

## PURCHASER'S OFFICER CERTIFICATE

December 31, 2019

This Purchaser's Officer's Certificate (this "Certificate") is being executed and delivered as of the date first written above (the "Closing Date") pursuant to Section 7.2(c) of that certain Asset Purchase Agreement, dated as of August 13, 2019 (the "Agreement"), among MI Connection Communications System (d/b/a Continuum, a joint agency created under Article 20 of Chapter 160A of the North Carolina General Statutes) ("Seller"), the Town of Mooresville, North Carolina, the Town of Davidson, North Carolina, and TDS Broadband Service LLC, a Delaware limited liability company ("Purchaser"). All capitalized terms used but not otherwise defined herein shall have the meanings given to such terms in the Agreement.

The undersigned, in his capacity as an executive officer of Purchaser, hereby certifies to Seller in the name and on behalf of Purchaser as follows:

1. The representations and warranties of Purchaser in the Agreement were true and correct as of the date of the Agreement and as of the date hereof with the same effect as if made at and as of the date hereof (except for those representations and warranties which are expressly stated to be made solely as of the date of the Agreement, or another specified date, which are true and correct solely as of the date of the Agreement or such other specified date, as applicable), except to the extent such failure to be true and correct would not, individually or in the aggregate, reasonably be expected to materially interfere with the ability of Purchaser to effect the Closing.

2. Purchaser has performed in all material respects its obligations and agreements and complied in all material respects with its covenants in the Agreement and in any Transaction Document to be performed and complied with by it at or before the date hereof.

*[Remainder of the Page Intentionally Left Blank]*

**IN WITNESS WHEREOF**, the undersigned has duly executed this Certificate as of the Closing Date.

TDS BROADBAND SERVICE LLC

By: Kenneth M. Kotylo

Name: Kenneth M. Kotylo

Title: Authorized Representative