

ORIGINAL

K R A S K I N, L E S S E & C O S S O N, I L C
ATTORNEYS
TELECOMMUNICATIONS MAN

Pro Forma ITC-ASG-20030115-00025
Mid-Rivers Long Distance, Inc.

2120 L Street, N.W., Suite 520
Washington, D.C. 20037

RECEIVED

January 15, 2003

JAN 15 2003

RECEIVED

FEDERAL COMMUNICATIONS COMMISSION
OFFICE OF THE SECRETARY

JAN 17 2003

Policy Division
International Bureau

Ms. Marlene H. Dortch
Secretary, Federal Communications Commission
Office of the Secretary
445 12th Street, SW
Washington, DC 20054

RE: Notification of pro forma transfer of control
of Mid-Rivers Long Distance, Inc., to its parent,
Mid-Rivers Telephone Cooperative, Inc.
Re: ITC-214-19970522-00282

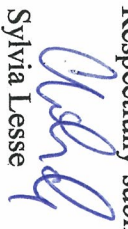
Dear Ms. Dortch:

On behalf of Mid-Rivers Telephone Cooperative, Inc. ("Mid-Rivers"), we report the consummation of a corporate reorganization constituting a pro forma transfer of control under the Commission's Rules. Specifically, on December 31, 2002, the dissolution of Mid-Rivers Long Distance, Inc., a wholly-owned subsidiary of Mid-Rivers, was consummated, resulting in the distribution of remaining assets of Mid-Rivers Long Distance, Inc., to its sole shareholder, Mid-Rivers.

As reflected in the attached Certification, Mid-Rivers certifies that the transfer of control was pro forma as defined in paragraph (a) of Section 63.24 of the Commission's Rules and, together with all previous pro forma transactions, does not result in a change of the carrier's ultimate control.

Please direct any correspondence and inquiries concerning this filing to the undersigned.

Respectfully submitted,



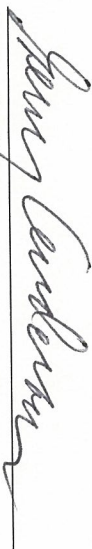
Sylvia Lesse
Clifford C. Rohde
Counsel for Mid-Rivers Telephone Cooperative, Inc.

Enclosure

CERTIFICATION

I, Gerry Anderson, General Manager of Mid-Rivers Telephone Cooperative, Inc., hereby certify under penalty of perjury that the dissolution of its subsidiary Mid-Rivers Long Distance, Inc., consummated on December 31, 2002, and resulting in the distribution of remaining assets of Mid-Rivers Long Distance, Inc., to its sole shareholder, Mid-Rivers, was pro forma as defined in paragraph (a) of Section 63.24 of the Commission's Rules and, together with all previous pro forma transactions, does not result in a change of the carrier's ultimate control.

By:



Gerry Anderson
General Manager
Mid-Rivers Telephone Cooperative, Inc.

Date: January 13, 2003

**PRO FORMA ASSIGNMENT OF INTERNATIONAL SECTION 214
AUTHORIZATION**

CURRENT LICENSEE: Mid-Rivers Long Distance, Inc

FROM: Mid-Rivers Long Distance, Inc. (Assignor)

TO: Mid-Rivers Telephone Cooperative, Inc. (Assignee)

Application to consent to the *pro forma* assignment of international section 214
authorizations held by Mid-Rivers Long Distance, Inc. (ITC-214-19970522-00282) to
Mid-Rivers Telephone Cooperative, Inc.