

US Xchange

December 22, 2000

VIA FIRST CLASS MAIL

Kentucky Public Service Commission
211 Sower Boulevard
P.O. Box 615
Frankfort, KY 40602-0615

05001100 - 0505
22250011 - 0510

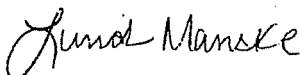
RE: Certificate of Authority Cancellation

To The Commission:

Due to a change in our Company's business plan, we will not be offering service in Kentucky. Therefore, we are requesting that our certificate of authority be canceled. The US Xchange of Kentucky, L.L.C. entity was dissolved on August 25, 2000; a copy of the Certificate of Cancellation is attached.

If you have any questions or need additional information, please do not hesitate to contact me. I can be reached at 616-988-7017.

Sincerely,



Linda Manske
Regulatory Analyst

Enclosures

cc: Mr. Bill Feldman, Assistant Director, Filings Division (w/enclosures)

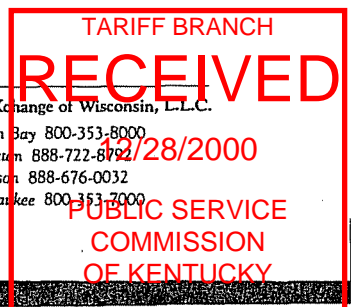
US Xchange, L.L.C.
Corporate 888-493-7100
56 Grandville Ave. SW
Grand Rapids, MI 49503

US Xchange of Illinois, L.L.C.
Rockford 888-603-8792

US Xchange of Indiana, L.L.C.
Bloomington 888-593-8792
Evansville 888-901-8792
Fort Wayne 888-848-8792
Lafayette 888-909-8792
South Bend 888-317-8792

US Xchange of Michigan, L.L.C.
Kalamazoo 877-408-8792

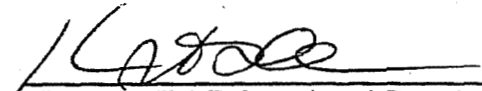
US Xchange of Wisconsin, L.L.C.
Green Bay 800-353-8000
Appleton 888-722-8792
Madison 888-676-0032
Milwaukee 800-353-7000

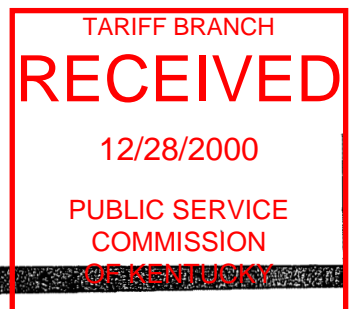


CERTIFICATE OF CANCELLATION
OF
US XCHANGE OF KENTUCKY, LLC

1. The name of the limited liability company is: US Xchange of Kentucky, L.L.C.
2. The Certificate of Formation of the limited liability company was filed on: December 23, 1996.
3. The reason for the filing of this Certificate of Cancellation is: entity is being dissolved.
4. This Certificate of Cancellation shall be effective on August 25, 2000.

IN WITNESS WHEREOF, the undersigned has executed this Certificate of Cancellation of US Xchange of Kentucky, L.L.C. this 25th day of August, 2000.


Kim Scovill, VP Legal and Regulatory





JOHN Y. BROWN III
SECRETARY OF STATE

FOREIGN LIMITED LIABILITY COMPANY
APPLICATION FOR CERTIFICATE OF WITHDRAWAL

Pursuant to the provisions of Chapter 275 of the Kentucky Revised Statutes, the undersigned hereby applies for a Certificate of Withdrawal on behalf of said limited liability company and for that purpose submits the following statements:

- 1. The name of the limited liability company is US Xchange of Kentucky, L.L.C.
(exact name or fictitious name adopted for use in Kentucky)
- 2. The state or country of organization is Delaware
- 3. The limited liability company is not transacting business in Kentucky.
- 4. The limited liability company hereby surrenders its authority to transact business in Kentucky.
- 5. The limited liability company hereby revokes the authority of its registered agent in Kentucky to accept service of process on its behalf and hereby appoints the Secretary of State as its agent for service of process in any proceeding based upon any cause of action arising during the time it was authorized to transact business in Kentucky.
- 6. The mailing address to which the Secretary of State may mail a copy of any process served on the Secretary of State is Attn:Mary Whiting, US Xchange, L.L.C., 56 Grandville Ave SW, Grand Rapids, MI 49503
- 7. The limited liability company hereby commits to notify the Secretary of State in the future of any change in its mailing address.

Dated: 8/16/00

[Signature]
Signature
Kim BOBROT Scoville U.P.
Type or Print Name & Title

(SEE REVERSE SIDE FOR INSTRUCTIONS)

SLL-904 (7/94)

KY040 - CT System Online



US Xchange of Kentucky, L.L.C.

TITLE SHEET

TELECOMMUNICATIONS SERVICES

This tariff applies to the long distance interexchange Telecommunications Services furnished by US Xchange of Kentucky, L.L.C. ("Carrier") between one or more points in the State of Kentucky. This tariff is on file with the Public Service Commission of Kentucky, and copies may be inspected, during normal business hours, at Carrier's principal place of business, US Xchange of Kentucky, L.L.C., 20 Monroe Street, Suite 450, Grand Rapids, Michigan, 49503.

PUBLIC SERVICE COMMISSION
OF KENTUCKY
EFFECTIVE

MAY 11 1997

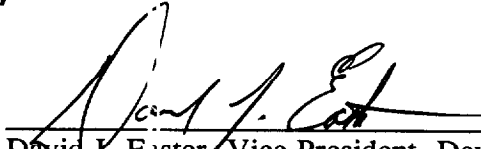
PURSUANT TO 807 KAR 5.011,
SECTION 9 (1)

BY: Phyllis Lannin
DIRECTOR, RATES & RESEARCH DIV

Issued: April 11, 1997

Effective: May 11, 1997

Issued by:



David J. Easter, Vice President, Development
US Xchange of Kentucky, L.L.C.
20 Monroe Street, Suite 450
Grand Rapids, Michigan 49503

CHECK SHEET

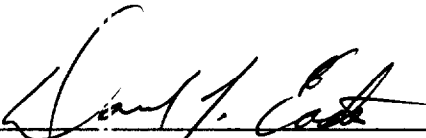
The sheets of this tariff are effective as of the date shown at the bottom of the respective sheet(s). Original and revised sheets as named below comprise all changes from the original tariff and are currently in effect as of the date on the bottom of this page.

<u>SHEET</u>	<u>REVISION</u>	<u>SHEET</u>	<u>REVISION</u>
1	Original	18	Original
2	Original	19	Original
3	Original	20	Original
4	Original	21	Original
5	Original	22	Original
6	Original	23	Original
7	Original	24	Original
8	Original	25	Original
9	Original	26	Original
10	Original	27	Original
11	Original	28	Original
12	Original	29	Original
13	Original	30	Original
14	Original	31	Original
15	Original	32	Original
16	Original	33	Original
17	Original		

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PURSUANT TO 807 KAR 5:011,
SECTION 9 (1)

BY 
DIRECTOR, RATES & RESEARCH DIV

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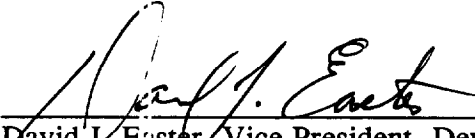
Section 3 - Description 25

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PURSUANT TO 807 KAR 5:011,
SECTION 9 (1)

BY: 
DIRECTOR, RATES & RESEARCH DIV

SYMBOLS

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

- D - Delete or Discontinue
- I - Change Resulting In An Increase to A Customer's Bill
- M - Moved From Another Tariff Location
- N - New
- R - Change Resulting In A Reduction to A Customer's Bill
- T - Change In Text or Regulation But No Change In Rate or Charge

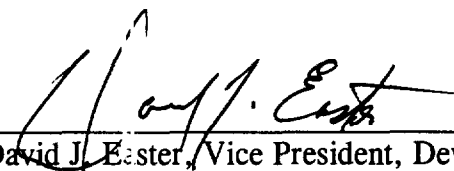
TARIFF FORMAT

- A. Sheet Numbering - Sheet numbers appear in the upper right corner of the page. Sheets are numbered sequentially. However, new sheets are occasionally added to the tariff. When a new sheet is added between sheets already in effect, a decimal is added. For example, a new sheet added between sheets 14 and 15 would be 14.1.
- B. Sheet Revision Numbers - Revision numbers also appear in the upper right corner of each page. These numbers are used to determine the most current sheet version on file with the Commission. For example, the 4th revised Sheet 14 cancels the 3rd revised Sheet 14. Because of various suspension periods, deferrals, etc. the Commission follows in their tariff approval process, the most current sheet number on file with the Commission is not always the tariff page in effect.

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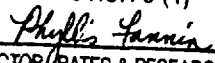
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PURSUANT TO 807 KAR 5.011,
SECTION 9 (1)
BY: 
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TARIFF FORMAT (Cont'd)

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

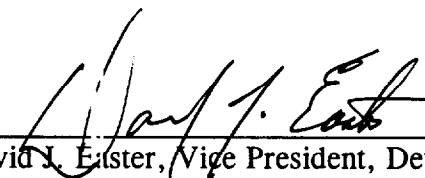
- 2.
- 2.1.
- 2.1.1.
- 2.1.1.A.
- 2.1.1.A.1.
- 2.1.1.A.1.(a).
- 2.1.1.A.1.(a).I.
- 2.1.1.A.1.(a).I.(i).
- 2.1.1.A.1.(a).I.(i).(1).

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

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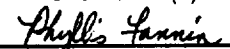
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20 Monroe Street, Suite 450
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PURSUANT TO 807 KAR 5.011,
SECTION 9 (1)

BY: 
DIRECTOR, RATES & RESEARCH DIV

SECTION 1. TECHNICAL TERMS AND ABBREVIATIONS

Access Line - An arrangement from a local exchange telephone company or other common carrier, using either dedicated or switched access, which connects a Subscriber's location to Carrier's location or switching center.

Authorization Code - A numerical code, one or more of which may be assigned to a Subscriber, to enable Carrier to identify the origin of service User so it may rate and bill the call. All authorization codes will be the sole property of Carrier and no Subscriber will have any property or other right or interest in the use of any particular authorization code. Automatic numbering identification (ANI) may be used as or in connection with the authorization code.

Automatic Numbering Identification (ANI) - A type of signaling provided by a local exchange telephone company which automatically identifies the local exchange line from which a call originates.

Carrier or Company - Refers to US Xchange of Kentucky, L.L.C.

Commission - Refers to the Public Service Commission of Kentucky

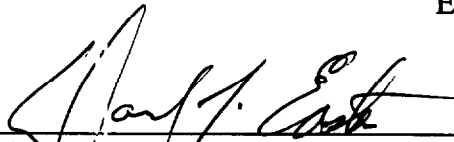
Common Carrier - A company or entity providing telecommunications services to the public.

Holiday - New Year's Day, Memorial Day, Independence Day, Labor Day, Thanksgiving Day, Christmas Day.

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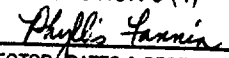


David J. Easter, Vice President, Development
US Xchange of Kentucky, L.L.C.
20 Monroe Street, Suite 450
Grand Rapids, Michigan 49503

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SECTION 9 (1)

BY: 

DIRECTOR, RATES & RESEARCH DIV

SECTION 1. TECHNICAL TERMS AND ABBREVIATIONS (Cont'd)

Local Access and Transport Area (LATA) - The term "Local Access Transport Area" denotes a geographical area established by the U.S. District Court for the District of Columbia in Civil Action No. 82-0192, within which a local exchange company provides communications services.

Measured Charge - A charge assessed on a per minute basis in calculating a portion of the charges due for a completed interexchange call.

Subscriber/Customer - The person or legal entity which enters into arrangements for Carrier's telecommunications services and is responsible for payment of Carrier's services.

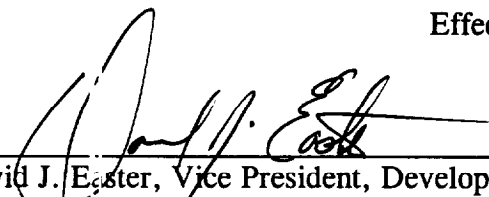
Telecommunications - The transmission of voice communications or, subject to the transmission capabilities of the service, the transmission of data, facsimile, signaling, metering, or other similar communications.

User - The person(s) utilizing Carrier's services.

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David J. Easter, Vice President, Development
US Xchange of Kentucky, L.L.C.
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PURSUANT TO 807 KAR 5:011,
SECTION 9 (1)

BY: 
DIRECTOR, RATES & RESEARCH DIV

SECTION 2. RULES AND REGULATIONS

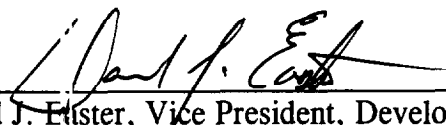
2.1 Application of Tariff

- 2.1.1 This tariff contains the regulations and rates applicable to intrastate resale telecommunications services provided by Carrier for telecommunications between points within the State of Kentucky. Carrier's services are furnished subject to the availability of facilities and subject to the terms and conditions of this tariff.
- 2.1.2 The rates and regulations contained in this tariff apply only to the services furnished by Carrier and do not apply, unless otherwise specified, to the lines, facilities, or services provided by a local exchange telephone company or other common carrier for use in accessing the services of Carrier.
- 2.1.3 The Subscriber is entitled to limit the use of Carrier's services by Users at the Subscriber's facilities, and may use other common carriers in addition to or in lieu of Carrier.

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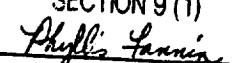
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David J. Edister, Vice President, Development
US Xchange of Kentucky, L.L.C.
20 Monroe Street, Suite 450
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SECTION 2. RULES AND REGULATIONS (Cont'd)

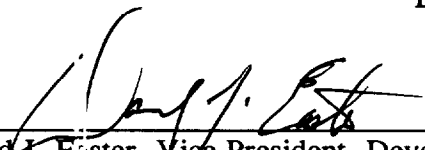
2.2 Use of Services

- 2.2.1 Carrier's services may be used for any lawful purpose consistent with the transmission and switching parameters of the telecommunications facilities utilized in the provision of services.
- 2.2.2 The use of Carrier's services to make calls which might reasonably be expected to frighten, abuse, torment, or harass another or in such a way as to unreasonably interfere with use by others is prohibited.
- 2.2.3 The use of Carrier's services without payment for service or attempting to avoid payment for service by fraudulent means or devices, schemes, false or invalid numbers, or false calling or credit cards is prohibited.
- 2.2.4 Carrier's services are available for use twenty-four hours per day, seven days per week.
- 2.2.5 Carrier does not transmit messages pursuant to this tariff, but its services may be used for that purpose.
- 2.2.6 Carrier's services may be denied for nonpayment of charges or for other violations of this tariff.

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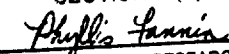


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SECTION 9 (1)

BY: 

DIRECTOR, RATES & RESEARCH DIV

SECTION 2. RULES AND REGULATIONS (Cont'd)

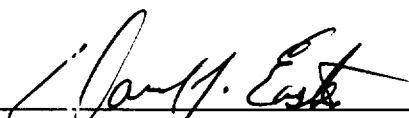
2.3 Liability of Carrier

- 2.3.1 Except as otherwise stated in this section, the liability of the Carrier for damages arising out of either: (1) the furnishing of its services, including but not limited to mistakes, omissions, interruptions, delays, or errors, or other defects, representations, or use of these services, or (2) the failure to furnish its service, whether caused by acts or omission, will be limited to the extension of allowances to the Customer for interruptions in service as set forth in Section 2.5.
- 2.3.2 Except for the extension of allowances to the Customer for interruptions in service as set forth in Section 2.5, the Carrier will not be liable to a Customer or third party for any direct, indirect, special, incidental, reliance, consequential, exemplary or punitive damages, including, but not limited to, loss of revenue or profits, for any reason whatsoever, including, but not limited to, any act or omission, failure to perform, delay, interruption, failure to provide any service or any failure in or breakdown of facilities associated with the service.
- 2.3.3 The liability of the Carrier for errors in billing that result in overpayment by the Customer will be limited to a credit equal to the dollar amount erroneously billed or, in the event that payment has been made and service has been discontinued, to a refund of the amount erroneously billed.

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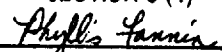


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US Xchange of Kentucky, L.L.C.
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PURSUANT TO 807 KAR 5:011,
SECTION 9 (1)

BY: 
DIRECTOR, RATES & RESEARCH DIV

SECTION 2. RULES AND REGULATIONS (Cont'd)

2.3 Liability of Carrier (Cont'd)

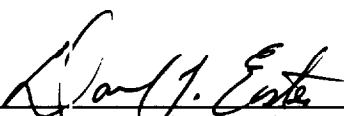
2.3.4 The Carrier will not be liable for any claims for loss or damages involving:

- A. Any act or omission of: (1) the Customer, (2) any other entity furnishing service, equipment or facilities for use in conjunction with services or facilities provided by the Carrier; or (3) common carriers or warehousemen;
- B. Any delay or failure of performance or equipment due to causes beyond the Carrier's control, including but not limited to, acts of God, fires floods, earthquakes, hurricanes, or other catastrophes; national emergencies, insurrections, riots, wars or other civil commotions; strikes, lockouts, work stoppages or other labor difficulties; criminal actions taken against the Carrier; unavailability, failure or malfunction of equipment or facilities provided by the Customer or third parties; and any law, order, regulation or other action of any governing authority or agency thereof;
- C. Any unlawful or unauthorized use of the Carrier's facilities and services;

Issued: April 11, 1997

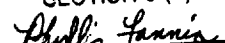
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SECTION 2. RULES AND REGULATIONS (Cont'd)

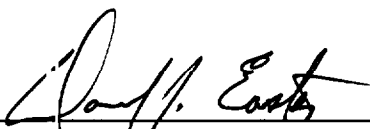
2.3 Liability of Carrier (Cont'd)

- 2.3.4 D. Libel, slander, invasion of privacy or infringement of patents, trade secrets, or copyrights arising from or in connection with the transmission of communications by means of Carrier-provided facilities or services; or by means of the combination of Carrier-provided facilities or services with Customer-provided facilities or services;
- E. Breach in the privacy or security of communications transmitted over the Carrier's facilities;
- F. Changes in any of the facilities, operations or procedures of the Carrier that render any equipment, facilities or services provided by the Customer obsolete, or require modification or alteration of such equipment, facilities or services, or otherwise affect their use or performance, except where reasonable notice is required by the Carrier and is not provided to the Customer, in which event the Carrier's liability is limited as set forth in subsection 2.3.1 of this Section 2.3.
- G. Defacement of or damage to Customer premises resulting from the furnishing of services or equipment on such premises or the installation or removal thereof;

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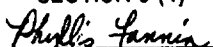


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SECTION 2. RULES AND REGULATIONS (Cont'd)

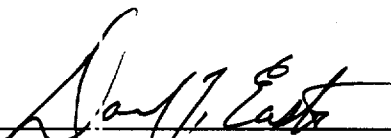
2.3 Liability of Carrier (Cont'd)

- 2.3.4 H. Injury to property or injury or death to persons, including claims for payments made under Workers' Compensation law or under any plan for employee disability or death benefits, arising out of, or caused by, any act or omission of the Customer, or the construction, installation, maintenance, presence, use or removal of the Customer's facilities or equipment connected, or to be connected to the Carrier's facilities;
- I. Any intentional, wrongful act of a Carrier employee when such act is not within the scope of the employee's responsibilities for the Carrier and/or is not authorized by the Carrier;
- J. Any representations made by Carrier employees that do not comport, or that are inconsistent, with the provisions of this Tariff;
- K. Any act or omission in connection with the provision of 911, E911, or similar services involving emergencies;
- L. Any noncompletion of calls due to network busy conditions;
- M. Any calls not actually attempted to be completed during any period that service is unavailable.

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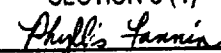
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SECTION 2. RULES AND REGULATIONS (Cont'd)

2.3 Liability of Carrier (Cont'd)


2.3.5 The Carrier will be indemnified, defended and held harmless by the Customer or end user from and against any and all claims, loss, demands, suits, expense, or other action or any liability whatsoever, including attorney fees, whether suffered, made, instituted, or asserted by the Customer or by any other party, for any personal injury to or death of any person or persons, and for any loss, damage or destruction of any property, including environmental contamination, whether owned by the Customer or by any other party, caused or claimed to have been caused directly or indirectly by the installation, operation, failure to operate, maintenance, presence, condition, location, use or removal of any Carrier or Customer equipment or facilities or service provided by the Carrier.

2.3.6 The Carrier does not guarantee nor make any warranty with respect to installations provided by it for use in an explosive atmosphere. The Carrier will be indemnified, defended and held harmless by the Customer from and against any and all claims, loss, demands, suits, or other action, or any liability whatsoever, including attorney fees, whether suffered, made, instituted or asserted by the Customer or by any other party, for any personal injury to or death of any person or persons, and for any loss, damage or destruction of any property, including environmental contamination, whether owned by the Customer or by any other party, caused or claimed to have been caused directly or indirectly by the installation, operation, failure to operate, maintenance, presence, condition, location, use or removal of any equipment or facilities or the service.

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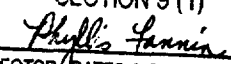
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David J. Easter, Vice President, Development
US Xchange of Kentucky, L.L.C.
20 Monroe Street, Suite 450
Grand Rapids, Michigan 49503

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SECTION 9 (1)
BY: 
DIRECTOR, RATES & RESEARCH DIV

SECTION 2. RULES AND REGULATIONS (Cont'd)

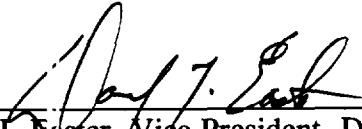
2.3 Liability of Carrier (Cont'd)

- 2.3.7 The Carrier assumes no responsibility for the availability or performance of any cable or satellite systems or related facilities under the control of other entities, or for other facilities provided by other entities used for service to the Customer, even if the Carrier has acted as the Customer's agent in arranging for such facilities or services. Such facilities are provided subject to such degree of protection or nonpreemptibility as may be provided by the other entities.
- 2.3.8 Any claim of whatever nature against the Carrier will be deemed conclusively to have been waived unless presented in writing to the Carrier within thirty (30) days after the date of the occurrence that gave rise to the claim.
- 2.3.9 THE CARRIER MAKES NO WARRANTIES OR REPRESENTATIONS, EXPRESS OR IMPLIED EITHER IN FACT OR BY OPERATION OF LAW, STATUTORY OR OTHERWISE, INCLUDING WARRANTIES OF MERCHANTABILITY OR FITNESS FOR A PARTICULAR USE, EXCEPT THOSE EXPRESSLY SET FORTH HEREIN.

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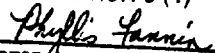
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US Xchange of Kentucky, L.L.C.
20 Monroe Street, Suite 450
Grand Rapids, Michigan 49503

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SECTION 2. RULES AND REGULATIONS (Cont'd)

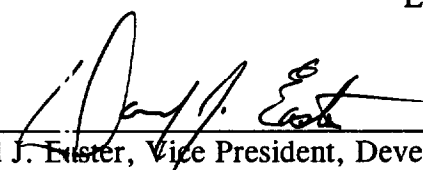
2.4 Responsibilities of the Subscriber

- 2.4.1 The Subscriber is responsible for placing any necessary orders; for complying with tariff regulations; for the placement of any stickers or tent cards provided by Carrier or as required by law; and for assuring that Users comply with tariff regulations. The Subscriber will ensure compliance with any applicable laws, regulations, orders or other requirements (as they exist from time to time) of any governmental entity relating to services provided or made available by the Subscriber to Users. The Subscriber is also responsible for the payment of charges for calls originated at the Subscriber's numbers which are not collect, third party, calling card, or credit card calls.
- 2.4.2 The Subscriber is responsible for charges incurred for special construction and/or special facilities which the Subscriber requests and which are ordered by Carrier on the Subscriber's behalf.
- 2.4.3 If required for the provision of Carrier's services, the Subscriber must provide any equipment space, supporting structure, conduit and electrical power without charge to Carrier.

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David J. Easter, Vice President, Development
US Xchange of Kentucky, L.L.C.
20 Monroe Street, Suite 450
Grand Rapids, Michigan 49503

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SECTION 2. RULES AND REGULATIONS (Cont'd)

2.4 Responsibilities of the Subscriber (Cont'd)

2.4.4 The Subscriber is responsible for arranging access to its premises at times mutually agreeable to Carrier and the Subscriber when required by Carrier personnel to install, repair, maintain, program, inspect or remove equipment with the provision of Carrier's services.

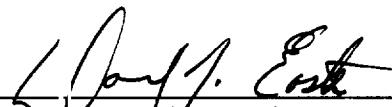
2.4.5 The Subscriber will ensure that the equipment and/or system is properly interfaced with Carrier facilities or services, that the signals emitted into Carrier's network are of the proper mode, bandwidth, power, and signal level for the intended use of the Subscriber and in compliance with the criteria set forth in this tariff, and that the signals do not damage equipment, injure personnel, or degrade service to other Subscribers. If the Federal Communications Commission or some other appropriate certifying body certifies terminal equipment as being technically acceptable for direct electrical connection with interstate communications service, Carrier will permit such equipment to be connected with its channels without use of protective interface devices.

If the Subscriber fails to maintain the equipment and/or the system properly, with resulting imminent harm to Carrier equipment, personnel, or the quality of service to other Subscribers, Carrier may, upon written notice, require the use of protective equipment at the Subscriber's expense. If this fails to produce satisfactory quality and safety, Carrier may, upon written notice, terminate the Subscriber's service.

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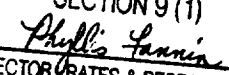
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US Xchange of Kentucky, L.L.C.
20 Monroe Street, Suite 450
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SECTION 2. RULES AND REGULATIONS (Cont'd)

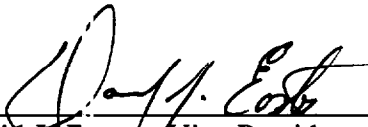
2.4 Responsibilities of the Subscriber (Cont'd)

- 2.4.6 The Subscriber must pay Carrier for replacement or repair of damage to the equipment or facilities of Carrier caused by negligence or willful act of the Subscriber, Users or others, by improper use of the services, or by use of equipment provided by the Subscriber, Users, or others.
- 2.4.7 The Subscriber must pay for the loss through theft of any Carrier equipment installed at Subscriber's premises.
- 2.4.8 The Subscriber is responsible for payment of the charges set forth in this tariff.
- 2.4.9 The Subscriber is responsible for compliance with the applicable regulations set forth in this tariff.
- 2.4.10 The Subscriber will indemnify and save Carrier harmless from all liability disclaimed by Carrier as specified in Section 2.3 above, arising in connection with the provision of service by Carrier, and will protect and defend Carrier from any suits or claims against Carrier and will pay all expenses and satisfy all judgments rendered against Carrier in connection herewith. Carrier will notify the Subscriber of any suit or claim against Carrier of which it is aware.

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David J. Easter, Vice President, Development
US Xchange of Kentucky, L.L.C.
20 Monroe Street, Suite 450
Grand Rapids, Michigan 49503

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SECTION 9 (1)

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SECTION 2. RULES AND REGULATIONS (Cont'd)

2.5 Cancellation or Interruption of Services


2.5.1 General

- A. A service is interrupted when it becomes unusable to the Customer, *e.g.*, the Customer is unable to transmit or receive, because of a failure of a component furnished by the Carrier under this tariff.
- B. An interruption period begins when the Customer reports a service, facility or circuit to be inoperative and releases it for testing and repair. An interruption period ends when the service, facility or circuit is operative.
- C. If the Customer reports a service, facility or circuit to be inoperative but declines to release it for testing and repair, the service, facility or circuit is considered to be impaired but not interrupted. No credit allowances will be made for a service, facility or circuit considered by the Carrier to be impaired.

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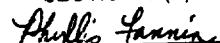


David J. Easter, Vice President, Development
US Xchange of Kentucky, L.L.C.
20 Monroe Street, Suite 450
Grand Rapids, Michigan 49503

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SECTION 9 (1)

BY: 

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SECTION 2. RULES AND REGULATIONS (Cont'd)

2.5 Cancellation or Interruption of Services (Cont'd)

2.5.2 Refusal or Termination of Service

A utility may refuse or terminate service for the following reasons:

- a) For noncompliance with the utility's tariffed rules or Commission regulations after the utility has made a reasonable effort to obtain customer compliance and after the customer has been given at least ten (10) days' advance written termination notice pursuant to Section 14(1) of 807 KAR 5:006.
- b) For dangerous conditions (no advance notice necessary)
- c) For refusal of access after the customer has been given at least ten (10) days' written termination notice pursuant to Section 14(1) of 807 KAR 5:006.
- d) For outstanding indebtedness.
- e) For noncompliance with state, local or other codes after the customer has been given at least ten (10) days' written termination notice pursuant to Section 14(1) of 807 KAR 5:006 unless ordered to terminate immediately by a governmental official.

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David J. Easter, Vice President, Development
US Xchange of Kentucky, L.L.C.
20 Monroe Street, Suite 450
Grand Rapids, Michigan 49503

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PURSUANT TO 807 KAR 5:011,
SECTION 9 (1)

BY: Jordan C. Neel
FOR THE PUBLIC SERVICE COMMISSION

SECTION 2. RULES AND REGULATIONS (Cont'd)

2.5 Cancellation or Interruption of Services (Cont'd)

2.5.2 Refusal or Termination of Service (Cont'd)

- f) For nonpayment of bills; however, no utility shall terminate service to any customer for nonpayment of bills for any tariffed charge without first having mailed or otherwise delivered an advance termination notice which complies with the requirements of Section 14(1) of 807 KAR 5:006.

Telephone utility proposing to terminate customer service for nonpayment shall mail or otherwise deliver to that customer five (5) days' written notice of intent to terminate. Under no circumstances shall service be terminated before twenty (20) days after the mailing date of the original unpaid bill.

- g) For illegal use or theft of service. A utility may terminate service to a customer without advance notice if it has evidence that a customer has obtained unauthorized service by illegal use or theft.

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David J. Easter, Vice President, Development
US Xchange of Kentucky, L.L.C.
20 Monroe Street, Suite 450
Grand Rapids, Michigan 49503

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PURSUANT TO 807 KAR 5:011,
SECTION 9 (1)

BY: Jordan C. Neal
FOR THE PUBLIC SERVICE COMMISSION

SECTION 2. RULES AND REGULATIONS (Cont'd)

2.5 Cancellation or Interruption of Services (Cont'd)

2.5.3 Limitations on Allowances

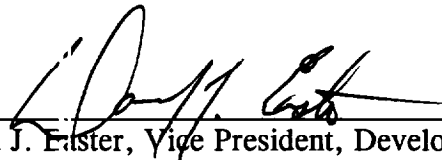
No credit allowance will be made for any interruption of service:

- A. due to the negligence of, or noncompliance with the provisions of this Tariff by, any person or entity other than the Carrier, including but not limited to the Customer or other common carriers connected to the service of the Carrier;
- B. due to the failure of power, equipment, systems, or services not provided by the Carrier;
- C. due to circumstances or causes beyond the control of the Carrier;
- D. during any period in which the Carrier is not given full and free access to its facilities and equipment for the purposes of investigating and correcting interruptions;
- E. during any period in which the Customer continues to use the service on an impaired basis;

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David J. Easter, Vice President, Development
US Xchange of Kentucky, L.L.C.
20 Monroe Street, Suite 450
Grand Rapids, Michigan 49503

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SECTION 9 (1)

BY: 

DIRECTOR, RATES & RESEARCH DIV

SECTION 2. RULES AND REGULATIONS (Cont'd)

2.5 Cancellation or Interruption of Services (Cont'd)

2.5.3 Limitations on Allowances (Cont'd)

- F. during any period when the Customer has released service to the Carrier for maintenance purposes or for implementation of a Customer order for a change in service arrangements;
- G. that occurs or continues due to the Customer's failure to authorize replacement of any element of special construction; and
- H. that was not reported to the Carrier within thirty (30) days of the date that service was affected.

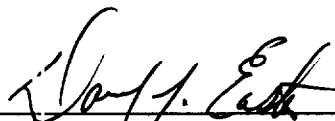
2.5.4 Application of Credits for Interruptions of Service

Credits for interruptions of service, for which charges are specified on the basis of per minute of use, or on the usage of a fraction of a minute, shall in no event exceed an amount equal to the initial period charge provided for under this tariff.

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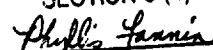


David J. Easter, Vice President, Development
US Xchange of Kentucky, L.L.C.
20 Monroe Street, Suite 450
Grand Rapids, Michigan 49503

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PURSUANT TO 807 KAR 5.011,
SECTION 9 (1)

BY: 
DIRECTOR, RATES & RESEARCH DIV.

SECTION 2. RULES AND REGULATIONS (Cont'd)

2.6 Billing Arrangements

- 2.6.1 Carrier's name will appear prominently on all bills for service.
- 2.6.2 The Subscriber will either be billed directly by Carrier or its intermediary, or charges will be included in the Subscriber's regular local telephone bill pursuant to billing and collection agreements established by Carrier or its intermediary with the applicable telephone company.
- 2.6.3 Carrier will render bills monthly. Payment is due within thirty (30) days after the Subscriber's receipt of its bill.
- 2.6.4 Carrier may impose a late payment charge of 1.5% on any bill not paid within thirty (30) days of the receipt. The Subscriber shall be responsible for all costs, including attorney's fees, incurred in the collection of unpaid charge or in any other action to enforce payments and/or obligations arising under this tariff. A charge of up to \$10.00 may be imposed for returned checks.
- 2.6.5 A 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.

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David J. Easter, Vice President, Development
US Xchange of Kentucky, L.L.C.
20 Monroe Street, Suite 450
Grand Rapids, Michigan 49503

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SECTION 9 (1)

BY: Jordan C. Neel
FOR THE PUBLIC SERVICE COMMISSION

SECTION 2. RULES AND REGULATIONS (Cont'd)

2.7 Validation of Credit

Carrier reserves the right to validate the credit worthiness of Subscribers or Users.

2.8 Contested Charges

All bills are presumed accurate, and shall be absolutely binding on the Subscriber unless objection is received by Carrier within thirty (30) days after such bills are rendered. In the case of a billing dispute between the Subscriber and Carrier for service furnished to the Subscriber, which cannot be settled with mutual satisfaction, the Subscriber can take the following course of action within thirty (30) days of the billing date:

2.8.1 First, the Subscriber may request, and Carrier will provide, an in-depth review of the disputed amount. (The undisputed portion and subsequent bills must be paid on a timely basis or the service may be subject to disconnect.)

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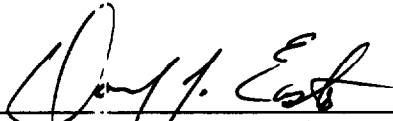
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BY: Phyllis Lannin
DIRECTOR, RATES & RESEARCH DIV

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David J. Easter, Vice President, Development
US Xchange of Kentucky, L.L.C.
20 Monroe Street, Suite 450
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SECTION 2. RULES AND REGULATIONS (Cont'd)

2.8 Contested Charges (Cont'd)

2.8.2 Second, if there is still a disagreement about the disputed amount after the investigation and review by a manager of Carrier, the Subscriber may file an appropriate complaint with the Public Service Commission of Kentucky. The Commission's address is:

Public Service Commission of Kentucky
730 Schenkel Lane
Frankfort, Kentucky 40602

2.9 Customer Complaints

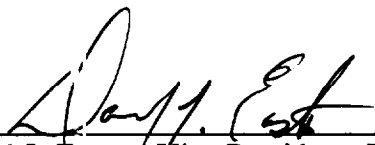
A customer may complain to the Carrier in person, by telephone, or in writing. Upon receipt of a customer complaint, the Carrier shall promptly investigate the matter. Records will be maintained for two (2) years from the date of resolution of the complaint. If a complaint is not resolved, the Carrier will inform the complainant of his right to file a complaint with the Commission and will give the complainant the address and telephone number of the Commission.

The Carrier will permit all customers to contact the Carrier's designated representative without charge.

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David J. Easter, Vice President, Development
US Xchange of Kentucky, L.L.C.
20 Monroe Street, Suite 450
Grand Rapids, Michigan 49503

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SECTION 2. RULES AND REGULATIONS (Cont'd)

2.10 Billing Entity Conditions

When billing functions on behalf of Carrier are performed by local exchange telephone companies, or others, the payment conditions and regulations of such companies apply, including any applicable interest and/or late payment charge conditions.

2.11 Deposits

Carrier does not require a deposit from the Subscriber.

2.12 Taxes

All federal excise taxes, and State and local sales, use, and similar taxes, are billed as separate items and are not included in the quoted rates. Gross receipts tax will not be billed as a separate line item.

2.13 Minimum Call Completion Rate

Carrier will ensure an industry standard blocking rate no greater than P.01.

2.14 Promotions

Carrier may from time to time offer promotional services.

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DIRECTOR, RATES & RESEARCH DIV.

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David J. Easter, Vice President, Development
US Xchange of Kentucky, L.L.C.
20 Monroe Street, Suite 450
Grand Rapids, Michigan 49503

SECTION 3 - DESCRIPTION

3.1 Description

Carrier provides interexchange telecommunications services, including switched and dedicated access long distance communications service. Calls are rated based on the duration of the call.

3.2 Calculation of Usage Rates

Billing for calls placed over Carrier's network is based in part on the duration of the call. Billing is in six second, eighteen second or minute increments, with a minimum call length of not less than six seconds. Timing begins when the called station is answered, as determined by standard industry methods generally in use for ascertaining answer, including hardware answer supervision in which the local telephone company sends a signal to the switch. A call is terminated when either party (called or calling) hangs up. Upon request of the Subscriber, credit will be provided for uncompleted calls/wrong numbers.

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DIRECTOR, RATES & RESEARCH DIV

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David J. Easter
David J. Easter, Vice President, Development
US Xchange of Kentucky, L.L.C.
20 Monroe Street, Suite 450
Grand Rapids, Michigan 49503

SECTION 4 - RATE SCHEDULE

4.1 Rate Schedules

The regulations set forth in this section govern the application of rates for services contained in other sections of this tariff.

4.1.1 Message Telecommunications Services

Message Telecommunications Services consist of the furnishing of message telephone service between telephone stations located within the State. Calls are billed in per minute initial and additional increments.

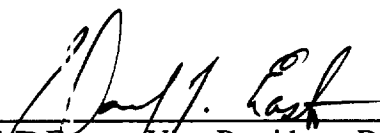
a) InterLATA Rate Schedule:

RATE <u>MILEAGE</u>	<u>DAY</u>		<u>EVENING</u>		<u>NIGHT/WEEKEND</u>	
	<u>INITIAL MINUTE</u>	<u>EACH ADD'L MINUTE</u>	<u>INITIAL MINUTE</u>	<u>EACH ADD'L MINUTE</u>	<u>INITIAL MINUTE</u>	<u>EACH ADD'L MINUTE</u>
1-10	\$0.2300	\$0.1800	\$0.1900	\$0.1425	\$0.1534	\$0.1121
11-16	\$0.2300	\$0.1800	\$0.1900	\$0.1425	\$0.1534	\$0.1121
17-22	\$0.2400	\$0.2100	\$0.1900	\$0.1450	\$0.1534	\$0.1343
23-30	\$0.2400	\$0.2100	\$0.1900	\$0.1450	\$0.1534	\$0.1343
31-55	\$0.2600	\$0.2500	\$0.1945	\$0.1825	\$0.1600	\$0.1600
56-85	\$0.3000	\$0.2800	\$0.2150	\$0.2000	\$0.1665	\$0.1665
86-124	\$0.3000	\$0.2800	\$0.2150	\$0.2000	\$0.1770	\$0.1705
125-196	\$0.3400	\$0.3300	\$0.2500	\$0.2300	\$0.1940	\$0.1940
197-292	\$0.3400	\$0.3300	\$0.2500	\$0.2400	\$0.1940	\$0.1940
293-430	\$0.3600	\$0.3500	\$0.2598	\$0.2535	\$0.2013	\$0.2013

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 US Xchange of Kentucky, L.L.C.
 20 Monroe Street, Suite 450
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SECTION 4 - RATE SCHEDULE (Cont'd)

4.1 Rate Schedules (Cont'd)

4.1.1 Message Telecommunications Services (Cont'd)

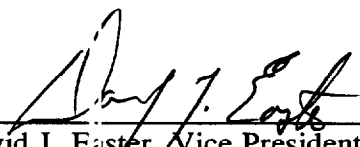
b) IntraLATA Rate Schedule:

RATE MILEAGE	<u>DAY</u>		<u>EVENING</u>		<u>NIGHT/WEEKEND</u>	
	INITIAL MINUTE	EACH ADD'L MINUTE	INITIAL MINUTE	EACH ADD'L MINUTE	INITIAL MINUTE	EACH ADD'L MINUTE
1-10	\$0.1700	\$0.1700	\$0.1099	\$0.1099	\$0.1000	\$0.1000
11-16	\$0.1800	\$0.1800	\$0.1163	\$0.1163	\$0.1100	\$0.1100
17-22	\$0.1850	\$0.1850	\$0.1163	\$0.1163	\$0.1100	\$0.1100
23-30	\$0.1975	\$0.1975	\$0.1225	\$0.1225	\$0.1200	\$0.1200
31-55	\$0.1975	\$0.1975	\$0.1225	\$0.1225	\$0.1200	\$0.1200
56-85	\$0.2050	\$0.2050	\$0.1240	\$0.1240	\$0.1200	\$0.1200
86-124	\$0.2050	\$0.2050	\$0.1240	\$0.1240	\$0.1200	\$0.1200
Over 125	\$0.2050	\$0.2050	\$0.1240	\$0.1240	\$0.1200	\$0.1200

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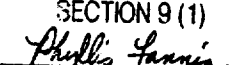
Issued by:



 David J. Easter, Vice President, Development
 US Xchange of Kentucky, L.L.C.
 20 Monroe Street, Suite 450
 Grand Rapids, Michigan 49503

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PURSUANT TO 807 KAR 5.011,
SECTION 9 (1)
BY: 
DIRECTOR, RATES & RESEARCH DIV.

SECTION 4 - RATE SCHEDULE (Cont'd)

4.1 Rate Schedules (Cont'd)

4.1.2 800 Service

800 Service is an inbound-only service in which callers located within the State may place toll-free calls to a telephone in the 800 area code assigned to the Customer. 800 service calls are billed in per minute initial and additional increments.

Per-minute rate: \$0.238

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DIRECTOR, RATES & RESEARCH DIV.

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SECTION 4 - RATE SCHEDULE (Cont'd)

4.1 Rate Schedules (Cont'd)

4.1.3 Postpaid Travel Card Service

Postpaid travel card service is available to Customers of Carrier's long distance services. Customers will reach Carrier's network via a toll free number. A Customer who elects to use this service will pay the tariffed rates for calls charged to the card. Charges for such calls appear on the Customer's regular monthly bill.

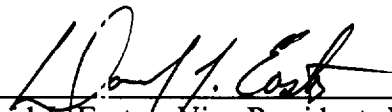
a) InterLATA Rate Schedule:

RATE MILEAGE	<u>DAY</u>		<u>EVENING</u>		<u>NIGHT/WEEKEND</u>	
	<u>INITIAL MINUTE</u>	<u>EACH ADD'L MINUTE</u>	<u>INITIAL MINUTE</u>	<u>EACH ADD'L MINUTE</u>	<u>INITIAL MINUTE</u>	<u>EACH ADD'L MINUTE</u>
1-10	\$0.2200	\$0.2200	\$0.1700	\$0.1700	\$0.1342	\$0.1300
11-16	\$0.2200	\$0.2200	\$0.1700	\$0.1700	\$0.1342	\$0.1300
17-22	\$0.2200	\$0.2200	\$0.1700	\$0.1700	\$0.1400	\$0.1400
23-30	\$0.2200	\$0.2200	\$0.1700	\$0.1700	\$0.1400	\$0.1400
31-55	\$0.2700	\$0.2700	\$0.2100	\$0.2100	\$0.1700	\$0.1700
56-85	\$0.3100	\$0.3100	\$0.2500	\$0.2500	\$0.2000	\$0.2000
86-124	\$0.3100	\$0.3100	\$0.2600	\$0.2600	\$0.2100	\$0.2100
125-196	\$0.3200	\$0.3200	\$0.2700	\$0.2700	\$0.2100	\$0.2100
197-292	\$0.3600	\$0.3600	\$0.3000	\$0.3000	\$0.2200	\$0.2200
293-430	\$0.3600	\$0.3600	\$0.3000	\$0.3000	\$0.2200	\$0.2200

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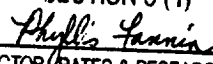
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 David J. Easter, Vice President, Development
 US Xchange of Kentucky, L.L.C.
 20 Monroe Street, Suite 450
 Grand Rapids, Michigan 49503

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SECTION 4 - RATE SCHEDULE (Cont'd)

4.1 Rate Schedules (Cont'd)

4.1.3 Postpaid Travel Card Service (Cont'd)

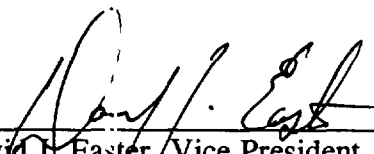
a) IntraLATA Rate Schedule:

RATE MILEAGE	<u>DAY</u>		<u>EVENING</u>		<u>NIGHT/WEEKEND</u>	
	INITIAL MINUTE	EACH ADD'L MINUTE	INITIAL MINUTE	EACH ADD'L MINUTE	INITIAL MINUTE	EACH ADD'L MINUTE
1-10	\$0.2200	\$0.1800	\$0.1694	\$0.1284	\$0.1342	\$0.1050
11-16	\$0.2200	\$0.1800	\$0.1694	\$0.1284	\$0.1342	\$0.1050
17-22	\$0.2200	\$0.1900	\$0.1694	\$0.1463	\$0.1342	\$0.1159
23-30	\$0.2200	\$0.1900	\$0.1694	\$0.1463	\$0.1342	\$0.1159
31-55	\$0.2500	\$0.2500	\$0.1925	\$0.1925	\$0.1525	\$0.1525
56-85	\$0.2900	\$0.2900	\$0.2233	\$0.2233	\$0.1768	\$0.1768
86-124	\$0.2900	\$0.2900	\$0.2233	\$0.2233	\$0.1768	\$0.1768
Over 125	\$0.2900	\$0.2900	\$0.2233	\$0.2233	\$0.1768	\$0.1768

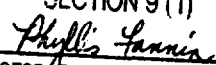
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