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UTAH PUBLIC  
SERVICE COMMISSION

2009 MAR 23 P 4:3

RECEIVED

152001  
Bruce S. Asay  
Keith S. Burron  
David G. Ditto  
\* Admitted in Wyoming  
and Colorado

March 18, 2009

Julie P. Orchard - Administrator  
Public Service Commission  
State of Utah  
160 East 300 South  
Box 146751  
Salt Lake City, UT 84114-6751

RE: Notice by Union Telephone Company of Corporate Restructuring

Dear Ms. Orchard:

This letter is to advise you that Union Telephone Company, a Wyoming corporation ("Union"), has received approval from its Board of Directors and presently intends to restructure its corporate organization and create a holding company.

Presently, Union is a telecommunications company that provides certain wireline and wireless telecommunication services in northeastern Utah. Union has previously received a Certificate of Public Convenience and Necessity to provide local exchange services in its certificated territory in northeastern Utah. In addition to the stated offerings, Union provides internet, digital subscriber line and cable services to selected markets where it provides services. At this time, as Union would like to expand its services and meet the needs of its subscribers in particularly rural areas, it is obtaining additional financial resources. To aid in this endeavor, it would be advantageous to restructure its corporate organization and create a holding company.

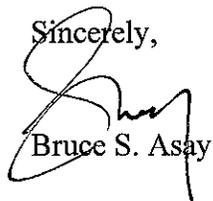
Union will accomplish its corporate reorganization or restructuring by creating a holding company organized under Delaware law. A merger subsidiary will be created that will be merged with Union Telephone Company and eventually terminate with Union Telephone Company continuing as the surviving corporation. The holding company will hold all of the stock of Union Telephone Company and the stockholders of Union Telephone Company will exchange each share of stock in Union Telephone Company for one share of stock in the holding company. Thus, the ownership of the holding company will be the same as that of Union Telephone Company prior to the reorganization. Union will continue to hold its assets and to provide telecommunication services as presently authorized. The Articles of Incorporation and By-laws of Union as are on file will survive the reorganization. The holding company structure will not

change Union's services but will afford Union's management greater flexibility in obtaining financing to address the expansion of the Company's network. The Commission will retain its present overview of the regulated entity.

A review of the Utah statutes and the rules and regulations of the Utah Public Service Commission does not reflect that an application is required to complete the company's restructuring. Nevertheless, Union by this letter wishes to advise the Commission of the restructuring. If there is additional information that needs to be presented, the Company will address that request.

Thank you for your attention to this matter. Please feel free to contact this office if additional information is needed.

Sincerely,

A handwritten signature in black ink, appearing to read "Bruce S. Asay", is written over the typed name.

Bruce S. Asay

BSA/klb

cc: Steve Meham  
Sandy J. Mooy  
William Duncan  
Client