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April 10, 2008



221 E. Fourth St.
P.O. Box 2301
Cincinnati, Ohio 45201-2301

08-493-TP-ATR
90-9301-TP-TRF

Ms. Renee Jenkins
Docketing Division Chief
The Public Utilities Commission of Ohio
180 East Broad Street
Columbus, Ohio 43215-3793

RE: Application for Authority to Transfer Certain Assets and Associated
Customers of CenturyTel Acquisition LLC to Cincinnati Bell Extended
Territories LLC

Dear Ms. Jenkins:

Enclosed for filing with the Commission, please find an original and ten copies of the ATR Application of Cincinnati Bell Extended Territories LLC and CenturyTel Acquisition LLC to transfer certain assets and associated customers from CenturyTel Acquisition LLC to Cincinnati Bell Extended Territories LLC. Cincinnati Bell Extended Territories LLC is already certified by the Commission to provide telecommunications services. CenturyTel Acquisition will retain its certification. Thus, there is no transfer of certificate involved in this transaction, only the transfer of customers and other assets from CenturyTel Acquisition to Cincinnati Bell Extended Territories.

Included with this Application are all of the Exhibits as outlined in the filing requirements found in section 4901:1-6-14 of the O.A.C.

Should you have any questions concerning this filing please do not hesitate to contact me on (513) 397-1354 or Kathy Reid on (513) 397-1296.

Sincerely,

D. Scott Ringo Jr.
Assistant Secretary and Director,
Regulatory Affairs

Attachments

This is to certify that the images appearing are an accurate and complete reproduction of a case file document delivered in the regular course of business.
Technician TM Date Processed 4/11/2008

The Public Utilities Commission of Ohio
TELECOMMUNICATIONS APPLICATION FORM for ROUTINE PROCEEDINGS
(Effective: 01/18/2008)

In the Matter of the Application of Cincinnati Bell Extended Territories LLC and CenturyTel Acquisition LLC for authority to transfer certain assets/customers of CenturyTel Acquisition LLC to Cincinnati Bell Extended Territories LLC)

TRF Docket No. 90-9301

Case No. 08 - 495 - TP - ATR

NOTE: Unless you have reserved a Case # or are filing a Contract, leave the "Case No" fields BLANK.

Name of Registrant(s) Cincinnati Bell Extended Territories LLC

DBA(s) of Registrant(s) _____

Address of Registrant(s) 221 East Fourth Street

Company Web Address CincinnatiBell.com

Regulatory Contact Person(s) Tom McCloud

Phone (513)397-1312 Fax _____

Regulatory Contact Person's Email Address tom.mccloud@cinbell.com

Contact Person for Annual Report Tom McCloud

Phone (513)397-1312

Address (if different from above) _____

Consumer Contact Information Tom McCloud

Phone (513)397-1312

Address (if different from above) _____

Motion for protective order included with filing? ☐ Yes ☒ No

Motion for waiver(s) filed affecting this case? ☐ Yes ☒ No [Note: Waivers may toll any automatic timeframe.]

Section I – Pursuant to Chapter 4901:11-6 OAC – Part I – Please indicate the Carrier Type and the reason for submitting this form by checking the boxes below. CMRS providers: Please see the bottom of Section II.

NOTES: (1) For requirements for various applications, see the identified section of Ohio Administrative Code Section 4901 and/or the supplemental application form noted.

(2) Information regarding the number of copies required by the Commission may be obtained from the Commission's web site at www.puco.ohio.gov under the docketing information system section, by calling the docketing division at 614-466-4095, or by visiting the docketing division at the offices of the Commission.

Carrier Type <input type="checkbox"/> Other (explain below)	<input type="checkbox"/> ILEC	<input checked="" type="checkbox"/> CLEC	<input type="checkbox"/> CTS	<input type="checkbox"/> AOS/IOS
Tier 1 Regulatory Treatment				
Change Rates within approved Range	<input type="checkbox"/> TRF 1-6-04(B) (0 day Notice)	<input type="checkbox"/> TRF 1-6-04(B) (0 day Notice)		
New Service, expanded local calling area, correction of textual error	<input type="checkbox"/> ZTA 1-6-04(B) (0 day Notice)	<input type="checkbox"/> ZTA 1-6-04(B) (0 day Notice)		
Change Terms and Conditions, Introduce non-recurring service charges	<input type="checkbox"/> ATA 1-6-04(B) (Auto 30 days)	<input type="checkbox"/> ATA 1-6-04(B) (Auto 30 days)		
Introduce or Increase Late Payment or Returned Check Charge	<input type="checkbox"/> ATA 1-6-04(B) (Auto 30 days)	<input type="checkbox"/> ATA 1-6-04(B) (Auto 30 days)		
Business Contract	<input type="checkbox"/> CTR 1-6-17 (0 day Notice)	<input type="checkbox"/> CTR 1-6-17 (0 day Notice)		
Withdrawal	<input type="checkbox"/> ATW 1-6-12(A) (Non-Auto)	<input type="checkbox"/> ATW 1-6-12(A) (Auto 30 days)		
Raise the Ceiling of a Rate	Not Applicable	<input type="checkbox"/> SLF 1-6-04(B) (Auto 30 days)		
Tier 2 Regulatory Treatment				
Residential - Introduce non-recurring service charges	<input type="checkbox"/> TRF 1-6-05(E) (0 day Notice)	<input type="checkbox"/> TRF 1-6-05(E) (0 day Notice)		
Residential - Introduce New Tariffed Tier 2 Service(s)	<input type="checkbox"/> TRF 1-6-05(C) (0 day Notice)	<input type="checkbox"/> TRF 1-6-05(C) (0 day Notice)	<input type="checkbox"/> TRF 1-6-05(C) (0 day Notice)	
Residential - Change Rates, Terms and Conditions, Promotions, or Withdrawal	<input type="checkbox"/> TRF 1-6-05(E) (0 day Notice)	<input type="checkbox"/> TRF 1-6-05(E) (0 day Notice)	<input type="checkbox"/> TRF 1-6-05(E) (0 day Notice)	
Residential - Tier 2 Service Contracts	<input type="checkbox"/> CTR 1-6-17 (0 day Notice)	<input type="checkbox"/> CTR 1-6-17 (0 day Notice)	<input type="checkbox"/> CTR 1-6-17 (0 day Notice)	
Commercial (Business) Contracts	Not Filed	Not Filed	Not Filed	
Business Services (see "Other" below)	Detariffed	Detariffed	Detariffed	
Residential & Business Toll Services (see "Other" below)	Detariffed	Detariffed	Detariffed	

Section I – Part II – Certificate Status and Procedural

Certificate Status	ILEC	CLEC	CTS	AOS/IOS
Certification (See Supplemental ACE form)		<input type="checkbox"/> ACE 1-6-10 (Auto 30 days)	<input type="checkbox"/> ACE 1-6-10 (Auto 30 days)	<input type="checkbox"/> ACE 1-6-10 (Auto 30 days)
Add Exchanges to Certificate	<input type="checkbox"/> ATA 1-6-09(C) (Auto 30 days)	<input type="checkbox"/> AAC 1-6-10(F) (0 day Notice)	CLECs must attach a current CLEC Exchange Listing Form	
Abandon all Services - With Customers	<input type="checkbox"/> ABN 1-6-11(A) (Non-Auto)	<input type="checkbox"/> ABN 1-6-11(A) (Auto 90 day)	<input type="checkbox"/> ABN 1-6-11(B) (Auto 14 day)	<input type="checkbox"/> ABN 1-6-11(B) (Auto 14 day)
Abandon all Services - Without Customers		<input type="checkbox"/> ABN 1-6-11(A) (Auto 30 days)	<input type="checkbox"/> ABN 1-6-11(B) (Auto 14 day)	<input type="checkbox"/> ABN 1-6-11(B) (Auto 14 day)
Change of Official Name (See below)	<input type="checkbox"/> ACN 1-6-14(B) (Auto 30 days)	<input type="checkbox"/> ACN 1-6-14(B) (Auto 30 days)	<input type="checkbox"/> CIO 1-6-14(A) (0 day Notice)	<input type="checkbox"/> CIO 1-6-14(A) (0 day Notice)
Change in Ownership (See below)	<input type="checkbox"/> ACO 1-6-14(B) (Auto 30 days)	<input type="checkbox"/> ACO 1-6-14(B) (Auto 30 days)	<input type="checkbox"/> CIO 1-6-14(A) (0 day Notice)	<input type="checkbox"/> CIO 1-6-14(A) (0 day Notice)
Merger (See below)	<input type="checkbox"/> AMT 1-6-14(B) (Auto 30 days)	<input type="checkbox"/> AMT 1-6-14(B) (Auto 30 days)	<input type="checkbox"/> CIO 1-6-14(A) (0 day Notice)	<input type="checkbox"/> CIO 1-6-14(A) (0 day Notice)
Transfer a Certificate (See below)	<input type="checkbox"/> ATC 1-6-14(B) (Auto 30 days)	<input type="checkbox"/> ATC 1-6-14(B) (Auto 30 days)	<input type="checkbox"/> CIO 1-6-14(A) (0 day Notice)	<input type="checkbox"/> CIO 1-6-14(A) (0 day Notice)
Transaction for transfer or lease of property, plant or business (See below)	<input type="checkbox"/> ATR 1-6-14(B) (Auto 30 days)	<input checked="" type="checkbox"/> ATR 1-6-14(B) (Auto 30 days)	<input type="checkbox"/> CIO 1-6-14(A) (0 day Notice)	<input type="checkbox"/> CIO 1-6-14(A) (0 day Notice)
Procedural				
Designation of Process Agent(s)	<input type="checkbox"/> TRF (0 day Notice)	<input type="checkbox"/> TRF (0 day Notice)	<input type="checkbox"/> TRF (0 day Notice)	<input type="checkbox"/> TRF (0 day Notice)

Section II – Carrier to Carrier (Pursuant to 4901:1-7), CMRS and Other

Carrier to Carrier	ILEC	CLEC		
Interconnection agreement, or amendment to an approved agreement	<input type="checkbox"/> NAG 1-7-07 (Auto 90 day)	<input type="checkbox"/> NAG 1-7-07 (Auto 90 day)		
Request for Arbitration	<input type="checkbox"/> ARB 1-7-09 (Non-Auto)	<input type="checkbox"/> ARB 1-7-09 (Non-Auto)		
Introduce or change c-t-c service tariffs,	<input type="checkbox"/> ATA 1-7-14 (Auto 30 day)	<input type="checkbox"/> ATA 1-7-14 (Auto 30 day)		
Introduce or change access service pursuant to 07-464-TP-COI	<input type="checkbox"/> ATA (Auto 30 day)			
Request rural carrier exemption, rural carrier suspension or modification	<input type="checkbox"/> UNC 1-7-04 or 1-7-05 (Non-Auto)	<input type="checkbox"/> UNC 1-7-04 or 1-7-05 (Non-Auto)		
Pole attachment changes in terms and conditions and price changes.	<input type="checkbox"/> UNC 1-7-23(B) (Non-Auto)	<input type="checkbox"/> UNC 1-7-05 (Non-Auto)		
CMRS Providers See 4901:1-6-15	<input type="checkbox"/> RCC (Registration & Change in Operations) (0 day)		<input type="checkbox"/> NAG (Interconnection Agreement or Amendment) (Auto 90 days)	
Other* (explain)				

*NOTE: During the interim period between the effective date of the rules and an Applicant's Detariffing Filing, changes to existing business Tier 2 and all toll services, including the addition of new business Tier 2 and all new toll services, will be processed as 0-day TRF filings, and briefly described in the "Other" section above.

All Section I and II applications that result in a change to one or more tariff pages require, at a minimum, the following exhibits. Other exhibits may be required under the applicable rule(s). ACN, ACO, AMT, ATC, ATR and CIO applications see the 4901:1-6-14 Filing Requirements on the Commission's Web Page for a complete list of exhibits.

Exhibit	Description:
A	The tariff pages subject to the proposed change(s) as they exist before the change(s)
B	The Tariff pages subject to the proposed change(s), reflecting the change, with the change(s) marked in the right margin.
C	A short description of the nature of the change(s), the intent of the change(s), and the customers affected.
D	A copy of the notice provided to customers, along with an affidavit that the notice was provided according to the applicable rule(s).

Section III. – Attestation

Registrant hereby attests to its compliance with pertinent entries and orders issued by the Commission.

AFFIDAVIT

Compliance with Commission Rules and Service Standards

I am an officer/agent of the applicant corporation, Cincinnati Bell Extended Territories LLC, and am authorized to make this statement on its behalf.
(Name)

I attest that these tariffs comply with all applicable rules, including the Minimum Telephone Service Standards (MTSS) Pursuant to Chapter 4901:1-5 OAC for the state of Ohio. I understand that tariff notification filings do not imply Commission approval and that the Commission's rules, including the Minimum Telephone Service Standards, as modified and clarified from time to time, supersede any contradictory provisions in our tariff. We will fully comply with the rules of the state of Ohio and understand that noncompliance can result in various penalties, including the suspension of our certificate to operate within the state of Ohio.

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

Executed on (Date) April 10, 2008 at (Location) 221 East Fourth Street, 103-1280

*(Signature and Title) /s/  Ass't Secy
& Director, Regulatory Affairs

(Date) April 10, 2008

- This affidavit is required for every tariff-affecting filing. It may be signed by counsel or an officer of the applicant, or an authorized agent of the applicant.

VERIFICATION

I, D. Scott Ringo Jr.

verify that I have utilized the Telecommunications Application Form for Routine Proceedings provided by the Commission and that all of the information submitted here, and all additional information submitted in connection with this case, is true and correct to the best of my knowledge.

*(Signature and Title)  Asst Secretary

(Date) April 10, 2008

-----*Verification is required for every filing. It may be signed by counsel or an officer of the applicant, or an authorized agent of the applicant.-----

Send your completed Application Form, including all required attachments as well as the required number of copies, to:

**Public Utilities Commission of Ohio
Attention: Docketing Division
180 East Broad Street, Columbus, OH 43215-3793**

Or

Make such filing electronically as directed in Case No 06-900-AU-WVR

Section III. – Attestation

Registrant hereby attests to its compliance with pertinent entries and orders issued by the Commission.

AFFIDAVIT

Compliance with Commission Rules and Service Standards

I am an officer/agent of the applicant corporation, _____, and am authorized to make this statement on its behalf.
(Name)

I attest that these tariffs comply with all applicable rules, including the Minimum Telephone Service Standards (MTSS) Pursuant to Chapter 4901:1-5 OAC for the state of Ohio. I understand that tariff notification filings do not imply Commission approval and that the Commission's rules, including the Minimum Telephone Service Standards, as modified and clarified from time to time, supersede any contradictory provisions in our tariff. We will fully comply with the rules of the state of Ohio and understand that noncompliance can result in various penalties, including the suspension of our certificate to operate within the state of Ohio.

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

Executed on (Date) _____ at (Location) _____

*(Signature and Title) _____

(Date) _____

- This affidavit is required for every tariff-affecting filing. It may be signed by counsel or an officer of the applicant, or an authorized agent of the applicant.

VERIFICATION

I, Stacey W. Goff
verify that I have utilized the Telecommunications Application Form for Routine Proceedings provided by the Commission and that all of the information submitted here, and all additional information submitted in connection with this case, is true and correct to the best of my knowledge.

*(Signature and Title) Stacey W. Goff SVP General Counsel & Asst Secy
CountryTel Acquisition

(Date) 4/8/08

*Verification is required for every filing. It may be signed by counsel or an officer of the applicant, or an authorized agent of the applicant.

Send your completed Application Form, including all required attachments as well as the required number of copies, to:

**Public Utilities Commission of Ohio
Attention: Docketing Division
180 East Broad Street, Columbus, OH 43215-3793**

Or

Make such filing electronically as directed in Case No 06-900-AU-WVR

EXHIBITS A & B

REVISED AND SUPERSEDED TARIFF SHEETS

The CenturyTel Acquisition LLC customers currently subscribe to business services that reflect services offered by Cincinnati Bell Extended Territories (CBET) LLC and these customers are located in areas already served by CBET, therefore there are no additions or revisions being made to CBET's Service Agreements or Tariffs.

EXHIBIT C

DESCRIPTION AND RATIONALE FOR TRANSACTION

Cincinnati Bell Extended Territories (CBET) LLC has entered into an asset purchase agreement, dated March 7, 2008, with CenturyTel Acquisition (CTA) LLC to acquire specific tangible and intangible assets, customer contracts, and system infrastructure of CTA in the Dayton, Ohio market. CBET will provide service to approximately 70 of CTA's business customers upon completion of the transaction. Pursuant to federal and state regulatory approvals this transfer of assets and customers would be complete by mid to late May of 2008.

With this transition, customers will receive the same rates, terms and conditions of service, and will continue to enjoy top quality services with performance that meets or exceeds that of the services they currently have. The CTA customers currently subscribe to business services that are similarly offered by CBET, therefore there are no additions or revisions being made to CBET's Service Agreements or Tariffs. These services include local and access services. CTA has a few customers that subscribe to measured service and CBET plans to migrate these customers to a flat rate service offering at no increase to the base price. No other CTA customers/services outside of the Dayton market will be affected and CTA will continue to operate in other markets within Ohio.

CBET is extremely well qualified to acquire and serve the approximately 70 transfer customers of CTA. CBET is authorized to provide local exchange telecommunications services in Ohio pursuant to certificate 90-9301 and will not need to amend its certificate. CBET is currently a company in good standing in the State of Ohio. A certificate of good standing along with a Secretary of State Certificate for both CBET and CTA are attached as Exhibit F.

Consistent with regulatory carrier change requirements, CTA's transfer customers were notified via direct mail of the transfer of their services to CBET and given the opportunity to switch to another service provider without penalty. A copy of that customer notice letter is attached hereto as Exhibit D. A copy of the affidavit attesting that the customer notice letter was transmitted is attached as Exhibit E.

EXHIBIT D

CUSTOMER NOTIFICATION LETTER



March 27, 2008

Dear CenturyTel Customer:

We have exciting news to report! On March 7, 2008, Cincinnati Bell Extended Territories LLC, agreed to acquire the Dayton, Ohio area assets of CenturyTel Acquisition LLC ("CenturyTel"), your current telecommunications provider.

As a result of the acquisition, your local exchange telephone service will automatically be transferred from CenturyTel to CBET on or about June 1, 2008, and CBET will become your new local exchange service provider. **Please note that you are not required to do anything to continue receiving the high-quality service and preferred rates you have come to expect.** There will be no change to your current rates or the terms and conditions of your service.

Please be aware that no charges will be assessed to your bill as a result of the transfer. Following the transfer, CBET will be responsible for any inquiries or concerns that may arise related to your service or billing.

We are confident you will be pleased with the outstanding service you will receive from CBET. We value your business and pledge our commitment to providing you with quality services and personalized customer care as we move forward. If you do not wish to receive service from CBET, please understand that you are free to choose another carrier before June 1, 2008 (subject to any contractual arrangements business customers may have with CenturyTel). If you have any questions about the transfer or CBET's services, please call a service representative at 937 610-0169.

Sincerely,

Kermit Lovelace
Director – Operations
Cincinnati Bell Extended Territories LLC

EXHIBIT E

AFFIDAVIT THAT CUSTOMER NOTIFICATION TOOK PLACE

CUSTOMER NOTICE AFFIDAVIT

STATE OF: OHIO

SS:

COUNTY OF: HAMILTON

AFFIDAVIT

I D. Scott Ringo Jr., am an officer of the applicant corporation, Cincinnati Bell Extended Territories LLC, and am authorized to make this statement on its behalf. I attest that customer notices accompanying this affidavit were sent to affected customers through direct mail on March 27, 2008, in accordance with Rule 4901:1-6-16, Ohio Administrative Code. I declare under penalty of perjury that the foregoing is true and correct.

Executed on 4/9/2008 221 E. Fourth Street, Cincinnati, Ohio 45201
(Date) (Location)

D. Scott Ringo Jr. Asst. Secy 4/8/08
(Signature and Title) (Date)

Subscribed and sworn to before me this 9th day of April, 2008.
(Date)

Joanett K. Brenzel
Notary Public
My Commission Expires:

JOANETT K. BRENZEL
ATTORNEY AT LAW
Notary Public, State of Ohio
My Commission Expires No Expiration
Section 147.96 R.C.

EXHIBIT F
SECRETARY OF STATE CERTIFICATES
AND
CERTIFICATES OF GOOD STANDING

**United States of America
State of Ohio
Office of the Secretary of State**

I, Jennifer Brunner, do hereby certify that I am the duly elected, qualified and present acting Secretary of State for the State of Ohio, and as such have custody of the records of Ohio and Foreign business entities; that said records show CINCINNATI BELL EXTENDED TERRITORIES LLC, an Ohio Limited Liability Company, Registration Number 1501234, was organized within the State of Ohio on November 18, 2004, is currently in FULL FORCE AND EFFECT upon the records of this office.



*Witness my hand and the seal of the
Secretary of State at Columbus, Ohio
this 25th day of March, A.D. 2008*

A handwritten signature in black ink, appearing to read "Jennifer Brunner", with a long horizontal flourish extending to the right.

Ohio Secretary of State

Validation Number: V200884M5120E



DATE:	DOCUMENT ID	DESCRIPTION	FILING	EXPED	PENALTY	CERT	COPY
11/24/2004	200432901404	MERGER/DOMESTIC (MER)	125.00	100.00	.00	.00	.00

Receipt

This is not a bill. Please do not remit payment.

FROST BROWN & TODD
10 W. BROAD ST., STE 1000
COLUMBUS, OH 43215

STATE OF OHIO CERTIFICATE

Ohio Secretary of State, J. Kenneth Blackwell

1501234

It is hereby certified that the Secretary of State of Ohio has custody of the business records for

CINCINNATI BELL EXTENDED TERRITORIES LLC

and, that said business records show the filing and recording of:

Document(s)

MERGER/DOMESTIC

Document No(s):

200432901404

United States of America
State of Ohio
Office of the Secretary of State

Witness my hand and the seal of
the Secretary of State at Columbus,
Ohio this 24th day of November,
A.D. 2004.

J. Kenneth Blackwell
Ohio Secretary of State

DATE:	DOCUMENT ID	DESCRIPTION	FILING	EXPED	PENALTY	CERT	COPY
11/24/2004	200432901404	MERGED OUT OF EXISTENCE (MEX)	.00	.00	.00	.00	.00

Receipt

This is not a bill. Please do not remit payment.

FROST BROWN & TODD
10 W. BROAD ST., STE 1000
COLUMBUS, OH 43215

STATE OF OHIO CERTIFICATE

Ohio Secretary of State, J. Kenneth Blackwell**1492653**

It is hereby certified that the Secretary of State of Ohio has custody of the business records for

CINCINNATI BELL EXTENDED TERRITORIES INC.

and, that said business records show the filing and recording of:

Document(s)

MERGED OUT OF EXISTENCE

Document No(s):

200432901404

United States of America
State of Ohio
Office of the Secretary of State

Witness my hand and the seal of
the Secretary of State at Columbus,
Ohio this 24th day of November,
A.D. 2004.

A handwritten signature in cursive script, reading "J. Kenneth Blackwell".

Ohio Secretary of State

**United States of America
State of Ohio
Office of the Secretary of State**

I, Jennifer Brunner, do hereby certify that I am the duly elected, qualified and present acting Secretary of State for the State of Ohio, and as such have custody of the records of Ohio and Foreign business entities; that said records show CENTURYTEL SOLUTIONS II, LLC, a Louisiana Limited Liability Company, Registration Number 1527264, filed on March 21, 2005, is currently in FULL FORCE AND EFFECT upon the records of this office.



*Witness my hand and the seal of the
Secretary of State at Columbus, Ohio
this 25th day of March, A.D. 2008*

A handwritten signature in cursive script, reading "Jennifer Brunner".

Ohio Secretary of State

Validation Number: V200884MC8E8C

200530002742

DATE	DOCUMENT ID	DESCRIPTION	FLING	EXPED	PENALTY	CERT	COPY
10/28/2005	200530002742	CORRECT REG./FOREIGN LLC (LFC)	50.00	100.00	.00	.00	.00

Receipt

This is not a bill. Please do not remit payment.

CT CORPORATION SYSTEM
ATTN: JADE HINES
17 S. HIGH ST., SUITE 1100
COLUMBUS, OH 43215

**STATE OF OHIO
CERTIFICATE**

Ohio Secretary of State, J. Kenneth Blackwell

1527264

It is hereby certified that the Secretary of State of Ohio has custody of the business records for

CENTURYTEL ACQUISITION LLC

and, that said business records show the filing and recording of:

Document(s):

CORRECT REG./FOREIGN LLC

Document No(s):

200530002742



United States of America
State of Ohio
Office of the Secretary of State

Witness my hand and the seal of the
Secretary of State at Columbus, Ohio
this 27th day of October, A.D. 2005.

J. Kenneth Blackwell
Ohio Secretary of State

200525502208

DATE	DOCUMENT ID	DESCRIPTION	FLING	EXPED	PENALTY	CERT	COPY
09/13/2005	200525502208	CORRECT REG/FOREIGN LLC (LFC)	50.00	100.00	.00	.00	.00

Receipt

This is not a bill. Please do not remit payment.

C.T. CORPORATION SYSTEM
17 S. HIGH STREET
JADE HINES
COLUMBUS, OH 43215

**STATE OF OHIO
CERTIFICATE**

Ohio Secretary of State, J. Kenneth Blackwell

1527264

It is hereby certified that the Secretary of State of Ohio has custody of the business records for

CENTURYTEL SOLUTIONS II, LLC

and, that said business records show the filing and recording of

Document(s):

CORRECT REG/FOREIGN LLC

Document No(s):

200525502208



United States of America
State of Ohio
Office of the Secretary of State

Witness my hand and the seal of the
Secretary of State at Columbus, Ohio
this 12th day of September, A.D.
2005.

J. Kenneth Blackwell
Ohio Secretary of State

EXHIBIT G

OFFICERS AND DIRECTORS OF THE APPLICANTS

For Cincinnati Bell Extended Territories LLC

Managers

John F. Cassidy	President and Chief Executive Officer
Brian A. Ross	Chief Financial Officer
Christopher J. Wilson	Vice President, General Counsel & Secretary

Officers

John F. Cassidy	President and Chief Executive Officer
Brian A. Ross	Chief Financial Officer
Christopher J. Wilson	Vice President, General Counsel & Secretary
Kurt A. Freyberger	Vice President, Controller
Jeff Coleman	Vice President, Internal Controls
D. Scott Ringo	Assistant Secretary and Director of Regulatory Affairs
Christopher C. Elma	Director, Corporate Tax
Susan D. McClarnon	Assistant Corporate Secretary

All officers can be reached at:

221 East Fourth Street, Cincinnati, Ohio 45201
(513) 397-9900

For Century TelAcquisition

Managing Officers

Chief Executive Officer	Glen F. Post, III	100 CenturyTel Dr., Monroe, LA 71203
President and COO	Karen A. Puckett	100 CenturyTel Dr., Monroe, LA 71203
Executive Vice President	R. Stewart Ewing, Jr.	100 CenturyTel Dr., Monroe, LA 71203
Senior Vice President	David D. Cole	100 CenturyTel Dr., Monroe, LA 71203
Senior Vice President	Michael A. Maslowski	100 CenturyTel Dr., Monroe, LA 71203
Senior Vice President, General Counsel and Assistant Secretary	Stacey W. Goff	100 CenturyTel Dr., Monroe, LA 71203
Vice President and Controller	Neil A. Sweasy	100 CenturyTel Dr., Monroe, LA 71203
Vice President and Treasurer	G. Clay Bailey	100 CenturyTel Dr., Monroe, LA 71203
Vice President	Craig Davis	100 CenturyTel Dr., Monroe, LA 71203
General Manager	Eric Osburne	401 Edwards St., Suite 1900, Shreveport, LA 71101
Assistant Secretary	Dan Davis	14567 N. Outer Forty, Suite 500, Chesterfield, MO 63017
Secretary	Kay C. Buchar	100 CenturyTel Dr., Monroe, LA 71203

Managing Directors:

Glen F. Post, III; Stacey W. Goff; R. Stewart Ewing, Jr.
All Directors - 100 CenturyTel Dr., Monroe, LA 71203

All officers can be reached on:

(318) 362-1599

EXHIBIT H

LIST OF OHIO EXCHANGES AFFECTED BY TRANSACTION

Centerville
Dayton
Englewood
Miamisburg-West Carrollton
Trotwood
Vandalia