

# *State of North Dakota*

## SECRETARY OF STATE



### CERTIFICATE OF GOOD STANDING

OF

VENTURE COMMUNICATIONS, INC.

The undersigned, as Secretary of State of the State of North Dakota, hereby certifies that VENTURE COMMUNICATIONS, INC., a South Dakota corporation, authorized to transact business in the State of North Dakota on October 15, 1996, and according to the records of this office as of this date, has paid all fees due this office as required by North Dakota statutes governing foreign corporations.

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

VENTURE COMMUNICATIONS, INC.

Dated: December 4, 1998

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

Alvin A. Jaeger  
Secretary of State



**CERTIFICATE OF AUTHORITY  
FOREIGN CORPORATION  
APPLICATION**  
SECRETARY OF STATE  
SFN 13100 (5-96)

5

Oct 14 96 87382

FOR OFFICE USE ONLY

ID#	11743200
WO#	507086
Approved By	<i>[Signature]</i>
Filed	10-15-96 By <i>[Signature]</i>

SEE REVERSE SIDE FOR FEES, FILING AND MAILING INSTRUCTIONS

1. The application is accompanied by
- Certificate of authority fee for Foreign Business & Professional \$125
  - Certificate of authority fee for Foreign Nonprofit \$40
  - \*Current, **ORIGINAL CERTIFICATE OF GOOD STANDING** duly authenticated by the incorporating officer of the state or country of incorporation.
  - \*Signed consent of registered agent and fee of \$10
  - Certification of professional license
  - Signed consent to use of name and fee of \$10
  - Trade Name application and fee of \$25

For reference, see North Dakota Century Code, Chapter 10-22 or 10-27.

2. Identify type of corporation applying for certificate of authority:  
 Foreign Business     Foreign Professional     Foreign Nonprofit

3.A. Name of Corporation exactly as it appears on certificate of good standing from state of origin  
Venture Communications, Inc.

B. Federal ID #  
46-0391536

C. Corporate Name to be Used in North Dakota. For reference, see North Dakota Century Code, Section 10-22-03 or 10-31-05 (SEE INSTRUCTION)  
Venture Communications, Inc.

D. Corporate Name is the same as, or deceptively similar to a name registered with the North Dakota Secretary of State and the application for certificate of authority is being submitted with:  
 Consent to use of name  
 A resolution of the board of directors adopting a trade name for use in transacting business in North Dakota, and an application therefor. The trade name adopted is:

Certified copy of a final decree of a court of competent jurisdiction establishing prior right of this corporation to use of the name in North Dakota

4. Complete Mailing Address of Principal Place of Business (Street/RR, PO Box, City, State, Zip + 4)  
218 Commercial Ave SE; PO Box 476; Highmore, SD 57345

5.A. Business Address (or Registered Agent's Address) in State or Country **WHERE INCORPORATED**  
Same as # 4

B. Telephone #  
605-852-2224

C. STATE or Country Where Incorporated  SD	D. Date Incorporated (Month, Day, Year)  April 28, 1986	E. Duration of Corporation <input checked="" type="checkbox"/> Perpetual <input type="checkbox"/> Other (Specify)	F. Toll-Free Telephone #  1-800-824-7282
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6.A. Name of Registered Agent in North Dakota  
James P. Rausch

B. Federal ID/Social Security # of Registered Agent  
501-64-1458

C. Address of Registered Agent in **NORTH DAKOTA** (Street/RR, PO Box, City, State, Zip + 4)  
PO Box 1413; 320 N St; Bismarck, ND 58502

7. Purpose or purposes the corporation proposes to pursue in the transaction of business in the State of North Dakota  
Sale of telecommunication equipment and services to customers in the Britton, SD exchange.

OFFICE	Check Box If Officer Also Serves As Director	OFFICERS AND DIRECTORS OF THE CORPORATION						
		NAME	SOCIAL SECURITY #	Street/RR	COMPLETE MAILING ADDRESS PO Box	City	State	Zip Code + 4
PRESIDENT	<input checked="" type="checkbox"/>	Martin Stiefel	503-30-4012	32390 198 ST	Harrold	SD	57536	
VICE PRESIDENT	<input checked="" type="checkbox"/>	Clair Bonebright	525-92-4137	RR 2 Box 105	Wessington	SD	57381	
SECRETARY	<input checked="" type="checkbox"/>	Leland Stotz	504-42-6778	RR 1 Box 201	Tolstoy	SD	57475	
TREASURER	<input checked="" type="checkbox"/>	Cecil Richter	504-26-3706	18542 301 Ave	Onida	SD	57564	
DIRECTOR		Harry Thomas	504-50-4196	HC 1 Box 13	Harrold	SD	57536	
DIRECTOR								

9. The undersigned, an officer of the corporation, has read the foregoing application, knows the contents thereof, and believes the statements made thereon to be true.

*Martin Stiefel*  
 Signature

8-21-96  
 Date



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

FOR OFFICE USE ONLY

ID #	11743200
WO #	502086
Approved By	<i>[Signature]</i>
Filed	10-15-96
By	<i>[Signature]</i>

**RECEIVED  
 OCT 14 1996  
 SEC. OF STATE**

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

Venture Communications, Inc.

3.A. Name of the Registered Agent

James P. Rausch

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

501-65-1458

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]*  
 Signature of Registered Agent

October 14, 1996  
 Date

**STATE OF NORTH DAKOTA**

**Certificate of Public Convenience and Necessity**

**Certificate Number 4084**

*This is to certify that public convenience and necessity require, and permission is granted for Venture Communications, Inc., a telecommunications public utility, to provide statewide interexchange (toll) telecommunications services, with facilities, in North Dakota.*

*This certificate is issued in Case No. PU-1763-98-579 and is conditioned upon Venture Communications, Inc. securing the franchise or other authority of the proper municipal or other public authority for the exercise of these rights and privileges, and other conditions and limitations noted in the Order dated February 17, 1999.*

*Bismarck, North Dakota, February 17, 1999.*

**ATTEST:**

**PUBLIC SERVICE COMMISSION**

  
Executive Secretary

  
Commissioner

**STATE OF NORTH DAKOTA**

**Certificate of Public Convenience and Necessity**

**Certificate Number 4085**

*This is to certify that public convenience and necessity require, and permission is granted for Venture Communications, Inc., a telecommunications public utility, to provide local exchange telecommunications services, with facilities, in North Dakota.*

*This certificate is issued in Case No. PU-1763-98-579 and is conditioned upon Venture Communications, Inc. securing the franchise or other authority of the proper municipal or other public authority for the exercise of these rights and privileges, and other conditions and limitations noted in the Order dated February 17, 1999.*

*Bismarck, North Dakota, February 17, 1999.*

**ATTEST:**

**PUBLIC SERVICE COMMISSION**

  
Executive Secretary

  
Commissioner

5-16-00

Called Randy Strubel - left  
message on voice mail that  
we need papers for Sully  
Butler

5-18-00

Visited with Craig Fausett - he  
said he would talk to Randy  
about what we require and  
have Randy call me

605-852-2224 - Craig No.

5-31-00

Faxed previous letters to  
Randy.

For now -  
b/c no Rules  
ques on Admin

How do we handle

this? Essentially They want  
to abandon the stuff  
outside their exchg. I'd rec.  
They just give a 30-day notice  
- but C may want to "approve"  
- Rules are being proposed on this

12-29  
Admin

for  
605-852-2404

8:54a  
Randy How  
605-852-2224



Public Service Commission  
State of North Dakota

600 E Boulevard Ave. Dept. 408  
Bismarck, North Dakota 58505-0480  
e-mail: msmail.sab@oracle.psc.state.nd.us  
TDD 800-366-6888  
Fax 701-328-2410  
Phone 701-328-2400

COMMISSIONERS

Bruce Hagen  
President  
Susan E. Wefald  
Leo M. Reinbold

Executive Secretary  
Jon H. Mielke

February 22, 2000

Randy W Houdek  
Sully Buttes Telephone Coop Inc  
P O Box 157  
Highmore SD 57345-0157

Dear Mr. Houdek:

Enclosed are copies of correspondence for the last few months relating to Venture Communications and Sully Buttes.

Since December 29<sup>th</sup> we have not heard anything, nor have we received an application for transfer of the PC&N certificate(s) from Venture to Sully Buttes. Is this transaction still in the process, has it taken place, or has it been abandoned?

Please let us hear from you soon on the status.

Thank you.

Sincerely,

Sharon Helbling  
Public Utilities Division

Sdh

Enclosures



# Public Service Commission

State of North Dakota

600 E Boulevard Ave. Dept. 408  
Bismarck, North Dakota 58505-0480  
e-mail: msmail.sab@oracle.psc.state.nd.us  
TDD 800-366-6888  
Fax 701-328-2410  
Phone 701-328-2400

## COMMISSIONERS

Bruce Hagen  
President  
Susan E. Wefald  
Leo M. Reinbold

Executive Secretary  
Jon H. Mielke

December 29, 1999

Randy W Houdek  
Sully Buttes Telephone Cooperative Inc  
P O Box 157  
Highmore SD 57345-0157

Dear Mr. Houdek:

For lack of a better example, I am sending you a copy of Venture's original applications for local exchange PC&N and eligible carrier status.

In addition, we need current financial data, such as a balance sheet, income statement, and independent audit report (if available). We also need an original Certificate of Good Standing for Sully Buttes and a copy of the Application for Certificate of Authority; these documents can be obtained from the North Dakota Secretary of State's office at 701-328-2900. We do not need corporate papers from the state in which the company is incorporated.

I hope this helps. If you have any questions, please give me a call at 701-328-4076.

Sincerely,

A handwritten signature in black ink that reads "Sharon Helbling".

Sharon Helbling  
Public Utilities Division

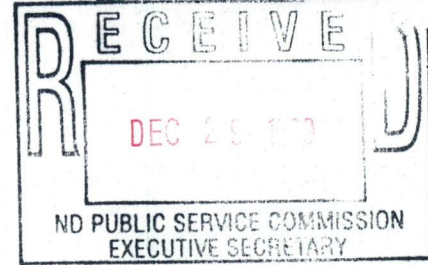
Sdh

Enclosures



SULLY BUTTES  
TELEPHONE  
COOPERATIVE, INC.  
VENTURE  
COMMUNICATIONS, INC.

VCI-A wholly owned subsidiary of Sully Buttes Telephone Cooperative, Inc.



December 20, 1999

Public Service Commission, North Dakota  
Attn: Jon H. Mielke, Executive Secretary  
600 E. Boulevard Ave. Dept. 408  
Bismarck ND 58505-0480

Dear Mr. Mielke:

At the time we acquired the former USWest subscribers, we had stated to the Public Utilities Commission and to these new subscribers that they would soon become full cooperative members. We feel that the time to make good on this promise has come and plan to make our Venture Communications customers cooperative members on 1/1/2000. The exchanges involved in this transition include the North Britton exchange in North Dakota (9 current access lines).

On 1/1/2000, the telephone assets in Venture Communications will be transferred into our parent corporation, Sully Buttes Telephone Cooperative. The combined company will be known as:

Sully Buttes Telephone Cooperative, Inc.  
PO Box 157  
Highmore, SD 57345

We are in the process of notifying our customers of this up-coming change and of how this change will impact them as subscribers. Please adjust your records, accordingly, to reflect this consolidation. We would also appreciate if our Certificate of Public Convenience & Necessity, which is issued in the name of Venture Communications, Inc., could be transferred to Sully Buttes Telephone Cooperative, Inc. Thank you for your help in this matter and please contact me at 605-852-2224 or [rhoudek@sullybuttes.net](mailto:rhoudek@sullybuttes.net) for any questions.

Sincerely,

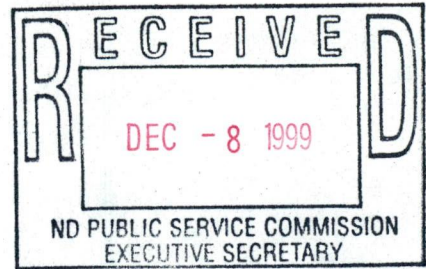
SULLY BUTTES TELEPHONE COOPERATIVE, INC.

A handwritten signature in cursive script that reads "Randy W. Houdek".  
Randy W. Houdek  
General Manager



SULLY BUTTES  
TELEPHONE  
COOPERATIVE, INC.  
VENTURE  
COMMUNICATIONS, INC.

VCI-A wholly owned subsidiary of Sully Buttes Telephone Cooperative, Inc.



December 2, 1999

Public Service Commission, North Dakota  
Attn: Jon H. Mielke, Executive Secretary  
600 E. Boulevard Ave. Dept. 408  
Bismarck, ND 58505-0480

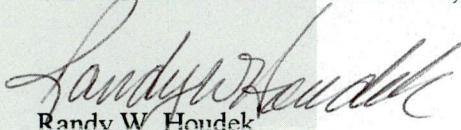
Dear Mr. Mielke:

We filed our Application for Certificate of Public Convenience & Necessity in December 1998 for local exchange and toll telephone service throughout the state of North Dakota. At that time, we did not realize that this would classify our business as an existing CLEC in North Dakota. To correct this situation, we would like to change this certificate from state-wide service to providing local exchange and toll telephone service in our North Britton exchange only, in the county of Sargent, North Dakota.

Please contact me at 605-852-2224 for any concerns or questions. Thank you for your help in getting this matter resolved.

Sincerely,

VENTURE COMMUNICATIONS, INC.

  
Randy W. Houdek  
General Manager

**STATE OF NORTH DAKOTA**  
**PUBLIC SERVICE COMMISSION**

**Venture Communications, Inc.**  
**Local/Interexchange Exchange PC&N**  
**Application**

**Case No. PU-1763-98-579**

**ORDER**

**February 17, 1999**

On December 4, 1999, Venture Communications, Inc. (Venture) filed with the Public Service Commission a application for a Certificate(s) of Public Convenience and Necessity to provide local exchange service and toll telephone service at various locations throughout North Dakota.

Venture is a South Dakota corporation providing local exchange and long distance telecommunications services in South Dakota. Venture is a corporation that has one stockholder consisting of a South Dakota telephone cooperative, Sully Buttes Telephone Cooperative, Inc. Venture purchased the Britton, South Dakota exchange from U S WEST.

On December 16, 1998, the Commission issued a Notice of Opportunity for Hearing, indicating that interested persons could comment on the application or request a hearing until January 29, 1998. No comments or requests for hearing were received. The Notice indicated the following issues would be considered in this matter:

1. Fitness and ability of Accent to provide service.
2. Adequacy of the proposed service.
3. The technical, financial and managerial ability of Accent to provide service.

On February 8, 1999 the staff Director of Accounting filed a memorandum concerning the financial ability of Venture to provide the service in question. This memorandum indicated that Venture has the financial ability to provide the stated service through its parent, Sully Buttes Telephone Cooperative. Venture filed an affidavit supporting its application.

Venture is currently providing service to 13 North Dakota customers in the North Britton exchange. County, ND customer. Venture intends, for the foreseeable future, to maintain the same rate structure for local exchange and toll services as that charged by the previous incumbent provider.

One issue which has been addressed in other Certificate of Public Convenience and Necessity cases was not raised in this case. This issue concerns rural telephone companies and what effect the grant of a certificate would have on them.

Even though the issue was not raised, the Commission believes the question is sufficiently important to warrant inclusion in the instant case. This issue will apply to all certificate requests affecting any service area of any rural telephone company in North Dakota. It is the opinion of the Commission that in all such cases, any determination of public interest is subject to future proceedings regarding rural protections or exemptions.

In the instant case the Commission will adhere to the precedent established in the AT&T certificate case, docket no. PU-453-96-83, on this issue. In AT&T, the Commission held that its determination of the public interest with regard to the service territories of rural telephone companies is subject to any future proceedings under Section 251(f)(1) or (2) of the Telecommunications Act of 1996 (47 U.S.C. §251(f)(1) or (2)). The Commission also held that granting the certificate on a statewide basis is not a ruling that affects the rights of specific rural telephone companies under 47 U.S.C. §251(f).

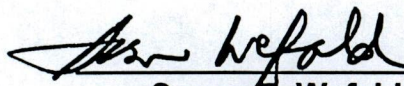
### **Order**

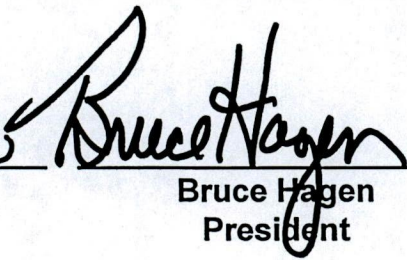
The Commission orders:

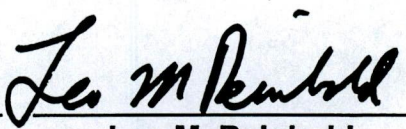
1. The application of Venture Communications, Inc. for a certificate of public of convenience and necessity to provide local telecommunications service in North Dakota is GRANTED.
2. The application of Venture Communications, Inc. for a certificate of public of convenience and necessity to provide interexchange telecommunications service North Dakota is GRANTED.

3. Venture's certificate shall require that it secure such approval from the local governing entity as required by state and federal law prior to providing service in any local territory.

**PUBLIC SERVICE COMMISSION**

  
Susan E. Wefald  
Commissioner

  
Bruce Hagen  
President

  
Leo M. Reinbold  
Commissioner