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FCC Mail Room

June 23, 2009

VIA OVERNIGHT MAIL

Marlene H. Dortch, Secretary
Federal Communications Commission
Office of the Secretary
9300 East Hampton Drive
Capitol Heights, MD 20743

Re: WC Docket No. 08-71, Petition for Waiver of Midcontinent Communications (study area codes 389011 and 399005).

Dear Ms. Dortch:

Pursuant to Federal Communications Commission Rule 1.3, enclosed for filing is an original and five (5) copies of Midcontinent Communications' Petition for Waiver of FCC Rule Section 54.307(c).

Please acknowledge receipt of this filing by date-stamping the extra copy of this filing and returning it to me in the enclosed self-addressed stamped envelope.

Please address any inquiries or further correspondence about this filing to my attention at the contact information below.

Sincerely,

Patrick L. Phipps

Patrick Phipps
Senior Director – QSI Consulting, Inc.
Consultant to Midcontinent Communications
3504 Sundance Dr.
Springfield, IL 62711
217-726-7334 (office)
727-372-5592 (fax)
ppphipps@qsiconsulting.com

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**Before the
FEDERAL COMMUNICATIONS COMMISSION
Washington, D.C. 20554**

Received & Inspected
JUN 25 2009
FCC Mail Room

In the Matter of)	
)	
Petition for Waiver of Universal Service High-Cost Filing Deadlines)	WC Docket No. 08-71
)	
Federal-State Joint Board on Universal Service)	CC Docket No. 96-45
)	
Midcontinent Communications)	
)	
Petition for Waiver of Section 54.307(c) of the Commission's Rules)	
_____)	

PETITION FOR WAIVER

Midcontinent Communications¹ (hereafter "Midcontinent" or "the Company"), pursuant to Section 1.3 of the Federal Communications Commission's ("FCC" or "Commission") rules, hereby requests a waiver of Sections 54.307(c)(2) and 54.802(a) of the Commission's rules.² Specifically, Midcontinent requests that the Commission waive the September 30, 2008 filing deadline for Midcontinent's loop counts, which were filed one day after the filing deadline established for filing such information with the Universal Service Administration Company ("USAC"), and direct USAC to accept and apply Midcontinent's line count data submitted for its September 30, 2008 quarterly update so that Midcontinent can receive the universal service support for which it qualifies. There is good cause for waiving this rule under the specific circumstances described in this petition, and granting the requested waiver is in the public interest.

¹ Service provider number 143001179. Study area code numbers 389011 and 399005.

² 47 C.F.R. § 54.307(c)(2). ("No later than September 30th of each year, submit data as of March 31st of the existing calendar year.")

I. Background

Midcontinent Communications is a 50/50 partnership between Midcontinent Media and Comcast Corporation (with each party holding their interests through intermediate companies), with Midcontinent Media serving as the managing partner responsible for all operations.

Midcontinent offers cable service, high speed Internet and telephone service across North Dakota and South Dakota, and to some customers in Minnesota. The Company serves more than 80,000 telephone customers and more than 250,000 customers for all of its services combined. These customers reside in both rural and urban areas. Midcontinent uses its cable platform, in conjunction with its own telephone switch, to provide all of its services, thereby providing a facilities-based alternative to the incumbent local exchange telephone company.

Midcontinent is an eligible telecommunications carrier in the states of South Dakota and North Dakota.³ The Company was designated as an Eligible Telecommunications Carrier (“ETC”) by the South Dakota Public Utilities Commission in June 2004⁴ and by the North Dakota Public Service Commission in July 2005.⁵ Midcontinent uses the support funds it receives as an ETC “only for the provision, maintenance, and upgrading of facilities and services for which the support is intended.”⁶ To receive universal service support as a competitive ETC pursuant to 47 C.F.R. § 54.307, Midcontinent must file a report (known as the FCC Form 525) with USAC indicating the number of working loops it serves in a service area according to a schedule set forth in 47 C.F.R. § 54.307(c).⁷ This schedule requires competitive ETCs to submit a FCC Form 525 by September 30th of each year for loop data as of March 31 of the existing

³ “[O]nly an eligible telecommunications carrier [(ETC)] designated under section 214(e) shall be eligible to receive specific Federal universal service support.” 47 U.S.C. § 254(e).

⁴ South Dakota Public Utilities Commission Docket TC 04-004.

⁵ North Dakota Public Service Commission Docket PU-05-272.

⁶ *Id.*

⁷ 47 C.F.R. § 54.307(b).

calendar year.⁸ Waivers of these filing deadlines can be sought under Section 1.3 of the FCC's rules which state that "provisions of this chapter may be suspended, revoked, amended, or waived for good cause shown, in whole or in part, at any time by the Commission..."⁹

Midcontinent hereby requests a waiver, pursuant to Section 1.3, of FCC rule 54.307(c)(2) which establishes a September 30, 2008 filing deadline for loop data as of March 31, 2008, and direct USAC to accept Midcontinent's Form 525 with March 31, 2008 loop data that was filed with the USAC one day after the filing deadline.

II. Good Cause Exists For Granting Midcontinent's Waiver Petition

A. Midcontinent's waiver petition addresses a special circumstance and Midcontinent filed the required data very shortly after the filing deadline

Historically, Midcontinent's Form 525s have been filed with USAC in a timely manner. To the best of the company's knowledge, the September 30, 2008 filing deadline at issue in Midcontinent's waiver petition is the first and only filing deadline the Company missed since becoming an ETC in 2004. On September 30, 2008, the Company employee responsible for filing Form 525s, Kristi Putnam (Sr. Accountant),¹⁰ fell ill and was unable to attend work that day.¹¹ It is unusual for Ms. Putnam to be ill, as evidenced by her excellent attendance record while employed by Midcontinent.¹² Ms. Putnam promptly filed Midcontinent's Form 525 (with loop data as of March 31, 2008) the next day when she returned to work. As a result,

⁸ 47 C.F.R. § 54.307(c)(2).

⁹ 47 C.F.R. § 1.3.

¹⁰ See Exhibit A to Petition, Declaration of Kristi Putnam.

¹¹ See Exhibit D to Petition which is an extract from Midcontinent's payroll system showing that Kristi Putnam missed work for illness during the relevant time period. The acronyms PTO and EIP on that exhibit stand for "Paid Time Off" and "Extended Illness Pay," respectively.

¹² Ms. Putnam missed only four days of work for illness in 2008. Two of those days (September 29th and 30th) correspond to the illness which led to Midcontinent missing the September 30, 2008 filing deadline.

Midcontinent filed its loop data for March 31, 2008 on October 1, 2008 – one day after the September 30, 2008 filing deadline.¹³ Because the Company’s data was filed one day after the filing deadline, USAC has determined that Midcontinent’s universal service support payment for the fourth quarter of 2008 is \$0.¹⁴

Waivers of filing deadlines under 47 C.F.R. § 54.307 have previously been granted when “special circumstances” have been demonstrated.¹⁵ Those circumstances have included “administrative oversights,” such as the failure of a company to file on time because the employee responsible for the filing was assigned temporarily to other duties.¹⁶ Waivers also have been granted “[i]n instances where carriers have filed the required data shortly after filing deadlines...”¹⁷ Both of these factors apply to Midcontinent’s waiver petition. The Company filed the required data after the filing deadline because of an unexpected illness that happened to coincide with the filing deadline. Not only is it unusual for the Company employee responsible for filing Form 525s to miss work due to illness, it is even more rare for this to occur on a filing deadline (as evidenced by the fact that the instance at issue in Midcontinent’s waiver petition is the only time it has ever happened). Moreover, an employee illness is a matter beyond the

¹³ See Exhibit B to Petition, which consists of an email exchange between USAC and Midcontinent showing that Midcontinent filed its Form 525 on October 1, 2008. See also Exhibit E to the Petition, which is the Form 525 Midcontinent filed on October 1, 2008.

¹⁴ See Exhibit C, email dated November 25, 2008 from Elizabeth Pertsevoi (Assistant Manager, High Cost – USAC) to Kristi Putnam (Midcontinent) indicating that because Midcontinent’s “line counts for 4Q (due 9/30) were received late, so your 4Q payment is \$0.”

¹⁵ *Petitions for Waiver of Universal Service High-Cost Filing Deadlines; Federal-State Joint Board on Universal Service, Grande Communications Networks, Inc. Petition for Waiver of Sections 54.307(c) and 54.802(a) of the Commission’s Rules, et al.*, Order in WC Docket No. 08-71, CC Docket No. 96-45, DA 09-883, released April 21, 2009 (“*USF Filing Deadline Waiver Order*”), ¶ 15 (“Although our rules require that data must be received by the applicable deadline, we find that petitioners have demonstrated that, in these special circumstances, there is good cause to waive the filing deadlines.”) See also *Federal-State Joint Board on Universal Service; FiberNet, LLC; Petition for Waiver of FCC Rule Section 54.307(c)(4)*, Opinion in CC Docket No. 96-45, 20 FCC Rcd 20316, DA 05-3290, 2005 FCC LEXIS 6980 at ¶ 6, released December 23, 2005 (“*FiberNet Waiver Order*”) (“FiberNet’s March 30 data was late due to its employee resigning, a one-time occurrence.”)

¹⁶ *USF Filing Deadline Waiver Order*, ¶¶ 7-8. One of the petitions granted in that order was based on the temporary reassignment of the responsible employee. *Id.* at n. 18 (citing *Westex Petition for Waiver*).

¹⁷ *USF Filing Deadline Waiver Order*, ¶ 18. See also *FiberNet Waiver Order*, ¶ 6 (“FiberNet’s delay in filing the line count report was caused by unique circumstances, was brief, and the error was promptly cured...”)

control of a filing entity, unlike the reassignment of the responsible employee. Given that Midcontinent filed the required data one day after the filing deadline, it is clear that the Company “filed the required data shortly after [the] filing deadlines...” The FCC has previously granted waivers for data filed one day after the filing deadline¹⁸ (as is the case with Midcontinent’s petition), and also has granted waivers to ETCs who did not act as quickly to rectify the error.¹⁹

B. Midcontinent has revised its internal procedures to ensure future compliance

Due to Midcontinent missing the September 30, 2008 filing deadline by one day, Midcontinent has revised its internal filing procedures to ensure that similar problems do not arise in the future. Specifically, Midcontinent has implemented a procedure whereby Mary Lohnes (Midcontinent Regulatory Affairs Manager) will provide back-up support for Ms. Putnam (or the person primarily responsible for filing Midcontinent’s Form 525s) if Ms. Putnam is unable to submit the filing. Midcontinent’s new procedure also involves including Form 525 filing deadlines on the Company’s Microsoft® “Outlook Task Calendar” so that automatic reminders are provided of impending filing deadlines, as well as including Form 525 filing deadlines on weekly project reports provided by Ms. Putnam to her supervisor (Nancy Vogel – Midcontinent Director of Revenue Assurance). This new procedure should ensure that filing deadlines are not missed in the future for a reason similar to that which is the subject of Midcontinent’s waiver petition, and Midcontinent commits to complying with its revised internal filing procedures.

¹⁸ *Federal-State Joint Board on Universal Service, Benton/Linn Wireless, LLC, Petition for Waiver of Section 54.307(c) of the Commission’s Rules*, Order in CC Docket No. 96-45, 20 FCC Rcd 19212, ¶ 19.

¹⁹ *USF Filing Deadline Waiver Order*, ¶18, referencing waivers granted for data filed three to five business days after the filing deadline.

Waivers similar to that filed by Midcontinent have been granted in the past when petitioners have shown that they have revised their internal procedures to ensure future compliance with filing deadlines.²⁰ Further, petitions have been granted when petitioners commit to complying with these revised internal procedures.²¹ Midcontinent's petition clears both of these hurdles.

C. Midcontinent has made reasonable and good faith attempts to comply with filing deadlines

As explained above, the missed filing deadline that is the subject of Midcontinent's waiver petition is the first time the Company has missed a filing deadline under 47 C.F.R. § 54.307 since being designated as an ETC. This track record shows that Midcontinent makes reasonable and good faith attempts to comply with the filing deadlines. Further, Midcontinent made reasonable and good faith attempts to comply with the September 30, 2008 filing deadline that is subject to Midcontinent's waiver petition, and was working to comply with the filing deadline prior to Ms. Putnam's unexpected illness. The missed deadline was caused by an unusual circumstance, and Midcontinent immediately remedied the problem by filing the required data one day after the filing deadline.

Waivers have previously been granted "where carriers have made reasonable and good faith attempts to comply with filing deadlines."²² Midcontinent's track record of past compliance, its quick response to remedy the situation, and the steps it took to comply with the

²⁰ See, e.g., *USF Filing Deadline Waiver Order*, ¶ 15 ("Specifically, we find that waivers are warranted because the petitioners either promptly filed the required data and have revised their internal procedures to ensure compliance with the Commission's rules, or made a reasonable and good faith attempt to comply with the Commission's rules before the application deadlines.")

²¹ *USF Filing Deadline Waiver Order*, ¶ 18 ("In granting other waiver requests, the Commission has found that carriers must comply with their commitments to revise their internal procedures to ensure that their filings will be accurately and timely submitted.")

²² *USF Filing Deadline Waiver Order*, ¶ 19.

deadline prior to the unexpected illness is evidence of Midcontinent's reasonable and good faith attempts to comply.

D. Granting Midcontinent's waiver request is in the public interest

The universal service support that Midcontinent receives is used for the provision, maintenance, and upgrading of facilities and services for which the support is intended.²³ This support is necessary to ensure Midcontinent's ability to deliver quality services and upgrade facilities in high-cost areas, including advanced services.²⁴ On the other hand, loss of this support could create a hardship for the Company in high-cost areas and undermine its ability to invest in its network and maintain adequate services.²⁵ Given that universal service support assists Midcontinent in offering competitive choice and quality telecommunications services to consumers in high-cost areas, a strict application of the filing deadline in this particular situation would be contrary to the goals of the Telecommunications Act of 1996 and the FCC's implementing rules and orders. Further, granting Midcontinent's petition would not create a hardship for USAC or harm other funding recipients.²⁶ Therefore, granting Midcontinent's petition is in the public interest.

²³ 47 U.S.C. § 254(e).

²⁴ *FiberNet Waiver Order*, ¶ 7 ("Likewise, the requested waiver would enable FiberNet to continue interrupted its efforts to maintain and promote access to advanced services in its rural, insular, and high-cost areas.")

²⁵ *FiberNet Waiver Order*, ¶ 7 ("we find that the loss of universal service support could cause significant hardship in the rural, insular, and high-cost areas served by FiberNet. The loss of funding could undermine FiberNet's investments in its network, and thus its ability to ensure that customers have and maintain access to adequate services.")

²⁶ *FiberNet Waiver Order*, ¶ 6 ("FiberNet's delay in filing the line count report...did not create any hardship for USAC or other funding recipients.")

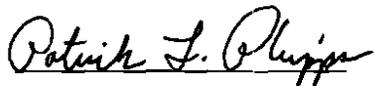
III. Conclusion

For the reasons explained above, Midcontinent has shown that good cause exists to grant its requested waiver of section 54.307(c)(2) of the Commission's rules. The special circumstances which led to Midcontinent filing its Form 525 after the filing deadline was a one-time occurrence and the Company acted promptly to rectify the error. With this one exception, Midcontinent has an impeccable record of timely filings and made reasonable and good faith attempts to meet the September 30, 2008 filing deadline. Further, the Company has revised its internal procedures to ensure future compliance with the filing deadlines and commits to adhering to its new procedure. Finally, a strict application of the filing deadline in the particular situation raised by Midcontinent's waiver petition would not be in the public interest and could be detrimental to the Company's ability to bring competitive choice and quality services to customers in the high-cost areas it serves.

Respectfully submitted this 23rd day of June, 2009.

On behalf of Midcontinent Communications

By its consultants, QSI Consulting, Inc.



Patrick Phipps
Senior Director
QSI Consulting, Inc.
3504 Sundance Dr.
Springfield, IL 62711
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EXHIBIT A

**Before the
FEDERAL COMMUNICATIONS COMMISSION
Washington, D.C. 20554**

In the Matter of)	
)	
Petition for Waiver of Universal Service High-Cost Filing Deadlines)	WC Docket No. 08-71
)	
Federal-State Joint Board on Universal Service)	CC Docket No. 96-45
)	
Midcontinent Communications)	
)	
Petition for Waiver of Section 54.307(c) of the Commission's Rules)	
_____)	

**Declaration of Kristi Putnam
on behalf of Midcontinent Communications**

1. My name is Kristi Putnam. My business address is 3901 N. Louise Ave., Sioux Falls, South Dakota 57107. I currently serve as Senior Accountant for Midcontinent Communications ("Midcontinent" or "the Company"). The statements in this declaration are based on my personal knowledge.
2. I am responsible for filing Midcontinent's Form 525s in accordance with the filing deadlines of FCC Rule 54.307(c)¹ so that the Company can receive high-cost universal service support. I have held this responsibility for approximately three (3) years and, with the single exception raised by Midcontinent's waiver petition, I have filed all of the Company's Form 525s consistent with the deadlines. Further, Midcontinent has been filing Form 525s since becoming an Eligible Telecommunications Carrier ("ETC") in

¹ 47 C.F.R. § 54.307(c).

Exhibit A
Midcontinent Communications'
Petition for Waiver

2004, and to the company's knowledge, has filed all Form 525s by the filing deadlines with the exception of the September 30, 2008 filing deadline. As the employee responsible for filing the Form 525s for the Company, I can say with first-hand knowledge that Midcontinent takes very seriously its responsibility to file its line counts with the Universal Service Administration Company ("USAC") in a timely fashion and appreciates the large amounts of data that USAC routinely processes.

3. Midcontinent's Form 525 with loop data as of March 31, 2008 was due on September 30, 2008. Unfortunately, I fell ill that week and was out of work on Monday September 29th and Tuesday September 30th. As a result, the Company's loop data was not filed on September 30, 2008. I returned to work the next day on Wednesday October 1, 2008, and promptly filed the required data that same day.²
4. My attendance record shows that missing a day of work, and more specifically missing a day of work on a filing deadline, is an unusual circumstance. I missed a total of four (4) days of work in 2008 for illness, and two of those "sick days" (September 29th and 30th) led to Midcontinent missing the September 30, 2008 filing deadline.³ Before September 30, 2008, I never had been ill on a filing deadline date.
5. Due to Midcontinent filing its March 31, 2008 loop count data one day after the filing deadline, Midcontinent has put in place new internal procedures to ensure compliance

² See, Exhibit B to Petition, which consists of an email exchange between USAC and Midcontinent showing that Midcontinent filed its Form 525 on October 1, 2008. See also, Exhibit E to the Petition which is the Form 525 Midcontinent filed on October 1, 2008.

³ See Exhibit D to Petition which is an extract from Midcontinent's payroll system showing that I missed work for illness during the relevant time period. The acronyms PTO and EIP on that exhibit stand for "Paid Time Off" and "Extended Illness Pay," respectively.

with future filing deadlines. Specifically, Midcontinent has implemented a procedure whereby Mary Lohnes (Midcontinent Regulatory Affairs Manager) will provide back-up support for Ms. Putnam (or the person primarily responsible for filing Midcontinent's Form 525s) if Ms. Putnam is unable to submit the filing. Midcontinent's new procedure also involves including Form 525 filing deadlines on the Company's Microsoft® "Outlook Task Calendar" so that automatic reminders are provided of impending filing deadlines, as well as including Form 525 filing deadlines on weekly project reports provided by Ms. Putnam to her supervisor (Nancy Vogel – Midcontinent Director of Revenue Assurance). As the employee responsible for timely-filed Form 525s, I commit to employing all best efforts to comply with the revised procedure to ensure compliance with future filing deadlines.

6. This concludes my declaration.

I declare under penalty of perjury that the foregoing is true and correct.

Dated: June 13, 2009

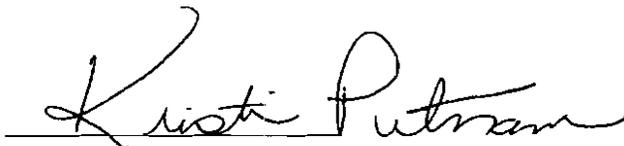


EXHIBIT B

Exhibit B
Midcontinent Communications'
Petition for Waiver

From: Elizabeth Pertsevoi [mailto:email redacted]
Sent: Wed 6/10/2009 1:04 PM
To: Kristi Putnam
Subject: RE: Midcontinent Communications

Kristi –
See attached. You're correct.

Elizabeth Pertsevoi
Program Manager, High Cost
Universal Service Administrative Company
[contact information redacted]

From: HC FILINGS [mailto:HCfilings@telcordia.com]
Sent: Friday, June 05, 2009 4:27 PM
To: Elizabeth Pertsevoi
Cc: Garfield, David; Postigo, Fedor; HC FILINGS
Subject: FW: Midcontinent Communications

Elizabeth,

The first filing was received on 10/1/2008 at 7:08 PM, please see attached.

Please let me know if I can be of further assistance.

Regards,

Corina

From: Garfield, David
Sent: Friday, June 05, 2009 3:34 PM
To: Graham, Corina B
Subject: FW: Midcontinent Communications

Corina,

Can you look into this?

Thanks.
David

Exhibit B
Midcontinent Communications'
Petition for Waiver

From: Elizabeth Pertsevoi [mailto:email redacted]
Sent: Friday, June 05, 2009 3:33 PM
To: Garfield, David
Cc: Graham, Corina B
Subject: RE: Midcontinent Communications

Corina or David –

Can you please answer my question below? The carrier is being very impatient. Thanks.

Elizabeth Pertsevoi
Program Manager, High Cost
Universal Service Administrative Company
[contact information redacted]

From: Elizabeth Pertsevoi
Sent: Friday, May 22, 2009 4:00 PM
To: 'Garfield, David'
Subject: FW: Midcontinent Communications

David –

Can you please have someone confirm what the receipt date for the first of submission for 389011 for the 3Q2008 filing (due 9/30/08) was? As the carrier shows below, all we can see is the receipt date for the most recent. Thanks.

Elizabeth Pertsevoi
Program Manager, High Cost
Universal Service Administrative Company
[contact information redacted]

From: Kristi Putnam [mailto:email redacted]
Sent: Friday, May 22, 2009 3:30 PM
To: Elizabeth Pertsevoi
Subject: RE: Midcontinent Communications

Elizabeth, wasn't the first report received on 10/1/8?

[image redacted by sender]

EXHIBIT C

Exhibit C
Midcontinent Communications'
Petition for Waiver

From: Elizabeth Pertsevoi [mailto:email redacted]
Sent: Tuesday, November 25, 2008 3:21 PM
To: Kristi Putnam
Subject: RE: Midcontinent Communications

Kristi –

It appears that it was processed; however, your line counts for 4Q (due 9/30) were received late, so your 4Q payment is \$0.

Elizabeth Pertsevoi
Assistant Manager, High Cost
Universal Service Administrative Company
[contact information redacted]

From: Kristi Putnam [mailto:Kristi_Putnam@mml.net]
Sent: Tuesday, November 25, 2008 1:52 PM
To: Elizabeth Pertsevoi
Subject: RE: Midcontinent Communications

This document is showing that we are getting \$28,033 for October. I'm guessing that the adjustment hasn't been processed for October?

From: Elizabeth Pertsevoi [mailto:email redacted]
Sent: Tuesday, November 11, 2008 10:15 AM
To: Kristi Putnam
Subject: RE: Midcontinent Communications

Kristi –

I've been told that this adjustment is being handled in the current disbursements that will be released at the end of this month. Thanks for your patience.

Elizabeth Pertsevoi
Assistant Manager, High Cost
Universal Service Administrative Company
[contact information redacted]

Exhibit C
Midcontinent Communications'
Petition for Waiver

From: Kristi Putnam [mailto:Kristi_Putnam@mmi.net]
Sent: Thursday, November 06, 2008 12:45 PM
To: Elizabeth Pertsevoi
Subject: Midcontinent Communications

Elizabeth, will this be adjusted?

From: Kristi Putnam
Sent: Thursday, September 04, 2008 10:13 AM
To: 'Elizabeth Pertsevoi'
Subject: RE:

['HCFilings@HCL.universalservice.org'](mailto:HCFilings@HCL.universalservice.org)

on 8-28-8

From: Elizabeth Pertsevoi [mailto:email redacted]
Sent: Thursday, September 04, 2008 8:42 AM
To: Kristi Putnam
Subject: RE:

Kristi –

Can you please let me know what period the revised line count you reference below was for (the as of date) and how/where you sent it? Thanks.

Elizabeth Pertsevoi

Assistant Manager, High Cost
Universal Service Administrative Company
[contact information redacted]

From: Kristi Putnam [mailto:Kristi_Putnam@mmi.net]
Sent: Wednesday, September 03, 2008 2:21 PM
To: HC Info
Subject:

I had sent in a correction for the line count for this period. Have you received it from last week? My count was overstated in error.

SPIN

143001179

Exhibit C
Midcontinent Communications'
Petition for Waiver

Study Area Code 389011
Study Area Name Midcontinent Communications

Based on lines as of 9/30/07 your monthly 1Q08 payment was: \$[redacted]
Based on lines as of 12/31/07 your monthly 2Q08 payment was: \$[redacted]
Based on lines as of 3/31/08 your monthly 3Q08 payment is: \$[redacted]
Based on lines as of 12/31/07 and 3/31/08
your 1Q08 payment should have been: \$[redacted]

	1Q08 Monthly Payment Was	1Q08 Payment Should Have Been	True-Up Amount
Jan 2008	\$[redacted]	\$[redacted]	\$[redacted]
Feb 2008	\$[redacted]	\$[redacted]	\$[redacted]
Mar 2008	\$[redacted]	\$[redacted]	\$[redacted]
		Adjustments:	\$[redacted]
		1Q08 True-up:	\$[redacted]
		July 3Q08 payment:	\$[redacted]
		** July 3Q08 Payment + 1Q08 True-up:	\$[redacted]

Kristi Putnam / Accounting
Midcontinent Communications
(605) 357-5482 (phone)
(605) 357-5480 (fax)
kristi_putnam@mimi.net

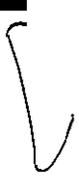


EXHIBIT D

Exhibit D
Midcontinent Communications'
Petition for Waiver

DEPARTMENT OF REVENUE PAYROLL
PAYROLL ENDING:

10/4/2008

NON-EXEMPT EMPLOYEES

EE#	NAME	REG HOURS	OT HOURS	REG. 5% shift	OT 5% shift	REG 10% shift	OT 10% shift	REG 15% shift	OT 15% shift	PTO HOURS	EIP HOURS	WGC HOURS	HOL	HHW	HHW Shift	TOTAL HOURS
1		78	0								2	0	0	0		80
3		74	0								6	0	0	0		80
4	4613 PUTNAM KRISTI	45.5	0								13	6.5	0	0		65
		79	0								1	0	0	0		80
			0								0	0	0	0		0
		80	0								0	0	0	0		80
	SUBTOTAL	276.5	0	0	0	0	0	0	0	0	22	6.5	0	0		305
EXEMPT EMPLOYEES																
15		80									0	0	0	0		80
		80									0	0	0	0		80
		80									0	0	0	0		80
16		80									0	0	0	0		80
	SUBTOTAL	320									0	0	0	0		320

EXHIBIT E

Exhibit E
Midcontinent Communications'
Petition for Waiver

From: Kristi Putnam [mailto:Kristi_putnam@mml.net]
Sent: Wednesday, October 01, 2008 6:08 PM
To: HC FILINGS
Subject: Midcontinent Communications
Attachment: 525 ND-9-30-08 HCM send.xls (713 KB)

This e-mail and any attachments may be privileged and confidential and protected from disclosure. If the reader of this message is not the intended recipient, or an employee or agent responsible for delivering this message to the intended recipient, you are hereby notified that any disclosure, copying, distribution or use of this e-mail and any attachments is strictly prohibited. If you have received this e-mail in error, please notify us immediately by returning it to the sender and deleting it from your computer system. Thank you for your cooperation.

COMPETITIVE CARRIERS HIGH COST DATA SUBMISSION

(1) Quarterly Submission Date:	9/30/08
--------------------------------	---------

(2) USAC Service Provider Identification Number (SPIN):	143001179
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(3) Company Study Area Code: (First time filers leave blank and a Study Area Code will be assigned)	389011
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(4) Study Area Name:	Midcontinent Communications
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(5) Company Legal Name:	Midcontinent Communications
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(6) Filer 499 ID:	802284
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Check Box if this is a new address/contact from a previous data submission:

(7) Mailing Address:	3901 N. Louise Ave./Sioux Falls, SD 57107		
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(8) Contact Name:	Kristi Putnam	(9) Title:	Accounting
-------------------	---------------	------------	------------

(10) Telephone Number:	(605) 357-5482
------------------------	----------------

(11) E-mail Address:	kristi_putnam@mmi.net
----------------------	-----------------------

Do Not Write in this Area:
 For Administrator's Use Only

(12) Mechanism for which you are requesting support:	(13) Lines Reported as of:	(14) Type of Filing		(15) Worksheet to Complete
		Original	Revision	
High Cost Loop Support (HCL)				Complete HCL and LSS
Local Switching Support (LSS)				Complete HCL and LSS
Interstate Common Line Support (ICLS)	6/30/2008	x		Complete ICLS Worksheet
High Cost Model Support (HCM)	3/31/2008	X		Complete HCM Worksheet
Interstate Access Support (IAS)				Complete IAS Worksheet

HIGH COST MODEL (HCM) LINE COUNT WORKSHEET

(2) USAC Service Provider Identification Number (SPIN):	143001179	Do Not Write in this Area: For Administrator's Use Only
(3) Company Study Area Code:	389011	
(4) Study Area Name:	Midcontinent Communications	
(13) Lines Reported as of:	3/31/2008	
(14) Type of Filing:	Original	

Complete one row for each Wire Center.

(33) Incumbent Carrier Name	(34) Incumbent Carrier SAC	(35) ETC Designation	(36) Wire Center CLLI Code	(37) Wire Center Name	(38) Total Lines
Qwest Corporation	385144	Y	Wire Center Redacted	Wire Center Redacted	[line counts redacted]
Qwest Corporation	385144	Y	Wire Center Redacted	Wire Center Redacted	[line counts redacted]
Qwest Corporation	385144	Y	Wire Center Redacted	Wire Center Redacted	[line counts redacted]
Qwest Corporation	385144	Y	Wire Center Redacted	Wire Center Redacted	[line counts redacted]
Qwest Corporation	385144	Y	Wire Center Redacted	Wire Center Redacted	[line counts redacted]
Qwest Corporation	385144	Y	Wire Center Redacted	Wire Center Redacted	[line counts redacted]
Qwest Corporation	385144	Y	Wire Center Redacted	Wire Center Redacted	[line counts redacted]
Qwest Corporation	385144	Y	Wire Center Redacted	Wire Center Redacted	[line counts redacted]
Qwest Corporation	385144	Y	Wire Center Redacted	Wire Center Redacted	[line counts redacted]
Qwest Corporation	385144	Y	Wire Center Redacted	Wire Center Redacted	[line counts redacted]
Qwest Corporation	385144	Y	Wire Center Redacted	Wire Center Redacted	[line counts redacted]
Qwest Corporation	385144	Y	Wire Center Redacted	Wire Center Redacted	[line counts redacted]
Qwest Corporation	385144	Y	Wire Center Redacted	Wire Center Redacted	[line counts redacted]
TOTAL					[line counts redacted]

Use an additional sheet if necessary.

INTERSTATE ACCESS SUPPORT (IAS) LINE COUNT WORKSHEET

(2) USAC Service Provider Identification Number (SPIN):	143001179	Do Not Write in this Area: For Administrator's Use Only
(3) Company Study Area Code:	389011	
(4) Study Area Name:	Midcontinent Communications	
(13) Lines Reported as of:	6/30/2008	
(14) Type of Filing:	Original	

(39) Incumbent Carrier Name	(40) Incumbent Carrier SAC	(41) ETC Designation	Number of Lines								(50) Total Lines
			Zone 1		Zone 2		Zone 3		Zone 4		
			(42) Residence & Single Line Business	(43) Multi-line Business	(44) Residence & Single Line Business	(45) Multi-line Business	(46) Residence & Single Line Business	(47) Multi-line Business	(48) Residence & Single Line Business	(49) Multi-line Business	
Qwest Corporation	385144	Y	[line counts redacted]	[line counts redacted]	[line counts redacted]						
TOTAL											[line counts redacted]

Use an additional sheet if necessary.

UNBUNDLED NETWORK ELEMENTS REPORTING

(2) USAC Service Provider Identification Number (SPIN):	143001179	Do Not Write in this Area For Administrator's Use Only
(3) Company Study Area Code:	389011	
(4) Study Area Name:	Midcontinent Communications	

Complete one worksheet for each study area of a Path 1 rural incumbent carrier in which the competitive carrier is reporting lines and uses unbundled network elements ("UNEs") to serve the reported lines. The competitive carrier must separately identify the number of UNE loops, UNE price per loop, any port and vertical services costs included in the UNE loop price, number of loops receiving UNE switching service, the UNE switching price per minute and number of switching minutes.

(51) Incumbent Carrier Name: _____
 (52) Incumbent Carrier Study Area Code: _____

Please provide the following information for Path 1 Rural Incumbent Carrier Study Areas:

(53) UNE Zone	Loops w/o Port Cost		Loops w/ Ports		Vertical Services		Switching		
	(54) No. of Loops	(55) Price per loop	(56) No. of ports	(57) Price/port	(58) No. of loops w/ Vertical Services	(59) Price for vertical services on each loop	(60) No. of loops with switching	(61) No. of switching minutes	(62) Price/minute
Zone 1									
Zone 2									
Zone 3									
Zone 4									
Zone 5									

Complete one worksheet for each study area of a Path 2 or Path 3 rural incumbent carrier in which the competitive carrier is reporting lines and uses unbundled network elements ("UNEs") to serve the reported lines. For each incumbent study area, list the name of each disaggregation zone. If the disaggregation zone includes more than one UNE zone, please report the lines in each UNE zone per disaggregation zone on a separate row. The competitive carrier must separately identify the number of UNE loops, UNE price per loop, any port and vertical services costs included in the UNE loop price, number of loops receiving UNE switching service, the UNE switching price per minute and number of switching minutes.

Please provide the following information for Path 2 and Path 3 rural incumbent carrier study areas:

(63) UNE Zone Name	(64) Disaggregation Zone Name	(65) UNE type	(66) Quantity	(67) Price	(68) Minutes
		Loops without port costs			
		Ports			
		No. of loops w/ Vertical Services			
		No. of loops w/ switching			
		Loops without port costs			
		Ports			
		No. of loops w/ Vertical Services			
		No. of loops w/ switching			
		Loops without port costs			
		Ports			
		No. of loops w/ Vertical Services			
		No. of loops w/ switching			
		Loops without port costs			
		Ports			
		No. of loops w/ Vertical Services			
		No. of loops w/ switching			

FCC Form 525
 High Cost Mechanism
 Competitive Carrier Line Count Report

FCC Form 525
 OMB Control No. 3060-0986
 January 2005

TO BE COMPLETED BY THE REPORTING CARRIER, IF THE REPORTING CARRIER IS FILING FCC FORM 525 ON ITS OWN BEHALF:

Certification of Officer or Employee as to the Accuracy of the Data Reported in FCC Form 525, Line Count Report for Competitive Carriers, on Behalf of Reporting Carrier					
I certify that I am an officer or employee of the reporting carrier; my responsibilities include ensuring the accuracy of the actual line count data reported on FCC Form 525; and, to the best of my knowledge, the information reported on this form is accurate.					
Name of Reporting Carrier: Midcontinent Communications					
Service Provider Identification Number: 143001179					
Signature of authorized officer or employee:					9/30/2008
Printed name of authorized officer or employee: Nancy Vogel					
Title or position of authorized officer or employee: Director of Revenue Assurance					
Telephone number of authorized officer or employee: (605) 357-5485 - ext.					
Study Area Code of Reporting CETC	389011		Filing Due Date for this form (mm/dd/yyyy) 9-30-8		
Persons willfully making false statements on this form can be punished by fine or forfeiture under the Communications Act of 1934, 47 U.S.C. §§ 502, 503(b), or fine or imprisonment under Title 18 of the United States Code, 18 U.S.C. § 1001.					

TO BE COMPLETED BY THE REPORTING CARRIER, IF AN AGENT IS FILING FOR THIS FORM ON THE CARRIER'S BEHALF.

Certification of Officer or Employee to Authorize an Agent to File FCC Form 525, Line Count Report for Competitive Carriers, on Behalf of Reporting Carrier			
I certify that (Name of Agent) _____ is authorized to submit the information reported on FCC Form 525 on behalf of the reporting carrier. I also certify that I am an officer or employee of the reporting carrier; my responsibilities include ensuring the accuracy of the actual line count data provided to the authorized agent; and, to the best of my knowledge, the actual line count data provided to the authorized agent is accurate.			
Name of Authorized Agent:			
Name of Reporting Carrier: Midcontinent Communications			
Service Provider Identification Number:		143001179	
Signature of authorized officer or employee:			Date:
Printed name of authorized officer or employee:			
Title or position of authorized officer or employee:			
Telephone number of authorized officer or employee: () - ext.			
Study Area Code of Reporting CETC	389011	Filing Due Date for this form (mm/dd/yyyy)	
Persons willfully making false statements on this form can be punished by fine or forfeiture under the Communications Act of 1934, 47 U.S.C. 502, 503(b), or fine or imprisonment under Title 18 of the United States Code, 18 U.S.C. 1001.			

TO BE COMPLETED BY THE AUTHORIZED AGENT:

Certification of Agent Authorized to File FCC Form 525, Line Count Report for Competitive Carriers, on Behalf of Reporting Carrier			
I, as agent for the reporting carrier, certify that I am authorized to submit the information reported on FCC Form 525 on behalf of the reporting carrier; I have provided the line count data reported herein based on actual line count data provided by the reporting carrier; and, to the best of my knowledge, the information reported herein is accurate. I also certify that I will provide copies of the line count filing to the reporting carrier within 18 days.			
Name of Reporting Carrier: Midcontinent Communications			
Name of Authorized Agent:			
Signature of authorized agent or employee of agent:			Date:
Printed name of authorized agent or employee of agent:			
Title or position of authorized agent or employee of agent:			
Telephone number of authorized agent: () - ext.			
Study Area Code of Reporting CETC	389011	Filing Due Date for this form (mm/dd/yyyy)	
Persons willfully making false statements on this form can be punished by fine or forfeiture under the Communications Act of 1934, 47 U.S.C. 502, 503(b), or fine or imprisonment under Title 18 of the United States Code, 18 U.S.C. 1001.			

FCC Form 525
High Cost Support Mechanism
Competitive Carrier Line Count Form

FCC Form 525
OMB Control No. 3060-0986
January 2005

NOTICE: Sections 54.307(b) and 54.802(a) of the Federal Communications Commission's rules requires all competitive eligible telecommunications carriers to provide line count information to USAC, the universal service Administrator, in order to be eligible to receive support. Pursuant to Sections 54.307(c) and 54.802(a), this information must be submitted by support mechanism on a quarterly basis in accordance with the incumbent carrier's line count reporting schedule. This collection of information stems from the Commission's authority under Section 254 of the Communications Act of 1934, as amended, 47 U.S.C. §254. The data in the form will be used to calculate the amount of support, if any, that each reporting carrier is eligible to receive from the High Cost support mechanisms.

We have estimated that each response to this collection of information will take, on average, 5 hours. Our estimate includes the time to read the instructions, look through existing records, gather and maintain the required data, and actually complete and review the form or response. If you have any comments on this estimate, or how we can improve the collection and reduce the burden it causes you, please write to the Federal Communications Commission, AMD-PERM, Washington, D.C. 20554, Paperwork Reduction Project (3060-0986). We also will accept your comments via the Internet if you send them to Judith-B.Herman@fcc.gov. Please DO NOT SEND COMPLETED DATA COLLECTION FORMS TO THIS ADDRESS.

Remember -- You are not required to respond to a collection of information sponsored by the Federal government, and the government may not conduct or sponsor this collection, unless it displays a currently valid Office of Management and Budget (OMB) control number. This collection has been assigned an OMB control number of 3060-0986.

The Commission is authorized under the Communications Act of 1934, as amended, to collect the information we request in this form. We will use the information that you provide to determine High Cost support amounts for competitive eligible telecommunications carriers. If we believe there may be a violation or potential violation of a statute or a Commission regulation, rule, or order, your form may be referred to the Federal, state, or local agency responsible for investigating, prosecuting, enforcing, or implementing the statute, rule, regulation, or order. In certain cases, the information in your form may be disclosed to the Department of Justice, court, or other adjudicative body when (a) the Commission; (b) any employee of the Commission; or (c) the United States government, is a party to a proceeding before the body or has an interest in the proceeding.

If you do not provide the information we request on this form, you are not eligible to receive support under the High Cost support mechanisms, 47.C.F.R. §§ 54.307 and 54.802.

The foregoing Notice is required by the Paperwork Reduction Act of 1995, P.L. No. 104-13, 44 U.S.C. § 3501, et seq.