



DISH Network L.L.C.
9601 S. Meridian Blvd. Englewood, CO 80112
303.723.1000

4 May 2012

VIA ELECTRONIC FILING

Patricia Van Gerpen, Executive Director
SOUTH DAKOTA PUBLIC UTILITIES COMMISSION
Capitol Building, 1st floor
500 E. Capitol Ave.
Pierre, SD 57501-5070

Re: Notice of Name Change by Liberty-Bell Telecom, LLC

Dear Director Van Gerpen,

Liberty-Bell Telecom, LLC ("Company") notifies the state Public Utilities Commission that it is changing its name to dishNET Wireline LLC ("dishNET"). At the same time, it will stop doing business as "DISH Network Phone & Internet." These changes will take effect on May 24, 2012.

The Company was granted authority to provide facilities-based and resold local and interexchange services in Docket No. TC 1--081. If the Commission issues new certificates, the name should appear as "dishNET Wireline L.L.C."

This change is not the result of a corporate reorganization or a change of control. There will be no change in operations or to the Company's customers who will receive notice of the name change. A copy is enclosed of the Amended Certificate of Authority received from the Secretary of State's office.

Please contact me if you require additional information.

Regards,

A handwritten signature in black ink, appearing to read "Bill Hunt III". The signature is stylized and cursive.

William P. Hunt III
Director, Regulatory

State of South Dakota



OFFICE OF THE SECRETARY OF STATE

Amended Certificate of Authority

ORGANIZATIONAL ID #: FL005019

I, **Jason M. Gant**, Secretary of State of the State of South Dakota, hereby certify that duplicate of the Application for an Amended Certificate of Authority of **LIBERTY BELL TELECOM, LLC** changing its name to **dishNET Wireline L.L.C. (CO)** to transact business in this state duly signed and verified pursuant to the provisions of the South Dakota Corporation Act, have been received in this office and are found to conform to law.

ACCORDINGLY and by virtue of the authority vested in me by law, I hereby issue this Amended Certificate of Authority and attach hereto a duplicate of the application to transact business in this state.

IN TESTIMONY WHEREOF I have hereto set my hand and caused to be affixed the Great Seal of the State of South Dakota, in Pierre, the Capital City, this May 4, 2012.



Jason M. Gant
Secretary of State

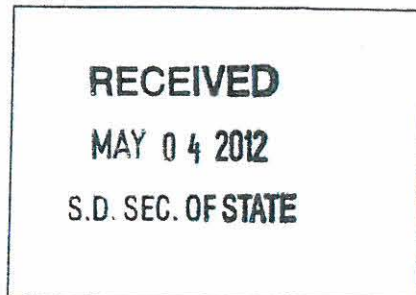
Secretary of State Office
500 E Capitol Ave
Pierre, SD 57501
(605)773-4845

APPLICATION FOR AMENDED CERTIFICATE OF AUTHORITY FOREIGN LIMITED LIABILITY COMPANY

Please Type or Print Clearly in Ink

Please submit one **Original** and one **Photocopy**

FILING FEE: \$750 payable to SECRETARY OF STATE



Telephone # _____
FAX # _____

Filed this 4th day of May 2012
[Signature]
SECRETARY OF STATE

Application must be accompanied by a one page original certificate of existence issued by the Secretary of State or other official having custody of the organizational records in the state or country under whose law it is organized.

1. The name of the company is LIBERTY BELL TELECOM, LLC

Note: This must be the exact limited liability company name as currently on file.

2. The amended name is dishNET Wireline L.L.C.

The name must include limited liability company, limited company or the abbreviation L.L.C., LLC, L.C. or LC. Limited may be abbreviated as Ltd. and company may be abbreviated as Co.

3 The name of the state or country under whose laws it is organized is COLORADO

4. The period of its duration PERPETUAL

5. The address of its principal office (this is the address of the executive offices of the corporation).

Street Address _____ City _____ State _____ ZIP+4 _____

Mailing Address (Optional) _____ City _____ State _____ ZIP+4 _____

6. Please complete only if there is a change to any of the registered agent information.

The South Dakota Registered Agent name _____

Street Address or Rural Route Box Number in This State and _____ City _____ State _____ ZIP+4 _____

Mailing Address in This State, if Different from Street Address _____ City _____ State _____ ZIP+4 _____

When listing a Commercial Registered Agent, please state their CRA #.
This number can be obtained from the Commercial Registered Agent.

7. Please check one:

- The company is member managed.
- The company is manager managed.

If this company is manager managed, please state the name and address of each manager.

Nigel Alexander	2460 W. 26th Ave., Suite 380-C	Denver	CO	80211
Manager	Street Address	City	State	ZIP+4
Manager	Street Address	City	State	ZIP+4
Manager	Street Address	City	State	ZIP+4

8. Whether one or more of the members of the company are to be liable for its debts and obligations under a provision similar to SDCL 47-34A-303 (c)

The application must be signed by a Manager so stated in question number 7 or a Member if the company is member managed.

Dated 05/01/12



(Signature of an authorized member or manager)

Nigel Alexander
(Printed Name)

Manager
(Title)

STATE OF COLORADO

DEPARTMENT OF
STATE

CERTIFICATE

I, SCOTT GESSLER, SECRETARY OF STATE OF THE STATE OF
COLORADO HEREBY CERTIFY THAT ACCORDING TO THE RECORDS OF THIS
OFFICE, ARTICLES OF AMENDMENT WERE FILED ON APRIL 23, 2012
CHANGING THE ENTITY NAME OF

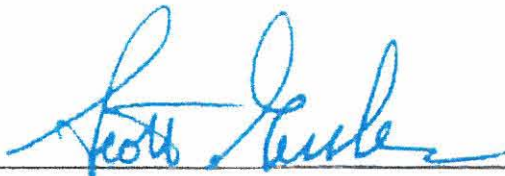
LIBERTY BELL TELECOM, LLC
(COLORADO LIMITED LIABILITY COMPANY)

TO

DISHNET WIRELINE L.L.C.

I FURTHER CERTIFY THAT SAID ENTITY HAS COMPLIED WITH ALL
APPLICABLE REQUIREMENTS OF THIS OFFICE, AND IS IN GOOD
STANDING WITH THIS OFFICE.

Dated: May 01, 2012



SECRETARY OF STATE