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March 27, 1996

ORIGINAL
FILE COPY

400 CLEVELAND STREET
P. O. BOX 1089 ZIP 34617
CLEARWATER, FLORIDA 34615
1314418966 FAX 1314428470

IN REPLY REFER TO:

Tallahassee

BY HAND DELIVERY

Florida Public Service Commission
Division of Administration
2540 Shumard Oak Boulevard
Gunter Building
Tallahassee, Florida 32399-0850

960384-TI

Re: Application for Authority to Provide
Interexchange Telecommunication Service
Within the State of Florida for
ALLTEL Long Distance, Inc.

Ladies and Gentlemen:

Enclosed is the original and six copies of ALLTEL Long Distance, Inc.'s Application for Authority to Provide Interexchange Telecommunications Service Within the State of Florida. Also enclosed is a non-refundable application fee of \$250.00.

Please acknowledge receipt and filing of the above by stamping the duplicate copy of this letter and returning the same to this writer.

Thank you for your assistance in this matter.

Sincerely,

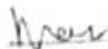

J. Jeffrey Wahlen

JJW/csu

Enclosures

ltr\fpac


RECEIVED & FILED


FPSC-BUREAU OF RECORDS

DOCUMENT NUMBER-DATE

03633 MAR 27 96

FPSC-RECORDS/REPORTING



APPLICATION FORM
FOR AUTHORITY TO
PROVIDE
INTEREXCHANGE
TELECOMMUNICATION
SERVICE WITHIN THE
STATE OF FLORIDA

DOCUMENT NUMBER-DATE

03633 MAR 27 88

FPSC RECORDS/REPORTING

**** FLORIDA PUBLIC SERVICE COMMISSION ***

DIVISION OF COMMUNICATIONS
BUREAU OF SERVICE EVALUATION

APPLICATION FORM
for
AUTHORITY TO PROVIDE INTEREXCHANGE TELECOMMUNICATIONS SERVICE
WITHIN THE STATE OF FLORIDA

INSTRUCTIONS

- A. This form is used for an original application for a certificate and for approval of sale, assignment or transfer of an existing certificate. In case of a sale, assignment or transfer, the information provided shall be for the purchaser, assignee or transferee (See Appendix A).
- B. Respond to each item requested in the application and appendices. If an item is not applicable, please explain why.
- C. Use a separate sheet for each answer which will not fit the allotted space.
- D. If you have questions about completing the form, contact:

Florida Public Service Commission
Division of Communications
Bureau of Service Evaluation
2540 Shumard Oak Blvd.
Gunter Building
Tallahassee, Florida 32399-0850
(904) 413-6600

- E. Once completed, submit the original and six (6) copies of this form along with a non-refundable application fee of \$250.00 to:

Florida Public Service Commission
Division of Administration
2540 Shumard Oak Blvd.
Gunter Building
Tallahassee, Florida 32399-0850
(904) 413-6251

1. This is an application for (check one):
- Original Authority (New company).
 - Approval of Transfer (To another certificated company).
 - Approval of Assignment of existing certificate (To an uncertificated company).
 - Approval for transfer of control (To another certificated company).
2. Select what type of business your company will be conducting (check all that apply):
- Facilities based carrier - company owns and operates or plans to own and operate telecommunications switches and transmission facilities in Florida.
 - Operator Service Provider - company provides or plans to provide alternative operator services for IXCs; or toll operator services to call aggregator locations; or clearinghouse services to bill such calls.
 - Reseller - company has or plans to have one or more switches but primarily leases the transmission facilities of other carriers. Bills its own customer base for services used.
 - Switchless Rebiller - company has no switch or transmission facilities but may have a billing computer. Aggregates traffic to obtain bulk discounts from underlying carrier. Rebills end users at a rate above its discount but generally below the rate end users would pay for unaggregated traffic.
 - Multi-Location Discount Aggregator - company contracts with unaffiliated entities to obtain bulk/volume discounts under multi-location discount plans from certain underlying carriers. Then offers the resold service by enrolling unaffiliated customers.

3. Name of corporation, partnership, cooperative, joint venture or sole proprietorship:

ALLTEL Long Distance, Inc.

4. Name under which the applicant will do business (fictitious name, etc.):

ALLTEL Long Distance, Inc.

5. National address (including street name & number, post office box, city, state and zip code).

One Allied Drive, Little Rock, AR 72202

6. Florida address (including street name & number, post office box, city, state and zip code):

None

7. Structure of organization;

() Individual X) Corporation
() Foreign Corporation () Foreign Partnership
() General Partnership () Limited Partnership
() Other, _____

6. If applicant is an individual or partnership, please give name, title and address of sole proprietor or partners. N/A. See 7, above.

- (a) Provide proof of compliance with the foreign limited partnership statute (Chapter 620.169 FS), if applicable.

N/A. See 7, above.

- (b) Indicate if the individual or any of the partners have previously been:

(1) adjudged bankrupt, mentally incompetent, or found guilty of any felony or of any crime, or whether such actions may result from pending proceedings.

(2) officer, director, partner or stockholder in any other Florida certificated telephone company. If yes, give name of company and relationship. If no longer associated with company, give reason why not.

N/A. See 7, above.

9. If incorporated, please give:

- (a) Proof from the Florida Secretary of State that the applicant has authority to operate in Florida.

Corporate charter number: F96000000285

See Attachment Two

- (b) Name and address of the company's Florida registered agent.

See Attachment One

- (c) Provide proof of compliance with the fictitious name statute (Chapter 865.09 FS), if applicable. N/A

Fictitious name registration number: _____

- (c) Indicate if any of the officers, directors, or any of the ten largest stockholders have previously been:

(1) adjudged bankrupt, mentally incompetent, or found guilty of any felony or of any crime, or whether such actions may result from pending proceedings. No.

(2) officer, director, partner or stockholder in any other Florida certificated telephone company. If yes, give name of company and relationship. If no longer associated with company, give reason why not. No.

10. Who will serve as liaison with the Commission in regard to (please give name, title, address and telephone number):

- (a) The application;
- (b) Official Point of Contact for the ongoing operations of the company;
- (c) Tariff;

(d) Complaints/Inquiries from customers;

See Attachment One

11. List the states in which the applicant:

(a) Has operated as an interexchange carrier.

Pennsylvania

(b) Has applications pending to be certificated as an interexchange carrier.

None

(c) Is certificated to operate as an interexchange carrier.

Pennsylvania, Georgia

(d) Has been denied authority to operate as an interexchange carrier and the circumstances involved.

None

(e) Has had regulatory penalties imposed for violations of telecommunications statutes and the circumstances involved.

None

(f) Has been involved in civil court proceedings with an interexchange carrier, local exchange company or other telecommunications entity, and the circumstances involved.

None

12. What services will the applicant offer to other certificated telephone companies:

() Facilities. () Operators.
() Billing and Collection. () Sales.
() Maintenance.
() Other: _____

None

13. Do you have a marketing program?

See Attachment One

14. Will your marketing program:

- Pay commissions?
- Offer sales franchises?
- Offer multi-level sales incentives?
- Offer other sales incentives?

Yes.

15. Explain any of the offers checked in question 14 (To whom, what amount, type of franchise, etc.).

See Attachment One

16. Who will receive the bills for your service (Check all that apply)?

- Residential customers. Business customers.
- PATS providers. PATS station end-users.
- Hotels & motels. Hotel & motel guests.
- Universities. Univ. dormitory residents.
- Other: (specify) _____.

17. Please provide the following (if applicable):

(a) Will the name of your company appear on the bill for your services, and if not who will the billed party contact to ask questions about the bill (provide name and phone number) and how is this information provided?

(b) Name and address of the firm who will bill for your service.

See Attachment One

18. Please provide all available documentation demonstrating that the applicant has the following capabilities to provide interexchange telecommunications service in Florida.

See Attachment Two

A. Financial capability.

Regarding the showing of financial capability, the following applies:

The application should contain the applicant's financial statements, including:

1. the balance sheet
2. income statement
3. statement of retained earnings for the most recent 3 years.

If available, the financial statements should be audited financial statements.

If the applicant does not have audited financial statements, it shall be so stated. The unaudited financial statements should then be signed by the applicant's chief executive officer and chief financial officer. The signatures should affirm that the financial statements are true and correct.

B. Managerial capability.

C. Technical capability.

19. Please submit the proposed tariffs under which the company plans to begin operation. Use the format required by Commission Rule 25-24.485 (example enclosed).

See Attachment Three

20. The applicant will provide the following interexchange carrier services (Check all that apply):

MTS with distance sensitive per minute rates
 Method of access is FGA
 Method of access is FGB
 Method of access is FGD
 Method of access is 800

MTS with route specific rates per minute
 Method of access is FGA
 Method of access is FGB
 Method of access is FGD
 Method of access is 800

MTS with statewide flat rates per minute (i.e. not distance sensitive)
 Method of access is FGA
 Method of access is FGB
 Method of access is FGD
 Method of access is 800

MTS for pay telephone service providers

Block-of-time calling plan (Reach out Florida, Ring America, etc.).

800 Service (Toll free)¹

WATS type service (Bulk or volume discount)
 Method of access is via dedicated facilities
 Method of access is via switched facilities

Private Line services (Channel Services)
(For ex. 1.544 mbs., DS-3, etc.)

¹ The Company will not offer 800 service initially, but may do so in the future. If it does, it will file the rates as a tariff update.

Travel Service
 ___ Method of access is 950
 Method of access is 800

___ 900 service

Operator Services
 Available to presubscribed customers
 ___ Available to non presubscribed customers (for
 example to patrons of hotels, students in
 universities, patients in hospitals.
 ___ Available to inmates

Services included are:

Station assistance
 Person to Person assistance
 Directory assistance
 Operator verify and interrupt
___ Conference Calling

21. What does the end user dial for each of the interexchange carrier services that were checked in services included (above).

00

22. ___ Other: N/A

**** APPLICANT ACKNOWLEDGEMENT STATEMENT ****

1. **REGULATORY ASSESSMENT FEE:** I understand that all telephone companies must pay a regulatory assessment fee in the amount of .15 of one percent of its gross operating revenue derived from intrastate business. Regardless of the gross operating revenue of a company, a minimum annual assessment fee of \$50 is required.
2. **GROSS RECEIPTS TAX:** I understand that all telephone companies must pay a gross receipts tax of two and one-half percent on all intra and interstate business.
3. **SALES TAX:** I understand that a seven percent sales tax must be paid on intra and interstate revenues.
4. **APPLICATION FEE:** A non-refundable application fee of \$250.00 must be submitted with the application.
5. **RECEIPT AND UNDERSTANDING OF RULES:** I acknowledge receipt and understanding of the Florida Public Service Commission's Rules and Orders relating to my provision of interexchange telephone service in Florida. I also understand that it is my responsibility to comply with all current and future Commission requirements regarding interexchange service.
6. **ACCURACY OF APPLICATION:** By my signature below, I the undersigned owner or officer of the named utility in the application, attest to the accuracy of the information contained in this application and associated attachments. I have read the foregoing and declare that to the best of my knowledge and belief, the information is a true and correct statement.
Further, I am aware that pursuant to Chapter 837.06, Florida Statutes, "Whoever knowingly makes a false statement in writing with the intent to mislead a public servant in the performance of his official duty shall be guilty of a misdemeanor of the second degree, punishable as provided in s. 775.082 and s. 775.083".

UTILITY OFFICIAL:

Howard H. Hawes

Signature

3-25-96

Date

Howard H. Hawes

Vice President

ALLTEL Long Distance, Inc.

Title

501-661-5648

Telephone No.

FORM PSC/CMU 31 (11/95)

Required by Commission Rule Nos. 25-24.471, 25-24.473, and 25-24.480(2).

** APPENDIX A **

CERTIFICATE TRANSFER STATEMENT

I, (TYPE NAME) _____,
(TITLE) _____, of (NAME OF COMPANY)
_____, and current
holder of certificate number _____, have reviewed
this application and join in the petitioner's request for a
transfer of the above-mentioned certificate.

UTILITY OFFICIAL:

Signature

Date

Title

Telephone No.

N/A


** APPENDIX B **

CUSTOMER DEPOSITS AND ADVANCE PAYMENTS

A statement of how the Commission can be assured of the security of the customer's deposits and advance payments may be responded to in one of the following ways (applicant please check one):

- (X) The applicant will not collect deposits nor will it collect payments for service more than one month in advance.
- () The applicant will file with the Commission and maintain a surety bond in an amount equal to the current balance of deposits and advance payments in excess of one month. (Bond must accompany application.)

UTILITY OFFICIAL:



Signature

3-25-96

Date

Howard H. Hawes

Vice President

ALLTEL Long Distance, Inc.

Title

501-661-5648

Telephone No.

** APPENDIX C **

INTRASTATE NETWORK

1. POP: Addresses where located, and indicate if owned or leased.

1) N/A 2)

3) 4)

2. SWITCHES: Address where located, by type of switch, and indicate if owned or leased.

1) N/A 2)

3) 4)

3. TRANSMISSION FACILITIES: Pop-to-Pop facilities by type of facilities (microwave, fiber, copper, satellite, etc.) and indicate if owned or leased.

1)	<u>POP-to-POP</u>	<u>TYPE</u>	<u>OWNERSHIP</u>
----	-------------------	-------------	------------------

2) N/A

4. ORIGINATING SERVICE: Please provide the list of exchanges where you are proposing to provide originating service within thirty (30) days after the effective date of the certificate (Appendix D).

See Attachment One

FORM PSC/CMU 31 (11/95)

Required by Commission Rule Nos. 25-24.471, 25-24.473, and 25-24.480(2).

5. **TRAFFIC RESTRICTIONS:** Please explain how the applicant will comply with the EAEA requirements contained in Commission Rule 25-24.471 (4) (a) (copy enclosed).

See Attachment One

6. **CURRENT FLORIDA INTRASTATE SERVICES:** Applicant has () or has not () previously provided intrastate telecommunications in Florida. If the answer is has, fully describe the following:

- a) What services have been provided and when did these services begin?
- b) If the services are not currently offered, when were they discontinued?

UTILITY OFFICIAL:



Signature

3-25-96

Date

Howard H. Hawes
Vice President
ALLTEL Long Distance, Inc.

Title

501-661-5648

Telephone No.

** APPENDIX D **

FLORIDA TELEPHONE EXCHANGES

AND

EAS ROUTES

Describe the service area in which you hold yourself out to provide service by telephone company exchange. If all services listed in your tariff are not offered at all locations, so indicate.

In an effort to assist you, attached is a list of major exchanges in Florida showing the small exchanges with which each has extended area service (EAS).

** FLORIDA EAS FOR MAJOR EXCHANGES **

<u>Extended Service Area</u>	<u>with</u>	<u>These Exchanges</u>
PENSACOLA:		Cantonment, Gulf Breeze Pace, Milton Holley-Navarre.
PANAMA CITY:		Lynn Haven, Panama City Beach, Youngstown-Fountain and Tyndall AFB.
TALLAHASSEE:		Crawfordville, Havana, Monticello, Panacea, Sopchoppy and St. Marks.
JACKSONVILLE:		Baldwin, Ft. George, Jacksonville Beach, Callahan, Maxville, Middleburg Orange Park, Ponte Vedra and Julington.
GAINESVILLE:		Alachua, Archer, Brooker, Hawthorne, High Springs, Melrose, Micanopy, Newberry and Waldo.
OCALA:		Belleview, Citra, Dunnellon,

Forest Lady Lake (E21),
McIntosh, Oklawaha,
Orange Springs, Salt Springs and
Silver Springs Shores.

DAYTONA BEACH:

New Smyrna Beach.

TAMPA:

Central	None
East	Plant City
North	Zephyrhills
South	Palmetto
West	Clearwater

CLEARWATER:

St. Petersburg, Tampa-West and
Tarpon Springs.

ST. PETERSBURG:

Clearwater.

LAKELAND:

Bartow, Mulberry, Plant City,
Polk City and Winter Haven.

ORLANDO:

Apopka, East Orange, Lake Buena
Vista, Oviedo, Windermere,
Winter Garden,
Winter Park, Montverde, Reedy
Creek, and Oviedo-Winter
Springs.

WINTER PARK:

Apopka, East Orange, Lake Buena Vista,
Orlando, Oviedo, Sanford, Windermere,
Winter Garden, Oviedo-Winter Springs
Reedy Creek, Geneva and Montverde.

TITUSVILLE:

Cocoa and Cocoa Beach.

COCOA:

Cocoa Beach, Eau Gallie,
Melbourne and Titusville.

MELBOURNE:

Cocoa, Cocoa Beach, Eau Gallie
and Sebastian.

SARASOTA:

Bradenton, Myakka and Venice.

FT. MYERS:

Cape Coral, Ft. Myers Beach, North Cape
Coral, North Ft. Myers, Pine Island, Lehigh
Acres and Sanibel-Captiva Islands.

NAPLES:

Marco Island and North Naples.

WEST PALM BEACH:

Boynton Beach and Jupiter.

FORM PSC/CMU 31 (11/95)

Required by Commission Rule Nos. 25-24.471, 25-24.473, and 25-
24.480(2).

POMPANO BEACH:

Boca Raton, Coral Springs,
Deerfield Beach and Ft.
Lauderdale.

FT. LAUDERDALE:

Coral Springs, Deerfield Beach,
Hollywood and Pompano Beach.

HOLLYWOOD:

Ft. Lauderdale and North Dade.

NORTH DADE:

Hollywood, Miami and Perrine.

MIAMI:

Homestead, North Dade and
Perrine

**** APPENDIX E ****

**** GLOSSARY ****

ACCESS CODE: The term denotes a uniform four or seven digit code assigned to an individual IXC. The five digit code has the form 10XXX and the seven digit code has the form 950-XXXX.

BYPASS: Transmission facilities that go direct from the local exchange end user to an IXC point of presence, thus bypassing the local exchange company.

CARRIERS CARRIER: An IXC that provides telecommunications service, mainly bulk transmission service, to other IXC only.

CENTRAL OFFICE: A local operating unit by means of which connections are established between subscribers' lines and trunk or toll lines to other central offices within the same exchange or other exchanges. Each three (3) digit central office code (NXX) used shall be considered a separate central office unit.

CENTRAL OFFICE CODE: The term denotes the first three digits (NXX) of the seven (7) digit telephone number assigned to a customer's telephone exchange service.

COMMISSION: The Florida Public Service Commission.

COMPANY, TELEPHONE COMPANY, UTILITY: These terms may be used interchangeably herein and shall mean any person, firm, partnership or corporation engaged in the business of furnishing communication service to the public under the jurisdiction of the Commission.

DEDICATED FACILITY: The term denotes a transmission circuit which is permanently for the exclusive use of a customer or a pair of customers.

END USER: The term denotes any individual, partnership, association, corporation, governmental agency or any other entity which (A) obtains a common line, uses a pay telephone or obtains interstate service arrangements in the operating territory of the company or (B) subscribes to interstate services provided by an IXC or uses the services of the IXC when the IXC provides interstate service for its own use.

EQUAL ACCESS EXCHANGE AREAS: EAEA means a geographic area, configured based on 1987 planned toll center/access tandem areas, in which local exchange companies are responsible for providing equal access to both carriers and customers of carriers in the most economically efficient manner.

EXCHANGE: The entire telephone plant and facilities used in providing telephone service to subscribers located in an exchange area. An exchange may include more than one central office unit.

EXCHANGE (SERVICE) AREA: The territory, including the base rate suburban and rural areas served by an exchange, within which local telephone service is furnished at the exchange rates applicable within that area.

EXTENDED AREA SERVICE: A type of telephone service furnished under tariff provision whereby subscribers of a given exchange or area may complete calls to, and receive messages from, one or more other contiguous exchanges without toll charges, or complete calls to one or more other exchanges without toll message charges.

FACILITIES BASED: An IXC that has its own transmission and/or switching equipment or other elements of equipment and does not rely on others to provide this service.

FOREIGN EXCHANGE SERVICES: A classification of exchange service furnished under tariff provisions whereby a subscriber may be provided telephone service from an exchange other than the one from which he would normally be served.

FEATURE GROUPS: General categories of unbundled tariffs to stipulate related services.

Feature Group A: Line side connections presently serving specialized common carriers.

Feature Group B: Trunk side connections without equal digit or code dialing.

Feature Group C: Trunk side connections presently serving AT&T-C.

Feature Group D: Equal trunk access with subscription.

INTEREXCHANGE COMPANY: means any telephone company, as defined in Section 364.02(4), F.S. (excluding Payphone Providers), which provides telecommunication service between exchange areas as those areas are described in the approved tariffs of individual local exchange companies.

INTER-OFFICE CALL: A telephone call originating in one central office unit or entity but terminating in another central office unit or entity both of which are in the same designated exchange area.

INTRA-OFFICE CALL: A telephone call originating and terminating within the same central office unit or entity.

INTRASTATE COMMUNICATIONS: The term denotes any communications in Florida subject to oversight by the Florida Public Service Commission as provided by the laws of the State.

INTRA-STATE TOLL MESSAGE: Those toll messages which originate and terminate within the same state.

LOCAL ACCESS AND TRANSPORT AREA: LATA means the geographic area established for the administration of communications service. It encompasses designated exchanges, which are grouped to serve common social, economic and other purposes.

LOCAL EXCHANGE COMPANY (LEC): Means any telephone company, as defined in Section 364.02(4), F.S., which, in addition to any other telephonic communication service, provides telecommunication service within exchange areas as those areas are described in the approved tariffs of the telephone company.

OPTIONAL CALLING PLAN: An optional service furnished under tariff provisions which recognizes a need of some subscribers for extended area calling without imposing the cost on the entire body of subscribers.

900 SERVICE: A service similar to 800 service, except this service is charged back to the customer based on first minute plus additional minute usage.

PIN NUMBER: A group of numbers used by a company to identify their customers.

PAY TELEPHONE SERVICE COMPANY: Means any telephone company, other than a Local Exchange Company, which provides pay telephone service as defined in Section 364.335(4), F.S.

POINT OF PRESENCE (POP): Bell-coined term which designates the

FORM PSC/CMU 31 (11/95)

Required by Commission Rule Nos. 25-24.471, 25-24.473, and 25-24.480(2).

actual (physical) location of an IXC's facility. Replaces some applications of the term "demarcation point."

PRIMARY SERVICE: Individual line service or party line service.

RESELLER: An IXC that does not have certain facilities but purchases telecommunications service from an IXC and then resells that service to others.

STATION: A telephone instrument consisting of a transmitter, receiver, and associated apparatus so connected as to permit sending and/or receiving telephone messages.

SUBSCRIBER, CUSTOMER: These terms may be used interchangeably herein and shall mean any person, firm, partnership, corporation, municipality, cooperative organization, or governmental agency supplied with communication service by a telephone company.

SUBSCRIBER LINE: The circuit or channel used to connect the subscriber station with the central office equipment.

SWITCHING CENTER: Location at which telephone traffic, either local or toll, is switched or connected from one circuit or line to another. A local switching center may be comprised of several central office units.

TRUNK: A communication channel between central office units or entities, or private branch exchanges.

ATTACHMENTS:

- A - CERTIFICATE TRANSFER STATEMENT
- B - CUSTOMER DEPOSITS AND ADVANCE PAYMENTS
- C - INTRASTATE NETWORK
- D - FLORIDA TELEPHONE EXCHANGES and EAS ROUTES
- E - GLOSSARY

ALLTEL Long Distance, Inc.

Application for Authority to Provide
Interexchange Telecommunications
Service Within the State of Florida

9. (b) CT Corporation System
1200 South Pine Island Road
Plantation, FL 33324
10. (a) - (d)

Terry A. Roberts
ALLTEL Long Distance, Inc.
One Allied Drive
Little Rock, AR 72202
412/543-7622
13. ALLTEL Long Distance intends to enter into a written agreement with its LEC affiliate, ALLTEL Florida, Inc., under which ALLTEL Florida, Inc. will market the services of ALLTEL Long Distance, Inc. Under the agreement, ALLTEL Long Distance will offer an incentive to ALLTEL Florida, Inc.'s customer service employees who sign up a long distance customer that remains a customer for more than six months and who averages over \$10 toll per month. The amount of the incentive increases as the average toll usage increases.
15. See 13, above.
17. (a) ALLTEL Long Distance, Inc.,s name will appear on the bill for its services. The billed party may contact ALLTEL Florida, Inc. at 800-852-4222 (residential) or 800-843-9214 (business) to ask questions about the bill. This information will appear on the customer bill.
- (b) ALLTEL Florida, Inc.
Post Office Box 550
Live Oak, FL 32060

Appendix 6, Question 4

ALLTEL Long Distance, Inc. intends to provide service in all of the exchanges in ALLTEL Florida, Inc.'s certificated service territory.

Appendix C, Question 5

The Company will engineer its system to be in compliance with the EAEA rule.

ALLTEL Long Distance, Inc.

Application for Authority to Provide
Interexchange Telecommunications
Services Within the State of Florida

Qualifications

Applicant is a wholly owned subsidiary of ALLTEL Corporation ("ALLTEL"). ALLTEL, through its subsidiaries, provides, among other services, local exchange telephone and wireless telephone services in numerous states, including the State of Florida. A description of the experience of the Applicant's officers are reflected in the attached documents.

Included in this attachment are the following items:

- a. Proof of Qualification to Do Business in Florida
- b. Projected ProForma Financial Statement for First Year of Business. Prior year statements not available as this is a new business
- c. Copy of ALLTEL Corporation Audited Financial Statements for 1994
- d. Explanation of Technical Capability



FLORIDA DEPARTMENT OF STATE
Sandra B. Mortham
Secretary of State

January 17, 1996

MACFARLANE, AUSLEY FERGUSON & MCMULLEN

Qualification documents for ALLTEL LONG DISTANCE, INC. were filed on January 17, 1996, and assigned document number F9600000285. Please refer to this number whenever corresponding with this office.

Your corporation is now qualified and authorized to transact business in Florida as of the file date.

The certification you requested is enclosed.

A corporation annual report will be due this office between January 1 and May 1 of the year following the calendar year of the file date. A Federal Employer Identification (FEI) number will be required before this report can be filed. If you do not already have an FEI number, please apply NOW with the Internal Revenue by calling 1-800-829-3676 and requesting form SS-4.

Please be aware if the corporate address changes, it is the responsibility of the corporation to notify this office.

Should you have any questions regarding this matter, please telephone (904) 487-6091, the Foreign Qualification/Tax Lien Section.

Michael Mays
Document Specialist
Division of Corporations

Letter Number: 696A00002084

State of Florida



Department of State

I certify the attached is a true and correct copy of the application by ALLTEL LONG DISTANCE, INC., a Delaware corporation, authorized to transact business within the State of Florida on January 17, 1996, as shown by the records of this office.

The document number of this corporation is F9600000285.

Given under my hand and the
Great Seal of the State of Florida,
at Tallahassee, the Capital, this the
Seventeenth day of January, 1996



CR2EO22 (1-95)

Sandra B. Northam

Sandra B. Northam
Secretary of State

APPLICATION BY FOREIGN CORPORATION FOR AUTHORIZATION TO
TRANSACTION BUSINESS IN FLORIDA

IN COMPLIANCE WITH SECTION 607.1503, FLORIDA STATUTES, THE FOLLOWING IS
SUBMITTED TO REGISTER A FOREIGN CORPORATION TO TRANSACTION BUSINESS IN THE
STATE OF FLORIDA:

1. ALLTEL Long Distance, Inc.
(Name of corporation: must include the word "INCORPORATED", "COMPANY", "CORPORATION" or words or
abbreviations of like import in language as will clearly indicate that it is a corporation instead of a natural person
or partnership if not so contained in the name at present.)

2. Delaware 3. _____
(State or country under the law of which it is incorporated) (FEI number, if applicable)

4. August 16, 1995 5. Perpetual
(Date of incorporation) (Duration: Year corp. will cease to exist or "perpetual")

6. Upon Qualification
(Date first transacted business in Florida. (See sections 607.1501, 607.1502, and 817.155, F.S.)

7. One Allied Drive
Little Rock, AR 72202
(Current mailing address)

8. Interexchange Telecommunications
(Purpose(s) of corporation authorized in home state or country to be carried out in the state of Florida)

9. Name and street address of Florida registered agent:

Name: C T Corporation System
Office Address: 1200 South Pine Island Road
Plantation, Florida, 33324
(Zip Code)

10. Registered agent's acceptance:

Having been named as registered agent and to accept service of process for the above stated corporation at the place designated in this application, I hereby accept the appointment as registered agent and agree to act in this capacity. I further agree to comply with the provisions of all statutes relative to the proper and complete performance of my duties, and I am familiar with and accept the obligations of my position as registered agent.

PLEASE SEE ATTACHED ORIGINAL ACCEPTANCE
(Registered agent's signature)

11. Attached is a certificate of existence duly authenticated, not more than 90 days prior to delivery of this application to the Department of State, by the Secretary of State or other official having custody of corporate records in the jurisdiction under the law of which it is incorporated.

96 JAN 17 PM 12:01
STATE DEPT OF STATE

12. Names and addresses of officers and/or directors: (Street address ONLY- P. O. Box NOT acceptable)

A. DIRECTORS (Street address only- P. O. Box NOT acceptable)

Chairman: _____

Address: _____

Vice Chairman: _____

Address: _____

Director: Carroll D. McHenry

Address: One Allied Drive

Little Rock, Arkansas 72202

Director: _____

Address: _____

B. OFFICERS (Street address only- P. O. Box NOT acceptable)

President: Michael T. Flynn

Address: One Allied Drive

Little Rock, Arkansas 72202

Vice President: Howard H. Hawes

Address: One Allied Drive

Little Rock, Arkansas 72202

Secretary: Francis X. Frantz

Address: One Allied Drive

Little Rock, Arkansas 72202

Treasurer: _____

Address: _____

NOTE: If necessary, you may attach an addendum to the application listing additional officers and/or directors.

13. 

(Signature of Chairman, Vice Chairman, or any officer listed in number 12 of the application)

14. Michael T. Flynn, President

(Typed or printed name and capacity of person signing application)

96 JAN 7 11:10

100-1111-1111

ACCEPTANCE OF APPOINTMENT

RE: ALLTEL LONG DISTANCE, INC.

Pursuant to Sections 48.091 and 607.0501, Florida Statutes, the undersigned acknowledges and accepts its appointment as registered agent of the above corporation and agrees to act in the capacity and to comply with the provisions of the Florida Business Corporation Act (1990) relative to keeping open the registered office at the address specified above. The undersigned is familiar with, and accepts the obligations of, Section 607.0505, Florida Statutes.

Dated: January 15, 1996

C T CORPORATION SYSTEM

By

Bonnie L. Harmon

Bonnie L. Harmon,
Assistant Secretary

96 JAN 17 PM 12:01
CORPORATION SYSTEM
REGISTERED AGENT

State of Delaware
Office of the Secretary of State

I, EDWARD J. FREEL, SECRETARY OF STATE OF THE STATE OF DELAWARE, DO HEREBY CERTIFY "ALLTEL LONG DISTANCE, INC." IS DULY INCORPORATED UNDER THE LAWS OF THE STATE OF DELAWARE AND IS IN GOOD STANDING AND HAS A LEGAL CORPORATE EXISTENCE SO FAR AS THE RECORDS OF THIS OFFICE SHOW, AS OF THE NINTH DAY OF JANUARY, A.D. 1996.

AND I DO HEREBY FURTHER CERTIFY THAT THE FRANCHISE TAXES HAVE NOT BEEN ASSESSED TO DATE.

96 JAN 17 PM 12:01
STATE OF DELAWARE
SECRETARY OF STATE



Edward J. Freel

Edward J. Freel, Secretary of State

2534400 8300

960005760

AUTHENTICATION:

7781517

DATE:

01-09-96

ALLTEL LONG DISTANCE
FINANCIAL STATEMENT

SECTION IV

ALLTEL Long Distance
Proforma Income Statement

	<u>MONTHLY</u>	<u>ANNUALLY</u>
MINUTES	6,309,056	75,708,792
REVENUES		
1+Day	\$ 433,310	\$ 5,199,720
1+Evening	\$ 433,310	\$ 5,199,720
1+Night/Weekend	\$ 216,653	\$ 2,599,836
Uncollectibles	\$ 37,915	\$ 454,980
Total Revenues	\$ 1,045,358	\$ 12,544,296
COST OF SALES		
Transport	\$ 650,000	\$ 7,800,000
GROSS REVENUE	\$ 395,358	\$ 4,744,296
EXPENSES		
Billing and Collection	\$ 89,500	\$ 1,074,000
Admin. and Mgt.	\$ 8,100	\$ 97,200
Sales and Advertising	\$ 63,300	\$ 759,600
Start up Costs	\$ 780	\$ 9,360
Corporate Allocation	\$ 2,650	\$ 31,800
Total Expenses	\$ 164,330	\$ 1,971,960
Net Income Before Taxes	\$ 231,028	\$ 2,772,336

Proforma assumes that 20% of the market has been obtained

- * Sales and Advertising were averaged over five years
- ** Start up cost have been amortized over five years
- *** Admin/Mgt, Start Up Costs, and Corporate allocations only reflect GA's portion of those costs - approx. 27%



1994 ANNUAL REPORT

SELECTED FINANCIAL DATA

For the years ended December 31, (Colors in thousands, except per share amounts)						
	1994	1993	1992	1991	1990	1989
REVENUES AND SALES	<u>\$2,961,717</u>	<u>\$2,342,087</u>	<u>\$2,082,481</u>	<u>\$1,883,954</u>	<u>\$1,691,163</u>	<u>\$1,556,718</u>
COSTS AND EXPENSES:						
Cost of products sold	456,119	353,120	359,148	357,049	361,973	316,658
Operating expenses	1,871,732	1,469,921	1,280,591	1,154,066	961,296	905,500
Total costs and expenses	<u>2,327,851</u>	<u>1,823,041</u>	<u>1,639,739</u>	<u>1,511,115</u>	<u>1,323,269</u>	<u>1,222,158</u>
Operating income	633,866	519,046	442,742	372,839	367,894	334,560
Other income, net	(6,064)	2,230	13,364	12,117	11,973	7,818
Interest expense	<u>(137,120)</u>	<u>(98,746)</u>	<u>(93,245)</u>	<u>(94,244)</u>	<u>(87,465)</u>	<u>(83,702)</u>
Income before gain on exchange or disposal of assets, write-down of assets, other, and income taxes	490,682	422,530	362,861	290,712	292,402	258,676
Gain on exchange or disposal of assets, write-down of assets and other	<u>(54,157)</u>	<u>27,390</u>	<u>(5,512)</u>	<u>8,347</u>	—	—
Income before income taxes	436,525	449,920	357,349	299,059	292,402	258,676
Income taxes	164,772	187,903	128,713	99,633	92,275	80,131
Net income	<u>271,753</u>	<u>262,017</u>	<u>228,636</u>	<u>199,426</u>	<u>200,127</u>	<u>178,545</u>
Preferred dividends	1,232	1,578	1,742	2,543	2,878	3,214
Net income applicable to common shares	<u>\$ 270,521</u>	<u>\$ 260,439</u>	<u>\$ 226,894</u>	<u>\$ 196,883</u>	<u>\$ 197,249</u>	<u>\$ 175,331</u>
PRIMARY EARNINGS PER SHARE	\$1.43	\$1.39	\$1.22	\$1.09	\$1.09	\$1.01
Dividends per common share	\$.90	\$.82	\$.77	\$.71	\$.66	\$.59
Common shares —						
average including equivalents	189,454,000	187,665,000	185,672,000	180,007,000	181,453,000	174,437,000
at year end	187,981,000	187,458,000	184,678,000	177,796,000	171,951,000	174,584,000
Total assets	\$4,713,878	\$4,270,458	\$3,125,976	\$2,957,232	\$2,774,584	\$2,666,940
Total shareholders' equity	\$1,625,369	\$1,554,708	\$1,304,454	\$1,127,878	\$1,043,771	\$1,003,311
Total redeemable preferred stock and long-term debt	<u>\$1,853,979</u>	<u>\$1,604,659</u>	<u>\$1,027,803</u>	<u>\$1,057,277</u>	<u>\$1,003,844</u>	<u>\$ 917,151</u>

CONSOLIDATED STATEMENTS OF INCOME

<i>For the years ended December 31, (Dollars in thousands, except per share amounts)</i>	1994	1993	1992
REVENUES AND SALES	\$2,961,717	\$2,342,057	\$2,082,481
COSTS AND EXPENSES:			
Cost of products sold	456,119	353,120	359,148
Operations	1,292,251	989,848	852,874
Maintenance	151,248	131,159	121,881
Depreciation and amortization	361,963	289,812	250,787
Taxes, other than income taxes	66,270	59,102	55,044
Total costs and expenses	<u>2,327,851</u>	<u>1,823,041</u>	<u>1,639,739</u>
OPERATING INCOME	633,866	519,046	442,742
Other income, net	(6,064)	2,230	13,364
Interest expense	<u>(137,120)</u>	<u>(95,746)</u>	<u>(93,245)</u>
Income before gain on exchange of assets, write-down of assets, other, and income taxes	490,682	422,530	362,861
Gain on exchange of assets, write-down of assets and other	<u>(54,157)</u>	<u>27,390</u>	<u>(5,512)</u>
Income before income taxes	436,525	449,920	357,349
Federal and state income taxes	<u>164,772</u>	<u>187,903</u>	<u>128,713</u>
Net income	271,753	262,017	228,636
Preferred dividends	<u>1,232</u>	<u>1,578</u>	<u>1,742</u>
Net income applicable to common shares	<u>\$ 270,521</u>	<u>\$ 260,439</u>	<u>\$ 226,894</u>
PRIMARY EARNINGS PER SHARE	\$1.43	\$1.39	\$1.22

The accompanying notes are an integral part of these consolidated financial statements.

CONSOLIDATED BALANCE SHEETS

December 31,
(Amounts in thousands)

ASSETS	1994	1993
CURRENT ASSETS:		
Cash and short-term investments	\$ 26,098	\$ 7,881
Accounts receivable	533,244	579,743
Materials and supplies	24,348	22,321
Inventories	94,458	68,673
Prepaid expenses	14,579	15,520
Total current assets	<u>692,727</u>	<u>494,138</u>
Investments	332,748	382,343
Excess of cost over equity in subsidiary companies	494,861	508,227
PROPERTY, PLANT AND EQUIPMENT:		
Telephone	3,756,894	3,555,020
Information services	380,182	290,737
Cellular	324,258	213,380
Other	25,011	22,504
Under construction	210,496	153,196
Total property, plant and equipment	4,696,841	4,234,837
Less accumulated depreciation	<u>1,733,610</u>	<u>1,558,403</u>
Net property, plant and equipment	2,963,231	2,676,434
OTHER ASSETS	<u>230,311</u>	<u>209,316</u>
TOTAL ASSETS	<u>\$4,713,878</u>	<u>\$4,270,458</u>

The accompanying notes are an integral part of these consolidated balance sheets.

LIABILITIES AND SHAREHOLDERS' EQUITY

1994

1993

CURRENT LIABILITIES:

Current maturities of long-term debt	\$ 51,676	\$ 44,138
Accounts payable	259,723	221,569
Advance payments and customers' deposits	57,042	62,490
Accrued taxes	21,171	35,053
Accrued dividends	45,158	41,472
Other current liabilities	170,845	140,237
Total current liabilities	<u>605,615</u>	<u>545,559</u>

DEFERRED CREDITS:

Investment tax	31,077	38,575
Income taxes	385,469	377,253
Total deferred credits	<u>416,546</u>	<u>415,828</u>

Long-term debt	1,846,150	1,596,032
Other liabilities	212,369	149,704
Preferred stock, redeemable	7,829	8,627

SHAREHOLDERS' EQUITY:

Preferred stock	9,320	9,405
Common stock	187,981	187,458
Additional capital	339,436	333,698
Unrealized holding gain on investments	84,275	121,507
Retained earnings	1,004,357	902,640
Total shareholders' equity	<u>1,625,369</u>	<u>1,554,708</u>

TOTAL LIABILITIES AND SHAREHOLDERS' EQUITY

\$4,713,878 \$4,270,458

The accompanying notes are an integral part of these consolidated financial statements.

CONSOLIDATED STATEMENTS OF CASH FLOWS

For the years ended December 31,
(Values in thousands)

	1994	1993	1992
CASH PROVIDED FROM OPERATIONS:			
Net income	\$271,753	\$262,017	\$228,636
Non-cash operating activities:			
Depreciation and amortization	361,963	289,812	250,767
Gain on exchange of assets, write-down of assets and other	32,223	(48,669)	—
Other, net	41,355	35,380	4,906
Increase (decrease) in deferred credits	32,754	19,096	(12,534)
Changes in operating assets and liabilities:			
Accounts receivable	(181,997)	(84,254)	(28,907)
Inventories	(27,812)	(8,749)	6,311
Accounts payable	38,154	41,050	3,582
Other current liabilities	(9,505)	50,174	61,687
Other, net	21,989	13,648	14,557
Net cash provided by operating activities	<u>580,877</u>	<u>569,105</u>	<u>523,025</u>
CASH USED IN INVESTING:			
Additions to property, plant and equipment	596,112	426,171	367,203
Purchase of subsidiaries, net of cash acquired	—	443,000	—
Sale of property	—	—	(2,394)
Additions to investments	9,464	20,441	43,510
Other, net	49,627	86,536	30,906
Net cash used in investing activities	<u>655,203</u>	<u>976,148</u>	<u>433,225</u>
CASH (PROVIDED) USED IN FINANCING:			
Dividends on preferred and common stock	170,036	154,110	134,981
Reductions in long-term debt	147,784	91,136	173,439
Purchase of common stock	10,932	—	—
Preferred stock redemptions and purchases	438	3,813	1,630
Long-term debt issued	(404,883)	(627,804)	(105,011)
Common stock issued	(16,850)	(5,756)	(69,719)
Net cash (provided) used in financing activities	<u>(92,543)</u>	<u>(384,501)</u>	<u>135,320</u>
Increase (decrease) in cash and short-term investments	18,217	(22,542)	(45,520)
CASH AND SHORT-TERM INVESTMENTS:			
Beginning of year	7,881	30,423	75,943
End of year	<u>\$ 26,098</u>	<u>\$ 7,881</u>	<u>\$ 30,423</u>
SUPPLEMENTAL CASH FLOW DISCLOSURES:			
Interest paid	\$129,788	\$ 91,574	\$ 89,585
Income taxes paid	\$150,224	\$163,583	\$110,132

The accompanying notes are an integral part of these consolidated financial statements.

CONSOLIDATED STATEMENTS OF SHAREHOLDER EQUITY

For the years ended December 31,

(Dollars in thousands; stock per share amounts)

	1994	1993	1992
PREFERRED STOCK:			
Balance at beginning of the year	\$ 9,405	\$ 9,488	\$ 9,634
Conversion of preferred stock	(85)	(83)	(146)
Balance at end of the year	9,320	9,405	9,488
COMMON STOCK:			
Balance at beginning of the year	187,458	92,339	83,898
Employee plans	535	721	1,997
Acquisition of subsidiary	324	1,758	—
Conversion of preferred stock and debentures	71	81	64
Stock split	—	92,559	—
Reissuance/(purchase) of stock	(407)	—	1,350
Balance at end of the year	187,981	187,458	92,339
ADDITIONAL CAPITAL:			
Balance at beginning of the year	333,698	399,955	320,329
Employee plans	7,815	20,485	27,536
Acquisition of subsidiary	8,176	5,422	—
Conversion of preferred stock and debentures	272	395	538
Stock split	—	(92,559)	—
Reissuance/(purchase) of stock	(10,525)	—	51,252
Balance at end of the year	339,436	333,698	399,955
UNREALIZED HOLDING GAIN ON INVESTMENTS:			
Balance at beginning of the year	121,507	—	—
Change in unrealized holding gain on investments	(37,232)	121,507	—
Balance at end of the year	84,275	121,507	—
RETAINED EARNINGS:			
Balance at beginning of the year	902,640	802,672	709,017
Acquisition of subsidiary	—	(7,939)	—
Net income for the year	271,753	262,017	228,636
Dividends:			
Common per share, \$.90 in 1994, \$.82 in 1993 and \$.77 in 1992	(168,804)	(152,532)	(133,239)
Preferred	(1,232)	(1,578)	(1,742)
Balance at end of the year	1,004,357	902,640	802,672
Total shareholders' equity	\$1,625,369	\$1,554,708	\$1,304,454

The accompanying notes are an integral part of these consolidated financial statements.

BUSINESS SEGMENTS

For the years ended December 31,
(Values in thousands)

	1994	1993	1992
REVENUES AND SALES:			
Telephone:			
Local service	\$ 389,784	\$ 310,495	\$ 283,015
Network access and long-distance	644,020	581,520	545,052
Miscellaneous	144,473	124,079	119,692
Total telephone	1,178,277	1,016,094	947,759
Information services	861,500	677,753	569,370
Product distribution	436,643	370,692	377,036
Cellular	321,387	201,215	125,531
Other operations	163,910	76,333	62,785
Total	\$2,961,717	\$2,342,087	\$2,082,481
OPERATING INCOME:			
Telephone	\$ 400,207	\$ 353,194	\$ 315,782
Information services	129,765	116,608	94,454
Product distribution	23,920	16,994	18,336
Cellular	84,655	44,292	20,945
Other operations	15,270	9,191	9,128
Total business segments	653,817	540,279	458,645
Corporate expenses	19,951	21,233	15,903
Total	\$ 633,866	\$ 519,046	\$ 442,742
IDENTIFIABLE ASSETS:			
Telephone	\$2,909,028	\$2,795,984	\$2,101,454
Information services	632,518	468,490	299,240
Product distribution	163,628	157,561	204,986
Cellular	573,314	401,791	318,553
Other operations	65,601	28,157	17,100
Corporate	369,789	418,475	184,643
Total	\$4,713,878	\$4,270,458	\$3,125,976
CAPITAL EXPENDITURES:			
Telephone	\$ 331,395	\$ 257,238	\$ 247,300
Information services	124,005	110,169	71,104
Product distribution	6,029	707	546
Cellular	107,647	52,918	30,748
Other operations and corporate	27,036	5,139	17,505
Total	\$ 596,112	\$ 426,171	\$ 367,203
DEPRECIATION AND AMORTIZATION EXPENSE:			
Telephone	\$ 229,474	\$ 191,076	\$ 173,902
Information services	88,627	64,861	49,742
Product distribution	1,181	1,520	1,468
Cellular	36,821	26,444	17,497
Other operations and corporate	5,860	5,911	8,178
Total	\$ 361,963	\$ 289,812	\$ 250,787

(Refer to page 43 for additional information concerning business segments.)

QUARTERLY FINANCIAL DATA (UNAUDITED)

(Values in thousands, except per share amounts)	1994					1993				
	Total	4th	3rd	2nd	1st	Total	4th	3rd	2nd	1st
Revenues and sales	\$2,961,717	\$772,422	\$745,324	\$734,563	\$709,408	\$2,342,087	\$654,817	\$571,678	\$562,868	\$546,724
Operating income	\$ 633,866	\$185,853	\$166,128	\$161,908	\$150,277	\$ 519,046	\$139,904	\$129,202	\$124,699	\$123,241
Income before gain on exchange of assets, write-down of assets, other, and income taxes	\$ 490,682	\$120,920	\$127,912	\$124,340	\$117,510	\$ 422,530	\$111,325	\$106,428	\$103,085	\$101,692
Net income	\$ 271,753	\$ 43,952	\$ 79,728	\$ 76,187	\$ 71,886	\$ 262,017	\$ 69,057	\$ 65,975	\$ 63,829	\$ 63,156
Preferred dividends	1,232	301	304	317	310	1,578	382	357	403	406
Net income applicable to common shares	\$ 270,521	\$ 43,651	\$ 79,424	\$ 75,870	\$ 71,576	\$ 260,439	\$ 68,675	\$ 65,618	\$ 63,426	\$ 62,750
Primary earnings per share	\$1.43	\$ 1.23	\$ 1.42	\$ 1.40	\$ 1.38	\$1.39	\$ 1.36	\$ 1.35	\$ 1.34	\$ 1.34
Net income and earnings per share excluding gain on exchange of assets, write-down of assets and other	\$ 303,976	\$ 76,175	\$ 79,728	\$ 76,187	\$ 71,886	\$ 262,038	\$ 69,078	\$ 65,975	\$ 63,829	\$ 63,156
Net income	\$ 303,976	\$ 76,175	\$ 79,728	\$ 76,187	\$ 71,886	\$ 262,038	\$ 69,078	\$ 65,975	\$ 63,829	\$ 63,156
Primary earnings per share	\$1.60	\$ 1.40	\$ 1.42	\$ 1.40	\$ 1.38	\$1.39	\$ 1.36	\$ 1.35	\$ 1.34	\$ 1.34
Dividends per common share	\$ 1.90	\$ 1.24	\$ 1.22	\$ 1.22	\$ 1.22	\$ 1.82	\$ 1.22	\$ 1.20	\$ 1.10	\$ 1.20

ALLTEL LONG DISTANCE
TECHNICAL CAPABILITY

SECTION V

ALLTEL LONG DISTANCE MICHAEL T. FLYNN - PRESIDENT

Michael T. Flynn is CEO of ALLTEL Long Distance and is also President-Telephone Group of ALLTEL. In this position, Flynn has operational responsibilities for ALLTEL's local telephone, product distribution and directory publishing companies.

Prior to joining ALLTEL, Flynn served as President-Arkansas for Southwestern Bell Telephone Company- a position he had held since 1991.

Flynn began his Southwestern Bell career in 1970 and held a variety of positions in the company's network and telecommunications research operations. In 1983, the year divestiture occurred, he was with AT&T in New Jersey and later served with Bell Communications Research there. In 1987, he was appointed Managing Director-Technology Planning for SBC Technology Resources. Flynn later moved to Dallas, where he served as Vice President-Network for Southwestern Bell's Texas Division.

Flynn, a native of Texas, earned his bachelor's degree in industrial engineering from Texas A&M University. He has attended the Dartmouth Institute and the Harvard Advanced Management Program.

HOWARD HAWES - VICE PRESIDENT

Howard Hawes is Vice President for ALLTEL Long Distance and is also President-ALLTEL Telephone Service's Corporation. In this position, Hawes is responsible for directing ALLTEL's local telephone operations.

Hawes worked for Southwestern Bell Telephone Co. in Arkansas and Missouri for 29 years. He most recently served as Southwestern Bell's General Manager-Customer Services for the State of Arkansas.

ALLTEL Long Distance, Inc.

Application for Authority to Provide
Interexchange Telecommunications
Services Within the State of Florida

Tariff

Attachment Three

INTRASTATE LONG DISTANCE MESSAGE TELECOMMUNICATIONS SERVICE

**REGULATIONS AND SCHEDULE OF CHARGES
APPLYING TO INTRASTATE LONG DISTANCE MESSAGE TELECOMMUNICATIONS
SERVICE BETWEEN POINTS IN THE STATE OF FLORIDA.**

Intrastate Long Distance Message Telecommunications Service
is furnished by means of wire, radio, satellite
or any other suitable technology or combination thereof.

This tariff is on file with the Florida Public Service Commission and copies may also be inspected during normal business hours at the Company's principal place of business, ALLTEL Long Distance, Inc., One Allied Drive, Little Rock, AR 72203

Issued:

Effective:

Issued by:

**Howard H. Hawes
Vice President - ALLTEL Long Distance, Inc.
One Allied Drive
Little Rock, AR 72203**

INTRASTATE LONG DISTANCE MESSAGE TELECOMMUNICATIONS SERVICE

CHECK SHEET

The title page and pages 1 through 39 inclusive of this tariff are effective as of the dates shown. Original and revised pages, as named below, comprise all changes from the original tariff in effect on the date indicated.

<u>PAGE</u>	<u>REVISION</u>	<u>PAGE</u>	<u>REVISION</u>
-------------	-----------------	-------------	-----------------

All Original Pages

Issued:

Effective:

Issued by:

Howard H. Hawes
Vice President - ALLTEL Long Distance, Inc.
One Allied Drive
Little Rock, AR 72203

INTRASTATE LONG DISTANCE MESSAGE TELECOMMUNICATIONS SERVICE

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Issued:

Effective:

Issued by:

Howard H. Hawes
Vice President - ALLTEL Long Distance, Inc.
One Allied Drive
Little Rock, AR 72203

INTRASTATE LONG DISTANCE MESSAGE TELECOMMUNICATIONS SERVICE

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INTRASTATE LONG DISTANCE MESSAGE TELECOMMUNICATIONS SERVICE

Tariff Format

A. Page Numbering - Page numbers appear in the left corner of the page. Pages are numbered sequentially. However, new pages are occasionally added to the tariff. When a new page is added between pages already in effect, a decimal is added. For example, a new page added between pages 13 and 14 would be 13.1.

B. Page Revision Numbers - Page Revision Numbers also appear in the upper left corner of each page. These numbers are used to determine the most current page version on file with the Commission. Consult the check sheet for the page currently in effect.

C. Paragraph Numbering Sequence - There are nine levels of paragraph coding. Each level of coding is subservient to its next higher level:

- 2
- 2.1
- 2.1.1
- 2.1.1.A
- 2.1.1.A.1
- 2.1.1.A.1.(a)
- 2.1.1.A.1.(a).I
- 2.1.1.A.1.(a).I.(i)
- 2.1.1.A.1.(a).I.(i).(1)

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INTRASTATE LONG DISTANCE MESSAGE TELECOMMUNICATIONS SERVICE

EXPLANATION OF SYMBOLS

- D - Delete or Discontinue
- I - Change Resulting In An Increase To A Customer's Bill
- M - Moved From Another Tariff Location
- N - New
- R - Change Resulting In A Reduction To A Customer's Bill
- T - Change In Text Or Regulation But No Change In Rate Or Charge

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INTRASTATE LONG DISTANCE MESSAGE TELECOMMUNICATIONS SERVICE

Application of Tariff

This tariff contains the regulations and rates applicable to the provision of Intrastate Long Distance Message Telecommunications Service ("LDMTS") as defined herein, by ALLTEL Long Distance, Inc. (the "Company"), from its Points of Presence to other points in the State of Florida. Service is furnished subject to the availability of facilities and subject to transmission, atmospheric, and like conditions.

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INTRASTATE LONG DISTANCE MESSAGE TELECOMMUNICATIONS SERVICE

1. Definitions/Technical Terms

Certain terms used generally throughout this tariff are defined below:

Access Code - A sequence of numbers that, when dialed, connect the caller to the provider of services associated with that sequence.

Aggregator - Any person or entity that, in the ordinary course of its operations, makes telephones available to the public or to transient users of its premises, for intrastate telephone calls using a provider of operator services. An Aggregator is also both an Authorized User and a Customer.

Authorization Code - A numerical code, one or more of which may be assigned to a Customer, to enable the Company to identify the origin of the service user so that the Company may rate and bill the call. All Authorization Codes shall be the sole property of the Company and no Customer shall have any property or other right or interest in the use of any particular Authorization Code. Automatic Numbering Identification ("ANI") may be used as or in connection with the Authorization Code.

Authorized User - A person or entity which accesses the Company's services. An Authorized User is responsible for compliance with this tariff.

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INTRASTATE LONG DISTANCE MESSAGE TELECOMMUNICATIONS SERVICE

1. Definitions/Technical Terms(Cont'd)

Billed Party - The person or entity responsible for payment for use of the Company's services. For a Direct Dialed Call, the person or entity responsible for payment is the Customer responsible for payment for local telephone service at the telephone used to originate the call. In the case of a credit card call, the person or entity responsible for payment is the person to whom it is issued and the holder of the credit card used. In the case of third party call, the person or entity responsible for payment is the person responsible for payment for local telephone service at the telephone number that agrees to accept charges for the call. In the case of a Room Charge Call, the entity responsible for payment is the Aggregator controlling the telephone used to originate the call. In the case of all Operator Assisted Calls not involving credit cards, third party calls or Room Charge Calls, the person or entity responsible for payment is the Customer responsible for payment for local telephone service at the telephone used to originate the call.

Central Office - A Local Exchange Carrier switching system where Local Exchange Carrier customer station loops are terminated for purposes of interconnection to each other and to trunks.

Channel - A path for electrical transmission between two or more points, the path having a band width designed to carry voice grade transmission.

Common Carrier - A company or entity providing telecommunications to the public.

Credit Card Call - A Direct Dialed or Operator Assisted Call for which charges are billed not to the originating telephone number, but to a credit card, such as Visa or MasterCard, or to a LEC or interexchange carrier calling card.

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INTRASTATE LONG DISTANCE MESSAGE TELECOMMUNICATIONS SERVICE

1. Definitions/Technical Terms(Cont'd)

Customer - The person, partnership, association, joint stock company, trust, corporation, governmental entity or other entity, that is responsible for payment of charges and for compliance with this tariff.

Customer - Provided Facilities - All communications facilities provided by the Customer and/or Authorized User other than those provided by the Company.

Day - Time category for calling/billing purposes. Day is categorized as 8:00 am to (but not including) 5:00 pm.

Evening - Time category for calling/billing purposes. Evening is categorized as 5:00 pm to (but not including) 11:00 pm.

Exchange - A unit established by the Local Exchange Carrier for the administration of communications service in a specified area which usually embraces a city, town or village and its environments. It consists of one or more Central Offices together with the associated facilities used in furnishing communications service within that area.

Direct Dialed Call - A telephone call which is automatically completed and billed to the telephone number from which the call originated without the automatic or live assistance of an operator. This includes calls forwarded by call forwarding equipment.

Holidays - Time category for calling/billing purposes. Calls during holidays listed in 4.1.2 will be billed at evening rates unless a lower rate period is in effect.

Local Exchange Carrier (LEC) - A telephone company which provides local telephone service to Customers within a defined exchange.

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INTRASTATE LONG DISTANCE MESSAGE TELECOMMUNICATIONS SERVICE

1. Definitions/Technical Terms(Cont'd)

Long Distance Message Telecommunications Service - The furnishing of direct dialed and operator assisted switched services to the Customer for the completion of long distance voice and dial-up low speed data transmissions over voice grade channels from the Company's Points of Presence to points as specified herein.

Night/Weekend - Time category for calling/billing purposes. Night is categorized as 8:00 am to (but not including) 5:00 pm. Weekend is beginning at 8:00 am on Saturdays and ending 5:00 pm on Sundays. The rates for nights and weekends are the same.

Operator Assisted Call - A telephone connection completed through the use of the Company's Operator Services.

Operator Services - Any telecommunication service initiated from a Customer location that includes, as a component, any automatic or live assistance to a Customer or its Authorized User to arrange for billing or completion, or both, of a telephone call through a method other than:

- (i) automatic completion with billing to the telephone from which the call originated; or
- (ii) completion through an access code used by an Authorized User, with billing to an account previously established with a carrier by the Authorized User.

Operator Station Calls - An Operator Assisted Call wherein the person originating the call is assisted by an operator but does not specify a particular person, department or extension to be reached.

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INTRASTATE LONG DISTANCE MESSAGE TELECOMMUNICATIONS SERVICE

1. Definitions/Technical Terms(Cont'd)

Other Common Carrier - A common carrier, other than the Company, providing domestic or international communications service to the public.

Personal Identification Numbers (PINS) - Code numbers used in connection with designated telephone numbers which allow calls to be categorized for various applications.

Person-to-Person Calls - An Operator Assisted Call which is placed under the stipulation that the caller will speak only to a specific called party or to a specified extension or office. Such a call is not completed until either the specific party named by the caller is contacted, or the caller agrees to speak to a different party. The caller must arrange with the operator to make a person-to-person call; otherwise, all calls will be treated as Operator Station Calls.

Points of Presence - The sites where the Company provides a network interface with facilities provided by Other Common Carriers, Local Exchange Carriers or Customers for access to the Company's network.

Premises - A building or buildings on contiguous property (except railroad rights-of-way, etc.) not separated by a public street or highway.

Room Charge Call - A call placed with the assistance of an operator, for which charges are collected by an Aggregator (normally a hotel, motel or hospital) from the guest or occupant of the room from which the call originated. A call of this type requires that the Company communicate the call detail and charges back to the originating location following completion of the call. This service is provided only where authorized by the Aggregator.

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INTRASTATE LONG DISTANCE MESSAGE TELECOMMUNICATIONS SERVICE

1. Definitions/Technical Terms(Cont'd)

Services - Telecommunications services provided to a Customer or Authorized User by the Company.

Telecommunications - The transmission of voice communications or, subject to the transmission capabilities of the Service, the transmission of data, facsimile, signaling, metering or any other form of intelligence.

Third-Party Call - An Operator Assisted Call for which charges are billed not to the originating number, but to another telephone number which is neither the originating nor the terminating telephone number.

Travel Card - A billing mechanism which enables a subscriber or customer to access the services of the carrier while away from home or office.

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INTRASTATE LONG DISTANCE MESSAGE TELECOMMUNICATIONS SERVICE

2. Rules and Regulations

2.1 Service Description

Intrastate Long Distance Message Telecommunications Service ("LDMTS") is offered to residential and business Customers of the Company to provide direct dialed and operator assisted calls placed between points in the State of Florida. The Company provides switched long distance network services for voice grade and low speed dial-up data transmission services. The Company does not undertake to transmit messages but furnishes the use of its services to its Customers for communications. All services are provided subject to the terms and conditions set out in this tariff.

2.2 Interconnection with Other Common Carriers

The Company reserves the right to interconnect its services with those of any Other Common Carrier, Local Exchange Carrier, or alternate access provider of its election, and to utilize such services concurrently with its own services for the provision of services offered herein.

2.3 Availability of Services

2.3.1 Services are furnished subject to the availability of the Service components required. The Company will: (1) determine which of those components shall be used and (2) make modifications to those components at its option.

2.3.2 Services are available twenty-four hours per day, seven days per week.

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INTRASTATE LONG DISTANCE MESSAGE TELECOMMUNICATIONS SERVICE

2. Rules and Regulations (Cont'd)

2.4 Use of Services

2.4.1 The Company's Services may be used for any lawful purpose consistent with the transmission and switching parameters of the telecommunications facilities utilized in the provision of the Services. All such usage shall be subject to the provisions of this tariff and the applicable rules, regulations and policies of the Florida Public Service Commission. Customers and Authorized Users are prohibited from using, and by their acceptance or use of Service agree not to use, the Services furnished by the Company for any unlawful purpose or for any purpose prohibited under the provisions of any regulatory order.

2.4.2 The use of the Company's Services to make calls which might reasonably be expected to frighten, abuse, torment or harass another, or in such a way as to unreasonably interfere with use by others, is prohibited.

2.4.3 The use of the Company's Services without payment for Service, and all attempts to avoid payment for Service by, for example, fraudulent means or devices, schemes, false or invalid numbers or false calling or credit cards, are prohibited.

2.5 Undertaking of the Company

2.5.1 The Company undertakes to provide Intrastate Long Distance Message Telecommunications Service in accordance with the terms and conditions set forth in this tariff.

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INTRASTATE LONG DISTANCE MESSAGE TELECOMMUNICATIONS SERVICE

2. Rules and Regulations (Cont'd)

2.5 Undertaking of the Company (Cont'd)

2.5.2 With respect to Operator-Assisted Calls, the Company shall:

- (a) Identify itself, audibly and distinctly, to the Authorized User at the beginning of each telephone call and a second time before the Authorized User incurs any charge for the call;
- (b) Permit the Authorized User to terminate the telephone call at no charge before the call is connected;
- (c) Disclose immediately to the Authorized User, upon request and at no charge to the Authorized User, a quote of its rates or charges for the call; the methods by which such rates or charges shall be collected; and the methods by which complaints concerning such rates charges or collection practices will be resolved.

2.6 Liability of the Company

2.6.1 Except as stated in this Section 3.6, the Company shall have no liability for damages of any kind arising out of or related to events, acts, rights or privileges contemplated in this tariff.

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INTRASTATE LONG DISTANCE MESSAGE TELECOMMUNICATIONS SERVICE

2. Rules and Regulations (Cont'd)

2.6 Liability of the Company (Cont'd)

2.6.2 The liability of the Company, if any, for damages resulting in whole or in part from or arising in connection with the furnishing of Service under this tariff (including but not limited to mistakes, omissions, interruptions, delays, errors or other defects in transmission, or failures or defects in facilities furnished by the Company) or arising out of any failure to furnish Service, shall in no event exceed an amount of money equivalent to the proportionate charge to Customer for the period of service during which such mistakes, omissions, interruptions, delays or errors or defects in transmission occur and continue. However, any such mistakes, omissions, interruptions, delays, errors, or defects in transmission or service which are caused by or contributed to by the negligence or willful act or omission of Customer, or which arise from the use of Customer-provided facilities or equipment, shall not result in the imposition of any liability whatsoever upon the Company.

2.6.3 The Company is not liable for any act, omission or negligence of any Local Exchange Carrier or other provider whose facilities are used concurrently in furnishing any portion of the services received by Customer, or for the unavailability of or any delays in the furnishing of any services or facilities which are provided by any Local Exchange Carrier. Should the Company employ the service of any Other Common Carrier in furnishing the services provided to Customer, the Company's liability shall be limited according to the provisions of Section 2.6.2 above.

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INTRASTATE LONG DISTANCE MESSAGE TELECOMMUNICATIONS SERVICE

2. Rules and Regulations (Cont'd)

2.6 Liability of the Company (Cont'd)

2.6.4 The Company shall not be liable for any failure of performance hereunder due to causes beyond its control, including but not limited to fire, flood, or other catastrophes; Acts of God; atmospheric conditions or other phenomena of nature, such as radiation; any law, regulation, directive, order or request of the United States Government, or any other government including state and local governments having any jurisdiction over the Company or the services provided hereunder; national emergencies; civil disorder, insurrections, riots, wars, strikes, lockouts, work stoppages, or other labor problems or regulations established or actions taken by any court or government agency having jurisdiction over the Company.

2.6.5 The Company shall not be liable for any act or omission of any other entity furnishing to the Customer facilities or equipment used with the service furnished hereunder; nor shall the Company be liable for any damages or losses due in whole or in part to the fault or negligence of the Customer or due in whole or in part to the failure of Customer-provided equipment or facilities.

2.6.6 The Company shall be indemnified and held harmless by the Customer and Authorized User from and against all loss, liability, damage, and expense, including reasonable attorney's fees, due to claims for libel, slander, or infringement of copyright or trademark in connection with any material transmitted by any person using the Company's Services and any other claim resulting from any act or omission of the Customer or Authorized User relating to the use of the Company's facilities.

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INTRASTATE LONG DISTANCE MESSAGE TELECOMMUNICATIONS SERVICE

2. Rules and Regulations (Cont'd)

2.6 Liability of the Company (Cont'd)

2.6.7 Under no circumstances whatever shall the Company or its officers, directors, agents, or employees be liable for indirect, incidental, special or consequential damages.

2.7 Assignment

Customer shall not assign or transfer the use of the Company's Services except with the prior written consent of the Company in each and every instance. Consent to such assignment or transfer will not be unreasonably withheld.

2.8 Responsibilities of the Customer

2.8.1. The Customer is responsible for placing any necessary orders; for complying with tariff regulations; and for ensuring that Authorized Users comply with tariff regulations. The Customer is also responsible for the payment of charges for calls originated at the Customer's premises which are not collect, third party, or credit card calls.

2.8.2. The Customer is responsible for charges incurred for special construction and/or special facilities which the Customer requests and which are ordered by the Company on the Customer's behalf.

2.8.3. If required for the provision of the Company's Services, the Customer must provide equipment space, supporting structure, conduit, and electrical power without charge to the Company.

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INTRASTATE LONG DISTANCE MESSAGE TELECOMMUNICATIONS SERVICE

2. Rules and Regulations (Cont'd)

2.8 Responsibilities of the Customer

2.8.4. The Customer is responsible for arranging ingress to its premises or vehicles at times mutually agreeable to it and the Company when required for the Company's personnel to install, repair, maintain, program, inspect, or remove equipment associated with the provision of the Company's Services.

2.8.5. The Customer shall ensure that its terminal equipment and/or system is properly interfaced with the local exchange Company's facilities and Company's Services, that the signals emitted from the Customer are of the proper mode, bandwidth, power, and signal level for the intended use of the Customer.

2.8.6. If the Customer fails to maintain the equipment and/or the system properly, with resulting imminent harm to the Company, personnel, or the quality of Service to other Customers, the Company may, upon written notice, require the use of protective equipment at the Customer's expense. If this measure fails to produce satisfactory quality and safety, the Company may, upon written notification, terminate the Customer's Service.

2.8.7. The Customer must pay the Company for replacement or repair of damage caused by negligence or willful act or omission of the Customer, its Authorized Users, or others, or by improper use of equipment provided by the Customer, its Authorized Users, or others.

2.8.8 The Customer must pay for the loss through theft of any of the Company's LDMTS services or equipment installed at Customer's premises.

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INTRASTATE LONG DISTANCE MESSAGE TELECOMMUNICATIONS SERVICE

2. Rules and Regulations (Cont'd)

2.9 Responsibilities of Authorized Users

2.9.1 The Authorized User is responsible for compliance with the applicable regulations set forth in this tariff.

2.9.2 The Authorized User is responsible for identifying the station, party, or person with whom communications is desired and/or made at the called number.

2.9.3 The Authorized User is responsible for providing the Company with a valid method of billing for each call. The Company reserves the right to validate the credit worthiness of users through available credit card, called number, third party telephone number and room number verification procedures. Where a requested billing method cannot be validated, the user may be required to provide an acceptable alternate billing method or the Company may refuse to place the call.

2.10 Responsibilities of Aggregators

In addition to their responsibilities in their capacities as Customers, Aggregators must also adhere to the following requirements:

2.10.1 Aggregators must post on or near the telephone instrument, in plain view of Authorized Users:

(a) the name, address, and toll-free telephone number of the provider of operator services; and

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INTRASTATE LONG DISTANCE MESSAGE TELECOMMUNICATIONS SERVICE

2. Rules and Regulations (Cont'd)

2.10 Responsibilities of Aggregators (Cont'd)

(b) a written disclosure that the rates for all operator assisted calls are available on request, and that Authorized Users have a right to obtain access to the common carrier of their choice and may contact their preferred common carriers for information on accessing that carrier's service using that telephone; and

(c) the name and address of the Enforcement Division of the Florida Public Service Commission to which the Authorized User may direct complaints regarding Operator Services.

2.10.2 Aggregators must ensure that each of their telephones presubscribed to a provider of operator services allows the Authorized User to use "800" and "950" and other similar applicable access code numbers to obtain access to the provider of operator services desired by the Authorized User.

2.10.3 Aggregators must ensure that no charge by the Aggregator to the Authorized User for using "800" or "950" and other similar applicable access code numbers is greater than the amount the Aggregator charges for calls placed using the presubscribed provider of operator services.

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INTRASTATE LONG DISTANCE MESSAGE TELECOMMUNICATIONS SERVICE

2. Rules and Regulations (Cont'd)

2.10 Responsibilities of Aggregators (Cont'd)

2.10.4 The Company shall withhold payment (on a location-by-location basis) of any compensation, including commissions, to Aggregators if the Company reasonably believes that the Aggregator (i) is blocking access by means of "950" or "800" and other similar applicable access numbers to common carriers in violation of The Telephone Consumer Protection Act of 1990; or (ii) is blocking access to equal access codes in violation of rules established by the Corporation Commission.

2.11 Cancellation or Interruption of Services

2.11.1. Without incurring liability, the Company may discontinue Services to a Customer or to a particular Customer location, or may withhold the provision of ordered or contracted Services under the following conditions:

- (a) For nonpayment of any sum due the Company for more than thirty days after issuance of the bill for the amount due;
- (b) For violation of any of the provisions of this tariff;
- (c) For violation of any law, rule, regulation, or policy of any governing authority having jurisdiction over the Company's Services; or
- (d) By reason of any order or decision of a court having competent jurisdiction, public service commission or federal regulatory body or other governing authority prohibiting the Company from furnishing its Services.

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INTRASTATE LONG DISTANCE MESSAGE TELECOMMUNICATIONS SERVICE

2. Rules and Regulations (Cont'd)

2.11 Cancellation or Interruption of Services (Cont'd)

2.11.2 Without incurring liability, the Company may interrupt the provision of Services at any time in order to perform tests and inspections to assure compliance with tariff regulations and the proper installation and operation of the Customer's and/or the Company's equipment and facilities, and may continue such interruption until any items of noncompliance or improper equipment operation so identified are rectified.

2.11.3. Service may be discontinued by the Company, without notice to the Customer, by blocking traffic to certain points, or by blocking calls using certain Customer Authorization Codes, when the Company deems it necessary to take action to prevent unlawful use of its Service. The Company may restore service as soon as it can be provided without undue risk.

2.11.4 If, for any reason, Service is interrupted, the Customer will be charged only for the Service that was actually used.

2.12 Calculation of Distance

All measured usage charges are based on the airline distance between rate centers associated with the originating and terminating points of the call. The method for calculation is the same as that used by AT&T and that respective tariff.

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INTRASTATE LONG DISTANCE MESSAGE TELECOMMUNICATIONS SERVICE

3. Payment and Credit Regulations

3.1 Billing and Collection of Charges

Charges are due when billed, and are billed and collected by the Company or its authorized agent, or the connecting company from whose service point the messages were sent paid or at whose service point the messages were received collect.

3.2 Payment for Service

The Customer is responsible for payment of all charges for Services, including charges for Services originated or charges accepted at the Customers' Service point.

3.2.1 Charges for third party calls which are charged to a domestic telephone number will be included on the Billed Party's local exchange telephone company bill pursuant to billing and collection agreements established by the Company or its intermediary with the applicable telephone company.

3.2.2 Charges for credit card calls will be included on the Billed Party's regular monthly statement from the card issuing company or will be included on the Billed Party's local exchange telephone company bill.

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INTRASTATE LONG DISTANCE MESSAGE TELECOMMUNICATIONS SERVICE

3. Payment and Credit Regulations

3.2 Payment for Service (Cont'd)

3.2.3 For Room Charge Calls, when requested by the Authorized User, and authorized by the Aggregator, the charges will be provided to the Aggregator for inclusion on the hotel, motel, or hospital bill of the Authorized User. In such cases, the Company will provide call detail and charges to the hotel, motel, or hospital for such billing purposes. The Aggregator is solely responsible for the collection of Room Charges from its guests, and remains liable to the Company for all Room Charge Calls regardless of whether such charges are collected from the Authorized User.

3.2.4 All state and local taxes are listed as separate line items and are not included in the quoted rates on the Customer's bill. Any applicable federal, state and local use, excise, sales or privilege taxes or similar liabilities chargeable to or against the Company as a result of the provision of the Company's services hereunder to Customer shall be charged to and payable by Customer in addition to the rates indicated in this tariff.

3.2.5 At this time, no employee concessions will be offered.

3.2.6 The Customer shall remit payment of all charges in the return envelope supplied with the bill or to any agency authorized by the Company to receive such payment.

3.2.6 If the bill is not paid within thirty (30) calendar days following the mailing of the bill, the account will be considered delinquent.

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INTRASTATE LONG DISTANCE MESSAGE TELECOMMUNICATIONS SERVICE

3. Payment and Credit Regulations (Cont'd)

3.2 Payment for Service (Cont'd)

3.2.7 A delinquent account may subject the Customer's Service to temporary disconnection. The Company is responsible for notifying the Customer at least five (5) days before Service is disconnected.

3.2.8 Failure to receive a bill will not exempt a Customer from prompt payment of any sum or sums due the Company.

3.2.9 In the event the Company must employ the services of attorneys for collection of charges due under this tariff or under any contract for special services, Customer shall be liable for all costs of collection, including reasonable attorney's fees.

3.3 Deposits

At this time, the Company does not require a deposit from Customer.

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INTRASTATE LONG DISTANCE MESSAGE TELECOMMUNICATIONS SERVICE

3. Payment and Credit Regulations (Cont'd)

3.4 Billing Entity Conditions

When billing functions on behalf of the Company are performed by local exchange telephone companies, credit card companies or others, the payment conditions and regulations of such companies apply, including any applicable interest and/or late payment charges. In the case of any disputed charges which cannot be resolved by the billing company, the Billed Party may contact the Company directly. If there is still a disagreement about the disputed amount after investigation and review by the Company or other service provider, the Billed Party may file an appropriate complaint with the Florida Public Service Commission.

3.5 Denial of Access to Service by the Company

The Company expressly retains the right to immediately deny access to its Services without incurring any liability for any of the following reasons:

- (a) Nonpayment of any sum due for service provided hereunder, where Customer's charges remain unpaid more than ten (10) days following notice of nonpayment from the Company. Notice shall be deemed to be effective upon mailing of written notice, postage prepaid, to Customer's last known address;

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INTRASTATE LONG DISTANCE MESSAGE TELECOMMUNICATIONS SERVICE

3. Payment and Credit Regulations (Cont'd)

3.5 Denial of Access to Service by the Company (Cont'd)

- (b) Customer's acts or omissions which constitute a violation of, or a failure to comply with, any regulation stated in this tariff governing the furnishing of service, but which violation or failure to comply does not constitute a material breach or does not pose any actual or threatened interference to the Company's operations or its furnishing of services. The Company agrees to give Customer ten (10) days notice of such violation or failure to comply prior to service; or
- (c) The implementation of any order of a court of competent jurisdiction, or federal or state regulatory authority of competent jurisdiction, prohibiting the Company from furnishing such service; or
- (d) Where Customer has failed or neglected to tender any additional or required security deposit within ten (10) days of demand by the Company.

3.6 Customer's Liability in the Event of Denial of Access to Service by the Company

In the event Customer's service is disconnected by the Company for any of the reasons stated in Section 3.5, Customer shall be liable for all unpaid charges due and owing to the Company associated with the service. Customer's deposit and accrued interest shall be applied to all cancellation charges applicable to the service offering received by Customer.

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INTRASTATE LONG DISTANCE MESSAGE TELECOMMUNICATIONS SERVICE

3. Payment and Credit Regulations (Cont'd)

3.7 Reinstitution of Service

If Customer seeks reinstatement of service following denial of service by the Company, Customer shall pay to the Company prior to the time service is reinstated: (1) all accrued and unpaid charges, and (2) a deposit per section 3.3 in order to reinstate service.

3.8 Right to Backbill for Improper Use of the Company's Services

Any person or entity which uses, appropriates or secures the use of services from the Company, whether directly or indirectly, in any unlawful manner or through the providing of any misleading or false information to the Company and which use, appropriation, or securing of services is inconsistent with the stated uses, intents, and purposes of this tariff or any restrictions, conditions, and limitations stated herein, shall be liable for an amount equal to the accrued and unpaid charges that would have been applicable to the use of the Company's services actually made by Customer.

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INTRASTATE LONG DISTANCE MESSAGE TELECOMMUNICATIONS SERVICE

4. Rates for Service

4.1 Types of Offerings

Direct Dialed Intrastate Long Distance Message Telecommunications Service is available at the rates listed in 4.2 and Operator Assisted LDMTS (Operator Station, Person-to-Person and Room Charge Calls) is available at the rates listed in 4.3.

4.1.1 Determination of Duration

- (a) For Direct Dialed, Operator Station, and Room Charge calls, chargeable time begins when the connection is established between the calling station and the desired telephone, attendant board, or private branch exchange console. For Person-to-Person calls, chargeable time begins when the designated party comes on the line, or when the caller agrees to speak with a substitute party.
- (b) Chargeable time ends when the connection is terminated.
- (c) Chargeable time does not include the time lost because of faults or defects in the service.

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INTRASTATE LONG DISTANCE MESSAGE TELECOMMUNICATIONS SERVICE

4. Rates for Service (Cont'd)

4.1 Types of Offerings (Cont'd)

4.1.2 Determination of Time of Day

- (a) Day, Evening, and Night/Weekend periods are determined by the local time of the location of the rate center of the calling service point. A rate period (e.g. 8AM-5PM) begins with the first stated hour (8AM) and continues to, but does not include, the second stated hour (5PM). Calls originating in one time period and terminating in another will be billed at the rate applicable for each period.
- (b) The Evening rate applies to the holidays listed below unless a lower rate period is in effect.

- New Year's Day	January 1
- Independence Day	July 4
- Labor Day	September 4
- Thanksgiving Day	November 23
- Christmas Day	December 25

4.1.3 Calculation of Billable Time for Service

The charge for each call is equal to the Company's applicable rate for the Initial Period of the call, plus the Company's applicable rate for each Additional Period of the duration of the call.

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INTRASTATE LONG DISTANCE MESSAGE TELECOMMUNICATIONS SERVICE

4. Rates for Service (Cont'd)

4.1 Types of Offerings (Cont'd)

4.1.4 Initial Period

The initial period for Direct-Dialed calls is one (1) minute, or fraction thereof. For Operator Station, Person-to-Person and Room Charge calls, the initial period is one (1) minute, or fraction thereof.

4.1.5 Additional Periods

Each additional period for Direct-Dialed calls is one (1) minute, or fraction thereof. For Operator Station, Person-to-Person and Room Charge calls, each additional period is one (1) minute, or fraction thereof.

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INTRASTATE LONG DISTANCE MESSAGE TELECOMMUNICATIONS SERVICE

4. Rates for Service (Cont'd)

4.2 Direct Dialed LDMTS Rates

Intrastate/Interlata

MONTHLY USAGE RANGE	DAY RATE	EVENING RATE	NIGHT/WEEKEND RATE
\$.00-29.99	\$.22	\$.17	\$.15
\$ 30.00-99.99	\$.19	\$.16	\$.13
\$ 100.00-199.99	\$.18	\$.16	\$.13
\$ 200.00+	\$.17	\$.16	\$.13

Note: Monthly usage range is calculated by multiplying the initial day, evening, and night/weekend rates of:

Day \$.22, Evening \$.17, and Night/Weekend \$.15 by the total monthly minutes in each rate category. As higher levels of monthly usage is accumulated, the per minute amounts are recalculated for the respective usage range. For example, if the customer reaches \$30.00 worth of toll, the new respective rates are applied and recalculated for the customer. The Day rate of \$.19, Evening of \$.16, and Night/Weekend rate of \$.13 are in effect.

4.2.1 Promotional Activities

ALLTEL Long Distance may upon occasion offer various promotional/savings opportunities to customers. These promotional offerings may apply to certain services and may be limited to certain dates, times, and locations. Any promotions shall be filed with the commission prior to the special offering.

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INTRASTATE LONG DISTANCE MESSAGE TELECOMMUNICATIONS SERVICE

4. Rates for Service (Cont'd)

4.3 Operator Assisted Rates

4.3.1. Operator Station - Billed to Third Party, Collect, Sent Paid Non-Coin calls.

Intrastate/InterLATA

Rate Mileage	Day		Evening		Night/Wkd	
	Initial min	Add'l min	Initial min	Add'l min	Initial min	Add'l min
1-10	0.1775	0.1375	0.1570	0.1175	0.1450	0.1030
11-22	0.1875	0.1575	0.1630	0.1395	0.1490	0.1310
23-55	0.1975	0.1875	0.1630	0.1395	0.1490	0.1350
56-124	0.2300	0.2200	0.1780	0.1620	0.1720	0.1530
125-292	0.2800	0.2700	0.2200	0.2120	0.2130	0.1910
293+	0.3300	0.3100	0.2640	0.2330	0.2460	0.2250

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INTRASTATE LONG DISTANCE MESSAGE TELECOMMUNICATIONS SERVICE

4. Rates for Service (Cont'd)

4.3 Operator Assisted Rates (Cont'd)

4.3.2 Person-to-Person - Billed to other than a consumer CIID/891 card or other than Sent Paid - Coin calls.

Intrastate/InterLATA

Rate Mileage	Day		Evening		Night/Wkd	
	Initial min	Add'l min	Initial min	Add'l min	Initial min	Add'l min
1-10	0.1775	0.1375	0.1570	0.1175	0.1450	0.1030
11-22	0.1875	0.1575	0.1630	0.1395	0.1490	0.1310
23-55	0.1975	0.1875	0.1630	0.1395	0.1490	0.1350
56-124	0.2300	0.2200	0.1780	0.1620	0.1720	0.1530
125-292	0.2800	0.2700	0.2200	0.2120	0.2130	0.1910
293+	0.3300	0.3100	0.2640	0.2330	0.2460	0.2250

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INTRASTATE LONG DISTANCE MESSAGE TELECOMMUNICATIONS SERVICE

4. Rates for Service (Cont'd)

4.3 Operator Assisted Rates (Cont'd)

4.3.3 Operator Assisted Service Charges

<u>Classes of Service</u>	<u>Amount (Per Call)</u>
Person-to-Person	\$4.50
Operator Station	\$2.00
Customer Dialed Calling Card Station	
-Customer Dialed/Automated	\$.75
-Customer Dialed and Operator Assisted	\$.75
-Customer Dialed/Operator Must Assist	\$.75
Operator Dialed Calling Card Station	\$1.25
Operator Assisted Surcharge	\$2.00
Directory Assistance	\$.75

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INTRASTATE LONG DISTANCE MESSAGE TELECOMMUNICATIONS SERVICE

4. Rates for Service (Cont'd)

4.4 Accommodations for the Handicapped

4.4.1 Discounts for the Hearing Impaired

Intrastate toll message rates for TDD user, which is communicated using a telecommunications device for the deaf (TDD) by properly certified business establishments or individuals equipped with TDDs for communications with hearing or speech impaired persons, shall be evening rates for daytime calls and night rates for evening and night calls.

4.4.2 Directory Assistance Charges for the Handicapped Persons

Pursuant to Florida Public Service Commission Rules and Regulations, ALLTEL Long Distance, Inc. will not charge for the first 50 directory assistance calls made each month by a handicapped person.

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INTRASTATE LONG DISTANCE MESSAGE TELECOMMUNICATIONS SERVICE

4. Rates for Service (Cont'd)

4.5 Rate Period Chart refer to Section 4.1.2 (a) for Time of Day Determination criteria.

	Mon	Tue	Wed	Thu	Fri	Sat	Sunday
8:00am to 5:00pm	DAY RATE PERIOD						
5:00pm to 11:00pm	EVENING RATE PERIOD						EVENING
11:00pm to 8:00pm	NIGHT/WEEKEND RATE PERIOD						

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INTRASTATE LONG DISTANCE MESSAGE TELECOMMUNICATIONS SERVICE

5. Specialized Services, Rates and Regulations [RESERVED]

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