

STATE OF MINNESOTA

DISTRICT COURT

COUNTY OF RAMSEY

SECOND JUDICIAL DISTRICT

CASE TYPE: CIVIL

Court File No. 62 CV 11-5203

**AFFIDAVIT OF MATT PROULX IN
SUPPORT OF MTA'S PETITION FOR
CLARIFICATION**

STATE OF MINNESOTA)
)
COUNTY OF BELTRAMI)

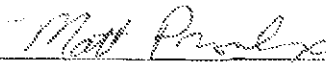
Matt Proulx, being duly sworn, on oath says:

1. My name is Matt Proulx. I am an Outside Plant Engineer for Paul Bunyan Telephone Cooperative ("Paul Bunyan") in Bemidji, Minnesota.
2. I supervise the Paul Bunyan project subject to the Minnesota Department of Transportation ("MNDOT") Permit attached to the MTA Petition for Clarification. I have personal knowledge of the application process, the granting of the Permit and the work that should be currently underway.
3. Permit 2A-UL-2011-45550 allows Paul Bunyan to install a buried fiber optic cable with conduit in Koochiching County. The cable is intended to increase broadband speed and availability to our rural Minnesota customers.
4. The April 1, 2011 letter from the MNDOT, included in the Permit packet, stated that the District Inspector may have contacted me before mailing the actual Permit if there were any remaining issues or questions to resolve prior to construction. I received no inquiries.
5. In my experience, the MNDOT does not inspect utility construction projects such as ours while work is underway. Typically, a MNDOT Inspector will examine the work after completion of the project to make sure the site of construction is clean and restored to its prior state, including

seeding of grass.

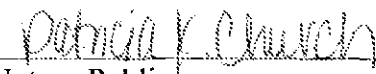
6. I am aware of nothing in the Permit process that requires Paul Bunyan to become a State contractor, vendor, or grantee and thus subject to the government closure, including MNDOT. Paul Bunyan's work pursuant to this or similar permits is not subject to contemporaneous supervision of the MNDOT. We are not a state contractor, vendor or grantee. We have a right under state law, subject to MNDOT permit, to use the right of way for construction of needed telecommunications facilities.

FURTHER YOUR AFFIANT SAYETH NOT



Matt Proulx

Subscribed and sworn to before me
this [] day of July, 2011.



Notary Public

