or both, in the State of North Dakota:

1. The name of the corporation is CTC Communications, Inc.

2. The present address of record of the registered office is: 137 First Avenue West, Dickinson, ND 58601

3. The address of the new registered office is: 507 South Main, Dickinson, ND 58601

(Complete street address required. A post office box number may be added.)

4. The present name of record as registered agent: Michael J. Maus

5. The name of successor registered agent is: L. Dan Wilhelmson

6. The address of its registered office and the address of the business office of its registered agent as changed will be identical.

7. Such change was authorized by resolution duly adopted by its board of directors.

The undersigned has read the foregoing and knows the contents thereof and verily believes the statements made therein to be true.

Dated: September 22, 19 95

Cheryl Borth, President  
(Signature and Title)

Filing Date 10-5, 19 95

Cheryl Borth Filed By: m  
Secretary of State

Receipt # \_\_\_\_\_



**REGISTERED AGENT  
 CONSENT TO SERVE  
 SECRETARY OF STATE  
 SFN 7974 (3-95)**

5

Oct 5 95 29420

FOR OFFICE USE ONLY

ID #	10048800
WO#	426098
Approved By	
Filed	By
10-5-98	an

SEE REVERSE SIDE FOR FILING AND MAILING INSTRUCTIONS

**1. FILING FEE: \$10.00**

2. Name of the Corporation, Limited Liability Company, or Limited Liability Partnership for Which the Registered Agent is to Serve

**CTC Communications, Inc.**

3.A. Name of the Registered Agent

**L. Dan Wilhelmson**

B. Registered Agent is (Check One)

- An Individual North Dakota Resident
- A Corporation
- A Limited Liability Company
- A Limited Liability Partnership

C. Social Security/Federal ID # of Registered Agent

45-0441763

4. The designated registered agent hereby consents to act in that capacity for the above named corporation, limited liability company, or limited liability partnership until removed or resignation is submitted in accordance with North Dakota statutes.

Signature of Registered Agent

**L. Dan Wilhelmson**

September 29, 1995

Date

634976

#0  
10048800 BC

**RECEIVED** ARTICLES OF AMENDMENT  
AUG 04 1998 TO THE  
SEC. OF STATE ARTICLES OF INCORPORATION

RECEIVED  
JUL 02 1998  
OF STA

Pursuant to the provisions of Chapter 10-19.1-21 of the North Dakota Century Code, the undersigned corporation adopts the following Articles of Amendment to its Articles of Incorporation:

ARTICLE 1. The name of the corporation is **CTC Communications, Inc.**

ARTICLE 2. An amendment to the Articles of Incorporation was adopted on May 21, 1998, in one of the following manners: (Please check one.)

- by the shareholders,
- by the incorporators, OR
- by the board where no shares have been issued.

ARTICLE 3. The amendment adopted is as follows:

The aggregate number of shares which the corporation shall have the authority to issue is 4,000,000 shares at \$1.00 par value.

ARTICLE 4. The manner, if not set forth in such amendment, in which any exchange, reclassification, or cancellation of issued shares provided for in the amendment shall be effected, is as follows: Existing stock will be canceled and reissued at \$1.00 par value.

I (We) the undersigned, by virtue of the authority vested in me (us), have read the foregoing articles of amendment, know the contents thereof, and verily believe the statements made therein to be true.

Dated: May 21, 1998.

CTC COMMUNICATIONS, INC.

By: *Louis Witte*  
Louis Witte, President

Office Use Only      Receipt No: \_\_\_\_\_      Filed by: CO  
 Filed 8-5, 1998  
*Alvin Deger*      By: \_\_\_\_\_  
 Secretary of State      Deputy



**BUSINESS / FARM / PROFESSIONAL CORPORATION**  
**ARTICLES OF AMENDMENT**  
 SECRETARY OF STATE  
 SFN 13008 (4-96)

AUG 31 1998  
 SEC. OF STATE

FOR OFFICE USE ONLY

RECEIVED  
 OCT 27 1998  
 SEC. OF STATE

ID#	10048800
File#	—
WO#	649483
Filed By	11-9-98 NS

1. FILING FEE \$20.00

If authorized shares are increased or changed, additional fees may be due.

The following amendment has been adopted pursuant to the provisions of the North Dakota Business Corporation Act, North Dakota Century Code, Chapter 10-19.1.

2.A. The name of the corporation as reflected in the Articles of Incorporation on file with the Secretary of State.  CTC Communications, Inc.	B. Federal ID#  45-0441763	C. Telephone #  701-225-6061
C. Complete mailing address of the principal place of business (Street/RR, PO Box, City, State, Zip + 4) 507 South Main, Dickinson, ND 58601		D. Toll-Free Telephone #

3. The following amendment(s) adopted by the corporation:

Change the name from "CTC Communications, Inc."  
 TO  
 Consolidated Telcom, Inc.

4. The amendment was adopted on October 21, 1998 by one of the following methods (check the appropriate method)

- By the shareholders
- By the incorporators where no shares have been issued
- By the board where no shares have been issued

5. Does the amendment provide for, but not establish, the manner for effecting an exchange, reclassification, or cancellation of issued shares? (Check the appropriate )

Yes. The shares are affected as follows: \_\_\_\_\_

OR

No. The shares are unaffected by the amendment.

6. The undersigned, a person authorized by the corporation to sign this amendment, has read the foregoing Articles of Amendment, knows the contents thereof, and believes the statements made thereon to be true.

*Louis White* / 10-21-98  
 Signature *President* Date

7. Name of person to contact about this amendment Daytime Telephone #  
 Michael J. Maus, HOWE, HARDY, GALLOWAY & MAUS, P.C. 701-227-0101

ARTICLES OF CONSOLIDATION

TO: BEN MEIER, SECRETARY OF STATE OF THE STATE OF NORTH DAKOTA

The undersigned corporations, the BOWMAN-SLOPE RURAL TELEPHONE MUTUAL AID CORPORATION, a corporation of Bowman, North Dakota, and the DUNN TELEPHONE MUTUAL AID CORPORATION, a corporation of Killdeer, North Dakota, who are both incorporated under the Mutual Corporations Act of North Dakota on the Cooperative Plan for Kindred Purposes, have by provisions of said act been made subject to the general law governing cooperatives, and pursuant to such general law and all of the laws of the State of North Dakota, hereby execute the following Articles of Consolidation:

ARTICLE I

The names of the mutual aid corporations proposing to consolidate and the names of the states under the laws of which such mutual aid corporations were organized, are as follows:

<u>Name of Mutual Aid Corporation</u>	<u>State of Incorporation</u>
Bowman-Slope Rural Telephone Mutual Aid Corporation	North Dakota
Dunn Telephone Mutual Aid Corporation	North Dakota

ARTICLE II

The laws of the State of North Dakota under which such mutual aid corporations were organized, permit such consolidation.

ARTICLE III

The name of the new cooperative association shall be "CONSOLIDATED TELEPHONE COOPERATIVE", and it shall be governed by the laws of the State of North Dakota.

ARTICLE IV

The place where the principal business of the cooperative will be transacted is Dickinson, Stark County, North Dakota, and the period of existence of said cooperative shall be perpetual.

ARTICLE V

The purpose for which the new cooperative association is organized is to furnish, improve and expand telephone service.

2  
ARTICLE VI

The cooperative is organized without capital stock and the property rights and interests of the members shall be unequal. The general rules applicable to all members by which the property rights and interests respectively of each member shall be determined and fixed are as follows:

Upon liquidation, after (a) all debts and liabilities of the cooperative shall have been paid and (b) all capital furnished through patronage shall have been retired as provided in the By-Laws, the remaining property and assets of the cooperative shall be distributed among the members and former members in the proportion which the aggregate patronage of each bears to the total patronage of all such members.

ARTICLE VII

The territory intended to be served by said cooperative and the counties through which said lines are intended to be run and are run include the counties of Adams, Bowman, Hettinger, Slope, Billings, Stark, Dunn and McKenzie counties in North Dakota and the counties of Harding and Perkins in South Dakota. The places from which lines are intended to be run and are running include the towns of Halliday, Dodge, Grassy Butte, Killdeer, Dunn Center, Manning, South Heart, Rhame, Amidon, Ladd, Scranton, Bucyrus, and Regent, in North Dakota, and which lines are intended to run between these towns with branches contemplated to all of the rural areas between them and the trade area that those towns serve. The estimated length of these lines is 3000 miles and the estimated cost thereof is three million dollars.

ARTICLE VIII

The cooperative shall have six directors and the names and residences of the persons who shall constitute the first Board of Directors of the new cooperative in accordance with the consolidation plan, and who shall serve until their successors are elected and qualified are:

3  
NAME

RESIDENCE

John Meisch

Dunn Center, North Dakota

Dan Kisse

Halliday, North Dakota

Frank Kubik, Jr.

Manning, North Dakota

Arvy Enloe

Rhame, North Dakota

Ransom Knutson

Ralph, South Dakota

Leonard Bowman

Rhame, North Dakota

ARTICLE IX

The manner of adoption of the consolidation plan and the vote by which it was adopted by each of said mutual aid corporations is as follows:

1. The members of the Bowman-Slope Rural Telephone Mutual Aid Corporation at its annual members' meeting held in Seranton, North Dakota, on the 15th day of October, 1960, and pursuant to due notice of such meeting, which notice contained the full and complete consolidation plan according to law, and as required by the By-Laws of said corporation; did approve of said consolidation plan in its entirety by vote at such meeting wherein 166 members voted in favor such plan, and 36 members voted against the same. That the said Bowman-Slope Rural Telephone Mutual Aid Corporation has 781 number of members, and that there were 202 members present in person and voting on said plan, which number constituted a quorum.

2. The members of the Dunn Telephone Mutual Aid Corporation at its annual members' meeting held in Dunn Center, North Dakota, on the 20th day of October, 1960, and pursuant to due notice of such meeting, which notice contained the full and complete consolidation plan according to law, and required by the By-Laws of said corporation, did approve of said consolidation plan in its entirety by vote at such meeting wherein 128 members voted in favor of such plan, and 34 members voted against the same. That the said Dunn Telephone Mutual Aid Corporation has 637 number of members, and that there were 162 members present in person and voting on said plan, which number constituted a quorum.

ARTICLE X

The approved consolidation plan is as follows:

"

CONSOLIDATION PLAN

of

BOWMAN-SLOPE RURAL TELEPHONE MUTUAL AID CORPORATION AND  
DUNN TELEPHONE MUTUAL AID CORPORATION

" WHEREAS, The parties hereto, BOWMAN-SLOPE RURAL TELEPHONE MUTUAL AID CORPORATION, a corporation of Bowman, North Dakota, and the DUNN TELEPHONE MUTUAL AID CORPORATION, a corporation of Killdeer, North Dakota, are both incorporated under the Mutual Aid Corporations Act of North Dakota on the cooperative plan for kindred purposes, have by a provision of said Act been made subject to the general law governing cooperatives (Chapter 10-15 of the North Dakota Revised Code of 1943 as amended), and desire as cooperatives, subject to said Chapter, to consolidate under sections 10-1541, and 10-1542 thereof; and

" WHEREAS, It is intended by the parties hereto, furthermore, that they elect to convert and become subject to Chapter 10-15, and further that the adoption of such plan and the filing and recording of the Articles of Consolidation, containing articles of association in accord with the requirements of Chapter 10-15, as provided in sections 10-1541 and 10-1542 shall be the adoption, filing and recordation of their election to convert, all duly made as provided for in section 10-1544; and

" WHEREAS, Both of the corporations have franchises and are serving telephone patrons in an area generally South and West of the Missouri River in the States of North Dakota and South Dakota, and it is considered advisable that the two corporations be brought together by means of a consolidation in order to effect a saving in the costs of operation of the two companies, and

" WHEREAS, It is recognized that there may be some differences in the book values of certain tangible assets of the two corporations but these differences are considered to be offset by differences in other values and by the advantages that can be gained to both the corporations and to their members by the consolidation of the operations of these two corporations, and

" WHEREAS, Both of the corporations are financed through the Rural Electrification Administration of the United States of America and which loaning agency has made a study of the advantages of a consolidation of the two corporations and has so recommended such consolidation to the mutual benefit and advantage of all parties concerned,

" NOW THEREFORE, To effect and carry out such consolidation the following consolidation plan, its proposed effect on all members, and Articles of Association are hereinafter set forth for approval or disapproval of the members of the respective corporations.

" I

CONSOLIDATION PLAN

" IT IS PROPOSED to consolidate the Bowman-Slope Rural Telephone Mutual Aid Corporation, a corporation whose postoffice address is Bowman, North Dakota and the Dunn Telephone Mutual Aid Corporation, a corporation whose postoffice address is Killdeer, North Dakota, into a new cooperative association to be known as the 'CONSOLIDATED TELEPHONE COOPERATIVE'.

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" 1. The purpose of such consolidation is to reduce expense of the two corporations by combining the management and operation into one cooperative association with a resulting saving to all of the members of both corporations. The method of the consolidation will be effected by means of a statutory consolidation under the laws of the States of North Dakota. The procedure to be followed to effect this consolidation will include the submission of this consolidation plan which includes its proposed effect on all members and Articles of Association to the membership of each of the corporations at a members meeting to be held on or before the 15th day of December, 1960. If this consolidation plan including the proposed effect thereof on all the members and the Articles of Association is approved by the membership of both of these corporations, then and in that event, Articles of Consolidation together with this approved plan of consolidation and other information as required by law will be filed and recorded with the Secretary of State of North Dakota and permission to do business in the State of South Dakota will be obtained. Approval of the Public Service Commission of the State of North Dakota and the Public Utilities Commission of the State of South Dakota will then be obtained whereupon the new consolidated cooperative association will become effective as of the 2nd day of January, 1961.

" 2. The new cooperative association, as with the present corporations will be organized on a cooperative non-profit basis and without capital stock. All of the assets of the two corporations including without limitation, all properties, both real and personal of every kind and character, wheresoever situated, including good will and franchises held, owned or possessed by each of said corporations, shall be vested in said consolidated and new cooperative association as fully as the same are now severally held, owned and enjoyed by the separate corporations respectively, subject however to all of the conditions, stipulations, liens, claims and charges thereon and to all debts and obligations of the said respective corporations and including without limitation, all obligations due to the United States of America, as well as obligations to the members of said respective corporations, by reason of their membership certificates of equity in said corporations; and the consolidated cooperative association shall fully complete, carry out and perform all valid conditions, stipulations and contracts heretofore made by said corporations or either of them; and the new cooperative association shall pay and discharge all of liens, claims and charges heretofore created or suffered by either of them on their respective properties and shall pay and discharge all valid debts and obligations of every name, kind and description heretofore incurred or assumed by, or now existent against either of said corporations. It being the intentions of the two corporations hereto that the newly organized cooperative association will take over all of the assets of the parties hereto and will in turn assume all of the obligations of these parties. Specifically included in the obligations to be assumed by the new cooperative association are any capital credits earned by any of the members or former members or any other obligations growing out of the equity payments of members or former members or any membership rights that any member or former member may have against the parties hereto.

6

" 3. When the consolidation has been completed, the new cooperative association will have its headquarters offices and principal place of business in the City of Dickinson, North Dakota. The new cooperative association, however, will be obligated to maintain line service in the respective areas of the two corporations as they now exist, by maintaining adequate personnel in such areas.

" 4. The number of directors of the new cooperative association shall be six (6) and the area to be served by the new cooperative association shall be divided into six districts with one director from each district. The districts shall be as follows:

District No.1- The area served by the Halliday and Dodge Exchanges.

District No.2- The area served by the Grassy Butte, Killdeer and Dunn Center Exchanges.

District No.3- The area served by the Manning Exchange and the proposed South Heart Exchange.

District No.4- The area served by the Rhame and Amidon Exchanges.

District No.5- The area served by the Ladd and Scranton Exchanges.

District No.6- The area served by the Bucyrus Exchange and proposed Regent Exchange.

" 5. The names and residences of the persons to be the first directors of the new cooperative association and the districts they represent are as follows:

District No.1- Dan Kisse, Halliday, North Dakota

District No.2- John Meisch, Dunn Center, North Dakota

District No.3- Frank Kubik, Jr., Manning, North Dakota

District No.4- Leonard Bowman, Rhame, North Dakota

District No.5- Arvy Enloe, Rhame, North Dakota

District No.6- Ransom Knutson, Ralph, South Dakota

Any vacancies occurring in the Board of Directors shall be filled only by members in good standing residing within the districts named above. The by-laws shall provide that the terms of office of the directors shall be staggered so that the terms of the Directors from Districts numbers 1 and 6 shall expire at the same time; District numbers 2 and 5 the following year and 3 and 4 the year thereafter. Thereafter at each annual meeting directors shall be elected for a term of three years to fill the terms of the directors as they shall expire.

" 6. When the membership of the two parties hereto shall approve of this consolidation plan as herein set forth, the parties shall forthwith proceed to file and record the necessary Articles of Consolidation with the Secretary of State of the State of North Dakota and to carry out all of the necessary legal steps and requirements both in the states of North and South Dakota so as to complete the consolidation forthwith and to obtain approval from all regulatory bodies as required by law. The two corporations will thereupon and without delay deliver to the new cooperative association all of the properties, books, records, and other assets in accordance with the terms hereof and will execute all of the

necessary papers and documents which may be necessary to effect the intent and purpose of this consolidation plan and to carry out the same in an orderly and forthright manner.

" 7. In the event that the membership of either of the parties hereto fails to approve of this consolidation plan according to law on or before the 15th day of December, 1960, then and in that event this plan of consolidation shall be null and void and of no force and effect.

## "II

### PROPOSED EFFECT OF THIS CONSOLIDATION PLAN ON MEMBERS OF THE RESPECTIVE CORPORATIONS

"It is expected that the members of the two respective corporations will benefit from this consolidation because of the savings in costs of operation of the consolidated association/as compared to the two individual corporations. At the present time the two corporations are maintaining headquarters offices in the Cities of Kildeer and Bowman, respectively. Both of these offices maintain a staff consisting of a manager and additional office help. It is proposed that the effect of this consolidation will be to lessen this overhead expense. Since the corporation and the new cooperative association will be operated on a non-profit or cooperative basis, any saving of expense will be passed on in the nature of a saving to the individual members.

## "III

### ARTICLES OF ASSOCIATION OF CONSOLIDATED TELEPHONE COOPERATIVE TO: BEN MEIER, SECRETARY OF STATE OF THE STATE OF NORTH DAKOTA.

#### ARTICLE I

" The name of the cooperative will be CONSOLIDATED TELEPHONE COOPERATIVE, and it shall be governed by the laws of the State of North Dakota.

#### ARTICLE II

" The place where the principal business of the cooperative will be transacted is Dickinson, Stark County, North Dakota, and the period of existence of said cooperative shall be perpetual.

#### ARTICLE III

" The purpose for which the new cooperative association is organized is to furnish, improve and expand telephone service.

#### ARTICLE IV

" The cooperative is organized without capital stock and the property rights and interests of the members shall be unequal. The general rules applicable to all members by which the property rights and interests respectively of each member shall be determined and fixed are as follows:

Upon liquidation, after (a) all debts and liabilities of the cooperative shall have been paid and (b) all capital furnished through patronage shall have been retired as provided in the By-Laws, the remaining property and assets of the cooperative shall be distributed among the members and former members in the proportion which the aggregate patronage of each bears to the total patronage of all such members.

ARTICLE V

" The territory intended to be served by said cooperative and the counties through which said lines are intended to be run and are run include the counties of Adams, Bowman, Hettinger, Slope, Billings, Stark, Dunn and McKenzie counties in North Dakota and the counties of Harding and Perkins in South Dakota. The places from which lines are intended to be run and are running include the towns of Halliday, Dodge, Grassy Butte, Killdeer, Dunn Center, Manning, South Heart, Rhame, Amidon, Ladd, Scranton, Bucyrus and Regent, in North Dakota and which lines are intended to run between these towns with branches contemplated to all of the rural areas between them and the trade area that those towns serve. The estimated length of these lines is 3000 miles and the estimated cost thereof is three million dollars.

ARTICLE VI

" The cooperative shall have six directors and the names and residences of the persons who shall constitute the first Board of Directors of the new cooperative in accordance with the consolidation plan, and who shall serve until their successors are elected and qualified are:

NAME	RESIDENCE
John Meisch	Dunn Center, North Dakota
Dan Kisse	Halliday, North Dakota
Frank Kubik, Jr.	Manning, North Dakota
Arvy Enloe	Rhame, North Dakota
Ransom Knutson	Ralph, South Dakota
Leonard Bowman	Rhame, North Dakota

" The foregoing consolidation plan which includes the proposed effect of the plan on members of the respective corporations as well as Articles of Association, was prepared by a committee selected by the Board of Directors of the two corporations and is herewith respectfully submitted to the membership of the two corporations for their approval.

John Meisch	Arvy Enloe
Dan Kisse	Ransom Knutson
Frank Kubik, Jr.	Leonard Bowman

The foregoing being all of the members of said committee."

WITNESS The signatures and seals of the mutual aid corporations signatory hereto this 30th day of November, 1960.

ATTEST:

Leonard Bowman  
Secretary-Treasurer

BOWMAN-SLOPE RURAL TELEPHONE MUTUAL AID CORPORATION, a corporation,

By Arvy Enloe  
Its President

By Ransom Knutson  
Its Vice President

DUNN TELEPHONE MUTUAL AID CORPORATION, a corporation

9

By John Meisch  
Its President

ATTEST:

Frank Kubik, Jr.  
Secretary-Treasurer

By Dan Kisse  
Its Vice President

State of North Dakota )  
County of Bismarck ) ss

On this 6<sup>th</sup> day of December, 1960, before me, Florence S. Stordahl, a Notary Public in and for said county and state, personally appeared Arvy Enloe, Ransom Knutson, and Leonard Bowman, known to me to be the President, Vice President and Secretary-Treasurer, respectively, of the corporation that is described in and that executed the within and foregoing instrument, and acknowledged to me that such corporation executed the same.

Florence S. Stordahl  
Florence S. Stordahl  
Bismarck, North Dakota  
Notary Public, Bismarck County, N. Dak.  
My commission expires: Feb. 7, 1965.

State of North Dakota )  
County of Stark ) ss

On this 12th day of December, 1960, before me, Norbert J. Muggli, a Notary Public in and for Stark County, North Dakota, personally appeared John Meisch, Dan Kisse and Frank Kubik, Jr., known to me to be the President, Vice President and Secretary, respectively, of the corporation that is described in and that executed the within and foregoing instrument, and acknowledged to me that such corporation executed the same.

Norbert J. Muggli  
NORBERT J. MUGGLI  
Notary Public, Stark  
County, North Dakota.  
My commission expires: June 29, 1964.

Certificate No. 1  
STATE OF NORTH DAKOTA  
Department of State  
Filed for record the 30<sup>th</sup>  
day of December, 1960  
Burd Meier  
SECRETARY OF STATE

10  
NO. 1

STATE OF NORTH DAKOTA  
OFFICE OF THE SECRETARY OF STATE  
CERTIFICATE OF CONSOLIDATION

OF

BOWMAN-SLOPE RURAL TELEPHONE MUTUAL AID CORPORATION AND DUNN TELEPHONE MUTUAL AID CORPORATION  
INTO

CONSOLIDATED TELEPHONE COOPERATIVE

THE UNDERSIGNED AS SECRETARY OF STATE OF THE STATE OF NORTH DAKOTA, HEREBY CERTIFIES THAT DUPLICATE ORIGINALS OF ARTICLES OF CONSOLIDATION OF DUNN TELEPHONE MUTUAL AID CORPORATION AND BOWMAN-SLOPE/<sup>RURAL</sup> TELEPHONE MUTUAL AID CORPORATION, DOMESTIC MUTUAL AID CORPORATIONS, INTO CONSOLIDATED TELEPHONE COOPERATIVE DULY SIGNED AND VERIFIED PURSUANT TO THE PROVISIONS OF THE NORTH DAKOTA COOPERATIVE ASSOCIATION ACT, HAVE BEEN RECEIVED IN THIS OFFICE AND ARE FOUND TO CONFORM TO LAW, AND THE PUBLIC SERVICE COMMISSION OF THE STATE OF NORTH DAKOTA HAVING APPROVED OF SAID CONSOLIDATION.

ACCORDINGLY THE UNDERSIGNED, AS SUCH SECRETARY OF STATE, AND BY VIRTUE OF THE AUTHORITY VESTED IN HIM BY LAW, HEREBY ISSUES THIS CERTIFICATE OF CONSOLIDATION OF DUNN TELEPHONE MUTUAL AID CORPORATION AND BOWMAN-SLOPE RURAL TELEPHONE MUTUAL AID CORPORATION INTO CONSOLIDATED TELEPHONE COOPERATIVE AND ATTACHES HERETO A DUPLICATE ORIGINAL OF THE ARTICLES OF CONSOLIDATION.

IN TESTIMONY WHEREOF, I HAVE HERETO SET MY HAND AND AFFIXED THE GREAT SEAL OF THE STATE OF NORTH DAKOTA AT THE CAPITOL IN THE CITY OF BISMARCK, THIRTIETH DAY OF DECEMBER 1960.

*seal*  
s/ BEN METER  
BEN METER, SECRETARY OF STATE

FILE NOS., 6823, 6805

111  
CERTIFICATE OF AMENDMENT

OF

ARTICLES OF CONSOLIDATION

OF

CONSOLIDATED TELEPHONE COOPERATIVE

We, the undersigned, President and Secretary of CONSOLIDATED TELEPHONE COOPERATIVE, hereby certify:

That a Regular Annual Meeting of the Members of the Cooperative was held in Dickinson, North Dakota on October 10, 1964, pursuant to Notice of said meeting which was mailed to all the members thereof; that the purpose of such meeting, among other things, and as stated in the Notice of the meeting, was to amend Article VIII of the Articles of Consolidation, and that the proposed Amendment was contained in said Notice, that there was a quorum present at said meeting and that said meeting was held in the Community Building in the City of Dickinson, Stark County, North Dakota at 1:00 o'clock, P. M. on the 10th day of October, A. D., 1964, and that a quorum was present at said meeting and acted throughout; that there were 2,253 members as of the date of said meeting; that at said meeting, the following proceedings were had and the following resolution was adopted by an affirmative vote of 538 in favor and 4 against, being a majority of the members at the meeting voting on such question, to-wit:

"The President then called upon Attorney Norbert J. Muggli to go over and explain to the membership the proposed amendments to the Articles and By-Laws having to do with the increase of directors from six to seven and providing for a director from the new proposed district of Richardton. Mr. Muggli then explained to the membership that it was necessary that both the Articles and By-Laws be amended so as to first of all permit the Board to be increased from six to seven members and then to provide that the new district would comprise the area served by the Richardton exchange and to name a director from that district. It was explained that at the present time, the people served by the Richardton exchange did not have a member on the Board of Directors. It was also explained that the Richardton exchange included the Taylor area and the surrounding areas that were being switched out of the present Richardton exchange. The proposed amendment to the Articles and By-Laws to effect this change were set forth in full in the Notice of the Annual Meeting. The proposed amendment of the Articles amended Article VIII and the proposed amendment to the By-Laws amended Sections 1, 2 and 3 of Article IV of the By-Laws. It was the consensus of the membership that the Article and By-Law Amendments should be adopted so as to give the people in the Richardton area a voice on the Board of Directors. Upon a motion made by Mr. Ben Strom, seconded by Mr. Charles Kovash and carried by a vote of 538 in favor and 4 against, the following resolution was adopted:

RESOLVED, That Article VIII of the Articles of Consolidation be amended to read as follows:

'Article VIII. The Cooperative shall be managed by a Board of Directors consisting of seven (7) members who shall serve such terms as may be specified in the By-Laws. The By-Laws may also divide the area into districts and in order to insure equitable representation on the Board of Directors, the By-Laws may require members to be residents of such districts to qualify to serve on the Board of Directors. The term of office of Directors shall be for three years,

12 18  
or until their successors are elected and qualified, and the By-Laws may provide for a method of staggering the terms of the directors.' "

The undersigned herewith certify that such Amendment of Article VIII of the Articles of Consolidation aforementioned was duly, regularly and lawfully adopted at said meeting, and the undersigned President was authorized to sign the Certificate, and the undersigned Secretary to attest the same, and to place the Corporate Seal thereon and to have and to cause the same to be filed and recorded in the same manner as the original Articles of Consolidation.

The affiants further certify that said Resolution amending Article VIII of the Articles of Consolidation have not been altered, amended, changed or repealed in any way, and that the same is still in full force and effect.

IN WITNESS WHEREOF, We have signed these presents and affixed the Corporate Seal of said Cooperative this 23<sup>rd</sup> day of October, A.D., 1964.

John Meisch  
John Meisch, President

ATTEST:

Charles V. Dvorak  
Charles V. Dvorak, Secretary

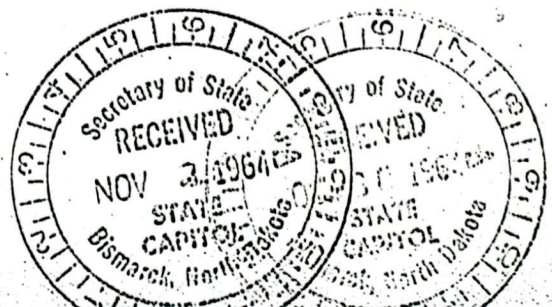
STATE OF NORTH DAKOTA )  
COUNTY OF STARK ) SS

On this 23<sup>rd</sup> day of October, A. D., 1964, before me, Norbert J. Muggli, a notary public in and for Stark County, North Dakota, personally appeared John Meisch and Charles V. Dvorak, to me personally known, who, being both first duly sworn, did acknowledge and say that John Meisch is the President and Charles V. Dvorak is the Secretary, respectively, of CONSOLIDATED TELEPHONE COOPERATIVE; that the Seal affixed to said instrument is the Corporate Seal of said Cooperative; that the said instrument was signed and sealed on behalf of said Cooperative by authority of its members.

The said John Meisch, President, and Charles V. Dvorak, Secretary, who personally appeared before me on the 23<sup>rd</sup> day of October, A.D., 1964, are known to me to be the President and Secretary of said Cooperative, and the persons whose names are subscribed to and who executed the foregoing instrument and severally to me acknowledged that they executed the same.

Norbert J. Muggli  
Norbert J. Muggli, Notary Public  
Stark County, North Dakota  
My Commission Expires June 29, 1970.

Certificate No. 16-55  
STATE OF NORTH DAKOTA }  
Department of State }  
Filed for record the 23<sup>rd</sup>  
day of November 1964  
Ben Miller  
SECRETARY OF STATE



13  
Certificate No. 1655



CERTIFICATE OF AMENDMENT

OF

CONSOLIDATED TELEPHONE COOPERATIVE

The undersigned, as Secretary of State of the State of North Dakota, hereby certifies that duplicate originals of Articles of Amendment to the Articles of Incorporation of \_\_\_\_\_

CONSOLIDATED TELEPHONE COOPERATIVE

duly signed and verified pursuant to the provisions of the North Dakota COOPERATIVE Corporation Act, have been received in this office and are found to conform to law.

ACCORDINGLY the undersigned, as such Secretary of State, and by virtue of the authority vested in him by law, hereby issues this Certificate of Amendment to the Articles of Incorporation of CONSOLIDATED TELEPHONE COOPERATIVE

and attaches hereto a duplicate original of the Articles of Amendment.

IN TESTIMONY WHEREOF, I have hereto set my hand and affixed the Great Seal of the State of North Dakota at the Capitol in the City of Bismarck, SECOND day of NOVEMBER 1954

SEAL

BEN MEIER  
Secretary of State

File No. 7069C  
DUPLICATE

By \_\_\_\_\_  
Deputy

14

ARTICLES OF AMENDMENT

to the

ARTICLES OF ASSOCIATION

of

CONSOLIDATED TELEPHONE COOPERATIVE

Pursuant to provisions of Chapter 10-15 of the North Dakota Century Code, the undersigned cooperative adopts the following Articles of Amendment to its Articles of Association:

ARTICLE 1. The name of the cooperative is Consolidated Telephone Cooperative.

ARTICLE 2. The following Amendment of Articles of Association was adopted by the members of the Cooperative on January 25, 1984, at a Special Meeting of Members, in the manner prescribed by the North Dakota Century Code:

ARTICLE III

"The purpose for which the new cooperative association is organized is to furnish, improve and expand telephone service, and to engage in activities within the purposes for which cooperatives may be organized."

ARTICLE 3. The number of members of the Cooperative at the time of such adoption was 3921.

ARTICLE 4. The number of members who voted for such amendment was 75 and the number of members who voted against such amendment was 8.

DATED this 2nd day of February, 1984.

Certificate No. 7893

Mag Date 2-3-84

DeWitt  
(Secretary of State)

DM  
(By Deputy)

CONSOLIDATED TELEPHONE COOPERATIVE

BY Fred Klee  
Fred Klee, President

and

William A. Stegner  
William Stegner, Secretary

SECRETARY OF STATE  
CAPITOL BUILDING  
BISMARCK, N.D. 58505

RECEIVED  
FEB 3 1984

15  
STATE OF NORTH DAKOTA )  
                                  : ss  
COUNTY OF STARK )

On this 2nd day of February, 1984, before me, a Notary Public in and for said County and State, personally appeared Fred Klee and William Stegner, known to me to be the persons whose names are subscribed to the foregoing instrument and acknowledged to me that they executed the same.

*Claudette M. Abel*

\_\_\_\_\_  
Claudette M. Abel, Notary Public  
State of North Dakota  
My Commission Expires: 9-17-87

Filing Fee-----\$25.00

16

Certificate No. 7893



**CERTIFICATE OF AMENDMENT**

OF

CONSOLIDATED TELEPHONE COOPERATIVE

The undersigned, as Secretary of State of the State of North Dakota, hereby certifies that duplicate originals of Articles of Amendment to the Articles of Incorporation of CONSOLIDATED TELEPHONE COOPERATIVE

duly signed and verified pursuant to the provisions of the North Dakota CO-OPERATIVE Corporation Act, have been received in this office and are found to conform to law.

ACCORDINGLY the undersigned, as such Secretary of State, and by virtue of the authority vested in him by law, hereby issues this Certificate of Amendment to the Articles of Incorporation of CONSOLIDATED TELEPHONE COOPERATIVE Enlarge purposes.

and attaches hereto a duplicate original of the Articles of Amendment.

IN TESTIMONY WHEREOF, I have hereunto set my hand and affixed the Great Seal of the State at the Capitol in the City of Bismarek, this 3rd day of February A.D., 1924.

Ben Heier Secretary of State.

File No. 7069 C

DUPLICATE

By \_\_\_\_\_, Deputy.



**STATE OF NORTH DAKOTA**  
Office of Secretary of State

I hereby certify that this is a true and correct copy, consisting of 16 pages, as taken from the original on file in this office. Originality of this certification can be determined by the color red.

DATED: 4-16-90

Jim Kusler

BY: Darcy Schlosser SECRETARY OF STATE

ARTICLES OF AMENDMENT  
to the  
ARTICLES OF ASSOCIATION  
of  
CONSOLIDATED TELEPHONE COOPERATIVE

Pursuant to provisions of Chapter 10-15 of the North Dakota Century Code, the undersigned cooperative adopts the following Articles of Amendment to its Articles of Association:

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ARTICLE III

"The purpose for which the new cooperative association is organized is to furnish, improve and expand telephone service, and to engage in activities within the purposes for which cooperatives may be organized."

ARTICLE 3. The number of members of the Cooperative at the time of such adoption was 3921.

ARTICLE 4. The number of members who voted for such amendment was 75 and the number of members who voted against such amendment was 8.

DATED this 2nd day of February, 1984.

Certificate No. 7893  
Filing Date 2-3-84  
[Signature]  
(Secretary of State)  
[Signature]  
(By Deputy)

CONSOLIDATED TELEPHONE COOPERATIVE

BY Fred Klee  
Fred Klee, President


and  
William A. Stegner  
William Stegner, Secretary

SECRETARY OF STATE  
CAPITOL BUILDING  
BISMARCK, N.D. 58505

RECEIVED  
FEB 3 '84

STATE OF NORTH DAKOTA     )  
                                  : ss  
COUNTY OF STARK            )

On this 2nd day of February, 1984, before me, a Notary Public in and for said County and State, personally appeared Fred Klee and William Stegner, known to me to be the persons whose names are subscribed to the foregoing instrument and acknowledged to me that they executed the same.

  
\_\_\_\_\_  
Claudette M. Abel, Notary Public  
State of North Dakota  
My Commission Expires: 9-17-87

Filing Fee-----\$25.00

State of South Dakota



Department of State

Certificate of Authority

I, ESSIE WIEDENMAN, Secretary of State of the State of South Dakota, do hereby certify that CONSOLIDATED TELEPHONE COOPERATIVE a Corporation of the State of NORTH DAKOTA, located at 113 West First Street, City of Dickinson, County of Stark, State of North Dakota, having paid the sum of - - - - Twenty-five and no/100- - - - Dollars, the fee required by law, receipt whereof is hereby acknowledged, and having in all things complied with the requirements of the laws of this State pertaining to Foreign Corporations, is duly authorized to transact business, and to acquire, hold or dispose of property in this State upon the following conditions:

That such Corporation shall file an annual report with the Secretary of State as provided by Section 11.2104, South Dakota Code of 1939, and laws amendatory thereto.

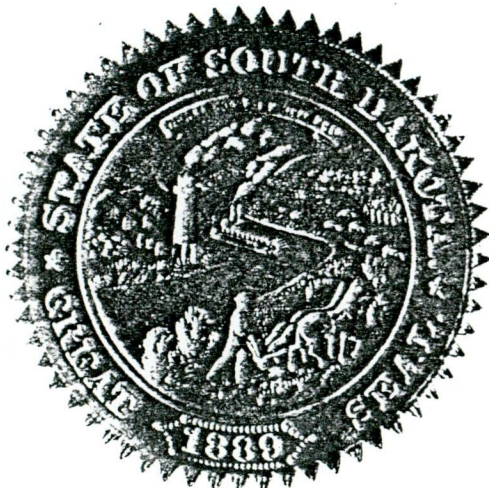
That such Corporation shall not enter into any combination, conspiracy, trust, pool, agreement or contract intended to restrain or prevent competition in the supply or price of any article or commodity in general use in the State, or constituting a subject of trade or commerce therein, or which shall, in any manner control the price of any such article or commodity, fix the price thereof, limit or fix the amount or quantity thereof to be manufactured, mined, produced or sold in this State, or fix any standard or figure by which its price to the public shall be in any manner controlled or established.

That such Corporation shall be subject to all the liabilities and restrictions that are or may be imposed upon corporations of like character organized under the laws of this State, and shall be subject to all laws of this state relating to Foreign Corporations.

IN TESTIMONY WHEREOF, I have hereunto set my hand and affixed the Great Seal of the State of South Dakota, at Pierre,

the Capital, this 16th day of February, 1961.


Essie Wiedenman  
SECRETARY OF STATE



CONSOLIDATED TELEPHONE COOPERATIVE

CERTIFICATE OF SECRETARY

I, CHERYL BORTH, DO HEREBY CERTIFY THAT, I AM THE SECRETARY OF CONSOLIDATED TELEPHONE COOPERATIVE (HEREINAFTER CALLED THE "COOPERATIVE"); THE ATTACHED ARE TRUE AND CORRECT COPIES OF THE DOCUMENTS ON FILE WITH THE RESPECTIVE SECRETARIES OF STATE.

  
Cheryl Borth  
CHERYL BORTH, SECRETARY

March 28, 1990  
DATE

SEARCH OF RECORDS REPORT

April 26, 1990

CONSOLIDATED TELEPHONE COOPERATIVE  
PO BOX 1077  
DICKINSON, ND 58601

The following is the base data on file in the Office of the  
Secretary of State on CONSOLIDATED TELEPHONE COOPERATIVE

Entity Type: COOPERATIVE ASSOCIATION

State of Organization: ND

Current Status: Active

Status Date: 12/30/60

Last Annual Report Filed: 02/28/90

Last Annual Report Year: 90

Registered Agent:  
Address:

Class:

Number of Shares:

Par:

For Reference: Darcy Schlosser  
Clerk

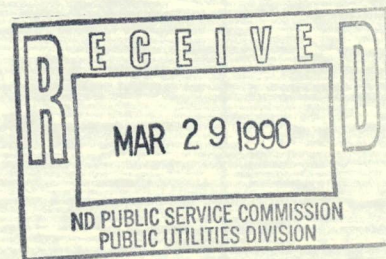
701-224-4283  
Phone



YOUR COMMUNICATIONS SOURCE  
BOX 1077 - DICKINSON, NORTH DAKOTA 58601  
701-225-6061

March 27, 1990

Mr. Patrick J. Fahn  
Chief, Engineer  
Public Service Commission  
State of North Dakota  
State Capitol  
Bismarck, North Dakota 58505



Dear Pat:

In reference to your request on March 8, 1990, we offer the following copies from our files:

<u>CASE NO.</u>	<u>PCN NO.</u>
1. 4982	340
2. 5489	384
3. 5605	400
4. 6058	437
5. 6143	449
6. 6336	463
7. 6351	---
8. 8883	---
9. South Dakota PCN Order No. F-2789	
10. Articles of Consolidation of Bowman-Slope and Dunn Mutual Aid into Consolidated Telephone	
11. Amendment of Articles of Consolidation	
12. Articles of Amendment to the Articles of Association	
13. Certificate of Authority for the State of South Dakota	



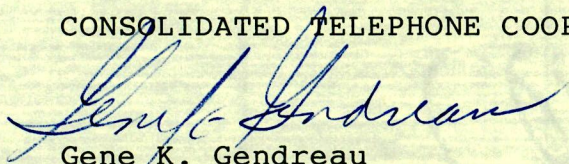
"OWNED BY THOSE WE SERVE"

Mr. Patrick J. Fahn  
Page Two  
March 27, 1990

I have also enclosed a certificate from Cheryl Borth, Secretary of the Board of Directors indicating that these are true and correct copies of the documents on file with the respective Secretaries of State.

Yours truly,

CONSOLIDATED TELEPHONE COOPERATIVE



Gene K. Gendreau  
Chief Financial Officer

dw

Encl.

PUBLIC SERVICE COMMISSION

STATE OF NORTH DAKOTA

\* \* \* \* \*

In the Matter of the Joint )  
Application of the Dunn Tele- )  
phone Mutual Aid Corporation, )  
and the Bowman-Slope Rural )  
Telephone Mutual Aid Corporation )  
for an order authorizing the con- )  
solidation of these two corporations )  
into one corporation to be known as )  
the "Consolidated Telephone Cooperative." )  
----- )

CASE NO. 6058

ORDER AUTHORIZING AND APPROVING CONSOLIDATION

BY THE COMMISSION:

On the 21st day of December, 1960, the Dunn Telephone Mutual Aid Corporation, a corporation of Killdeer, North Dakota, and the Bowman-Slope Telephone Mutual Aid Corporation, a corporation of Bowman, North Dakota, filed a joint application requesting authority to consolidate into one corporation to be known as the "Consolidated Telephone Cooperative".

IT APPEARING that the two applicants are duly organized and existing corporations organized under and by virtue of the laws of the State of North Dakota; both have franchises and are serving telephone patrons in an area generally covering the Southwestern portion of North Dakota; and both are financed through the Rural Electrification Administration of the United States of America; and

IT FURTHER APPEARING that a consolidation plan was prepared and submitted to the memberships of both of these corporations at their annual meetings called for that purpose and that the members of the Dunn Telephone Mutual Aid Corporation at such annual meeting on the 15th day of October, 1960, voted to consolidate according to said plan at which meeting 166 members voted in favor of such plan and 36 members voted against the same; that the Bowman-Slope Rural Telephone Mutual Aid Corporation at an annual meeting of its members called for that purpose on the 20th day of October, 1960, also voted in favor of such consolidation plan by a vote of 128 members voting in favor of the same and 34 members voting against; and

IT FURTHER APPEARING that by such consolidation the two corporations will become one corporation thereby reducing the costs of operation and management of such corporation and thereby rendering a savings to all of the parties using

the telephone services furnished by said applicants herein, and

IT FURTHER APPEARING that the above two applicants have fulfilled the requirements of the law relative to such consolidation and that upon the completion of such consolidation all of the rights and all of the property of each of the individual applicants shall be by operation of law vested in the new association with no reversion or impairment thereof caused by such consolidation and that no right of any creditor will be impaired by such consolidation without such creditors consent; and


IT FURTHER APPEARING that the consolidation of the above two corporations is consistent with the public interest.


NOW THEREFORE, IT IS ORDERED that the application of the above two corporations for authority to consolidate be and hereby is authorized and approved in all respects; and

IT IS FURTHER ORDERED that upon return of all previously issued certificates of convenience and necessity by both consolidating companies a new certificate will be issued to the consolidated company.

Dated at Bismarck, North Dakota this 30th day of December, 1960.

BY THE COMMISSION:


  
ANSON J. ANDERSON  
President

  
MARTIN VAALER  
Commissioner

  
ERNEST D. NELSON  
Commissioner

( S E A L )

ATTEST:

  
Ethmer Olson  
Secretary

"Buy DAKOTA MAID Flour"

CERTIFICATE OF AMENDMENT  
OF  
ARTICLES OF CONSOLIDATION  
OF  
CONSOLIDATED TELEPHONE COOPERATIVE

We, the undersigned, President and Secretary of CONSOLIDATED TELEPHONE COOPERATIVE, hereby certify:

That a Regular Annual Meeting of the Members of the Cooperative was held in Dickinson, North Dakota on October 10, 1964, pursuant to Notice of said meeting which was mailed to all the members thereof; that the purpose of such meeting, among other things, and as stated in the Notice of the meeting, was to amend Article VIII of the Articles of Consolidation, and that the proposed Amendment was contained in said Notice, that there was a quorum present at said meeting and that said meeting was held in the Community Building in the City of Dickinson, Stark County, North Dakota at 1:00 o'clock, P. M. on the 10th day of October, A. D., 1964, and that a quorum was present at said meeting and acted throughout; that there were 2,253 members as of the date of said meeting; that at said meeting, the following proceedings were had and the following resolution was adopted by an affirmative vote of 538 in favor and 4 against, being a majority of the members at the meeting voting on such question, to-wit:

"The President then called upon Attorney Norbert J. Muggli to go over and explain to the membership the proposed amendments to the Articles and By-Laws having to do with the increase of directors from six to seven and providing for a director from the new proposed district of Richardton. Mr. Muggli then explained to the membership that it was necessary that both the Articles and By-Laws be amended so as to first of all permit the Board to be increased from six to seven members and then to provide that the new district would comprise the area served by the Richardton exchange and to name a director from that district. It was explained that at the present time, the people served by the Richardton exchange did not have a member on the Board of Directors. It was also explained that the Richardton exchange included the Taylor area and the surrounding areas that were being switched out of the present Richardton exchange. The proposed amendment to the Articles and By-Laws to effect this change were set forth in full in the Notice of the Annual Meeting. The proposed amendment of the Articles amended Article VIII and the proposed amendment to the By-Laws amended Sections 1, 2 and 3 of Article IV of the By-Laws. It was the consensus of the membership that the Article and By-Law Amendments should be adopted so as to give the people in the Richardton area a voice on the Board of Directors. Upon a motion made by Mr. Ben Strom, seconded by Mr. Charles Kovash and carried by a vote of 538 in favor and 4 against, the following resolution was adopted:

RESOLVED, That Article VIII of the Articles of Consolidation be amended to read as follows:

'Article VIII. The Cooperative shall be managed by a Board of Directors consisting of seven (7) members who shall serve such terms as may be specified in the By-Laws. The By-Laws may also divide the area into districts and in order to insure equitable representation on the Board of Directors, the By-Laws may require members to be residents of such district to qualify to serve on the Board of Directors. The term of office of Directors shall be for three years,

' or until their successors are elected and qualified, and the By-Laws may provide for a method of staggering the terms of the directors.' "

The undersigned herewith certify that such Amendment of Article VIII of the Articles of Consolidation aforementioned was duly, regularly and lawfully adopted at said meeting, and the undersigned President was authorized to sign the Certificate, and the undersigned Secretary to attest the same, and to place the Corporate Seal thereon and to have and to cause the same to be filed and recorded in the same manner as the original Articles of Consolidation.

The affiants further certify that said Resolution amending Article VIII of the Articles of Consolidation have not been altered, amended, changed or appealed in any way, and that the same is still in full force and effect.

IN WITNESS WHEREOF, We have signed these presents and affixed the Corporate Seal of said Cooperative this 28<sup>th</sup> day of October, A.D., 1964.

John Meisch  
John Meisch, President

ATTEST:

Charles V. Dvorak  
Charles V. Dvorak, Secretary

STATE OF NORTH DAKOTA )  
  ) ss  
COUNTY OF STARK

On this 28<sup>th</sup> day of October, A. D., 1964, before me, Norbert J. Muggli, a notary public in and for Stark County, North Dakota, personally appeared John Meisch and Charles V. Dvorak, to me personally known, who, being both first duly sworn, did acknowledge and say that John Meisch is the President and Charles V. Dvorak is the Secretary, respectively, of CONSOLIDATED TELEPHONE COOPERATIVE; that the Seal affixed to said instrument is the Corporate Seal of said Cooperative; that the said instrument was signed and sealed on behalf of said Cooperative by authority of its members.

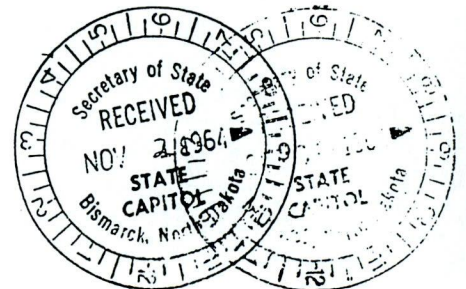
The said John Meisch, President, and Charles V. Dvorak, Secretary, who personally appeared before me on the 28<sup>th</sup> day of October, A.D., 1964, are known to me to be the President and Secretary of said Cooperative, and the persons whose names are subscribed to and who executed the foregoing instrument and severally to me acknowledged that they executed the same.

Norbert J. Muggli  
Norbert J. Muggli, Notary Public  
Stark County, North Dakota  
My Commission Expires June 29, 1970.

Certificate No. 1655  
STATE OF NORTH DAKOTA } ss  
Department of State

Filed for record the 2<sup>nd</sup>  
day of November 1964  
Ben Meier  
SECRETARY OF STATE

Lee H. Sec  
DEPUTY



PUBLIC SERVICE COMMISSION

STATE OF NORTH DAKOTA

\* \* \* \* \*

In the Matter of the Application of )  
the Bowman-Slope Rural Telephone Mutual )  
Aid Corporation, of Bowman, North Dakota, )  
(1) For a Certificate of Public Conven- )  
ience and Necessity to construct and op- )  
erate a telephone system; and, (2) For )  
authority to purchase certain existing tel- )  
ephone properties. )  
-----

CASE NO. 4982

FINDINGS OF FACT,  
CONCLUSIONS AND ORDER

By the Commission:

On January 23, 1953 the Bowman-Slope Rural Telephone Mutual Aid Corporation, of Bowman, North Dakota, filed an application with the Public Service Commission: (1) For a Certificate of Public Convenience and Necessity to construct and operate a telephone system in the Counties of Bowman, Slope, Adams and Hettinger in the State of North Dakota; and (2) For authority to purchase certain existing telephone properties hereinafter described.

The application was set for public hearing at Bowman, North Dakota, on February 25, 1953; all interested parties were notified of said hearing in the manner provided by law; and at the time and place of hearing the following appearances were entered:

M. S. BYRNE, Attorney at Law, Bowman, North Dakota, appearing for applicant.

J. WARD WRAY, 344-6th Avenue South, Fargo, North Dakota, appearing for applicant.

CLARENCE E. BRYANT, Chief Engineer, North Dakota Public Service Commission.

FINDINGS OF FACT

Upon consideration of the application and other evidence of record in this proceeding, the Commission finds that:

- (1) The Applicant, Bowman-Slope Rural Telephone Mutual Aid Corporation, is a non-profit membership corporation organized and existing under laws of the State of North Dakota for the purpose of furnishing telephone service to members at cost and not for profit.

- (2) Applicant proposes at this time to construct and operate a telephone system located in the Counties of Bowman and Slope in the State of North Dakota, and in Harding County in the State of South Dakota, as shown in detail on Exhibit No. 5 in this proceeding. Applicant plans to eventually furnish telephone service in other areas in North Dakota in addition to the above described territory. An estimated 1,138 subscribers will be served by construction and operation of telephone facilities involved herein, of which approximately 608 will be new subscribers now without telephone service. It is the plan and purpose of the Cooperative to provide telephone service for the widest practical number of rural subscribers in its proposed service area. A substantial number of occupied farms in the Cooperative's proposed service area are now without telephone service.
- (3) Applicant proposes to install modern dial telephone facilities exclusively. New dial telephone exchanges will be established at Ladd in Bowman County, and Cross in Slope County, North Dakota. The existing magneto exchanges at Rhame and Scranton, North Dakota, to be acquired, will be converted to dial operation. All dial exchanges will be unattended but dial assistance service will be available to subscribers from Northwestern Bell Telephone Company at Lemmon, South Dakota. Extended scope telephone exchange service will be available to subscribers in the following exchanges: Cross and Scranton; and Ladd and Bowman. Applicant will furnish service for 76 rural subscribers in the vicinity of Bowman, and 20 rural subscribers in the vicinity of Marmarth, which subscribers will be switched at Bowman and Marmarth, respectively, by Northwestern Bell Telephone Company. Message toll telephone service will be available to all subscribers served by Applicant over toll facilities owned by Northwestern Bell Telephone Company.
- (4) Applicant has entered into agreements to purchase telephone facilities now owned and operated by the following Companies: Domestic Telephone Company, Marion Telephone Company, Buffalo Springs Telephone Company, Deep Creek & Harper Telephone Company, Table Mountain Telephone Company, Amor Telephone Company, Lone Tree Telephone Company, Hart Telephone Company, Nebo Telephone Company, Langberg Telephone Company, Mound Telephone Company, Independent Telephone Company, Spring Creek Telephone Company, Adalaide Telephone Company, Schaefer Telephone Company, Rocky Ridge Telephone Company, Whiting Telephone Company, Buena Vista Telephone Company, Woodberry Telephone Company, Gascoyne Telephone Company, Golden Ridge Telephone Company, and Ludlow Telephone Company, all located in Applicant's proposed service area. The telephone companies to be acquired now furnish

telephone service for approximately 530 subscribers. Telephone facilities owned and operated by the companies to be acquired are generally obsolete and in need of considerable maintenance and repair. Rural telephone lines owned by said companies are mainly of the grounded (single wire) type and service thereon is generally unsatisfactory due to inductive interference caused by rural electric power lines in the vicinity thereof. Applicant proposes to install modern dial telephone facilities; to metallicize rural telephone lines; to reduce the number of subscribers per rural line; and to replace obsolete equipment of acquired telephone systems.

- (5) Funds for construction of new telephone facilities, and for acquisition of existing telephone facilities, in the Cooperative's proposed service area will be obtained from subscribers' membership fees of \$45,929, and from a loan of \$839,000 from the United States Government through the Rural Electrification Administration. Applicant has employed engineers, experienced in the field of telephony, to furnish plans and specifications for the proposed telephone system and to supervise construction of the system.

#### C O N C L U S I O N S

Upon consideration of the foregoing findings of fact, the Commission concludes that issuance of a Certificate of Public Convenience and Necessity to Bowman-Slope Rural Telephone Mutual Aid Corporation to construct and operate a telephone system upon the terms and conditions set forth hereinafter, and that authorization to acquire existing telephone properties herein described, is consistent with the public interest.

#### O R D E R

NOW, THEREFORE, IT IS ORDERED that Bowman-Slope Rural Telephone Mutual Aid Corporation, of Bowman, North Dakota, be issued a Certificate of Public Convenience and Necessity to construct and operate a telephone system in the Counties of Bowman and Slope in the State of North Dakota, as shown in Exhibit No. 5 in this proceeding, exclusive of such territories or areas therein served by existing unacquired telephone companies or systems. Minor extensions of telephone facilities by Applicant, or by other telephone companies or systems, to serve subscribers in territory contiguous to telephone service areas shown in Exhibits No. 4 and 5, may be constructed if mutually

agreeable to the telephone companies involved, or upon specific authorization by this Commission,

IT IS FURTHER ORDERED that said Certificate of Public Convenience and Necessity shall not preclude the issuance of Certificates of Public Convenience and Necessity to other non-profit cooperative corporations or mutual associations for construction and operation of rural telephone lines in the above described territory if, after due notice and hearing, it appears that the issuance of said Certificates of Public Convenience and Necessity is consistent with the public interest.

IT IS FURTHER ORDERED that Bowman-Slope Rural Telephone Mutual Aid Corporation be and hereby is authorized to acquire telephone plant and equipment now owned and operated by the following Companies:

<u>Name of Company</u>	<u>Address</u>
Domestic Telephone Co.	Bowman, N. D.
Marion Telephone Co.	Rhame, N. D.
Buffalo Springs Telephone Co.	Buffalo Springs, N.D.
Deep Creek & Harper Tel. Co.	Rhame, N. D.
Table Mountain Telephone Co.	Bowman, N. D.
Amor Telephone Co.	Bowman, N. D.
Lone Tree Telephone Co.	Bowman, N. D.
Hart Telephone Co.	Rhame, N. D.
Nebo Telephone Co.	Rhame, N. D.
Langberg Telephone Co.	Rhame, N. D.
Mound Telephone Co.	Rhame, N. D.
Independent Telephone Co.	Rhame, N. D.
Spring Creek Telephone Co.	Rhame, N. D.
Adelaide Telephone Co.	Rhame, N. D.
Schaefer Telephone Co.	Rhame, N. D.
Rocky Ridge Telephone Co.	Scranton, N. D.
Whiting Telephone Co.	Scranton, N. D.
Buena Vista Telephone Co.	Scranton, N. D.
Woodberry Telephone Co.	Scranton, N. D.
Gascoyne Telephone Co.	Scranton, N. D.
Golden Ridge Telephone Co.	Buffalo Springs, N. D.
Ludlow Telephone Co.	Ludlow, S. Dak.

IT IS FURTHER ORDERED that Bowman-Slope Rural Telephone Mutual Aid Corporation shall continue present operations of acquired telephone systems, pending rehabilitation and conversion to dial operation.

Dated at Bismarck, North Dakota, this 18th day of March, 1953.

BY THE COMMISSION:

ELMER W. CART  
President

ATTEST:

*Elmer Olson*

Secretary

ERNEST D. NELSON  
Commissioner

E. H. BRANT  
Commissioner

Buy "DAKOTA MAID" Flour

Copy

Domestic Telephone Co.,  
North Telephone Co.,  
Buffalo Telephone Co.,  
Bowman, North Dakota;  
PUBLC SERVICE COMMISSION  
STATE OF NORTH DAKOTA  
Bowman, North Dakota;  
Buffalo Springs, North Dakota;  
\*\*\*\*\*

In the Matter of the Application of the  
Bowman-Slope Rural Telephone Mutual Aid  
Corporation, of Bowman, North Dakota:  
(1) For a Certificate of Public Conven-  
ience and Necessity to construct and  
operate a telephone system; and (2) For  
authority to purchase certain existing  
telephone properties.  
\*\*\*\*\*

North Telephone Co., Jack Olson, Pres.  
Rabo Telephone Co., Ernest APPLICATION G.  
TO THE PUBLIC SERVICE COMMISSION;  
Bowman Telephone Co., Vernon Miller, Pres.

RECEIVED  
JAN 28 1939  
NORTH DAKOTA  
PUBLIC SERVICE  
COMMISSION  
SECRETARY

The Bowman-Slope Rural Telephone Mutual Aid Corporation, a corporation, of  
Bowman, North Dakota, hereinafter called the "Cooperative", respectfully requests  
the Public Service Commission of the State of North Dakota, to set a day and time  
for hearing on this Application of the Cooperative and in support of said Applica-  
tion shows the Commission as follows:-

1.  
That the Cooperative respectfully requests the Public Service Commission to  
issue to it a Certificate of Convenience and Necessity pursuant to Section 49-0301  
of the North Dakota Revised Code of 1943, so the Cooperative may engage in the furn-  
ishing of telephone service to the rural areas as shown on the attached map, which  
is hereto made a part of this Application and marked Exhibit (1).

That this Cooperative proposes to bring adequate telephone service to the wid-  
est practicable number of persons in rural areas possible in the Counties of Bowman,  
Slope, Adams and Hettinger in the State of North Dakota, and any Counties contiguous  
to any of said Counties in the States of North Dakota and South Dakota. That this  
Cooperative believes that public convenience and necessity can best be served by  
granting said certificate.

2.  
That the Cooperative respectfully requests permission from the Public Service  
Commission to acquire the hereinafter named Telephone Companies, exchanges and  
rural lines. That these Telephone Companies, exchanges and rural lines are unal-  
due to said fact have given option agreements to the Cooperative so that the Co-  
operative may acquire them and give them better and more adequate and efficient  
service. That the names of the Companies, exchanges, Rural lines and their  
ident are as follows:-

BERNARD GARDNER  
Secretary

ON

Domestic Telephone Co.,	Albert Folske, Pres.	Bowman, North Dakota;
Marion Telephone Co.,	Christ Smidesang, Pres.	Rhame, North Dakota;
Buffalo Springs Telephone Co.,	Herbert Fisher, Pres.	Buffalo Springs, North Dakota;
Deep Creek & Harper Telephone Co.,	H. R. Meggers, Pres.	Rhame, North Dakota;
Table Mountain Telephone Co.,	Glen Buckley, Pres.	Bowman, North Dakota;
Amor Telephone Co.,	George Ehrmantrout, Pres.	Bowman, North Dakota;
Ludlow Telephone Co.,	Harold Feist, Pres.	Ludlow, South Dakota;
Lone Tree Telephone Co.,	Lawrence Faris, Pres.	Bowman, North Dakota;
Hart Telephone Co.,	Jack Idler, Pres.	Rhame, North Dakota;
Nebo Telephone Co.,	Ernest Fossum, Pres.	Rhame, North Dakota;
Langberg Telephone Co.,	Vernon Miller, Pres.	Rhame, North Dakota;
Mound Telephone Co.,	E. J. Jones, Pres.	Rhame, North Dakota;
Independent Telephone Co.,	Leonard Fischer, Pres.	Rhame, North Dakota;
Spring Creek Telephone Co.,	Arvy Enloe, Pres.	Rhame, North Dakota;
Adalaide Telephone Co.,	Helmar Hendrickson, Pres.	Rhame, North Dakota;
Schaefer Telephone Co.,	Walter Schaefer, Pres.	Rhame, North Dakota;
Rocky Ridge Telephone Co.,	Gordon Loder, Pres.	Scranton, North Dakota;
Whiting Telephone Co.,	J. C. Ziebarth, Pres.	Scranton, North Dakota;
Buena Vista Telephone Co.,	C. O. Sipma, Pres.	Scranton, North Dakota;
Woodberry Telephone Co.,	E. J. Schumacher, Pres.	Scranton, North Dakota;
Gascoyne Telephone Co.,	George Repp, Pres.	Scranton, North Dakota;
Golden Ridge Telephone Co.,	Bernard Swanson, Pres.	Buffalo Springs, North Dakota;

Facilities serving approximately 530 rural subscribers in the vicinity of the following towns, Rhame, Scranton, Bowman, and Gascoyne in the State of North Dakota, and Ludlow in the State of South Dakota; and that the proposed lines as shown on the map, Exhibit (1) hereto attached, will connect approximately 678 new rural subscribers.

That the Cooperative respectfully requests that the Public Service Commission set a time and date for this hearing pursuant to law and give such notice as is required under the laws of the State of North Dakota;

The Cooperative further respectfully requests that the hearing on this Application be held at the Court House in the Village of Bowman, County of Bowman and State of North Dakota, or at some other available place in the Village of Bowman.

Dated this 21st day of January, 1953.

BOWMAN-SLOPE RURAL TELEPHONE MUTUAL AID CORPORATION

By ARVY ENLOE  
President

By BERNARD SWENSON  
Secretary

s/s M. S. BYRNE  
Attorney for Applicant,  
Post Office Address:-  
Bowman, North Dakota.

STATE OF NORTH DAKOTA, }  
COUNTY OF BOWMAN, } ss.

M. S. Byrne being first duly sworn on his oath deposes and says; that he is the attorney for the Applicant in the above entitled matter and case; that he has read the above and foregoing Application and knows the contents thereof, and that the same is true of his best knowledge, information and belief.

M. S. BYRNE

Subscribed and sworn to before me this 21st day of January, A. D. 1953.

Mildred V. Cox  
Notary Public, Bowman County, North Dakota,  
My Commission Expires May 17, 1958

(NOTARY SEAL)



PUBLIC SERVICE COMMISSION

STATE OF NORTH DAKOTA

\* \* \* \* \*

In the matter of the Application of Dunn )  
Telephone Mutual Aid Corporation, of )  
Killdeer, North Dakota: (1) For a cer- )  
tificate of public convenience and neces- )  
sity to construct and operate telephone )  
facilities; and, (2) For authority to pur- )  
chase certain existing telephone properties.)  
-----

CASE NO. 5489

FINDINGS OF FACT,  
CONCLUSIONS AND ORDER

By the Commission:

On September 12, 1956 the Dunn Telephone Mutual Aid Corporation of Killdeer, North Dakota filed an application with the Public Service Commission:

(1) For a certificate of public convenience and necessity to construct and operate telephone facilities in the Counties of Dunn, McKenzie and Billings in the State of North Dakota; and, (2) For authority to purchase existing telephone property now owned by the Stacker Telephone Company, of Halliday, North Dakota.

The application was set for public hearing at Killdeer, North Dakota on October 10, 1956; all interested parties were notified of said hearing in the manner provided by law; the hearing was duly held before Examiner Clarence E. Bryant, and the following appearances were entered:

NORBERT J. MUGGLI, Attorney, Dickinson, North Dakota appearing for Applicant.

FINDINGS OF FACT

Upon consideration of the application and the evidence of record in this proceeding, the Commission finds that:

- (1) Applicant, Dunn Telephone Mutual Aid Corporation, is a non-profit membership corporation organized and existing under the laws of the State of North Dakota. The Corporation was organized for the purpose of furnishing telephone service to subscribers in its proposed service area.
- (2) Applicant proposes herein to construct and operate a telephone system in parts of the Counties of Dunn, McKenzie and Billings in the State of North Dakota. The proposed service area is shown outlined in red on the map entitled "Area Coverage Design" included as part of Exhibit No. 3 in this proceeding. Applicant proposes to establish new dial telephone exchanges at Dodge and Grassy Butte, North Dakota; to convert the existing magneto exchange at Dunn Center, Halliday and Manning, North Dakota to dial operation; and to improve and expand rural telephone facilities in said exchanges, and in rural territory in the

vicinity of Killdeer, North Dakota. Applicant estimates that, after a five-year development period, it will furnish telephone service for 1,032 subscribers in its proposed service area, including approximately 635 rural subscribers now without telephone service. The proposed service area is now without telephone service of any kind, or is inadequately served by the existing telephone systems to be acquired. It is the plan and purpose of the Company to provide telephone service for the widest practicable number of subscribers in its proposed service area.

- (3) Applicant has entered into an agreement to purchase the existing telephone property now owned and operated by the Stacker Telephone Company, of Halliday, North Dakota. Said property consists of the local exchange telephone facilities at Halliday and Dunn Center, North Dakota, and a rural multi-party line serving subscribers in Werner, North Dakota. The Stacker Telephone Company now serves approximately 100 subscribers. The telephone facilities to be acquired are manual magneto facilities and do not provide adequate or efficient telephone service.
- (4) Applicant also proposes to furnish telephone service on areas now served by the following companies, when and if said companies agree in writing to discontinue operations and said agreements have been filed with this Commission as part of the record in this proceeding: Manning Telephone Company, Manning, North Dakota; North Line Telephone Company, Halliday, North Dakota; Farmers Cooperative Telephone Company, Halliday, North Dakota; Emerson Telephone Company, Dunn Center, North Dakota; Renville Telephone Company, Dunn Center, North Dakota; Crooked Creek Telephone Company, Dickinson, North Dakota; Fayette Telephone Company, Killdeer, North Dakota; and Whetstone-Grassy Butte Telephone Company, Killdeer, North Dakota. Said Telephone Companies now serve about 150 subscribers and are located within Applicant's proposed service area. Applicant does not plan to purchase the existing telephone facilities owned by said companies, but proposes only to furnish telephone service to subscribers now served by said systems after the various companies voluntarily agree to discontinue operations.
- (5) Applicant plans to begin construction of the proposed telephone system in the spring of 1957. Estimated cost of construction of the system is \$866,600.00. The proposed telephone system will not duplicate or interfere with the service or system of any other telephone company.
- (6) Funds for construction of new telephone facilities, and for acquisition of existing telephone facilities, in Applicant's proposed service area will be obtained from subscribers membership fees and from a loan from the United States of America, acting through the Rural Electrification Administration. Applicant has employed engineers experienced in the field of telephone to furnish plans and specifications for the proposed telephone system.

#### CONCLUSIONS

Upon consideration of the foregoing Findings of Fact, the Commission

concludes: (1) that present and future public convenience and necessity require construction and operation of the proposed telephone system; and, (2) that authorization to acquire the existing telephone property herein described is consistent with the public interest.

ORDER

NOW, THEREFORE, IT IS ORDERED that Dunn Telephone Mutual Aid Corporation, of Killdeer, North Dakota be and hereby is issued a certificate of public convenience and necessity to construct and operate telephone facilities in the territory in Dunn, McKenzie and Billings Counties in the State of North Dakota, shown outlined in red on the map entitled "Area Coverage Design" included as part of Exhibit No. 3 in this proceeding, exclusive of the territories or areas therein served by existing unacquired telephone companies or systems.

IT IS FURTHER ORDERED that said certificate of public convenience and necessity shall include the territories or areas now served by the existing telephone companies or systems listed in paragraph (4) of the Findings of Fact herein, provided that said companies have agreed in writing to discontinue operations, and that said written agreements, or certified copies thereof, have been filed with this Commission.

IT IS FURTHER ORDERED that said certificate shall not preclude the issuance of certificates of public convenience and necessity to non-profit cooperative corporations or associations for construction and operation of rural telephone lines in the above described territory if, after due notice and hearing, it appears that the issuance of said certificates is consistent with the public interest.

IT IS FURTHER ORDERED that Dunn Telephone Mutual Aid Corporation be and hereby is authorized to purchase existing telephone property now owned by the Stacker Telephone Company, of Halliday, North Dakota, upon the terms and conditions set forth in the "Telephone Sales Agreement", identified as Exhibit No. 4 in this proceeding.

Dated at Bismarck, North Dakota, this 7th day of November, 1956.

( S E A L )

ATTEST:

  
Secretary

PUBLIC SERVICE COMMISSION

MARTIN VAALER  
President

ERNEST D. NELSON  
Commissioner

ANSON J. ANDERSON  
Commissioner

PUBLIC SERVICE COMMISSION

STATE OF NORTH DAKOTA

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In the Matter of the Joint Application of Consolidated Telephone Cooperative, Dickinson, North Dakota, and Northwestern Bell Telephone Company, Fargo, North Dakota, for: (1) authority to transfer Northwestern Bell Telephone Company's properties located in Regent, North Dakota, to Consolidated Telephone Cooperative and to amend the Certificates of Public Convenience and Necessity accordingly; (2) authority for Consolidated Telephone Cooperative and Northwestern Bell Telephone Company to jointly provide Extended Area Service between Consolidated Telephone Cooperative's Regent, North Dakota Exchange and Northwestern Bell Telephone Company's Mott, North Dakota and New England, North Dakota Exchanges; (3) authority to amend Consolidated Telephone Cooperative's present Certificate of Public Convenience and Necessity to include the Regent community and surrounding area; and (4) authority to establish a new rate schedule for the Regent Exchange.

CASE NO. 6351

FINDINGS OF FACT,  
CONCLUSIONS OF LAW AND ORDER

BY THE COMMISSION:

On May 29, 1963, the Consolidated Telephone Cooperative, hereinafter referred to as the "Cooperative," and the Northwestern Bell Telephone Company, hereinafter referred to as the "Corporation," and the two together referred to as the "Applicants," filed a joint application with this Commission wherein they requested the authority as set forth in the title of this Order.

On June 14, 1963, this Commission issued its Notice of Hearing and Order of Suspension of the proposed rates wherein the hearing was scheduled for July 9, 1963, in Regent, North Dakota. Said Notice was given to all interested parties, as provided by law, and the hearing was held, as scheduled, before Commissioner Ben J. Wolf. The following appearances were entered:

NORBERT J. MUGGLI, Box 511, Dickinson, North Dakota, appearing for both Applicants.

WALLACE OWEN, Bismarck, North Dakota, appearing as Chief Engineer, North Dakota Public Service Commission.

After considering all relevant evidence of record, the Commission now makes the following:

FINDINGS OF FACT

- (1) The Cooperative is a non-profit membership corporation duly organized and operating under the laws of the State of North Dakota and conducting a telephone utility business in the

general area of Southwestern North Dakota. The Corporation is a foreign corporation duly authorized to do business in North Dakota as a telephone utility and does operate such a business in most areas of North Dakota.

- (2) The Corporation owns and operates a telephone exchange serving the City of Regent, North Dakota, and surrounding rural area. Said exchange is in need of modernization in order to make it compatible with Direct Distance Dialing, and in addition the rural areas of the exchange are not presently receiving either adequate or complete telephone service.
- (3) The Applicants propose that the ownership of the Regent Exchange property be transferred from the Corporation to the Cooperative and that Extended Area Service be provided jointly between the Regent Exchange and the Corporation's Mott and New England Exchanges. The Cooperative proposes, upon approval of the requested authority, to apply to the Rural Electrification Administration for additional loan funds to be used in rebuilding the existing Regent Exchange and in extending the rural system in order that the area may receive more modern and complete dial telephone service. The REA has indicated informally that funds would be available to the Cooperative for this proposed project.
- (4) The Applicants conducted joint interviews of all present or prospective subscribers of the Corporation's Regent Exchange and explained the proposed plan and the effect of said plan on the subscriber. Approximately 245 persons were contacted and of these only 8 per cent were not in favor of the plan.
- (5) As a result of the proposed transfer of property, the Regent subscribers' rates will be increased. This is due to the difference in the Applicants' rate schedules and because of proposed improved quality of service as well as the added service available to them from the proposed enlarged calling area. Said enlarged calling area will include previously unserved portions of the Regent Exchange as well as the toll-free calling available through the proposed Extended Area Service between the Regent Exchange and Mott and between the Regent Exchange and New England. The main telephone stations accessible toll-free upon completion of this project will be approximately 1600. This places the Regent Exchange in the Cooperative's "D" rate group which rates are higher than existing Northwestern Bell rates. However, this increased rate for Regent subscribers will not be effective until the modernization and expansion programs are completed and the improved and expanded service is initiated.
- (6) The proposals in this proceeding are part of a package of proposals that the Applicants have agreed to which provides for several transferrals of property from one to the other of the Applicants on a dollar for dollar basis with no extra monetary considerations involved. The package of proposals, if approved and consummated, is designed: (a) to correct and improve service area boundaries between the Applicants' territories; (b) to eliminate switching arrangements between the Applicants; (c) to increase and improve calling areas available toll-free to the Applicants' subscribers; (d) to improve the operating economies of both Applicants; and, (e) in general, to improve the quality of telephone service in the affected areas of Southwestern North Dakota.

- (7) The hearing in this matter was well attended by local residents, none of which expressed any relevant or organized opposition to the proposals advanced by the Applicants.

From the foregoing Findings of Fact, the Commission now makes the following:

CONCLUSIONS OF LAW

- (1) The proposed transfer of telephone property is in the public interest.
- (2) The proposed expanded telephone service is in the public interest.
- (3) The construction and operation of the proposed telephone system is in the public interest.
- (4) The proposed rates for telephone service are fair and reasonable.

NOW, THEREFORE, IT IS ORDERED that the Applicants be and hereby are:

- (1) Authorized to transfer ownership of the Northwestern Bell Telephone Company's Regent, North Dakota exchange properties from that company to the Consolidated Telephone Cooperative.
- (2) Authorized to establish Extended Area Service between the Corporation's Mott exchange and the Cooperative's Regent exchange and between the Corporation's New England exchange and the Cooperative's Regent exchange.

IT IS FURTHER ORDERED that the Cooperative be and hereby is:

- (1) Granted an amended Certificate of Public Convenience and Necessity which extends their authority to construct and operate a telephone system into the Regent area including the red shaded area shown on the map introduced as Exhibit No. 1, but excluding all areas therein served by existing unacquired or unabandoned telephone companies.
- (2) Authorized, upon completion of the construction and other work necessary to establish the proposed new exchange service and the proposed EAS, and upon initiation of these services, to apply the following schedule of rates for dial telephone service in the Regent exchange:

LOCAL EXCHANGE MONTHLY RATES

	<u>BUSINESS</u>	<u>RESIDENCE</u>
1 - Party	11.00	7.25
2 - Party	9.75	6.50
4 - Party		5.75
Rural Multi-Party	9.50	7.50
Extensions	1.60	1.25

Service Station Switching Fee - \$3.50

Dated at Bismarck, North Dakota, this 26th day of August, 1963.

BY THE COMMISSION:

RICHARD J. THOMPSON  
President

( S E A L )

BRUCE HAGEN  
Commissioner

BEN J. WOLF  
Commissioner

ATTEST:

*Elmer Olson*  
Secretary

PUBLIC SERVICE COMMISSION

STATE OF NORTH DAKOTA

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CASE NO. 8883

In the Matter of the Joint Application of )
Consolidated Telephone Cooperative and )
Northwestern Bell Telephone Company for )
Authority to Buy and Sell the Marmarth )
Telephone Exchange; for Consolidated to )
Discontinue the Marmarth Exchange, Con- )
solidating it into a Single Exchange to )
be Known as Rhame-Marmarth and to be )
Located in the City of Rhame, North Dakota; )
for Bell to Remove Open Wire Toll Facilities )
Between Bowman, North Dakota, and Marmarth; )
and for a Certificate of Public Convenience )
and Necessity for the Enlarged Exchange Area )
of Rhame-Marmarth; and for Buried Toll Faci- )
lities to be Provided Between Bowman and )
the Enlarged Rhame-Marmarth Exchange. )

ORDER GRANTING APPLICATION

On April 5, 1974, the Consolidated Telephone Cooperative, (herein-
after referred to sometimes as Consolidated) and the Northwestern Bell
Telephone Company (hereinafter referred to sometimes as Northwestern
Bell, and together referred to as the Applicants) filed a joint appli-
cation with the Public Service Commission wherein they requested author-
ity as set forth in the title herein above.

The Commission, having determined that good cause exists for dis-
pensing with its normal procedure of issuing a Notice of Opportunity for
Hearing in this matter, does therefore make the following order.

NOW, THEREFORE, IT APPEARING that Consolidated Telephone Cooperative
is a North Dakota corporation in the business of providing communications
service in parts of several western North Dakota counties including, but
limited to, providing telephone service to the community of Rhame, North
Dakota, and, as such, is a public utility subject to the jurisdiction of
the Public Service Commission, and

IT FURTHER APPEARING that Northwestern Bell Telephone Company is an
Iowa corporation duly authorized to do business in the State of North
Dakota and is in the business of providing communications service in
major areas of North Dakota including the provision of local exchange and
toll telephone service to the community of Marmarth, North Dakota, and, as
such, it is a public utility subject to the jurisdiction of this Commissio
and

IT FURTHER APPEARING that the Applicants have negotiated and signed
an agreement which provides that Northwestern Bell will sell its property

presently in use providing local exchange service to the Marmarth community, and that Consolidated will buy said property and that, in conveying title to said properties, Northwestern Bell will also transfer any and all rights, franchises, permits, leases, easements, contracts or other legal interests associated with said properties, and

IT FURTHER APPEARING that, upon obtaining the necessary authority, Consolidated will proceed to construct and install the necessary facilities and equipment to consolidate the exchange area at Marmarth with its existing exchange area at Rhame, in order that they may provide service to the entire area from one central office located at Rhame, and

IT FURTHER APPEARING that Consolidated, in purchasing the Marmarth exchange, proposes to assume liability for providing telephone service in and around the City of Marmarth and, specifically, is requesting authority to construct and operate a telephone communications system in the area outlined in red on the exhibit entitled "Key Map-Revised OPL-Rhame Exchange", and

IT FURTHER APPEARING that Consolidated, in connection with its take over of the Marmarth exchange, will construct a system to serve both the Rhame and Marmarth areas which will provide subscribers of the areas with all-one party, stormproofed service; that the central office serving the areas will be located in Rhame; and that the combined service areas will be known as the Rhame-Marmarth Exchange, and

IT FURTHER APPEARING that the new exchange will provide toll-free calling from the Marmarth area to the Rhame area and from the Marmarth area to Northwestern Bell's Bowman exchange area and, further, that the entire Rhame-Marmarth exchange area will, upon completion of the new system, have direct distance dialing and all number identification, as well as stormproofed toll service, and

IT FURTHER APPEARING that Northwestern Bell proposes to abandon its open wire toll facility presently used to serve the exchanges at Rhame and Marmarth, and that Northwestern Bell and Consolidated propose to jointly construct a buried toll cable extending from Northwestern Bell's Bowman exchange to the new Rhame-Marmarth Exchange with the facility owned, in part, by each of the Applicants, and the point of meet of

their respective portions to be approximately 4-3/4 miles east of Consolidated's Rhame-Marmarth central office exchange at the common boundary line of the Rhame-Marmarth Exchange and the Bowman exchange, and

IT FURTHER APPEARING that, upon completion of the construction and installation of the necessary facilities and equipment to establish the services proposed herein, the Applicants will consummate their sales agreement and the service from the existing Marmarth exchange will be discontinued and service to Marmarth customers thereafter provided from the Rhame-Marmarth exchange office located at Rhame, and

IT FURTHER APPEARING that Consolidated has surveyed its subscribers in the Rhame exchange and that they have overwhelmingly approved its basic proposal to provide all one-party service, including approval of the rates necessary to support such a system, and

IT FURTHER APPEARING that Consolidated and Northwestern Bell have jointly surveyed Northwestern Bell's existing subscribers in the Marmarth exchange, and that said subscribers expressed overwhelming approval of the Applicants' proposals relating to the Marmarth exchange service area, including acceptance of the schedule of rates necessary to support the proposed system, and

IT FURTHER APPEARING that the schedule of rates for all one-party service in the Rhame-Marmarth exchange was previously approved by the Public Service Commission in its Case No. 8135, subject to subsequent approval by subscribers in the affected exchanges, and

IT FURTHER APPEARING that Consolidated has made arrangements for financing the proposed service improvements, and that the basic conditions of said financing were approved in this Commission's Case No. 8870, and

IT FURTHER APPEARING that Consolidated and Northwestern Bell are ready, willing, and able to provide the basic services as proposed by their Application, and that said proposals are legal and in the public interests and, further, that Public Convenience and Necessity will be subserved thereby, and

IT FURTHER APPEARING that there is an urgent need for service improvement in the area affected by these proposals, but that Consolidated cannot proceed with such plans until such time as all the necessary authorities are obtained, including authority from this Commission, and

that until such time as such authority is granted, none of the loan funds are available for Consolidated's use, and that, therefore, no construction can begin, and

IT FURTHER APPEARING that Consolidated has demonstrated to this Commission that the public need is great and that the public interest is almost totally in support of their basic proposals, and that, therefore, there is no need for public hearing or Notice of Opportunity for Hearing as normally provided for in proceedings of this nature.

NOW, THEREFORE, IT IS HEREBY ORDERED that the Northwestern Bell Telephone Company be, and hereby is, authorized to sell, and Consolidated Telephone Cooperative be, and hereby is, authorized to buy, all of the plant and system presently owned by Northwestern Bell and located in and around the City of Marmarth, North Dakota, which is used to provide local exchange service thereat.

IT IS FURTHER ORDERED that Consolidated Telephone Cooperative be, and hereby is, authorized, upon completion of the necessary construction, to discontinue the Marmarth exchange and to consolidate that service area with the existing Rhame service area and provide service from a central office exchange located at Rhame, North Dakota, to be called the Rhame-Marmarth Exchange.

IT IS FURTHER ORDERED that the Northwestern Bell Telephone Company be, and hereby is, authorized to abandon its existing open wire toll facility from Bowman to Marmarth and to construct in its place a buried toll facility from Bowman to the Rhame-Marmarth exchange boundary, and that Consolidated Telephone Cooperative is authorized to construct a buried toll facility extending from the point of meet with the Northwestern Bell facility at the Rhame-Marmarth exchange boundary to its new Rhame-Marmarth central office exchange in Rhame.

IT IS FURTHER ORDERED that Consolidated Telephone Cooperative be, and hereby is, granted a Certificate of Public Convenience and Necessity authorizing it to construct and operate the toll facility herein before described and to construct and operate a telephone system in the area outlined in red on the exhibit entitled "Key Map-Revised OPL-Rhame Exchange."

IT IS FURTHER ORDERED that Northwestern Bell be, and hereby is, granted a Certificate of Public Convenience and Necessity authorizing

it to construct and operate buried toll facilities from its Bowman, North Dakota exchange to a point of meet on the boundary of Consolidated's Rhame-Marmarth exchange.

Dated at Bismarck, North Dakota, this 8th day of April, 1974.

( S E A L )

PUBLIC SERVICE COMMISSION

s/s

BEN J. WOLF, President

s/s

BRUCE HAGEN, Commissioner

ATTEST:

s/s

RICHARD A. ELKIN, Commissioner

*Abraham*  
Secretary

AT A REGULAR SESSION of the Public Utilities Commission of the State of South Dakota, held in its offices, in the City of Pierre, the Capital, this 29th day of December, 1966.

PRESENT: Commissioners Lindskog and Morkle

IN THE MATTER OF THE APPLICATION  
OF THE CONSOLIDATED TELEPHONE  
COOPERATIVE OF DICKINSON, NORTH  
DAKOTA, FOR A CERTIFICATE OF  
PUBLIC CONVENIENCE AND NECESSITY  
TO OPERATE A TELEPHONE SYSTEM IN  
SOUTH DAKOTA IN AN AREA AS NOW  
DEFINED.

ORDER  
F-2789

Under date of December 23, 1966, the Consolidated Telephone Cooperative of Dickinson, North Dakota, applied for a certificate of public convenience and necessity to operate a telephone system in a portion of Harding and Perkins Counties, South Dakota, for the purpose of redefining its service area boundary in relation to, and coordinating with, the present service area boundaries of adjacent telephone companies.

The application was accompanied by a map showing the mutually agreed to boundary line between the telephone companies concerned, and signed by: Thomas E. Harris for the Consolidated Telephone Cooperative; Leroy D. Schecher for the West River Cooperative Telephone Company; E. P. Hewett for the Northwestern Bell Telephone Company (North Dakota Division); and C.R. Hicks for Northwestern Bell Telephone Company (South Dakota Division).

The Commission finds that a redefinition of the boundary line between the telephone companies now serving this area, as indicated on the said map, is necessary and in the public interest and it is therefore

ORDERED, that a certificate of public convenience and necessity be, and the same is hereby, issued to the said Consolidated Telephone Cooperative of Dickinson, North Dakota, authorizing it to construct, maintain and operate a telephone system in parts of Harding and Perkins Counties, South Dakota, in an area as more particularly defined by area boundary lines shown on the signed map accompanying the application, and as more generally indicated on the map hereto attached.

BY ORDER OF THE COMMISSION

*Loretta Holland*  
LORETTA HOLLAND, Acting Secretary

(OFFICIAL SEAL)



PUBLIC SERVICE COMMISSION

STATE OF NORTH DAKOTA

\* \* \* \* \*

In the Matter of the Application of the )  
 Consolidated Telephone Cooperative of )  
 Dickinson, North Dakota, for authority: )  
 (1) to borrow additional loan funds from )  
 the United States of America in the amount )  
 of \$549,000.00 and execute a note and mortgage )  
 to secure said loan; (2) to purchase the exist- )  
 ing telephone facilities located at Richardton )  
 and Taylor, North Dakota, from the Richardton )  
 Taylor Telephone Company, the present owner and )  
 operator; (3) to construct and operate a telephone )  
 system in the Richardton and Taylor communities and )  
 certain areas surrounding them; and (4) to establish )  
 a schedule of rates for the proposed service in the )  
 Richardton and Taylor areas. )  
 ----- )

CASE NO. 6336

FINDINGS OF FACT,  
CONCLUSIONS OF LAW AND ORDER

BY THE COMMISSION:

On February 11, 1963, the Applicant, Consolidated Telephone Cooperative, of Dickinson, North Dakota, filed an application with this Commission wherein they requested the authority as set forth in the above title. On March 11, 1963, this Commission issued its Notice of Hearing and Order of Suspension of Proposed Rates wherein a public hearing was set for April 9, 1963. Said hearing was held, as scheduled, in Richardton, North Dakota, before Commissioner Ben J. Wolf and the following appearances were filed:

NORBERT J. MUGGLI, Attorney, Dickinson, North Dakota appearing for the Applicant.

WALLACE OWEN, Bismarck, North Dakota, appearing as Chief Engineer for the North Dakota Public Service Commission.

Upon consideration of all relevant evidence of record in this proceeding, the Commission finds the following:

FINDINGS OF FACT

- (1) The Applicant, Consolidated Telephone Cooperative, is a non-profit membership corporation organized and operating under the laws of the State of North Dakota for the purpose of providing telephone service; and they presently own and operate telephone facilities in parts of ten counties located in southwestern North Dakota, as well as in two northwestern South Dakota counties.
- (2) The Richardton Taylor Telephone Company is a stock corporation which owns and operates the telephone exchanges and associated facilities serving the Richardton and Taylor communities. The existing service is dial but is not as modern and convenient, generally speaking, as the dial service available to the public in the majority of the exchanges serving North Dakota

and the United States. Further, neither the Richardton Taylor Company nor the rural switching companies are presently providing rural service of high quality, or any service to many prospective customers located in the area generally considered as area with a community of interest to Richardton and/or Taylor.

- (3) There are 7 rural switching companies, such as mentioned in Findings No. 2, operating in the rural areas of Richardton and Taylor and serving a total of 64 subscribers, as of December 31, 1962. The lines of the companies have not, generally speaking, been constructed or maintained in a manner which enables them to provide as modern and convenient service as has become the industry standard. In fact, some of these lines are of the grounded type which have long been considered an outmoded and unsatisfactory type of line with regard to the quality of service they are capable of providing.
- (4) The Applicant has entered into a Sales Agreement with the Richardton Taylor Telephone Company wherein the two parties have agreed, respectively, to buy and sell the Richardton and Taylor telephone exchanges and certain associated rights and properties, as specifically set forth in Exhibit No. 2 entitled Telephone Sales Agreement, for the purchase price of \$135,000.00. Further, representatives of the Rural Electrification Administration, the Applicant's source of loan funds, have inspected the properties involved in the proposed sale and have, on the basis of said inspection, approved the sale price of \$135,000.00.
- (5) The Applicant proposes to spend a total of \$563,000 for the purchase of these properties and the construction of a new, modern dial exchange and associated facilities, and they further propose to obtain this amount from the United States of America through the Rural Electrification Administration. The amount will be obtained through the execution of a mortgage note to secure the loan, and the terms of said loan shall provide that the Applicant will pay interest at the rate of two (2) per cent per annum and that 35 years from the date of said mortgage note any principal remaining unpaid, and interest thereon, shall become due and payable. Fourteen thousand dollars of the total to be borrowed for this project will be borrowed under authority previously granted by this Commission and therefore the Applicant is requesting further approval, at this time, to borrow the \$549,000 of additional loan funds needed to obtain the total of \$563,000.
- (6) The Applicant proposes, upon approval of the requested authority, and upon consumation of their Sales Agreement, to commence the construction of a new and modern telephone system in and around Richardton and Taylor. Said system will, upon completion, provide seven-digit numbered dialing which will be compatible with the Direct Distance Dialing System upon its introduction, by the Bell system, to this part of the state. The number of toll circuits will be increased; the outside plant will be mostly new with part of it buried and part aerial; the rural multiparty lines will have full selective ringing (no party will hear any other ring than his own); a new combined central office switchboard (rather than two as now exists) and all new telephones will be installed. Service will be offered on a complete area coverage basis with all parties desiring service within the area receiving it. The Applicant will retain portions of the existing system which can be used in the new system and will salvage what they can of the remainder. The over-all effect of this proposal will apparently result in an increase in the number of telephones and in the area available for toll free calling by the subscribers of the two communities, as well as a general improvement in the quality and convenience of their service.

- (7) The Applicant proposes to construct and operate its telephone system in a specific area in Stark and Dunn counties as outlined on a map which is part of the Applicant's Exhibit No. 6 and which map is entitled ACD Key Map. There are areas therein where telephone service is presently non-existent and other areas where-in switcher companies provide service. The Applicant proposes that the switcher companies may continue to serve in their present territories if they so desire. However, the Applicant is willing to provide service to areas presently served by switchers when, and if, said switchers abandon, or otherwise dispose of, their systems.
- (8) Applicant's Exhibits No. 4 and 5 are abandonment agreements of two switcher companies, the Knife River Telephone Company with 7 subscribers and the Kuhn Telephone Company with 31 subscribers. The agreements were signed by subscribers of the two companies and the number of signers found on each was, respectively, 7 and 26. There was a question raised during the course of the hearing regarding the matter of whether the Kuhn Telephone Company could abandon its line because of a doubt as to whether or not the company had taken the necessary legal steps to bring about the dissolution of the company. This matter is one which must be resolved by the members of the Kuhn Telephone Company.
- (9) The Applicant's proposed rate schedule will effect a substantial increase to existing subscribers of the Richardton and Taylor communities, however, the quality of service will be correspondingly improved, as pointed out in previous findings. The schedule is the same as presently approved, and as found fair and reasonable, for application by the Applicant in its other exchanges of comparable size.
- (10) There were no objections to the basic plan as proposed by the Applicant. However, there were several statements made regarding the relatively high level of the proposed rates, and other statements which were concerned with side issues not relevant to the issues of the proceeding.

From the foregoing Findings of Fact, the Commission makes the following:

CONCLUSIONS OF LAW

- (1) The borrowing of additional loan funds, as discussed in the Findings of Fact, is in the public interest.
- (2) The sale and purchase of the telephone properties, as discussed in the Findings of Fact, is in the public interest.
- (3) The construction and operation of the telephone system, as proposed in the Findings, is in the public interest.
- (4) The rates proposed for telephone service, after completion of the proposed system, are not excessive or unreasonable.

O R D E R

NOW, THEREFORE, IT IS ORDERED that the Richardton Taylor Telephone Company and the Consolidated Telephone Cooperative be and hereby are authorized to sell and buy certain telephone properties as designated in Applicant's Exhibit No. 2 and under the terms and conditions provided in said exhibit.

IT IS FURTHER ORDERED that the Consolidated Telephone Cooperative be and hereby is:

(1) Authorized to borrow additional loan funds from the United States of America in the amount of \$549,000 and under the terms and conditions as specified in Applicant's Exhibit No. 3 of this proceeding.

(2) Granted a Certificate of Convenience and Necessity to construct and operate a telephone system in the area indicated on the map entitled ACD Key Map as found in Applicant's Exhibit No. 6, but excluding all areas therein served by existing unacquired or unabandoned telephone companies.

(3) Authorized, upon completion of the proposed dial telephone system to apply the following schedule of rates in the combined Richardton Taylor exchange:

LOCAL EXCHANGE MONTHLY RATES

	<u>BUSINESS</u>	<u>RESIDENCE</u>
1-Party	10.50	7.00
2-Party	9.25	6.25
4-Party	-	5.50
Rural Multi-party	9.25	7.25
Extensions	1.50	1.10

Service Station Switching Fee - \$3.50

IT IS FURTHER ORDERED that, upon completion of the proposed system, and at the time, or prior to the time, of actual application of the above rate schedule, the Applicant shall file with this Commission new local exchange tariffs reflecting the rates authorized herein.

IT IS FURTHER ORDERED that, in the event that, and at such time as, other of the existing switching companies agree to abandon their telephone systems and request the Applicant to provide service, the Applicant shall file copies of such agreements with the Public Service Commission.

Dated at Bismarck, North Dakota, this 3 day of May, 1963.

BY THE COMMISSION:

RICHARD J. THOMPSON  
President

BRUCE HAGEN  
Commissioner

BEN J. WOLF  
Commissioner

( S E A L )

ATTEST:

*Edna Olson*  
Secretary

"BUY NORTH DAKOTA PRODUCTS"

PUBLIC SERVICE COMMISSION

STATE OF NORTH DAKOTA

\* \* \* \* \*

In the Matter of the Application of Consoli-  
dated Telephone Co-operative, a corporation,  
of Dickinson, North Dakota, for authority: )  
(1) To borrow additional amounts totaling )  
\$210,000.00 from the United States of )  
America, and execute Notes therefore, (2) )  
for a Certificate of Public Convenience )  
and Necessity to serve the South Heart )  
community and area, and (3) To establish )  
a schedule of rates for the proposed )  
South Heart Exchange. )  
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CASE NO. 6143

FINDINGS OF FACT,  
CONCLUSIONS AND ORDER

BY THE COMMISSION:

On July 26, 1961, the Consolidated Telephone Co-operative, of Dickinson, North Dakota, filed an application with this Commission requesting authority: (1) To borrow additional money from the United States of America in the amount of \$210,000.00; (2) To construct and operate a telephone system in the South Heart, North Dakota, area; and (3) to establish a schedule of rates for the proposed South Heart Exchange.

The Application was set for public hearing at South Heart, North Dakota, on September 8, 1961; all interested parties were notified of said hearing in the manner provided by law; the hearing was duly held before Commissioner Martin Vaaler; and the following appearances were entered:

NORBERT J. MUGGLI, Dickinson, North Dakota, appearing as Attorney for the Applicant.

WALLACE OWEN, Bismarck, North Dakota, appearing as Chief Engineer for the North Dakota Public Service Commission.

FINDINGS OF FACT

Upon consideration of the testimony and other evidence of the record in this proceeding the Commission finds that:

- (1) The Applicant, Consolidated Telephone Cooperative, is a non-profit membership corporation organized and existing under the laws of the State of North Dakota.
- (2) The Applicant proposes to borrow from the United States of America through the Rural Electrification Administration the sum of \$237,000.00.

- (3) Said sum would be evidenced by two mortgage notes in the amounts of \$170,000.00 and \$67,000.00. Both notes provide that interest will be paid at the rate of two (2) percent per annum and that said notes be payable in installments over a period of 35 years from the particular date of each note. The note in the amount of \$170,000.00 shall have an initial 3 year period of deferment of interest and principle payments. The note in the amount of \$67,000.00 shall have an initial 3 year period of deferment of principle payments, but no deferment of interest payments.
- (4) The Applicant is requesting Commission approval of only \$210,000.00 of the total amount of the two notes because \$27,000.00 of the total amount was previously authorized by this Commission in Case No. 6092.
- (5) The Applicant proposes to use these additional loan funds for construction of a telephone system in South Heart and surrounding rural area with extended area service into Dickinson, North Dakota.
- (6) The officers, owners and/or subscribers of the South Heart Telephone Company have indicated to the Applicant by petition their desire to abandon and dismantle their telephone facilities and have requested that their service area be included in the Applicant's proposed service area.
- (7) There are many parties in the proposed service area who presently lack telephone service and who wish to obtain good telephone service.
- (8) The Applicant proposes an initial schedule of rates for the South Heart exchange which is predicated on the provision of Extended Area Service to Dickinson. This will give the subscribers of the South Heart Exchange access to more than 3100 telephones.
- (9) The proposed rates on a pro forma basis will produce a negative rate of return to the company on their investment in the South Heart exchange. However, they feel that this will be offset by an anticipated increase in the number of telephones served and because some expenses now existing and prorated to the expenses of the South Heart exchange will not be incurred because of the addition of said exchange.
- (10) There was one protest voiced against the levels of the proposed rates.

#### CONCLUSIONS

Upon consideration of the foregoing Findings of Fact, the Commission concludes that:

- (1) The Applicant requires additional funds to finance construction of the telephone facilities herein described, and that said funds are available, on reasonable terms and conditions from the United States of America.
- (2) Present and future public convenience and necessity require the construction and operation of said telephone facilities.

- (3) The proposed rates for providing of modern dial telephone service with Extended Area Service from South Heart to Dickinson are fair and reasonable.

ORDER

NOW, THEREFORE, IT IS ORDERED that the Consolidated Telephone Cooperative, of Dickinson, North Dakota, be and hereby is:

- (1) Authorized to borrow from the United States of America, through the Rural Electrification Administration, the sum of \$210,000.00 upon the terms and conditions as set forth herein.
- (2) Issued a Certificate of Public Convenience and Necessity authorizing the Applicant to construct and operate telephone facilities in parts of Stark and Billings Counties as specifically indicated by the boundary lines on the map entitled Exhibit A in this proceeding, but excluding such territories or areas therein served by existing un-abandoned or unacquired telephone companies or systems.
- (3) Authorized to apply a schedule of rates in the South Heart exchange as follows:

	<u>Business</u>	<u>Residence</u>
One party	\$11.50	\$7.75
Two party	10.25	7.00
Four party		6.25
Rural multi-party	10.00	8.00
Extensions	1.60	1.25

Pay stations - 40¢ daily guarantee, 10¢ each - local calls.

IT IS FURTHER ORDERED that the Consolidated Telephone Cooperative shall, upon application of rates herein authorized file, with this Commission, telephone tariffs reflecting said rates.

Dated at Bismarck, North Dakota, this 20th day of September, 1961.

BY THE COMMISSION:

MARTIN VAALER  
President

E. BRUCE HAGEN  
Commissioner

( S E A L )

ATTEST:

RICHARD J. THOMPSON  
Commissioner

*Ehmer Olson*  
Secretary

PUBLIC SERVICE COMMISSION

STATE OF NORTH DAKOTA  
\* \* \* \* \*

In the Matter of the Application of )  
Dunn Telephone Mutual Aid Corporation, )  
of Killdeer, North Dakota: (1) For a )  
certificate of public convenience and )  
necessity to construct and operate )  
telephone facilities; and, (2) For auth- )  
ority to make a long term loan from the )  
Rural Electrification Administration. )  
-----

CASE NO. 5605

FINDINGS OF FACT,  
CONCLUSIONS AND ORDER

By the Commission:

On July 3, 1957, Dunn Telephone Mutual Aid Corporation of Killdeer, North Dakota filed an application with this Commission requesting authority to construct and operate telephone facilities in the State of North Dakota. Applicant amended its application at the time of hearing to include a request for authority to make a long term loan from the Rural Electrification Administration.

The application was set for public hearing at Killdeer, North Dakota on August 27, 1957; all interested parties were notified of said hearing in the manner provided by law; the hearing was duly held before Commissioner Martin Vaaler, and the following appearances were entered:

NORBERT J. MUGGLI, Dickinson, North Dakota appearing as Attorney for Applicant.

CLARENCE E. BRYANT, Bismarck, North Dakota appearing as Chief Engineer for the Public Service Commission.

FINDINGS OF FACT

Upon consideration of the testimony and other evidence of record in this proceeding, the Commission finds that:

- (1) Applicant, Dunn Telephone Mutual Aid Corporation, is a non-profit membership corporation organized and existing under the laws of the State of North Dakota. Applicant does not now operate any telephone facilities in North Dakota, but previously was authorized by this Commission, in Case No. 5489, to purchase existing property, or construct new telephone exchanges, at Grassy Butte, Halliday, Dodge, Dunn Center and Manning, North Dakota, and rural telephone facilities in the vicinity of Killdeer, North Dakota. Applicant estimated that, after a 5-year development period, it would serve approximately 1,032 subscribers in said areas.

- (2) Applicant proposes herein to construct and operate telephone facilities in certain areas in Billings and McKenzie Counties, North Dakota which are adjacent to territory which Applicant was authorized to serve in Case No. 5489. The proposed new service areas are shown outlined in green on sheet 1 of the "ACD" maps, included as part of Exhibit No. 4 in this proceeding. Applicant estimates that it will serve 18 additional subscribers in said areas, and that the cost of construction of the proposed facilities will be \$15,250.
- (3) Applicant also proposes herein to furnish telephone service in a part of the territory in Dunn County, North Dakota now served by the Fayette Telephone Company, a rural telephone system which is switched at Killdeer, North Dakota by Northwestern Bell Telephone Company. The Fayette Telephone Company now serves 15 rural subscribers, but has entered into an agreement with Applicant (Exhibit No. 3) whereby Applicant will serve 8 of said subscribers. The area which Fayette telephone Company will continue to serve is shown crosshatched in red on sheet 2 of the "ACD" maps included as part of Exhibit No. 4 in this proceeding.
- (4) The proposed telephone facilities will not duplicate or interfere with the service or system of any other telephone company. Applicant has employed engineers experienced in the field of telephony to furnish plans and specifications for the proposed facilities and to supervise the construction thereof.
- (5) Applicant further proposes herein to borrow from the United States of America, acting through the Rural Electrification Administration, the sum of \$80,000 for the purpose of financing construction of the telephone facilities herein described; and of previously approved facilities. The increased cost of previously approved facilities is due to changes in outside plant design necessitated by recent subscriber development. The proposed loan will be advanced to Applicant from time to time as required. The loan will be evidenced by notes bearing interest at the rate of two (2) percent per annum and payable within 35 years from the date thereof. The notes will be secured by a mortgage on all assets of Applicant now owned or hereafter acquired. Interest on the notes will accrue for a period of three (3) years before quarterly payments calculated to repay the notes, with interest, become due and payable.
- (6) Applicant will apply its appropriate group rates, previously approved by this Commission, for the furnishing of dial telephone service in the areas involved herein.

#### CONCLUSIONS

Upon consideration of the foregoing Findings of Fact, the Commission concludes:

- (1) That present and future public convenience and necessity require construction and operation of the proposed telephone facilities; and, (2) That Applicant requires funds, to finance construction of the telephone facilities herein described, and that such funds are available on reasonable terms and conditions from the Rural Electrification Administration.

ORDER

NOW, THEREFORE, IT IS ORDERED that Dunn Telephone Mutual Aid Corporation, of Killdeer, North Dakota be and hereby is:

- (1) Issued a certificate of public convenience and necessity to construct and operate telephone facilities in the parts of Billings and McKenzie Counties, North Dakota shown outlined in green on sheet 1 of the "ACD" maps included as part of Exhibit No. 4 in this proceeding.
- (2) Authorized to furnish telephone service in territory now served by Fayette Telephone Company, exclusive of the area shown crosshatched in red on sheet 2 of the "ACD" maps included as part of Exhibit No. 4 in this proceeding.
- (3) Authorized to borrow from the United States of America, acting through the Rural Electrification Administration, the sum of \$80,000, upon the terms and conditions and for the purposes set forth herein.
- (4) Authorized to mortgage to the United States of America all property now owned or hereafter acquired by it in the State of North Dakota pursuant to provisions of the "Supplemental Mortgage" identified as Exhibit No. 6 in this proceeding, to secure payment of the principal of, and interest on, the above described loan and the loan previously approved by this Commission in Case No. 5490.

Dated at Bismarck, North Dakota, this 23rd day of September, 1957.

BY THE COMMISSION:

ERNEST D. NELSON  
President

ANSON J. ANDERSON  
Commissioner

MARTIN VAALER  
Commissioner

( S E A L )

ATTEST:

*Ermer Olson*  
Secretary

"Buy DAKOTA MAID Flour"

PUBLIC SERVICE COMMISSION

STATE OF NORTH DAKOTA

\* \* \* \* \*

In the Matter of the Joint )  
Application of the Dunn Tele- )  
phone Mutual Aid Corporation, )  
and the Bowman-Slope Rural )  
Telephone Mutual Aid Corporation )  
for an order authorizing the con- )  
solidation of these two corporations )  
into one corporation to be known as )  
the "Consolidated Telephone Cooperative." )  
----- )

CASE NO. 6058

ORDER AUTHORIZING AND APPROVING CONSOLIDATION

BY THE COMMISSION:

On the 21st day of December, 1960, the Dunn Telephone Mutual Aid Corporation, a corporation of Killdeer, North Dakota, and the Bowman-Slope Telephone Mutual Aid Corporation, a corporation of Bowman, North Dakota, filed a joint application requesting authority to consolidate into one corporation to be known as the "Consolidated Telephone Cooperative".

IT APPEARING that the two applicants are duly organized and existing corporations organized under and by virtue of the laws of the State of North Dakota; both have franchises and are serving telephone patrons in an area generally covering the Southwestern portion of North Dakota; and both are financed through the Rural Electrification Administration of the United States of America; and

IT FURTHER APPEARING that a consolidation plan was prepared and submitted to the memberships of both of these corporations at their annual meetings called for that purpose and that the members of the Dunn Telephone Mutual Aid Corporation at such annual meeting on the 15th day of October, 1960, voted to consolidate according to said plan at which meeting 166 members voted in favor of such plan and 36 members voted against the same; that the Bowman-Slope Rural Telephone Mutual Aid Corporation at an annual meeting of its members called for that purpose on the 20th day of October, 1960, also voted in favor of such consolidation plan by a vote of 128 members voting in favor of the same and 34 members voting against; and

IT FURTHER APPEARING that by such consolidation the two corporations will become one corporation thereby reducing the costs of operation and management of such corporation and thereby rendering a savings to all of the parties using

the telephone services furnished by said applicants herein, and

IT FURTHER APPEARING that the above two applicants have fulfilled the requirements of the law relative to such consolidation and that upon the completion of such consolidation all of the rights and all of the property of each of the individual applicants shall be by operation of law vested in the new association with no reversion or impairment thereof caused by such consolidation and that no right of any creditor will be impaired by such consolidation without such creditors consent; and

IT FURTHER APPEARING that the consolidation of the above two corporations is consistent with the public interest.

NOW THEREFORE, IT IS ORDERED that the application of the above two corporations for authority to consolidate be and hereby is authorized and approved in all respects; and

IT IS FURTHER ORDERED that upon return of all previously issued certificates of convenience and necessity by both consolidating companies a new certificate will be issued to the consolidated company.

Dated at Bismarck, North Dakota this 30th day of December, 1960.

BY THE COMMISSION:

ANSON J. ANDERSON  
President

MARTIN VAALER  
Commissioner

ERNEST D. NELSON  
Commissioner

( S E A L )

ATTEST:

*Edna Olson*  
Secretary

"Buy DAKOTA MAID Flour"