FairPoint Communications Solutions Corp.

Interexchange Wholesale Tariff

TITLE SHEET

KENTUCKY INTEREXCHANGE WHOLESALE TARIFF

This tariff contains the descriptions, regulations, and rates applicable to the furnishing of service and facilities for telecommunications services provided by FairPoint Communications Solutions Corp., with principle offices 6324 Fairview Road, Suite 400, Charlotte, NC 28210. This tariff applies for services furnished within the Commonwealth of Kentucky. This tariff is on file with the Kentucky Public Service Commission, and copies may be inspected, during normal business hours, at the Company's principal place of business.

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SECTION 9 (1)
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SYMBOLS SHEET

The following are the only symbols used for the purposes indicated below:

D - Delete or Discontinue
I - Change resulting in an Increase to a customer's bill
M - Moved from another tariff location
N - New
R - Change resulting in a Reduction to a customer's bill
T - Change in a Text or regulation but no change in rate or charge

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TARIFF FORMAT SHEETS

A. Sheet Numbering - Sheet numbers appear in the upper right corner of the sheet. Sheets are numbered sequential. However, new sheets are occasionally added to the tariff. When a new sheet is added between sheets already in effect, a decimal is added. For example, a new sheet added between sheets 14 and 15 would be 14.1.

B. Sheet Revision Numbers - Revision numbers also appear in the upper right corner of each sheet. These numbers are used to determine the most current sheet version on file with the Kentucky Public Service Commission ("KPSC"). For example, the 4th revised Sheet 14 cancels the 3rd revised Sheet 14. Because of various suspension periods, deferrals, etc. the KPSC follows in their tariff approval process, the most current sheet number on file with the KPSC is not always the tariff sheet in effect. Consult the Check Sheet for the sheet currently in effect.

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

2.
2.1.
2.1.A.
2.1.A.(i).

D. Check Sheets - When a tariff filing is made with the KPSC, an updated check sheet accompanies the tariff filing. The check sheet lists the sheets contained in the tariff, with a cross reference to the current revision number. When new sheets are added, the check sheet is changed to reflect the revision. All revisions made in a given filing are designated by an asterisk (*). There will be no other symbols used on this sheet if these are the only changes made to it (i.e., the format, etc. remains the same, just revised revision levels on some sheets). The tariff user should refer to the latest check sheet to find out if a particular sheet is the most current on file with the KPSC.

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SECTION 1 - TECHNICAL TERMS AND ABBREVIATIONS

Access Line - An arrangement which connects the customer's location to a Company switching center or point of presence.

Authorized User - A person, firm, corporation, or any other entity authorized by the Customer to communicate utilizing the Company's service.

Company - Whenever used in this tariff, "Company" refers to FairPoint Communications Solutions Corp., unless otherwise specified.

Customer - The legal entity which orders service and is therefore responsible for repayment of charges due as a result of using the Service and for Compliance with the Company's tariff. The customer must be a certified reseller of telecommunications service who, under the terms of a Service agreement, orders or uses Service and is therefore responsible for the payment of charges due and for the Company's tariff regulations.

Day - A calling period classification which may be used in determining the rate or rates applicable to a call. The Day calling period begins at 8:00 a.m. and continues through to, but does not include, 5:00 p.m. on days of the week from Monday to, and including, Friday, except for holidays.

Dedicated Access Origination - Where originating access between the Customer and the interexchange carrier is provided on dedicated circuits. The cost of these dedicated circuits is billed by the access provider directly to the end user.

End User - The ultimate user of a Carrier's telecommunications services.

Holidays - The Company recognizes holidays in conformance with the applicable recognized holidays of the underlying service provider.

Switched Access Origination - Where originating access between the customer and the interexchange carrier is provided on local exchange company Feature Group circuits.

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SECTION 2 - RULES AND REGULATIONS

2.1 Undertaking of The Company

The Company's services and facilities are furnished to telecommunications Carrier's customers for intraLATA and interLATA communications originating at specified points within Kentucky under terms of this tariff. No services or rates specified in this tariff shall be available directly to End Users.

The Company installs, operates, and maintains the communications services provided herein in accordance with the terms and conditions set forth under this tariff. The Company may act as the Customer's agent for ordering access connection facilities provided by other carriers or entities as required in the KPSC's rules and orders, when authorized by the Customer, to allow connection of a Customer's location to the Company's network. The Customer shall be responsible for all charges due for such service arrangement.

The Company's services and facilities are provided on a monthly basis unless otherwise indicated, and are available twenty-four hours per day, seven days per week.

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SECTION 2 - RULES AND REGULATIONS

2.2 Limitations

A. Service is offered subject to the availability of the necessary facilities and equipment, and subject to the provisions of this tariff.

B. The Company reserves the right to discontinue or limit service when necessitated by conditions beyond its control, or when the Customer is using service in violation of provisions of this tariff, or in violation of the law.

C. The Company does not undertake to transmit messages, but offers the use of its facilities when available, and will not be liable for errors in transmission or for failure to establish connections.

D. All facilities provided under this tariff are directly controlled by the Company, and the Customer may not transfer or assign the use of service or facilities without the express written consent of the Company. Such transfer or assignment shall only apply where there is no interruption of the use or location of the service or facilities.

E. Prior written permission from the Company is required before any assignment or transfer. All regulations and conditions contained in this tariff shall apply to all such permitted assignees or transferees, as well as all conditions of service.

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SECTION 2 - RULES AND REGULATIONS

2.3 Liabilities of the Company

A. The Company's liability for damages arising out of mistakes, interruptions, omissions, delays, errors, or defects in transmission which occur in the course of furnishing service or facilities, in no event shall exceed an amount equivalent to the proportionate charge to the Customer for the period during which the faults in transmission occur.

B. The Company shall not be liable for claim or loss, expense or damage (including indirect, special or consequential damage), for any interruption, delay, error, omission, or defect in any service, facility, or transmission provided under this tariff, if caused by any person or entity other than the Company, by any malfunction of any service or facility provided by any carrier, by an act of God, fire, war, civil disturbance, or act of government, or by any other cause beyond the Company's direct control.

C. The Company shall not be liable for, and shall be fully indemnified and held harmless by Customer against any claim or loss, expense, or damage (including indirect, special or consequential damage) for defamation, libel, slander, invasion, infringement of copyright or patent, unauthorized use of any trademark, trade name, or service mark, unfair competition, interference with or misappropriation or violation of any contract, proprietary or creative right, or any other injury to any person, property or entity arising out of the material, data, information, or other content revealed to, transmitted over the Company's facilities; or for any act or omission of the Customer; or for any personal injury or death of any person caused directly or indirectly by the installation, maintenance, location, condition, operation, failure, presence, use or removal of equipment or wiring provided by the Company, if not directly caused by negligence of the Company.

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SECTION 2 - RULES AND REGULATIONS

2.3 Liabilities of the Company (continued)

D. No agent or employee of any other carrier shall be deemed to be an agent or employee of the Company.

E. The Company shall not be liable for any defacement of or damages to the premises of a Customer resulting from the furnishing of service which is not the direct result of the Company's negligence.

2.4 Interruption of Service

Credit allowances for interruptions of service which are not due to the Company's testing or adjusting, to the negligence of the Customer, or to the failure of channels, equipment or communications systems provided by the Customer, are subject to the general liability provisions set forth in Section 2.3 herein. It shall be the obligation of the Customer to notify the Company immediately of any interruption in service for which a credit allowance is desired by the Customer. Before giving such notice, the Customer shall ascertain that the trouble is not within his or her control, or is not in wiring or equipment, if any, furnished by the Customer and connected to the Company's terminal. Interruptions caused by Customer-provided or Company-provided automatic dialing equipment are not deemed an interruption of service as defined herein since the Customer has the option of using the long distance network via local exchange company access.

2.5 Set Up Fee

The Company requires a set up fee from the Customer of $2,500.

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SECTION 2 - RULES AND REGULATIONS

2.6 Taxes

All state and local taxes (i.e., gross receipts tax, sales tax, municipal utilities tax) are listed as separate line items and are not included in the quoted rates.

2.7 Payment for Service

The Customer is responsible for payment of all charges for services and equipment furnished to the Customer or to an Authorized User of the Customer by the Company. All charges due by the Customer are payable to the Company or to any agency duly authorized to receive such payments.

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2.8 Terminal Equipment

The Company's facilities and service may be used with or terminated in Customer-provided terminal equipment or Customer-provided communications systems, such as a PBX, key systems or Pay Telephone. Such terminal equipment shall be furnished and maintained at the expense of the Customer. The Customer is responsible for all costs at his or her premises, including personnel, wiring, electrical power, and the like, incurred in the use of the Company's service.

2.9 Installation

Service is installed upon mutual agreement between the Customer and the Company. The service agreement does not alter rates specified in this tariff.

2.10 Interconnection

Service furnished by the Company may be connected with the services or facilities of other carriers or enhanced service providers. The Customer is responsible for all charges billed by these entities for use in connection with the Company's service. Any special interface equipment or facilities necessary to achieve compatibility between these entities is the responsibility of the Customer.

2.11 Cancellation by Customer

Unless covered by a term agreement, the Customer may cancel service by providing at least seven (7) business days written notice to the Company.

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2.12 Refusal or Discontinuance by The Company

The Company may refuse or discontinue service under the following conditions provided that, unless otherwise stated, the Customer shall be given ten (10) days written notice to comply with any rule or to remedy any deficiency, as outlined in 807 KAR 5.011, Section 14(1)(a):

1. For non-compliance with or violation of any State, municipal, or Federal law, ordinance or regulation pertaining to telephone service.

2. For use of telephone service for any other property or purpose than that described in the application.

3. For neglect or refusal to provide reasonable access to the Company or its agents for the purpose of inspection and maintenance of equipment owned by the Company or its agents.

4. For noncompliance with or violation of KPSC regulation or the Company's rules and regulations on file with the KPSC.

5. For nonpayment of bills.

6. Without notice in the event of Customer or Authorized User use of equipment in such a manner as to adversely affect the Company's equipment or service to others.

7. Without notice in the event of tampering with the equipment or services owned by the Company or its agents.

8. Without notice in the event of unauthorized or fraudulent use of service. Whenever service is discontinued for fraudulent use of service, the Company may, before restoring service, require the Customer to make, at his or her own expense, all changes in facilities or equipment necessary to eliminate illegal use and to pay an amount reasonably estimated as the loss in revenues resulting from such fraudulent use.

9. Without notice by reason of any order or decision of a court or other government authority having jurisdiction which prohibits the Company from furnishing such services.

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2.13 Inspection, Testing, and Adjustment

Upon reasonable notice, the facilities provided by the Company shall be made available to the Company for tests and adjustments as may be deemed necessary by the Company for maintenance. No interruption allowance will be granted for the time during which such tests and adjustments are made.

2.14 Tests, Pilots, Promotional Campaigns and Contests

A. The Company may conduct tests or pilot programs at its discretion to demonstrate the ease of use and quality of its service.

B. The Company may from time to time conduct promotional campaigns during which it offers services to new customers at lower rates and/or at lower processing fees for a specified period of time.

C. The Company may also waive a portion or all processing fees or installation fees for winners of contests sponsored or endorsed by the Company.

D. The Company will file all new or special rates applicable to tests, pilot programs, promotional campaigns, and/or contests with the KPSC for tariff approval at least thirty (30) days prior to the commencement of the event to which they apply and, if applicable, in accordance with Section 6 of Rule 5.011 of the KPSC rules.

2.15 Competition Of Carriers

The Company maintains the right to provide service to other Carriers throughout the Commonwealth of Kentucky. The Company will continue to directly market its own products and services and in doing so may establish independent relationships with Carriers.

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SECTION 3 - DESCRIPTION OF SERVICES

3.1 Timing of Calls

Long distance usage charges are based on the actual usage of the Company's network. The Company will determine that a call has been established by signal from the local telephone company. The time at which the called party completes the circuit is determined by hardware answer supervision in which the local telephone company sends a signal to the switch or software utilizing audio tone detection. A call is terminated when the calling or called party ends the circuit.

Minimum billed call duration and billing increments differ from product to product. Product specific information is included in the Rate Schedules.

The aggregate usage for each completed call is measured and rounded to the next higher billing increment for billing purposes.

There is no billing applied for incomplete calls.

3.2 Computation of Charges

Usage charges for service will be based on the total duration of the call and applicable monthly charges.

3.3 Start of Service for Billing Purposes

For billing purposes, the start of service is the day following acceptance by the customer of the Company's service or equipment. The end of service date is the last day of the minimum notification of cancellation or any portion of the last day, after receipt by the Company of notification of cancellation as described in Section 2 of this tariff.

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SECTION 3 - DESCRIPTION OF SERVICES

3.4 Rate Periods

The services are provided on a flat rate basis. The rates do not vary due to time of day or specific day (i.e. weekday, weekend or holiday).

3.5 Late Fee

A late fee of 1.5% may be charged on any past due balance against which it has not been previously assessed, beginning 30 days from the mailing date of the bill.

3.6 Returned Check Charges

A fee of the greater of $10.00 or the actual administrative cost of recovery may be charged for each check returned for insufficient funds. In no event will the charge exceed $30.00.

3.7 Reconnection Charge

A reconnection fee of $25.00 per occurrence may be charged when service is re-established for customers who have been disconnected for non-payment.

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SECTION 3 - DESCRIPTION OF SERVICES

3.8 Minimum Call Completion Rate

The customer can expect a call completion rate of not less than 95% (95 calls completed per 100 calls attempted) during peak use periods for all Feature Group D (1+) services.

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SECTION 3 - DESCRIPTION OF SERVICES

3.10 Service Offerings

Wholesale Interexchange Telecommunications Service is offered by the Company to its Customers for the purpose of providing Carriers with service to be resold to the Carriers' End Users. These services are a non-facilities based offering and are not available to the general public.

3.10.1 Calling Card Services

Calling Card Service allows callers to originate calls from any point within the state through the use of a Calling Card.

Calls are billed in six second billing units, rounded up to next higher billing unit. The minimum initial charge for this service is five billing units (30 seconds).

3.10.2 Carrier Termination

Carrier Termination consists of switched out bound long distance traffic delivered by the Company via dedicated facilities over various networks.

Calls are billed in six second billing units, rounded up to next higher billing unit. The minimum initial charge for this service is one billing unit (6 seconds).

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SECTION 3 - DESCRIPTION OF SERVICES

3.10 Service Offerings (continued)

3.10.3 Directory Assistance

Directory Assistance allows callers to request telephone number information. Requests for up to two phone numbers may be made per directory Assistance call. A call to Directory Assistance is considered completed whether or not the number(s) requested are available. A charge will apply to each Directory Assistance Look-up call.

In addition to Directory Assistance Look-up, manual completion of the call is available at an additional charge. If more than one telephone number is requested, only one telephone number may be manually completed.

Calls are billed in one connection billing units. An additional charge applies for manual completion of the call.

3.10.4 National Origination Services

National Origination Service is a switchless resale service that provides outbound long distance via the underlying carrier's Feature Group D trunks.

Calls are billed in six second billing units, rounded up to next higher billing unit. The minimum initial charge for this service is one billing unit (6 seconds).

3.10.5 National Origination Services Toll Free Services

National Origination Services Toll Free Services is an inbound service which originates over the underlying carrier's network and is terminated via switched or dedicated access.

Calls are billed in six second billing units, rounded up to next higher billing unit. The minimum initial charge for this service is one billing unit (6 seconds).

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SECTION 4 - RATES

All services offered under this wholesale tariff are provided solely to other certificated telephone companies by individually negotiated contracts. No services or rates specified within this tariff or within any individually negotiated contract shall be available directly to End Users.

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