

Jean L. Kiddoo  
Brett P. Ferenchak  
jean.kiddoo@bingham.com  
brett.ferenchak@bingham.com

August 15, 2014

***Via Electronic Filing***

Patricia Van Gerpen, Executive Director  
South Dakota Public Utilities Commission  
Capital Building, 1st Floor  
500 East Capital Avenue  
Pierre, South Dakota 57501-5070

**Re: Notification of the Transfer of Indirect Control of Heartland  
Telecommunications Company of Iowa, Enventis Telecom, Inc., and  
IdeaOne Telecom, Inc. to Consolidated Communications Holdings, Inc.**

Dear Ms. Van Gerpen:

Consolidated Communications Holdings, Inc. (“CCHI”), Heartland Telecommunications Company of Iowa (“Heartland”), Crystal Telecommunications, Inc. (“Crystal”), and Enventis Telecom, Inc. (“Enventis Telecom”) (Heartland, Crystal and Enventis Telecom collectively, the “Enventis Companies”) (CCHI and the Enventis Companies collectively, the “Parties”), by undersigned counsel, notify the Commission that CCHI plans to acquire indirect control of the Enventis Companies, through a merger of the Enventis Companies’ parent company, Enventis Corporation (“Enventis Corp.”) with CCHI’s direct subsidiary, Sky Merger Sub Inc. (“Merger Sub”) (the “Transaction”).

Pursuant to S.D. Codified Laws § 49-31-20, prior Commission action is not required to complete the Transaction. Accordingly, the Parties submit this letter for informational purposes. In support, the Parties state:

**Description of the Parties**

**A. Consolidated Communications Holdings, Inc.**

CCHI is a publicly traded (NASDAQ: CNSL) Delaware corporation, and headquartered in Mattoon, Illinois. Through its operating subsidiaries, CCHI provides a wide range of telecommunications services to residential and business customers in California, Illinois, Kansas, Missouri, Pennsylvania, and Texas, including: local and long-distance telephone service, high-speed broadband Internet access, standard and high-definition digital television, and digital telephone service, custom calling features, private line services, carrier access services, network capacity services over regional fiber optic networks, directory publishing. CCHI’s operating subsidiaries include both incumbent and competitive local exchange carriers. CCHI does not itself provide telecommunications services, and none of its subsidiaries currently operate in South Dakota. In support of its financial qualifications to acquire control of the Enventis Companies, CCHI’s most recent

Beijing  
Boston  
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Hartford  
Hong Kong  
Lexington (GSC)  
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Silicon Valley  
Tokyo  
Washington

Bingham McCutchen LLP  
2020 K Street NW  
Washington, DC  
20006-1806

T +1.202.373.6000  
F +1.202.373.6001  
bingham.com

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SEC Forms 10-Q and 10-K are available at <http://ir.consolidated.com> under “Financial Information.”

CCHI was founded in 1894 and has a long history of operating both incumbent local exchange and competitive local exchange companies. Beginning as a small ILEC in Illinois, CCHI has expanded its service territories through the acquisitions of TXU Communications, a company with ILEC and CLEC subsidiaries in Texas, in 2004; North Pittsburgh Systems, Inc., a company with ILEC and CLEC subsidiaries in Pennsylvania, in 2007; and most recently SureWest, a company with ILEC and CLEC subsidiaries in California, Kansas and Missouri, in 2012. CCHI has successfully integrated these acquisitions into a family of companies providing advanced communications services to both residential and business customers in California, Illinois, Kansas, Missouri, Pennsylvania, and Texas. CCHI will bring this expertise to its acquisition of Eventis Corp. and its subsidiaries, including the Eventis Companies.

Sky Merger Sub Inc., a Minnesota corporation, is a newly formed, wholly owned subsidiary of CCHI that was created in order to effectuate the proposed Transaction.

**B. Eventis Corp. and the Eventis Companies**

Eventis Corp. is a publicly traded (NASDAQ: ENVE) Minnesota corporation previously known as HickoryTech (HickoryTech’s shareholders approved a corporate name change to Eventis Corporation on May 6, 2014).<sup>1</sup> Through its various operating incumbent and competitive local exchange carrier subsidiaries, Eventis Corp. is a leading provider of advanced communication solutions including data, cloud and IT services to businesses throughout the upper Midwest.

Eventis Corp.’s wholly owned ILEC subsidiary in South Dakota is Heartland Telecommunications Company of Iowa, a Minnesota corporation. Heartland provides service in the South Dakota exchanges of West Hawarden and West Akron pursuant to a Certificate of Authority issued in Docket TC-97-007 on April 10, 1997.

Eventis Corp.’s competitively classified subsidiaries in South Dakota include:

Crystal Communications, Inc., a Minnesota corporation, is a facilities-based CLEC that provides local service, long distance, private line and, high speed internet in Iowa, Minnesota and South Dakota. In South Dakota, Crystal holds a Certificate of Authority to provide local exchange and interexchange telecommunications services issued in Docket TC-97-103 on August 27, 1997.

Eventis Telecom, a Minnesota corporation, is a wholly owned direct subsidiary of Eventis Corp. Eventis Telecom is an integrated communications services

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<sup>1</sup> See Eventis, Press Release, *HickoryTech is Now Eventis Corporation* (May 6, 2014), available at: <http://www.eventis.com/One-Name.aspx>.

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provider that offers private line and advanced data service to businesses and communities primarily in Minnesota (and also certain communities in Iowa, North Dakota South Dakota and Wisconsin). In addition to the states above, Enventis Telecom is also authorized to provide interexchange services in Florida, Georgia, Illinois, Indiana, Kentucky, Maryland, Montana, New York, Ohio, and Washington and local exchange and interexchange services in South Dakota and Wisconsin. In South Dakota, Enventis Telecom holds Certificates of Authority to provide (1) interexchange services issued in Docket No. TC-08-104 on August 13, 2008 and (2) local exchange services issued in Docket No. TC-10-004 on March 1, 2010.

The Enventis Companies are also authorized by the FCC to provide interstate and/or international telecommunications services.

### Contacts

Questions or any correspondence, orders, or other materials pertaining to this filing should be directed to the following:

Jean L. Kiddoo  
Brett P. Ferenchak  
Bingham McCutchen LLP  
2020 K Street, N.W.  
Washington, DC 20006-1806  
Tel: 202-373-6000  
Fax: 202-373-6001  
[jean.kiddoo@bingham.com](mailto:jean.kiddoo@bingham.com)  
[brett.ferenchak@bingham.com](mailto:brett.ferenchak@bingham.com)

For CCHI:

Michael Shultz  
Vice President Regulatory and Public Policy  
Consolidated Communications  
350 South Loop 336 West  
Conroe, TX 77304  
Tel: 936-788-7414  
Fax: 936-788-1229  
[michael.shultz@consolidated.com](mailto:michael.shultz@consolidated.com)

For the Enventis Companies:

Bill VanderSluis  
Director – Regulatory  
Enventis Corporation  
221 East Hickory Street  
Mankato, MN 56002-3248  
Tel: 507-387-1886  
Fax: 507-387-6813  
[Bill.VanderSluis@enventis.com](mailto:Bill.VanderSluis@enventis.com)

### Description of the Transaction

On June 29, 2014, CCHI, Enventis Corp. and Merger Sub entered into an Agreement and Plan of Merger (“Agreement”) whereby Merger Sub will be merged with Enventis Corp. As a result, Enventis Corp. and the Enventis Companies will become wholly owned

indirect subsidiaries of CCHI. For the Commission's convenience, pre- and post-transaction organizational charts are provided as Exhibit A hereto.

No authority held by the Enventis Companies will be cancelled as a result of the Transaction. And immediately following the Transaction, the Enventis Companies will continue to use their current names in the provision of service. Following consummation of the Transaction, the Enventis Companies will continue to provide service to their customers at the same rates, terms, and conditions, ensuring a seamless transition of ownership without confusion or adverse impact to consumers. Any future tariff changes, name changes, or other modifications will be undertaken pursuant to applicable federal and state laws and regulations.

### **Public Interest Considerations**

The Parties submit that the Transaction is consistent with the public interest. The Transaction will bring together two successful enterprises that have demonstrated a long-standing commitment to excellence in a highly competitive marketplace. The Parties expect that the Transaction will enable the companies to better meet the local, national and global needs of enterprises, wholesale buyers, and other customers. Customers of the combined company will benefit from the extensive telecommunications experience and expertise of the combined company and also from a combined product portfolio.

The Parties believe that the Transaction will result in a stronger combined company and allow the combined company to offer new products and services and consumer choice for telecommunications and broadband services. The Parties anticipate customers will benefit from the enhanced access of the Enventis Companies to capital and financial strengths of CCHI and the Consolidated Companies, but also the sharing and application of best practices along with the availability of additional management expertise following the acquisition by CCHI. The post-Transaction management of the Enventis Companies will be able to draw upon the decades of combined experience of the current management teams of each of the Parties to create an environment focused on operating excellence for employees and customers and a combination of the best practices of both existing organizations.

The Parties also expect to realize cost benefits from the scale efficiencies of providing Internet and telephone services across the enterprise, resulting in the ability to more effectively compete for customers on a price basis. Current and future customers will also enjoy the benefit of the Consolidated Companies' record of superior customer experience. These benefits will extend to installation and service appointment processes; consumer-friendly pricing and packaging choices; and the delivery of further advanced broadband services.

Moreover, the Transaction will be conducted in a manner that will be transparent to customers and any future name change or service changes will be preceded by appropriate notices to customers as well as any required regulatory filings. The Transaction will not result in any immediate change of carrier for customers or any

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assignment of authorizations, and in no event will it result in the discontinuance, reduction, loss, or impairment of service to customers. Following consummation of the Transaction, the Enventis Companies will continue to provide high-quality communications services to its customers without interruption and without immediate change in rates, terms or conditions.

\* \* \* \*

Please acknowledge receipt and acceptance of this filing. Should you have any questions regarding this filing, please do not hesitate to contact us.

Respectfully submitted,

*/s/ Brett P. Ferenchak*

Jean L. Kiddoo  
Brett P. Ferenchak  
Bingham McCutchen LLP

Counsel for the Parties

**EXHIBIT A**

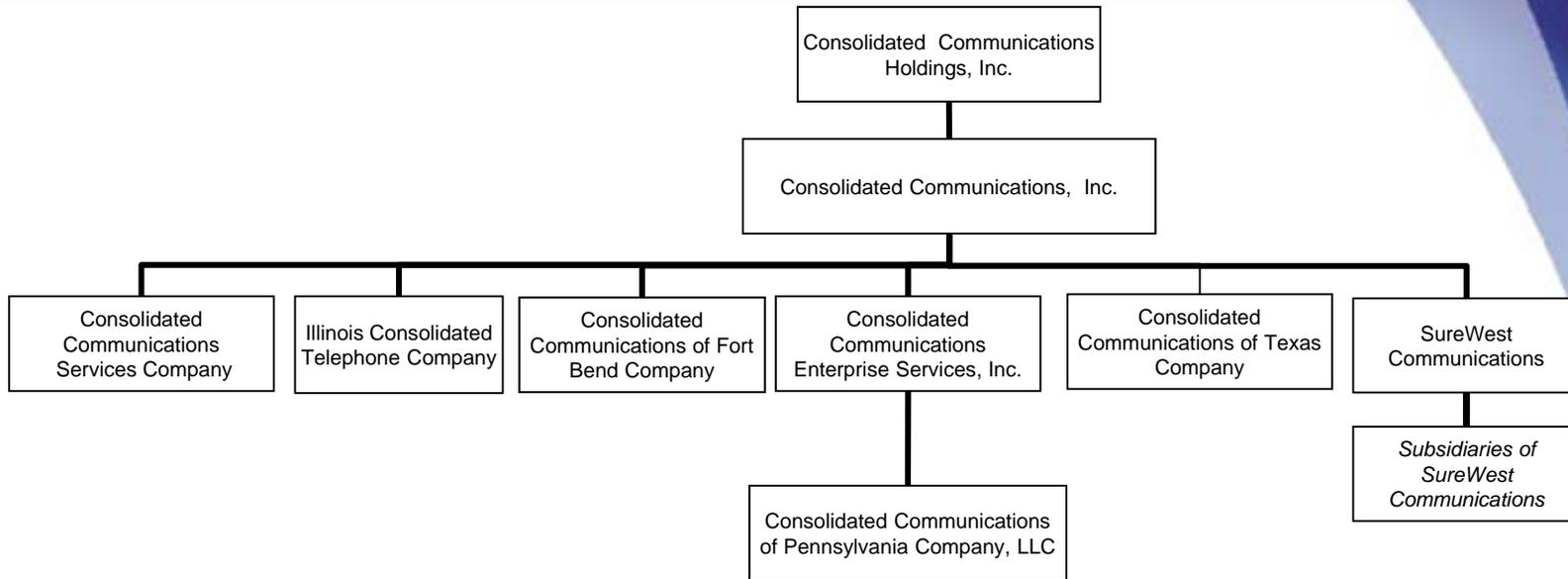
**Diagrams of the Pre- and Post-Transaction Corporate Organization Structures**

# Consolidated Communications Holdings, Inc & Subsidiaries

## Organizational Chart (Page 1 of 3)



As of 6/30/14

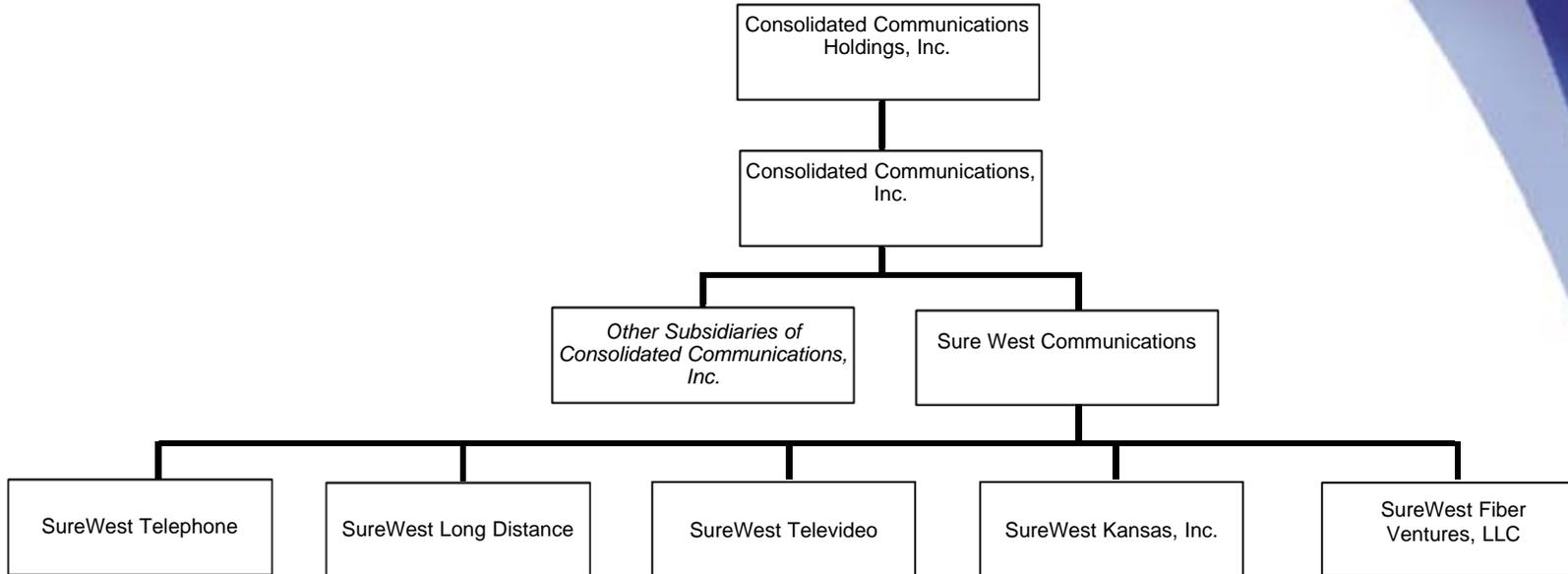


# Consolidated Communications Holdings, Inc & Subsidiaries

## Organizational Chart (Page 2 of 3)



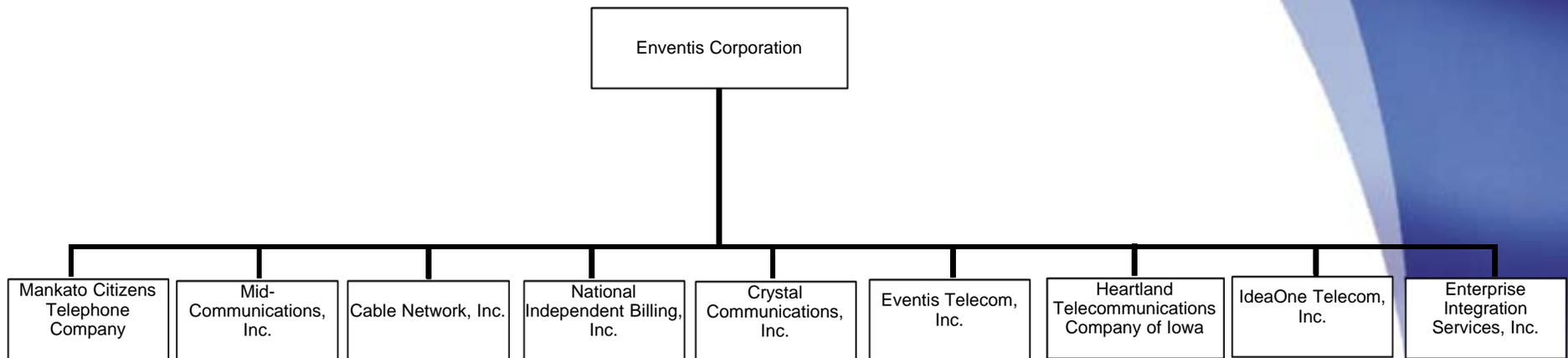
As of 6/30/14



# Eventis Corporation & Subsidiaries

## Organizational Chart (Page 3 of 4)

As of 6/30/14

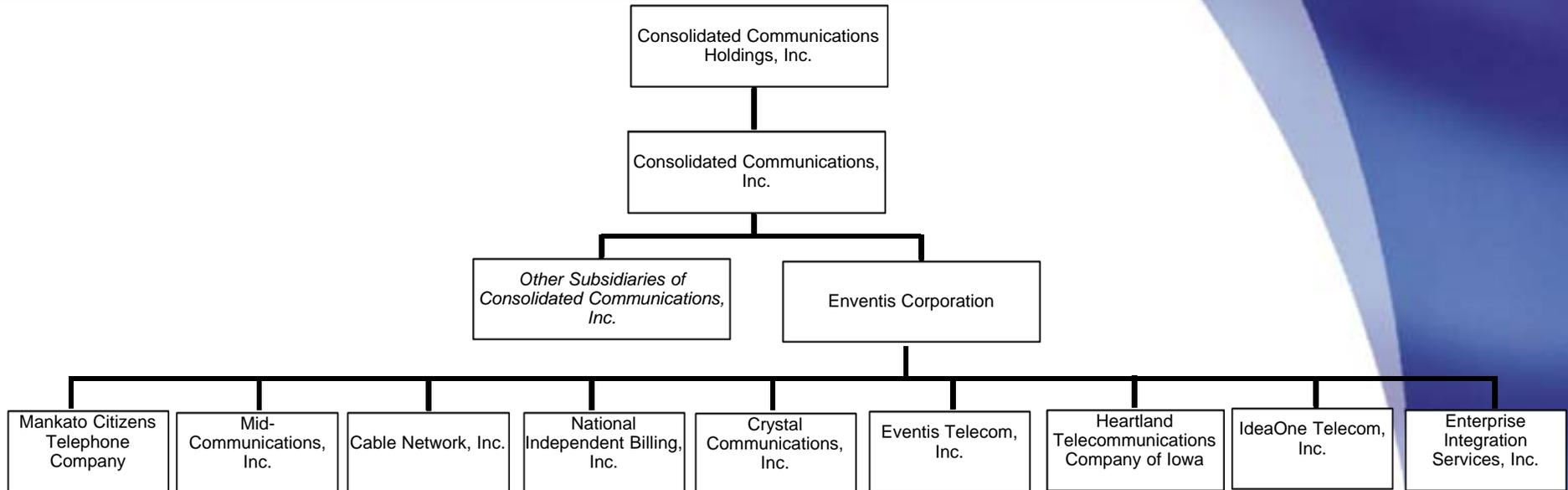


# Consolidated Communications Holdings, Inc & Subsidiaries

## Organizational Chart (Page 4 of 4)



### Effective Post Close



STATE OF TEXAS

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COUNTY OF MONTGOMERY

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**VERIFICATION**

I, Michael J Shultz, am Vice President, Regulatory & Public Policy of Consolidated Communications Holdings, Inc. ("CCHI"); that I am authorized to make this Verification on behalf of CCHI and its subsidiaries; that the foregoing filing was prepared under my direction and supervision; and that the contents are true and correct to the best of my knowledge, information, and belief.



Michael J. Shultz  
Vice President, Regulatory & Public Policy  
Consolidated Communications Holdings, Inc.

Sworn and subscribed before me this 28 day of July, 2014.

  
Notary Public

My commission expires March 27, 2017

STATE OF MINNESOTA  
COUNTY OF BLUE EARTH

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**VERIFICATION**

I, Bill VanderSluis, am Director – Regulatory of Enventis Corporation; that I am authorized to make this Verification on behalf of Enventis Corporation and its subsidiaries; that the foregoing filing was prepared under my direction and supervision; and that the contents are true and correct to the best of my knowledge, information, and belief.



Bill VanderSluis  
Director – Regulatory  
Enventis Corporation

Sworn and subscribed before me this 30 day of July, 2014.



Notary Public

My commission expires 1-31-15

