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July 5, 2016

VIA ELECTRONIC FILING

Ms. Patricia Van Gerpen
Executive Director
South Dakota Public Utilities Commission
State Capitol Building
500 East Capitol Avenue
Pierre, SD 57501-5070

*Re: Transfer of Stock of Consolidated Communications of Iowa Company pursuant to
SDCL 49-31-20.*

Dear Ms. Van Gerpen:

This letter is to notify the South Dakota Public Utilities Commission (the "**Commission**") pursuant to the requirements of SDCL § 49-31-20 of the transfer of all of the issued and outstanding stock of Consolidated Communications of Iowa Company, a Minnesota corporation f/k/a Heartland Telecommunications Company of Iowa ("**Consolidated ILEC**") from Consolidated Communications, Inc., a Delaware corporation ("**Consolidated Parent**") to Mutual Telephone Company of Sioux Center, Iowa, an Iowa business corporation d/b/a Premier Communications ("**Mutual**"). The transfer of stock will be conducted pursuant to the terms and conditions of Stock Purchase Agreement, dated as of May 2, 2016, and entered into by and among Mutual, Consolidated Parent, and Winnebago Cooperative Telecom Association.

Parties to the Transaction

A. **Consolidated ILEC** is a Minnesota corporation presently headquartered in Mattoon, Illinois. Consolidated ILEC's service area is comprised of 11 Iowa exchanges all of which are included within the same Iowa study area code (351096). Two of the exchanges, West Akron and West Hawarden, extend into South Dakota serving the areas as depicted on the exchange maps attached hereto as Exhibit A and incorporated herein by this reference. Consolidated ILEC operates in South Dakota as an incumbent local exchange carrier ("**ILEC**"), providing local exchange service, long distance, private line, high speed Internet access and other telecommunications services. With respect to regulated local exchange service in South Dakota, Consolidated ILEC serves approximately 87 access lines through the West Akron Exchange and 60 access lines in the West Hawarden Exchange. Consolidated ILEC was granted a Certificate of Authority by the Commission on March 11, 1997 in docket TC97-007.

B. **Consolidated Parent** is a wholly-owned subsidiary of Consolidated Communications Holdings, Inc., a publicly traded Delaware corporation (NASDAQ: CNSL) headquartered in Mattoon, Illinois.

C. **Mutual** is an Iowa business corporation headquartered in Sioux Center, Iowa. The members of Mutual's management team, along with a summary of their management, telecommunications, and other experience, is set forth on Exhibit B, attached hereto and incorporated herein by this reference. Mutual operates in Iowa as an ILEC, providing local service, long distance, private line, high speed Internet access and other communications services.¹ Mutual has a history of investing heavily in its existing service areas and strong traditions of local community involvement, all of which will benefit Consolidated ILEC's customers. Further, Mutual is experienced in successfully providing telecommunications services to a broad-range of communities with a high-level of customer satisfaction and in compliance and cooperation with the applicable regulatory bodies.

With respect to regulated local exchange service in Iowa, Mutual serves approximately 3,600 access lines in the Sioux Center exchange area. Mutual is authorized to provide local exchange service as the holder of Iowa Utilities Board-issued CPCN No. 0157. Mutual is an Iowa Utilities Board-designated ETC in its ILEC service area. In addition to its direct ILEC operations, Mutual controls two wholly-owned ILEC subsidiaries and one wholly-owned CLEC subsidiary that operate as local exchange carriers in Iowa:

(1) Northern Iowa Telephone Company d/b/a Premier Communications ("**Northern Iowa**"), an Iowa business corporation operating in Iowa as an ILEC. Northern Iowa is authorized to provide local exchange service in Iowa as the holder of Iowa Utilities Board-issued CPCN No. 0158.

(2) Webb-Dickens Telephone Corporation d/b/a Premier Communications ("**Webb-Dickens**"), an Iowa business corporation operating in Iowa as an ILEC. Webb-Dickens is authorized to provide local exchange service in Iowa as the holder of Iowa Utilities Board-issued CPCN No. 0135.

(3) Premier Communications, Inc. d/b/a Premier Communications ("**Premier CLEC**"), an Iowa business corporation operating in Iowa as a CLEC and long distance provider. Premier CLEC is authorized to provide local exchange service in Iowa as the holder of Iowa Utilities Board-issued CPCN No. 0304.

The Transaction

On May 2, 2016, Consolidated Parent, Mutual, and Winnebago Cooperative Telecom Association ("**Winnebago**") entered into a multi-step transaction as set forth in that certain stock purchase agreement whereby: (1) Mutual will acquire via stock purchase direct control of 100% of the issued and outstanding capital stock of Consolidated ILEC (the "**Transfer of Control Transaction**"); and, (2) Winnebago will acquire via asset purchase the local exchange assets and customer base of Consolidated ILEC in the Bancroft and Lakota local exchange areas in the State of Iowa.² For reference, pre- and post-transaction organizational charts for Consolidated ILEC are attached hereto as Exhibit C.

¹ References to Mutual's services include those services offered by its wholly-owned subsidiaries.

² The transfer of the local exchange assets and customer base of Consolidated ILEC to Winnebago in the Bancroft and Lakota local exchange areas in the State of Iowa will not have any impact on any South Dakota customers.

The Transfer of Control Transaction will result in a change in the direct ownership of Consolidated ILEC, but will not impact or alter the legal existence of Consolidated ILEC. Except as may occur in connection with the aforementioned post-closing asset sale to Winnebago, the Transfer of Control Transaction will not result in any direct assignment of certificates, authorizations or assets. In no event will the Transfer of Control Transaction result in the discontinuance, reduction, loss or impairment of service to Consolidated ILEC's South Dakota customers. Following the consummation of the Transfer of Control Transaction, Consolidated ILEC will be under common administration with Mutual, have the same board of directors, and be administered from Mutual's headquarters in Sioux Center, Iowa.

In addition, Mutual presently has twenty (20) service technicians, all of whom will be available to assist in maintaining and serving Consolidated ILEC. Since the West Akron Exchange and the West Hawarden Exchange are contiguous with existing Mutual local telephone exchanges, there will be a very short response time to assist in any service calls in the exchanges. The number of existing management and technical personnel presently employed by Mutual is more than sufficient to maintain and operate Consolidated ILEC. Following consummation of the Transfer of Control Transaction, Consolidated ILEC will continue to provide high-quality communications services to its customers without interruption and without any immediate change in rates, terms or conditions.

As described above, the transaction will be seamless and transparent to customers. In accordance with the requirements of the Federal Communications Commission and the Iowa Utilities Board, not less than thirty (30) days before the transfer, all affected customers who will be served by Consolidated ILEC following closing of the Transaction will be notified of the Transfer of Control Transaction and of the name change via notice transmitted separate from the customer bill. Any future rate changes, service changes, changes to terms and conditions, name changes or other modifications will be undertaken pursuant to and in accordance with applicable federal and state laws and regulations.

Benefit to the Public Interest

Mutual will, through its ownership of Consolidated ILEC, ensure Consolidated ILEC performs its contractual and regulatory obligations to its customers so that the transaction will be seamless to those customers. As of closing, Consolidated ILEC will continue to use its current operational support systems. Mutual may eventually merge the Consolidated ILEC systems with its existing systems, however, there is no immediate necessity for such a transition. If such a transition is pursued, Mutual will endeavor to ensure that Consolidated ILEC's customers continue to receive the same, or better, service they are receiving prior to closing.

This transaction will serve the public interest, convenience and necessity. Mutual submits that competition will not be harmed by the proposed transaction in that Mutual does not currently provide any service within the exchange and competitors have a strong presence in the subject service areas through nationwide carriers, whether mobile wireless, satellite TV, or IP voice providers utilizing the broadband network. Further, Mutual is geographically in a strategic location by virtue of its proximity to the Consolidated ILEC's exchanges which will allow for operational efficiencies.

Mutual has a history of investing heavily in its existing service areas and strong traditions of local community involvement, all of which will benefit Consolidated ILEC's customers. Further, Mutual is experienced in successfully providing telecommunications services to a broad-range of communities with a high-level of customer satisfaction and in compliance and cooperation with the applicable regulatory bodies. Consolidated ILEC'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 discontinuance, reduction, loss or impairment of service to customers.

Tariff

The customers served by Consolidated ILEC are a limited number of approximately 147 access lines (approximately 15% of the customers served by the two exchanges and 3% of total customers within the study area). Further, the physical switches and central office locations for Consolidated ILEC are all located in Iowa and the tariffed rates are lower than comparable South Dakota rates. Unless the Commission requires other action, Consolidated ILEC will continue to operate under its tariffs and service guides that are under the jurisdiction of the Iowa Utilities Board just as it did prior to the Transfer of Control Transaction.

Contacts

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

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For Mutual:

Ryan Boone
Regulatory Manager
Premier Communications
339 First Avenue NE, PO Box 200
Sioux Center, IA 51250
Phone: 712-722-3451
Email: rboone@mypremieronline.com

For Consolidated:

Michael Shultz
Vice President Regulatory and Public Policy
Consolidated Communications
350 South Loop 336 West
Conroe, TX 77304
Phone: 936-788-7414
Email: michael.shultz@consolidated.com

Simultaneous Filings

In connection with the proposed transaction, Consolidated Parent, Mutual, and Winnebago have filed an application with the Federal Communications Commission for domestic blanket and international Section 214 authorization for the transfer of control of Consolidated ILEC from the Consolidated Parent to Mutual which was approved on June 30, 2016. Consolidated Parent and Mutual have also filed applications with the Minnesota Public Utilities Commission and Iowa Utilities Board regarding the transactions contemplated herein. Premier Communications, Inc., a subsidiary of Mutual, will be filing an Application for a Certificate of Authority with the Commission, in a separate docket, seeking the authority to provide interexchange services to the customers of Consolidated ILEC after the closing of the Transfer or Control Transaction.

Conclusion

In summation, the foregoing is notice pursuant to SDCL §49-31-20 of the following: (i) the indirect transfer of Consolidated ILEC's Certificate of Authority through the consummation of the Transfer of Control Transaction; and, (ii) Consolidated ILEC changing its name to "Heartland Telecommunications of Iowa," and conducting its business under the tradename "Premier Communication.

If you have any questions regarding the transaction, or require any clarification or further information, please feel free to contact me at your earliest convenience at (605) 335-4950. Thank you for your assistance and consideration in this matter.

Sincerely,

CUTLER LAW FIRM, LLP



Eric E. Erickson
For the Firm

EXHIBIT A

Exchange Maps

<u>Company Name</u>	<u>Study Area Code</u>	<u>Map Color</u>
Mutual Telephone Co.	351252	Solid Green
Northern Iowa Telephone Co.	351259	Crossed Green
Webb-Dickens Telephone	351327	Dotted Green
Heartland-HickoryTech	351096	Blue
Winnebago Cooperative Assn	351337 (IA)	Red
Winnebago Cooperative Assn	361337 (MN)	Red

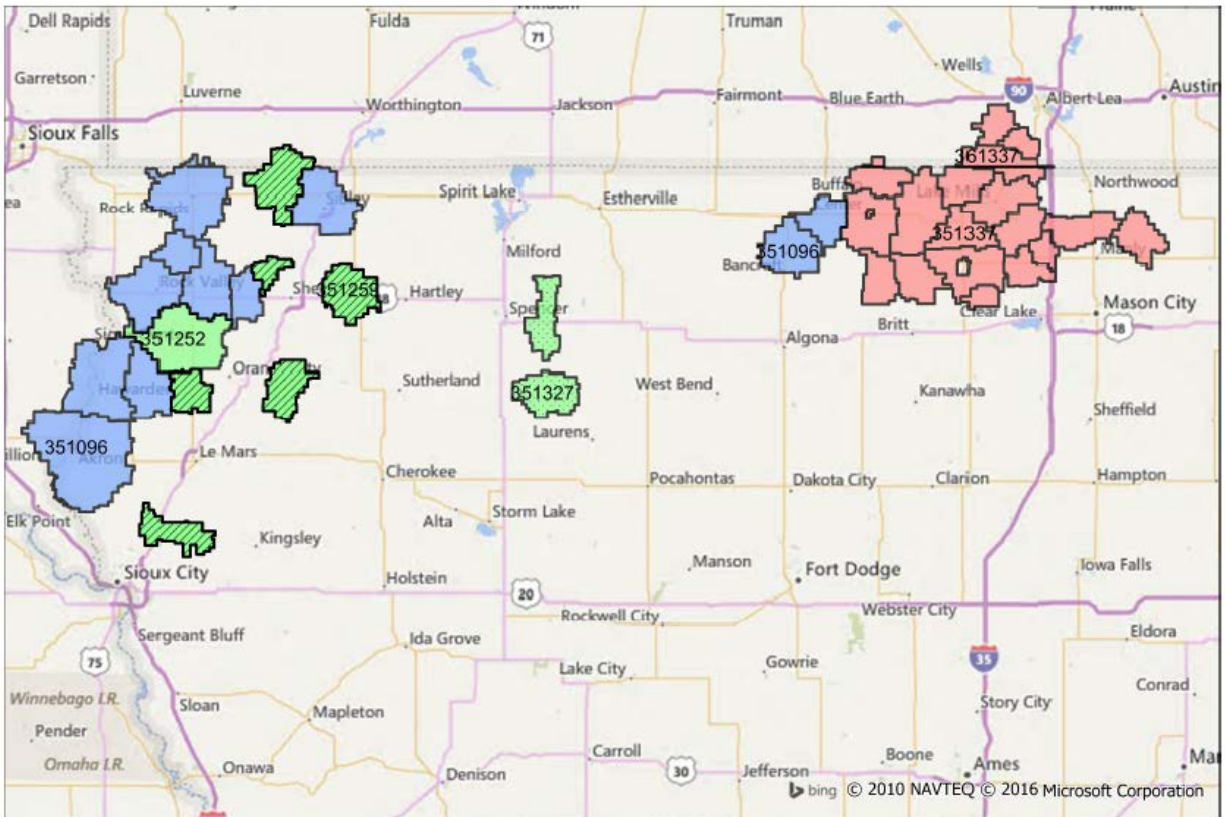


EXHIBIT B

Mutual's Management Team

Frank Bulk:

Frank Bulk is Technology and Product Development Manager for Premier Communications. Frank has been in the communications industry for over 15 years, including time as a contributing editor for Network Computing Magazine and InformationWeek, a Network Administrator for Dordt College and a Systems Analyst for Aruba Digital Systems, N.V. Frank holds undergraduate degrees in Computer Science and Mathematics and attended Syracuse University's School of Information Studies Master's program in Telecommunications and Network Management.

Glen Mouw:

Glen Mouw is Network Operations Manager for Premier Communications. Glen has been in the communications industry for over 40 years, with the vast majority of it being with Premier. During that time Glen has attended numerous national and regional trainings focused on technological advancements and new product lines for our strategic vendors. Prior to joining the workforce, Glen attended NCC.

Kent Westphal:

Kent Westphal is in his 14th year as the Chief Financial Officer for Premier Communications. Kent graduated from the University of Iowa in 1982 with a Bachelors of Business Administration, majoring in Accounting. He has worked as a CPA in public accounting for over 16 years, with the last three being focused on the communications industry. Each year Kent attends finance and accounting conferences sponsored by the NTCA, Telergee Group, Kiesling Associates, or Moss Adams. Other work experience includes being Controller for a private college and Finance Director for an area City. Kent is a member of the AICPA and ISCPA.

Ryan Boone:

Ryan Boone is Regulatory Manager for Premier Communications. Ryan has been in the communications industry for 10 years, including 5 years as a telecommunications consultant for Kiesling Associates. Ryan is also currently a board member of the Iowa Communications Alliance and the vice chair of NTCA's industry policy committee. Ryan has both presented at and attended numerous national, state and regional conferences. Ryan holds an undergraduate degree in Business from Central College.

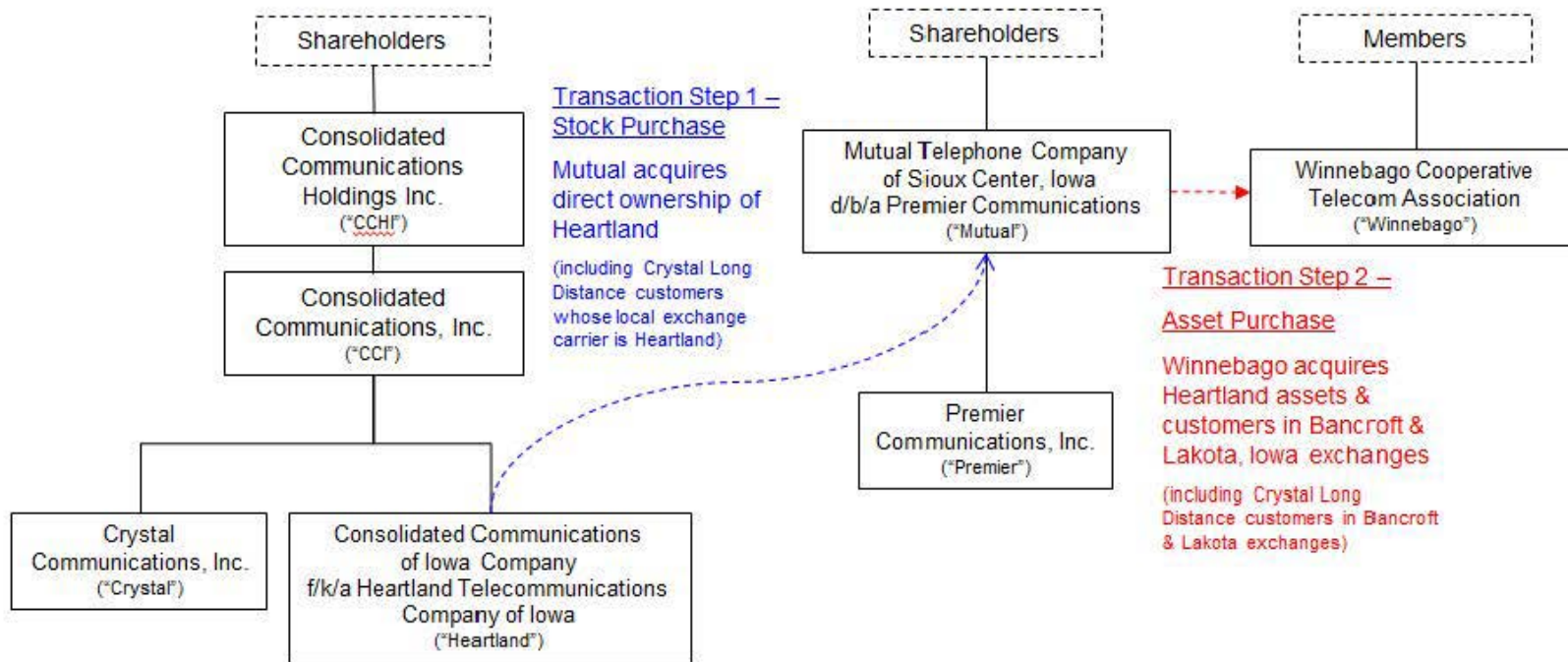
Doug Boone:

Doug Boone is Chief Executive Officer for Premier Communications. Doug has been in the communications industry for over 30 years, starting with Premier as the Office Manager in 1982. Doug is the current President for NTCA – The Rural Broadband Association, a past board member of the Iowa Telecommunications Association, among many other local for profit and non-profit boards. Doug holds an undergraduate degree from Northwestern College.

Exhibit C

Current and Post-Closing Ownership Structure

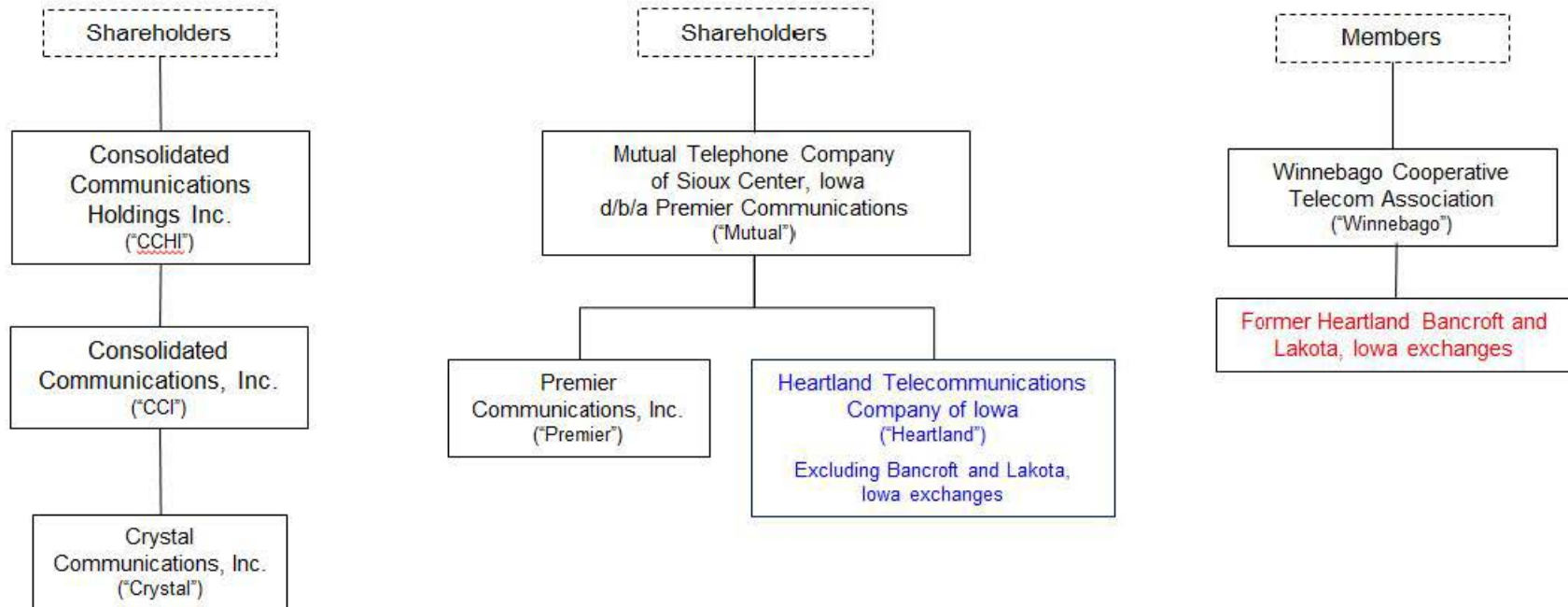
Pre-Transactions & Assignments Corporate Ownership of the Applicants*



All ownership percentages are 100%.

* The entities listed herein only include the Applicants and those entities in the chain of ownership of the Applicants. The chart excludes all other subsidiaries of Applicants including those that hold authorizations or licenses from the FCC or state regulators.

Post-Transactions Corporate Ownership of the Applicants*



All ownership percentages are 100%.

* The entities listed herein only include the Applicants and those entities in the chain of ownership of the Applicants. The chart excludes all other subsidiaries of Applicants including those that hold authorizations or licenses from the FCC or state regulators.