

**BEFORE THE SOUTH DAKOTA
PUBLIC UTILITIES COMMISSION**

**IN THE MATTER OF THE
APPLICATION FOR APPROVAL OF AN
AMENDMENT TO THE CERTIFICATE
OF AUTHORITY OF VENTURE
COMMUNICATIONS COOPERATIVE,
INC. AND FOR WAIVER OF CERTAIN
REQUIREMENTS OF A.R.S.D.
20:10:32:03**

**DOCKET NO. _____
APPLICATION FOR APPROVAL OF
AN AMENDMENT TO CERTIFICATE
OF AUTHORITY AND FOR WAIVER
OF THE REQUIREMENTS OF A.R.S.D.
20:10:32:03**

COME NOW, the Applicants, Venture Communications Cooperative, Inc., a South Dakota cooperative corporation (“Venture”) and its wholly-owned subsidiary, Western Telephone Company, Inc., a South Dakota corporation (“Western”), (collectively the “Applicants” or individually, an “Applicant”), by and through their undersigned counsel, and pursuant to SDCL § 49-31-69 request the following from the South Dakota Public Utilities Commission (the “Commission”):

- (1) approval of an amendment to the Certificate of Authority held by Venture to permit it to offer local exchange services to the former customers of Western in the Cresbard, Faulkton and Orient telephone exchanges (the “Western Exchanges”); and
- (2) waiver of the requirements of A.R.S.D. 20:10:32:03.

IN SUPPORT THEREOF, Applicants do state and declare as follows:

1. Venture is a South Dakota cooperative corporation with its principal office located at 218 Commercial Ave. SE, PO Box 157, Highmore, South Dakota 57345. Venture presently holds a Certificate of Authority issued by the Commission (the “Venture Certificate”) and operates as an incumbent local exchange carrier in twenty-four (24) local telephone

exchanges serving approximately 11,824 access lines located within the State of South Dakota. Venture is the sole shareholder and parent corporation of Western.

2. Western is a South Dakota corporation with its principal office located at 218 Commercial Ave. SE, PO Box 157, Highmore, South Dakota 57345. Western presently holds a Certificate of Authority issued by the Commission (the “Western Certificate”) and operates as an incumbent local exchange carrier in three local telephone exchanges (Cresbard, Faulkton, and Orient) serving approximately 982 total access lines. Western is a wholly-owned subsidiary of Venture.

3. Pursuant to approval by both entities, effective January 01, 2015, Western will be merged with and into Venture, pursuant to the provisions of SDCL § 47-18-5.1. Western’s three local exchanges, Cresbard, Faulkton, and Orient will become part of Venture.¹

4. Venture provided notification of the merger to the Commission, as required by SDCL § 49-31-20, on November 18, 2014. A copy of the notification as filed with this Commission as an Informational Filing is attached hereto as Exhibit 1.

5. Both of the Applicants have previously submitted the information required by A.R.S.D. 20:10:32:03 and are in good standing with the Commission.

6. Accordingly, Applicants request a waiver of the requirement to submit the information required by A.R.S.D. 20:10:32:03.

7. Venture and Western concur in the LECA and NECA access tariffs and will continue to concur in these tariffs following the Merger. Venture will coordinate with NECA and LECA to revise their respective tariffs to combine Venture and Western tariff listings.

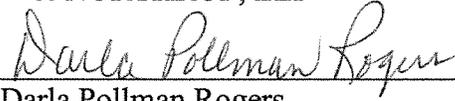
¹ The separate existence of Western will cease after the effective date of the merger, but Venture Communications Cooperative (the Surviving Cooperative) will maintain the same pre-merger separate study areas, to-wit: Venture Communications Cooperative #391680 and Western Telephone Company #391688.

WHEREFORE, Applicants respectfully request that the Commission:

- (1) Amend Venture's Certificate of Authority to add the exchanges of Cresbard, Faulkton, and Orient, on or after January 01, 2015;
- (2) Grant Applicants a waiver from the requirement to submit the information enumerated in A.R.S.D. 20:10:32:03; and
- (3) Grant such other relief, consents, or authorizations as the Commission may deem necessary.

Dated this 24th day of November, 2014.

RITER, ROGERS, WATTIER,
& NORTHRUP, LLP



Darla Pollman Rogers

Margo D. Northrup

Riter, Rogers, Wattier & Northrup, LLP

PO Box 280

Phone: (605)224-7889

Pierre, SD 57501

Attorneys for Venture Communications Cooperative