

Via Overnight Mail

July 31, 2003

Blanca Bayo  
Florida Public Service Commission  
Office of the Commission Clerk and  
Administrative Services Director  
Capital Circle Office Center  
2540 Shumard Oak Boulevard  
Tallahassee, Florida 32399-0850

RECEIVED  
JUL 31 11:10:01  
COMMISSION  
CLERK

030000-PU

Re: Request for Confidential Treatment  
Year 2003 Local Competition Report Data Request  
Adelphia Business Solutions Investment, LLC, Debtor-in-Possession, d/b/a TelCove  
Adelphia Business Solutions of Jacksonville, Inc. Debtor-in-Possession, d/b/a TelCove

Dear Ms. Bayo:

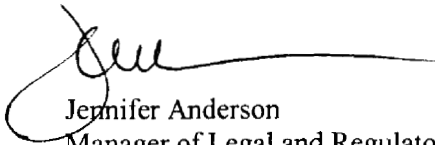
In accordance with Florida Public Service Commission Rule 25-22.006, Florida Administrative Code, Adelphia Business Solutions Investment, LLC, Debtor-in-Possession, d/b/a TelCove and Adelphia Business Solutions of Jacksonville, Inc., Debtor-in-Possession, d/b/a TelCove ("TelCove") respectfully request confidential treatment of the answers provided by TelCove to questions numbered sixteen (16) and seventeen (17) in the Florida Public Service Commission request for Competition Report Data dated June 16, 2003 (the "Questions").

The Questions request information from TelCove pertaining to TelCove's total annual revenue derived from local services provided in Florida and TelCove's cumulative investment in its Florida network. As TelCove does not break out these numbers in its public financial reports, TelCove requests Confidential of this information. A copy of TelCove's answers to the Questions is attached hereto along with a two redacted copies of the same.

Please time-stamp and date the attached copy and return to my attention in the attached pre-addressed envelope. Should you, or anyone at the PSC, have any questions or concerns regarding this matter, please contact me at (814) 260-2802.

Thank you in advance for your consideration.

Sincerely,



Jennifer Anderson  
Manager of Legal and Regulatory Affairs

RECEIVED & FILED

in  
FPSC-BUREAU OF RECORDS

**Adelphia Business Solutions, Inc., Debtor-in-Possession, d/b/a TelCove**

712 North Main Street, Coudersport, Pennsylvania 16915  
(814) 260-2802 (814) 260-2026 (facsimile)  
Jennifer.Anderson@TelCove.com

DOCUMENT NUMBER 00000000  
06928 JUL 31 8  
FPSC-COMMISSION CLERK

# Exhibit C

**FLORIDA PUBLIC SERVICE COMMISSION**  
**2003 CLEC Data Request**  
(Data as of June 30, 2003)

**Company Name:** Adelpia Business Solutions, Inc. d/b/a TelCove

**CLEC Table-3: PHYSICAL/VIRTUAL COLLOCATION DATA**

<b>CITY</b>	<b>(LSO/ Tandem)</b>	<b>Physical or Virtual</b>	<b>In-Service</b>
JACKSONVILLE	LSO	VIRTUAL	Yes
JACKSONVILLE	LSO	VIRTUAL	Yes
JACKSONVILLE	LSO	VIRTUAL	Yes
JACKSONVILLE	TANDEM	VIRTUAL	Yes
JACKSONVILLE	LSO	VIRTUAL	Yes
JACKSONVILLE	LSO	VIRTUAL	Yes
JACKSONVILLE	LSO	VIRTUAL	Yes
JACKSONVILLE	LSO	VIRTUAL	Yes
JACKSONVILLE	TANDEM	VIRTUAL	Yes
JACKSONVILLE	LSO	VIRTUAL	Yes
JACKSONVILLE	LSO	VIRTUAL	Yes
JACKSONVILLE	LSO	VIRTUAL	Yes
ORLANDO	TANDEM	PHYSICAL	Yes
ORLANDO	TANDEM	PHYSICAL	Yes
ORLANDO	LSO	PHYSICAL	Yes
ORLANDO	LSO	PHYSICAL	Yes
ORLANDO	LSO	PHYSICAL	Yes
ORLANDO	TANDEM	PHYSICAL	Yes
ORLANDO	LSO	PHYSICAL	No
ORLANDO	LSO	PHYSICAL	No
ORLANDO	LSO	PHYSICAL	No
SOUTH FLORIDA	LSO	PHYSICAL	Yes
SOUTH FLORIDA	LSO	PHYSICAL	Yes
SOUTH FLORIDA	LSO	PHYSICAL	Yes
SOUTH FLORIDA	LSO	PHYSICAL	Yes
SOUTH FLORIDA	LSO	PHYSICAL	Yes
SOUTH FLORIDA	LSO	PHYSICAL	Yes
SOUTH FLORIDA	LSO	PHYSICAL	Yes
SOUTH FLORIDA	LSO	PHYSICAL	Yes
SOUTH FLORIDA	LSO	PHYSICAL	Yes
SOUTH FLORIDA	LSO	PHYSICAL	Yes
SOUTH FLORIDA	TANDEM	PHYSICAL	Yes
SOUTH FLORIDA	LSO	PHYSICAL	Yes
SOUTH FLORIDA	LSO	PHYSICAL	Yes

**FLORIDA PUBLIC SERVICE COMMISSION**  
**2003 CLEC Data Request**  
(Data as of June 30, 2003)

**Company Name:** Adelpia Business Solutions, Inc. d/b/a TelCove

**CLEC Table-3: PHYSICAL/VIRTUAL COLLOCATION DATA**

<b>CITY</b>	<b>(LSO/ Tandem)</b>	<b>Physical or Virtual</b>	<b>In-Service</b>
SOUTH FLORIDA	LSO	PHYSICAL	Yes
SOUTH FLORIDA	LSO	PHYSICAL	Yes
SOUTH FLORIDA	TANDEM	PHYSICAL	Yes
SOUTH FLORIDA	LSO	PHYSICAL	Yes
SOUTH FLORIDA	LSO	PHYSICAL	No
SOUTH FLORIDA	LSO	PHYSICAL	No
SOUTH FLORIDA	LSO	PHYSICAL	No
TAMPA	LSO	PHYSICAL	Yes
TAMPA	LSO	PHYSICAL	Yes
TAMPA	TANDEM		Yes
TAMPA	LSO	PHYSICAL	Yes
TAMPA	LSO	PHYSICAL	Yes
TAMPA	LSO	PHYSICAL	Yes
TAMPA	LSO	PHYSICAL	Yes
TAMPA	LSO	PHYSICAL	Yes
TITUSVILLE	LSO	PHYSICAL	Yes

# Exhibit D

**FLORIDA PUBLIC SERVICE COMMISSION**  
**2003 CLEC Data Request**  
(Data as of June 30, 2003)

Company Name: Adelphia Business Solutions, Inc. d/b/a TelCove

**CLEC Table-4: SWITCH DATA (VGE Basis)**

Exchange	Wire Center	CLEC Switch Location	CLEC Access Lines			Actual Qty-Type-Manuf.	Proposed Qty-Type-Manuf.	Proposed Installation Date
			Res.	Bus	Total			
<b>ADELPHIA BUSINESS SOLUTIONS OF JACKSONVILLE, INC., 6363 Phillips Highway, Jacksonville, FL 32216</b>								
904-371	JACKSONVL	JCVNFL07DS0	0	9,520	9,520	1	NA	NA
904-376	JACKSONVL	JCVNFL07DS0	0		Includes	Lucent 5ESS		
904-430	FERNADNBCH	JCVNFL07DS0	0		all	Circuit Switch		
904-680	JACKSONVL	JCVNFL07DS0	0		Jacksonville			
904-685	JACKSOLBCH	JCVNFL07DS0	0		Rate			
904-686	PNTVDRABCH	JCVNFL07DS0	0		Centers			
904-687	STAUGUSTIN	JCVNFL07DS0	0					
904-688	ORANGEPARK	JCVNFL07DS0	0					
904-807	JACKSONVL	JCVNFL07DS0	0					
<b>ADELPHIA BUSINESS SOLUTIONS OF FLORIDA, LLC, 2121 West Prospect Road, Ft. Lauderdale, FL 33309</b>								
321-248	APOPKA	ORLDFL42H04	0	2,812	2,812	1		
321-348	OVIEDO	ORLDFL42H04	0		Includes	Lucent 5ESS		
321-441	WINTERPARK	ORLDFL42H04	0		all	Circuit Switch		
321-442	KISSIMMEE	ORLDFL42H04	0		Orlando			
321-848	COCOA	ORLDFL42H04	0		Rate (Wire)			
321-914	MELBOURNE	ORLDFL42H04	0		Centers			
407-470	ORLANDO	ORLDFL42H04	0					
407-710	SANFORD	ORLDFL42H04	0					
727-342	STPETERSBG	TAMQFLBZH06	0	3,990	3,990			
727-748	CLEARWATER	TAMQFLBZH06	0		Includes all			
813-367	TAMPACEN	TAMQFLBZH06	0		Tampa Rate			
813-448	TAMPAWST	TAMQFLBZH06	0		(Wire) Centers			
772-872	STUART	TMRCFL03DS0	0	8,207	8,207			
786-429	PERRINE	TMRCFL03DS0	0		Includes			
786-539	MIAMI	TMRCFL03DS0	0		all			
786-541	NORTH DADE	TMRCFL03DS0	0		South			
954-543	POMPANOCH	TMRCFL03DS0	0		Florida			
954-549	HOLLYWOOD	TMRCFL03DS0	0		Rate			
954-708	DEERFLDBCH	TMRCFL03DS0	0		(Wire)			
954-736	FTLAUDERDL	TMRCFL03DS0	0		Centers			
321-593	TITUSVILLE	TTVFLCJAMD	0					
<b>CODE BLOCKS ASSIGNED TO TELCOVE FOR WHICH WE ARE NOT THE ADMINISTRATOR OF THE CODE</b>								
561-202-2	WPALMBEACH	TMRCFL03DS0	0					
561-210-6	BOCA RATON	TMRCFL03DS0	0					
561-396-1	BOYNTONBCH	TMRCFL03DS0	0					
561-450-6, 2	DELRAY BCH	TMRCFL03DS0	0					
561-656-8	WPALMBEACH	TMRCFL03DS0	0					
813-235-2	TAMPANTH	TAMQFLBZH06	0					
954-282-0	CORAL SPG	TMRCFL03DS0	0					
<b>Total:</b>			<b>0</b>	<b>24,529</b>	<b>24,529</b>			

# Exhibit E

## Overview

TelCove is a facilities-based communications provider with more than a decade of experience in delivering advanced, secure, and dependable telecommunications solutions. Among our list of satisfied customers you will find Fortune 500 companies, educational institutions, government agencies, financial and healthcare organizations, and communications service providers.

We believe to succeed in today's marketplace, your business needs a communications provider that is able to offer innovative solutions for today, while positioning your company for change and growth in the future.

High-speed Internet and Data Services along with Local Voice and Long Distance --- TelCove has the capacity, flexibility, and reliability your business needs to communicate effectively and economically.

We don't think it's enough to be your communications provider. We want to be your communications partner. TelCove has the experience to deliver the combination of service, technology, and value; reliable enough to meet today's demands; and advanced enough to anticipate your future needs.



# Why Customers Choose TelCove

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## E S T A B L I S H E D

Our History 1

## D E D I C A T E D

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## I N T E G R A T E D

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Our Commitment 21

The words --- Established. Dedicated. Reliable. Integrated. Proven. Reputable --- define our corporate culture and the attributes that have contributed to our long-term success in the telecommunications industry. We appreciate our customers who have chosen us for their communications needs and are pleased to share our company overview with you.

To learn more about us, please visit our website --- [www.telcove.com](http://www.telcove.com)

# ESTABLISHED

## Our History



TelCove is one of the nation's most established telecommunications providers, founded more than a decade ago with a vision to address the communications needs of the business community. We began in 1991 as a competitive access provider (CAP), delivering high-speed connections between customer locations and long distance carriers via our ultra-reliable network.

With the deregulation of the telecommunications industry through the passing of the Telecommunications Act in 1996, businesses were able to choose their telecommunications provider. And they were choosing TelCove, with its experience as a proven, reliable, and economical alternative to the Regional Bell Operating Companies (RBOCs).

Through the years, we've continued to build upon our heritage by developing and offering technologically-advanced products and secure network infrastructure that meet the communications needs of our customers. Our list of customers has grown to thousands, all of whom we are proud to serve today.

# DEDICATED



## Our People

At TelCove, we take great pride in our employees. Our workforce is among the most knowledgeable and experienced in the industry, dedicated to both our customers and the communities we serve.

Customer satisfaction is paramount at TelCove. Unlike many companies that only offer customer service from distant cities, we have a team of local professionals whose main priority is to respond to your needs quickly and professionally. Account executives, project managers, install coordinators, sales engineers, and local management --- all working together to provide customized solutions for your business's unique requirements; allowing you to focus on your daily business activities.

R E L I A B L E



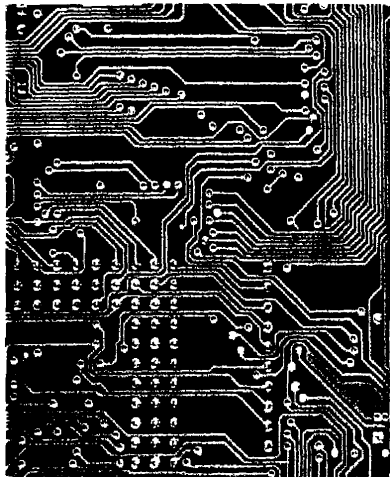
### **Our Network**

Another reason customers are choosing and staying with TelCove is our technologically-advanced, facilities-based fiber optic network. Conventional phone networks still offered by many of our counterparts often consist primarily of copper wire that is susceptible to interruptions and outages. TelCove's network consists of high-capacity fiber optic technology that is secure, redundant, and cost-effective. We are one of the few telecommunications providers that offers both local and intercity service over our network.

Our Synchronous Optical Network (SONET) ring architecture connects your business through fiber optic loops, transmitting information bi-directionally, for built-in, protective redundancy. Your communications will be crystal clear, lightning fast, and secure. Also, there's plenty of room for expansion as your need for bandwidth intensifies. Our network has the capacity to meet your multifaceted needs today and well into the future.

We back our technology by proactively monitoring the network 24/7 from our Network Operations Control Center (NOCC) to ensure your communications are trouble-free. Because we largely own our network, if the NOCC detects a problem anywhere along our system, we can often identify and correct it before it becomes an issue for you.

## I N T E G R A T E D



### **Our Products -- Internet • Data • Voice**

TelCove offers a robust array of Internet, Data, and Voice products and services, stand-alone or integrated, to fulfill your telecommunications needs. Our experienced professionals will work with you to identify your requirements, provide you with appropriate, economical solutions, and offer on-going support through installation. A local TelCove representative is always available to address any of your post-sale requests.

Our offerings include:

#### **Internet**

- Internet Services
- Data Center Solutions
  - Shared Web Hosting
  - Dedicated Web Hosting
  - E-commerce
  - Co-location

#### **Data**

- Dedicated Services
  - Local Private Line
  - Private Local SONET Ring
  - Carrier Access
  - intercity Private Line
  - Local Point-to-Point 1-Gigabit Ethernet
- Enhanced Data
  - Frame Relay
  - ATM

#### **Voice**

- Local Voice
  - Business Line
  - Business Trunks
  - ISDN BRI / ISDN PRI
  - Centrex
  - Voice Messaging
  - Auto Attendant
- Long Distance

## I N T E G R A T E D



### **Our Products      Internet**

- Internet Services

TelCove's Internet Services have the technological diversity required in today's sophisticated business market, even offering Gigabit Ethernet port speeds. We also offer flexible "tiered" levels of packet throughput so you can still enjoy a high-speed connection, while only paying for incremental use of that port. With a broad suite of Internet Services, from 56K dial-up connections to blazing OC-48 port speeds, where available, you can feel confident that TelCove is here to partner with your business as your needs change. You can choose from a range of supporting features and products available via our IP network.

- Data Center Solutions

Through co-location options with Unix and/or NT server, TelCove can tailor cost-saving solutions for your Internet needs. Besides providing server space and web-enabling software, we will assist you with establishing a domain name and with your e-mail accounts.

- Shared Web Hosting

This value-driven solution is applicable for small to medium-sized companies looking for the high reliability and security of a data center, but do not require a high-end dedicated solution, nor rely heavily on their website for business transactions.

- Dedicated Web Hosting

This environment provides high-end flexibility, extra-capacity, and enhanced security for businesses that build and market complex web-enabled applications on their high traffic websites. TelCove offers either managed or unmanaged Dedicated Web Hosting.

## I N T E G R A T E D

### Our Products      Internet

- Data Center Solutions (continued)

- E-commerce

TelCove provides store-front solutions such as shopping-cart software, on-line merchant account and payment processing, and 128-bit digital certificates that help companies market, distribute, and sell their products and offerings on-line.

- Co-location

Local Co-location is ideal for customers requiring a large bandwidth network and minimal managed services. Housed in our facilities throughout the country, this solution provides customers with a local network presence in widely dispersed markets and gives them the ability to connect these markets through the application of our other products such as Internet, Intercity Private Line (IcPL), and Local Private Line (LPL).

Centralized Co-location offers the customer the opportunity to house its servers at our Data Center. This solution is applicable for customers with sophisticated applications and / or multiple locations. TelCove will customize managed services to your specific on-going needs.

**I N T E G R A T E D**



**Our Products      Data**

• **Dedicated Services**  
From DS-1 / DS-3 to your own OC-48 private local SONET ring, TelCove offers flexible, high-capacity, dedicated communications solutions for your business.

• **Local Private Line**  
Provides SONET-based intracity point-to-point connectivity to transmit voice, data, or video, offered in bandwidths ranging from DS-1 to OC-48. Companies that want to keep their business running effectively between two separate locations in a metropolitan area need dedicated bandwidth to transfer voice, data, and video. TelCove's Local Private Line services provide multiple bandwidth options to prevent network bottlenecks and increase productivity for any business.

• **Private Local SONET Ring**  
Ideally suited for those enterprises that need reliable, secure, high-speed communications between multiple locations in a metropolitan area. TelCove's Private Local SONET Ring (PLSR) offers network redundancy and connectivity in OC-3, OC-12, and OC-48 bandwidths, providing a dedicated connection to transmit voice, data, or video. Channelized PLSR provides the added customer benefit of dropping off connectivity at the DS-1 / DS-3 level. Whether you need to connect remote locations to corporate headquarters or connect multiple locations to your long distance provider, PLSR provides the quality service your business demands.



# I N T E G R A T E D

## - Our Products --- Data

- Dedicated Services (continued)

- Carrier Access

Direct connectivity for customer location to inter-exchange carrier point-of-presence. This "last mile of service" is available in a wide range of bandwidths.

- Intercity Private Line

A high-bandwidth long haul solution that offers the protection of redundant fiber and self-healing ring technology to ensure superior availability for connections. TelCove offers end-to-end service between cities it serves in bandwidths available in increments of DS-1, DS-3, OC-3, and OC-12, utilizing TelCove's Dense Wavelength Division Multiplexing (DWDM) backbone transport. It provides the benefit of a single point of contact for service and support, thus eliminating the need for multi-vendor provisioning. In addition, our scalable fiber optic network allows room for growth. Whether for video applications, disaster recovery, cellular site connectivity, or any other business connectivity need, IcPL's secure, non-shared facilities provide the capacity with high flexibility and functionality and the ability to customize circuits between customer locations.

- Local Point-to-Point 1-Gigabit Ethernet

A cost-effective solution to transport data by extending the native architecture of your current Ethernet local area network (LAN). Local Point-to-Point 1-Gigabit Ethernet provides a fast connection between two locations to maximize a customer's internal network infrastructure. A layer 3 router or switch is not required. Instead, on LAN-to-LAN connectivity, layer 2 equipment or intelligent bridges can be used, reducing cost and recurring maintenance.

I N T E G R A T E D

**Our Products --- Data**

• Enhanced Data

Does your business have varying bandwidth needs and dispersed network and equipment locations? TelCove offers the efficient use of bandwidth with Frame Relay services or ATM for your more sophisticated, high-bandwidth data applications. Both services are offered on our local rings as well as on our robust network. Off-net locations can be supported via a single Network-to-Network Interface (NNI) to our partner provider.

• Frame Relay

Efficiently and securely connects dispersed end-users over a wide area network (WAN). TelCove's Frame Relay is a cost-effective data communications solution, ideal for file transfer, application sharing, inter-networking, and multimedia data transmission. With the efficient use of bandwidth you receive from our Frame Relay product, your business can send large amounts of data without reserving large amounts of bandwidth or paying for more capacity than you need. In addition, our Frame Relay only requires a single access port to the network. Because there is no need for dedicated lines to remote locations, using Frame Relay can significantly reduce your company's equipment, access, and operational costs. Frame Relay uses Permanent Virtual Circuits (PVCs) to reduce network congestion and speed-up response time, freeing up bandwidth for other applications, further improving network performance.

# I N T E G R A T E D

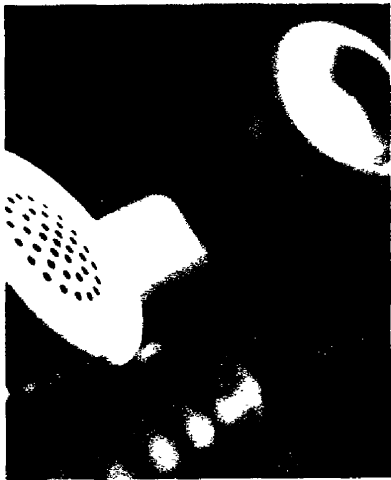
## Our Products — Data

- Enhanced Data (continued)

- ATM

Delivers a superior level of service ideal for high-bandwidth, media-intense applications such as CAD / CAM, medical imaging, and video conferencing. TelCove's Metro ATM provides high-bandwidth, flexibility, and scalability to a customer's Metro Area Network (MAN). Many local companies use ATM in their core network infrastructure. TelCove's Metro ATM is not based on a specific type or physical transport, therefore, it is compatible with currently deployed customer networks and equipment. ATM was designed to be scalable and flexible in distance, number of users, and bandwidth.

## I N T E G R A T E D



### **Our Products - Voice**

- Local Voice

From business lines, to ISDN PRIs, to Centrex, our local dial tone products and features fulfill your communications needs and support your company's telecommunications strategy. We also deliver a suite of complementary basic and advanced custom calling features, voice messaging services, and auto attendant capabilities --- providing you with maximum functionality and a professional, customer-friendly interface to your clients.

- Business Line

Looking for basic telephone service?

Our standard telecom product carries the full suite of calling features to give you the functionality and convenience that you demand from your telephone service, priced in an easy-to-understand format. Business Line service includes a line from your business location to our central office; your telephone number; local listing; 911 service; directory assistance; and equal access to all long distance carriers (including TelCove's Long Distance). Basic features include touch-tone dialing, call waiting, call forwarding, and speed dialing. Advanced features like hunting, caller ID, and blocked caller ID are also available.

## I N T E G R A T E D

### Our Products — Voice

- Local Voice (continued)

- Business Trunks

Does your business require high quality, high-capacity local access service for your PBX? Our Business Trunks are delivered over our fiber optic SONET backbone and provide you with crystal clear, ultra-reliable communications. Our Analog Business Trunk service provides your business with a communications channel used by your PBX to originate outbound calls to and terminate inbound calls from the public switched telephone network (PSTN). Digital Business Trunks provide up to 24 local access channels for your PBX on one T1 facility. As with analog trunk service, you can keep your current block of telephone numbers or request a new block from TelCove.

- ISDN BRI / ISDN PRI

Are your requirements more sophisticated? TelCove's ISDN delivers powerful communications, including voice, high-speed data access, and video conferencing, to your business through high-speed, digital transmission. Our ISDN BRI service supports advanced voice communications features, providing high-speed data connectivity for Internet access, remote LAN connectivity, and video conferencing through special customer-provided equipment. Our ISDN PRI provides simultaneous voice, data, and video communications capabilities on a single T1 facility. Its digital transmission gives your business the ability to send and receive high-speed communications with superior clarity and reliability.

**I N T E G R A T E D**

**--Our Products --- Voice**

- Local Voice (continued)

- Centrex

- Would you like to upgrade your service without having to purchase expensive new equipment? Our Centrex services offer an individualized dialing plan with a range of calling features through our switch for your business locations, enhancing the capabilities of your lines and trunks without incurring additional equipment costs.

- Voice Messaging

- Can your business afford to miss a call? In addition to dial tone, we deliver a suite of messaging services that keeps you in constant contact with customers and business partners. With TelCove's Voice Messaging, you receive high quality, reliable messaging services that include an array of standard features such as message waiting, remote access, deleted message bin, message delivery, and out-dialing. Enhanced Voice Messaging offers you even more --- the ability to simultaneously send messages to a group, alert you at another number when you have a message, or activate your pager upon receipt of a message.

- Auto Attendant

- Is someone always available to fulfill the needs of your incoming callers? Our Auto Attendant product offers the functionality of an automated greeting so your callers never receive a busy signal and are easily directed to departments, employee extensions, or recorded messages --- always with the option of reaching a "live" attendant. Compatible with your existing phone system, Auto Attendant requires no new equipment.

### I N T E G R A T E D

#### **Our Products      Voice**

- Long Distance

Why not let TelCove combine your Local Voice with our affordable Long Distance onto a single bill? With our Long Distance you can call anywhere in the United States and to more than 200 international locations. We tailor our service to match corporate calling patterns and bill in six-second increments. We'll even help you to track your calls and charges through our Account Codes which allow you to categorize your long distance charges to ensure costs are allocated to the appropriate department, location, or company. Our Long Distance service utilizes SS7 technology. It is compatible with leading local, long distance, and international exchange carrier switch platforms. Plus, it offers you a full complement of operator services including automated or operator-assisted collect calls, third-number billing, automated or operator-assisted person-to-person calling, and directory assistance.

P R O V E N



## Our Customers

Organizations that require integrated and innovative solutions to communicate efficiently, recognize the reliability and value of TelCove. We are proud to serve thousands of customers in a variety of vertical markets. Among our valued customers --- local government, banks, hospitals, school districts, utility companies, manufacturers, long distance carriers, universities, Internet service providers --- are some names you're sure to recognize:

AT&T  
American Heart Association  
Archdiocese of Philadelphia  
Arthritis Foundation  
BlueCross BlueShield  
Cessna Aircraft Company  
Cingular Wireless  
City of Wichita  
Drexel University  
Earthlink  
Fletcher Allen Health Care  
GIANT Foods  
Harley-Davidson  
Hershey Foods  
Ingersoll-Rand  
M & T Bank  
Muscular Dystrophy Association

PNC Bank  
Qwest Communications International  
School District of Philadelphia  
Sprint  
State of Vermont  
Sunoco Chemicals  
SunGard Recovery Services  
Sysco Food Services  
The Coleman Company  
The Commonwealth of Pennsylvania  
The Pennsylvania State University  
The United States Navy  
University of Vermont  
Via Christi Regional Medical Center  
Wichita Marriott Hotel  
Wichita State University  
WorldCom

On the following pages, you will find further examples of customers who have made TelCove their choice for their telecommunications requirements. These case studies include detailed information on the communications challenge our customers faced and how TelCove was able to deliver them the right solution.



# P R O V E N

## Our Customers — The United States Navy

### Customer Profile

The United States Naval Station Norfolk is the largest naval and military station in the world. Its mission is to support and improve the personnel and logistic readiness of the U.S. Atlantic Fleet. The Naval Station provides a wide array of support services. Port Services controls the annual movements of more than 3,100 ships as they arrive and depart their berths. Air Operations conducts over 100,000 flight operations each year, with an average of 275 flights per day. Nimitz Hall annually processes nearly 9,000 individuals destined for ships, aircraft squadrons, and stations overseas. Telecommunications play a vital role in supporting Norfolk Naval Station, providing connectivity among naval stations and ensuring delivery of critical information.

### The Challenge

In 1998, the Navy's telecommunications department was tasked with reducing costs, while maintaining stringent reliability requirements. Connecting nine naval facilities in Norfolk with state-of-the-art telecommunications was key in achieving the cost reduction objectives. Having reliable voice, Internet, and video capabilities delivered over one fiber optic connection would simplify the Navy's management of its telecommunications.

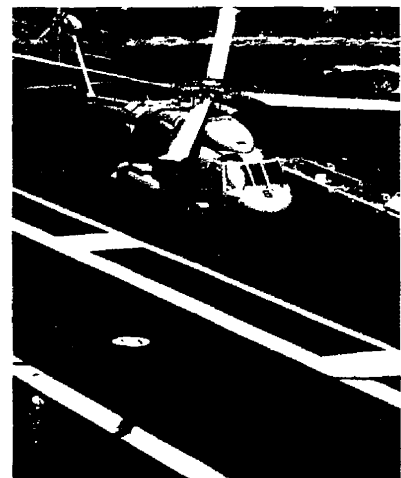
### The Solution

Bids from several vendors were reviewed. The Navy chose TelCove because of its strong local presence, reputation for responsive customer service, and cost-effective proposal. In addressing the project, TelCove provisioned 90 ISDN PRIs throughout the naval base that allowed the Navy to run voice, Internet, and video applications over the same T1 facilities. By employing PRIs, the assignment of trunks for different applications was unnecessary. A more efficient use of facilities is accomplished by the PBX, which switches calls over available trunks on the T1.

### The Results

With TelCove's ISDN PRI service, the Navy was able to:

- decrease the number of trunks and increase call routing efficiency;
- utilize video conferencing for training sessions and meetings held simultaneously at nine facilities in Norfolk;
- transmit information between locations and across the country via e-mail, fax, and through file transfers;
- meet stringent requirements for business continuation ensured by around-the-clock network surveillance at its Network Operations Control Center; and
- significantly reduce costs by more than 15 percent.



US Navy Photo



**P R O V E N**

**Our Customers      The Commonwealth of Pennsylvania**

**The Customer**

The Commonwealth of Pennsylvania is a leader in creating and implementing advanced technology solutions. It is one of the largest users of telecommunications services in the country.

**The Challenge**

To maintain its position as a global leader in technology and government services, the Commonwealth needed a telecommunications partner that could meet its demanding requirements: providing high bandwidth with advanced, reliable, and cost-effective telecom services to the state government; making similar features available and affordable to other non-state government users; promoting the private investment needed to expand Pennsylvania's commercially available telecom infrastructure; and aggressively encouraging the introduction of competition to all categories of telecommunications throughout the state.

**The Solution**

During the fall of 1998, a consortium of businesses came together to address the requirements of the Keystone Communications Project. Led by TelCove, the group includes Electronic Data Systems, Marconi Communications, Qwest Communications, Lucent Technologies, Verio, Telesoft, Diversified Data Systems, Allegheny Energy, Exelon, Susquehanna Communications, Innovative Business Concepts and Comcast Cable. Each member company contributes to the project in its specific area of expertise, with TelCove serving as the lead service provider and overall project manager.

The Keystone Communications Project represents the largest telecommunications services initiative in PA history. It affirms TelCove's ability to build an advanced information technology infrastructure to meet the complex voice and data requirements of communications-intensive customers.

The results have been extraordinary, with TelCove exceeding the Commonwealth's requirements in two major areas. First, TelCove owns or manages approximately 5,000 route miles of fiber optic network in Pennsylvania. Second, we have the technology to fully protect our network from facility failures through use of the most advanced and reliable technologies – self-healing Synchronous Optical Network (SONET) and Dense Wavelength Division Multiplexing (DWDM) transport facilities.



State Capitol Harrisburg, PA



## **P R O V E N**

### **—Our Customers — The Commonwealth of Pennsylvania**

#### **The Solution (continued)**

In addition, the telecommunications enhancements in the TelCove-led plan are designed to stimulate major infrastructure investments and e-commerce initiatives throughout the state, dramatically advancing the Commonwealth's telecommunications system, as well as economic development opportunities.

The TelCove-led plan includes:

- investment in a new, cost-effective broadband fiber optic infrastructure;
- extension of competition to areas currently served by just one facilities-based provider;
- a comprehensive web-based ED/EDI platform, enabling all state government transactions;
- advanced, high-capacity, economical service for the State System of Higher Education, including Internet 2 connectivity;
- simplified, unified, aggressive, and affordable pricing;
- integrated digital infrastructure that supports non-integrated service architecture and evolving integrated voice and data service topologies; and
- best-in-class customer care with a team of like-minded advanced technology businesses focused on the Commonwealth's needs.

We add unique technology and service-driven elements to the plan to leverage our significant fiber optic network presence in Pennsylvania including: an expansion of the existing telecom infrastructure to many communities with a focus on underserved rural and urban areas and the creation of the Key-Net Alliance between industrial, educational, community, and government sectors, which stimulates economic development.

#### **The Results**

TelCove has provided Pennsylvania with superior technology, while saving the Commonwealth at least \$100 million over five years — only part of the TelCove advantage.

In addition, we've enabled the state to:

- deliver the technology to stimulate advances in the public communications network, allowing e-business to flourish;
- foster greater marketplace competition by using state offices to supply the initial demand for new services over the public network, drawing additional investments by telecommunications companies;
- provide the capacity to streamline business processes — billing, online provisioning and helpdesk support — that in the past have been manual; and
- provide service to over 100 municipal governments, public schools, public libraries, and community college entities, reducing costs by \$500,000.

# P R O V E N

## Our Customers    **The Pennsylvania State University**

### The Customer

In 1985, The Pennsylvania State University undertook the task to design, develop, and manage a system-wide network to support instructional, research, and administrative computer applications. This core network provides the interconnection among Penn State's many local networks, encompassing all 23 campuses and the Internet.

### The Challenge

With a nearly constant need to expand bandwidth availability to carry the increasingly vast amounts of required data, several network upgrades over the years have allowed the University to deliver reliable, high-speed, redundant, and cost-effective connectivity between its multiple locations and an Internet connection site located in Pittsburgh, Pennsylvania. Securing a reliable partner to implement the recurring upgrades is, and always has been, critical.

### The Solution

In 1998, TelCove was entrusted to accomplish a major upgrade to Penn State's core network. Identifying key deliverables, we installed two OC-3s for a high-speed point-to-point connection between PSU's University Park campus and the Pittsburgh Giga-POP. The Giga-POP is the Internet aggregation point for multiple sites, including Penn State, the University of Pittsburgh, and Carnegie Mellon University, to access the Internet and Internet 2.

Employing 22 DS-3s, the network supports the interconnectivity of over 450 local area networks and 100,000 hosts, as well as provides access to other computer resources and the Internet.

In addition, nearly 200 PRIs are installed on various Penn State campuses statewide, including approximately 100 at University Park that provide primarily modem bank services to a majority of the University's locations.

### The Results

TelCove's technology has enabled the University to maximize use of its IP network and meet its multifaceted needs. In addition, the TelCove-installed network allows Penn State to route video over IP and gives the University the future capability of routing voice over IP, a deployment actually already underway at the University Park campus.



Joseph Vincent Paterno  
Educator • Coach • Humanitarian

# P R O V E N

## --Our Customers -- The Pennsylvania State University

### The Results (continued)

"TelCove has proven to be a reputable business partner for us," says Jeff Kuhns, Penn State's senior director of consulting and support services. "We're very happy they elected to build their network to State College, a relatively small market. We initially felt we were taking a risk by moving our services to TelCove, but they have never let us down. They meet commitments and deliver services – back office pieces like provisioning and billing – in a professional manner. Their reliability has been exceptional, as promised. We continue to consider TelCove for additional services as our requirements change."

Bob Guth, president and chief executive officer for TelCove said, "What enabled us to win the Penn State business was our willingness to invest in the infrastructure necessary to adequately serve the University into the future. Over the years, our service delivery has grown in lock-step with Penn State's requirements, indicating that we can – and do – deliver on our promise to support the University as its needs change."

Mr. Kuhns also lauds the customer service efforts of the TelCove account management team, "The team's personal approach to account management is one of the reasons why we selected TelCove as our telecommunications provider."

**R E P U T A B L E**

**Our Commitment**

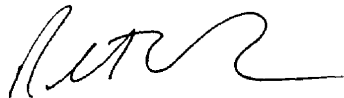
Dear Customer,

Thank you for considering TelCove as your communications services provider. With TelCove, you will have a partner who is dedicated to providing advanced services and business stability today and into the future.

TelCove has been in business for over 10 years, and during that time we have been awarded some of the largest competitive contracts in the industry's history. We believe our exceptional history and associated experience can help make your enterprise more successful.

With the reputation and expertise of our workforce in providing premium Internet, data, and voice services over our secure network infrastructure, we have attracted a diverse and committed base of customers. We look forward to building a mutually beneficial and lasting business relationship with you.

Regards,



Robert E. Guth  
President and CEO  
TelCove

# TelCove

Advanced • Secure • Communications

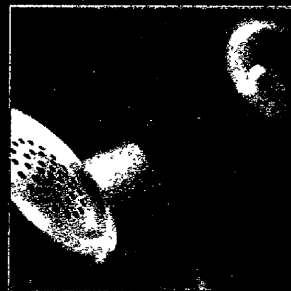
## Our Products



INTERNET



DATA



VOICE

[www.telcove.com](http://www.telcove.com)

[www.telcove.com](http://www.telcove.com)

## OVERVIEW

TelCove is a facilities-based telecommunications provider with more than a decade of experience in delivering advanced, secure communications solutions over our premium fiber optic network.

Among our customers you will find Fortune 500 companies, educational institutions, government agencies, financial and healthcare organizations, and other communications service providers.

Our team of over 1,200 experienced professionals are committed to attending to your unique requirements, helping to determine which solution from our wide-range of Internet, Data, and Voice services will work best for you today and as your business grows.

To contact a local representative near you, and to learn more about why so many enterprises are choosing TelCove, please visit our website [www.telcove.com](http://www.telcove.com)

— **Advanced • Secure • Communications**



## A Premium Network for Premium Customers

All TelCove products are offered via a self-healing SONET (Synchronous Optical Network) ring topology, the driving technology behind our facilities-based, fiber optic network. The capabilities inherent in this design offer our customers greater reliability through the use of interconnected, redundant rings of fiber.

Via our Network Operations Control Center (NOCC), we constantly monitor our network to ensure that its standards of transmission and availability are met or exceeded.

Our SONET systems perform sophisticated self-diagnostics and fault analysis, making it possible to identify and correct problems before they ever become an issue for our customers. As a result, our Mean Time To Repair (MTTR) percentages far exceed industry standards.

Our advanced digital transmission systems, software-driven switched and digital cross connects, and advanced packet switching technology create a network of intelligence, flexibility, security, and power.

The self-healing capabilities of SONET, our standard of diverse-access to the network, and the diagnostic and control systems we have in place enable TelCove to provide its customers with advanced, secure communications.



TelCove offers a robust array of Internet, Data, and Voice products and services, stand-alone or integrated, to fulfill your telecommunications needs.

Our offerings include:

### INTERNET

- Dedicated Internet
- Commercial Web Hosting and E-commerce
- Co-location

### DATA

- Local Private Line
- Private Local SONET Ring
- Intercity Private Line
- Frame Relay
- ATM

### VOICE

- Business Lines
- Business Trunks
- ISDN BRI / PRI
- Centrex
- Voice Messaging and Auto Attendant
- Long Distance



### Dedicated Internet

TelCove's Internet services have been designed to fit the diverse needs of the business community and provide easy access to the global marketplace. Our products range from commonly offered Internet service products, to specialized high-speed, high-bandwidth services, to the new, tiered high-speed Internet and Gigabit Ethernet products.

Dedicated Internet is available at speeds ranging from 56 Kbps to OC-48. Our Gigabit Ethernet (1,000 Mbps) includes full port throughput, along with various levels of tiered throughput, so you can enjoy a high-speed connection, but pay only for incremental use of that port.



TelCove's Internet service is offered over our IP backbone. Building, managing, and monitoring our own diverse-access IP backbone infrastructure enables TelCove to offer a variety of service levels, so you only purchase the access you need.

### Commercial Web Hosting and E-Commerce

Provide an interactive channel to your customers by outsourcing your Commercial Web Hosting service with TelCove.

TelCove offers a variety of Commercial Web Hosting solutions. Our Basic Web Hosting account includes a one-time set-up fee, domain name service, choice of number of e-mail addresses or POP e-mail accounts, and daily updated graphical browser-based website traffic reports. With Shared Web Hosting, customers purchase space on a server that is shared among a number of businesses.

For a solution that is solely dedicated to your business, TelCove offers **Dedicated Web Hosting**. We also offer storefront solutions that will help you market, sell, and distribute your products and offerings through our **E-Commerce service**.

### Co-location

TelCove's **Co-location service** provides an integrated solution for our customers' telecommunications needs. Entities with a local presence in widely dispersed markets are able to connect their locations through the application of other TelCove products such as Internet, Intercity, Private Line, and Local Private Line. It is ideal for those who require a large bandwidth network and minimally managed services.

Basic Co-location service includes a fault tolerant secure environment, customer access to facilities, physical and network security, and basic operation and management of these components.

Local Co-location allows organizations to focus on their core competencies, while leaving their server monitoring and maintenance to an experienced, reliable communications expert - TelCove.

### Local Private Line

For high-bandwidth voice, data, and video applications within a metropolitan area that demand the full-time availability of a dedicated service, TelCove offers its Local Private Line (LPL) service.

LPL uses TelCove's local SONET rings to provide point-to-point dedicated connections between two customer sites or local access to inter-exchange carrier points of presence at bandwidths ranging from DS-0 to OC-48. LPL can also be provided in a hub configuration, connecting multiple remote sites to a main location.

LPL service and network capability will transmit your sensitive information on a secure, private connection. Your data is protected from the moment it reaches the local fiber distribution network and transported through dedicated, end-to-end facilities on our route-diverse, self-healing SONET network.



### Private Local SONET Ring

If your business communications require high-bandwidth capabilities, TelCove will provide you with a Private Local SONET Ring (PLSR) dedicated solely to your business. The types of channels include DS-1, DS-3, OC-3 (only available on OC-12 and OC-48 rings), and OC-12 (only available on OC-48 rings).

The reliability and security of our PLSR enable customers to focus on business issues and the information flowing between multiple locations, rather than the network.

### Intercity Private Line

TelCove's Intercity Private Line (IcPL) is a high-capacity, point-to-point network that pairs customer locations in TelCove markets via a self-healing, dedicated fiber optic infrastructure.

Currently offered in bandwidths of DS-1 (1.544 Mbps), DS-3 (44.736 Mbps), OC-3 (155 Mbps), and OC-12 (622 Mbps), IcPL is an ideal solution for those routinely transmitting large volumes of digital information.

IcPL provides a guaranteed bandwidth dedicated to the customer and well suited for applications that demand constant bandwidth, such as LAN-to-LAN connectivity and teleconferencing. IcPL utilizes TelCove's Dense Wavelength Division Multiplexing (DWDM) infrastructure. Our DWDM long haul network, the workhorse of IcPL, provides the necessary physical diversity in each circuit route.

Information is protected from the moment it reaches the TelCove network, built with self-healing ring technology and redundancy. IcPL gives our customers peace of mind knowing their sensitive information is transmitted securely and quickly on a private connection.

## Frame Relay

With TelCove's Frame Relay, your organization can send large amounts of data without reserving large amounts of bandwidth. TelCove's Frame Relay service is able to meet your requirement to interconnect LANs, Systems Network Architecture (SNA) networks, or to tie-in multiple, isolated LANs to support communications between users among geographically dispersed locations – across town, across the state, and throughout the nation.

Frame Relay provides bandwidth on demand in speeds ranging from 56 Kbps up to 45 Mbps. TelCove's Frame Relay only requires a single access port to the network. Because there is no need for dedicated lines to remote locations, using Frame Relay can significantly reduce your company's equipment, access, and operational costs. It allows the customer to connect meshed networks at a fraction of the cost of private line networks. And since Frame Relay uses bandwidth efficiently, you don't pay for more capacity than you need.

TelCove provides both local and intercity Frame Relay service on our own backbone network, making us your one-stop solution.



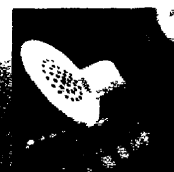
## ATM

TelCove's Asynchronous Transfer Mode (ATM) service meets the market demand for a high-bandwidth data networking solution for those entities needing to connect multiple locations and for existing Frame Relay and/or 10 Meg Ethernet customers whose needs have continued to grow.

ATM provides a dedicated connection between two points through virtual connections that relay traffic through high-speed ATM switches from the sending customer premise equipment to the receiving customer premise equipment.

TelCove's ATM service is the right choice when your business requires the transfer of large amounts of high-speed data in a WAN environment where Frame Relay cannot provide adequate bandwidth, or for delay sensitive applications such as video conferencing.

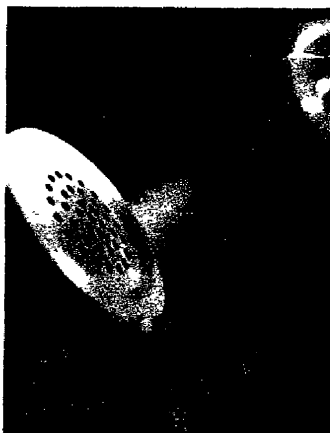
As with our Frame Relay service, TelCove provides both local and intercity ATM services on our own backbone network, making us your one-stop solution.



## Business Lines

TelCove's Local Business Lines service is capable of supporting primary voice communications, key system access, dial-up Internet access, fax, and PBX backup for small to large businesses.

The standard Local Business Lines service includes a line to your business location from the TelCove Central Office; a telephone number with a directory listing; operator services; directory assistance; emergency 911 service; and equal access to all long distance carriers, including TelCove. Many customers are selecting additional features to add to their standard Business Line package; such as 3-Way Calling; Call Waiting; Call Transfer; Call Forwarding; Speed Calling; Caller ID; and much more.



Our customers enjoy the option of keeping their current telephone numbers or requesting new numbers, when they switch their telephone services to TelCove.

## Business Trunks

Businesses with PBX equipment that uses trunks to aggregate the call activity of many stations over a smaller number of channels or who configure trunks into groups that guarantee a minimum level of capacity for inbound, outbound, or combo calls are purchasing TelCove's Business Trunks to meet their requirements.

Offered in two flavors, our Business Trunks offer high quality, high-capacity local access service for your PBX. Analog Business Trunk service provides your business with a communications channel used by your PBX to terminate inbound calls from and originate outbound calls to the public switched telephone network (PSTN). Digital Business Trunks provide up to 24 local access channels for your PBX on a single T1 facility.

## ISDN BRI / PRI

Supporting a wide variety of voice and data applications with real-time, dynamic allocation of bandwidth, TelCove's ISDN BRI / PRI service provides simultaneous voice and data capabilities on a single facility.

Our ISDN BRI / PRI service provides local access for ISDN station equipment and can be customized to meet specific subscriber requirements. Our services supply flexible bandwidth and digital transmission allowing customers to send and receive high-speed communications with superior clarity and reliability for applications such as high-speed data access, video conferencing, and voice communications.

## Centrex

TelCove's Centrex enables companies to upgrade their phone systems and communicate more effectively, while avoiding the cost and inconvenience of purchasing and maintaining equipment.

For many multi-location businesses, users must dial at least seven digits to place calls between locations, often times incurring expensive usage charges. With TelCove's Centrex, a multi-location customer receives its own Individualized Dialing Plan (IDP), allowing a short extension number to be dialed to place calls between intra-company Centrex stations. If these calls originate and terminate within a single rate center, no usage charge is incurred. For calls between intra-company Centrex stations that originate and terminate in different rate centers in the same LATA, an optional Extended IDP feature is available, which eliminates usage charges for these calls as well.

## VOICE

### **Voice Messaging and Auto Attendant**

For those away from the office, TelCove's Voice Messaging service allows incoming calls and messages for your business to be recorded and then retrieved from any phone, anywhere, either locally or remotely.

Message Waiting Indication, Remote Mailbox Access, Deleted Message Bin, and Message Sending are the features included in our standard package, or add Group Messaging, Future Delivery Messages, and Voice Mail to create an enhanced package. Our Voice Messaging service is backed by redundant power systems, eliminating service interruptions.

TelCove's flexible, easy-to-use Auto Attendant service directs incoming callers to specific departments or employees without the need of a live receptionist, allowing your staff to spend more time on business and less time answering phones.

Compatible with your existing phone system, our Auto Attendant service doesn't require the purchase of new and expensive equipment, thus lowering your monthly telecommunications expense.

### **Long Distance**

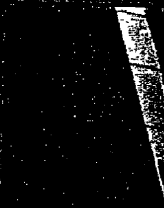
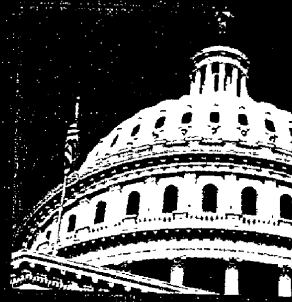
TelCove's Long Distance offers simple low flat rates on interstate and intrastate calls with no monthly recurring or minimum usage charges.

With Direct Dial service, TelCove customers can place 1+ outbound calls to anywhere in the U.S. and to over 290 international locations. We also offer Account Codes that allow you to categorize your long distance charges to ensure costs are allocated to the appropriate department, location, or company. For those businesses whose employees may spend some time out of the office, TelCove's Calling Cards are also available.

TelCove's Long Distance includes comprehensive 24x7 network management, operator services, and directory assistance. Whether your business has 10 or 100 lines, TelCove's LD can support your direct dial and toll-free calling needs.

TelCove

Makes Your Building  
More Attractive to  
Tenants by adding  
High Speed



**Let TelCove Make Your Property Even  
More Attractive.**

With fiber optics from TelCove, you'll keep your current tenants happy while attracting new ones by being able to offer advanced, secure communications throughout your building.

TelCove is a facilities-based telecommunications provider with more than a decade of experience in delivering high-speed communications over our fiber optic network to thousands of satisfied customers.

Many of our customers are building owners who have selected TelCove to make their property more profitable by bringing our fiber optic products and services to their building.

— **Advanced • Secure • Communications**



### Why should I bring my building "on-net"?

Everyone wants to have access to high quality telecommunications. Our Synchronous Optical Network (SONET) rings offer fully redundant, self-healing technology. Building owners typically see great value in retaining existing tenants and attracting new ones by offering our advanced services. This ultimately improves your bottom line. When your building is "on-net" with TelCove, you can rest assured that because we own and monitor our equipment, 24 hours a day / seven days a week through our NRC (National Repair Center), if an issue should arise, we can detect and correct it before your tenants even know it was there.



### How will being "on-net" with TelCove benefit my tenants?

Offering your tenants a direct communications link with TelCove means they will have the most reliable and secure telecommunications available, while receiving better pricing and superior customer service through specialized attention to their communications needs.

### How do I get this technology into my building?

1. A team of TelCove employees will conduct a site survey.
2. A TelCove project manager for network construction will assess what is needed to run fiber onto your property and properly terminate it within your building.
3. A network technician will determine the best location in your building to house our multiplexing equipment.
4. A project manager will uncover all internal cabling/ conduit needs to get service from our multiplexer into the tenant's space.
5. A network technician will then make an assessment of all cabling/customer equipment, TelCove's equipment needs, installation, turn up, testing, and service delivery.

TelCove has experienced construction crews that will provide proof of insurance, ensuring that the building owner has no liability for any of the work performed on the property. As do other utility companies, we will need 24 / 7 access to our equipment upon completion of the project.

Once the building owner / property manager gives us the green light to proceed, we will conduct the necessary work to bring the building onto the TelCove network.

**How much space does the equipment require?**

We typically offer two solutions:

- Wall Mounted Cabinet - requires 4' x 4' minimum wall space (cabinet dimensions 26"w x 38"h)
- Floor Mounted Cabinet - requires 3' x 3' minimum floor footprint with aisle clearance front and back

TelCove equipment typically requires one 20 amp breaker and only draws approximately 200 watts or 2 amps of AC power.



**How long does the installation take?**

Site surveys take approximately two to three hours. As for the installation itself, we stage all of our equipment at the TelCove Central Office in order to minimize time spent on your site. Actual install time to turn up and deliver service after your building has been connected to the TelCove network typically takes two of our technicians four to six hours. In some cases, fiber entry and inside cabling to the upper floors of the building could take up to three to five business days. In this scenario, we can work weekends to minimize any disruption of business in your building.

Every effort is made to make this a smooth transition for both the building owner and the tenants.

**How much will this cost?**

In most cases, we will absorb 100% of the costs to place your building "on-net", and we won't charge your tenants for equipment installation. This alone sets us apart from our competition.

**If I install through TelCove, can I change to another provider?**

Yes. The FCC mandates that the telecommunications industry be extremely competitive. Customers are free to select any provider at any time.

**Why should I choose TelCove?**

- TelCove is a well-established telecommunications provider with a history of more than a decade
- We have a team of local professionals working to provide you and your tenants the most responsive customer service
- Our fully redundant, self-healing fiber optic network provides advanced, secure communications that are monitored 24 / 7
- We have a wide array of Internet, data, and voice services that will keep your current tenants happy, while attracting new ones
- We will perform a free site survey to assess your property's situation, while typically absorbing 100% of the costs to bring your building "on-net"
- TelCove provides flexible installation with minimal disruptions and fast network "turn-up"

**In short, TelCove will help to make your property more profitable for you!**

**Questions for your TelCove Representative**

**Answers**

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All markets served are interconnected via our facilities-based, fiber optic infrastructure.



# Exhibit F

UNITED STATES BANKRUPTCY COURT  
SOUTHERN DISTRICT OF NEW YORK

-----X  
In re :  
:   
ADELPHIA BUSINESS SOLUTIONS OPERATIONS, INC.,<sup>✓</sup> :  
ADELPHIA BUSINESS SOLUTIONS, INC., : Chapter 11 Case Nos.  
ADELPHIA BUSINESS SOLUTIONS OF ATLANTIC, INC., :  
ADELPHIA BUSINESS SOLUTIONS OF FLORIDA, INC., : 02-11388 (REG) through  
ADELPHIA BUSINESS SOLUTIONS OF KENTUCKY, INC., : 02-11394 (REG)  
ADELPHIA BUSINESS SOLUTIONS OF TENNESSEE, INC., :  
ADELPHIA BUSINESS SOLUTIONS OF VERMONT, INC., :  
:   
Debtors. :  
-----X

NOTICE OF COMMENCEMENT OF CHAPTER 11 CASES AND FIRST DAY MOTIONS

PLEASE TAKE NOTICE that on the date hereof the above-captioned debtors (collectively, the "Debtors") filed voluntary petitions for relief under chapter 11 of title 11 of the United States Code (the "Bankruptcy Code") in the United States Bankruptcy Court for the Southern District of New York;

PLEASE TAKE FURTHER NOTICE that in connection with the Debtors' chapter 11 cases, a hearing has been scheduled on *March 27, 2002 at 3:30 p.m. before the Honorable Robert E. Gerber, United States Bankruptcy Judge, One Bowling Green, New York, New York* (the "Hearing");

PLEASE TAKE FURTHER NOTICE that at the Hearing the Debtors will move the Bankruptcy Court for entry of the following orders:

1. Order Pursuant to Rule 1015(b) of Bankruptcy Procedure For Order Directing Joint Administration of Chapter 11 Cases
2. Order Pursuant to Local Rule 1007-2(e) Scheduling Initial Case Conference and Other Hearing Dates
3. Order to Establish Notice Procedures
4. Order Pursuant to Sections 327(a) and 328(a) of the Bankruptcy Code Authorizing the Employment of Weil, Gotshal & Manges LLP as Attorneys for the Debtors
5. Order Pursuant to Section 156(c) of Title 28 of the Bankruptcy Code Authorizing the Employment of Bankruptcy Services LLC as Official Claims and Noticing Agent
6. Order Pursuant to Sections 105(a), 327, 328, and 330 of the Bankruptcy Code for Authorization to Employ Professionals Utilized in the Ordinary Course of Business
7. Order Pursuant to Sections 363(b) and 105(a) of the Bankruptcy Code Authorizing Payment of Prepetition Wages, Compensation and Employee Benefits and Authorizing and Directing Financial Institutions to Honor and Process Checks and Wire Transfers Related to Such Obligations
8. Order Authorizing Payment Certain Prepetition Customer Credit Obligations and Obligations Arising Under Customer Rebate Program
9. Order Pursuant to Rule 1007 of the Federal Rules of Bankruptcy Procedure for an Extension of Time to File Schedules of Assets and Liabilities, Schedules of Executory Contracts and Unexpired Leases, and Statement of Financial Affairs
10. Order Pursuant to Sections 105(n) and 541 of the Bankruptcy Code Authorizing the Payment of Prepetition Sales and Use Taxes

11. Order Authorizing Debtors to (A) Maintain Existing Bank Accounts and Business Forms and (B) Continue Centralized Cash Management System
12. Order Pursuant to Sections 105(a) and 365(b) of the Bankruptcy Code for Authorizing Debtor to Continue Current Investment Policy
13. Order Pursuant to Section 366(b) of the Bankruptcy Code Deeming Utilities Adequately Assured of Future Performance and Establishing Procedures for Determining Requests for Additional Adequate Assurances
14. Order Pursuant to Sections 363(b), 549, and 105(a) of the Bankruptcy Code (A) Authorizing Debtors to Continue Workers Compensation Programs, Insurance Policies, and Agreements Relating Thereto and Pay All Obligations in Respect Thereof, and (B) Directing Debtors' Banks to Honor, Process, and Pay Certain Outstanding Prepetition Checks in Respect of Lease Default Payments
15. Order Pursuant to Sections 503(b) and 363(c) of the Bankruptcy Code Authorizing Administrative Expense Status to Debtors' Undisputed Obligations Arising From the Postpetition Delivery of Goods Ordered Prepetition and Authorizing Debtors to Pay Such Obligations in the Ordinary Course of Business
16. Order Pursuant to Sections 331 and 105(a) of the Bankruptcy Code for Order Establishing Procedures for Monthly Compensation and Reimbursement of Expenses of Professionals
17. Order Pursuant to Section 364(c) and (d) of the Bankruptcy Code (A) Authorizing Debtors to (i) Obtain Postpetition Financing on a Permanent Basis, (ii) Borrow Under Such Postpetition Facility on an Interim Basis, Pending a Final Hearing on the Motion, and (B) Scheduling a Final Hearing on the Motion Pursuant to Bankruptcy Rule 4001

PLEASE TAKE FURTHER NOTICE that a full set of pleadings may be obtained by contacting Mr. Michael Garris by telephone (212-833-3565) or e-mail (michael.garris@weil.com). Any documents requested will be forwarded to the requesting party by electronic mail.

Dated: New York, New York  
March 27, 2002

Judy G.Z. Liu, Esq.  
WEIL, GOTSHAL & MANGES LLP  
767 Fifth Avenue  
New York, New York 10153  
(212) 310-8000  
Attorneys for Debtors  
and Debtors in Possession

**UNITED STATES BANKRUPTCY COURT  
SOUTHERN DISTRICT OF NEW YORK**

-----X  
 In re : Chapter 11 Case No.  
 ADELPHIA BUSINESS SOLUTIONS, INC., *et al.*, : 02-11389 (REG)  
 Debtors. : (Jointly Administered)  
 -----X

**NOTICE OF COMMENCEMENT OF CHAPTER 11 CASES**

**TO ALL INTERESTED PARTIES:**

**COMMENCEMENT OF CASES:** On June 18, 2002, the entities listed below (the "Debtors") each commenced a voluntary case under chapter 11 of title 11 of the United States Code (the "Bankruptcy Code") with the United States Bankruptcy Court for the Southern District of New York (the "Court"). The Debtors' chapter 11 cases are being jointly administered with the chapter 11 cases of Adelpia Business Solutions, Inc. and its affiliated debtors under Case No. 02-11389 (REG), commenced in this Court on March 27, 2002.

<u>Name of Debtor</u>	<u>Case Number</u>
Adelpia Business Solutions Long Haul, L.P.	02-12974 (REG)
Adelpia Business Solutions International, LLC	02-12975 (REG)
Adelpia Business Solutions Investment East, LLC	02-12976 (REG)
Adelpia Business Solutions Investment, LLC f/k/a ACC Holdings IV, LLC	02-12977 (REG)
Adelpia Business Solutions, LLC	02-12978 (REG)
Adelpia Business Solutions of Jacksonville, Inc.	02-12979 (REG)
Adelpia Business Solutions of Louisiana, Inc.	02-12980 (REG)
Adelpia Business Solutions of Louisiana, LLC	02-12981 (REG)



Adelphia Business Solutions of Nashville, L.P. f/k/a AVR of Tennessee, L.P.	02-12982 (REG)
Adelphia Business Solutions of South Carolina, Inc.	02-12984 (REG)
Adelphia Business Solutions of Virginia, LLC	02-12985 (REG)

**CREDITORS MAY NOT TAKE CERTAIN ACTIONS:** A creditor is anyone to whom the Debtors owe money or property. Under the Bankruptcy Code, the Debtors are granted certain protections against creditors. Common examples of prohibited actions by creditors are contacting the Debtors to demand repayment, taking action against the Debtors to collect money owed to creditors or take property of the Debtors, and starting or continuing foreclosure actions, repossessions or wage deductions. If unauthorized actions are taken against the Debtors, the Court may penalize the creditor who takes such actions. A creditor who is considering taking action against the Debtors or property of the Debtors should review section 362 of the Bankruptcy Code and may wish to seek legal advice.

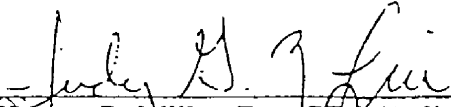
**PROOF OF CLAIM:** Schedules of creditors will be filed pursuant to Federal Rule of Bankruptcy Procedure 1007. Any creditor holding a scheduled claim which is not listed as disputed, contingent, or unliquidated as to amount may, but is not required to, file a proof of claim in these cases. Creditors whose claims are not scheduled or whose claims are listed as disputed, contingent, or unliquidated as to amount and who desire to participate in these cases or share in any distribution must file their proofs of claim. A creditor who desires to rely on the schedules of creditors has the responsibility for determining that the claim is listed accurately. A proof of claim form and the deadline notice will be sent to you at a later date. A deadline for the last day for filing proofs of claim has not yet been established. **PLEASE DO NOT FILE OR MAIL ANY PROOFS OF CLAIM OR OTHER DOCUMENTATION INCLUDING CORRESPONDENCE CONCERNING A CLAIM WITH OR TO ANYONE INCLUDING THE BANKRUPTCY COURT AND/OR THE UNITED STATES TRUSTEE UNTIL YOU ARE INSTRUCTED WHEN AND WHERE YOU ARE TO FILE A PROOF OF CLAIM.**

**PURPOSE OF CHAPTER 11 FILING:** Chapter 11 of the Bankruptcy Code enables a debtor to reorganize pursuant to a plan. A plan is not effective unless approved by the Court at a confirmation hearing. Creditors will be given notice concerning any plan and will be given notice if this case is dismissed or converted to another chapter of the Bankruptcy Code. The Debtors will remain in possession of their properties and will continue to operate their businesses unless a trustee is appointed.

**NOTICE:** You will not receive notice of all documents filed in these cases. All documents filed with the Court, including lists of the Debtors' property and debts, are available for inspection at the office of the clerk of the court listed below. Since this case is governed by the Court's General Order dated June 26, 1997 regarding electronic means of filing, signing and verifying documents, the Court's docket sheet and documents filed

electronically are also accessible at the Court's Internet site, [www.nysb.uscourts.gov](http://www.nysb.uscourts.gov), through an account obtained from Pacer Service Center at 1-800-676-6856. A full set of the pleadings may be obtained by contacting Andrea Wilmer at Weil, Gotshal & Manges LLP by telephone (212) 735-4967 or e-mail ([andrea.wilmer@weil.com](mailto:andrea.wilmer@weil.com)).

Dated: June 19, 2002  
New York, New York

By:   
Harvey R. Miller, Esq. (HM 6078)  
Judy G.Z. Liu, Esq. (JL 6449)  
WEIL, GOTSHAL & MANGES LLP  
767 Fifth Avenue  
New York, NY 10153  
Telephone: (212) 310-8000

Attorneys for Debtors and  
Debtors in Possession

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# Exhibit G

**FCC Form 477 -- Local Competition and Broadband Reporting****Cover Page - Name & Contact Information**

All filers must complete Items 1 - 11 of this Cover Page. File data as of: December 31, 2002

1. Filing status Meet broadband and local competition thresholds

2. Company Adelphia Business Solutions, Inc.

3. Indicate the category that best describes the operations covered by this filing.  
Fiber

4. Filers must report separate data for ILEC and non-ILEC operations. Use the following drop-down box to indicate whether this worksheet contains data for ILEC or for non-ILEC operations.  
non-ILEC operations

5. Use the following drop-down box to select your company, parent or controlling entity name. Select "not shown" if it is not in the list. See instructions Section IV-B-1 for information on preparing file names.

Not shown below

If you selected "not shown" above, then provide the following:

Name of company, parent or controlling entity.  
Adelphia Business Solutions, Inc.

6. State. Florida

7. Contact person (person who prepared the data contained below).  
Richard B. Donovan

8. Contact person telephone number and e-mail address.  
phone 814-260-2412

e-mail richard.donovan@adelphia.com

9. Indicate whether this is an original or revised filing.  
Original Filing

10. Indicate whether you request non-disclosure of some or all of the information in this file because you believe that this information is privileged and confidential and public disclosure of such information would likely cause substantial harm to the competitive position of the filer.  
Filer certifies that some data in this report is privileged and confidential

11. Indicate if this is a complete file or a redacted version of a complete file.  
Redacted version of file

Please review instructions before completing form.

Reminders:

- 1) Ensure files are virus free by using up-to-date virus detection software. Filers are encouraged to submit files via e-mail (address: FCC477@fcc.gov).
- 2) If you are filing original or revised data for an earlier semi-annual reporting period, do not use this particular form (which is only for data as of December 31, 2002). See reminder 4.
- 3) You may not insert or delete columns or rows, move cells, or edit text or numbers outside the cells provided for data entries. Files that cannot be opened in EXCEL97, files whose structure has been altered, and files with improper names will have to be refiled.
- 4) If you have questions about the form, contact the Wireline Competition Bureau, Industry Analysis and Technology Division at (202) 418-0940; via e-mail at 477INFO@fcc.gov; or via TTY at (202) 418-0484.
- 5) You must submit a Certification Statement signed by an officer of your company. A single statement may cover all files submitted. See Instructions sections IV & V
- 6) If you request non-disclosure of some data, you must file a public version of the form with such information redacted. See Instructions sections IV.B and IV.C for information on preparing a redacted file.
- 7) Name your files as specified in Instructions section IV.B.1. To assist you, complete this Cover Page to generate an "example" name, below. Replace the character "#" in this example name with a sequence number as specified in the instructions. This number should be "1" unless using "1" would cause you to submit more than one file with the identical file name.

Example: FLC#D02Adelphia Business Solutions, Inc. .XLS

OMB NO: 3060-0816

EXPIRATION DATE: 11/30/2003

Adelphia Business Solutions, Inc. non-ILEC operations for Florida December 31, 2002

Complete Part I if you and all affiliates (including commonly controlled entities) provide 250 or more broadband lines or wireless channels in the state over your own facilities or over lines you provisioned as broadband. See instructions for definitions of "own facilities", "broadband", "end user", and "residential and small business".

If you provide data in Part I, you must provide in Part V a list containing the 5-digit Zip Codes of the end-user locations in which you provide the broadband services reported herein. See instructions.

Data as of December 31, 2002

A. Lines and wireless channels of broadband service that you provided over your own facilities, or over UNE loops or other lines and wireless channels that you obtained from other service providers and equipped as broadband, categorized by technology at the end-user location.

(a) Total one-way and two-way (full) broadband lines and wireless channels	Percentages of lines and wireless channels reported in (a)				
	(b) % of (a) used by residential & small business customers	(c) % of (a) provided over your own facilities	(d) % of (a) provided (i.e. billed directly) to end users	(e) % of (a) providing customers greater than 200 kbps in both directions	(f) % of (a) providing customers greater than 2 mbps in both directions
I - 1. Asymmetric xDSL. 0					
I - 2. Other traditional wireline including symmetric xDSL. XXXXXX	XXXXXX	XXXXXX	XXXXXX	100%	XXXXXX
I - 3. Coaxial carrier systems including hybrid fiber-coaxial systems. 0					
I - 4. Optical carrier (fiber to the end user). XXXXXX	XXXXXX	XXXXXX	XXXXXX	XXXXXX	XXXXXX
I - 5. Satellite. 0					
I - 6. Terrestrial wireless fixed. 0					
I - 7. Terrestrial wireless mobile. 0					
I - 8. All other technologies, such as distribution over electric power lines. 0					

Note: In Part I, report actual counts. Do not report voice-grade equivalent measures.

Adelphia Business Solutions, Inc. non-ILEC operations for Florida December 31, 2002

Complete Part II if you and all affiliates (including commonly controlled entities) provide 10,000 or more voice-grade equivalent lines or wireless voice-grade equivalent channels used for local exchange or exchange access service in the state. See instructions for definitions of "voice telephone service", "voice-grade equivalent lines", "residential and small business", "owned facilities", "COLO switching centers", and "end users".

If you provide data in Part II, you must provide in Part V a list containing the 5-digit Zip Codes of the end-user locations in which you provide the wireline or fixed wireless voice grade services reported herein. See instructions.

	(a) Total voice-grade equivalent lines and voice-grade equivalent wireless channels in service	Percentages of lines and wireless channels reported in (a)			
		(b) % of (a) used for residential & small business service	(c) % of (a) provided over your own facilities	(d) % of (a) provided over UNE loops	(e) % of (a) in ILEC COLO switching centers
Data as of December 31, 2002					
A. Voice telephone service provided to end users.					
II - 1. Total lines and channels you provided to end users.	XXXXXX	XXXXXX	XXXXXX	XXXXXX	XXXXXX
B. Voice telephone service provided to other communications carriers, categorized by:					
II - 2. Lines and channels that you provided under a Total Service Resale arrangement. See instructions.	0				
II - 3. Lines and channels you provided under other resale arrangements, such as resold Centrex.	0				
C. UNE loops, special access lines, and those private lines that connect to carriers, categorized by:	(a) Total lines and wireless channels				
II - 4. Lines and channels that you provided under a UNE loop arrangement, where you do not provide switching for the line.	0				
II - 5. Lines and channels that you provided under a UNE loop arrangement, where you also provided switching for the line.	XXXXXX	XXXXXX			XXXXXX
II - 6. Special access lines not provided as broadband and private lines that connect an end-user premises to a telecommunications common carrier and is not provided as broadband.	XXXXXX	XXXXXX	XXXXXX	XXXXXX	XXXXXX

	Percentage of channels reported in (a), carried over the following types of facilities categorized by the technology used in the part of the line or wireless channel at the end-user location		
	(f) Cable coaxial	(g) Wireless	(h) All other including traditional wireline
D. Total wireline voice-grade equivalent lines & fixed wireless voice-grade equivalent channels in service.			
II - 7. Total lines and channels provided. [line II-1+line II-2 + line II-3]	#VALUE!		100%

Adelphia Business Solutions, Inc. non-ILEC operations for Florida December 31, 2002

Complete Part III if you and all affiliates (including commonly controlled entities) serve 10,000 or more mobile voice telephony subscribers in the state over your own facilities. See instructions for definitions of "mobile voice telephony subscribers" and "own facilities".

Data as of December 31, 2002

A. Mobile voice telephony subscribers in service and served over your own facilities.

(a) Network telephone service subscribers	(b) Percentage of (a) provided (i.e. billed directly) to end users
--	--

III - 1. Cellular, PCS & other mobile telephony.





Adelphia Business Solutions, Inc. non-ILEC operations for Florida December 31, 2002

Filers completing Part I or Part II must supply a list of 5-digit Zip Codes in which the filer has at least one customer. Do not provide customer counts by Zip Code.

Data as of December 31, 2002

V - 1. 5-digit Zip Codes in the state in which you provide service to end-user locations:

(a) Broadband service	(b) Wireline & fixed wireless exchange telephone
-----------------------------	---

1	32073	32018
2	32082	32025
3	32202	32034
4	32204	32035
5	32205	32055
6	32206	32065
7	32207	32068
8	32209	32073
9	32210	32077
10	32216	32082
11	32217	32084
12	32218	32086
13	32219	32087
14	32223	32092
15	32224	32095
16	32225	32097
17	32233	32110
18	32246	32114
19	32250	32117
20	32254	32118
21	32256	32119
22	32257	32120
23	32701	32121
24	32708	32127
25	32714	32131
26	32746	32141
27	32750	32158
28	32751	32159
29	32771	32168
30	32780	32169
31	32789	32170
32	32801	32174
33	32803	32177
34	32804	32201

# Exhibit H

UNITED STATES BANKRUPTCY COURT  
SOUTHERN DISTRICT OF NEW YORK

Chapter 11

**In re: Adelpia Business Solutions, Inc., et al., Debtors**

Case No. 02-11388  
through 02-11394

Case No. 02-12974  
through 02-12982

Case No. 02-12984  
through 02-12985

MONTHLY OPERATING STATEMENT FOR  
THE PERIOD MAY 1 TO MAY 31 2003

DEBTORS' ADDRESS: Adelpia Business Solutions, Inc.  
712 North Main Street  
Coudersport, PA 16915

DISBURSEMENTS: May 1 to May 31, 2003 \$ 17,667,444

DEBTORS' ATTORNEY Weil, Gotshal & Manges LLP  
767 Fifth Avenue  
New York, NY 10153

NET LOSS: May 1 to May 31, 2003 \$ (7,092,293)

REPORT PREPARER: Adelpia Business Solutions, Inc.

THIS OPERATING STATEMENT MUST BE SIGNED BY A REPRESENTATIVE OF  
THE DEBTOR

The undersigned, having reviewed the attached report and being familiar with the Debtors' financial affairs, verifies under penalty of perjury, that the information contained herein is complete, accurate and truthful to the best of my knowledge.

DATE: June 30, 2003

/s/ Edward E. Babcock Jr.  
Edward E. Babcock, Jr.  
Chief Financial Officer

## Adelphia Business Solutions, Inc.

Case No. 02-11388 through 02-11394 , 02-12974 through 02-12982  
and 02-12984 through 02-12985  
(DEBTORS-IN-POSSESSION)

### CONSOLIDATED STATEMENTS OF EARNINGS

	May 31, 2003	
	One Month (unaudited)	Five Months (unaudited)
Revenues	\$ 20,855,999	\$ 109,067,029
Operating expenses:		
Network operations	9,344,973	48,146,570
Selling, general and administrative	8,528,583	43,801,620
Bankruptcy charges	1,168,925	6,327,004
Depreciation and amortization	7,640,989	40,481,471
Total	26,683,470	138,756,665
Operating loss	(5,827,470)	(29,689,636)
Other income (expense):		
Interest income	32,069	166,531
Interest expense	(500,876)	(2,627,814)
Gain (loss) on sale of assets	---	(14,024,908)
Loss before equity in (loss) income of joint ventures	(6,296,278)	(46,175,827)
Equity in (loss) income of joint ventures	(626,542)	(1,369,112)
Gain (loss) on discontinued operations	(169,473)	(932,764)
Net loss applicable to common stockholders	\$ (7,092,293)	\$ (48,477,703)
Basic and diluted net loss per weighted average share of common stock	\$ (0.05)	\$ (0.36)
Weighted average shares of common stock outstanding (in thousands)	134,517,286	134,517,286

See Consolidating Income Statement for Details By Debtor Entity

## Adelphia Business Solutions. Inc.

Case No. 02-11388 through 02-11394 . 02-12974 through 02-12982  
and 02-12984 through 02-12985  
(DEBTORS-IN-POSSESSION)  
CONSOLIDATED BALANCE SHEET

	<u>As of December 31, 2002 (unaudited)</u>	<u>As of May 31, 2003 (unaudited)</u>
<b>ASSETS</b>		
Current assets:		
Cash and cash equivalents	\$ 23,267,977	\$ 18,986,410
Accounts receivable – net	67,412,553	76,862,842
Other current assets	21,683,015	17,400,542
Total current assets	<u>112,363,545</u>	<u>113,249,795</u>
Restricted cash – PA Contract	20,153,692	20,153,692
Investments	47,834,875	41,955,127
Property, plant and equipment – net	<del>612,772,559</del>	<del>563,465,484</del>
Other assets – net	36,429,843	33,926,657
Total	<u>\$ 829,554,624</u>	<u>\$ 777,750,755</u>
<b>LIABILITIES, PREFERRED STOCK AND COMMON STOCK AND STOCKHOLDERS' DEFICIENCY</b>		
Current liabilities:		
Accounts payable	\$ 133,657,430	\$ 142,421,345
Due to Adelphia Communications – net	52,494,334	48,116,748
Accrued interest	68,702,504	68,827,589
Accrued interest – Adelphia Communications	31,317,301	31,317,301
13% Senior Discount Notes due 2003	303,840,000	303,840,000
12 ¼% Senior Secured Notes due 2004	250,000,000	250,000,000
12% Senior Subordinated Notes due 2007	300,000,000	300,000,000
Note payable – Bank	500,000,000	500,000,000
Other current liabilities	55,557,373	45,508,800
Total current liabilities	<u>1,695,561,942</u>	<u>1,690,031,781</u>
DIP Loan	30,000,000	30,000,000
Other debt	37,449,418	35,648,693
Total liabilities	<u>1,763,018,360</u>	<u>1,755,680,474</u>
12 7/8% Senior Exchangeable Redeemable Preferred Stock	349,607,926	349,746,508
Common stock and stockholders' deficiency:		
Class A common stock, \$0.01 par value, 800,000,000 shares authorized 121,080,178 shares outstanding	1,210,802	1,210,802
Class B common stock, \$0.01 par value, 400,000,000 shares authorized 13,437,106 shares outstanding	134,371	134,371
Additional paid in capital	1,132,870,861	1,136,595,652
Unearned stock compensation	(2,013,334)	(2,013,334)
Accumulated deficit	<u>(2,415,274,361)</u>	<u>(2,463,603,719)</u>
Total common stock and stockholders' deficiency	<u>(1,283,071,660)</u>	<u>(1,327,676,228)</u>
Total	<u>\$ 829,554,624</u>	<u>\$ 777,750,755</u>

See Consolidating Balance Sheet for Details By Debtor Entity

Reclassifications: Certain December 31, 2002 amounts have been reclassified to conform with the presentation for the month ended May 31, 2003.

## Adelphia Business Solutions, Inc.

Case No 02-11388 through 02-11394 , 02-12974 through 02-12982  
And 02-12984 through 02-12985  
(DEBTORS-IN-POSSESSION)

### CONSOLIDATED STATEMENT OF CASH FLOWS (dollars and shares in millions, except per share data)

	Month Ended May 31, 2003 (unaudited)
Cash flows from operating activities:	
Net loss	\$ (7,092,293)
Adjustments to reconcile net loss to net cash provided by (used in)	
Operating activities:	
Depreciation	7,630,952
Amortization	10,037
Equity in net loss (income) of joint ventures	626,542
Changes in operating assets and liabilities, net of effects of	
Acquisitions	
Other assets—net	(3,853,505)
Accounts payable	4,283,878
Accrued interest and other liabilities	(3,602,263)
Net cash provided by (used in) operating activities	<u>(1,996,652)</u>
Cash flows from investing activities:	
Expenditures for property, plant and equipment	<u>(2,123,616)</u>
Net cash used in investing activities	<u>(2,123,616)</u>
Cash flows from financing activities:	
Repayment of debt	(170,303)
Affiliate transfers	468,235
Net cash provided by financing activities	<u>297,932</u>
Increase (decrease) in cash and cash equivalents	(3,822,336)
Cash and cash equivalents, beginning of period	22,808,745
Cash and cash equivalents, end of period	<u>\$ 18,986,409</u>

See Consolidating Statement of Cash Flows for Details By Debtor Entity

## Adelphia Business Solutions, Inc.

Case No. 02-11388 through 02-11394 , 02-12974 through 02-12982  
and 02-12984 through 02-12985  
Schedule of Disbursements and Wages Paid by Debtor Entity  
May 1, 2003 through May 31, 2003

	Operating Expenses	Payroll Expenses	Construction In Progress	Total Disbursements
Adelphia Business Solutions, Inc.	\$ 141,661	\$ --	\$ --	\$ 141,661
Adelphia Business Solutions Operations, Inc.	4,121,407	4,939,183	204,529	9,265,119
Adelphia Business Solutions of Atlantic, Inc.	472,036	---	---	472,036
Adelphia Business Solutions of Florida, Inc.	---	---	---	---
Adelphia Business Solutions of Kentucky, Inc.	151,496	337,157	31,329	519,982
Adelphia Business Solutions of Tennessee, Inc.	---	---	---	---
Adelphia Business Solutions of Vermont, Inc.	198,610	330,616	43,579	572,805
Adelphia Business Solutions Long Haul, LP	213,168	---	62,276	275,444
Adelphia Business Solutions International, LLC	---	---	---	---
Adelphia Business Solutions Investment East, LLC	---	---	---	---
Adelphia Business Solutions Investment, LLC	2,355,599	2,203,493	268,470	4,827,562
Adelphia Business Solutions, LLC	---	---	---	---
Adelphia Business Solutions of Jacksonville, Inc.	175,735	183,953	14,990	374,678
Adelphia Business Solutions of Louisiana, Inc.	---	---	---	---
Adelphia Business Solutions of Louisiana, LLC	64,550	227,617	12,174	304,341
Adelphia Business Solutions of Nashville, LP	93,062	365,700	7,380	446,142
Adelphia Business Solutions of South Carolina, Inc.	18,214	115,182	740	134,136
Adelphia Business Solutions of Virginia, LLC	152,598	106,951	53,989	313,538
<b>Total Disbursements</b>	<b><u>\$ 8,158,136</u></b>	<b><u>\$ 8,809,852</u></b>	<b><u>\$ 699,456</u></b>	<b><u>\$ 17,667,444</u></b>

## Adelphia Business Solutions, Inc.

Case No. 02-11388 through 02-11394 , 02-12974 through 02-12982  
and 02-12984 through 02-12985

Monthly Operating Report  
Employee/Employer Federal Income Tax and FICA Tax Paid  
May 1, 2003 through May 31, 2003

Represents payments made during the period reported

	<u>Amount Paid</u>
Payroll Taxes Withheld	\$ 1,877,323
Employer Payroll Taxes Incurred	\$ 568,439
Gross Sales Subject to Taxes (Estimated)	\$ 10,343,753
Sales Tax Collected or Self Assessed	\$ 651,152
Property Taxes Paid	\$ 1,498

<u>Taxing Authority</u>	<u>Date Paid</u>	<u>Amount Paid</u>
Internal Revenue Service		\$ 797,114
Internal Revenue Service		\$ 718,496
Internal Revenue Service		\$ 812,724
<b>Total</b>		<b><u>\$ 2,328,334</u></b>



## Adelphia Business Solutions, Inc.

Case No. 02-11388 through 02-11394 , 02-12974 through 02-12982  
and 02-12984 through 02-12985  
Monthly Operating Report  
Payments for State Income Tax Withheld  
May 1, 2003 through May 31, 2003

<u>Taxing Authority</u>	<u>Amount Paid</u> <u>May 2003</u>
Alabama	\$ 2,794
Arkansas	4,810
Georgia	4,372
Illinois	1,871
Indiana	1,392
Kansas	13,178
Kentucky	12,285
Louisiana	5,770
Maryland	851
Michigan	1,065
Minnesota	7
Mississippi	3,133
Missouri	225
New Jersey	7,531
New York	23,754
North Carolina	11,406
Ohio	1,391
Oklahoma	624
Pennsylvania	111,843
South Carolina	5,851
Vermont	13,727
Virginia	6,370
West Virginia	465
Wisconsin	660
<b>Total</b>	<b>\$ 235,415</b>

## Adelphia Business Solutions, Inc.

Case No. 02-11388 through 02-11394 , 02-12974 through 02-12982  
and 02-12984 through 02-12985  
Monthly Operating Report  
Payments for Local Income Tax Withheld  
May 1, 2003 through May 31, 2003

<u>Taxing Authority</u>	<u>Amount Paid</u> <u>May 2003</u>
Kentucky Local Taxes Total	\$ 5,777
Maryland County Taxes Total	225
Ohio Local Taxes Total	566
Pennsylvania Local Taxes Total	30,069
<b>Total</b>	<u><u>\$ 36,637</u></u>

## Adelphia Business Solutions, Inc.

Case No. 02-11388 through 02-11394 , 02-12974 through 02-12982  
and 02-12984 through 02-12985

Monthly Operating Report  
Payments for Employer Unemployment Insurance  
May 1, 2003 through May 31, 2003

<u>Taxing Authority</u>	<u>Amount Paid</u> <u>May 2003</u>
Internal Revenue Service	\$ 1,380
Alabama	167
Arkansas	83
Florida	784
Georgia	1
Illinois	648
Kansas	128
Kentucky	54
Louisiana	153
Maryland	7
Mississippi	31
New Jersey	4,951
New York	605
North Carolina	805
Pennsylvania	9,127
Texas	605
Vermont	48
Virginia	130
<b>Total</b>	<u><u>\$ 18,327</u></u>

## Adelphia Business Solutions, Inc.

Case No. 02-11388 through 02-11394 , 02-12974 through 02-12982  
and 02-12984 through 02-12985  
Monthly Operating Report  
Payments for Sales and Use Taxes  
May 1, 2003 through May 31, 2003

<u>Taxing Authority</u>	<u>Amount Paid</u> <u>May 2003</u>
<b>CUSTOMER SALES TAXES PAID</b>	
Alabama	\$ 396
Arkansas	17,577
Florida	17,064
Georgia	10,030
Indiana	1,315
Kansas	75,060
Kentucky	59,292
Long Haul	20,908
Louisiana	6,553
Mississippi	1,413
Missouri	1,780
New Jersey	22,923
New York	63,922
North Carolina	13,303
Ohio	608
Oklahoma	859
Pennsylvania	124,439
South Carolina	10,020
Tennessee	56,254
Texas	25,745
Vermont	91,615
Virginia	32
Washington, D.C.	83
Total	<u>\$ 621,194</u>
<b>SALES AND USE TAX – SELF ASSESSED – PAID</b>	
Pennsylvania	5,760
Total	<u>\$ 5,760</u>
<b>TOTAL – ALL</b>	<u><u>\$ 626,954</u></u>

## **Adelphia Business Solutions, Inc.**

Case No. 02-11388 through 02-11394 , 02-12974 through 02-12982  
and 02-12984 through 02-12985  
Monthly Operating Report  
Statement on Insurance  
May 1, 2003 through May 31, 2003

ABIZ has been paying its post-petition invoices in the ordinary course of business, including amounts due for insurance coverage. Certain insurance coverage is provided under policies procured by Adelphia Communications Corp. ABIZ disputes certain amounts requested by ACC as reimbursement for various insurance policy premiums, which disputes are under discussion. Notwithstanding these disputes, all insurance coverage remains in place.

## Adelphia Business Solutions. Inc.

Case No. 02-11388 through 02-11394 , 02-12974 through 02-12982  
and 02-12984 through 02-12985  
(DEBTORS-IN-POSSESSION)

### CONSOLIDATING BALANCE SHEET AS OF MAY 31, 2003 (Unaudited)

	Adelphia Business Solutions Atlantic	Adelphia Business Solutions Operations Filed	Adelphia Business Solutions Operations Second Filing	Adelphia Business Solutions Of PA	Adelphia Business Solutions Inc.	Elimination	Adelphia Business Solutions Inc. and Subsidiaries
<b>ASSETS</b>							
<b>Current assets:</b>							
Cash and cash equivalents (a)	\$ 16,449,070	\$ 1,414,381	\$ 6,176	\$ 565,204	\$ 551,579	\$ ---	\$ 18,986,140
Accounts receivable – net	17,793,458	5,700,864	52,532,594	835,926	---	---	76,862,842
Other current assets	2,411,825	3,882,838	8,079,602	2,923,052	103,225	---	17,400,542
<b>Total current assets</b>	<u>36,654,353</u>	<u>10,998,083</u>	<u>60,618,372</u>	<u>4,324,183</u>	<u>654,804</u>	<u>---</u>	<u>113,249,795</u>
Restricted cash – PA Contract	---	---	---	20,153,692	---	---	20,153,692
Investments	8,414,305	309,955,301	---	38,828,586	---	(312,243,065)	41,955,127
Property, plant and equipment – net	121,108,779	143,713,503	214,513,858	89,145,366	(16,822,750)	---	568,455,484
Other assets – net	---	781,301	12,588,458	662,435	19,894,464	---	33,926,657
<b>Total</b>	<u>\$ 166,177,437</u>	<u>\$ 462,448,188</u>	<u>\$ 287,720,689</u>	<u>\$ 153,114,261</u>	<u>\$ 20,533,245</u>	<u>\$ (312,243,065)</u>	<u>\$ 777,750,755</u>
<b>LIABILITIES, PREFERRED STOCK AND COMMON STOCK AND STOCKHOLDERS' DEFICIENCY</b>							
<b>Current liabilities:</b>							
Accounts payable	\$ 15,541,218	\$ 52,264,612	\$ 60,266,553	\$ 6,995,282	\$ 7,353,681	\$ ---	\$ 142,421,345
Due to Adelphia Communications – net	---	---	---	---	48,116,748	---	48,116,748
Accrued interest	294,087	16,540,430	167,892	---	51,825,180	---	68,827,589
Accrued interest – Adelphia Communications	---	30,721,872	---	---	595,429	---	31,317,501
13% Senior Discount Notes due 2003	---	---	---	---	303,840,000	---	303,840,000
12 ¼% Senior Secured Notes due 2004	---	---	---	---	250,000,000	---	250,000,000
12% Senior Subordinated Notes due 2007	---	---	---	---	300,000,000	---	300,000,000
Note payable – Bank	---	500,000,000	---	---	---	---	500,000,000
Other current liabilities	1,509,975	681,586	24,718,472	2,122,710	16,476,056	---	45,508,800
<b>Total current liabilities</b>	<u>17,345,279</u>	<u>600,208,501</u>	<u>85,152,916</u>	<u>9,117,992</u>	<u>978,207,094</u>	<u>---</u>	<u>1,690,031,781</u>
PIP Loan	---	30,000,000	---	---	---	---	30,000,000
Other debt	6,699,871	4,787,342	29,646,436	---	(5,484,956)	---	35,648,693
<b>Total liabilities</b>	<u>24,045,150</u>	<u>634,995,843</u>	<u>114,799,352</u>	<u>9,117,992</u>	<u>972,722,138</u>	<u>---</u>	<u>1,755,680,474</u>
2 7/8% Senior Exchangeable Redeemable Preferred Stock	---	---	---	---	349,746,508	---	349,746,508
<b>Common stock and stockholders' deficiency:</b>							
Class A common stock, \$0.01 par value, 800,000 shares authorized, 121,080,178 shares outstanding	1.011	5.000	4.001	1.000	1,210,802	(11,012)	1,210,802
Class B common stock, \$0.01 par value, 400,000,000 shares authorized, 13,437,106 shares outstanding	---	---	---	---	134,371	---	134,371
Additional paid in capital	372,526,222	776,341,763	1,232,069,463	169,356,411	1,177,708,225	(2,591,406,432)	1,136,595,652
Unearned stock compensation	---	---	---	---	(2,013,334)	---	(2,013,334)
Accumulated deficit	(230,394,947)	(948,894,418)	(1,059,152,126)	(25,361,142)	(2,478,975,465)	2,279,174,379	(2,463,603,719)
<b>Total common stockholders' deficiency</b>	<u>142,132,286</u>	<u>(172,547,655)</u>	<u>172,921,338</u>	<u>143,996,289</u>	<u>(1,301,935,401)</u>	<u>(312,243,065)</u>	<u>(1,327,676,228)</u>
<b>Total</b>	<u>\$ 166,177,436</u>	<u>\$ 462,448,188</u>	<u>\$ 287,720,690</u>	<u>\$ 153,114,261</u>	<u>\$ 20,533,245</u>	<u>\$ (312,243,065)</u>	<u>\$ 777,750,755</u>

Reclassifications: Certain December 31, 2002 amounts have been reclassified to conform with the presentation for the month ended May 31, 2003.

## Adelphia Business Solutions, Inc.

Case No. 02-11388 through 02-11394 , 02-12974 through 02-12982  
and 02-12984 through 02-12985  
(DEBTORS-IN-POSSESSION)

CONSOLIDATING STATEMENT OF OPERATIONS  
FOR THE MONTH ENDED MAY 31, 2003 (Unaudited)

	Adelphia Business Solutions Atlantic	Adelphia Business Solutions Operations Filed	Adelphia Business Solutions Operations Second Filing	Adelphia Business Solutions Of PA	Adelphia Business Solutions Inc.	Elimination	Adelphia Business Solutions Inc. and Subsidiaries
Revenues	\$ 4,295,068	\$ 2,504,113	\$ 10,051,678	\$ 4,002,490	\$ 2,649	\$ ---	\$ 20,855,999
Operating expenses:							
Network operations	1,105,328	2,382,675	3,303,804	2,555,035	(1,870)	---	9,344,973
Selling, general and administrative	2,051,946	2,565,444	3,369,769	463,287	78,137	---	8,528,583
Bankruptcy charges	234,522	902,573	26,830	---	5,000	---	1,168,925
Depreciation and amortization	1,717,545	1,797,462	3,272,722	853,259	---	---	7,640,989
Total	<u>5,109,342</u>	<u>7,648,154</u>	<u>9,973,125</u>	<u>3,871,582</u>	<u>21,267</u>	<u>---</u>	<u>26,683,470</u>
Operating income (loss)	(814,274)	(5,144,041)	78,553	130,908	(78,617)	---	(5,827,470)
Other income (expense):							
Interest income	14,398	1,934	---	1	15,736	---	32,069
Interest expense	(37,899)	(306,222)	(59,675)	(276)	(96,804)	---	(500,876)
Income (loss) before equity in (loss) income of joint ventures	(837,775)	(5,448,329)	18,878	130,634	(159,686)	---	(6,296,278)
Equity in (loss) income of joint ventures	---	(447,030)	---	(626,542)	(6,932,607)	7,409,637	(626,542)
Loss on discontinued operations	---	(169,473)	---	---	---	---	(169,473)
Net income (loss) applicable to common stockholders	<u>\$ (837,775)</u>	<u>\$ (6,094,832)</u>	<u>\$ 18,878</u>	<u>\$ (495,908)</u>	<u>\$ (7,092,293)</u>	<u>\$ 7,409,637</u>	<u>\$ (7,092,293)</u>

## Adelphia Business Solutions, Inc.

Case No. 02-11388 through 02-11394 . 02-12974 through 02-12982  
and 02-12984 through 02-12985  
(DEBTORS-IN-POSSESSION)

CONSOLIDATING STATEMENT OF OPERATIONS  
FOR THE FIVE MONTHS ENDED MAY 31, 2003 (Unaudited)

	Adelphia Business Solutions Atlantic	Adelphia Business Solutions Operations Filed	Adelphia Business Solutions Operations Second Filing	Adelphia Business Solutions Of PA	Adelphia Business Solutions Inc.	Elimination	Adelphia Business Solutions Inc. and Subsidiaries
Revenues	\$ 22,107,000	\$ 13,257,683	\$ 54,083,648	\$ 20,317,404	\$ 13,247	\$ (711,952)	\$ 109,067,029
Operating expenses:							
Network operations	5,902,230	11,440,353	17,610,567	13,902,142	3,230	(711,952)	48,146,570
Selling, general and administrative	9,362,100	14,544,638	17,584,872	2,194,320	115,690	---	43,801,620
Bankruptcy charges	1,232,989	4,991,230	90,285	---	12,500	---	6,327,004
Depreciation and amortization	8,612,313	8,969,556	17,290,342	4,175,683	1,433,576	---	40,481,471
Total	<u>25,109,032</u>	<u>39,945,777</u>	<u>52,576,067</u>	<u>20,272,145</u>	<u>1,564,996</u>	<u>(711,952)</u>	<u>138,756,665</u>
Operating income (loss)	(3,002,632)	(26,688,094)	1,507,580	45,258	(1,551,749)	---	(29,689,636)
Other income (expense):							
Interest income	56,757	31,374	---	535	77,865	---	166,531
Interest expense	(397,193)	(965,427)	(617,949)	(15,513)	(631,731)	---	(2,627,814)
Loss on sale of assets	---	(14,024,908)	---	---	---	---	(14,024,908)
Income (loss) before equity in (loss) income of joint ventures	(3,343,068)	(41,647,055)	889,631	30,281	(2,105,616)	---	(46,175,827)
Equity in (loss) income of joint ventures	---	(449,200)	---	(1,369,112)	(46,372,087)	46,821,287	(1,369,112)
Loss on discontinued operations	---	(932,704)	---	---	---	---	(932,764)
Net income (loss) applicable to common stockholders	<u>\$ (3,343,068)</u>	<u>\$ (43,029,019)</u>	<u>\$ 889,631</u>	<u>\$ (1,338,831)</u>	<u>\$ (48,477,703)</u>	<u>\$ 46,821,287</u>	<u>\$ (48,477,703)</u>



**Adelphia Business Solutions, Inc.**

Case No. 02-11388 through 02-11394 , 02-12974 through 02-12982  
and 02-12984 through 02-12985  
(DEBTORS-IN-POSSESSION)

CONSOLIDATING STATEMENT OF CASH FLOWS  
FOR THE MONTH ENDED MAY 31, 2003 (Unaudited)

	Adelphia Business Solutions Atlantic	Adelphia Business Solutions Operations Filed	Adelphia Business Solutions Operations Second Filing	Adelphia Business Solutions Of PA	Adelphia Business Solutions Inc.	Elimination	Adelphia Business Solutions Inc. and Subsidiaries
<b>Cash flows from operating activities:</b>							
Net loss	\$ (837,775)	\$ (6,094,832)	\$ 18,878	\$ (495,908)	\$ (7,092,293)	\$ 7,409,637	\$ (7,092,293)
Adjustments to reconcile net loss to net cash provided by (used in)							
Operating activities:							
Depreciation	1,720,879	1,797,462	3,279,425	833,186	---	---	7,630,952
Amortization	(3,333)	---	(6,703)	20,074	---	---	10,037
Equity in net loss (income) of joint ventures	---	477,030	---	626,542	6,932,607	(7,409,637)	626,542
Changes in operating assets and liabilities							
Other assets—net	(210,013)	(1,041,708)	(1,635,216)	(852,924)	(113,644)	---	(3,853,505)
Accounts payable	404,597	(846,890)	3,751,984	563,949	410,238	---	4,283,878
Accrued interest and other liabilities	(203,145)	(1,584,501)	(1,882,810)	68,318	(125)	---	(3,602,263)
<b>Net cash provided by (used in) operating activities</b>	<b>871,210</b>	<b>(7,293,439)</b>	<b>3,525,558</b>	<b>763,236</b>	<b>136,782</b>	<b>---</b>	<b>(1,996,652)</b>
<b>Cash flows from investing activities:</b>							
Expenditures for property, plant and equipment	770,643	(1,176,711)	(634,046)	(1,083,503)	---	---	(2,123,616)
<b>Net cash used in investing activities</b>	<b>770,643</b>	<b>(1,176,711)</b>	<b>(634,046)</b>	<b>(1,083,503)</b>	<b>---</b>	<b>---</b>	<b>(2,123,616)</b>
<b>Cash flows from financing activities:</b>							
Repayment of debt	(5,922)	(34,872)	(129,141)	---	(308)	---	(170,303)
Advances (to) from affiliate	(710,848)	3,953,774	(2,761,370)	107,358	(120,678)	---	468,235
<b>Net cash provided by financing activities</b>	<b>(716,770)</b>	<b>3,918,901</b>	<b>(2,890,511)</b>	<b>107,358</b>	<b>(121,046)</b>	<b>---</b>	<b>297,932</b>
Increase (decrease) in cash and cash equivalents	925,083	(4,551,249)	1,002	(212,908)	15,736	---	(3,822,336)
Cash and cash equivalents, beginning of period	15,523,986	5,965,629	5,175	778,112	535,843	---	22,808,745
<b>Cash and cash equivalents, end of period</b>	<b>\$ 16,449,069</b>	<b>\$ 1,414,381</b>	<b>\$ 6,177</b>	<b>\$ 565,204</b>	<b>\$ 551,579</b>	<b>\$ ---</b>	<b>\$ 18,986,409</b>