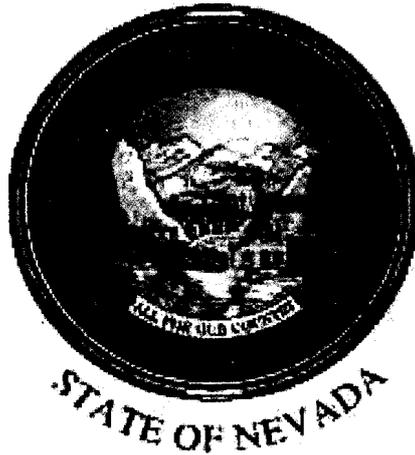


SECRETARY OF STATE



CERTIFICATE OF AUTHORITY

I, ROSS MILLER, the duly authorized and elected Nevada Secretary of State do hereby issue a Certificate of Authority granting,

CENTURYTEL BROADBAND SERVICES, LLC,

with the authority to provide video services and construct and operate a video service network in compliance with the Nevada Revised Statutes in the service areas designated in the application and affidavit filed in the office of the Nevada Secretary of State on November 16, 2009, and that said application and affidavit are now on file and of record in the office of the Nevada Secretary of State, and further, that said certificate and affidavit contain all the provisions required by laws governing Certificates of Authority in the State of Nevada.

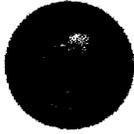


IN WITNESS WHEREOF, I have hereunto set my hand and affixed the Great Seal of State, at my office on February 2, 2010.

A handwritten signature in black ink, appearing to read "Ross Miller".

ROSS MILLER
Secretary of State

Certified By: Chris Thomann
Certificate Number: C20100202-2681
You may verify this certificate
online at <http://www.nvsos.gov/>



ROSS MILLER
 Secretary of State
 204 North Carson Street, Suite 4
 Carson City, Nevada 89701-4520
 (775) 684 5708
 Website: www.nvsos.gov

**Application for Certificate
 of Authority and Affidavit**
 (PURSUANT TO NRS CHAPTER 711)
Page 1

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1. Name of Applicant:

Centurytel Broadband Services, LLC

2. Following is a description of each service area designated by the applicant in which the applicant intends to provide video service:

Applicant is filing for a statewide certificate of authority. The designated areas in which the applicant intends to provide video service are:

- Clark County
- Henderson
- Las Vegas
- North Las Vegas



(mark box to confirm)

Attached is an 8 1/2" x 11" map of each such service area that shows the territorial boundaries of each local government located, in whole or in part, within the service area.

3. The location of the principal place of business of the applicant is:

100 Centurytel Dr	Monroe	LA	71203
Street Address	City	State	Zip Code



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Application for Certificate of Authority and Affidavit

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4. Application Fee:* Based upon the information that has been set forth in section 2 of this form, the application fee of this Certificate of Authority and Affidavit is:

- \$250.00** - Service area located entirely within the territorial boundaries of a county whose population is less than 50,000.
- \$500.00** - Service area located in whole or in part within the territorial boundaries of a county whose population is 50,000 or more but less than 100,000.
- \$1,000.00** - Service area located in whole or in part within a county whose population is 100,000 or more.

5. Certificate Fee:* Based upon the information that has been set forth in section 2 of this form or by election of the statewide certificate, the certificate fee of this Certificate of Authority and Affidavit is:

- (a) **\$250.00** - Service area located entirely within the territorial boundaries of a town, township or city whose population is less than 1,000, regardless of the population of the county.
- (b) **\$2,500.00** - Service area located entirely within the territorial boundaries of a town, township or city whose population is 1,000 or more but less than 50,000, regardless of the population of the county.
- (c) **\$2,500.00** - Service area located entirely within the territorial boundaries of a county whose population is less than 50,000, unless the provisions of 5(a) or 5(b) apply.
- (d) **\$15,000.00** - Service area located in whole or in part within the territorial boundaries of a county whose population is 50,000 or more but less than 100,000, unless the provisions of 5(a), 5(b) or 5(e) apply.
- (e) **\$25,000.00** - for a Service area located in whole or in part within the territorial boundaries of a county whose population is 100,000 or more unless the provisions of 5(a) or 5(b) apply.

or

- \$25,000.00** - Certificate of Authority that permits, but does not require, applicant to provide video service within one or more service areas located anywhere in this state as designated in this application and affidavit.

*Required Filing Fee = Application Fee + Certificate Fee



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**Application for Certificate
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6. The names of the principal executive officers or general partners of the applicant are:
 (if more than four, please attach an 8 1/2" x 11" plain sheet of paper and continue listing each name and title)

Glen F. Post, III Name	President and Chief Executive Officer Title
Karen A. Puckett Name	Chief Operating Officer Title
R. Stewart Ewing, Jr. Name	Executive Vice President Title
David D. Cole Name	Senior Vice President Title

7. Certifications and Signature of the Applicant:

The applicant hereby agrees to comply with all the applicable federal and state laws and regulations; all generally applicable, nondiscriminatory local laws regarding the use and occupation of any public right-of-way or highway in the construction, operation, maintenance and repair of a video service network, including, without limitation, any local laws, enacted pursuant to the police powers of the local government in which the video service network is located; and has filed or will timely file with the Federal Communications Commission all the forms required by that agency before offering video service.

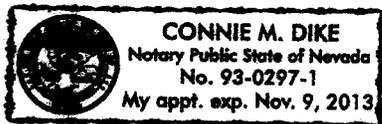
Terry Beeler
Name

X
Signature of Applicant

State of Nevada

County of CLARK

Subscribed and sworn on November 16 2009, by TERRY BEELER



Notary Signature

6. The names of the principal executive officers or general partners of the applicant
(continued):

Stacey W. Goff	Executive Vice President, General counsel and Assistant Secretary
Neil A. Sweasy	Vice President and Controller
G. Clay Bailey	Vice President and Treasurer
Vickey Callen	Vice President
Todd Schafer	Vice President
Duane Ring	Vice President
Terry Beeler	Vice President
Dana Chase	Vice President
Kenny Wyatt	Vice President
Kay C. Buchart	Secretary

LAS VEGAS METRO AREA

- City of Las Vegas
- Clark County
- City of Henderson
- City of North Las Vegas
- City of Sparks

