

**BEFORE THE PUBLIC SERVICE COMMISSION
OF THE STATE OF MISSOURI**

**In the matter of the Joint Application of Cass)
County Telephone Company, Limited)
Partnership, LEC Long Distance, Inc.)
d/b/a CassTel Long Distance, FairPoint)
Communications, Inc., FairPoint)
Communications Missouri, Inc. d/b/a)
FairPoint Communications and ST Long)
Long Distance, Inc. d/b/a FairPoint)
Communications Long Distance for authority)
to transfer and acquire Cass County Telephone)
Company, Limited Partnership's and LEC)
Long Distance, Inc.'s facilities or systems)
located in the State of Missouri; 2) for issuance)
of certificates of service authority to FairPoint)
Communications Missouri, Inc. d/b/a FairPoint)
Communications and ST Long Distance, Inc.)
d/b/a FairPoint Communications Long Distance;)
and 3) to designate FairPoint Communications)
Missouri, Inc. d/b/a FairPoint Communications)
as a telecommunications carrier eligible to)
receive federal universal service support.)**

Case No. TM-2006-0306

JOINT MOTION TO RE-CLASSIFY PROPRIETARY EXHIBIT

Come now Cass County Telephone Company, Limited Partnership ("CassTel"), LEC Long Distance, Inc. d/b/a CassTel Long Distance ("CassTel LD"), FairPoint Communications, Inc. ("FairPoint"), FairPoint Communications Missouri, Inc. d/b/a FairPoint Communications ("FPC") and ST Long Distance, Inc. d/b/a FairPoint Communications Long Distance ("FPCLD")(collectively "Joint Applicants"), pursuant to Missouri Public Service Commission ("Commission") Rule 4 CSR 240-2.080, and for their Joint Motion to Re-Classify Proprietary Exhibit state to the Commission as follows:

1. On January 23, 2006, Joint Applicants filed a Joint Application with the Commission requesting, among other things, approval of the transfer and acquisition of

that part of CassTel's and CassTel LD's telephone properties and related assets used to provide local and interexchange telecommunications services to the public in Missouri in accordance with the Asset Purchase Agreement attached thereto as Proprietary Exhibit 7. At the same time the Joint Application was filed with the Commission, Joint Applicants filed a Motion for Protective Order requesting that the Commission issue its standard protective order so that certain exhibits to the Joint Application could be filed as proprietary documents. In the Motion, Joint Applicants represented to the Commission that none of the information for which a claim of confidentiality was sought could be found in any format in any other public document. On January 24, 2006, the Commission issued its Order Establishing Protective Order in which it granted the Joint Applicants' motion.

2. In accordance with the request for protective order, the above-referenced Exhibit No. 7 to the Joint Application, the Asset Purchase Agreement, was designated as "Proprietary" and filed under seal. The Asset Purchase Agreement, without exhibits or schedules, has now been made an exhibit to FairPoint's 10-K filing with the Securities and Exchange Commission ("SEC"). Since this document has now been made available to the public in another format, Joint Applicants request that the proprietary designation be removed. Joint Applicants do request, however, that all Exhibits and Schedules to the Asset Purchase Agreement retain the proprietary designation as they have not been made available to the public in any other format and remain confidential and proprietary. Likewise, Exhibits 1 and 15 to the Joint Application should retain their proprietary designation. At the same time as this Motion is filed, Joint Applicants are also filing a non-proprietary Exhibit No. 7.

Respectfully submitted,

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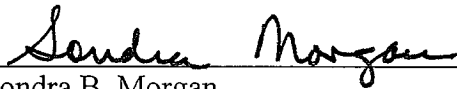
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FairPoint Communications and ST Long Distance,
Inc. d/b/a FairPoint Communications Long Distance

Certificate of Service

I hereby certify that a true and correct copy of the above and foregoing document was sent by electronic submission or hand-delivered this 23rd day of March, 2006 to:

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Mr. William K. Haas
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