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From: Strenkowski, Jeffrey R. <Jeffrey.Strenkowski@bingham.com>

To: Sumita Mukhoty

Cc: Denise Coca

Sent: Mon Oct 23 12:53:54 2006

Subject: Citizens/Commonwealth Application Follow-Up

Ms. Mukhoty,

Per our conversation this morning, I am writing to clarify two points we discussed:

First, after the consummation of the transaction, Commonwealth Telephone Enterprises, Inc. will be 100% wholly owned by Citizens Communications Company. No shares of Commonwealth will remain outstanding or otherwise owned by any other entity.

Second, to address your question as to the statement in the description of the transaction: "In sum, Citizens will purchase the outstanding common stock of

Commonwealth for approximately \$1.16 billion, assuming Commonwealth's existing convertible debt converts to common shares," to the extent any debt does not convert to common stock, that debt will simply be assumed by Citizens Communications Company (the value of the transaction will remain largely unchanged). The reason such debt might not convert would be if the holders of that debt did not believe that the conversion would produce a net-benefit to them should they convert their debt into stock and cash (as described in the Application). That being said, given the premium purchase price offered by Citizens, it is expected that all outstanding convertible debt will likely be converted.

Please let me know if you have any further questions.

-Jeff

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