

STATE OF NORTH DAKOTA

BEFORE THE

COUNTY OF BURLEIGH

SECURITIES COMMISSIONER

In the Matter of Dakota Payphone, )  
LLC (related to the registration of its )  
membership units – file # AB136 )  
and file # AJ665) )  
Respondents. )

**ORDER TO REVOKE THE  
SECURITIES REGISTRATIONS  
OF DAKOTA PAYPHONE, LLC**

.....  
WHEREAS, on January 13, 2006, the North Dakota Securities Commissioner issued an Order titled "Order to Summarily Suspend the Securities Registrations of Dakota Payphone, LLC; Proposed Order to Revoke the Securities Registrations of Dakota Payphone, LLC; and Notice of Right to Request a Hearing"; and,

WHEREAS, the Order was properly served on January 17, 2006; and,

WHEREAS, the Order made findings in support of the Order; and,

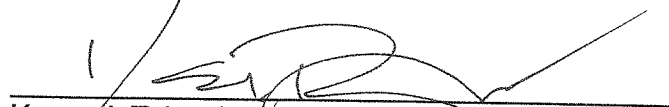
WHEREAS, the Order permitted the Respondent, Dakota Payphone, LLC, the opportunity to request a hearing within 15 days of its receipt of the Order; and,

WHEREAS, the Respondent, Dakota Payphone, LLC, did not request a hearing with respect to the Order;

**NOW, THEREFORE, it is Ordered that the securities registrations referenced above are hereby REVOKED.**

Signed and Sealed this 2nd day of February, 2006.



  
\_\_\_\_\_  
Karen J. Tyler, Securities Commissioner  
Office of the Securities Commissioner  
State Capitol-5th Floor  
600 East Boulevard Ave.  
Bismarck, ND 58505-0510  
(701) 328-2910

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**AFFIDAVIT OF SERVICE  
BY MAIL**

I, Darcy Hoff, being first duly sworn, state that I am a citizen of the United States over the age of twenty-one years and not a party to or interested in the above-entitled proceeding.

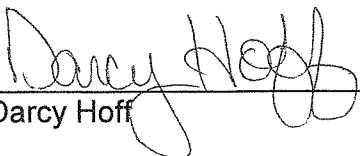
On, February 3, 2006, I deposited in the Central Mailing Bureau of the United States Post Office Department in the State Capitol in Bismarck, North Dakota, true and correct copies of the following document:

**ORDER TO REVOKE THE SECURITIES  
REGISTRATIONS OF DAKOTA PAYPHONE, LLC**

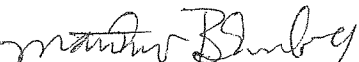
A copy of the above document was securely enclosed in an envelope with postage prepaid, sent via Certified U. S. mail, return receipt requested, and addressed to the following:

Gary R. Sorensen  
Sorensen Law Office  
Northland Professional Bldg.  
600 22nd Avenue, NW  
Minot, ND 58703-0986

To the best of my knowledge, information, and belief, the address given above is the last known address of the party intended to be served.

  
\_\_\_\_\_  
Darcy Hoff

Subscribed and sworn to before me on February 3, 2006.

  
\_\_\_\_\_  
Matthew Bahrenburg, Notary Public  
Burleigh County, North Dakota  
My commission expires 4/26/2008