

OMB APPROVAL	
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**INITIAL STATEMENT OF BENEFICIAL OWNERSHIP OF SECURITIES**

Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934 or Section 30(h) of the Investment Company Act of 1940

1. Name and Address of Reporting Person* <u>LUMPKIN RICHARD ANTHONY</u> <hr/> (Last) (First) (Middle) <u>121 SOUTH 17TH STREET</u> <hr/> (Street) <u>MATTOON IL 61938-3987</u> <hr/> (City) (State) (Zip)	2. Date of Event Requiring Statement (Month/Day/Year) <u>07/21/2005</u>	3. Issuer Name and Ticker or Trading Symbol <u>Consolidated Communications Illinois Holdings, Inc. [ CNSL ]</u>	
		4. Relationship of Reporting Person(s) to Issuer (Check all applicable) <input checked="" type="checkbox"/> Director <input checked="" type="checkbox"/> 10% Owner <input checked="" type="checkbox"/> Officer (give title below) <input type="checkbox"/> Other (specify below) <p style="text-align: center;"><u>Chairman of the Board</u></p>	5. If Amendment, Date of Original Filed (Month/Day/Year)  6. Individual or Joint/Group Filing (Check Applicable Line) <input type="checkbox"/> Form filed by One Reporting Person <input checked="" type="checkbox"/> Form filed by More than One Reporting Person

**Table I - Non-Derivative Securities Beneficially Owned**

1. Title of Security (Instr. 4)	2. Amount of Securities Beneficially Owned (Instr. 4)	3. Ownership Form: Direct (D) or Indirect (I) (Instr. 5)	4. Nature of Indirect Beneficial Ownership (Instr. 5)
<u>Common Stock</u>	<u>7,564,758</u>	<u>I<sup>(1)</sup></u>	<u>By LLC</u>

**Table II - Derivative Securities Beneficially Owned (e.g., puts, calls, warrants, options, convertible securities)**

1. Title of Derivative Security (Instr. 4)	2. Date Exercisable and Expiration Date (Month/Day/Year)		3. Title and Amount of Securities Underlying Derivative Security (Instr. 4)	4. Conversion or Exercise Price of Derivative Security	5. Ownership Form: Direct (D) or Indirect (I) (Instr. 5)	6. Nature of Indirect Beneficial Ownership (Instr. 5)
	Date Exercisable	Expiration Date				

1. Name and Address of Reporting Person* <u>LUMPKIN RICHARD ANTHONY</u> <hr/> (Last) (First) (Middle) <u>121 SOUTH 17TH STREET</u> <hr/> (Street) <u>MATTOON IL 61938-3987</u> <hr/> (City) (State) (Zip)		
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1. Name and Address of Reporting Person* <u>Central Illinois Telephone, LLC</u> <hr/> (Last) (First) (Middle) <u>121 SOUTH 17TH STREET</u> <hr/> (Street) <u>MATTOON IL 61938-3987</u> <hr/> (City) (State) (Zip)		
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**Explanation of Responses:**

1. Shares acquired pursuant to a reorganization as described in the Issuer's registration statement on Form S-1 (Registration No. 333-121086). Number of shares represents the total amount held in the name of Central Illinois Telephone LLC, an entity that may be deemed to be indirectly controlled by the Reporting Person. Reporting Person does not have a pecuniary interest in all the shares held in the name of Central Illinois Telephone and disclaims beneficial ownership as defined in Rule 16a-1(a)(2) of all shares in which he does not have a pecuniary interest. This report shall not be deemed an admission that for Section 16 the Reporting Person is the beneficial owner of shares held by Central Illinois Telephone in which he does not have a pecuniary interest.

**Remarks:**

[James N. Pepin, POA for  
Richard A. Lumpkin](#) [07/21/2005](#)

[James N. Pepin, POA for  
Central Illinois Telephone  
LLC](#) [07/21/2005](#)

\*\* Signature of Reporting Person      Date

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

\* If the form is filed by more than one reporting person, see Instruction 5 (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).

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

**Persons who respond to the collection of information contained in this form are not required to respond unless the form displays a currently valid OMB Number.**

Power of Attorney

The undersigned hereby constitutes and appoints each of Steven L. Grissom and Alexander A. Gendzier and James N. Pepin, of King & Spalding LLP, the Company's counsel, as the undersigned's true and lawful attorney-in-fact to:

(1) execute for and on behalf of the undersigned, in the undersigned's capacity as an officer, director and/or a stockholder owning more than 10% of Consolidated Communications Holdings, Inc.'s (the "Company") common stock, Forms 3, 4 and 5 in accordance with Section 16 of the Securities Exchange Act of 1934, as amended (the "Exchange Act"), and the rules and regulations promulgated thereunder;

(2) do and perform any and all acts for and on behalf of the undersigned which may be necessary or desirable to complete and execute any such Forms 3, 4 or 5 and timely file such forms with the U.S. Securities and Exchange Commission and any stock exchange or similar authority; and

(3) take any other action of any type whatsoever in connection with the foregoing which, in the opinion of such attorney-in-fact, may be of benefit to, in the best interest of, or legally required by, the undersigned, it being understood that the documents executed by such attorney-in-fact on behalf of the undersigned pursuant to this Power of Attorney shall be in such form and shall contain such terms and conditions as such attorney-in-fact may approve in such attorney-in-fact's discretion.

The undersigned hereby grants to each attorney-in-fact full power and authority to do and perform any and every act and thing whatsoever requisite, necessary, or proper to be done in the exercise of any of the rights and powers herein granted, as fully to all intents and purposes as the undersigned might or could do if personally present, with full power of such substitution or revocation, hereby ratifying and confirming all that each attorney-in-fact, or each attorney-in-fact's substitute or substitutes, shall lawfully do or cause to be done by virtue of this Power of Attorney and the rights and powers herein granted. The undersigned acknowledges that the foregoing attorney-in-fact, in serving in such capacity at the request of the undersigned, is not assuming, nor is the Company assuming, any of the undersigned's responsibilities to comply with Section 16 of the Exchange

Act.

This Power of Attorney shall remain in full force and effect until the undersigned is no longer required to file Forms 3, 4 and 5 with respect to the undersigned's holdings of and transactions in securities issued by the Company, unless earlier revoked by the undersigned in a signed writing delivered to either of the foregoing attorneys -in-fact.

IN WITNESS WHEREOF, the undersigned has caused this Power of Attorney to be executed as of this 17th day of July, 2005.

By: /s/ Richard A. Lumpkin

-----  
Name: Richard A. Lumpkin

Power of Attorney

The undersigned hereby constitutes and appoints each of Steven L. Grissom and Alexander A. Gendzier and James N. Pepin, of King & Spalding LLP, the Company's counsel, as the undersigned's true and lawful attorney-in-fact to:

(1) execute for and on behalf of the undersigned, in the

undersigned's capacity as an officer, director and/or a stockholder

owning more than 10% of Consolidated Communications Holdings, Inc.'s (the "Company") common stock,

Forms 3, 4 and 5 in accordance with Section 16 of the Securities Exchange Act of 1934, as amended (the "Exchange

Act"), and the rules and regulations promulgated thereunder;

(2) do and perform any and all acts for and on behalf of the

undersigned which may be necessary or desirable to complete

and execute any such Forms 3, 4 or 5 and timely file such forms with

the U.S. Securities and Exchange Commission and any stock exchange or similar authority; and

(3) take any other action of any type whatsoever in connection

with the foregoing which, in the opinion of such

attorney-in-fact, may be of benefit to, in the best interest

of, or legally required by, the undersigned, it being

understood that the documents executed by such attorney-in-fact on

behalf of the undersigned pursuant to this Power of Attorney shall

be in such form and shall contain such terms and conditions as such

attorney-in-fact may approve in such attorney-in-fact's discretion.

The undersigned hereby grants to each attorney-in-fact full power and authority to do and perform any and every act and thing whatsoever requisite, necessary, or proper to be done in the exercise of any of the rights and powers herein granted, as fully to all intents and purposes as the undersigned might or could do if personally present, with full power of such substitution or revocation, hereby ratifying and confirming all that each attorney-in-fact, or each attorney-in-fact's substitute or substitutes, shall lawfully do or cause to be done by virtue of this Power of Attorney and the rights and powers herein granted. The undersigned acknowledges that the foregoing attorney-in-fact, in serving in such capacity at the request of the undersigned, is not assuming, nor is the Company assuming, any of the undersigned's responsibilities to comply with Section 16 of the Exchange Act.

This Power of Attorney shall remain in full force and effect until the undersigned is no longer required to file Forms 3, 4 and 5 with respect to the undersigned's holdings of and transactions in securities issued by the Company, unless earlier revoked by the undersigned in a signed writing delivered to either of the foregoing attorneys -in-fact.

IN WITNESS WHEREOF, the undersigned has caused this Power of Attorney to be executed as of this 17th day of July, 2005.

CENTRAL  
ILLINOIS TELEPHONE LLC

By: /s/ Richard A. Lumpkin

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Name: Richard  
A. Lumpkin  
Title: Manager

Joint Filer Information

Name:  
Richard A. Lumpkin

Address: c/o Consolidated Communications Holdings,  
Inc.  
121 South 17th Street  
Mattoon, Illinois 61938-3987

Designated Filer: Richard A. Lumpkin

Issuer & Ticker Symbol:  
Consolidated Communications Holdings, Inc. (CNSL)

Date of Event  
Requiring Statement: July 21, 2005

Signature: 7/21/05

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James N. Pepin, POA for Richard A. Lumpkin

Name:  
Central Illinois Telephone LLC

Address: c/o Consolidated  
Communications Holdings, Inc.  
121 South 17th Street  
Mattoon,  
Illinois 61938-3987

Shares Directly Beneficially Owned: 7,504,001

Designated Filer: Richard A. Lumpkin

Issuer & Ticker Symbol:  
Consolidated Communications Holdings, Inc. (CNSL)

Date of Event  
Requiring Statement: July 21, 2005

Signature: 7/21/05

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James N. Pepin, POA for Central Illinois Telephone LLC