



- “ALEC” means Touchstone, d/b/a ALEC, Inc., its subsidiaries, and affiliates, their present and former officers, employees, agents, directors, and all other persons acting or purporting to act on behalf of ALEC.
- “Affiliate” is defined as found in the Federal Telecommunications Act of 1996 (“the Act”). Section 3 of the Act defines the term “affiliate” as “a person that (directly or indirectly) owns or controls, is owned or controlled by, or is under common ownership or control with, another person. For purposes of this paragraph, the term “own” means to own an equity interest (or the equivalent thereof) of more than 10 percent.” (47 U.S.C. §153(1).)
- “Document” shall have the broadest possible meaning under applicable law and means every writing or record of every type and description that is in the full or partial possession, custody or control of ALEC, including, by way of illustration and not limitation, correspondence, memoranda, drafts, work papers, summaries, stenographic or handwritten notes, studies, publications, books, pamphlets, reports, surveys, schedules, work sheets, comparisons, minutes or statistical compilations, computer and other electronic records or tapes or printouts, including, but not limited to, electronic mail files and copies of such writings or records containing any commentary or notation whatsoever that does not appear in the original.
- “Referring” or “relating to” means consisting of, containing, mentioning, suggesting, reflecting, concerning, regarding, summarizing, analyzing, discussing, involving, dealing with, emanating from, directed at, pertaining to in any way, or in any way logically or factually connected or associated with the matter discussed.
- “And” and “or” as used herein shall be construed both conjunctively and disjunctively and each shall include the other whenever such construction shall serve to bring within the scope

of these discovery requests any information that would otherwise not be brought within their scope.

- “Identify” or “identifying” or “identification” when used in reference to a document means to provide, with respect to each document requested to be identified by these discovery requests, a description of the document that is sufficient for purposes of a request to produce or a subpoena *duces tecum*, including the following:
  - a. the type of document (e.g., letter, memorandum, etc.);
  - b. the date of the document;
  - c. the title or label of the document;
  - d. the identity of the document originator;
  - e. the identity of each person to whom the document was sent;
  - f. a summary of the contents of the document; and
  - g. if any such document was, but is no longer, in your presence, custody or control or is no longer in existence, state whether the document is missing or lost, destroyed, or has been transferred voluntarily or involuntarily.
- The singular as used herein shall include the plural, and vice versa, and the masculine gender shall include the feminine and the neuter.

### **GENERAL INSTRUCTIONS**

If you contend that any response to any request for information or production of document may be withheld under the attorney-client privilege, the attorney work product doctrine or any other privilege or basis, please state the following with respect to each such response in order to explain the basis for the claim of privilege and to permit adjudication of the propriety of that claim:

- a. the privilege asserted and its basis;
- b. the nature of the information withheld; and
- c. the subject matter of the document, except to the extent that you claim it is privileged.

These discovery requests are to be answered with reference to all information in your full or partial possession, custody or control or reasonably available to you. These discovery requests

are intended to include requests for information, which is physically within your possession, custody or control as well as in the possession, custody or control of your agents, attorneys, or other third parties from which such documentation may be obtained.

To the extent that the specific document, workpaper, or information as requested does not exist, but a similar document, workpaper, or information does exist, provide the similar document, workpaper, or information. In the event any document called for has been destroyed or transferred beyond the control of the company state: the identity of the person by whom it was destroyed or transferred, and the person authorizing the destruction or transfer; the time, place, and method of destruction or transfer; and, the reason(s) for its destruction or transfer. If destroyed or disposed of by operation of a retention policy, state the retention policy.

If any request cannot be answered in full, answer to the extent possible and specify the reasons for your inability to answer fully. If any request appears confusing, please request clarification directly from counsel for Windstream.

These requests are continuing in nature and require supplemental responses should information unknown to you at the time you serve your responses to these requests subsequently become known.

For each request, provide the name of the ALEC witness(es) or employee(s) or other representative(s) responsible for compiling and providing the information contained in each answer.

## **DATA REQUESTS**

**SECOND DATA REQUEST NO. 2-1:** With respect to your responses to Data Requests No. 1 and 2, provide copies of all calculations, formulas, exhibits, memoranda, records, rates, spreadsheets, and other documents that support, detail, and explain the dollar amounts alleged in

the exhibits to your Complaint. Include the raw data and other informational materials supporting and explaining the alleged amounts and not summaries or invoices of the alleged amounts.

**SECOND DATA REQUEST NO. 2-2:** Identify (a) the prior management of ALEC or its predecessor in interest that was in place as of May 2002 and (b) all changes to that management structure from May 2002 through the date of these Second Data Requests. Include specific names, job titles, job descriptions and areas of responsibility, and current contact information for all management personnel identified herein.

**SECOND DATA REQUEST NO. 2-3:** Provide copies of all documents, files, retainer agreements, engagement letters, internal announcements, memorandum, and other information supporting, documenting, detailing, and discussing the management structures requested in Second Data Request No. 2-2 above.

**SECOND DATA REQUEST NO. 2-4:** Identify and provide the internal records, files, account information, and other documents you used to transition billing functions from ALEC's "prior management" and to resume or initiate billing to Verizon South, Inc.

**SECOND DATA REQUEST NO. 2-5:** With respect to your response to Data Request No. 5, identify in detail Richard McDaniel's job responsibilities as an employee of both Duro Communications and ALEC and provide copies of all electronic and written correspondence pertaining to Richard McDaniel's job responsibilities, relationship with, or representation of ALEC, Inc. and Duro Communications.

**SECOND DATA REQUEST NO. 2-6:** With respect to your response to Data Request No. 5, identify in detail all work, transactions, and other deals in which Richard McDaniel acted as a consultant on behalf of both Duro Communications and ALEC, Inc. and identify in which instances Duro Communications and ALEC, Inc. shared or were otherwise jointly responsible for Mr. McDaniel's consultant fees.

**SECOND DATA REQUEST NO. 2-7:** With respect to your response to Data Request No. 5, identify each of your employees and representatives supporting the statement, "The ALEC management group was not aware of this activity until this year when ALLTEL informed them of such." Include specifically, each employee or representative's name, job title, job description, and current contact information.

**SECOND DATA REQUEST NO. 2-8:** Identify in detail and explain all transactions between ALEC, Inc. and Duro Communications (including any Duro affiliate), including specifically any enterprise transactions, vendor relationships, receivables purchases, and other business dealings and relationships. Produce copies of all records, agreements, contracts, nondisclosure agreements, memoranda, and other documents setting forth, discussing, or establishing such dealings and contractual relationships.

**SECOND DATA REQUEST NO. 2-9:** With respect to your responses to Data Requests No. 5 through 7, provide copies of all asset purchase agreements, merger agreements, and other transactional documents between ALEC, Inc. and Duro Communications (including any Duro affiliate).

**SECOND DATA REQUEST NO. 2-10:** With respect to your responses to Data Requests No. 5 through 7, provide copies of all asset purchase agreements, merger agreements, and other transactional documents between ALEC, Inc. and Wispnet NC LLC, Wispnet LLC, or any Wispnet affiliate.

**SECOND DATA REQUEST NO. 2-11:** With respect to your responses to Data Requests No. 5 through 7, provide copies of all asset purchase agreements, merger agreements, and other transactional documents between Duro Communications and Wispnet LLC or Wispnet NC LLC.

**SECOND DATA REQUEST NO. 2-12:** With respect to your responses to Second Data Requests No. 2-8 through 2-11 above and the transactional information sought therein, provide copies of all documents, information, records, memoranda, contracts, agreements, or other files pertaining to the use of entity/company names, handling of employee retention or transfers (including key management personnel), and transfer of billing and other retail/wholesale customer or vendor account information.

**SECOND DATA REQUEST NO. 2-13:** With respect to your responses to Data Requests No. 5 through 7 and the Second Data Requests No. 2-8 through 2-12 above, identify the individual employees and key managers that were assigned the responsibility of transitioning wholesale customer files, interconnection agreements, and billing information and functions among ALEC, Inc., Duro Communications (including all Duro affiliates), Wispnet NC LLC, and Wispnet LLC. Indicate which of those employees are still retained or employed by ALEC, Inc.

**SECOND DATA REQUEST NO. 2-14:** With respect to your responses to Data Requests No. 5 through 7, state the exact, correct and full legal name of each of ALEC, Inc.'s current affiliates, holding companies, parents, partners and subsidiaries.

**SECOND DATA REQUEST NO. 2-15:** With respect to your responses to Data Requests No. 5 through 7, state the exact, correct and full legal name of each of ALEC, Inc.'s predecessors.

**SECOND DATA REQUEST NO. 2-16:** For each entity identified in response to Second Data Requests No. 2-14 and 2-15, list the state(s) and date(s) of incorporation for each (including both domestic and foreign incorporations). For any entities that are not corporations, list the state(s) where they are authorized to do business and provide the relevant secretary of state certification.

**SECOND DATA REQUEST NO. 2-17:** For each entity identified in response to Second Data Requests No. 2-14 and 2-15, list each entity's alias or assumed name and provide copies of all supporting d/b/a filings, registrations, or certifications.

**SECOND DATA REQUEST NO. 2-18:** For each entity referenced in your responses to Data Requests No. 5 through 7 and Second Data Requests No. 2-14 and 2-15, list all common owners, directors, principles, investors, officers, and managers shared between or among any of the entities. Provide copies of all board minutes, corporate resolutions, or other documents establishing or discussing the common or joint ownership and management.



**SECOND DATA REQUEST NO. 2-19:** With respect to the chart/organizational diagrams you provided in response to Data Requests No. 6 and 7, list the exact, correct and full legal name for each entity set forth in the boxes on the diagrams. Also identify whether each transaction referenced was an asset acquisition or a merger.

**SECOND DATA REQUEST NO. 2-20:** With respect to your responses to Data Requests No. 1 through 7, identify all states in which you or your affiliate operates. For each state identified, explain whether you or your affiliate operates therein as an Internet Service Provider ("ISP"), ISP aggregator, competitive local exchange carrier, or toll provider.

**SECOND DATA REQUEST NO. 2-21:** With respect to your responses to Data Requests No. 1 through 7 and Second Data Request No. 2-20, list by name (as the agreement appears on state commission websites) all interconnection agreements pursuant to which you or your affiliates operate in each state identified.

**SECOND DATA REQUEST NO. 2-22:** With respect to your response to Data Request No. 8, identify the LRN and calling party number for each record in the file you provided.

**SECOND DATA REQUEST NO. 2-23:** With respect to your response to Data Request No. 8, identify the carrier associated with each Carrier Identification Code ("CIC") referenced in the files you provided.

**SECOND DATA REQUEST NO. 2-24:** With respect to your response to Data Request No. 8, provide records (of any type and not limited to EMI records) for August 2006 and include all of the following fields with respect to each record:

- a. All carrier usage and not just that usage that is specific to Windstream;
- b. "From" telephone number;
- c. "To" telephone number;
- d. Date of call;
- e. Minutes;
- f. Carrier Identification Code ("CIC");
- g. "From" Local Routing Number ("LRN");
- h. "To" LRN;
- i. Method of Recording Field; and
- j. Connect Time.

**SECOND DATA REQUEST NO. 2-25:** With respect to the file you provided in response to Data Request No. 8, explain the process you use to identify the calling party number and local routing number.

**SECOND DATA REQUEST NO. 2-26:** With respect to your responses to Data Requests No. 3 through 5, state the date(s) that you began operating in Kentucky and were authorized to do business in the Commonwealth.

## REQUESTS FOR ADMISSION

**REQUEST FOR ADMISSION NO. 1:** Did ALEC, Inc. adopt the interconnection agreement that is at issue in this proceeding?

**REQUEST FOR ADMISSION NO. 2:** Did Richard McDaniel operate as a consultant on behalf of ALEC, Inc. without any retainer agreement, letter of engagement, or written definition as to his job responsibilities?

**REQUEST FOR ADMISSION NO. 3:** Was ALEC, Inc. at any time an affiliate of Duro Communications?

**REQUEST FOR ADMISSION NO. 4:** Did Duro Communications purchase the assets of ALEC, Inc.?

**REQUEST FOR ADMISSION NO. 5:** Did ALEC, Inc. become the surviving entity in a merger with Duro Communications?

**REQUEST FOR ADMISSION NO. 6:** Is ALEC, Inc. willing to stipulate that all amounts prior to December 2002 are settled in full?

**REQUEST FOR ADMISSION NO. 7:** Do you record traffic terminating over the interconnecting facility between you and Windstream?

**REQUEST FOR ADMISSION NO. 8:** Do you generate EMI records with respect to traffic terminating to you?

**REQUEST FOR ADMISSION NO. 9:** Do your traffic records identify the calling party number?

**REQUEST FOR ADMISSION NO. 10:** Do your traffic records identify the Local Routing Number?

**REQUEST FOR ADMISSION NO. 11:** Do your traffic records identify the "to" telephone number?

**REQUEST FOR ADMISSION NO. 12:** Do your traffic records identify the date of each call?

**REQUEST FOR ADMISSION NO. 13:** Do your traffic records identify the minutes associated with each call?

**REQUEST FOR ADMISSION NO. 14:** Do your traffic records identify all applicable CICs?

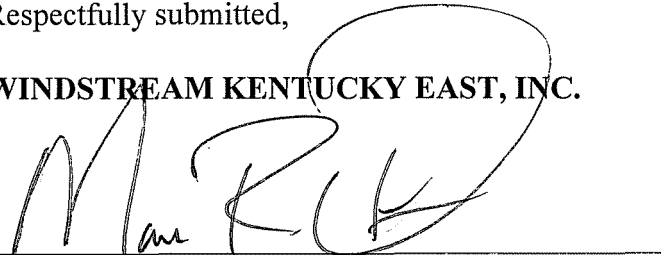
**REQUEST FOR ADMISSION NO. 15:** Do your traffic records identify the "from" Local Routing Number?

**REQUEST FOR ADMISSION NO. 16:** Do your traffic records identify the "to" Local Routing Number?

**REQUEST FOR ADMISSION NO. 17:** Do your traffic records identify the connect time for each call?

Respectfully submitted,

**WINDSTREAM KENTUCKY EAST, INC.**

A handwritten signature in black ink, appearing to read 'Mark R. Overstreet', is written over a horizontal line. The signature is stylized and somewhat cursive.

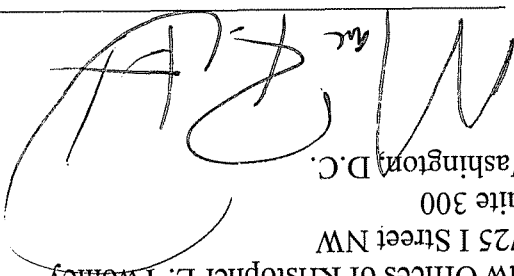
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CERTIFICATE OF SERVICE

I hereby certify that a copy of the foregoing was served by United States First Class Mail, postage prepaid, on this 23<sup>rd</sup> day of January, 2007 upon:

Jonathan A. Amlung  
Amlung Law Offices  
616 South Fifth Street  
Louisville, Kentucky 40202

Kristopher E. Twomey  
Law Offices of Kristopher E. Twomey  
1725 I Street NW  
Suite 300  
Washington, D.C.



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Mark R. Overstreet

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