

**BEFORE THE PUBLIC UTILITIES COMMISSION
OF THE STATE OF SOUTH DAKOTA**

**IN THE MATTER OF THE APPLICATION OF)
MCCOOK COOPERATIVE TELEPHONE)
COMPANY FOR AN AMENDED CERTIFICATE)
OF AUTHORITY.)
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)**

**ORDER GRANTING
AMENDED CERTIFICATE OF
AUTHORITY

TC09-091**

On October 6, 2009, McCook Cooperative Telephone Company (McCook) and Tri-County Telecom, Inc. (Tri-County) filed with the South Dakota Public Utilities Commission (Commission) an Application for Approval of an Amendment to Certificate of Authority. On October 16, 2009, McCook filed a Supplement to Application for Approval of an Amendment to Certificate of Authority. The Application requests approval of an amendment to McCook's certificate of authority to include the authority to provide local exchange service to the Emery and Clayton local exchange areas in addition to the local exchange areas currently served by McCook.

The Application, Supplement to Application and filed responses to the Commission Staff's Data Requests state that McCook, a South Dakota cooperative with its headquarters in Salem, its wholly-owned subsidiaries Tri-County and Hanson Communications, Inc. (Hanson) and Emery Cablevision Incorporated (Emery) intend to consummate a merger agreement pursuant to which Tri-County, Hanson and Emery will merge into McCook. As a result of the merger, the two local telecommunications exchanges of Emery and Clayton, currently served by Tri-County, will be served by McCook, the surviving entity following the merger. Neither Hanson directly, nor Emery, provides local exchange telecommunications services.

As a further result of the proposed merger, all customers receiving local exchange service from the merged cooperative entity, including those in the Emery and Clayton exchanges currently served by Tri-County, will immediately become members of the McCook cooperative in accordance with McCook's by-laws. McCook will be renamed TrioTel Communications, Inc. (TrioTel) as of the consummation of the merger and will remain a cooperative corporation following the merger. Following the merger, the merged entity TrioTel will serve the Canova, Center, Spencer, Winfred, Alexandria, Salem, Emery and Clayton local exchange service areas as shown on Exhibit C to the Supplement to Application, which is attached hereto and incorporated herein by reference.

On October 8, 2009, the Commission electronically transmitted notice of the filing and the intervention deadline of October 23, 2009, to interested individuals and entities. No petitions to intervene or comments were filed.

On November 24, 2009, at its regularly scheduled meeting, the Commission considered the request for an Amended Certificate of Authority.

The Commission finds that it has jurisdiction over this matter pursuant to SDCL Chapter 49-31, specifically 49-31-3 and 49-31-69 and ARSD 20:10:32:03. The Commission finds that McCook has met the legal requirements established for the granting of an Amended Certificate of Authority. McCook has, in accordance with SDCL 49-31-3 and 49-31-71, demonstrated sufficient technical, financial and managerial capabilities to offer telecommunications services in South Dakota. Further, the Commission finds that pursuant to SDCL 49-31-69, the Amended Certificate of Authority is in the

public interest and shall be granted. As the Commission's final decision in this matter, it is therefore

ORDERED, that the request for an Amended Certificate of Authority shall be granted; and it is further

ORDERED, that McCook's local exchange service territory following consummation of the merger shall consist of the local exchange service areas of the following local exchanges: Canova, Center, Winfred, Spencer, Alexandria, Salem, Emery, and Clayton as shown on Exhibit C to the Supplement to Application and attached hereto and incorporated herein; and it is further

ORDERED, that this Order shall constitute the Amended Certificate of Authority of McCook Cooperative Telephone Company to be known as TrioTel Communications, Inc. following consummation of the merger transaction.

Dated at Pierre, South Dakota, this 1st day of December, 2009.

<p style="text-align: center;">CERTIFICATE OF SERVICE</p> <p>The undersigned hereby certifies that this document has been served today upon all parties of record in this docket, as listed on the docket service list, electronically.</p> <p>By: <u>Demaris Akthelm</u></p> <p>Date: <u>12-01-2009</u></p> <p style="text-align: center;">(OFFICIAL SEAL)</p>
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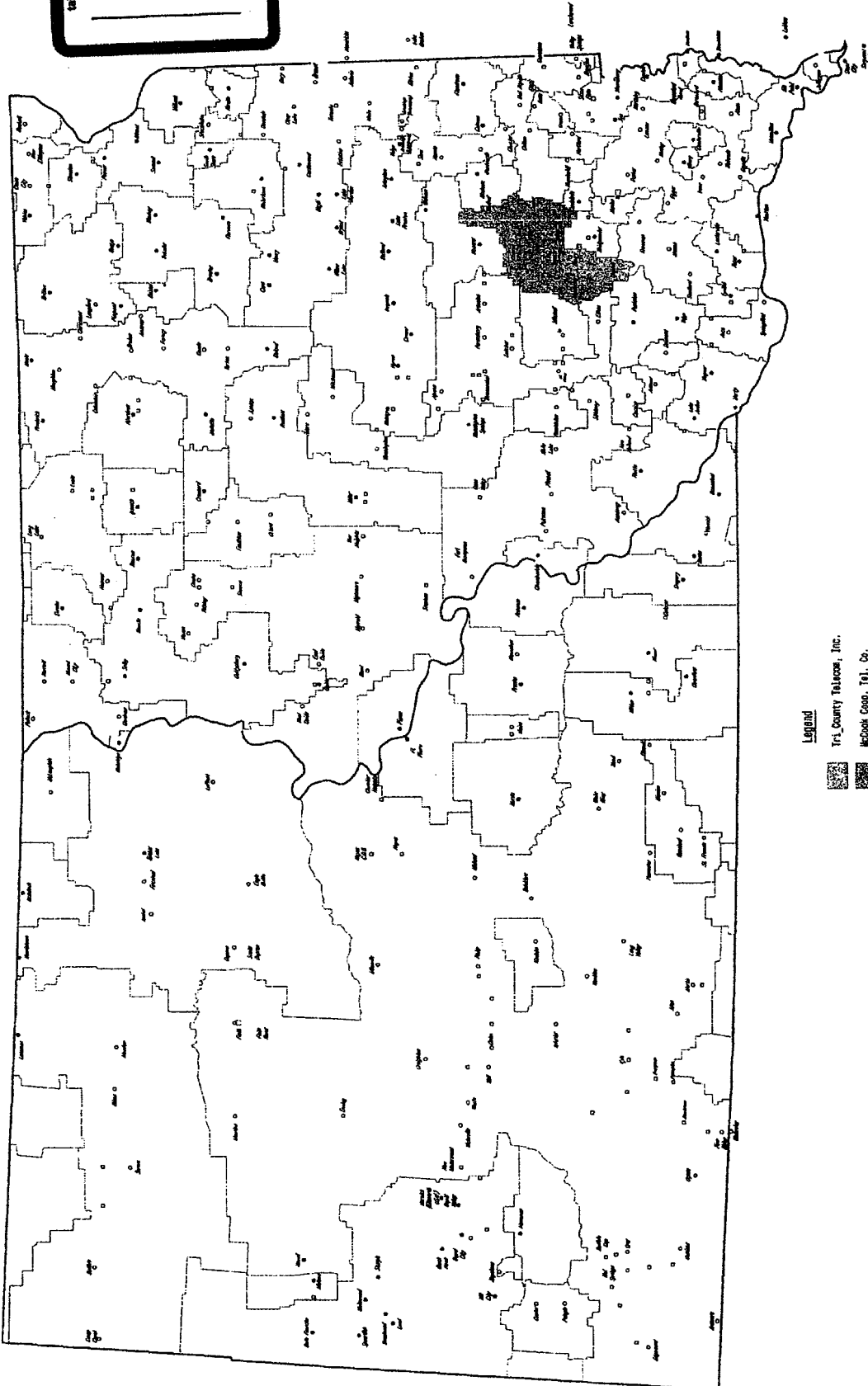
BY ORDER OF THE COMMISSION:

Dustin M. Johnson
DUSTIN M. JOHNSON, Chairman



Gary Hanson
GARY HANSON, Commissioner


Steve Kolbeck
STEVE KOLBECK, Commissioner

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EXHIBIT
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Legend

-  Tri-County Telecom, Inc.
-  McComb Corp., Tel. Co.



Tri-County Telecom, Inc./McComb Corp., Tel. Co.
Service Area Map
1991
Tri-County Telecom, Inc.
Vantage Point
1991