

**STATE OF MISSOURI
PUBLIC SERVICE COMMISSION**

At a session of the Public Service
Commission held at its office in
Jefferson City on the 10th day
of November, 2005.

In the Matter of the Application of Green Hills)
Telephone Corporation for Authority to Borrow)
an Amount Not to Exceed \$22,704,000 from the)
United States of America Acting through the)
Rural Utilities Service and the Rural Telephone)
Bank and in Connection Therewith to Execute)
a Loan Agreement, Promissory Note, and a)
Restated Mortgage Security Agreement and)
Financing Statement.)

Case No. IF-2005-0506

ORDER GRANTING MOTION TO MODIFY ORDER

Issue Date: November 10, 2005

Effective Date: November 20, 2005

On October 13, 2005, the Commission issued its Order Approving Financing Application and Granting Protective Order approving the application of Green Hills Telephone Corporation to borrow funds and pledge its assets as security for the loan. On October 17, 2005, Green Hills filed a motion requesting that the order be modified.

Since the time that Green Hills applied for funds from the Rural Utilities Service and the Rural Telephone Bank, it has determined that it will not make all the improvements originally contained in the \$22,704,000 request. Green Hills also determined that it had sufficient internally generated revenues available for use in making these improvements. Thus, Green Hills has decided that it needs to draw down only \$9,500,000.

Because of the difficulty and time involved in revising the loan documents, Green Hills requests that the Commission modify its order so that it is clear that Green Hills

has the authority to execute the Loan Agreement and Promissory Notes for \$22,704,000 even though it only intends to draw down \$9,500,000. Green Hills also requests that the order be modified to make it clear that Green Hills has the authority to place a lien on its property.

The Staff of the Missouri Public Service Commission responded on October 19, 2005. Staff recommended that the modifications be granted. No other responses were received.

The Commission has reviewed the pleadings and finds that its previous order shall be modified as requested. All the conditions of the Commission's previous order shall continue to apply.

IT IS THEREFORE ORDERED:

1. That the Motion to Modify Order Approving Financing is granted.
2. That the Order Approving Financing and Granting Protective Order issued on October 13, 2005, is readopted with the additional ordered paragraphs set out below.
3. That Green Hills Telephone Corporation is authorized to execute and deliver such instruments and to undertake such other acts as are necessary to consummate the financing transaction as presented in the application and described in the Order Approving Financing and Granting Protective Order. This authorization includes the execution of documents to borrow an aggregate amount not to exceed \$22,704,000 from the Rural Utilities Service and the Rural Telephone Bank subject to the requirements of the Order Approving Financing, including a limit on the portion of this debt that the Green Hills Telephone Corporation may draw upon without further application to the Commission.
4. That Green Hills Telephone Corporation is authorized to draw down and obtain debt proceeds as provided in this order and the Order Approving Financing in an

aggregate principal amount up to \$9,500,000 through mortgage notes payable under terms and conditions as described in the application, in this order, and in the Order Approving Financing.

5. That Green Hills Telephone Corporation is hereby authorized to execute and deliver a Restated Mortgage, Security Agreement and Financing Statement for the purpose of placing a lien on its assets as well as to perform such other lawful acts as may be necessary to complete the transaction herein approved.

6. That Green Hills Telephone Corporation shall apply to the Commission for approval to draw down more than \$9,500,000.

7. That this order shall become effective on November 20, 2005.

BY THE COMMISSION



Colleen M. Dale
Secretary

(S E A L)

Davis, Chm., Gaw, Clayton,
and Appling, CC., concur.
Murray, C., absent.

Dippell, Senior Regulatory Law Judge