

Edgar Filing: Consolidated Communications Holdings, Inc. - Form 4

Consolidated Communications Holdings, Inc.

Form 4

November 17, 2006

FORM 4

**UNITED STATES SECURITIES AND EXCHANGE COMMISSION
Washington, D.C. 20549**

Check this box
if no longer
subject to
Section 16.
Form 4 or
Form 5
obligations
may continue.
See Instruction
1(b).

**STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF
SECURITIES**

Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934,
Section 17(a) of the Public Utility Holding Company Act of 1935 or Section
30(h) of the Investment Company Act of 1940

OMB APPROVAL

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(Print or Type Responses)

1. Name and Address of Reporting Person *
Dively Joseph R

2. Issuer Name **and** Ticker or Trading
Symbol
Consolidated Communications
Holdings, Inc. [CNSL]

5. Relationship of Reporting Person(s) to
Issuer

(Check all applicable)

(Last) (First) (Middle)
121 SOUTH 17TH STREET
(Street)

3. Date of Earliest Transaction
(Month/Day/Year)
11/15/2006

____ Director ____ 10% Owner
____X____ Officer (give title ____ Other (specify
below) below)
Senior Vice President

MATTOON, IL 61938-3987

4. If Amendment, Date Original
Filed(Month/Day/Year)

6. Individual or Joint/Group Filing(Check
Applicable Line)
____X____ Form filed by One Reporting Person
____ Form filed by More than One Reporting
Person

(City) (State) (Zip)

Table I - Non-Derivative Securities Acquired, Disposed of, or Beneficially Owned

1. Title of Security (Instr. 3)	2. Transaction Date (Month/Day/Year)	2A. Deemed Execution Date, if any (Month/Day/Year)	3. Transaction Code (Instr. 8)	4. Securities Acquired (A) or Disposed of (D) (Instr. 3, 4 and 5)	5. Amount of Securities Beneficially Owned Following Reported Transaction(s) (Instr. 3 and 4)	6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	7. Nature of Ownership (Instr. 4)
Common Stock, par value \$0.01 per share	11/15/2006		S	3,056 D	\$ 18 111,260	D	
Common Stock, par value \$0.01 per share	11/15/2006		S	837 D	\$ 18.01 110,423	D	
Common Stock, par value \$0.01 per share	11/15/2006		S	300 D	\$ 18.02 110,123	D	

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Common Stock, par value \$0.01 per share	11/15/2006	S	1,585	D	\$ 18.05	108,538	D
Common Stock, par value \$0.01 per share	11/15/2006	S	100	D	\$ 18.06	108,438	D
Common Stock, par value \$0.01 per share	11/15/2006	S	1,200	D	\$ 18.07	107,238	D
Common Stock, par value \$0.01 per share	11/15/2006	S	1,500	D	\$ 18.09	105,738	D
Common Stock, par value \$0.01 per share	11/15/2006	S	2,200	D	\$ 18.12	103,538	D
Common Stock, par value \$0.01 per share	11/15/2006	S	2,065	D	\$ 18.14	101,473	D
Common Stock, par value \$0.01 per share	11/15/2006	S	3,691	D	\$ 18.19	97,782	D
Common Stock, par value \$0.01 per share	11/15/2006	S	500	D	\$ 18.2	97,282	D
Common Stock, par value \$0.01 per share	11/15/2006	S	1,843	D	\$ 18.21	95,439	D
Common Stock, par value \$0.01 per share	11/15/2006	S	200	D	\$ 18.23	95,239	D
Common Stock, par value \$0.01 per share	11/15/2006	S	4,500	D	\$ 18.24	90,739	D
	11/15/2006	S	363	D		90,376	D

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Common Stock, par value \$0.01 per share					\$ 18.25		
Common Stock, par value \$0.01 per share	11/15/2006	S	300	D	\$ 18.26	90,076	D
Common Stock, par value \$0.01 per share	11/15/2006	S	275	D	\$ 18.27	89,801	D
Common Stock, par value \$0.01 per share	11/15/2006	S	3,018	D	\$ 18.28	86,783	D
Common Stock, par value \$0.01 per share	11/15/2006	S	6,206	D	\$ 18.3	80,577	D
Common Stock, par value \$0.01 per share	11/15/2006	S	200	D	\$ 18.31	80,377	D
Common Stock, par value \$0.01 per share	11/15/2006	S	756	D	\$ 18.32	79,621	D
Common Stock, par value \$0.01 per share	11/15/2006	S	600	D	\$ 18.33	79,021	D
Common Stock, par value \$0.01 per share	11/15/2006	S	100	D	\$ 18.34	78,921	D
Common Stock, par value \$0.01 per share	11/15/2006	S	225	D	\$ 18.4	78,696	D
Common Stock, par value \$0.01 per share	11/15/2006	S	1,380	D	\$ 18.03	77,316	D

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Reminder: Report on a separate line for each class of securities beneficially owned directly or indirectly.

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SEC 1474 (9-02)

Table II - Derivative Securities Acquired, Disposed of, or Beneficially Owned (e.g., puts, calls, warrants, options, convertible securities)

1. Title of Derivative Security (Instr. 3)	2. Conversion or Exercise Price of Derivative Security	3. Transaction Date (Month/Day/Year)	3A. Deemed Execution Date, if any (Month/Day/Year)	4. Transaction Code (Instr. 8)	5. Number of Derivative Securities Acquired (A) or Disposed of (D) (Instr. 3, 4, and 5)	6. Date Exercisable and Expiration Date (Month/Day/Year)	7. Title and Amount of Underlying Securities (Instr. 3 and 4)	8. Price of Derivative Security (Instr. 5)	9. Number of Derivative Securities Beneficially Owned Following Reported Transaction (Instr. 3)
				Code	V (A) (D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares

Reporting Owners

Reporting Owner Name / Address	Relationships
	Director 10% Owner Officer Other
Dively Joseph R 121 SOUTH 17TH STREET MATTOON, IL 61938-3987	Senior Vice President

Signatures

/s/ David J. Doedtman, Power of Attorney
11/17/2006

Signature of Reporting Person Date

Explanation of Responses:

- * If the form is filed by more than one reporting person, see Instruction 4(b)(v).
- ** Intentional misstatements or omissions of facts constitute Federal Criminal Violations. See 18 U.S.C. 1001 and 15 U.S.C. 78ff(a).

Remarks:

All sales executed under a programmed trading plan entered into pursuant to the requirements of Rule 10b5-1 under the Securities Exchange Act of 1934.

Note: File three copies of this Form, one of which must be manually signed. If space is insufficient, see Instruction 6 for procedure.

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