

**APPLICATION FOR A CABLE TELEVISION FRANCHISE BY**  
**BERKSHIRE CABLE CORP.**

Berkshire Cable Corp (“BCC”) d/b/a “Consolidated Communications” respectfully submits this application form (“Application”) and requests the award of a cable television franchise from the Town of Ancram (“Municipality”). In this application, BCC answers the questions set forth in Title 16, Chapter VIII, Part 894, Section 894.5, of the Official Compilation of Codes, Rules and Regulations of the State of New York, as amended.

- (1) A description of the cable television system proposed to be constructed including information regarding (a) channel capacity, including both the total capability of the proposed system and the number of channels to be energized immediately; (b) television and radio broadcast signals which BCC intends to carry on its system initially; (c) the extent and type of any origination cable casting to be undertaken, and the facilities, equipment and staff to be employed therein; and (d) the system layout or design, including where applicable: (i) location of antennae and head ends; (ii) plans for a two-way capability including a proposed schedule indication when two-way capability will become available from particular points; (iii) location or origination points and origination facilities; (iv) extent and type of automated services to be provided; and (v) number of channels to be utilized for access cablecasting and the facilities, equipment, staff and other support to be available to access users including access utilization or production costs.

**In response to the information requested in subsections 1(a) and (d)(i-ii), please see attached Exhibit 1, “Proposed Service Overview, Product Offers and Architecture.” In response to the information requested in subsection 1(b), please see the sample channel lineup set forth in Exhibit 2, “Consolidated Communications TV Channel Lineup.”**

**In response to the information requested in subsection 1(c) and 1(d)(iii), BCC launched the capability for origination cablecasting in the Kinderhook, NY area in 2010.**

**In response to the information sought in subsection 1(d)(v), upon request of the Municipality, BCC intends to provide capacity on its basic service tier for up to one (1) dedicated Public Access Channel, one (1) dedicated Educational Access Channel, and up to one (1) dedicated Government Access Channel.**

- (2) The terms and conditions under which service is to be provided to educational and governmental entities.

**BCC will provide channel capacity to educational and governmental entities under terms and conditions consistent with applicable law, and as may be required by the Municipality.**

- (3) The terms concerning rates and construction schedules.

**BCC's current cable television service rates and available packages are attached as Exhibit 3.**

**BCC's Network currently passes a portion the current households in the Franchise Area of the Municipality that mirror those of the incumbent telephone subsidiary.**

- (4) An indication of whether BCC will provide service on the same terms and conditions as contained in the existing franchise in effect.

**BCC will provide service on terms and conditions consistent with the needs and interests of the Municipality and the level playing field requirement set forth in Title 16, Chapter VIII, Part 895, Section 895.3, of the Official Compilation of Codes, Rules and Regulations of the State of New York, as amended, in that the BCC's proposed franchise agreement is comparable in its totality with the incumbent cable television provider's agreement. BCC is applying for a cable television franchise in the Municipality in order to provide the residents of the Municipality with competitive choice.**

- (5) A statement of BCC's experience in the cable television field including, if applicable, the names and professional experience of the persons or organizations who will be responsible for the construction, installation and operation of the proposed system.

**BCC and its predecessor entities have provided telecommunications services in the State of New York for over one hundred and twenty years. Consequently, BCC has extensive experience and expertise in the telecommunications field.**

**BCC currently provides franchised cable service in Columbia County to residents of Kinderhook, NY. BCC also provides cable television service in its Illinois service area pursuant to a Certificate of Video Franchise Authority granted by the Illinois Commerce Commission May 4, 2017.**

**Furthermore, other subsidiaries of Consolidated Communications Inc. provide cable service in California, Kansas, Missouri, Ohio, Pennsylvania, Texas, Washington, and Florida.**

- (6) A statement indicating whether BCC or any of its principals owns or operates any other cable television system, directly or indirectly, and a statement indicating the name of any such operations and the name and address of the chief executive officer of the franchising authority in which such system or station is located.

**To the extent it may be considered another cable television system, BCC provides cable television service in its Illinois service area pursuant to a Certificate of Video Franchise Authority granted by the Illinois Commerce Commission on May 4, 2017. The Commission is located at 527 East Capitol Avenue, Springfield, IL 62701. Brian Sheahan is Chairman.**

- (7) A documented plan for financing the proposed system, which plan shall indicate specifically every significant anticipated source of capital and any and all limitations or conditions with respect to the availability of the indicated sources of capital.

**Given the unique nature of the cable television franchise that BCC requests to be awarded by the Municipality, capital requirements are anticipated to be minimal. However, BCC intends to satisfy any remaining capital requirements for the proposed system through a variety of internally and externally generated funds. BCC is a financially stable company that has provided telecommunications services in New York State for more than a century. Its parent company, Consolidated Communications Inc., is publicly traded company listed on the NASDAQ under the symbol CNSL, which generated 2017 revenues in excess of \$1.0 billion. A copy of Consolidated Communications Inc.'s 2017 Annual Report to Shareholders is available online at:**

**<http://ir.consolidated.com/static-files/4261ac54-34a8-4753-8fe3-3de184b6d612>**

- (8) A statement indicating whether BCC or any of its officers, directors and persons having a legal or equitable interest in 10% or more of the voting stock: (a) has ever been convicted of a crime involving moral turpitude (including criminal fraud) or is presently under indictment charging such a crime; (b) has ever been held liable by any court of competent jurisdiction in any civil action based on fraud, deceit or misrepresentation; or (c) has ever been punished or censured in any jurisdiction for any violation or attempted violation of any law, rule or order relating to cable television operations.

**BCC has no knowledge of any such finding of guilt toward BCC, any person controlling BCC, or any officer, director or major stockholder of BCC.**