

El Paso Telephone Company--\$292,000; Odin Telephone Exchange, Inc.--\$522,970; and Yates City Telephone Company--\$75,000. These 2005 capital expenditure budgets total \$1,105,970.

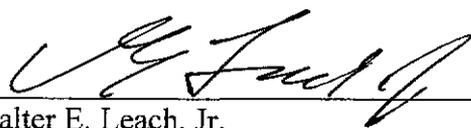
FairPoint Communications, Inc. hereby certifies that \$1,015,970 is available under its senior secured credit facility and will be kept available under its senior secured credit facility exclusively for the Illinois operating telephone companies for the calendar year 2005.

DATED this 29th day of November 2004.

Respectfully submitted,

FAIRPOINT COMMUNICATIONS, INC.

By:



Walter E. Leach, Jr.
Executive Vice President and Chief Financial Officer

Dennis K. Muncy
Joseph D. Murphy
MEYER CAPEL, A Professional Corporation
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ILLINOIS COMMERCE COMMISSION
STATE OF ILLINOIS
ILLINOIS COMMERCE COMMISSION

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COMMERCE COMMISSION

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CHIEF CLERK'S OFFICE

FAIRPOINT COMMUNICATIONS, INC.,)
C-R TELEPHONE COMPANY,)
THE EL PASO TELEPHONE COMPANY,)
ODIN TELEPHONE EXCHANGE, INC. and)
YATES CITY TELEPHONE COMPANY)
)
)
Joint Application for approval of the)
Recapitalization of FairPoint Communications,)
Inc. pursuant to Sections 7-203 and 7-204 and)
for other relief.)

Docket No. 04-0299

NOTICE AND CERTIFICATION

THIS Notice and Certification is filed by FairPoint Communications, Inc. in accordance with Condition (7) of the Illinois Commerce Commission's Order entered May 26, 2004.

Condition (7) provides as follows:

"(7) that FairPoint keep available exclusively for the Illinois operating telephone companies, under its senior secured credit facility, an amount equal to the higher of \$1 million or the currently approved capital expenditures budget for all four Illinois operating telephone companies. FairPoint should certify annually to the Commission that the required amount is available to the Illinois operating companies for the ensuing year. Therefore, on December 1 of each year, FairPoint shall send a notice to the Commission certifying that such amount was then currently available, and for the ensuing year what the dollar commitment would be for the Illinois companies based on the capital expenditure budget for the following year."

FairPoint Communications, Inc. hereby notifies the Illinois Commerce Commission that the currently approved capital expenditure budgets for the calendar year 2005 for the FairPoint Illinois operating telephone companies are as follows: C-R Telephone Company--\$126,000; The

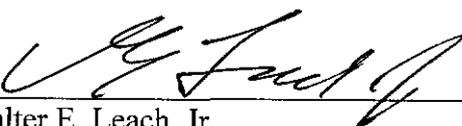
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FairPoint Communications, Inc. hereby certifies that \$1,015,970 is available under its senior secured credit facility and will be kept available under its senior secured credit facility exclusively for the Illinois operating telephone companies for the calendar year 2005.

DATED this 29th day of November 2004.

Respectfully submitted,

FAIRPOINT COMMUNICATIONS, INC.

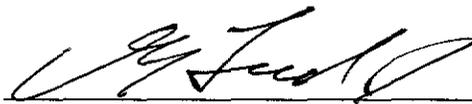
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STATE OF NORTH CAROLINA)
) SS
COUNTY OF MECKLENBURG)

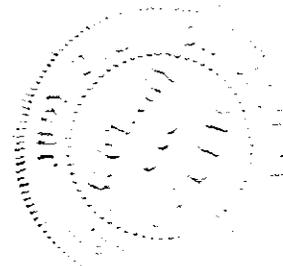
VERIFICATION

Walter E. Leach, Jr., being first duly sworn, deposes and states that he is Executive Vice President and Chief Financial Officer of FairPoint Communications, Inc., C-R Telephone Company, The El Paso Telephone Company, Odin Telephone Exchange, Inc. and Yates City Telephone Company, that he has read the above and foregoing Notice and Certification and knows the contents thereof, and that the same are true to the best of his knowledge, information and belief.



Walter E. Leach, Jr.

Subscribed and Sworn to before
me this 29th day of November 2004.


Notary Public
My Commission Expires: 3/6/06

ILLINOIS COMMERCE COMMISSION

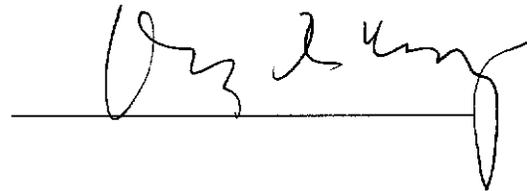
(Docket No. 04-0299)

The undersigned certifies that a copy of the Notice and Certification was served upon all parties via U.S. Mail this 30th day of November, 2004.

Michael Wallace
Administrative Law Judge
Illinois Commerce Commission
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A handwritten signature in black ink, appearing to read "Mark Hanson", is written over a horizontal line. The signature is cursive and includes a long, vertical flourish at the end.