

Enventis Corp
Form 4
October 17, 2014

FORM 4

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

OMB APPROVAL

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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

(Print or Type Responses)

1. Name and Address of Reporting Person *
KEARNEY R WYNN JR

(Last) (First) (Middle)
133 IRONWOOD COURT
(Street)
MANKATO, MN 56001
(City) (State) (Zip)

2. Issuer Name and Ticker or Trading Symbol
Enventis Corp [ENVE]

3. Date of Earliest Transaction (Month/Day/Year)
10/16/2014

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

5. Relationship of Reporting Person(s) to Issuer

(Check all applicable)

Director 10% Owner
 Officer (give title below) Other (specify below)

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

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 Indirect Beneficial Ownership (Instr. 4) |
|---------------------------------|--------------------------------------|--|--------------------------------|---|---|--|---|
| | | | Code | V | Amount | (A) or (D) | Price |
| Common Stock | 10/16/2014 | | D | | 66,887 | D | \$ 19.39 (1) |
| Common Stock | 10/16/2014 | | D | | 45,000 | D | \$ 19.39 (2) |
| Common Stock | 10/16/2014 | | D | | 12,783 | D | \$ 19.39 (3) |
| Common Stock | 10/16/2014 | | D | | 7,160 | D | \$ 19.39 (4) |

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| | | | | | | | | | |
|-----------------|------------|--|---|-------|---|---------------------------|---|---|---------------------|
| Common Stock | 10/16/2014 | | D | 7,160 | D | \$ 19.39 <u>(4)</u> | 0 | I | By Trust for Son |
|-----------------|------------|--|---|-------|---|---------------------------|---|---|---------------------|

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

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 control number.

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. Nu Deriv Secur Benef Own Follo Repor Trans (Instr |
|---|--|---|---|--------------------------------------|--|--|---|---|--|
| | | | | | | Date Exercisable | Expiration Date | Title | Amount or Number of Shares |
| | | | | | | Code | V (A) (D) | | |

Reporting Owners

| Reporting Owner Name / Address | Relationships | | | |
|--|---------------|-----------|---------|-------|
| | Director | 10% Owner | Officer | Other |
| KEARNEY R WYNN JR 133 IRONWOOD COURT MANKATO, MN 56001 | | X | | |

Signatures

/s/ David A. Christensen, Attorney in Fact for R. Wynn
Kearney, Jr.

10/17/2014

__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).

Disposed of pursuant to a merger agreement (the "Merger Agreement") between Enventis Corporation, Consolidated Communications Holdings, Inc. ("Consolidated") and Sky Merger Sub Inc. in exchange for 49,509 shares of Consolidated common stock with a market value of \$1,296,640.71 on the effective date of the merger.

(2)

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Disposed of pursuant to the Merger Agreement in exchange for 33,309 shares of Consolidated common stock with a market value of \$872,362.71 on the effective date of the merger.

- (3) Disposed of pursuant to the Merger Agreement in exchange for 9,461 shares of Consolidated common stock with a market value of \$247,783.59 on the effective date of the merger.
- (4) Disposed of pursuant to the Merger Agreement in exchange for 5,299 shares of Consolidated common stock with a market value of \$138,780.81 on the effective date of the merger.

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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