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December 20, 2005

VIA HAND DELIVERY

Jean Jewell, Secretary
Idaho Public Utilities Commission
472 W. Washington Street
P. O. Box 83720
Boise, ID 83720-0074

DCM-1-05-02

RECEIVED
FILED
DEC 20 2005
IDaho PUBLIC
UTILITIES COMMISSION
PM 3:47

RE: Direct Communications Rockland's Application. ATTENTION COMMISSION SECRETARY AND HEAD LEGAL SECRETARY: Direct Communications, Rockland requests that the Commission issue an Order approving reissuance of capital stock on or before January 19, 2006.

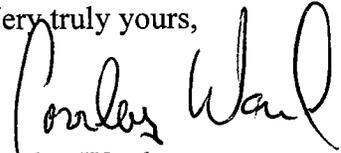
Dear Jean:

I am enclosing an original and four copies of Direct Communications, Rockland's application for reissuance of capital stock, together with a filing fee in the amount of \$50.00. Please acknowledge receipt by returning a stamped copy of this cover letter.

I have attached a blank directors' resolution approving the reissuance as Exhibit A to the Application, but will substitute a certified original prior to the issuance of the Commission's order.

Thank you for your help.

Very truly yours,



Conley Ward

CEW/kaa
Enclosures

S:\CLIENTS\1257\47Ltr to PUC re application.doc

Conley Ward [ISB No. 1683]
GIVENS PURSLEY LLP
601 W. Bannock Street
P. O. Box 2720
Boise, ID 83701-2720
Telephone No. (208) 388-1200
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RECEIVED
DEC 20 PM 3:48
IDAHO PUBLIC
UTILITIES COMMISSION

Attorneys for Direct Communications Rockland, Inc.
S:\CLIENTS\125747\Application for PUC Approval.DOC

BEFORE THE IDAHO PUBLIC UTILITIES COMMISSION

IN THE MATTER OF THE APPLICATION
OF DIRECT COMMUNICATIONS
ROCKLAND, INC. FOR AUTHORITY TO
REISSUE CAPITAL STOCK IN THE
AMOUNT OF 1,000,000 SHARES.

Case No. *DCM-05-02*

**APPLICATION OF DIRECT
COMMUNICATIONS ROCKLAND,
INC. AND REQUEST FOR MODIFIED
PROCEDURE**

Direct Communications Rockland, Inc. ("Direct Communications" or "Applicant"), by and through its attorneys, Givens Pursley LLP, makes this Application pursuant to Idaho Code § 61-901 for authority to reissue capital stock in the amount of 1,000,000 shares. In support of its Application, Direct Communications states as follows:

1. Applicant is a certificated telephone corporation organized under the laws of the State of Idaho providing telecommunication services including local exchange service within the state of Idaho.

2. All notices and communications with regard to this Application should be served upon:

Conley Ward
GIVENS PURSLEY LLP
601 W. Bannock Street
P. O. Box 2720
Boise, ID 83701-2720
cew@givenspursley.com

Leonard May
Direct Communications Rockland, Inc.
P. O. Box 269
Rockland, ID 83271
leonard@starwest.dcdi.net

3. Direct Communications Rockland, Inc. is currently authorized to issue, and has issued, 50,000 shares of common stock, 25,000 to each of its two shareholders, Leonard May and Marilyn May. The proposed increase in the number of authorized shares to 1,000,000 will consist of 100,000 shares of voting common stock and 900,000 shares of nonvoting common stock. After the number of authorized shares has been increased to 1,000,000 as described above, the shareholders each intend to convert their existing 25,000 shares of common stock to 5,000 shares of voting common stock and 45,000 shares of nonvoting common stock for a total of 50,000 shares each. After this conversion, the total number of issued shares of Direct Communications Rockland, Inc. would be 100,000, consisting of 10,000 shares of voting common stock and 90,000 shares of nonvoting common stock.

4. The proposed transaction is for estate planning purposes. It does not alter the Company's ownership, nor does it raise any additional capital affect the Company's balance sheet, or impose any new obligations on the Company. Under these circumstances, the proposed transaction is clearly consistent with the public interest.

5. A copy of the Applicant's most recent Annual Report showing the authorized and outstanding classes of Applicant's securities is on file with the Commission, and the Applicant respectfully requests the Commission take official notice thereof. A certified copy of Applicant's Board of Directors consent resolution authorizing the proposed increase in authorized shares is attached hereto as Exhibit A.

6. A Proposed Order granting this Application is attached hereto as Exhibit B.

7. Notice of this Application will be published within seven (7) days in *The Idaho Statesman* (Boise). A copy of this Notice is attached as Exhibit C.

8. Applicant submits that the public interest does not require a hearing on this matter and it requests that the Commission process this Application and determine this matter by

Modified Procedure, pursuant to Rule 23 of the Commission's Rules of Practice and Procedure. In the event the Commission determines that formal proceedings on this Application are necessary, Applicant stands ready for immediate hearing.

9. All of the property of the corporation is located in Idaho. Applicant has attached its filing fee, calculated pursuant to Section 61-905, Idaho Code, in the amount of FIFTY DOLLARS (\$50.00).

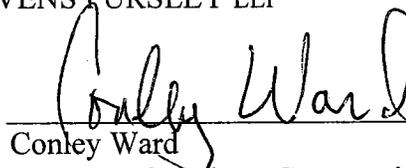
WHEREFORE, Applicant respectfully requests an Order of this Commission:

1. Granting the foregoing Application of Direct Communications Telephone Company to authorize the reissue of capital stock in the amount of 1,000,000 shares; and
2. Granting such other relief as the Commission deems just and reasonable in this matter.

DATED this 20th day of December 2005.

GIVENS PURSLEY LLP

By



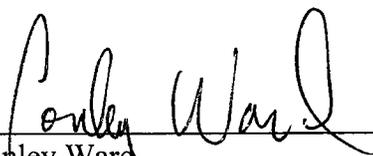
Conley Ward
Attorneys for Direct Communications
Rockland, Inc.

CERTIFICATE OF SERVICE

I HEREBY CERTIFY that on this 20th day of December 2005, I caused to be served a true and correct copy of the foregoing document by the method indicated below, and addressed to the following:

Jean Jewell
Idaho Public Utilities Commission
472 W. Washington Street
P. O. Box 83720
Boise, ID 83720-0074

- U.S. Mail
- Hand Delivered
- Overnight Mail
- Facsimile



Conley Ward

**UNANIMOUS CONSENT RESOLUTION OF BOARD OF DIRECTORS
OF DIRECT COMMUNICATIONS ROCKLAND, INC.**

THE UNDERSIGNED, being the Board of Directors (the "Directors") of DIRECT COMMUNICATIONS ROCKLAND, INC., an Idaho corporation (the "Corporation"), do hereby consent to, adopt and approve in writing the following corporate action without a meeting and in accordance with the general corporate laws of the State of Idaho and the constituent documents of the Corporation:

WHEREAS, the Corporation is presently authorized to issue 50,000 shares of common stock and has presently issued all 50,000 shares of its common stock, 25,000 to each of its two sole shareholders, Leonard May and Marilyn May (the "Shareholders"); and

WHEREAS, the Shareholders desire to increase the total number of authorized shares of the Corporation to 1,000,000, consisting of 100,000 shares of voting common stock and 900,000 shares of nonvoting common stock; and

WHEREAS, after such increase in the number of total authorized shares, the Shareholders each desire to convert their existing 25,000 shares of common stock to 5,000 shares of voting common stock and 45,000 shares of nonvoting common stock, or a total of 50,00 shares each, after which the total number of issued shares of the Corporation would be 100,000, consisting of 10,000 shares of voting common stock and 90,000 shares of nonvoting common stock.

NOW THEREFORE, BE IT RESOLVED, that the undersigned Directors approve the contemplated increase in authorized shares as set forth above

DATED effective as of the ____ day of December, 2005.

Leonard May, Director

Marilyn May, Director

SECRETARY'S CERTIFICATE

I, Marilyn May, do hereby certify as follows:

1. I am the secretary of Direct Communications Rockland, Inc. (hereinafter called the "Corporation");
2. Attached hereto is a true and correct copy of the Unanimous Consent Resolution of Board of Directors of Direct Communications Rockland, Inc. ("Consent Resolution"), dated effective as of December ____, 2005, and entered in the minute book of the Corporation.
3. The Consent Resolution was duly adopted by the Board of Directors (the "Directors") of the Corporation without a meeting, in accordance with the general corporation laws of the State of Idaho and the constituent documents of the Corporation.
4. The application to the Public Utilities Commission for approval of reissuance of capital stock executed in accordance with the Consent Resolution is a true and exact copy of the application thereof authorized and approved by the Directors pursuant to the Consent Resolution.
5. None of the resolutions set forth in the Consent Resolution have been rescinded or modified, and the Consent Resolution remains in full force and effect.
6. The date of actual execution of the application is December ____, 2005.

IN WITNESS WHEREOF I have executed this Certificate on behalf of the Corporation on the date first written above.

DIRECT COMMUNICATIONS ROCKLAND, INC.

By _____
Marilyn May, Secretary

Conley Ward [ISB No. 1683]
GIVENS PURSLEY LLP
601 W. Bannock Street
P. O. Box 2720
Boise, ID 83701-2720
Telephone No. (208) 388-1200
Fax No. (208) 388-1300.

Attorneys for Direct Communications Rockland, Inc.
SACLIENTS\1257\47\Proposed Order.DOC

BEFORE THE IDAHO PUBLIC UTILITIES COMMISSION

IN THE MATTER OF THE APPLICATION
OF DIRECT COMMUNICATIONS
ROCKLAND, INC. FOR AUTHORITY TO
REISSUE CAPITAL STOCK IN THE
AMOUNT OF 1,000,000 SHARES.

Case No.

ORDER

On December 20, 2005, Direct Communications Rockland (hereinafter Applicant), filed an Application for Reissuance of capital stock with this Commission requesting authority to increase the number of authorized shares to 1,000,000.

After examining the Application and supporting documents and being fully advised in the premises, the Commission hereby finds that a hearing in this matter is not required, and that the proposed transaction is consistent with the public interest and the Applicant's proper performance of its duties as a public utility.

IT IS THEREFORE ORDERED that the Application of Direct Communications Rockland, for authority to reissue capital stock in the amount of 1,000,000 shares be, and the same is hereby granted.

DONE by Order of the Idaho Public Utilities Commission this ____ day of _____, 2005.

Paul Kjellander, President

Dennis S. Hansen, Commissioner

Marsha Smith, Commissioner

ATTEST:

Jean Jewell, Secretary

LEGAL NOTICE OF DIRECT COMMUNICATIONS ROCKLAND, INC.
APPLICATION FOR AUTHORITY TO REISSUE CAPITAL STOCK

NOTICE IS HEREBY GIVEN that on December 20, 2005, Direct Communications Rockland, Inc., completed and filed with the Idaho Public Utilities Commission an Application for authority to reissue capital stock in the amount of 1,000,000 shares.

The Application is on file and is available for public inspection at the Idaho Public Utilities Commission. Any person desiring to comment on said Application must file petitions or protests with the Idaho Public Utilities Commission within fourteen (14) days of the filing date. If no protests are received within this time limit, the Commission may consider the Application and enter its Order without setting the matter for hearing. If written protests are filed with the Commission within the time limit set, the Commission will consider the same, and in its discretion, may set a hearing. Petitions or protests must be filed with: Jean Jewell, Secretary, Idaho Public Utilities Commission, Statehouse, Boise, Idaho 83720.

Jean Jewell, Secretary
Idaho Public Utilities Commission