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IDAHO PUBLIC
UTILITIES COMMISSION
Chas. F. McDevitt
Dean J. (Joe) Miller
Celeste K. Miller

December 13, 2012

Via Hand Delivery

Jean Jewell, Secretary
Idaho Public Utilities Commission
472 W. Washington Street
Boise, Idaho 83720

FRE-T-12-01

Re: Blackfoot Telecommunications Group—Fremont Telcom Co.

Dear Ms. Jewell:

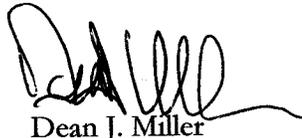
Enclosed for filing, please find seven (7) copies of Blackfoot Telecommunications Group's Supplemental Application Of Blackfoot Telecommunications Group For Authority To Issue Instruments Of Security Pursuant To Idaho Code 61-901 and Request For Expeditious Action, together with a Proposed Order.

ATTENTION COMMISSION SECRETARY AND HEAD LEGAL SECRETARY

Blackfoot Telecommunications Group requests that the Commission's Order approving issuance of these securities on or before January 8, 2013.

Very Truly Yours,

McDevitt & Miller LLP


Dean J. Miller

DJM/hh

cc: Blackfoot Telecommunications Group
FairPoint Communications

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IDAHO PUBLIC
UTILITIES COMMISSION

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Attorneys for Blackfoot Telecommunications Group

BEFORE THE IDAHO PUBLIC UTILITIES COMMISSION

IN THE MATTER OF THE APPLICATION OF) **CASE NO. FRE-T-12-01**
BLACKFOOT TELECOMMUNICATIONS GROUP)
) **SUPPLEMENTAL APPLICATION**
) **OF BLACKFOOT**
) **TELECOMMUNICATIONS**
) **GROUP FOR AUTHORITY TO**
) **ISSUE INSTRUMENTS OF**
) **SECURITY PURSUANT TO**
) **IDAHO CODE 61-901 AND**
) **REQUEST FOR EXPEDITIOUS**
) **ACTION**

COMES NOW Blackfoot Telecommunications Group (Blackfoot) by and through its undersigned counsel and, pursuant to Idaho Code §61-901 *et. seq.*, and IPUCRP 141 *et. seq.*, respectfully requests that the Commission issue its order granting the authorities specified herein and in support thereof shows as follows, to wit:

SUPPLEMENTAL APPLICATION OF BLACKFOOT TELECOMMUNICATIONS GROUP FOR AUTHORITY TO ISSUE INSTRUMENTS OF SECURITY PURSUANT TO IDAHO CODE 61-901 AND REQUEST FOR EXPEDITIOUS ACTION -1

I.

On November 28, 2012, Blackfoot notified the Commission in writing that it had entered into a Stock Purchase Agreement (SPA) with FairPoint Communications (FairPoint) whereby Blackfoot will purchase from FairPoint all of the outstanding shares of the stock of Fremont Telcom Co., (Fremont) a telephone corporation subject to the jurisdiction of the Commission. A true copy of the SPA has been submitted to the Commission Staff pursuant to a signed Protective Agreement.

II.

At the closing of the purchase, Blackfoot will become the owner of all the outstanding shares of the stock of Fremont, with full power and authority to execute documents and instruments in the name of Fremont.

III.

Blackfoot has entered into a Commitment Letter and Term Sheet (Commitment Letter) with CoBank ACB (CoBank) whereby CoBank will, at closing of the purchase, provide funds to Blackfoot to finance acquisition of the shares of stock of Fremont (the Loan). A true copy of the Commitment letter will be provided to Commission Staff pursuant to the Protective Agreement above referenced.

IV.

Pursuant to the Commitment Letter, Blackfoot, at closing, will be required to execute, on Fremont's behalf, instruments granting security interests to CoBank with respect to the property of Fremont, located in the State of Idaho for the purpose of securing the Loan.

V.

The granting of security interests in the property of Fremont is consistent with the public interest and consistent with Fremont's proper performance of service as a public utility because the Loan will allow Blackfoot, a telecommunications and advanced services provider with substantial experience providing service in rural areas, the ability to acquire full control of Fremont and, in turn, provide Fremont's customers access to telecommunications and broadband services beyond what they currently have access to.

VI.

Attached hereto as Exhibit A is a proposed Order granting this Application.

VII.

All fees required to be paid by Idaho Code §61-905 have been tendered to the Commission, prior to issuance of a final order.

VIII.

A notice of this Application will be published within seven (7) days of the date hereof in the Post Register (Idaho Falls).

IX.

As required by IPUCRP 143, when such information becomes available Applicant will file with the Commission a verified report of the purchase.

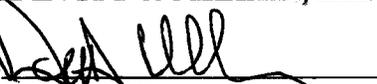
X.

Expeditious action is appropriate so as to accommodate Blackfoot and FairPoint's desire and intent to close the transaction by January 31, 2013.

WHEREFORE, Applicant respectfully requests that the Commission act expeditiously upon this Application and that the Commission enter its order authorizing the execution and delivery of instruments of security as described herein.

DATED this 23 day of December, 2012.

MCDEVITT & MILLER, LLP

By: 

Dean J. Miller

Attorneys for Blackfoot Telecommunications Group

CERTIFICATE OF SERVICE

I hereby certify that on the 13th day of December, 2012, I caused to be served, via the method(s) indicated below, true and correct copies of the foregoing document, upon:

Jean Jewell, Secretary
Idaho Public Utilities Commission
472 West Washington Street
P.O. Box 83720
Boise, ID 83720-0074
jjewell@puc.state.id.us

Hand Delivered	<input checked="" type="checkbox"/>
U.S. Mail	<input type="checkbox"/>
Fax	<input type="checkbox"/>
Fed. Express	<input type="checkbox"/>
Email	<input type="checkbox"/>

BY: Heather Houle
MCDEVITT & MILLER LLP