

SECRETARY'S RECORD, NEBRASKA PUBLIC SERVICE COMMISSION

BEFORE THE NEBRASKA PUBLIC SERVICE COMMISSION

In the matter of the application of)
Consolidated Telephone Company, Lincoln,) Application No. C-495
Nebraska, and Grassland Communications, Corp.,)
Lincoln, Nebraska, for a Certificate of Public)
Convenience and Necessity for the Acquisition) GRANTED
of Stock of Consolidated Telephone Company by)
Grassland Communications, Corp., Resulting in)
a Change of Controlling Interest in Consoli-)
dated Telephone Company.) Entered: June 5, 1984

APPEARANCES: For the applicants
Larry Carstenson, Attorney
P.O. Box 167
Aurora, Nebraska 68818

OPINION AND FINDINGS

BY THE COMMISSION:

By joint application filed February 14, 1984, Consolidated Telephone Company, Lincoln, Nebraska and Grassland Communications Corp., Lincoln, Nebraska seek a Certificate of Public Convenience and Necessity for the acquisition of stock of Consolidated Telephone Company by Grassland Communications, Corp.

Notice of the filing of the application was published pursuant to the provisions of the Commission's Rules and Regulations. No protest was filed.

Pursuant to notice required by law, public hearing was held on the application on April 17, 1984 at 8:00 a.m. in the Commission Hearing Room, Lincoln, Nebraska with appearance as shown.

Upon consideration of the application, the evidence adduced at the hearing and being fully advised, the Commission is of the opinion and finds that:

1. Consolidated Telephone Company is a Nebraska Corporation with its principal place of business in Lincoln, Nebraska it is engaged in the telephone business as a common carrier serving exchanges located at Anselmo, Arthur, Brewster, Brownlee, Dunning, Halsey, Hyannis, Merna, Mullen, Purdom, Seneca and Thedford.

2. Grassland Communications, Corp. is a Nebraska corporation with its principal place of business in Lincoln, Nebraska.

3. Consolidated has issued and outstanding 1,000 shares of common stock with ownership as follows:

Name	No. of Shares
Clifford E. Thompson	612
Patricia Seeley	2
Craig E. Thompson	70
L. Rodney Thompson	70
G. Scott Thompson	70
Wendy T. Fast	101

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<u>Name</u>	<u>No. of Shares</u>
Anne W. Thompson	25
Carol J. Thompson	25
Sally Thompson	25

4. Except for Patricia Seeley, all stockholders of Consolidated propose to transfer their shares to Grassland in exchange for preferred and common shares of Grassland as follows:

<u>Name</u>	<u>No. of Shares</u>
Clifford E. Thompson	8,568 preferred
Craig E. Thompson	980 common
L. Rodney Thompson	980 common
G. Scott Thompson	980 common
Wendy T. Fast	1,414 common
Anne W. Thompson	350 common
Carol J. Thompson	350 common
Sally Thompson	350 common

5. There will be no significant change in the stockholders, officers or directors of Consolidated. Grassland was formed in order to further the estate planning of the principal stockholders of Consolidated and also to continue the controlling interest in Consolidated in persons who devote their full working time in the telephone industry and who have knowledge and experience in operating the company.

6. The application is in the public interest and is of advantage to persons to whom service is to be rendered and should be granted.

ORDER

IT IS THEREFORE ORDERED by the Nebraska Public Service Commission that application No. C-495 be and it is hereby granted and Grassland Communications, Corp. be and it is hereby authorized to acquire a controlling interest in the stock of Consolidated Telephone Company.

IT IS FURTHER ORDERED that this order be and it is hereby made the Commission's Official Certificate of Public Convenience and Necessity to Grassland Communications, Corp. to acquire controlling interest in the stock of Consolidated Telephone Company.

MADE AND ENTERED at Lincoln, Nebraska, this 5th day of May, 1984.

NEBRASKA PUBLIC SERVICE COMMISSION.

COMMISSIONERS CONCURRING:

Duane D. Gay

Harold D. Simpson
Chairman

ATTEST:

Terrence L. Kubick
Executive Secretary