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**COMMONWEALTH OF KENTUCKY
BEFORE THE PUBLIC SERVICE COMMISSION**

IN THE MATTER OF COMPLAINT OF SPRINT
COMMUNICATIONS COMPANY L.P. AGAINST
BLUEGRASS TELEPHONE COMPANY, INC. d/b/a
KENTUCKY TELEPHONE COMPANY FOR THE
UNLAWFUL IMPOSITION OF ACCESS
CHARGES

Case No. 2010-00012

**ANSWER OF SPRINT COMMUNICATIONS COMPANY L.P.
TO COUNTERCLAIM OF BLUEGRASS TELEPHONE COMPANY, INC. d/b/a
KENTUCKY TELEPHONE COMPANY**

Sprint Communications Company L.P. ("Sprint") answers the Counterclaim of Bluegrass Telephone Company d/b/a Kentucky Telephone Company ("Kentucky Telephone") as follows:

1. Sprint admits paragraph 1.
2. As to paragraph 2, alleges that KRS 278.260 speaks for itself.
3. As to paragraph 3, alleges that KRS 278.030 speaks for itself.
4. As to paragraph 4, Sprint incorporates by reference the allegations of its complaint and denies any and all allegations, denials and affirmative defenses not expressly admitted.
5. As to paragraph 5, Sprint admits that Kentucky Telephone has provided some intrastate switched access services to Sprint.
6. As to paragraph 6, Sprint states that KY PSC Tariff No. 3 speaks for itself and denies the remaining allegations of paragraph 6.
7. Sprint denies paragraph 7 and states affirmatively that Kentucky Telephone billed Sprint for intrastate minutes not subject to KY PSC Tariff No. 3.

8. As to paragraphs 8, 9, 10, 11, 12, and 13, alleges that the referenced portions of KY PSC Tariff No. 3 speak for themselves.

9. As to paragraph 14, Sprint admits only that Kentucky Telephone purports to bill Sprint for intrastate switched access services but denies that Kentucky Telephone complies with applicable tariffs.

10. As to paragraph 15, Sprint admits only that it has not paid Kentucky Telephone for certain charges billed and affirmatively states that Kentucky Telephone improperly billed Sprint for intrastate switched access services for October 2009, November 2009, December 2009 and January 2010. Sprint denies the remaining allegations of paragraph 15.

11. As to paragraph 16, Sprint alleges that the Commission regulations and applicable tariffs speak for themselves and denies that Kentucky Telephone has the right to terminate the provision of service to Sprint while a dispute, such as this action, is pending.

12. Sprint denies paragraph 17.

14. As to the relief requested by Kentucky Telephone under subparts a. through d. under “WHEREFORE”, Sprint denies that Kentucky Telephone is entitled to the requested relief or to any relief in this proceeding.

15. Any allegation not expressly admitted herein is denied.

AFFIRMATIVE DEFENSES

16. Kentucky Telephone’s Counterclaim fails to state a claim upon which relief can be granted.

17. Kentucky Telephone's Counterclaim is barred in full or in part by the filed rate doctrine.

18. Any amounts claimed by Kentucky Telephone are barred by waiver, laches, estoppel and unclean hands.

19. Any amounts claimed by Kentucky Telephone are barred by Kentucky Telephone's failure to provide adequate consideration for the requested payment.

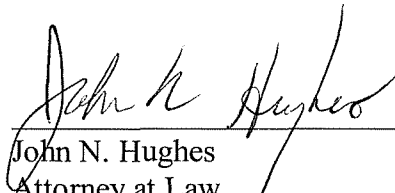
20. Any amounts claimed by Kentucky Telephone should be reduced or offset in their entirety due to Kentucky Telephone's failure to mitigate its damages.

PRAYER FOR RELIEF

20. Sprint requests that the Commission:

- (a) Dismiss the Counterclaim in its entirety with prejudice; and
- (b) Award Sprint such other relief as allowed by law.

Submitted this 19th day of February, 2010.



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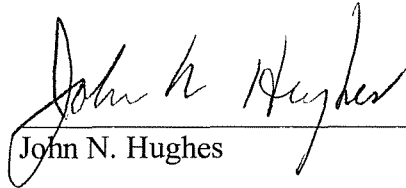
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ATTORNEYS FOR SPRINT
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Certificate of Service:

I certify that a copy of this Answer was mailed to counsel for KTC by first class mail the 19th day of February, 2009.

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