

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

In the Matter of the Application of ExOp)
of Missouri, Inc., d/b/a FairPoint)
Communications, for Video Service)
Authorization) Case No. KA-2008-_____

APPLICATION FOR VIDEO SERVICE AUTHORIZATION

ExOp of Missouri, Inc., d/b/a FairPoint Communications (“ExOp” or “Company”), by and through its undersigned counsel, pursuant to Section 67.2679(7), RSMo 2000 (Cum. Supp. 2007), and in accordance with Missouri Public Service Commission (“Commission”) Rule 4 CSR 240-2.060, hereby makes application for a video service authorization that will allow ExOp to offer and supply video service and to construct, install, operate, and maintain a video service network in various political subdivisions and unincorporated areas within the state of Missouri. In support of its application, ExOp states as follows:

1. ExOp is a Missouri corporation with its principal office and place of business at 303 N. Jefferson, Kearney, Missouri 64060. ExOp provides, or intends to provide, video service to customers in various political subdivisions and unincorporated areas located within the state of Missouri. ExOp is not subject to the regulatory jurisdiction of this Commission, except as may be provided under the “2007 Video Services Providers Act,” §§ 67.2679 - 67.2714, RSMo 2000 (Cum. Supp. 2007). A copy of ExOp’s Certificate of Good Standing, issued by the Secretary of State of Missouri, is attached to this application as Appendix A and is incorporated herein by reference. A copy of the Company’s fictitious name registration is attached to this application as Appendix B and is incorporated herein by reference.

2. There are no final unsatisfied judgments or decisions pending against ExOp from any federal or state agency or court that involve customer service or rates, and ExOp has no annual report or assessment fees that are overdue.

3. Pleadings, notices, orders, and other correspondence and communications concerning this application should be addressed to the undersigned counsel and also to:

Charles A. Barrow
Vice President - Operations
521 E. Morehead Street, Suite 250
Charlotte, NC 28202
Tele: (704) 227-3643
E-Mail: cbarrow@fairpoint.com

4. ExOp currently provides, or intends to provide, "video service" through a "video service network" to customers located in various "political subdivision[s]" within the state of Missouri, as those terms are defined in Section 67.2677, RSMo 2000 (Cum. Supp. 2007). Some of those customers are or will be located within the corporate limits of a city, town, or village while other customers are or will be located in various unincorporated areas within Clay and Platte Counties.

5. To enable the Company to construct, install, operate, and maintain a video network and to supply video service, ExOp asks the Commission to issue, in accordance with Sections 67.2679(4) and (7), RSMo 2000 (Cum. Supp. 2007), a video service authorization that will allow the Company to operate as a video service provider in each of the following political subdivisions:

Political Subdivision	Fee Amount
City of Kearney	5%
City of Platte City	5%
Clay County	0%
Platte County	0%

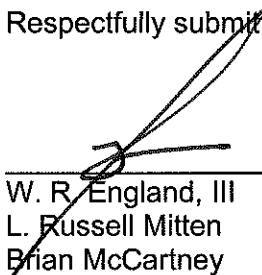
6. As required by Section 67.2679.7, RSMo 2000 (Cum. Supp. 2007), an affidavit, signed by a Company officer, which affirms the following, accompanies this application as Appendix C and is incorporated herein by reference:

- (a) that ExOp agrees to comply with all applicable federal and state laws and regulations;
- (b) a list of political subdivisions that are to be served by the Company;
- (c) the location and principal place of business of ExOp and the names of its principal executive officers;
- (d) that the Company has filed, or will timely file, with the Federal Communications Commission all forms required by that agency prior to offering video service;
- (e) that ExOp agrees to comply with all applicable regulations concerning use of the public rights-of-way, as provided in Sections 67.1830 to 67.1846, RSMo; and
- (f) that the Company is legally, financially, and technically qualified to provide video service.

7. In addition, to fulfill the requirements of Section 67.2679(5), RSMo 2000 (Cum. Supp. 2007), ExOp is providing a copy of this application to each of the political subdivisions wherein the Company provides or intends to provide video service, which will serve to advise and provide notice to each such political subdivision of the Company's intent.

WHEREFORE, ExOp requests the Commission grant this application and issue, within thirty (30) days of the filing date of this application, a video service authorization that allows the Company to construct a video service network along, across, or on public rights-of-way for the delivery of video service and also to provide video service in each of the political subdivisions listed in paragraph 5 of this application.

Respectfully submitted,



W. R. England, III	MBN 23975
L. Russell Mitten	MBN 27881
Brian McCartney	MBN 47788

BRYDON, SWEARENGEN & ENGLAND P.C.
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(573) 635-7166 voice
(573) 635-3847 facsimile
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ATTORNEYS FOR EXOP OF MISSOURI, INC.,
d/b/a FAIRPOINT COMMUNICATIONS

VERIFICATION

STATE OF NORTH CAROLINA)
) ss
COUNTY OF MECKLENBURG)

Charles A. Barrow, being duly sworn on oath, deposes and says that he is Vice President-Operations and Engineering of ExOp of Missouri, Inc., d/b/a FairPoint Communications, that he has read the foregoing application and knows the contents thereof, and that the information contained in that application is true and correct to the best of his knowledge and belief.

ExOp of Missouri, Inc. d/b/a
FairPoint Communications

By: Charles A. Barrow
V.P., OPERATIONS & ENGINEERING

Subscribed and sworn to before me, the undersigned Notary Public in and for the county and state aforesaid, on the 25th day of June, 2008.

[Signature]
Notary Public

My Commission expires:

8/31/08

STATE OF MISSOURI



Robin Carnahan
Secretary of State

CORPORATION DIVISION
CERTIFICATE OF GOOD STANDING

I, ROBIN CARNAHAN, Secretary of the State of Missouri, do hereby certify that the records in my office and in my care and custody reveal that

EXOP OF MISSOURI, INC.
00429604

was created under the laws of this State on the 2nd day of August, 1996, and is in good standing, having fully complied with all requirements of this office.

IN TESTIMONY WHEREOF, I have set my hand and imprinted the GREAT SEAL of the State of Missouri, on this, the 23rd day of June, 2008



Robin Carnahan
Secretary of State

Certification Number: 10847665-1 Reference:
Verify this certificate online at <http://www.sos.mo.gov/businessentity/verification>



State of Missouri
Robin Carnahan, Secretary of State

File Number: 200802390763

X00869230

Date Filed: 01/23/2008

Expiration Date: 01/23/2013

Robin Carnahan

Secretary of State

Registration of Fictitious Name

This fictitious name filing shall expire 5 years from the date filed unless a renewal filing is submitted within 6 months prior to the expiration date.

This information is for the use of the public and gives no protection to the name being registered. There is no provision in this Chapter to keep another person or business entity from adopting and using the same name. (Chapter 417, RSMo)

The undersigned is doing business under the following name, and at the following address:

Business name to be registered: **FairPoint Communications**

Business address: **303 North Jefferson**

City, State and Zip Code: **Kearney, MO 64060**

If all parties are jointly and severally liable, percentage of ownership need not be listed.

Name of Owners, Individual or Business Entity	Street and Number	City and State	Zip Code	If listed, Percentage of ownership must equal 100%
EXOP OF MISSOURI, INC.	303 North Jefferson	Kearney MO	64060	100%

In Affirmation thereof, the facts stated above are true:

(The undersigned understands that false statements made in this filing are subject to the penalties of a false declaration under Section 575.060, RSMo)

Susan L. Sowell

(Authorized Signature)

Vice President

(Authorized Party Relationship)

APPENDIX C

STATE OF NORTH CAROLINA)
) ss
COUNTY OF MECKLENBURG)

AFFIDAVIT OF CHARLES A. BARROW

The undersigned Charles A. Barrow, being first duly sworn, on his oath states that:

(1) he is Vice President-Operations and Engineering of ExOp of Missouri, Inc., d/b/a FairPoint Communications ("ExOp" or "Company"), a Missouri corporation, and by virtue of his position is authorized to make this affidavit on behalf of the Company;

(2) ExOp agrees to comply with all applicable federal and state laws and regulations;

(3) attached to this affidavit, and incorporated herein by reference, is a list of political subdivisions that are to be served by the Company;

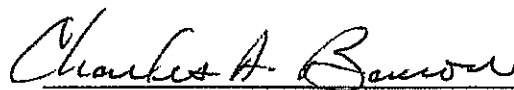
(4) the location and principal place of business of ExOp is 303 N. Jefferson, Kearney, Missouri 64060, and the names of its principal executive officers are:

Eugene B. Johnson	Chairman and CEO
Peter G. Nixon	President
Lisa R. Hood	Sr. VP and Controller
John P. Crowley	Exec. VP and CFO
Shirley J. Linn	Exec. VP, Secretary & General Counsel

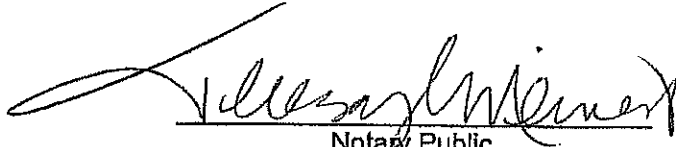
(5) the Company has filed, or will timely file, with the Federal Communications Commission all forms required by that agency prior to offering video service;

(6) ExOp agrees to comply with all applicable regulations concerning use of the public rights-of-way, as provided in Sections 67.1830 to 67.1846, RSMo; and

(7) the Company is legally, financially, and technically qualified to provide video service.


Charles A. Barrow, Vice President

Subscribed and sworn to before me, the undersigned Notary Public in and for the county and state aforesaid, on the 25th day of June, 2008.


Notary Public

My Commission expires:

8/31/08

LIST OF POLITICAL SUBDIVISIONS TO BE SERVED BY
EXOP OF MISSOURI, INC. d/b/a
FAIRPOINT COMMUNICATIONS

City of Kearney

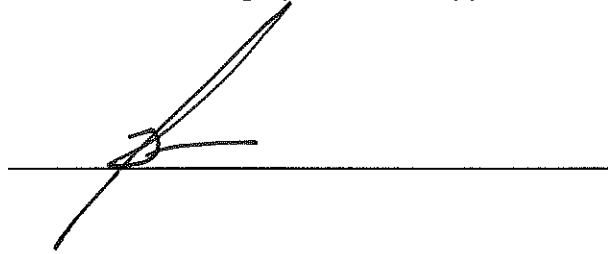
City of Platte City

Platte County

Clay County

CERTIFICATE OF SERVICE

I hereby certify that a true and correct copy of the above and foregoing document was sent by first class mail, electronic mail, or hand delivery on this 25th day of June, 2008, to each of the political subdivisions listed in Paragraph 5 of this Application.

A handwritten signature in black ink is written over a solid horizontal line. The signature is stylized and appears to consist of several overlapping strokes, including a prominent diagonal line that crosses the horizontal line.