

VIA OVERNIGHT MAIL

August 26, 2024

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

Re: Joint Applications of Nemont Telephone Cooperative, Inc., Missouri Valley Communications, Inc., and Northwest Communications Cooperative, Inc. For Certificate of Public Convenience and Necessity and Eligible Telecommunications Carrier Designation

Dear Steven Kahl:

JSI files the above-referenced applications (“Joint Applications”) on behalf of Nemont Telephone Cooperative, Inc. (“Nemont”), Missouri Valley Communications, Inc. (“MVC”), and Northwest Communications Cooperative, Inc. (“NCC”). The Joint Applications request Nemont and MVC’s relinquishment of the study area and assignment of that study area to NCC. The study area will be incorporated into NCC’s study area. 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 Mike Kilgore, Nemont and MVC
- 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 via Email)
- Attachment 7 – Financial Statement – TRADE SECRET

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,



John Kuykendall
Regulatory Advisor

On behalf of

Nemont Telephone Cooperative, Inc.
Missouri Valley Communications, Inc. and
Northwest Communications Cooperative, Inc. and

Enclosures

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

* * * *

**NEMONT TELEPHONE COOPERATIVE, INC., MISSOURI VALLEY
COMMUNICATIONS, INC., AND NORTHWEST COMMUNICATIONS
COOPERATIVE, INC.'S JOINT APPLICATION FOR CERTIFICATE
OF PUBLIC CONVENIENCE AND NECESSITY**

Nemont Telephone Cooperative, Inc. ("Nemont") is a rural cooperative incumbent local exchange carrier ("ILEC") organized under the laws of the state of Montana. It is owned by its member subscribers and is located at P.O. Box 600, 61 HWY 13 S, Scobey, MT 59263. Missouri Valley Communications, Inc. ("MVC") is a rural ILEC corporation organized under the laws of North Dakota located at 421 Main Street, Williston, ND 58801.

Nemont and MVC (collectively the "Companies") comprise two "divisions" of one study area code (SAC 382247). Nemont owns and provides local telecom services and high-speed Internet access services in one division that covers the following North Dakota exchanges: Ambrose, Fortuna, and East Westby under a Certificate of Public Convenience and Necessity issued by the Commission in Case No. PU-13-238. MVC owns and provides local telecom services and high-speed Internet access services in the second division that covers the North Dakota exchange of Williston under a Certificate of Public Convenience and Necessity issued by the Commission in Case No. PU-13-259.

Northwest Communications Cooperative, Inc. ("NCC"), a rural North Dakota cooperative ILEC 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 in Case No. PU-13-236, provides local

Joint Application for Certificate of Public Convenience and Necessity
Page 2

telecommunications services and high-speed Internet access services over an all-fiber communications network to its entire Study Area 381625, which includes the exchanges of Alamo, Bowbells, Columbus, Crosby, Epping, Flaxton, Grenora, Lignite, Marmon, McGregor, Noonan, Portal, Powers Lake, Ray, Round Prairie, Tioga, and Wildrose, in the state of North Dakota.

Nemont, MVC, and NCC 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 Nemont to relinquish its Certificate of Public Convenience and Necessity Numbers 5737 (for the Ambrose exchange), 5738 (for the East Westby exchange), and 5739 (for the Fortuna exchange), all of which were issued in PU-13-238 and for MVC to relinquish its Certificate of Public Convenience and Necessity Number 5804 (for the Williston exchange) issued in PU-13-259 and to assign all four of these exchanges (hereinafter referred to as the “Exchanges”) to NCC. A joint application is also made for Nemont and MVC to relinquish its designated ETC designation to exclude such Exchanges and for NCC to expand its designated ETC study area to incorporate such Exchanges that comprise SAC 382247 (see Nemont Telephone Cooperative, Inc., Missouri Valley Communications, Inc., and Northwest Communications Cooperative, Inc.’s Joint Application for Eligible Telecommunications Carrier Designation, following). As part of this transaction, NCC is not seeking to merge the acquired Study Area 382247 with its existing Study Area 381625. Accordingly, post-transaction, NCC will hold two study areas in the state of North Dakota.

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

Joint Application for Certificate of Public Convenience and Necessity
Page 3

telecommunications services by virtue of the provision of such services to NCC exchanges since 1951. Nemont and MVC's relinquishment of the Exchanges to NCC is motivated by the fact that the customers will benefit from the resources and close network proximity of NCC. NCC welcomes the opportunity for these communities to become part of its service territory and offer those customers the same high-quality service NCC's long-time members have come to rely on and enjoy.

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. Nemont and MVC hereby apply to relinquish its Certificate of Public Convenience and Necessity Case No. PU-13-238 and Case No. PU-13-259 for the Exchanges 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 Exchanges and to assign these Exchanges to NCC.

Nemont, MVC and NCC 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 26th day of August 2024.

NEMONT TELEPHONE COOPERATIVE, INC.
MISSOURI VALLEY COMMUNICATIONS, INC.


By: Mike Kilgore, CEO

NORTHWEST COMMUNICATIONS COOPERATIVE, INC.


By: Jeremy Becker, CEO/General Manager

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

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**NEMONT TELEPHONE COOPERATIVE, INC., MISSOURI VALLEY
COMMUNICATIONS, INC., AND NORTHWEST COMMUNICATIONS
COOPERATIVE, INC.'S JOINT APPLICATION FOR
ELIGIBLE TELECOMMUNICATIONS CARRIER DESIGNATION**

The North Dakota Public Service Commission ("Commission") has designated Nemont Telephone Cooperative, Inc. ("Nemont") as an Eligible Telecommunications Carrier ("ETC") to receive universal service support under Sections 214 and 254 of the Federal Telecommunications Act of 1996. The Commission has designated Missouri Valley Communications, Inc. ("MVC") as an ETC to receive universal service support under Sections 214 and 254 of the Federal Telecommunications Act of 1996. Nemont and MVC (collectively the "Companies") comprise two "divisions" of one study area code ("SAC") that receives federal universal service "high-cost" and Lifeline support (SAC 382247). Nemont owns and operates one division that covers the following North Dakota exchanges: Ambrose, Fortuna, and East Westby while MVC owns and operates the second division that covers the North Dakota exchange of Williston.

The Commission has designated Northwest Communications Cooperative, Inc. ("NCC") as an 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, Bowbells, Columbus, Crosby, Epping, Flaxton, Grenora, Lignite, Marmon, McGregor, Noonan, Portal, Powers Lake, Ray, Round Prairie, Tioga, and Wildrose.

Joint Application for ETC Designation
Page 2

In this joint application, Nemont and MVC propose to relinquish their customers and ETC designations in SAC 382247 and assign such designations to NCC in conjunction with the Commission granting NCC's request to expand its ETC designated geographical service area to include SAC 382247 as a new study area under MVC's umbrella. Subsequent to the transaction, Nemont and MVC will no longer have customers in North Dakota and thus request that the Commission relieve the Companies of all ETC obligations when the Commission approves NCC's request to expand its ETC designated area to include SAC 382247. As part of this transaction, NCC is not seeking to merge the acquired SAC 382247 with its existing study area (SAC 381625). Accordingly, upon grant of this application and closing on this transaction, NCC will hold two study areas in the state of North Dakota.

Pursuant to an Asset Purchase Agreement, executed on July 19, 2024, between Nemont, MVC and NCC, NCC will acquire from Nemont and MVC all assets, property, rights, and interest used to provide voice and Internet services to 3,265 voice access lines customers and 3,613 Internet access customers in SAC 382247. The ultimate result of the transaction will be that SAC 382247 will be integrated into NCC's service territory and that NCC, rather than Nemont and MVC, will provide telecommunications and Internet access to the customers in SAC 382247.

It is in the public interest to expand the NCC ETC designated service area to incorporate SAC 382247. The customers need enhanced telecommunications services and will benefit from NCC's resources and close network proximity. Further, while Nemont and MVC'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,

Joint Application for ETC Designation
Page 3

reduction, loss, or impairment of service, additional services will be available to the Study Area customers. As for quality of service, NCC will offer the same high-quality voice and broadband services that the Study Area customers receive today with planned network upgrades to allow the customers to receive higher broadband speeds and more capacity. These plans include expanding fiber deployment in portions of the Study Area through grant funding and internal investments.

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 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 SAC 382247.

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 SAC 382247, 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 SAC 382247 has implemented 911 or enhanced 911 systems;
- Lifeline support and toll limitation services to qualifying low-income consumers

Joint Application for ETC Designation
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Nemont, MVC, and NCC 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 26th day of August 2024.

NEMONT TELEPHONE COOPERATIVE, INC.
MISSOURI VALLEY COMMUNICATIONS, INC.


By: Mike Kilgore, CEO

NORTHWEST COMMUNICATIONS COOPERATIVE, INC.


By: Jeremy Becker, CEO/General Manager

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

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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.

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

Application for Trade Secret Protection – Attachment 1

Page 2

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.

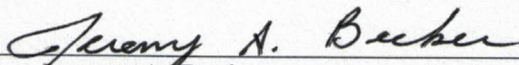
Not Applicable.

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 August 22, 2024.


By: Jeremy A. Becker
CEO/General Manager
Northwest Communications Cooperative, Inc.
111 Railroad Avenue
P.O. Box 38
Ray, North Dakota 58849
701-568-3331
jeremyb@nccray.com

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

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**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 exchanges of Ambrose, Fortuna, East Westby, and Williston ("Exchanges") that serve Study Area 382247, which Nemont Telephone Cooperative, Inc. ("Nemont") and Missouri Valley Communications, Inc. ("MVC") are relinquishing, to assign the Exchanges to NCC, and to expand the NCC ETC designated geographic service area to incorporate the relinquished Exchanges. As part of this transaction, NCC is not seeking to merge the acquired Study Area 382247 with its existing Study Area 381625. Accordingly, post-transaction, NCC will hold two study areas in the state of North Dakota.
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 Exchanges in its entirety. Nemont and MVC are the current incumbent local exchange carriers and ETCs serving the Exchanges. Nemont and MVC intend to relinquish their CPCN and ETC designation in the Exchanges (see Attachment 3, Affidavit of Mike Kilgore). Nemont and MVC will continue to provide local service until all customers in the Exchanges 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 Exchanges.

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 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 ACAM II	\$1,628,227
Estimated CAF ICC	<u>\$159,840</u>
	\$1,788,067

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

The project will consist of burying Fiber to the Premise for 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 January 1, 2025, with completion by December 31, 2025. The estimated investment in fiber, outside plant material, central office electronics, and optical network termination equipment is projected to be \$6,700,000 to serve a population of 7,000.

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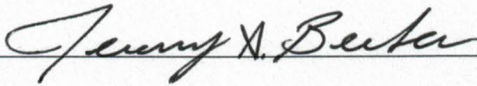
In support of section 69-09-05-12 3.e: I certify that NCC will offer a local usage plan similar to the plan offered by Nemont and MVC.

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 Exchanges, which Nemont and MVC are 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 22nd day of August 2024.

NORTHWEST COMMUNICATIONS COOPERATIVE, INC.

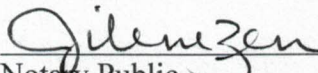


By: Jeremy Becker, CEO/General Manager

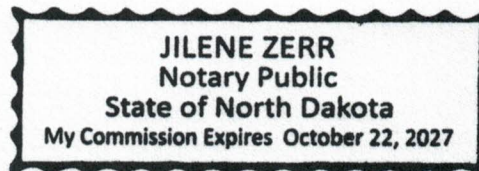
State of North Dakota

County of Williams

On this 22nd day of August 2024, 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 10-22-27



STATE OF NORTH DAKOTA
BEFORE THE PUBLIC SERVICE COMMISSION

* * * *

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

MIKE KILGORE STATES UNDER OATH:

1. My name is Mike Kilgore, and I am the CEO of Nemont Telephone Cooperative, Inc. ("Nemont") and the CEO of Missouri Valley Communications, Inc. ("MVC").
2. I submit this affidavit in support of the above-referenced joint applications. Upon Commission approval, Nemont will relinquish its Certificate of Public Convenience and Necessity ("CPCN") Numbers 5737 (for the Ambrose exchange), 5738 (for the East Westby exchange), and 5739 (for the Fortuna exchange), all of which were issued in Case No. PU-13-238 and MVC will relinquish its CPCN Number 5804 (for the Williston exchange) issued in Case No. PU-13-259 (hereinafter referred to as the "Exchanges") that serve Study Area 382247. Nemont and MVC further request an amendment to its designated ETC study area, designated in Case No. PU-13-238 and Case No. PU-13-259, to exclude the Exchanges.
3. Nemont and MVC intend to assign the relinquished Exchanges to Northwest Communications Cooperative, Inc. ("NCC"). Nemont and MVC will continue to provide local service until all customers in the Exchanges have been connected to NCC.

In consideration of the foregoing, Nemont and MVC ask the Commission to grant their request for relinquishment of CPCN for the Exchanges, amend its designated ETC study area to exclude the Exchanges, and assign the foregoing CPCN and ETC study area designation to NCC.

Dated this 22nd day of August 2024.

NEMONT TELEPHONE COOPERATIVE, INC.
MISSOURI VALLEY COMMUNICATIONS, INC.



By: Mike Kilgore, CEO

Affidavit of Mike Kilgore– Attachment 3
Page 2

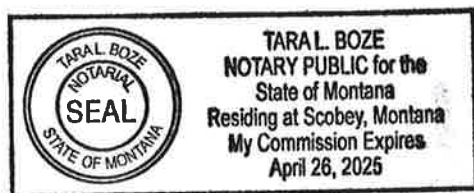
State of ~~North Dakota~~ Montana

County of Daniels

On this 22nd of August 2024, before me, a Notary Public in and for said County and State, personally appeared Mike Kilgore, known to me to be the person described in and executed the within the instrument, and acknowledged to me that he executed the same.

Tara L. Boze
Notary Public

My Commission Expires 4-26-25



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 #: 025768936-1

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: August 19, 2024

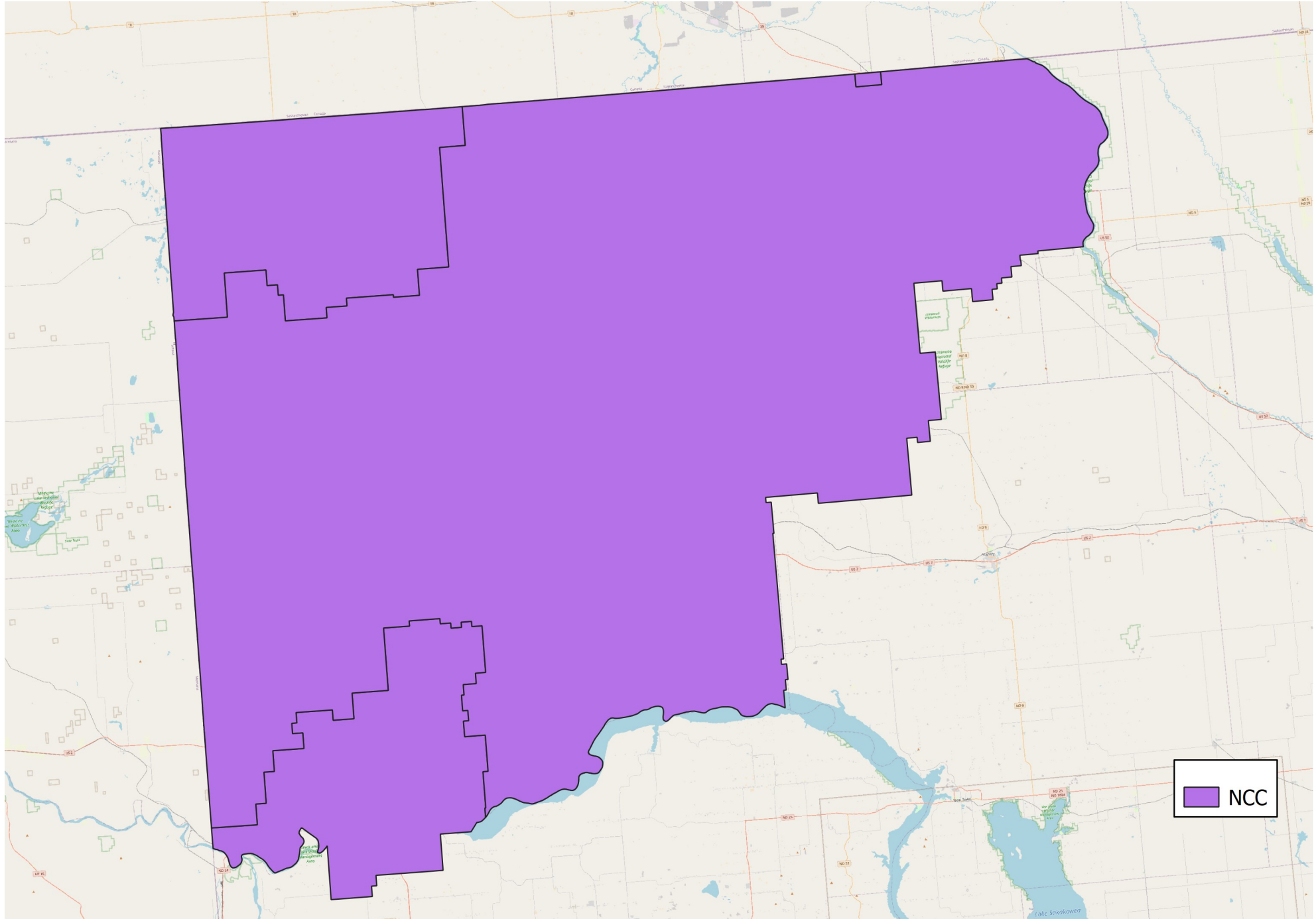
A handwritten signature in black ink that reads "Michael Howe".

Michael Howe
Secretary of State

ATTACHMENT 6

**MAPS OF CURRENT AND REVISED
SERVICE AREAS**

NMT ND/MVC POST-SALE



ATTACHMENT 7

FINANCIAL STATEMENT - TRADE SECRET