

January 11, 2010

Ms. Patricia Van Gerpen, Executive Director
South Dakota Public Utility Commission
500 E. Capitol Ave., 1st Floor
Pierre, SD 57501-5070

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SOUTH DAKOTA PUBLIC
UTILITIES COMMISSION

Re: Notification of Consummation of Transaction

Dear Executive Director Van Gerpen:

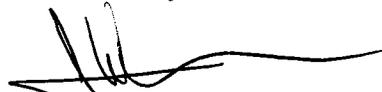
Liberty-Bell Telecom, LLC ("Liberty-Bell Telecom") hereby provides the South Dakota Public Utility Commission (the "Commission") with a courtesy notification that it has consummated a transaction through which DISH Media Holdings Corporation ("DISH") acquired a controlling interest in its parent, Liberty-Bell, LLC ("LB, LLC") (the "Transaction").

On November 12, 2010, Liberty-Bell Telecom filed with the Commission a *Notification of Acquisition of Interest of Liberty-Bell, LLC by DISH Media Holdings Corporation* advising the Commission that its parent corporation, Liberty-Bell, LLC had entered into an agreement with DISH, under which, if consummated, DISH would acquire a controlling interest in Liberty-Bell, LLC. On December 31, 2010, the Federal Communications Commission approved the Transaction. The Transaction was subsequently consummated on January 1, 2011.

While no approval of the Transaction is required in South Dakota and although Liberty-Bell Telecom is not currently providing any services in the state, notice is provided pursuant to S.D.C.L. 49-31-20 as a courtesy and for your information.

Please do not hesitate to contact me if you have any questions regarding the proposed Transaction.

Sincerely,



Jay Weber
Executive Vice President
jweber@libertybelltelecom.com
720-200-8865