



VIA OVERNIGHT MAIL

November 15, 2022

Steven Kahl
North Dakota Public Service Commission
State Capitol
600 East Boulevard Avenue, Dept. 408
Bismarck, ND 58505-0480

Re: Joint Applications of Northwest Communications Cooperative, Inc.
and Midstate Telephone Company, LLC For Certificate of Public Convenience and
Necessity and ETC Designation

Dear Steven Kahl:

JSI files the above-referenced applications (“Joint Applications”) on behalf of Northwest Communications Cooperative, Inc. (“NCC”) and Midstate Telephone Company, LLC (“Midstate”). The Joint Applications request Midstate’s relinquishment of the Portal, North Dakota exchange, and assignment of that exchange to NCC. The Portal exchange will be incorporated into NCC’s study area as a new exchange. Enclosed for filing are the original and seven (7) copies of the following:

- Joint Application for Certificate of Public Convenience and Necessity
- Joint Application for Eligible Telecommunications Carrier Designation
- Attachment 1 – Application for Trade Secret Protection
- Attachment 2 – Affidavit of Jeremy Becker, NCC
- Attachment 3 – Affidavit of Shane Hart, Midstate
- Attachment 4 – NCC Articles of Incorporation
- Attachment 5 – NCC Certificate of Good Standing
- Attachment 6 – Maps of Current and Revised Service Areas
(Electronic copy of GIS Maps also provided on CD)
- Attachment 7 – Financial Statement – TRADE SECRET

- 1 PU-22-409 Filed 11/15/2022 Pages: 25
Joint Application for Eligible Telecommunications Carrier Designation - redacted
Northwest Communications Cooperative / Midstate Telephone Company
John Kuykendall, Regulatory Advisor
- 1 PU-22-408 Filed 11/15/2022 Pages: 25
Joint Application for Certificate of Public Convenience and Necessity - redacted
Northwest Communications Cooperative / Midstate Telephone Company
John Kuykendall, Regulatory Advisor



Any questions regarding the filing may be directed to the undersigned at the address and telephone number listed below or by email at John.Kuykendall@jsitel.com.

Sincerely,

A handwritten signature in black ink that reads "John Kuykendall".

John Kuykendall
Regulatory Advisor

On behalf of

Northwest Communications Cooperative, Inc. and
Midstate Telephone Company, LLC

Enclosures

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

* * * *

**NORTHWEST COMMUNICATIONS COOPERATIVE, INC. AND MIDSTATE
TELEPHONE COMPANY, LLC JOINT APPLICATION FOR CERTIFICATE
OF PUBLIC CONVENIENCE AND NECESSITY**

Northwest Communications Cooperative, Inc. (“NCC”), a North Dakota cooperative corporation owned by its member subscribers, is located at 111 Railroad Avenue, PO Box 38, Ray, North Dakota 58849. NCC, under a Certificate of Public Convenience and Necessity issued by the Commission, is an incumbent local exchange carrier engaged in the business of providing local exchange telecommunications service, exchange access, and other telecommunications services in the following North Dakota exchanges (“NCC Exchanges”) (Certificates pursuant to Case No. PU-13-236):

| | | |
|----------|-------------|---------------|
| Alamo | Grenora | Ray |
| Bowbells | Lignite | Round Prairie |
| Columbus | Marmon | Tioga |
| Crosby | McGregor | Wildrose |
| Epping | Noonan | |
| Flaxton | Powers Lake | |

Midstate Telephone Company, LLC (“Midstate”), a North Dakota is a limited liability corporation located at 215 South Main Street, PO Box 400, Stanley, North Dakota 58784. Midstate, under a Certificate of Public Convenience and Necessity issued by the Commission, is an incumbent local exchange carrier engaged in the business of providing local exchange telecommunications service, exchange access, and other telecommunications services in the following North Dakota exchanges (Certificates pursuant to Case No. PU-13-258):

Joint Application for Certificate of Public Convenience and Necessity
Page 2

Stanley
Medora
Portal

NCC and Midstate submit this joint application for Commission approval pursuant to section 69-09-05-11 of the North Dakota Administrative Code (“N.D.A.C.”) for Midstate to relinquish its Certificate of Public Convenience and Necessity Number 5801 issued in Case No. PU-13-258 for the Portal exchange and to assign such exchange to NCC. A joint application is also made for Midstate to relinquish its designated ETC study area to exclude the Portal exchange and for NCC to expand its designated ETC study area to incorporate the Portal exchange (see Northwest Communications Cooperative, Inc. and Midstate Telephone Company, LLC Joint Application for Eligible Telecommunications Carrier Designation, following).

In support of section 69-09-05-11.3 of the N.D.A.C.), NCC submits it has demonstrated its fitness and ability to provide adequate essential and nonessential telecommunications services by virtue of the provision of such services to NCC exchanges since 1951. NCC will extend its proven technical, financial, and managerial abilities to Portal exchange customers. Midstate’s relinquishment of the Portal exchange will not affect other public utilities providing similar services as no other public utilities are providing similar services in the Portal exchange. Midstate’s willingness to relinquish the Portal exchange and assign it to NCC is motivated by the few customers (currently 90 voice access lines and 57 Internet access customers) who are isolated in a geographic area surrounded by NCC exchanges. There is a clear need for enhanced telecommunications services in the Portal exchange where customers will benefit from NCC’s resources and proximity to its network.

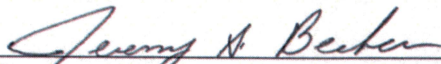
Joint Application for Certificate of Public Convenience and Necessity
Page 3

The Commission has authority under section 49-21-01.7(7) of the North Dakota Century Code ("N.D.C.C.") to act upon applications dealing with certificates of public convenience and necessity. Midstate hereby applies to relinquish its Certificate of Public Convenience and Necessity No. 5801 for the Portal, North Dakota exchange pursuant to section 69-09-05-11(6) of the N.D.A.C. NCC hereby applies to the Commission pursuant to section 49-03.01 of the N.D.C.C. and section 69-09-05-11 of the N.D.A.C. for Certificate of Public Convenience and Necessity for the Portal exchange and to incorporate that exchange into NCC's study area as a new exchange.

The Applicants ask that the Commission grant the instant application without a hearing if no interested party has requested a hearing on this application after receiving at least twenty (20) days' notice of opportunity to request such a hearing.

Dated this 15th day of November 2022.

NORTHWEST COMMUNICATIONS COOPERATIVE, INC.


By: Jeremy Becker, CEO/General Manager

MIDSTATE TELEPHONE COMPANY, LLC

By: Shane Hart, CEO/General Manager

Joint Application for Certificate of Public Convenience and Necessity
Page 3

The Commission has authority under section 49-21-01.7(7) of the North Dakota Century Code ("N.D.C.C.") to act upon applications dealing with certificates of public convenience and necessity. Midstate hereby applies to relinquish its Certificate of Public Convenience and Necessity No. 5801 for the Portal, North Dakota exchange pursuant to section 69-09-05-11(6) of the N.D.A.C. NCC hereby applies to the Commission pursuant to section 49-03.01 of the N.D.C.C. and section 69-09-05-11 of the N.D.A.C. for Certificate of Public Convenience and Necessity for the Portal exchange and to incorporate that exchange into NCC's study area as a new exchange.

The Applicants ask that the Commission grant the instant application without a hearing if no interested party has requested a hearing on this application after receiving at least twenty (20) days' notice of opportunity to request such a hearing.

Dated this 15th day of November 2022.

NORTHWEST COMMUNICATIONS COOPERATIVE, INC.

By: Jeremy Becker, CEO/General Manager

MIDSTATE TELEPHONE COMPANY, LLC



By: Shane Hart, CEO/General Manager

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

* * * *

**NORTHWEST COMMUNICATIONS COOPERATIVE, INC. AND MIDSTATE
TELEPHONE COMPANY, LLC JOINT APPLICATION FOR
ELIGIBLE TELECOMMUNICATIONS CARRIER DESIGNATION**

The Commission has designated Northwest Communications Cooperative, Inc. (“NCC”) as an Eligible Telecommunications Carrier (“ETC”) to receive universal service support under Sections 214 and 254 of the Federal Telecommunications Act of 1996.

NCC receives such support in the following North Dakota exchanges:

| | | |
|----------|-------------|---------------|
| Alamo | Grenora | Ray |
| Bowbells | Lignite | Round Prairie |
| Columbus | Marmon | Tioga |
| Crosby | McGregor | Wildrose |
| Epping | Noonan | |
| Flaxton | Powers Lake | |

Midstate Telephone Company, LLC (“Midstate”) is an ETC serving 90 voice access lines and 57 Internet access customers in the Portal, North Dakota exchange. The Portal exchange is in the northwest corner of North Dakota, surrounded by NCC on all sides except where it borders Canada. Midstate proposes relinquishing its customers and ETC designation in the Portal exchange and assigning such designation to NCC.

Therefore, Midstate requests an amendment to its designated ETC study area to exclude the Portal exchange and NCC requests expansion of its ETC designated geographical service area to incorporate the Portal exchange into NCC’s study area as a new exchange.

Pursuant to an Asset Purchase Agreement, executed on November 1, 2022, between Midstate and NCC, NCC will acquire from Midstate all assets, property, rights, and interest used to provide voice and Internet services to customers in the Portal

Joint Application for ETC Designation

Page 2

exchange currently owned by Midstate. The ultimate result of the transaction will be that the Portal exchange will be integrated into NCC's service territory and that NCC, rather than Midstate, will provide telecommunications and Internet access to the customers in the Portal Exchange.¹

It is in the public interest to expand the NCC ETC designated service area to incorporate the Portal exchange. The Portal customers need enhanced telecommunications services and will benefit from NCC's resources and close network proximity. Customers have been stranded to the extent that their geographic location limits the network investment Midstate can reasonably undertake for so few lines. Further, while Midstate's customers will not experience any immediate change to rates, terms, or conditions of service, and in no event will the transaction result in the interruption, reduction, loss, or impairment of service, additional services will be available to the Portal exchange customers. For example, NCC is rolling out a less expensive VoIP voice service to its customers. It will make that new offering available for Portal exchange customers to opt-in after the transaction closes. Moreover, the same extended area service that covers all NCC's service areas will cover the Portal exchange customers. Also, NCC plans to upgrade the customer premises equipment at each customer location in the Portal exchange beginning after closing as soon as the first quarter of 2023, with full fiber deployment to the locations after that.

The Commission has authority under section 49-21-01.7(13) of the North Dakota Century Code to designate geographic service areas for ETCs to receive universal service support under sections 214 and 254 of the Communications Act of 1934, as amended by

¹ Midstate currently provides video services to customers in the Portal exchange. After closing, NCC will provide video to these customers either using a streaming service or IPTV.

Joint Application for ETC Designation

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the Federal Telecommunications Act of 1996 (the "Act"). NCC satisfies the requirements of section 214(e) of the Act for designation as an ETC in the Portal exchange:

NCC is a common carrier that will offer voice telephony services supported by universal service over its own facilities and will advertise the availability and rates for such services in the Portal exchange, including:

- Voice grade access to the public switched network;
- Minutes of use for local service provided at no additional charge;
- Access to emergency services provided by local government or other public safety organizations, such as 911 and enhanced 911, to the extent the local government in the Portal exchange has implemented 911 or enhanced 911 systems;
- Lifeline support and toll limitation services to qualifying low-income consumers

The Applicants ask that the Commission grant this application without a hearing if no interested party has requested a hearing on this application after receiving at least twenty (20) days' notice of opportunity to request such a hearing.

Dated this 15th day of November 2022.

NORTHWEST COMMUNICATIONS COOPERATIVE, INC.

By: Jeremy Becker, CEO/General Manager

MIDSTATE TELEPHONE COMPANY, LLC



By: Shane Hart, CEO/General Manager

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

* * * *

APPLICATION FOR TRADE SECRET PROTECTION

COMES NOW, Northwest Communications Cooperative, Inc. (“NCC” or “the Company”) and respectfully moves the Commission for entry of a trade secret protective order under section 69-02-09-01 of the North Dakota Administrative Code. The purpose of the requested protective order is to protect against public disclosure of trade secret information as defined by section 47-25.1-01 of the North Dakota Century Code.

1. A general description of the nature of the information sought to be protected.

NCC wishes to protect from the disclosure of financial information contained in the Financial Statement (Attachment 7 in its entirety).

2. Explanation of why the information derives independent economic value.

The financial information could have economic value to potential competitors. This type of information in a competitive telecommunications marketplace is highly sensitive, and its public disclosure could place NCC at an unfair competitive disadvantage.

3. An explanation of why the information is not readily ascertainable by proper means by other persons.

The Company maintains the confidentiality of its financial information and does not make it readily available by proper means to competitors or the general public.

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Application for Protection of Information
Northwest Communications Cooperative / Midstate Telephone Company
John Kuykendall, Regulatory Advisor
- 2 PU-22-408 Filed 11/15/2022 Pages: 2
Application for Protection of Information
Northwest Communications Cooperative / Midstate Telephone Company
John Kuykendall, Regulatory Advisor

Application for Trade Secret Protection – Attachment 1

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4. A general description of the persons or entities that would obtain economic value from the disclosure or use of the information.

If disclosed, Competitive Local Exchange Carriers could use the financial information against NCC's interests.

5. A specific description of known competitors and competitors' goods and services that is pertinent to the tariff or rate filing.

Not Applicable.

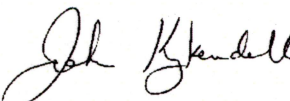
6. A description of the efforts used to maintain the secrecy of the information.

NCC's financial information is not disclosed to the public or to persons other than employees or authorized agents of the Company who need to know the information to fulfill their responsibilities or to third persons pursuant to an agreement to maintain the confidentiality of the information.

In accordance with section 69-02-09-02 of the North Dakota Administrative Code, NCC provides one copy of the trade secret material in the enclosed sealed envelope labeled: ATTACHMENT 7-TRADE SECRET — PRIVATE.

Respectfully submitted on November 15, 2022.

JOHN STAURULAKIS, INC.

By: 

John Kuykendall
Regulatory Advisor

On behalf of

NORTHWEST COMMUNICATIONS COOPERATIVE, INC.

STATE OF NORTH DAKOTA
BEFORE THE PUBLIC SERVICE COMMISSION

* * * *

**AFFIDAVIT OF JEREMY BECKER IN SUPPORT OF JOINT APPLICATIONS
FOR CERTIFICATES OF PUBLIC CONVENIENCE AND NECESSITY
("CPCN") AND FOR DESIGNATION AS AN ELIGIBLE
TELECOMMUNICATIONS CARRIER ("ETC")**

JEREMY BECKER STATES UNDER OATH:

1. My name is Jeremy Becker, and I am the CEO/General Manager of Northwest Communications Cooperative, Inc. ("NCC").
2. I submit this affidavit in support of NCC's application for a Certificate of Public Convenience and Necessity in the Portal exchange, which Midstate Telephone Company, LLC ("Midstate") is relinquishing, to incorporate the Portal exchange into NCC's study area as a new exchange, and to expand the NCC ETC designated geographic service area to incorporate the relinquished Portal exchange.
3. I am familiar with section 69-09-05-12 of the North Dakota Administrative Code, which addresses ETC application requirements.

In support of section 69-09-05-12 2.a: The proposed service area consists of the Portal North Dakota exchange in its entirety. Midstate is the current incumbent local exchange carrier and ETC serving the Portal exchange. Midstate intends to relinquish its CPCN and ETC designation in the Portal exchange (see Attachment 3, Affidavit of Shane Hart). Midstate will continue to provide local service until all customers in the Portal exchange have been connected to NCC.

In support of section 69-09-05-12 2.b: NCC currently meets all ETC obligations in its designated service area and will continue to meet those obligations in the Portal exchange.

In support of section 69-09-05-12 2.c: NCC will not require a waiver of any ETC requirements.

In support of section 69-09-05-12 3.a: NCC is committed to providing service throughout the proposed service area to all customers making a reasonable request for service. I certify that (1) NCC will provide service in a timely manner where the network passes the potential customer, and (2) NCC will provide service within a reasonable period of time if the potential customer is within the proposed

Affidavit of Jeremy Becker – Attachment 2

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designated service area but outside existing network coverage, if NCC can provide service at a reasonable cost.

In support of section 69-09-05-12 3.b – Estimated amount of expected federal high-cost universal service support to be received in the first year following designation as ETC and projected use of support:¹

| | |
|-------------------------------------|-----------------|
| (a) Estimated High-Cost Loop: | \$0 |
| Estimated CAF-BLS | (\$6,076) |
| Estimated Intercarrier Compensation | <u>\$21,266</u> |
| | \$15,190 |

(b) Specific construction, maintenance, or upgrade projects:

The project will consist of burying Fiber to the Premise for all customers and incorporating the customers into NCC's service area.

(c) How service will be improved by each project:

The Fiber to the Premise project will offer an Active Ethernet 1Gig service to each subscriber premise delivering voice, data, and video services, including Company Wide EAS.

(d) Projected start/completion date for each improvement and estimated investment for each improvement, and estimated population that will be served by each improvement:

Pending approval, the projected start date of the project will be July, 2023, with completion by December 31st, 2023. The estimated investment in fiber, outside plant material, central office electronics, and optical network termination equipment is projected to be \$593,670 to serve the existing 90 voice access lines and 57 Internet access customers.

In support of section 69-09-05-12 3.c: I certify that NCC has a reasonable amount of backup power to ensure functionality without an external power source, is able to reroute traffic around damaged facilities, and is capable of managing traffic spikes resulting from emergency situations.

In support of section 69-09-05-12 3.d: I certify that NCC will satisfy applicable consumer protection and consumer standards established by the Commission.

¹ The projected use of support is explained under 3(d) below. The estimated amount of projected investments shown under 3(d) below is not included in the impact on high-cost universal service support to be received in the first year due to the time lag in the high-cost universal service support mechanism between when improvements are made and when they are reimbursed.

Affidavit of Jeremy Becker – Attachment 2

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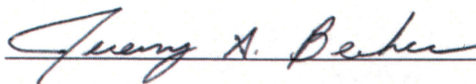
In support of section 69-09-05-12 3.e: I certify that NCC will offer a local usage plan similar to the plan offered by Midstate.

In support of section 69-09-05-12 3.f: I acknowledge that the Commission has the authority to require NCC to provide equal access to long-distance carriers in the event no other ETC is providing equal access in the proposed service area.

In consideration of the foregoing, NCC asks the Commission to grant its request for expansion of its CPCN and ETC designation to incorporate the Portal, North Dakota exchange, which Midstate Telephone Company, LLC, is relinquishing. NCC has demonstrated its ability to meet all criteria for an ETC in its currently designated service area and will continue to do so for the expanded service area.

Dated this 15th day of November 2022.

NORTHWEST COMMUNICATIONS COOPERATIVE, INC.

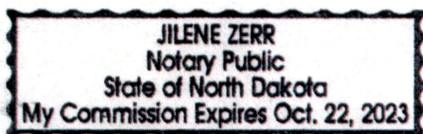


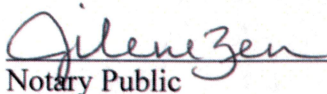
By: Jeremy Becker, CEO/General Manager

State of North Dakota

County of Williams

On this 15th of November 2022, before me, a Notary Public in and for said County and State, personally appeared Jeremy Becker, known to me to be the person described in and executed the within instrument and acknowledged to me that he executed the same.




Notary Public

My Commission Expires 10-22-23

STATE OF NORTH DAKOTA
BEFORE THE PUBLIC SERVICE COMMISSION

* * * *

**AFFIDAVIT OF SHANE HART IN SUPPORT OF JOINT APPLICATIONS FOR
CERTIFICATES OF PUBLIC CONVENIENCE AND NECESSITY ("CPCN")
AND FOR DESIGNATION AS AN ELIGIBLE TELECOMMUNICATIONS
CARRIER ("ETC")**

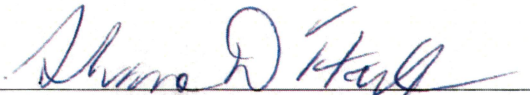
SHANE HART STATES UNDER OATH:

1. My name is Shane Hart, and I am CEO/General Manager of Reservation Telephone Cooperative, the sole owner of Midstate Telephone Company, LLC ("Midstate").
2. I submit this affidavit in support of the above-referenced joint applications. Upon Commission approval, Midstate will relinquish Certificate of Public Convenience and Necessity ("CPCN") Number 5801, issued in Case No. PU-13-258, for the Portal exchange. Midstate further requests an amendment to its designated ETC study area, designated in Case No. PU-410-97-427, to exclude the Portal exchange.
3. Midstate intends to assign the relinquished Portal exchange to Northwest Communications Cooperative, Inc. ("NCC"). Midstate will continue to provide local service until all customers in the Portal exchange have been connected to NCC.

In consideration of the foregoing, Midstate asks the Commission to grant its request for relinquishment of CPCN for the Portal exchange, amend its designated ETC study area to exclude the Portal exchange, and assign the foregoing CPCN and ETC study area designation to NCC.

Dated this 15th day of November 2022.

MIDSTATE TELEPHONE COMPANY, LLC



By: Shane Hart, CEO/General Manager

Affidavit of Shane Hart– Attachment 3
Page 2

State of North Dakota

County of Mountain

On this 15th of November 2022, before me, a Notary Public in and for said County and State, personally appeared Shane Hart, known to me to be the person described in and executed the within the instrument, and acknowledged to me that he executed the same.

Gretchen Edwards
Notary Public

My Commission Expires _____

GRETCHEN EDWARDS
Notary Public
State of North Dakota
My Commission Expires October 16, 2025

ATTACHMENT 4

NORTHWEST COMMUNICATIONS COOPERATIVE, INC.

ARTICLES OF INCORPORATION

**ARTICLES OF INCORPORATION
OF
NORTHWEST COMMUNICATIONS COOPERATIVE**

1. The name of the Cooperative is NORTHWEST COMMUNICATIONS COOPERATIVE, a Cooperative Association.
2. This corporation was originally incorporated under the Mutual Aid Laws of the State of North Dakota and is now subject to the Cooperative Association Provisions of Title 10, Chapter 15 of the North Dakota Century Code. It shall have perpetual existence.
3. The purpose for which the Cooperative is organized is to furnish, improve and expand communication services and to engage in any other activity within the purpose for which Cooperatives may be organized.
4. The principal office and place where the principal business of the Cooperative will be transacted is Ray, North Dakota.
5. The Cooperative is organized without capital stock, and the property rights and the interests of the members shall be equal. The general rule applicable to members by which the property rights and interest respectively of each member shall be determined and fixed are as follows: Upon dissolution, after (a) all debts and liabilities of the Cooperative shall have been paid; (b) all capital furnished by members through patronage shall have been retired as provided in the By-Laws; and (c) the property assets of the Cooperative shall be distributed among the members and former members in proportion to the ratio that the unretired capital credits of each bear to the total unretired capital credits of all such members and former members.
6. The members authorize the borrowing of amounts from time to time by the Cooperative from any lender and the United States of America pursuant to the Rural Electrification Act of 1936, as from time to time amended, upon such terms as the Board of Directors shall deem advisable, to finance the construction, acquisition and operation of such communication systems, exchanges, subscribers' stations, and other plant and equipment and facilities necessary or appropriate for a telephone or communication system, as the Board of Directors shall, from time to time, determine upon, as the Board of Directors is further authorized to cause the proper officers from time to time to execute, seal and deliver, on behalf of the Cooperative, notes, bonds or other evidences of indebtedness to evidence indebtedness incurred pursuant to the authorization herein contained, all upon such terms as the Board of Directors shall determine.

The members authorize the mortgaging of all the property of the Cooperative, now owned or hereafter acquired, to secure such loans as may be made at any time or times by any lender and by the United States of America to the Cooperative, pursuant to the Rural Electrification Act of 1936, as from time to time amended, and to secure all notes, bonds or other evidence of indebtedness evidencing the indebtedness created by such loans, all upon such terms as the Board of Directors shall determine.

Without limiting the generality of the foregoing, the Board of Directors is authorized to cause the proper officers on behalf of the Cooperative to execute and deliver as many counter parts as shall be deemed necessary.
7. The Board of Directors shall adopt By-Laws for the Cooperative which may be amended from time to time by the Board. Copies of the By-Laws and any amendments thereto shall be furnished to each member, and any amendments to the By-Laws shall be reported to the members at the next regular meeting of the members.

The original Articles of Incorporation were subscribed to on the 3rd day of October, 1951, by J. AGNES LUCY, GEORGE BOURDEAU, ARTHUR S. JOHNSON, OLAF OPEDAHL, HARVEY P. JACOBSON, EDWIN DORDAHL and ALVIN ANDERSON and were amended on November 15, 1952; July 11, 1958; May 4, 1964; April 17, 1970; February 27, 1979; April 5, 1986; and June 16, 2015.#

ATTACHMENT 5

NORTHWEST COMMUNICATIONS
COOPERATIVE, INC.

CERTIFICATE OF GOOD STANDING

State of North Dakota

SECRETARY OF STATE



Certificate of Good Standing of NORTHWEST COMMUNICATIONS COOPERATIVE, A COOPERATIVE ASSOCIATION

SOS Control ID#: 0000018809

Certificate #: 022447326-1

The undersigned, as Secretary of State of the state of North Dakota, hereby certifies that, according to the records of this office,

NORTHWEST COMMUNICATIONS COOPERATIVE, A COOPERATIVE ASSOCIATION

a Cooperative Association - Domestic was formed under the laws of NORTH DAKOTA and filed with this office effective October 19, 1951. This entity has, as of the date set forth below, complied with all applicable North Dakota laws.

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.

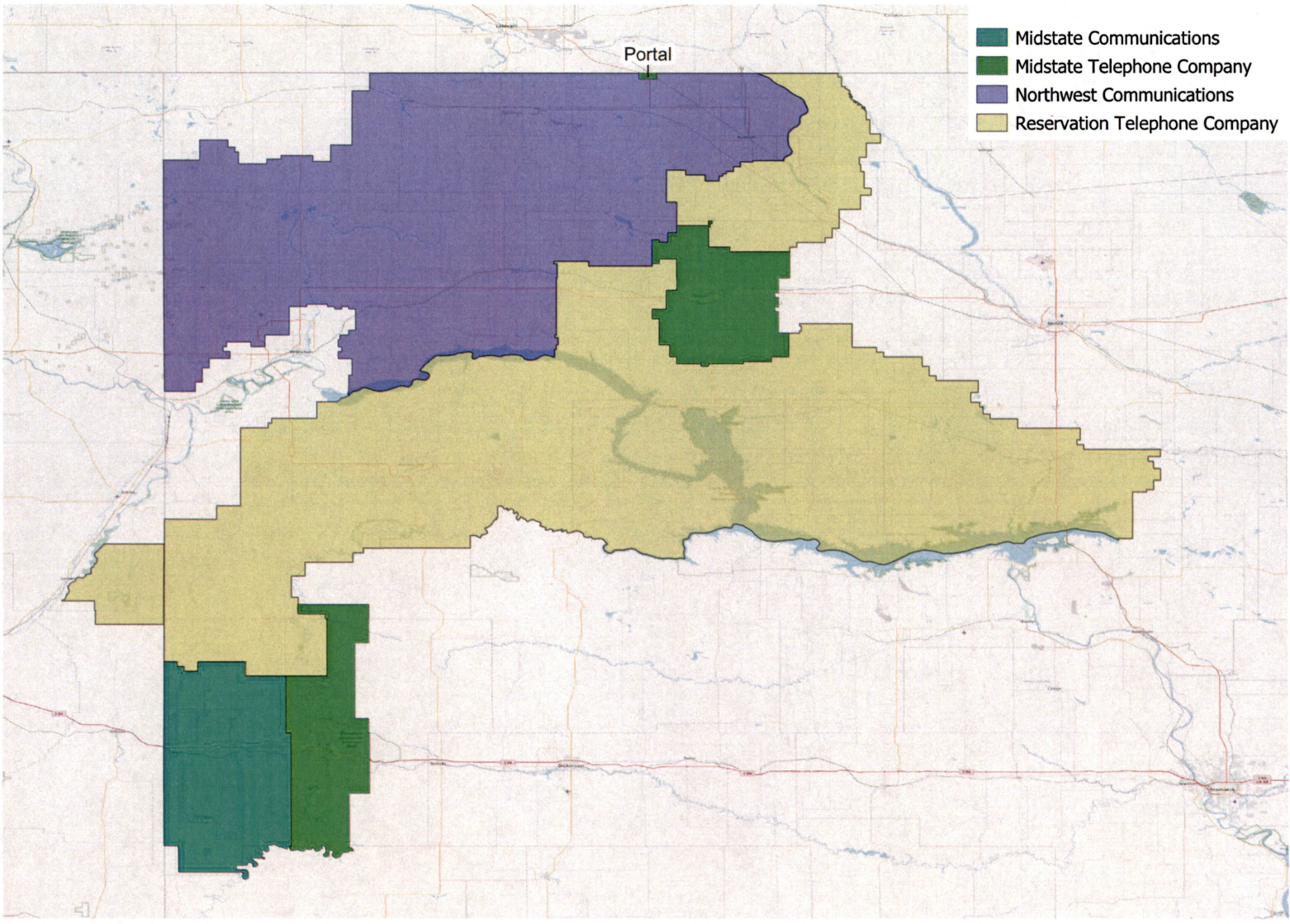
DATE: October 10, 2022

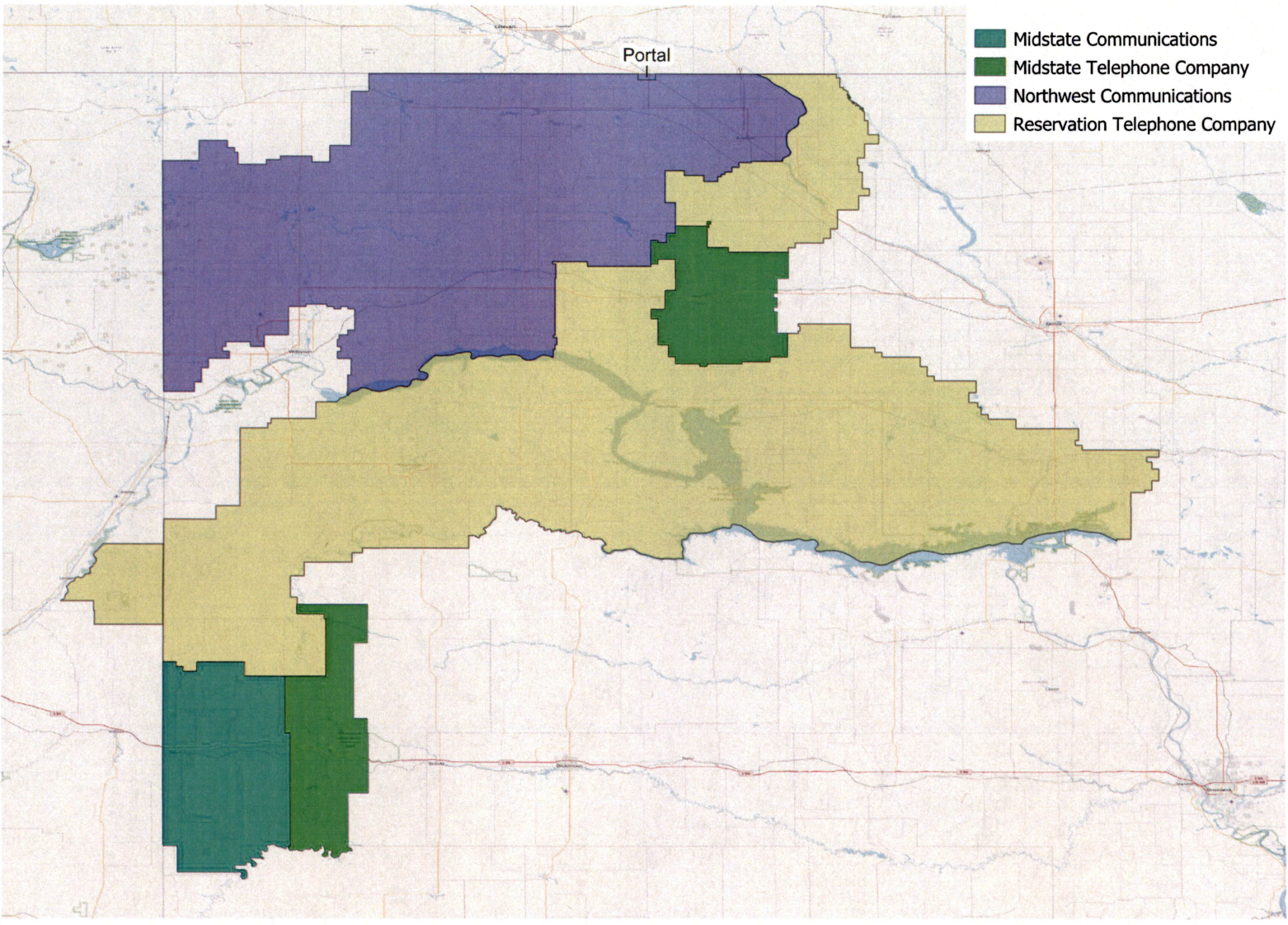
A handwritten signature in cursive script, reading "Alvin A. Jaeger".

Alvin A. Jaeger
Secretary of State

ATTACHMENT 6

MAPS OF CURRENT AND REVISED SERVICE AREAS





ATTACHMENT 7

FINANCIAL STATEMENT – TRADE SECRET