

**CONFIDENTIAL
MATERIAL
IN COMM FILE**

September 17, 2009

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BY HAND DELIVERY

Debra A. Howland, Executive Director & Secretary
New Hampshire Public Utilities Commission
21 S. Fruit Street, Suite 10
Concord, NH 03301



Re: DT 09-136 Union Telephone Company Transfer of Assets to TDS Telecom

Dear Ms. Howland:

Enclosed for filing in the above docketed proceeding are eight (8) copies of the unredacted confidential Stock and Purchase Asset Agreement (the "SAPA") among TDS Telecommunications Corporation, Utel, Inc. and the other parties named therein, dated as of July 27, 2009. Also included are the unredacted disclosure schedules and exhibits to the SAPA. All of these materials are confidential and are being provided pursuant to RSA 378:43 and the Protective Agreement in this docket.

A compact disk containing the unredacted SAPA, disclosures schedules and exhibits is also enclosed.

Very truly yours,

Patrick C. McHugh

PCM:kaa

Enclosures

cc: Office of Consumer Advocate

**REPRESENTATION BY
TDS TELECOMMUNICATIONS CORPORATION
PURSUANT TO RSA 378:43**

The materials submitted herewith include items that have been marked “Confidential” and are being submitted pursuant to RSA 378:43. TDS Telecommunications Corporation represents that the materials marked “Confidential” pertain to the provision of competitive services; set forth trade secrets or other confidential information falling within the scope of RSA 378:43,II(b); and are not general public knowledge or published elsewhere, TDS Telecommunications Corporation having taken measures to prevent dissemination of the information in the ordinary course of business.

These materials are also subject and pursuant to the protective agreement executed in this docket.

TDS TELECOMMUNICATIONS CORPORATION