

CERTIFICATE OF ADOPTION OF RESOLUTION

The undersigned, Judy Sampsel, hereby certifies that she is Secretary of Chariton Valley Telephone Corporation and in such capacity is the official custodian of all of its corporate records, including minutes of meetings of its Board of Directors. This is to further certify that at the regular meeting of the Board of Directors held on April 11, 2006, the following resolution was adopted by unanimous affirmative vote:

RESOLVED: That Chariton Valley Telephone Corporation apply for a United States Department of Agriculture – Rural Utilities Service loan in an amount not to exceed \$43,000,000.00. The purpose of the loan is to modernize the cooperative's network by constructing new facilities for broadband services throughout the Chariton Valley Telephone service area. Further, that Chariton Valley Telephone Corporation request interim approval from the Rural Utilities Service to proceed with a portion of the post-loan tasks for the propose 2006 and 2007 projects: Outside Plant (OSP) Fiber to the Premise (FTTP) Construction and FTTP Equipment in the two towns of Huntsville and Salisbury and Post-Loan Engineering for the tasks as described.

This is to further certify that the foregoing resolution at the date of this certificate is in full force and effect and has not been repeated or modified in any particular since the date of its adoption.

Dated at Macon, Missouri, this 05 day of January, 2007.

Judy Sampsel
Judy Sampsel, Secretary

Attachment 6