

BEFORE THE STATE CORPORATION COMMISSION
OF THE STATE OF KANSAS

In the Matter of a Joint Application of)
Bluestem Telephone Company, Inc., for)
Permission to Cease Operating as a)
Telephone Public Utility and)
Sunflower Telephone Company, Inc. for a)
Certificate of Convenience and Authority)
For Sunflower Telephone Company, Inc.)
To Operate as a Telephone Public Utility)
in the Area Served by)
Bluestem Telephone Company, Inc.)

Docket No. 19-BSTT-172-CCS

In the Matter of a Joint Application of)
Bluestem Telephone Company, Inc. for)
Permission to Cease Operating as a)
Telephone Public Utility and)
Sunflower Telephone Company, Inc. for a)
Certificate of Convenience and Authority)
To Operate as a Telephone Public Utility)
in the Area Served by)
Bluestem Telephone Company, Inc.)

Docket No. _____

JOINT APPLICATION OF BLUESTEM TELEPHONE COMPANY, INC. AND
SUNFLOWER TELEPHONE COMPANY, INC. TO ALLOW SUNFLOWER TO
AMEND ITS CERTIFICATE OF CONVENIENCE AND AUTHORITY
TO INCLUDE THE AREA SERVED BY
BLUESTEM TELEPHONE COMPANY, INC. AND FOR
BLUESTEM TELEPHONE COMPANY, INC.
TO CEASE OPERATING AS A TELEPHONE PUBLIC UTILITY

COMES NOW Sunflower Telephone Company, Inc. (Sunflower) and Bluestem
Telephone Company, Inc. (Bluestem), by and through their attorney, Rachel Lipman Reiber, and
hereby submits this Joint Application to permit Sunflower to amend its Certificate of
Convenience and Authority to include the area served by Bluestem, and to permit Bluestem to

cancel its Certificate of Convenience and Authority. In support of this Joint Application, Sunflower and Bluestem state the following:

1. On January 17, 2017, Consolidated Communications Holdings, Inc. (CCHI), the parent company of Consolidated Communications, Inc. (Consolidated), filed an application to acquire all of the properties owned by FairPoint Communications, Inc., including both Sunflower and Bluestem.

2. That application was approved on June 6, 2017, in Docket No. 17-SFLT-283-ACQ.

3. Since approval of CCHI's acquisition of the Kansas FairPoint properties, Consolidated has been operating both Sunflower and Bluestem under their existing names and certificates.

4. Consolidated is now preparing to make changes to its organizational structure, effective January 1, 2019. A copy of the existing organization chart and the organization chart as it will look after January 1, 2019, is attached as Exhibit A.

5. Although Consolidated is proposing to have Bluestem operate under the Sunflower name and Certificate of Convenience and Authority, there would be no operational changes within the Bluestem service area. The existing central office would remain in place as would its outside plant service personnel.

6. This is simply a rebranding of Bluestem's operation; however, it would necessitate:

- a. Amending Sunflower's Certificate of Convenience and Authority to include the geographic area served by Bluestem, the legal description of which is attached as Exhibit B;

- b. Surrender of Bluestem's current Certificate of Convenience of Authority.
7. Sunflower and Bluestem request expedited treatment of this application, to enable these changes to become effective with other corporate reorganization changes scheduled to take place on January 1, 2019.
8. Please direct all communications concerning this docket to the undersigned counsel, as well as:

Kevin J. Kastor
Director - Government Affairs
350 South Loop 336 West
Conroe, TX 77304
936.788.7420 direct telephone
kevin.kastor@consolidated.com

WHEREFORE, for all of the foregoing reasons, Sunflower and Bluestem request that the Commission permit Sunflower to amend its Certificate of Convenience and Authority to include the legal description currently served by Bluestem and that the Commission cancel Bluestem's Certificate of Convenience and Authority.

Respectfully Submitted,

/s/Rachel Lipman Reiber
Rachel Lipman Reiber #12164
REIBER LAW OFFICE, LLC.
214 S. Chestnut, Suite 3
Olathe, KS 66061
(913) 782-5544 telephone
(913) 782-4445 facsimile
rlreiberlaw@gmail.com

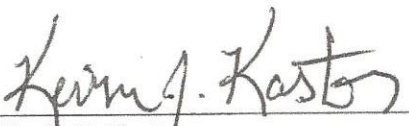
VERIFICATION

STATE OF TEXAS)

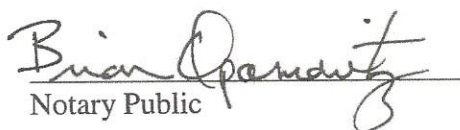
COUNTY OF MONTGOMERY) ss.

I, Kevin J. Kastor, of lawful age, duly sworn state the following:

1. I am the Director - Government Affairs for Consolidated Communications, Inc.
2. I have read the foregoing Joint Application of Sunflower Telephone Company, Inc. and Bluestem Telephone Company, Inc. to allow Sunflower to Amend its Certificate of Convenience to include the Area Served by Bluestem Telephone Company, Inc. and for Bluestem Telephone Company, Inc. to Cease Operating as a Telephone Public Utility.
3. All of the statements contained therein are true and correct to the best of my knowledge, information and belief.


Kevin J. Kastor

Signed and sworn to before me, this 24th day of October, 2018.


Notary Public

My appointment expires: 4-8-2020

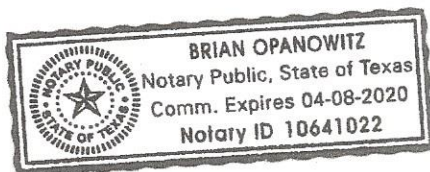
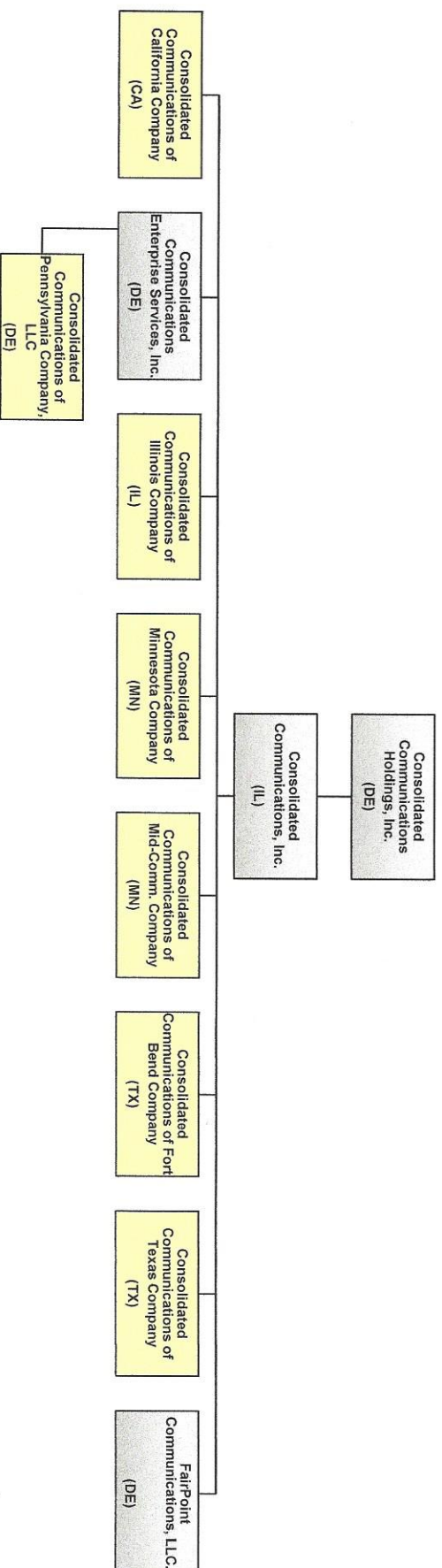


EXHIBIT A

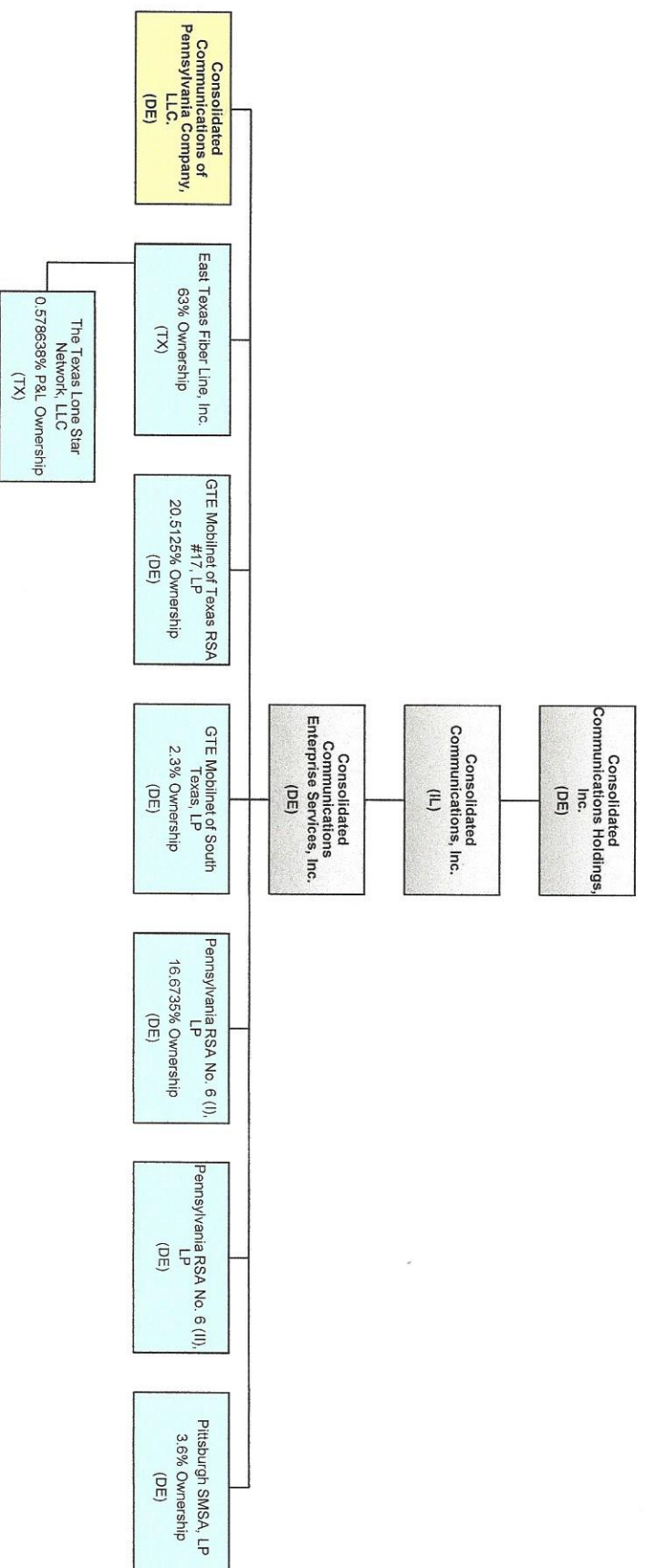
Consolidated Communications Holdings, Inc. & Subsidiaries

Corporate Legal Entity Chart @ 12/31/17



Consolidated Communications Holdings, Inc. & Subsidiaries

Corporate Legal Entity Chart @ 12/31/17

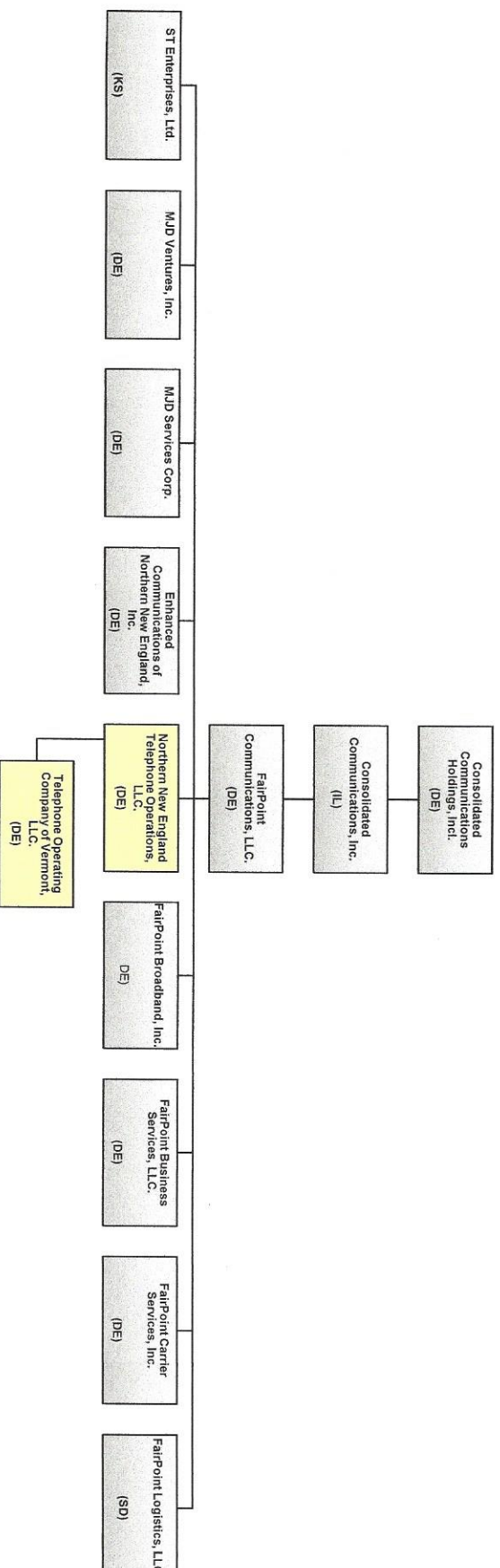


Changes:

1. CCES becomes an LLC.
2. CCPA, LLC, moves under CCI, Inc.

Consolidated Communications Holdings, Inc. & Subsidiaries

Corporate Legal Entity Chart @ 12/31/17

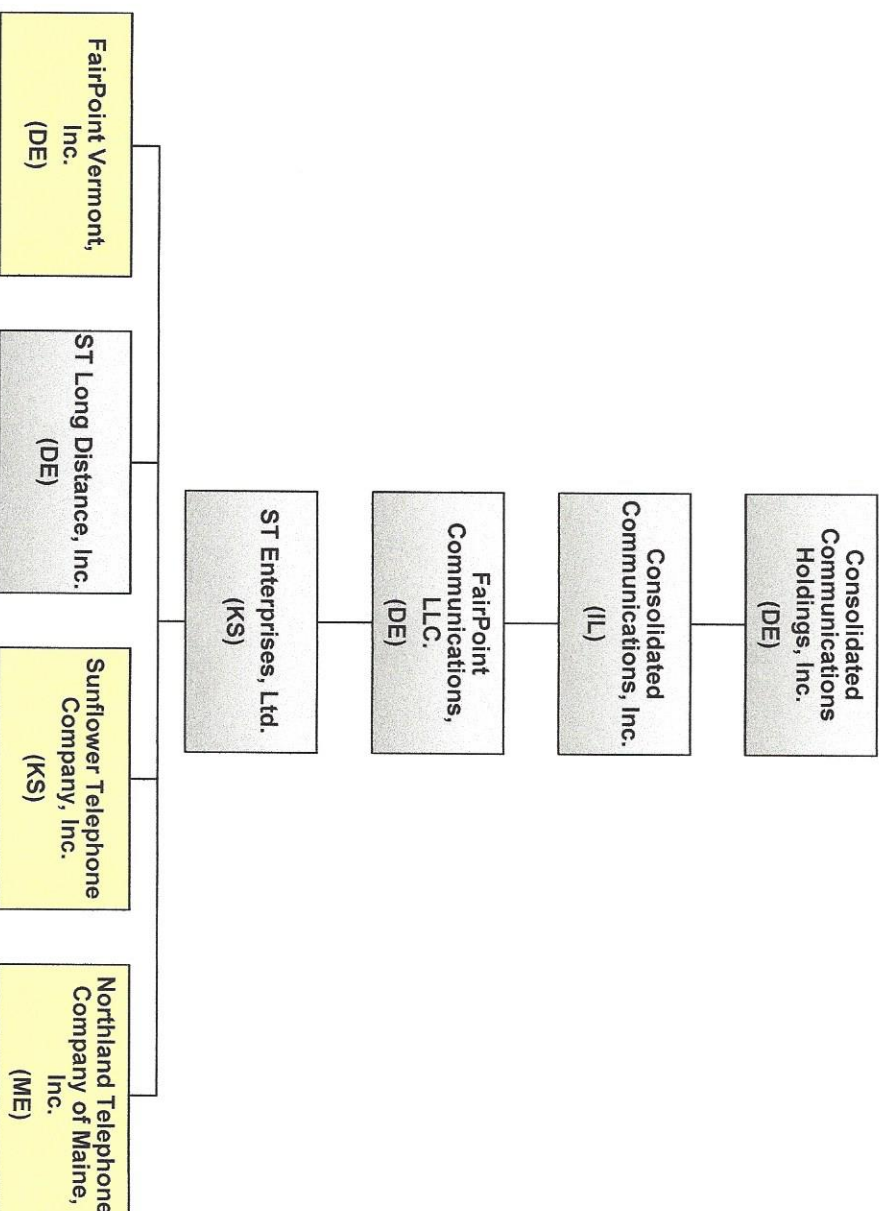


Changes:

1. Northern New England Telephone Operations, LLC. becomes a subsidiary of CCI
2. Enhanced Communications of NNE, Inc. merges into CCES
3. FPT BB, FPT BS, FPT CXR and FPT LGX merge into CCES
4. ST Ent, MJD Vent, and MJS Svc all dissolve once subsidiaries are transferred
5. NNETO named is changed to Consolidated Communications of Northern New England Company, LLC.
6. TOCV named is changed to Consolidated Communications of Vermont Company, LLC.

Consolidated Communications Holdings, Inc. & Subsidiaries

Corporate Legal Entity Chart @ 12/31/17

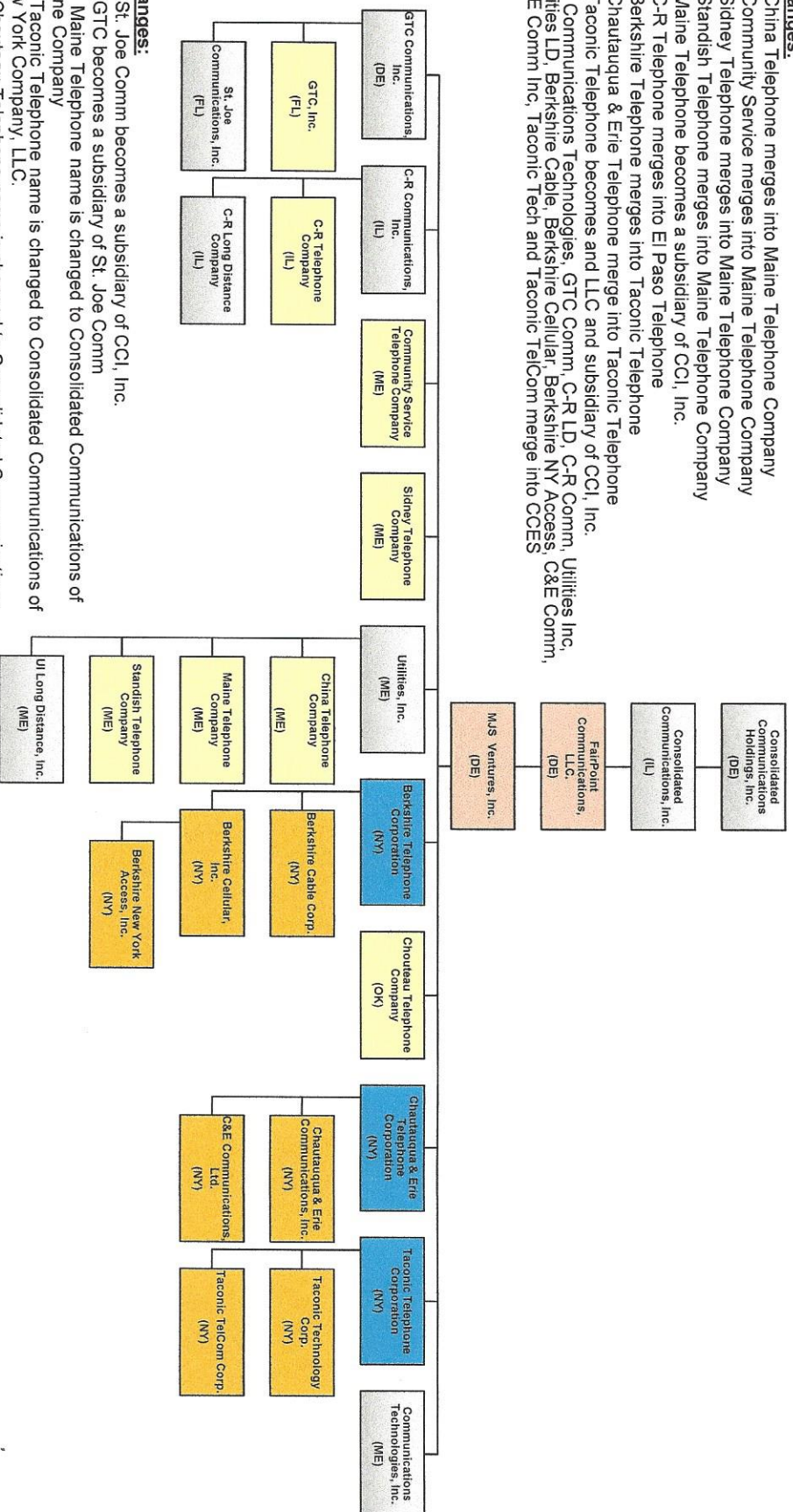


Changes:

1. FairPoint Vermont, Inc. becomes a subsidiary of CCI, Inc.
2. Sunflower Telephone Company, Inc. becomes a subsidiary of CCI, Inc.
3. Northland Telephone merges into Maine Telephone Company
4. ST Long Distance, Inc. merges into CCES
5. FairPoint Vermont name is changed to Consolidated Communications of Northland Company
6. Sunflower Tel name is changed to Consolidated Communications of Kansas Company
7. ST Enterprises Ltd. is dissolved

Corporate Legal Entity Chart @ 12/31/17

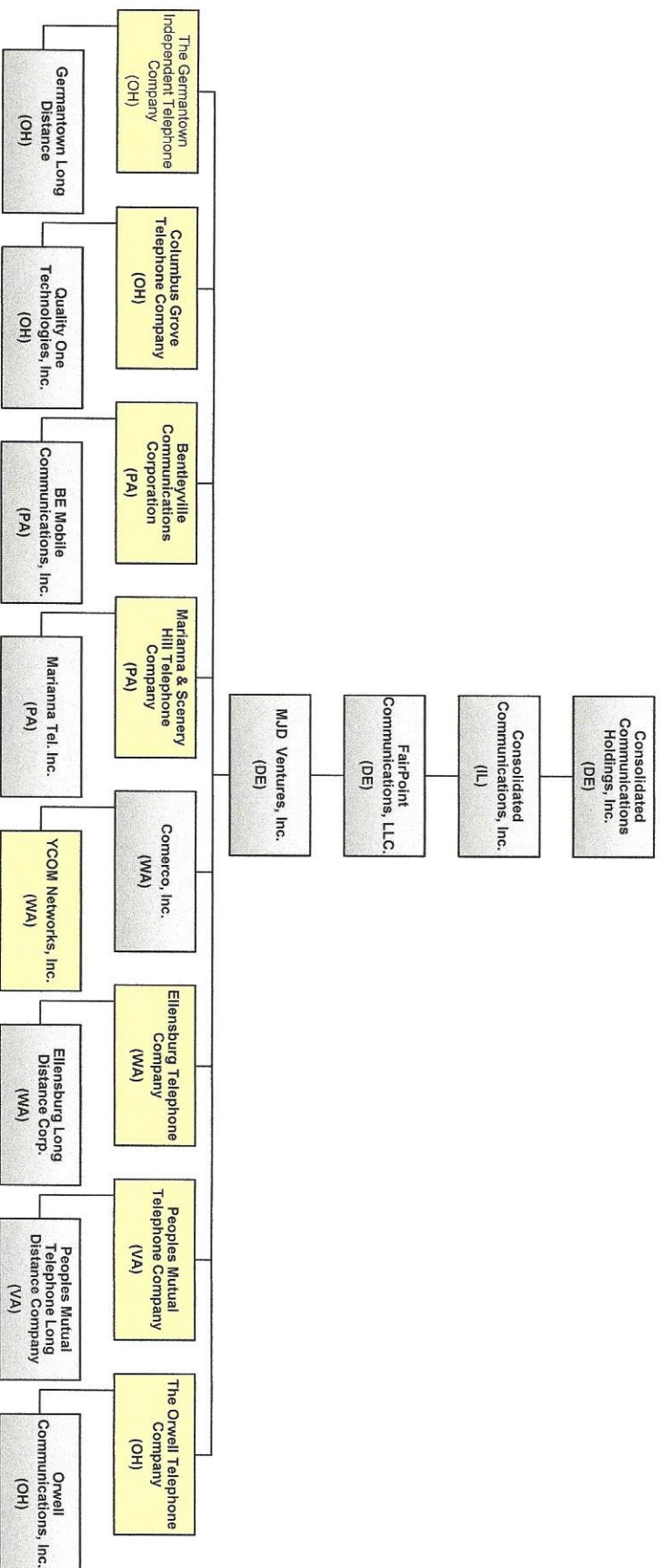
1. China Telephone merges into Maine Telephone Company
2. Community Service merges into Maine Telephone Company
3. Sidney Telephone merges into Maine Telephone Company
4. Standish Telephone merges into Maine Telephone Company
5. Maine Telephone becomes a subsidiary of CCI, Inc.
6. C-R Telephone merges into El Paso Telephone
7. Berkshire Telephone merges into Taconic Telephone
8. Chautauqua & Erie Telephone merge into Taconic Telephone
9. Taconic Telephone becomes and LLC and subsidiary of CCI, Inc.
10. Communications Technologies, GTC Comm, C-R LD, C-R Comm, Utilities LD, Berkshire Cable, Berkshire Cellular, Berkshire NY Access, C&E Comm Inc, Taconic Tech and Taconic TelComm merge into CCES



11. St. Joe Comm becomes a subsidiary of CCL, Inc.
12. GTC becomes a subsidiary of St. Joe Comm
13. Maine Telephone name is changed to Consolidated Communications of Maine Company
12. Taconic Telephone name is changed to Consolidated Communications of New York Company, LLC.
13. Chouteau Telephone name is changed to Consolidated Communications of Oklahoma
14. St. Joe Comm name is changed to Consolidated Communications of St. Joe Company, LLC.
15. GTC, Inc. named is changed to Consolidated Communications of Florida Company, LLC.
16. MJD Ventures, Inc. is dissolved

Consolidated Communications Holdings, Inc. & Subsidiaries

Corporate Legal Entity Chart @ 12/31/17

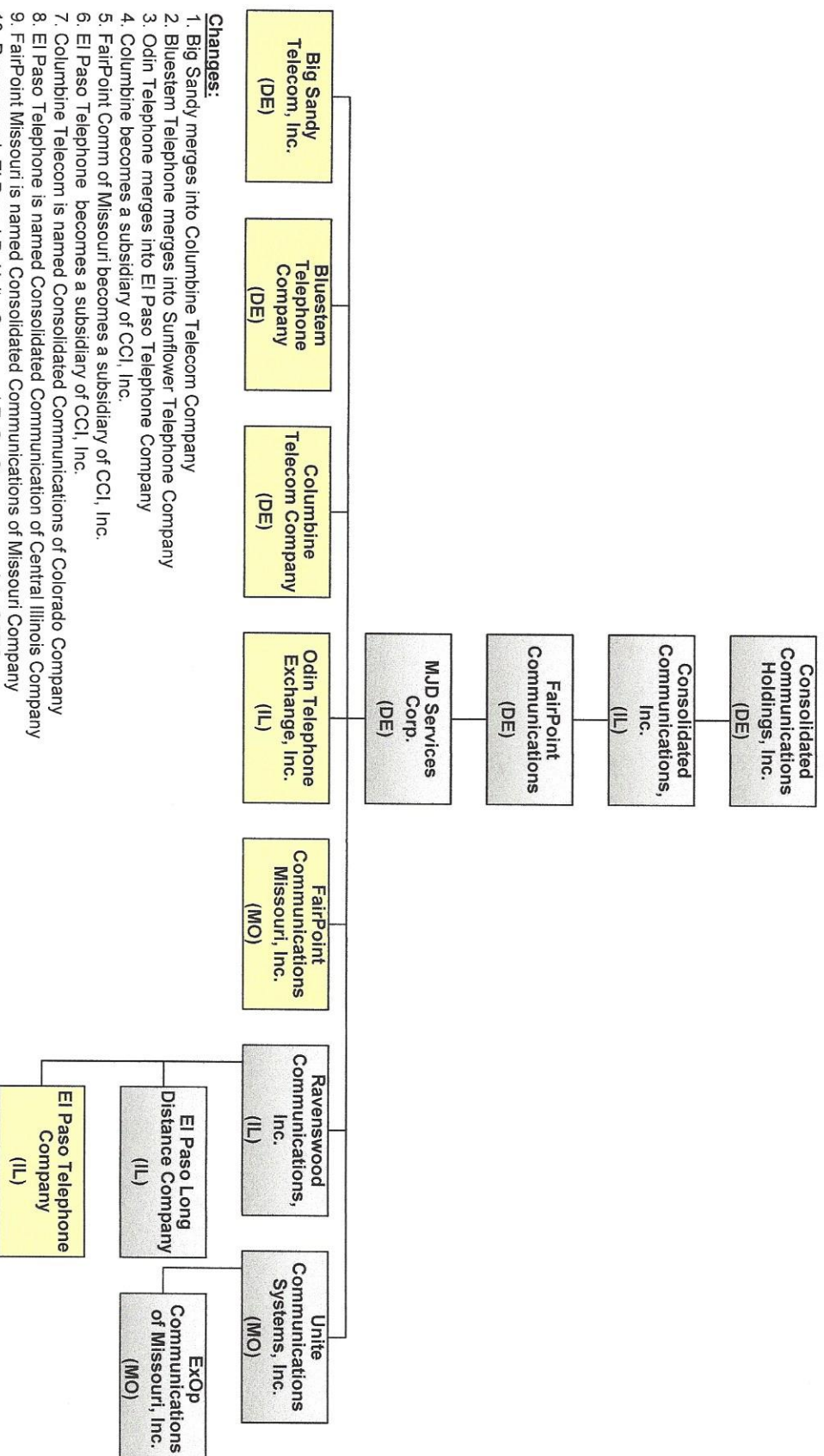


Changes:

1. Columbus Grove Telephone merges into Orwell Telephone
2. Germantown Telephone merges into Orwell Telephone
3. Bentleyville Comm merges into CCPA, LLC.
4. Marianna & Scenery Hill Tel. merges into CCPA, LLC.
5. YCOM Networks merges into Ellensburg Telephone
6. Orwell Telephone becomes a subsidiary of CCI, Inc.
5. Comerco, Inc. becomes an LLC, and subsidiary of CCI, Inc.
6. Ellensburg Telephone becomes an LLC, and subsidiary of Comerco, LLC.
7. Orwell Telephone, LLC, is named Consolidated Communications of Ohio Company, LLC
8. Ellensburg Telephone is named Consolidated Communication of Washington Company, LLC.
9. Peoples Mutual is sold to Riverstreet
10. Germantown LD, Quality One, BE Mobile, Marianna Tel, Ellensburg LD and Orwell Comm merge into CCES
11. MJD Ventures is dissolved

Consolidated Communications Holdings, Inc. & Subsidiaries

Corporate Legal Entity Chart @ 12/31/17



Consolidated Communications Holdings, Inc. & Subsidiaries

Corporate Legal Entity Chart – Post Consolidation

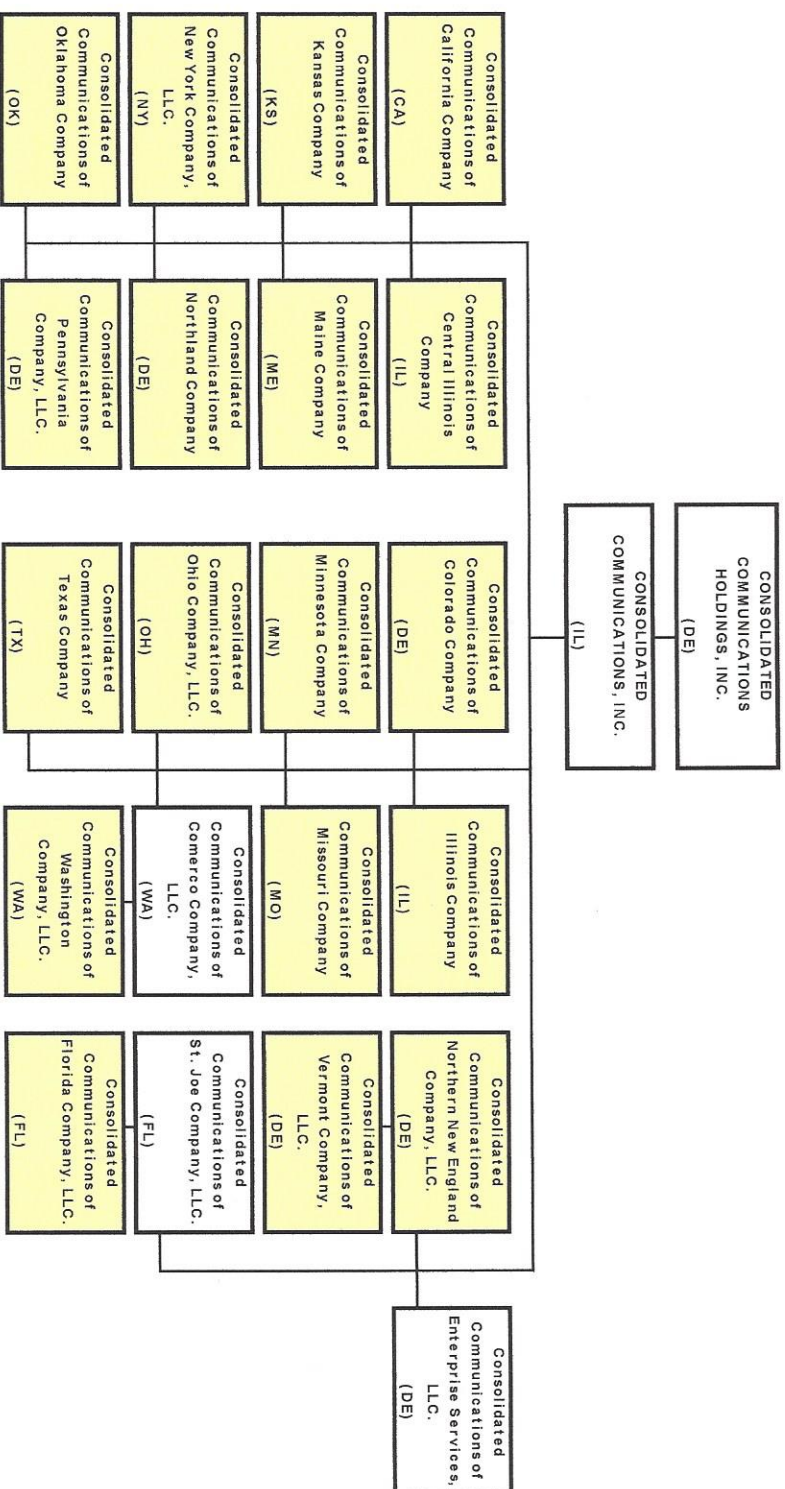


EXHIBIT B

SCHEDULE 2.2 - LEGAL DESCRIPTION OF AMERICUS, CEDAR POINT, AND SAFFORDVILLE EXCHANGES

AMERICUS, KANSAS EXCHANGE AREA

Beginning at a point 1/2 mile north and 1/2 mile west of the southeast corner of Section 17, T14S, R10E, Wabaunsee County, Kansas; thence east 7 miles; thence south 6 3/4 miles to a point 1/4 mile south and 1/2 mile east of the northwest corner of Section 21, T15S, R11E, Lyon County; thence west 3 1/4 miles; thence south 3 1/4 miles; thence east 1 1/2 miles; thence south 2 1/4 miles; thence east 1/2 mile; thence south 3/4 mile; thence west 1/2 mile; thence south 3/4 mile; thence east 3/4 mile; thence south 1 mile; thence east 3/8 mile; thence south 1 3/8 miles; thence east 3/8 mile; thence south 1 5/8 miles; thence east 1 mile; thence south 2 1/2 miles; thence east 1/4 mile; thence south 1 3/4 miles; thence west 7/16 mile; thence south 9/16 mile; thence west 3/16 mile; thence south 1 7/16 miles; thence west 5/8 mile; thence south 7/8 mile; thence west 1/2 mile; thence south 1/4 mile to a point 1/4 mile west and 3/8 mile north of the southeast corner of Section 20, T18S, R11E; thence west 1 1/2 miles; thence south 1/8 mile; thence west approximately 3/8 mile to the Neosho River; thence westerly along said river to a point 1/4 mile east of the west side of Section 24, T18S, R10E; thence south approximately 1/2 mile to a point 1/4 mile north and 1/4 mile east of the southwest corner of Section 24, T18S, R10E; thence west 1 mile; thence north 1/2 mile; thence west 4 miles; thence north 3/4 mile; thence west 1 3/4 miles; thence north 1/2 mile; thence west 1/2 mile; thence north 2 miles to the northwest corner of Section 2, T18S, R9E; thence east 3 miles; thence north 2 miles; thence east 1 1/2 miles; thence north 1 mile; thence west 1/2 mile; thence north 1 mile; thence west 1/8 mile; thence north 1/2 mile; thence east 1/8 mile; thence north 1/2 mile; thence west 1/4 mile; thence north 1 mile; thence west 1/2 mile; thence north 1 mile; thence west 1 1/4 miles; thence north 5 miles; thence east 1/2 mile; thence north 6 1/2 miles; thence east 1 mile; thence north 3 miles to a point of beginning.

CEDAR POINT, KANSAS EXCHANGE AREA

Beginning at a point 1/2 mile north and 1/4 mile east of the southwest corner of Section 6, T20S, R7E, Chase County, Kansas; thence south 2 3/4 miles; thence east 2 1/4 miles; thence south approximately 4 miles to a point 1/4 mile south of the north line of Section 9, T21S, R7E; thence east approximately 3/4 mile to a point 1/2 mile east and 1/4 mile south of the northwest corner of Section 10, T21S, R7E; thence south 1 1/4 miles; thence east 1 mile; thence south 6 miles; thence west 9 miles to a point 1/2 mile west and 1/2 mile south of the northeast corner of Section 17, T22S, R6E; thence north 1 1/4 miles; thence west 1 mile; thence north 3/4 mile to a point 1/2 mile north and 1/2 mile east of the southwest corner of Section 6, T22S, R6E, Chase County; thence west 2 miles to a point 1/2 mile west and 1/2 mile south of the northeast corner of Section 2, T22S, R5E, Marion County; thence north 4 miles; thence west 1 mile; thence north approximately 2 1/2 miles to a point 1/2 mile west of the northeast corner

of Section 3, T21S, R5E; thence to a point $\frac{5}{16}$ mile east of the southwest corner of Section 34, T20S, R5E; thence north $3\frac{3}{4}$ miles; thence east $1\frac{3}{16}$ miles; thence north 1 mile to a point $\frac{1}{4}$ mile south and $\frac{1}{2}$ mile west of the northeast corner of Section 11, T20S, R5E, Marion County; thence east 4 miles to a point $\frac{1}{2}$ mile east and $\frac{1}{4}$ mile south of the northwest corner of Section 9, T20S, R6E, Chase County; thence north $1\frac{1}{2}$ miles; thence east $1\frac{3}{4}$ miles; thence south $\frac{3}{4}$ mile; thence east 2 miles to the point of beginning.

SAFFORDVILLE, KANSAS EXCHANGE AREA

Beginning at a point $\frac{1}{4}$ mile east and $\frac{1}{2}$ mile north of the southwest corner of Section 18, T18S, R10E, Lyon County, Kansas; thence south $3\frac{7}{16}$ miles; thence west $\frac{5}{16}$ mile; thence south $12\frac{1}{16}$ miles; thence west approximately $2\frac{1}{4}$ miles to Bloody Creek; thence in a northwesterly direction along said creek to a point $\frac{1}{4}$ mile east of the west side of Section 21, T20S, R9E; thence north approximately 6 miles to Peyton Creek; thence in a northwesterly direction along said creek to a point $\frac{1}{8}$ mile east of the west side of Section 18, T19S, R9E; thence north approximately $5\frac{5}{8}$ miles to a point $\frac{1}{2}$ mile north and $\frac{1}{8}$ mile east of the southwest corner of Section 18, T18S, R9E; thence east $\frac{5}{8}$ mile; thence north $2\frac{3}{4}$ miles to a point $\frac{1}{4}$ mile north and $\frac{1}{4}$ mile west of the southeast corner of Section 31, T17S, R9E, Morris County; thence east $\frac{3}{4}$ mile; thence north $\frac{1}{4}$ mile; thence east $1\frac{1}{2}$ miles; thence south $\frac{1}{2}$ mile to the Morris-Chase County line; thence east along said county line 1 mile to the northeast corner of Section 3, T18S, R9E, Chase County; thence south 2 miles; thence east $\frac{1}{2}$ mile; thence south $\frac{1}{2}$ mile; thence east $1\frac{3}{4}$ miles to the point of beginning.