Consolidated Communications Holdings, Inc. Form 4 December 06, 2007

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FORM 4 UNITED STATES SECURITIES AND EXCHANGE COMMISSION Washington, D.C. 20549							OMB Number:	3235-0287			
Check thi if no long	or		0 /					Expires:	January 31, 2005		
subject to Section 10 Form 4 or	<b>51AIE</b> M 6.	STATEMENT OF CHANGES IN BEN SECURITII									
Form 5 obligatior may conti <i>See</i> Instru 1(b).	Insue. Section 17(a	a) of the F	Public Ut		ling Con	npany	y Act of	e Act of 1934, 1935 or Section 0	n		
(Print or Type R	(esponses)										
Udell C Robert JR Syn Cc			2. Issuer Name <b>and</b> Ticker or Trading Symbol Consolidated Communications Holdings, Inc. [CNSL]					5. Relationship of Reporting Person(s) to Issuer			
							•	(Check all applicable)			
(Mon			(Month/D	Date of Earliest Transaction onth/Day/Year) /05/2007				Director 10% Owner Officer (give title Other (specify below) Senior Vice President			
			nendment, Date Original onth/Day/Year)				<ol> <li>6. Individual or Joint/Group Filing(Check Applicable Line)</li> <li>_X_ Form filed by One Reporting Person</li> </ol>				
MATTOON, IL 61938-3987Form filed by More than One Reporting Person								porting			
(City)	(State)	(Zip)	Tabl	e I - Non-D	erivative	Secur	ities Acq	uired, Disposed of	, or Beneficial	ly Owned	
1.Title of Security (Instr. 3)	2. Transaction Date (Month/Day/Year)	2A. Deem Execution any (Month/D	ned 1 Date, if	3. Transactic Code (Instr. 8)	4. Securi	ties A spose	cquired d of (D)	5. Amount of Securities Beneficially Owned Following Reported Transaction(s)	6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	7. Nature of	
-				Code V	Amount	(D)	Price	(Instr. 3 and 4)			
Common Stock, par value \$0.01 per share	12/05/2007			F	899 <u>(1)</u>	D	\$ 16.44	66,416	D		

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

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 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. Transactiv Code (Instr. 8)	5. onNumber of Derivative Securities Acquired (A) or Disposed of (D) (Instr. 3, 4, and 5)		ate	7. Tit Amou Unde: Secur (Instr	int of rlying	8. Price of Derivative Security (Instr. 5)	9. Nu Deriv Secur Bene Owne Follo Repo Trans (Instr
				Code V	(A) (D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares		

## **Reporting Owners**

<b>Reporting Owner Name / Address</b>	Relationships							
	Director	10% Owner	Officer	Other				
Udell C Robert JR 121 SOUTH 17TH STREET MATTOON, IL 61938-3987			Senior Vice	e President				
Signatures								
/s/ David J. Doedtman, Power of Attorney	of	12/06/2007						
**Signature of Reporting Person		D	ate					

## **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).

(1) Number of shares withheld to satisfy income tax withholding obligations in connection with shares of restricted stock that vested.

Note: File three copies of this Form, one of which must be manually signed. If space is insufficient, *see* Instruction 6 for procedure. Potential persons who are to respond to the collection of information contained in this form are not required to respond unless the form displays a currently valid OMB number.