Teleglobe Business Solutions Inc.

1 Title Page – Section 3

TELEGLOBE BUSINESS SOLUTIONS INC.
(Formerly Telco Holdings, Inc. d/b/a Dial & Save)

11480 Commerce Park Drive
Reston, Virginia 20191

RATES, RULES and REGULATIONS for FURNISHING

RESALE TELECOMMUNICATIONS SERVICES

Filed with the

PUBLIC SERVICE COMMISSION OF KENTUCKY

This tariff contains the descriptions, regulations, and rates applicable to the furnishing of service and facilities for resale telecommunication services provided by TELEGLOBE BUSINESS SOLUTIONS INC. between points within the Commonwealth of Kentucky.

PUBLIC SERVICE COMMISSION
OF KENTUCKY
EFFECTIVE

MAR 17 2000

PURSUANT TO 807 KAR 5:011,
SECTION 9 (1)
BY: Stephanie Bell
SECRETARY OF THE COMMISSION

Issued by: **Kim Logue, Senior Regulatory Analyst**
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CHECK SHEET

The pages that comprise this tariff are effective as of the date shown. Original and revised pages, as named below, contain all changes from the original tariff that are in effect on the date thereon except as otherwise noted.

PAGE	REVISION	PAGE	REVISION	PAGE	REVISION	PAGE	REVISION
Title Page	Original	30	Original	60	Original	90	Original
1	Original	31	Original	61	Original	91	Original
2	Original	32	Original	62	Original	92	Original
3	Original	33	Original	63	Original	93	Original
4	Original	34	Original	64	Original	94	Original
5	Original	35	Original	65	Original	95	Original
6	Original	36	Original	66	Original	96	Original
7	Original	37	Original	67	Original	97	Original
8	Original	38	Original	68	Original	98	Original
9	Original	39	Original	69	Original	99	Original
10	Original	40	Original	70	Original	100	Original
11	Original	41	Original	71	Original	101	Original
12	Original	42	Original	72	Original	102	Original
13	Original	43	Original	73	Original	103	Original
14	Original	44	Original	74	Original	104	Original
15	Original	45	Original	75	Original	105	Original
16	Original	46	Original	76	Original	106	Original
17	Original	47	Original	77	Original	107	Original
18	Original	48	Original	78	Original	108	Original
19	Original	49	Original	79	Original	109	Original
20	Original	50	Original	80	Original	110	Original
21	Original	51	Original	81	Original	111	Original
22	Original	52	Original	82	Original	112	Original
23	Original	53	Original	83	Original	113	Original
24	Original	54	Original	84	Original	114	Original
25	Original	55	Original	85	Original	115	Original
26	Original	56	Original	86	Original	116	Original
27	Original	57	Original	87	Original	117	Original
28	Original	58	Original	88	Original	118	Original
29	Original	59	Original	89	Original	119	Original

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PAGE	REVISION	PAGE	REVISION	PAGE	REVISION	PAGE	REVISION
120	Original	150	Original	180	Original	210	Original
121	Original	151	Original	181	Original	211	Original
122	Original	152	Original	182	Original	212	Original
123	Original	153	Original	183	Original	213	Original
124	Original	154	Original	184	Original	214	Original
125	Original	155	Original	185	Original	215	Original
126	Original	156	Original	186	Original	216	Original
127	Original	157	Original	187	Original		
128	Original	158	Original	188	Original		
129	Original	159	Original	189	Original		
130	Original	160	Original	190	Original		
131	Original	161	Original	191	Original		
132	Original	162	Original	192	Original		
133	Original	163	Original	193	Original		
134	Original	164	Original	194	Original		
135	Original	165	Original	195	Original		
136	Original	166	Original	196	Original		
137	Original	167	Original	197	Original		
138	Original	168	Original	198	Original		
139	Original	169	Original	199	Original		
140	Original	170	Original	200	Original		
141	Original	171	Original	201	Original		
142	Original	172	Original	202	Original		
143	Original	173	Original	203	Original		
144	Original	174	Original	204	Original		
145	Original	175	Original	205	Original		
146	Original	176	Original	206	Original		
147	Original	177	Original	207	Original		
148	Original	178	Original	208	Original		
149	Original	179	Original	209	Original		

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TARIFF FORMAT

Page Numbering - Page numbers appear in the upper right hand corner of the page. Pages are numbered sequentially. From time to time new pages may be added to the tariff. When a new page is added between existing pages a decimal is added to the preceding page number. For example, a new page added between Pages 3 and 4 would be numbered 3.1.

Explanation of Symbols - When changes are made in any tariff sheet, a revised sheet will be issued canceling the tariff sheet affected. Changes will be identified on the revised page(s) through the use of the following symbols:

(C) - To signify changed regulation.

(D) - To signify discontinued rate or regulation.

(I) - To signify increased rates.

(M) - To signify material relocated from one page to another without change.

(N) - To signify new rate, regulation, or text.

(R) - To signify reduced rate.

(T) - To signify a change in text, but no change in rate or regulation.

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TABLE OF CONTENTS

Title Page ..... Cover

Check Sheet 1

Table of Contents 4

Section 1 - Terms and Abbreviations 6

Section 2 - Rules and Regulations 7

Section 3 - Description of Service 15

Section 4 - Rates 67

Section 5 - Promotional Services 145

Section 6 - Contract Services 172

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Application of Tariff

This tariff contains the regulations and rates applicable to the furnishing of intrastate resale common carrier communications service by Teleglobe Business Solutions Inc., within the State of Kentucky.

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SECTION 1 - TERMS AND ABBREVIATIONS

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

Customer or End User - The person, firm, corporation or other entity which orders, cancels, amends or uses service and is responsible for payment of charges and compliance with the Company's tariff.

Company or Carrier - Teleglobe Business Solutions Inc.,, unless otherwise clearly indicated by the context.

Commission - The Kentucky Public Service Commission.

Day - From 8:00 AM up to, but not including, 5:00 PM local time Monday through Friday.

Dedicated Access Origination/Termination - Where 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.

Holidays - The Company observes the following holidays: New Years Day, Memorial Day, Independence Day, Labor Day, Thanksgiving Day and Christmas Day.

LEC - Local Exchange Company.

Responsible Organization (Resp. Org.) - The entity that has responsibility for the management of toll free numbers in the Service Management System (SMS/800) including maintaining Customer records in the SMS/800 system. Also, the entity which accesses the SMS/800 to: (a) search for and reserved toll free numbers;(b) create and maintain toll free Customer records, including call processing records; and (c) provide a single point of contact for trouble reporting. The SMS/800 recognizes on Resp. Org. for each toll free number.

Switched Access Origination/Termination - Where access between the customer and the interexchange carrier is provided on local exchange company Feature Group circuits and the connection to the customer is a LEC-provided business or residential access line. The cost of switched Feature Group access is billed to the interexchange carrier.

V & H Coordinates - Geographic points which define the originating and terminating points of a call in mathematical terms so that the airline mileage of the call may be determined. Call mileage is used for the purposed of rating calls.

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SECTION 2 - RULES AND REGULATIONS

2.1 Undertaking of the Company

Teleglobe services and facilities are furnished for intrastate communications originating at specified points within the state of Kentucky under terms of this tariff. Intrastate service is offered in conjunction with interstate service.

Teleglobe installs, operates, and maintains the communications services provided hereinunder in accordance with the terms and conditions set forth under this tariff. Teleglobe may act as the Customer's agent for ordering access connection facilities provided by other carriers or entities, when authorized by the Customer, to allow connection of a Customer's location to the Teleglobe 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 provided, and are available twenty-four hours per day, seven days per week.

2.2 Limitations

2.2.1 Presubscribed service is offered in Equal Access areas only. Travel service is available from all areas.

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

2.2.3 Teleglobe 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 of the law.

2.2.4 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.

2.3 Use

Services provided under this tariff may be used for any lawful purpose for which the service is technically suited.

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SECTION 2 - RULES AND REGULATIONS (Cont.)

2.4 Liabilities of the Company

2.4.1 Other than as provided for in this Tariff, TBS shall not be liable for any loss or damages sustained by Customer or its end users arising under this Tariff by reason of any failure in or breakdown of the telecommunication facilities associated with providing the Service, or for any interruption or degradation of the Service whatsoever shall be the cause or duration thereof, or for any other cause or claim whatsoever arising under this Tariff.

2.4.2 In no event shall TBS be liable to the Customer for any consequential, special, incidental, exemplary or indirect losses or damages sustained by Customer or any third parties in using the Service howsoever arising under this Tariff and whether under contract, tort or otherwise, including, without limitation, third party claims, loss of profits, loss of customers or damages to reputation or good will.

2.4.3 Customer shall defend, indemnify and hold TBS harmless from and against all claims, demands, actions, causes of action, judgments, costs and reasonable attorneys' fees and expenses of any kind arising from or related to any use of the Service or otherwise arising from the relationship with TBS ; or in any way connected with any activities, agreements or relationships between the Customer and other common carriers. TBS shall not be liable to the Customer and shall have no other obligation, duty or liability whatsoever in contract, tort or otherwise howsoever arising, including negligence, any loss of revenue, business, business contracts, anticipated savings, or profits or any indirect or consequential loss.

2.4.4 TBS shall not be liable for, and is excused from, any failure or delay in performance that is due to acts of God, acts of civil or military authority, acts of the public enemy, war or threats of war, accidents, fires, explosions, earthquakes, floods, unusually severe weather, epidemics, or due to any other cause beyond TBS 's reasonable control.

2.4.5 If a third party solicits a Customer's order on behalf of TBS or promotes or endorses to the Customer the use of Service, or provides all or a portion of such Service with, for, or on behalf of TBS , or if a third party is involved in any other way, TBS and such third party shall have no greater obligation or liabilities to such Customer, and such Customer shall have no greater rights or remedies against either TBS or such third party, whether under contract, warranty, tort or any other grounds, than if such a third party had not been so involved.

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SECTION 2 - RULES AND REGULATIONS (Cont.)

2.4 Liabilities of the Company (Cont.)

2.4.6 In the event that the Service or any portion thereof is unavailable to Customer due to a service outage as defined in Section 2.12 of this Tariff, TBS 's sole obligation, and Customer's sole and exclusive remedy, with respect to such interruption of Service shall be for TBS , if requested by Customer, to provide and for the Customer to receive a service outage credit per Section 2.12 of this Tariff for the portion of the Service affected during which the Service or any part thereof was subject to a service outage.

2.4.7 In no event shall TBS be liable for any loss of profits or for any indirect, incidental, special, exemplary, or consequential damages. TBS 's maximum liability to a Customer for any damages, including any liability for negligence, however so arising out of or related to the Service, the applicable Customer's Order(s) or any other agreements between Customer and TBS shall not exceed the monthly charges for the affected Service for that Customer, for the month during which such liability arises; or, the usage charges for interrupted calls, as defined in Section 2.12.

2.4.8 TBS warrants that it shall provide its Service in accordance with the description of Service set forth in the applicable Order and in accordance with this Tariff. TBS DISCLAIMS ALL OTHER WARRANTIES, EITHER EXPRESS OR IMPLIED, INCLUDING, WITHOUT LIMITATION, ANY WARRANTIES OF MERCHANTABILITY OR FITNESS FOR A PARTICULAR PURPOSE.

2.4.9 No agents or employees of other carriers shall be deemed to be agents or employees of TBS

2.5 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.

2.6 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 telephone set, PBX or key system. Such terminal equipment shall be furnished and maintained at the expense of the Customer, except as otherwise provided. 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. When such terminal equipment is used, the equipment shall comply with the generally accepted minimum protective criteria standards of the telecommunications industry as endorsed by the Federal Communications Commission.

2.7 Installation and Termination

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

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SECTION 2 - RULES AND REGULATIONS, (CONT'D.)

2.8 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 Teleglobe. All charges due by the Customer are payable to the Company or to the Company's authorized billing agent (such as a local exchange telephone company or other authorized entity). Terms of payment shall be according to the rules and regulations of the billing agent and subject to the rules of regulatory agencies, including the P.S.C Ky. Any objections to billed charges must be reported to the Company or its billing agent within sixty days after receipt of bill. Contested charges will be handled in accordance with 807 KAR 5:006, Section 9. Adjustments to Customer's bills shall be made to the extent that circumstances exist which reasonably indicate that such changes are appropriate. All invoices are due and payable upon receipt of the invoice. All amounts owed after the due date are subject to late payment penalty charges of 1.5% per month. The penalty may be assessed only once on any bill for rendered services. Any payment received shall first be applied to the bill for service rendered. Additional penalty charges shall not be assessed on unpaid penalty charges.

2.9 Cancellation by Customer

Any Customer desiring service terminated or changed from one address to another, shall give the utility three (3) working days' notice in person, in writing, or by telephone, provided such notice does not violate contractual obligations or tariff provisions.

2.10 Interconnection

Service furnished by Teleglobe may be connected with the services or facilities of other carriers. Such service or facilities, if used, are provided under the terms, rates and conditions of the other carrier. The Customer is responsible for all charges billed by other carriers for use in connection with Teleglobe service. Any special interface equipment or facilities necessary to achieve compatibility between carriers is the responsibility of the Customer.

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SECTION 2 - RULES AND REGULATIONS, (CONT'D.)

2.11 Refusal or Discontinuance by Company

Teleglobe may refuse or discontinue service under the following conditions. Unless otherwise stated, the Customer will be given ten (10) day's written notice and allowed a reasonable time to comply with any rule or remedy any deficiency.

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

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

2.11.3 For failure or refusal to provide the Company with a deposit to insure payment of bills in accordance with the Company's regulations or failure to meet the Company's credit requirements.

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

2.11.5 For non-compliance with and/or violation of the Commission's regulations or the Company's rules and regulations on file with the Commission, provided ten (10) working days' written notice is given before termination.

2.11.6 For non-payment of bills for telephone service. Suspension or termination of service shall not be made without ten (10) working days' written notice to the Customer, except in extreme cases.

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

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SECTION 2 - RULES AND REGULATIONS, (CONT'D.)

2.11 Refusal or Discontinuance by Company, (Cont'd.)

2.11.8 Without notice in the event of tampering with the equipment furnished and owned by the Company.

2.11.9 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 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.

2.11.10 For failure of the Customer to make proper application for service.

2.11.11 For Customer's breach of the contract for service between the Company and the Customer.

2.11.12 When necessary for the Company to comply with any order or request of any governmental authority having jurisdiction.

2.11.13 For periods of inactivity over sixty (60) days.

2.12 Inspection, Testing and Adjustment

Upon reasonable notice, the facilities provided by the Carrier shall be made available to the Carrier for tests and adjustments as may be deemed necessary by the Carrier for maintenance. No interruption allowance will be granted for the time during which such tests and adjustments are made when the interruption is less than twenty-four consecutive hours.

2.13 Tests, Pilots, Promotional Campaigns and Contests

The Carrier may conduct special tests, pilot programs, waivers and promotions at its discretion to demonstrate the ease of use, quality of service and to promote the sale of its services. Such promotions will be filed with the P.S.C. Ky. in this Tariff on not less than thirty (30) days notice.

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SECTION 2 - RULES AND REGULATIONS, (CONT'D.)

2.14 Interruption of Service

Credit allowances for interruptions of service caused by service outages or deficiencies are limited to the initial minimum period call charges for re-establishing the interrupted call.

2.15 Reservation of 800 Numbers

The Company will make every effort to reserve 800 vanity numbers for customers, but makes no guarantee or warranty that the requested number(s) will be available.

2.16 Bill Format

Bills rendered to Customers by Teleglobe contains the following information:

Date of Bill Rendering
Company Name
Service Dates
Due Date
Past Due Date
Current Amount Due
Past Due Amount (if applicable)
Past Due Penalties (if applicable)
Date and Time of Each call
Originating location and terminating number
Call duration
Call type
Total Charges per Call
Total Charges for Company Services
Taxes

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SECTION 2 - RULES AND REGULATIONS, (CONT'D.)

2.17 Advance Payments

Carrier may require a Customer to make an advance payment before services or facilities are furnished. The advance payment will not exceed an amount equal to two-months estimated charges, as determined by Carrier. The advance payment will be credited to the Customer's bill. An advance payment may be required in addition to a deposit.

2.18 Deposits

Carrier may require a Customer to make a deposit to be held as a guarantee for the payment of charges. A deposit does not relieve the Customer of the responsibility for the prompt payment of bills on presentation. A deposit may be required in addition to an advance payment. The deposit will not exceed an amount equal to:

2.18.1 Two (2) month's charges for a service or facility which has a minimum payment period of one month; or

2.18.2 The charges that would apply for the minimum payment period for a service or facility which has a minimum payment period of more than one month; except that the deposit may include an additional amount in the event that a termination charge is applicable.

(A) When a service or facility is discontinued, the amount of a deposit, if any, will be applied to the Customer's account and any credit balance remaining will be refunded. Before the service or facility is discontinued, Carrier may, at its option, return the deposit or credit it to the customer's account.

(B) Deposits held will accrue interest at a rate no lower than that specified by the applicable regulatory commission.

(C) Customers whom the Carrier believes present a credit risk may also be required, a any time, to provide other assurances of, or security for, the payment of the Company's charges for its services as the Company may deem necessary, including without limitation, advance payments for Service, third party guarantees or payments pledges or other grants of security interest in the Customers' assets, and similar arrangements. The required deposits or other security may be increased or decreased by the Company as it deems appropriate in the light of changing conditions.

2.19 Late Payment Charges

Any charges accrued under this tariff that are not paid in full within the time provided will be subject to a late payment charge of 1.5%.

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SECTION 3 - DESCRIPTION OF SERVICE

3.1 Description of Service

Service is available twenty-four hours per day, seven days a week. Service is offered on a presubscription basis and dial access, "10xxx:, basis from equal access exchanges. Service is offered on a dial access basis only from exchanges in which equal access is not available.

3.2 Timing and Rounding of Calls

3.2.1 Long distance charges are based on the duration of each call.

3.2.2 Usage measurement and rounding increments for billing purposes is specified on a per-product basis in Section 3.5 of this Tariff.

3.2.3 The Company will not bill for unanswered calls. When an End User indicates that he/she was billed for an incomplete call, Teleglobe will reasonably issue credit for the call.

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SECTION 3 - DESCRIPTION OF SERVICE, (CONT'D.)

3.2 Rate Periods and Holidays

For time-of-day sensitive services, the following rate periods apply:

	MON	TUES	WED	THUR	FRI	SAT	SUN
8:00 AM TO 5:00 PM*	DAYTIME RATE PERIOD						
5:00 PM TO 11:00 PM	EVENING RATE PERIOD						EVE
11:00 PM* TO 8:00 AM	NIGHT/WEEKEND RATE PERIOD						

* to, but not including

Calls are billed based on the rate in effect for the actual time period(s) during which the call occurs. Calls that cross rate period boundaries are billed the rates in effect in that boundary for each portion of the call, based on the time of day at the Customer location.

For services subject to holiday discounts, the Evening Rate Period rates apply on the following Company recognized holidays, unless a lower rate would normally apply:

New Year's Day	January 1
Memorial Day	As Federally Observed
Independence Day	July 4
Thanksgiving Day	As Federally Observed
Christmas Day	December 25

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SECTION 3 - DESCRIPTION OF SERVICE, (CONT'D.)

3.4 Calculation of Distance

Usage charges for mileage sensitive services vary based on the type of service subscribed to by the Customer. For services utilizing switched access, mileage measurements for rate schedules are based on the distance in airline miles between rate centers associated with the originating and terminating stations. For services utilizing dedicated access, mileage measurements for rate schedules are based on the distance in airline miles between the Teleglobe network access point associated with the station utilizing Dedicated Access Origination/Termination and the rate center associated with the called/calling station.

The distance between the originating and terminating points is calculated by using the "V" and "H" coordinates of the serving wire centers as defined by BellCore (Bell Communications Research), in the following manner:

Step 1: Obtain the "V" and "H" coordinates for the serving wire center or network access point serving the Customer's location and the called/calling station.

Step 2: Obtain the difference between the "V" coordinates. Obtain the difference between the "H" coordinates.

Step 3: Square the differences obtained in Step 2.

Step 4: Add the squares of the "V" difference and "H" difference obtained in Step 3.

Step 5: Divide the sum of the square obtained in Step 4 by ten (10). Round to the next higher whole number if any fraction results from the division.

Step 6: Obtain the square root of the whole number obtained in Step 5. Round to the next higher whole number if any fraction is obtained. This is the distance between the originating and terminating locations of the call.

Formula:

$$\sqrt{\frac{(V_1 - V_2)^2 + (H_1 - H_1)^2)}{10}}$$

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SECTION 3 - DESCRIPTION OF SERVICE, (CONT'D.)

3.5 Service Offerings

Teleglobe offers 1+ outbound message telecommunications service and travel card service to its Customers. Intrastate service is offered in conjunction with interstate service.

3.5.1 Residential Calling Program

Residential Calling Program services are designed for business and residential use. Calls are billed in one (1) minute increments. The minimum call duration for billing purposes is one (1) minute. No minimum usage commitment is required. Calls originate from Customer-provided standard business or residential switched access lines. Customers may make calls from either a presubscribed access line or by dialing the carrier's "10xxx" access code.

The rates for the Teleglobe Outbound Services can be found in Section 4, depending upon the jurisdiction the call is originated from.

3.5.2 USA Savings Plan

USA Savings Plan is available to residential customers to make intrastate calls from either a presubscribed access line or by dialing the Carrier's "10XXX" access code. This service is offered in conjunction with interstate and travel card service. The USA Savings Plan offers discounted intrastate and interstate calling. Calls are billed in one (1) minute increments. The minimum call duration for billing purposes is one (1) minute.

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SECTION 3 - DESCRIPTION OF SERVICE, (CONT'D.)

3.5 Service Offerings, (Cont'd.)

3.5.3 Prime Telecom Option

Prime Telecom Option is available to residential and business customers to make intrastate calls from either a presubscribed access line or by dialing the Carrier's "10XXX" access code. This service is only available in conjunction with the interstate Prime Telecom Option. A per call usage charge applies. Calls are billed in six (6) second increments. The minimum call duration for billing purposes is eighteen (18) seconds.

3.5.4 Dial & Save Travel Card Service

Dial & Save Travel Card is available to residential and business Subscribers for placing calls while away from home or office. Calls are originated by dialing a 1-800 access number, followed by an account identification number and personal identification number. Calls may originate from standard residential, business or pay telephone access lines and may terminate to any interstate or intrastate location. A per call charge and usage charges apply. Calls are billed in one (1) minute increments. The minimum call duration for billing purposes is one (1) minute.

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SECTION 3 - DESCRIPTION OF SERVICE, (CONT'D.)

3.5 Service Offerings, (Cont'd.)

3.5.5 Commercial Plan

The Commercial Plan is available to business Customers of Teleglobe who meet the Company's credit approval guidelines. Customers may select a Month to Month or Term Commitment Option. Customers selecting the Term Commitment Option must sign a contract with the Company. Customers will either be billed directly by the Company or by their local exchange telephone company. Commercial Plan rates apply to direct dialed, toll free (800/888) and calling card calls. A monthly recurring charge may also apply.

Account Codes are available under the Commercial Plan. Account Codes assist Customers in managing and tracking their long distance usage. Customers may select validated account codes which are specific, pre-defined combinations of digits registered in the Company's switch database or non-validated codes which are a certain quantity of digits.

(A) Month to Month Service Plan

Calls will be rated at the rates indicated below with a volume discount applied in accordance with the Customer's monthly revenue level. The Customer's monthly revenue level consists of all intrastate, interstate and international outbound, inbound and calling card usage including surcharges. The monthly revenue level does not include any monthly recurring fees or directory assistance changes. The Customer will receive the applicable discount percentage which corresponds with the Customer's monthly revenue level as determined by the discount schedule show below. The discount percentage will be applied to intrastate and interstate outbound and inbound usage only. The discount will not be applied to international usage, calling card usage and surcharges or other fees.

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SECTION 3 - DESCRIPTION OF SERVICE, (CONT'D.)

3.5 Service Offerings, (Cont'd.)

3.5.5 Commercial Plan (cont'd)

(A) Month to Month Service Plan, (cont'd.)

Calls for outbound, inbound and calling card service will be billed in six (6) second increments after an initial period, for billing purposes, of thirty (30) seconds.

(1) 100% Satisfaction Guarantee

Customers subscribing to the Commercial Plan Month to Month Option are eligible for the Company's 100% Satisfaction Guarantee. This guarantee is valid for 90 days from the date the Customer starts utilizing the Company's service.

If the Company fails to correct the Customer's valid complaint regarding network quality or service support or if the Company fails to deliver the stated rate plan within 15 days of the Company receiving written notification regarding the problem, the Company will 1) refund to the Customer all PIC change charges assessed by the Customer's LEC as a result of the Company switching its long distance service to the Company from the Customer's previous long distance carrier; and 2) refund to the Customer all PIC change charges assessed by the Customer's LEC in order to switch the Customer's long distance service back to their previous carrier.

The Customer shall not be entitled to the refunds described above if Customer has an account balance with the Company which has aged beyond net 30 days or if Customer's complaint is not attributable to facilities of causes within the Company's reasonable control.

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SECTION 3 - DESCRIPTION OF SERVICE, (CONT'D.)

3.5 Service Offerings, (Cont'd.)

3.5.5 Commercial Plan (cont'd)

(B) Term Commitment Option

Users subscribing to this option will select a Term Commitment Period and a Monthly Revenue Commitment. Calls will be rated at the rates provided below which correspond with the Term Commitment Period and Monthly Revenue Commitment selected by the Customer. The Company will calculate the Customer's Monthly Revenue Level to determine if the Customer's Monthly Revenue Commitment has been fulfilled. The Customer's Monthly Revenue Level consists of all intrastate, interstate and international outbound, inbound and calling card usage including surcharges. The monthly revenue level does not include any monthly recurring fees or directory assistance changes.

Calls for outbound, inbound and calling card service will be billed in six (6) second increments after an initial period, for billing purposes, of thirty (30) seconds.

The Monthly Recurring Charges, as defined in Section 4.13.1. (D) of this tariff, also apply for Term Commitment Customers.

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SECTION 3 - DESCRIPTION OF SERVICE, (CONT'D.)

3.5 Service Offerings, (Cont'd.)

3.5.5 Commercial Plan (cont'd)

(B) Term Commitment Option

(1) Deficiency Charge

In the event Customer's Monthly Revenue Level does not meet the Monthly Revenue Commitment selected by the Customer in any invoice period during the Term Commitment Period, the Customer will pay a Deficiency Charge, for that invoice period, which is equal to the difference between the Monthly Revenue Commitment and the actual Monthly Revenue Level. The Deficiency Charge will be due at the same time that the payment is due from the Customer for service provided on the invoice. Deficiency charges will not be assessed prior to the third invoice period.

(2) Termination Penalty

In the event the Customer terminates service with the Company prior to the end of the Term Commitment Period or in the event that Company terminates service based upon Customer's default, Customer will pay a Termination Penalty to the Company equivalent to the Customer's Monthly Revenue Commitment multiplied by the number of months remaining in the Term Commitment Period. The Termination Penalty will be due immediately upon termination of service. The Customer will be made aware of the Termination Penalty as it will be described in the term contract signed by the Customer at the initiation of service.

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SECTION 3 - DESCRIPTION OF SERVICE, (CONT'D.)

3.5 Service Offerings, (Cont'd.)

3.5.5 Commercial Plan (cont'd)

(B) Term Commitment Option (cont'd)

(3) 100% Satisfaction Guarantee

Customers subscribing to the Commercial Plan Term Commitment Option are eligible for the Company's 100% Satisfaction Guarantee. This guarantee is valid for the length of the Term Commitment from the date the Customer starts utilizing the Company's service.

If the Company fails to correct the Customer's valid complaint regarding network quality or service support or if the Company fails to deliver the stated rate plan within 15 days of the Company receiving written notification regarding the problem, the Company will 1) refund to the Customer all PIC change charges assessed by the Customer's LEC as a result of the Company switching its long distance service to the Company from the Customer's previous long distance carrier; 2) refund to the Customer all PIC change charges assessed by the Customer's LEC in order to switch the Customer's long distance service back to their previous carrier; 3) cancel Customer's term agreement without liability for the Termination Penalty; and 4) if the above conditions apply within the first ninety (90) days of service, the Company will refund to the Customer, the amount of their first Commercial Plan invoice.

The Customer shall not be entitled to the refunds described above if Customer has an account balance with the Company which has aged beyond net 30 days or if Customer's complaint is not attributable to facilities of causes within the Company's reasonable control.

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SECTION 3 - DESCRIPTION OF SERVICE, (CONT'D.)

3.5 Service Offerings, (Cont'd.)

3.5.6 Prepaid Card Service - Standard Issue

Prepaid Card Service - Standard Issue permits Customers to purchase a prepaid card to which call charges are consumed on a real-time basis. Customers access the service by dialing a company-specified access code. All calls must be charged against a prepaid card that has a sufficient available balance. Customers are notified of their remaining balance each time a call is placed. Customers are also notified during a call when the balance is about to be depleted. Calls in progress will be terminated if the balance on the prepaid card is insufficient to cover the charges associated with the call.

(A) Prepaid Card Service

Calls are measured and consumed on a per unit basis.

(B) Timing of calls

All calls are billed in one (1) minute increments. Customers will be provided with a "Usage Remaining" message each time they utilize the card. They will also receive a reminder message when the card has one (1) minute of usage remaining.

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SECTION 3 - SERVICE AND RATE DESCRIPTION, (CONT'D.)

3.5 Service Offerings, (Cont'd.)

3.5.7 Prime Business Select Plan II

The Prime Business Select Plan is available to business Customers of Teleglobe who meet the Company's credit approval guidelines. The Prime Business Select II Plan is to be used by business customers for their direct use only and is not to be resold, rebilled or aggregated bewtween multiple businesses with separate ownership or between unrelated residential users. Customers may select a Month to Month or Term Commitment Option. Customers selecting the Term Commitment Option must sign a contract with the Company. Customers will either be billed directly by the Company or by their local exchange telephone company. Prime Business Select Plan II rates apply to direct dialed, toll free (800/888) and calling card calls. A monthly recurring charge may also apply.

Account Codes are available under the Prime Business Select Plan II. Account Codes assist Customers in managing and tracking their long distance usage. Customers may select validated account codes which are specific, pre-defined combinations of digits registered in the Company's switch database or non-validated codes which are a certain quantity of digits.

(A) Month to Month Service Plan

Calls will be rated at the rates indicated below with a volume discount applied in accordance with the Customer's monthly revenue level. The Customer's monthly revenue level consists of all intrastate, interstate and international outbound, inbound and calling card usage including surcharges. The monthly revenue level does not include any monthly recurring fees or directory assistance changes.

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SECTION 3 - SERVICE AND RATE DESCRIPTION, (CONT'D.)

3.5 Service Offerings, (Cont'd.)

3.5.7 Prime Business Select Plan II (cont'd.)

(A) Month to Month Service Plan (cont'd.)

The Customer will receive the applicable discount percentage which corresponds with the Customer's monthly revenue level as determined by the discount schedule show below. The discount percentage will be applied to intrastate and interstate outbound and inbound usage only. The discount will not be applied to international usage, calling card usage and surcharges or other fees.

Calls for outbound, inbound and calling card service will be billed in six (6) second increments after an initial period, for billing purposes, of eighteen (18) seconds.

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SECTION 3 - SERVICE AND RATE DESCRIPTION, (CONT'D.)

3.5 Service Offerings, (Cont'd.)

3.5.7 Prime Business Select Plan II, (cont'd.)

(A) Month to Month Service Plan, (cont'd.)

(1) 100% Satisfaction Guarantee

Customers subscribing to the Prime Business Select Plan II Month to Month Option are eligible for the Company's 100% Satisfaction Guarantee. This guarantee is valid for 90 days from the date the Customer starts utilizing the Company's service.

If the Company fails to correct the Customer's valid complaint regarding network quality or service support or if the Company fails to deliver the stated rate plan within 15 days of the Company receiving written notification regarding the problem, the Company will 1) refund to the Customer all PIC change charges assessed by the Customer's LEC as a result of the Company switching its long distance service to the Company from the Customer's previous long distance carrier; and 2) refund to the Customer all PIC change charges assessed by the Customer's LEC in order to switch the Customer's long distance service back to their previous carrier.

The Customer shall not be entitled to the refunds described above if Customer has an account balance with the Company which has aged beyond net 30 days or if Customer's complaint is not attributable to facilities of causes within the Company's reasonable control.

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SECTION 3 - SERVICE AND RATE DESCRIPTION, (CONT'D.)

3.5 Service Offerings, (Cont'd.)

3.5.7 Prime Business Select Plan II, (cont'd.)

(B) Term Commitment Option

Users subscribing to this option will select a Term Commitment Period and a Monthly Revenue Commitment. Calls will be rated at the rates provided below which correspond with the Term Commitment Period and Monthly Revenue Commitment selected by the Customer. The Company will calculate the Customer's Monthly Revenue Level to determine if the Customer's Monthly Revenue Commitment has been fulfilled. The Customer's Monthly Revenue Level consists of all intrastate, interstate and international, outbound, inbound calling card usage and surcharges. The Monthly Revenue Level does not include any monthly recurring fees or directory assistance changes.

Calls for outbound, inbound and calling card service will be billed in initial 18 second and additional 6 second increments, with any fractional portion of the call rounded up to the next billing increment.

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SECTION 3 - SERVICE AND RATE DESCRIPTION, (CONT'D.)

3.5 Service Offerings, (Cont'd.)

3.5.7 Prime Business Select Plan II, (cont'd.)

(B) Term Commitment Option, (cont'd.)

(1) Deficiency Charge

In the event Customer's Monthly Revenue Level does not meet the Monthly Revenue Commitment selected by the Customer in any invoice period during the Term Commitment Period, the Customer will pay a Deficiency Charge, for that invoice period, which is equal to the difference between the Monthly Revenue Commitment and the actual Monthly Revenue Level. The Deficiency Charge will be due at the same time that the payment is due from the Customer for service provided on the invoice. Deficiency charges will not be assessed prior to the third invoice period.

(2) Termination Penalty

In the event the Customer terminates service with the Company prior to the end of the Term Commitment Period or in the event that Company terminates service based upon Customer's default, Customer will pay a Termination Penalty to the Company equivalent to the Customer's Monthly Revenue Commitment multiplied by the number of months remaining in the Term Commitment Period. The Termination Penalty will be due immediately upon termination of service. The Customer will be made aware of the Termination Penalty as it will be described in the term contract signed by the Customer at the initiation of service.

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SECTION 3 - SERVICE AND RATE DESCRIPTION, (CONT'D.)

3.5 Service Offerings, (Cont'd.)

3.5.7 Prime Business Select Plan II, (cont'd.)

(B) Term Commitment Option, (cont'd.)

(3) 100% Satisfaction Guarantee

Customers subscribing to the Prime Business Select Plan II Term Commitment Option are eligible for the Company's 100% Satisfaction Guarantee. This guarantee is valid for The length of the Term Commitment from the date the Customer starts utilizing the Company's service.

If the Company fails to correct the Customer's valid complaint regarding network quality or service support or if the Company fails to deliver the stated rate plan within 15 days of the Company receiving written notification regarding the problem, the Company will 1) refund to the Customer all PIC change charges assessed by the Customer's LEC as a result of the Company switching its long distance service to the Company from the Customer's previous long distance carrier; 2) refund to the Customer all PIC change charges assessed by the Customer's LEC in order to switch the Customer's long distance service back to their previous carrier; 3) cancel Customer's term agreement without liability for the Termination Penalty; and 4) if the above conditions apply within the first ninety (90) days of service, the Company will refund to the Customer, the amount of their first Prime Business Select invoice.

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SECTION 3 - SERVICE AND RATE DESCRIPTION, (CONT'D.)

3.5 Service Offerings, (Cont'd.)

3.5.7 Prime Business Select Plan II, (cont'd.)

(B) Term Commitment Option, (cont'd.)

(3) 100% Satisfaction Guarantee (cont'd.)

The Customer shall not be entitled to the refunds described above if Customer has an account balance with the Company which has aged beyond net 30 days or if Customer's complaint is not attributable to facilities of causes within the Company's reasonable control.

3.5.8 Promotional Prepaid Card Service

Promotional Prepaid Card Service permits Customers to purchase a prepaid card to which call charges are consumed on a real-time basis. Customers access the service by dialing a company-specified access code. All calls must be charged against a prepaid card that has a sufficient available balance. Customers are notified of their remaining balance each time a call is placed. Customers are also notified during a call when the balance is about to be depleted. Calls in progress will be terminated if the balance on the prepaid card is insufficient to cover the charges associated with the call. All calls are billed in one (1) minute increments. Customers will be provided with a "Usage Remaining" message each time they utilize the card. They will also receive a reminder message when the card has one (1) minute of usage remaining. Promotional Prepaid Card Service permits the purchaser to customize these cards by providing their own graphics and artwork.

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SECTION 3 - SERVICE AND RATE DESCRIPTION, (CONT'D.)

3.5 Service Offerings, (Cont'd.)

3.5.9 Prime Business Select II Dedicated Service

Prime Business Select II Dedicated Service is an outbound business only service, available to large business customers. Calls are originated from presubscribed locations or by dialing the company's "10xxx" code.

This service permits the Customers to make direct dialed 1+ calls from locations within the state of Kentucky. All conditions that apply to Prime Business Select II Term Commitment 3.5.7 of this tariff, also apply to Prime Business Select II Dedicated. Customers must commit to a $2,500 monthly minimum under a 12 month term plan.

Calls are billed in six 18 seconds and additional 6 second increments, with any (C) fractional portion of call rounded up to the next highest billing increment.

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SECTION 3 - SERVICE AND RATE DESCRIPTION, (CONT'D.)

3.5 Service Offerings, (Cont'd.)

3.5.11 Affinity Association Program

The Affinity Association Program is made available to Affinity Vendors of Teleglobe. Affinity Vendors are agents acting on behalf of the affinity organization that negotiate the following discounted rates for the members of the affinity organization. the Affinity Vendor is required to sign a contract with the Company which details the annual commitment level of the Affinity organization as well as the donation percentage the company will remit back to the Affinity Organization.

All Affinity Association calls will be billed in six (6) second increments after an initial period, for billing purposes, of eighteen (18) seconds.

(A) **Business Affinity Association Program**

Business Affinity Association is a flat rate program designed for use by large and medium sized business customers.

(B) **Residential Affinity Association Program**

The Residential Affinity Association Program is available in two options, a flat rate and a time of day sensitive, that the Customer can choose from depending on the Customers calling patterns.

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SECTION 3 - SERVICE AND RATE DESCRIPTION, (CONT'D.)

3.5 Service Offerings, (Cont'd.)

3.5.12 Dial & Save Flat Rate II Service

Dial & Save Flat Rate II Service is an outbound residential only service. Calls are originated from presubscribed switched Customer access lines or by dialing the company's "10xxx" code.

The Flat Rate II Service is a flat rate outbound calling service utilizing switched access facilities. This service permits the residential Customers to make direct dialed 1+ calls from locations within Kentucky. Calls are billed in one (1) minute increments with an initial calling period, for billing purposes, of one (1) minute.

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SECTION 3 - SERVICE AND RATE DESCRIPTION, (CONT'D.)

3.5 Service Offerings, (Cont'd.)

3.5.13 Prime Business Select Association Program

Prime Business Select Association Program is available to certified non-profit Associations, Chambers of Commerce and other non-profit business trade groups. Members of such organizations who enroll in the Prime Business Select Association Program are eligible to receive program-specific discounted rates for direct dial, calling card and inbound toll free (800/888) long distance services. All Prime Business Select Association Program calls will be billed in six (6) second increments after an initial period of eighteen (18) seconds.

(A) Requirements

The Association Program requires a monthly total usage commitment of $10,000. This minimum is not applicable for the first six (6) months of the association for participation in this program

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SECTION 3 - SERVICE AND RATE DESCRIPTION, (CONT'D.)

3.5 Service Offerings, (Cont'd.)

3.5.14 Winners Unlimited Service - Toll Free Service

(A) Toll Free PIN Service

Toll Free PIN Service is an inbound calling service utilizing switched access facilities. This service, available to Winners Unlimited Customers only permits the Customer to receive incoming calls from all locations within the United States. With Toll Free PIN service, the Customer is charged for the call, not the calling party. The Customer will be given a four (4) digit PIN number when the toll free number is issued to utilize with this service. Individuals dialing the specific toll free number must dial the PIN number for termination of the call to the Customer.

Calls are bill in six (6) second increments with a minimum initial calling period of thirty (30) seconds.

(B) Toll Free - No PIN

Winners Unlimited Toll Free without PIN is an inbound calling service utilizing switched access facilities. This service permits the Customer to receive incoming calls from all locations within the United States. With Winners Unlimited Toll Free Service, the Customer is charged for the call, not the calling party. Calls are billed in six (6) second increments with a minimum initial calling period of thirty (30) seconds.

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SECTION 3 - SERVICE AND RATE DESCRIPTION, (CONT'D.)

3.5 Service Offerings, (Cont'd.)

3.5.15 Toll-Free PIN Service

Toll-Free PIN Service is an inbound calling service utilizing switched access facilities. This service permits the Customer to receive incoming calls from all locations within the United States. with toll-Free PIN service, the Customer is charged for the call, not the calling party. The Customer will be issued a four (4) digit PIN number which must be utilized in combination with a designated toll free number in order to use this service. Individuals dialing the designated toll-free number must dial the PIN number for termination of the call to the Customer. The toll-free number is the property of the company and the customer cannot transport the toll-free number to another responsible organization.

Calls are billed in six (6) second increments with a minimum initial calling period of thirty (30) seconds.

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SECTION 3 - SERVICE AND RATE DESCRIPTION, (CONT'D.)

3.5 Service Offerings, (Cont'd.)

3.5.16 Prime Business Select Special Contract M

This special contract is applicable to Customers tht commitment to order Prime Business Select II service for 36 months and a monthly commitment level of $10,000. Calls will be billed in six (6) second increments after an initial period, for billing purposes, of eighteen (18) seconds.

3.5.17 FBBA Calling Program

FBBA Business Calling Program is a flat rate outbound and inbound calling plan. This service permits business customers to make direct dial 1+ calls and receive inbound toll free (800/888) calls from within the United States. In addition customers can also place calling card calls. All calls will be billed in six (6) second increments after an initial period, for billing purposes, of eighteen (18) seconds. Any fractional portion of a call thereafter, will be rounded up to the next highest billing increment.

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SECTION 3 - SERVICE AND RATE DESCRIPTION, (CONT'D.)

3.5 Service Offerings, (Cont'd.)

3.5.17 Global-Tel Long Distance Service

Global-Tel Long Distance Service is an outbound service offered to Customers that presubscribe to the Company's service through specific sales agents of the Company. Service is provided to business Customers.

Global-Tel Long Distance Service will be billed in six (6) increments after an initial period, for billing purposes, of eighteen (18) seconds.

3.5.18 Affinity Association Program - ASTA

Affinity Association Program ASTA offers members of the ASTA association combined outbound 1+ and toll free inbound services. Customer need only sign up for this service and they do not have to make any minimum monthly or term commitments. All calls will be billed in six (6) second increments, after an initial period, for billing purposes, of eighteen (18) seconds. Interstate service is associated with intrastate services and must be ordered together.

Customer requesting to sign up for this service must provide documentation to the Company, showing the Customer is a member in good standing with the ASTA association.

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SECTION 3 - SERVICE AND RATE DESCRIPTION, (CONT'D.)

3.5 Service Offerings, (Cont'd.)

3.5.19 Prime Business - 9.9 Service

Prime Business - 9.9 Service is a flat rate outbound and inbound calling plan available to large business customers. This service permits business customers to make direct dial 1+ calls and receive inbound toll free (800/888) calls from within the United State. In addition customers can also place calling card calls. All calls will be billed in six (6) second increments after an initial period, for billing purposes, of eighteen (18) seconds. Any fractional portion of a call thereafter, will be rounded up to the next highest billing increment.

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SECTION 3 - SERVICE AND RATE DESCRIPTION, (CONT'D.)

3.5 Service Offerings, (Cont'd.)

3.5.20 Special VI Service

Special VI Service is an outbound service, available to business customers, on a limited and promotional basis, who meet the company's credit approval guidelines. Calls are originated from presubscribed locations or by dialing the Company's designated "10XXX" access code. Customers must commit to a $2,500 monthly minimum under this plan.

All direct dial 1+ and toll free (800/888) calls are billed in initial six (6) second and additional six (6) second increments. Any fractional portion of a call thereafter will be rounded up to the next highest billing increment.

3.5.21 Special VI Service - Dedicated

Special VI Service is an outbound service, available to business customers, on a limited and promotional basis, who meet the company's credit approval guidelines. Calls are originated from presubscribed locations or by dialing the Company's designated "10XXX" access code. Customers must commit to a $2,500 monthly minimum under this plan.

All direct dial 1+ and toll free (800/888) calls are billed in initial six (6) second and additional six (6) second increments. Any fractional portion of a call thereafter will be rounded up to the next highest billing increment.

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SECTION 3 - SERVICE AND RATE DESCRIPTION, (CONT'D.)

3.5 Service Offerings, (Cont'd.)

3.5.22 Winners Residential Program "B"

Winners Residential Program "B" is an outbound and inbound service offered to Customers that presubscribe to the Company's service through specific sales agents of the Company. Calls are to be billed in six (6) second increments after an initial period, for billing purposes, of eighteen (18) seconds.

3.5.23 Winners Business Program "B"

Winners Business Program "B" is an outbound and inbound service offered to Customers that presubscribe to the Company's service through specific sales agents of the Company. Calls are to be billed in six (6) second increments after an initial period, for billing purposes, of eighteen (18) seconds.

3.5.24 Toll Free Small Business

Toll Free Small Business Service is an inbound calling service utilizing switched access facilities. This service permits the Customer to receive incoming calls from all locations within the state of Kentucky. With Toll Free Small Business service, the Customer is charged for the call, not the calling party. Calls are billed in six (6) second increments with a minimum initial calling period of eighteen (18) seconds.

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SECTION 3 - SERVICE AND RATE DESCRIPTION, (CONT'D.)

3.5 Service Offerings, (Cont'd.)

3.5.25 10457 Flat Rate Residential Program

The 10457 Flat Rate Residential Program is an outbound residential only service. Calls are originated from presubscribed switched residential Customer access lines or by dialing the company's "10xxx" code.

The 10457 Flat Rate Residential Program service is a flat rate outbound calling service utilizing switched access facilities. This service permits the residential Customers to make direct dialed 1+ calls from locations within Kentucky. Calls are billed in one (1) minute increments.

3.5.26 Enhanced Card Service

Enchanced Card Service is an enhanced travel card service that provides additional non-regulated services for Customers use. Enhanced Card Services are billed in one (1) minute increments after an initial period, for billing purposes, of one (1) minute. Intrastate and international services are offered in conjunction with interstate service.

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SECTION 3 - SERVICE AND RATE DESCRIPTION, (CONT'D.)

3.5 Service Offerings, (Cont'd.)

3.5.27 Preferred Customer Plan

The Preferred Customer Plan is a non-operator assisted, direct dial service available to residential customers. The Customer accesses the service via standard switched access service. The Customer may access Teleglobe either by selecting Teleglobe as the presubscribed interexchange carrier or by dialing the designated access code to reach the service. In order to receive the Preferred Customer Plan, the Customer must enroll in the plan and provide the Company with necessary data for entry into the Company billing database prior to utilizing the service. Customers may enroll in Preferred Customer Plan by dialing a designated toll-free number and speaking with a Teleglobe representative, by completing and submitting an enrollment form to the Company or during a marketing contact with a representative of the Company.

Call ratings are determined by mileage, time of day and duration. Calls are billed in one minute increments, after an initial minimum call duration of one minute.

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SECTION 3 - SERVICE AND RATE DESCRIPTION, (CONT'D.)

3.5 Service Offerings, (Cont'd.)

3.5.28 Dial & Save Flat Rate Residential Program

Dial & Save Flat Rate Residential Program is an outbound residential only service. Calls are originated from presubscribed switched residential Customer access lines or by dialing the company's "10xxx" code.

The Flat Rate Residential Program service is a flat rate outbound calling service utilizing switched access facilities. This service permits the residential Customers to make direct dialed 1+ calls from locations within Kentucky. Calls are billed in one (1) minute increments.

3.5.29 Prime Business Select III

Prime Business Select III service is a month to month optional plan available to all business customers who meet the company's credit approval guidelines. Customers are billed based upon the actual monthly usage. Customers will either be billed directly by the Company or by their local exchange telephone company. Prime Business Select III rates apply to direct dial, toll free, and calling card calls. All calls are billed in six (6) second increments after an initial period, for billing purposes, of eighteen (18) seconds. Per minute, per call and monthly recurring charges may apply.

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SECTION 3 - SERVICE AND RATE DESCRIPTION, (CONT'D.)

3.5 Service Offerings, (Cont'd.)

3.5.30 Prime Business Select IV

Prime Business Select IV service is a term plan service available to all business customers, who meet the Company's credit approval guidelines, but is designed for small to medium users. Customers are billed based upon the actual monthly usage. Customers must sign a twelve (12), twenty-four (24) or thirty-six (36) month term plan. Usage commitments will be set at the time of initiating the service. The contract the Customer signs states the penalty for discontinuation of service. The Customer will be billed the minimum monthly commitment level if the actual monthly usage is below the commitment level. Customers will either billed directly by the company or by their local exchange telephone company. Prime Business Select IV rates apply to direct dial, toll free, and calling card calls. All calls are billed in six (6) second increments after an initial period, for billing purposes, of eighteen (18) seconds. Per minute, per call and monthly recurring charges may apply.

3.5.31 Telco Calling Card Service

Telco Calling Card Service is available to residential Customers for placing calls while away from home or office. Calls are originated by dialing a 1-800 access number, followed by an account identification number and personal identification number. Calls may originate from standard telephone access lines and may terminate to any location within Kentucky. Calls are billed in one (1) minute increments. The minimum call duration for billing purposes is one (1) minute.

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SECTION 3 - SERVICE AND RATE DESCRIPTION, (CONT'D.)

3.5 *Service Offerings, (Cont'd.)*

3.5.32 Prime Business Select V

Prime Business Select V service is a term plan available to all business customers, who meet the Company's credit approval guidelines, but is designed for large end users. Customers are billed based upon the actual monthly usage. Customers must sign a twelve (12), twenty-four (24), or thirty-six (36) month term plan. Usage commitments will be set at the time of initiating service. The contract the customer signs states the penalty for discontinuation of service. The Customer will be billed the minimum monthly commitment level or the actual monthly usage is below the commitment level. Customers will either billed directly by the company or by their local exchange telephone company. Prime Business Select V rates apply to direct dial, toll free, and calling card calls. All calls are billed in six (6) second increments after an initial period, for billing purposes, of eighteen (18) seconds. Per minute, per call and monthly recurring charges may apply.

3.5.33 TELCO 1510 Flat Rate Residential Program

TELCO 1510 Flat Rate Residential Program is an outbound residential only service. Calls are originated by dialing the company's "10xxx" code. This service is available between locations within the state of Kentucky.

Calls are billed in one (1) minute increments with a minimum initial calling period of one (1) minute. Customers must register with the Company to be eligible for this service.

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SECTION 3 - SERVICE AND RATE DESCRIPTION, (CONT'D.)

3.5 Service Offerings, (Cont'd.)

3.5.34 Prime Business Select Plan II Dedicated - Special

Prime Business Select II Dedicated - Special is a combined 1+ outbound and toll-free inbound service. Customers commit to a 36 month term and a $75,000 monthly minimum. Calls are billed in six (6) second increments after an initial period, for billing purposes, of six (6) seconds.

3.5.35 Prime Business Select Plan II - Special Pricing

Prime Business Select Plan II - Special Pricing is a combined 1+ outbound and toll-free inbound switched access service. Customers commit to a 36 month term and minimum monthly usage as defined in the table below. Calls are billed in six (6) second increments after an initial period, for billing purposes, of six (6) seconds.

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SECTION 3 - SERVICE AND RATE DESCRIPTION, (CONT'D.)

3.5.36 Excel Prime Business Select 3 Service

Excel Prime Business Select 3 Service is a combined inbound, outbound and calling card service offered to business Customers. Customers are billed at per minute rates based on Combined Monthly Usage volumes, and discounted rates are applied based upon the Customer's billed monthly usage. Combined Monthly Usage is defined as the Customer's billed usage for a monthly billing period for the combined total of interstate, intrastate, international and service calling card usage for a month's billing period. Directory Assistance charges, monthly recurring charges, service fees, surcharges and taxes are not included in the determination of the Customer's Combined Monthly Usage.

Customers to this service offering commit to Combined Monthly Usage of $100.00, hereinafter referred to as the $100.00 Monthly Minimum Commitment. In the event Customer does not meet the $100.00 Monthly Minimum Commitment during any monthly invoice period, the Customer will be responsible for paying a deficiency charge for that invoice period. The Customer's deficiency charge will be the difference between the Customer's $100.00 Monthly Minimum Commitment and the Customer's actual Combined Monthly Usage.

This service is offered on a month-to-month basis.

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SECTION 3 - SERVICE AND RATE DESCRIPTION, (CONT'D.)

3.5.36 **Excel Prime Business Select 3 Service** - (Continued)

Usage Rates:

COMBINED MONTHLY USAGE COMMITMENT	PER MINUTE RATES
$0 - $99.99	$0.1250
$100 - $199.99	$0.1250
$200 - $499.99	$0.1250
$500 - $999.99	$0.1250
Over $1000	$0.1250

Excel Prime Business Select 3 Calling Card Usage Rates:

Per call surcharge: $0.2500
Per minute rates: $0.2500

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SECTION 3 - SERVICE AND RATE DESCRIPTION, (CONT'D.)

3.5.36 Excel Prime Business Select 3 Service - (Continued)

Usage Rates:(Continued)

Monthly Recurring Service Charges and Fees:

Inbound Service Charge	$3.00 per 800/888#, per month
Directory Assistance Service:	$0.7500 per call
Optional Management Invoice Reports	$2.00 per report, per month
Accounting Codes (Non-Verified Package)	$5.00 per package, per month
Accounting Codes (Verified Package)	$10.00 per package, per month

Billing Increments:

Excel Prime Business Select Service 3:

Each call completed will have an initial minimum of eighteen (18) seconds and any time beyond that minimum will be billed in addition using six (6) second increments, rounded up to the next whole six second (1/10 of one minute) increment. If the computed charge includes a fraction of a cent, the fraction is rounded up to the next whole cent.

Excel Prime Business Select 3 Calling Card:

Each calling card call completed will have an initial minimum of thirty (30) seconds and any time beyond that minimum will be billed in addition using six (6) second increments, rounded up to the next whole six second (1/10 of one minute) increment. If the computed charge includes a fraction of a cent, the fraction is rounded up to the next whole cent.

Service Hours:

Rates apply 24 hours a day, 7 days a week

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SECTION 3 - SERVICE AND RATE DESCRIPTION, (CONT'D.)

3.5.36.1 Excel Prime Business Select 4 Service

Excel Prime Business Select 4 Service is a combined inbound, outbound and calling card service offered to business Customers. Customers are billed at per minute rates based on Combined Monthly Usage volumes, and discounted rates are applied based upon the Customer's billed monthly usage. Combined Monthly Usage is defined as the Customer's billed usage for a monthly billing period for the combined total of interstate, intrastate, international and service calling card usage for a month billing period. Directory Assistance charges, monthly recurring charges, service fees, surcharges and taxes are not included in the determination of the Customer's Combined Monthly Usage.

Customers to this service offering commit to Combined Monthly Usage of $100.00, hereinafter referred to as the $100.00 Monthly Minimum Commitment. In the event Customer does not meet the $100.00 Monthly Minimum Commitment during any monthly invoice period, the Customer will be responsible for paying a deficiency charge for that invoice period. The Customer's deficiency charge will be the difference between the Customer's $100.00 Monthly Minimum Commitment and the Customer's actual Combined Monthly Usage.

Customers subscribing to this service must commit to a term of 12 months. A service term begins on the first day of the month following service enrollment. When the Customer's 12-month service term expires, the Customer's service will automatically renew for another 12-month period, unless the Company receives in writing a notice of non-renewal during the period between 60 and 30 days prior to the end of the Customer's 12-month term period.

In the event a Customer terminates service with the Company prior to the end of the 12-month Term Commitment Period, or in the event that the Company terminates service based on the Customer's default, the Customer will be responsible for paying a Termination Charge equal to the Customer's $100.00 Monthly Minimum Commitment, multiplied by the number of months remaining in the Customer's agreed 12-month Term Commitment period.

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SECTION 3-SERVICE AND RATE DESCRIPTION, (Continued)

3.5.36.1 Excel Prime Business Select 4 Service - (Continued)

Usage Rates:

COMBINED MONTHLY USAGE	PER MINUTE RATES
$0 - $99.99	$0.1200
$100 - $199.99	$0.1200
$200 - $499.99	$0.1200
$500 - $999.99	$0.1200
Over $1000	$0.1200

Excel Prime Business Select 4 Calling Card Usage Rates:

Per call surcharge: $0.2500
Per minute rates: $0.2000

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SECTION 3-SERVICE AND RATE DESCRIPTION, (Continued)

3.5.36.1 Excel Prime Business Select 4 Service - (Continued)
Usage Rates: (Continued)

Monthly Recurring Service Charges and Fees:

Inbound Service Charge	$3.00 per 800/888#, per month
Directory Assistance Service:	$0.7000 per call
Optional Management Invoice Reports	$2.00 per report, per month
Accounting Codes (Non-Verified Package)	$5.00 per package, per month
Accounting Codes (Verified Package)	$10.00 per package, per month

Billing Increments:

Excel Prime Business Select Service 4:

Each call completed will have an initial minimum of eighteen (18) seconds and any time beyond that minimum will be billed in addition using six (6) second increments, rounded up to the next whole six second (1/10 of one minute) increment. If the computed charge includes a fraction of a cent, the fraction is rounded up to the next whole cent.

Excel Prime Business Select 4 Calling Card:

Each calling card call completed will have an initial minimum of thirty (30) seconds and any time beyond that minimum will be billed in addition using six (6) second increments, rounded up to the next whole six second (1/10 of one minute) increment. If the computed charge includes a fraction of a cent, the fraction is rounded up to the next whole cent.

Service Hours:

Rates apply 24 hours a day, 7 days a week

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SECTION 3 - SERVICE AND RATE DESCRIPTION, (CONT'D.)

3.5 Service Offerings, (Cont'd.)

3.5.36 Excel Prime Select Service (Cont'd.)

(C) **Excel Prime Select 5** - Excel Prime Select 5 service is a term plan service available to all business customers but is designed for large end users. Customers are billed based upon the actual monthly usage with discounts applicable based upon billing levels. Interstate, intrastate, international and calling card usage are contributory to the monthly usage summary but only the interstate usage will be discounted. Customers must sign an 12, 24 or 36 month term plan. Usage commitments will be set at the time of initiating the service. The contract the Customer signs states the penalty for discontinuation of service. The Customer will be billed the minimum monthly commitment level if the actual monthly usage is below the commitment level.

(D) **Excel Prime Select 5A** - Excel Prime Select 5A service is a term plan service available to all business customers but is designed for large end users. Customers are billed based upon the actual monthly usage with discounts applicable based upon billing levels. Interstate, intrastate, international and calling card usage are contributory to the monthly usage summary but only the interstate usage will be discounted. Customers must sign an 12, 24 or 36 month term plan. Usage commitments will be set at the time of initiating the service. The contract the Customer signs states the penalty for discontinuation of service. The Customer will be billed the minimum monthly commitment level if the actual monthly usage is below the commitment level. Select 5A calls are billed in six (6) second increments after an initial period, for billing purposes, of six (6) seconds.

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SECTION 3 - SERVICE AND RATE DESCRIPTION, (CONT'D.)

3.5 Service Offerings, (Cont'd.)

3.5.37 Prime Business Industry Program

Prime Business Industry Program is a affinity associated program for various business and social groups that either commit to or recommend Teleglobe service to the association membership. The association membership will receive special term and rate conditions when they subscribe to Teleglobe service.

(A) Auto Dealers Program

Auto Dealers Program is a Prime Business Industry Program designed for Factory Authorized Auto Dealers. Calls are billed in six (6) second increments after an initial period, for billing purposes, of eighteen (18) seconds. Customers must sign a term commitment for one year and a monthly revenue commitment of $250. Per minute rates and per call surcharges apply based upon call type. Intrastate service is available as an add on to interstate service.

3.5.38 UNUM Agent Program

The UNUM Agent Program is available to business Customers through an authorized agent of Teleglobe. Calls are originated from presubscribed locations. This service permits the Customers to make direct dialed 1+, toll free (800/888) and calling card calls from locations within the United States Calls are bill in (6) six second increments with a minimum calling period, for billing purposes of (18) eighteen seconds. Per minute and per call charges apply as well as an interstate monthly recurring fees for this service.

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SECTION 3-SERVICE AND RATE DESCRIPTION, (Continued)

3.5.39 Prime Business Select 3A Service

Prime Business Select 3A Service is a combined inbound, outbound and calling card service offered to business Customers. Customers are billed at per minute rates based on Combined Monthly Usage volumes, and discounted rates are applied based upon the Customer's billed monthly usage. Combined Monthly Usage is defined as the Customer's billed usage for a monthly billing period for the combined total of interstate, intrastate, international and service calling card usage for a month billing period. Directory Assistance charges, monthly recurring charges, service fees, surcharges and taxes are not included in the determination of the Customer's Combined Monthly Usage.

This service is offered on a month-to-month basis.

Usage Rates:

COMBINED MONTHLY USAGE	PER MINUTE RATES
$0 - $99.99	$0.1250
$100 - $199.99	$0.1250
$200- $499.99	$0.1250
$500 - $999.99	$0.1250
Over $1000	$0.1250

Prime Business Select 3A Calling Card Usage Rates:

Per call surcharge	$0.2500
Per minute rates:	$0.2500

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SECTION 3-SERVICE AND RATE DESCRIPTION, (Continued)

3.5.39 Prime Business Select 3A Service - (Continued)

Usage Rates: (Continued)

Monthly Recurring Service Charges and Fees:

Inbound Service Charge	$3.00 per 800/888#, per month
Directory Assistance Service:	$0.7500 per call
Diskette Billing	$10.00 per diskette, per month
Magnetic Tape Billing	$10.00 per tape, per month
Optional Management Invoice Reports	$2.00 per report, per month
Accounting Codes (Non-Verified Package)	$5.00 per package, per month
Accounting Codes (Verified Package)	$10.00 per package, per month
Customer Accounting Code Package	$45.00 per package, per month

Billing Increments:

Prime Business Select Service 3A:

Each call completed will have an initial minimum of eighteen (18) seconds and any time beyond that minimum will be billed in addition using six (6) second increments, rounded up to the next whole six second (1/10 of one minute) increment. If the computed charge includes a fraction of a cent, the fraction is rounded up to the next whole cent.

Prime Business Select 3A Calling Card:

Each calling card call completed will have an initial minimum of thirty (30) seconds and any time beyond that minimum will be billed in addition using six (6) second increments, rounded up to the next whole six second (1/10 of one minute) increment. If the computed charge includes a fraction of a cent, the fraction is rounded up to the next whole cent.

Service Hours:

Rates apply 24 hours a day, 7 days a week

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SECTION 3-SERVICE AND RATE DESCRIPTION, (Continued)

3.5.40 Prime Business Select 4A Service

Prime Business Select 4A Service is a combined inbound, outbound and calling card service offered to business Customers. Customers are billed at per minute rates based on Combined Monthly Usage volumes, and discounted rates are applied based upon the Customer's billed monthly usage. Combined Monthly Usage is defined as the Customer's billed usage for a monthly billing period for the combined total of interstate, intrastate, international and service calling card usage for a month billing period. Directory Assistance charges, monthly recurring charges, service fees, surcharges and taxes are not included in the determination of the Customer's Combined Monthly Usage.

Customers subscribing to this service must commit to a term of 12, 24 or 36 months. A service term begins on the first day of the month following service enrollment. When the Customer's Term Commitment Period expires, the Customer's service will automatically renew for another 12-month, 24-month or 36 month period, whichever is applicable, unless the Company receives in writing a notice of non-renewal during the period between 60 and 30 days prior to the end of the Customer's Term Commitment Period.

In the event a Customer terminates service with the Company prior to the end of the Customer's Term Commitment Period, or in the event that the Company terminates service based on the Customer's default, the Customer will be responsible for paying a Termination Charge equal to $100.00 multiplied by the number of months remaining in the Customer's agreed Term Commitment period.

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SECTION 3-SERVICE AND RATE DESCRIPTION, (Continued)

4.30.3 Prime Business Select 4A Service - (Continued)
Usage Rates:

COMBINED MONTHLY USAGE	PER MINUTE RATES	PER MINUTE RATES	PER MINUTE RATE
	12-Month Term	24-Month Term	36-Month Term
$0 - $199.99	$0.1200	$0.1200	$0.1200
$200 - $499.99	$0.1200	$0.1200	$0.1200
$500 - $999.99	$0.1200	$0.1200	$0.1200
Over 1000	$0.1200	$0.1200	$0.1200

Prime Business Select 4A Calling Card Usage Rates:

Per call surcharge: $0.2500

Per minute rates: $0.2000

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SECTION 3-SERVICE AND RATE DESCRIPTION, (Continued)

3.5.40 Prime Business Select 4A Service - (Continued)

Usage Rates: (Continued)

Monthly Recurring Service Charges and Fees:

Inbound Service Charge	$3.00 per 800/888#, per month
Directory Assistance Service:	$0.7000 per call
Diskette Billing	$10.00 per diskette, per month
Magnetic Tape Billing	$10.00 per tape, per month
Optional Management Invoice Reports	$2.00 per report, per month
Accounting Codes (Non-Verified Package)	$5.00 per package, per month
Accounting Codes (Verified Package)	$10.00 per package, per month
Customer Accounting Code Package	$45.00 per package, per month

Billing Increments:

Prime Business Select Service 4A:

Each call completed will have an initial minimum of eighteen (18) seconds and any time beyond that minimum will be billed in addition using six (6) second increments, rounded up to the next whole six second (1/10 of one minute) increment. If the computed charge includes a fraction of a cent, the fraction is rounded up to the next whole cent.

Prime Business Select 4A Calling Card:

Each calling card call completed will have an initial minimum of thirty (30) seconds and any time beyond that minimum will be billed in addition using six (6) second increments, rounded up to the next whole six second (1/10 of one minute) increment. If the computed charge includes a fraction of a cent, the fraction is rounded up to the next whole cent.

Service Hours:

Rates apply 24 hours a day, 7 days a week

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SECTION 3-SERVICE AND RATE DESCRIPTION, (Continued)

3.5.41 Prime Business Communications Service

Prime Business Communications Service is a customized telecommunications service offering combining inbound, outbound and calling card services offered to business Customers. Customers are billed at per minute rates based on a Minimum Monthly Usage Commitment Option for switched or dedicated access services for origination and termination of calls. Monthly Usage includes combined interstate, intrastate, international and calling card usage for a month billing period. Directory Assistance charges, monthly recurring charges, service charges and taxes are not included in the determination of the Customer's Monthly Usage. Customers subscribing to this service must commit to a term of 12 months. A service term begins on the first day of the month following service enrollment. When the Customer's 12-month service term expires, the Customer's service will automatically renew for another 12-month period, unless the Company receives in writing a notice of non-renewal during the period between 60 and 30 days prior to the end of the Customer's 12-month term period. In the event a Customer terminates service with the Company prior to the end of the 12-month Term Commitment Period, or in the event that the Company terminates service based on the Customer's default, the Customer will be responsible for paying a Termination Charge equal to the Customer's Minimum Monthly Usage Commitment Option, multiplied by the number of months remaining in the Customer's agreed 12-month Term Commitment period.

For dedicated access, dedicated facilities between the Customer's premises and the Company's terminal location(s) are required. The Company will arrange for the installation of all required connecting facilities via a Local Exchange Carrier or other access provider. The installation and monthly recurring charges for any interface equipment associated with such access that is provided by the Company shall be calculated on an individual case basis, in accordance with the charges assessed by the Local Exchange Carrier or other access provider.

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SECTION 3-SERVICE AND RATE DESCRIPTION, (Continued)

3.5.41 Prime Business Communications Service (Cont'd.)

3.5.41.1 Per Minute Usage Rates: (Switched& Dedicated Access Service)

Minimum Monthly Usage Commitment Options (Switched Access)		Switched Access Per Minute Rate	Minimum Monthly Usage Commitment Options (Dedicated Access)		Dedicated Access Per Minute Rate
OPTION 1	$25	$0.1050	OPTION 1	$1,500	$0.0650
OPTION 2	$50	$0.1000	OPTION 2	$2,000	$0.0650
OPTION 3	$75	$0.0975	OPTION 3	$2,500	$0.0650
OPTION 4	$100	$0.0950	OPTION 4	$4,000	$0.0600
OPTION 5	$125	$0.0925	OPTION 5	$5,000	$0.0600
OPTION 6	$150	$0.0900	OPTION 6	$10,000	$0.0550
OPTION 7,8,9,10,11	$175	$0.0900	OPTION 7	$15,000	$0.0550

3.5.41.2 Travel Card Usage Rates:

Per Minute Rate		Per Call Surcharge	
Options 1,2,3	$.2000	Options 1,2,3	$.2500
Options 4,5	$.2000	Options 4,5	$.1500
Options 6,7,8,9,10,11	$.1800	Options 6,7,8,9,10,11	$.1500

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SECTION 3-SERVICE AND RATE DESCRIPTION, (Continued)

3.5.41 Prime Business Communications Service (Continued)

3.5.41.3 Monthly Recurring Service Charges:

Inbound Service Charge	$3.00 per 800/888#, per month
Directory Assistance Service:	$0.6500 per call
Diskette Billing	$10.00 per diskette, per month
Magnetic Tape Billing	$10.00 per tape, per month
Optional Management Invoice Reports	$2.00 per report, per month
Accounting Codes (Non-Verified Package)	$5.00 per package, per month
Accounting Codes (Verified Package)	$10.00 per package, per month
Customer Accounting Code Package	$45.00 per package, per month

Billing Increments:

Each call completed will have an initial minimum of eighteen (18) seconds and any time beyond that minimum will be billed in addition using six (6) second increments, rounded up to the next whole six second (1/10 of one minute) increment. If the computed charge includes a fraction of a cent, the fraction is rounded up to the next whole cent.

Service Hours:

Rates apply 24 hours a day, 7 days a week

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