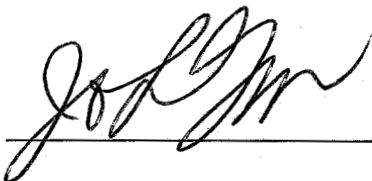


ADOPTION NOTICE

The undersigned GIETEL Inc. d/b/a Crescent Telephone Company,
(Name of Utility) System
of Tennessee hereby adopts, ratifies, and makes its own, in
every respect as if the same had been originally filed and posted by it, all tariffs and
supplements containing rates, rules and regulations for furnishing Telecommunications
service at State wide (**Nature of Service**) in the Commonwealth of Kentucky, filed
with the Public Service Commission of Kentucky
by Touchtone Communications
(Name of Predecessor)
of North Carolina and in effect on the 2nd day of November
_____, 19 99 the date on which the public service business of the said
(Name of Predecessor) was taken over by it.

This notice is issued on the 2nd day of November, 1999, in
conformity with 807 KAR 5:011, Section 11, of the Regulations for the filing of Tariffs
of Public Utilities with the Public Service Commission of Kentucky.

PUBLIC SERVICE COMMISSION
OF KENTUCKY
EFFECTIVE


By, John G. Isaac

NOV 03 1999

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

BY: Stephan D. Bell
SECRETARY OF THE COMMISSION

Authorized by K. P.S.C. Order No. _____

REGULATIONS AND SCHEDULE OF INTRASTATE CHARGES

REGULATIONS AND SCHEDULE OF INTRASTATE CHARGES
APPLYING TO END-USER
COMMUNICATION SERVICES WITHIN
THE COMMONWEALTH OF KENTUCKY

TOUCHTONE COMMUNICATIONS, INC.
740 E. LAUREL ROAD
LONDON, KENTUCKY 40741
(606) 864-4429
(606) 864-3180

RATES, RULES AND REGULATIONS FOR FURNISHING NETWORK TRANSMISSION
SERVICES (INCLUDING DIGITAL CHANNELS) BETWEEN FIXED POINTS IN THE
COMMONWEALTH OF KENTUCKY.

This tariff is on file with the Kentucky Public Service Commission, and copies may be inspected during normal business hours at the company's principal place of business.

Issue Date: September 2, 1998

Effective Date: October 2, 1998

Issued By: Touchtone Communications, Inc.

By: Carlos Carpenter

Carlos Carpenter, President
Touchtone Communications, Inc.
740 E. Laurel Road
London, Kentucky 40741

PUBLIC SERVICE COMMISSION
OF KENTUCKY
EFFECTIVE

OCT 02 1998

PURSUANT TO 807 KAR 5011,
SECTION 9 (1)

BY: Stephan D. Bell

Issued by authority of an order of the Public Service Commission of the Commonwealth of Kentucky in Administrative Case No. 370, dated January 8, 1998

REGULATIONS AND SCHEDULE OF INTRASTATE CHARGES

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London, Kentucky 40741

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Richard D. Bille
SECRETARY OF THE COMMISSION

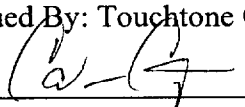
REGULATIONS AND SCHEDULE OF INTRASTATE CHARGES

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. For example, the 4th revised Sheet 14 cancels the 3rd revised Sheet 14. Consult the Check Sheet for the sheet currently in effect.
- C. Check Sheets - When a tariff filing is made with the K.P.S.C., 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. An asterisk designates all revisions made in a given filing (*).

Issue Date: September 2, 1998

Issued By: Touchtone Communications, Inc.


By: 
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OF KENTUCKY
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REGULATIONS AND SCHEDULE OF INTRASTATE CHARGES

Explanation of Symbols

The following symbols shall be used in this tariff for the purpose indicated and shall appear in the right margin of the sheet:

- C - To signify changed regulation.
- D - To signify discontinued rate, regulation, or condition.
- I - To signify increased rate.
- K - To signify that material has been transferred to another sheet or place in the tariff
- M - To signify that material has been transferred from another sheet or place in the tariff.
- N - To signify new rate, regulation, condition or sheet.
- R - To signify reduced rate.
- T - To signify a change in, text for clarification, but no change in rate or regulation.

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PURSUANT TO 807 KAR 5.011,
SECTION 9(1)

BY: Stanley Bell

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REGULATIONS AND SCHEDULE OF INTRASTATE CHARGES

Check Sheet

The cover sheet and sheets 1-101 inclusive of this tariff are effective as of the date originally shown. Original and revised sheets, as named below, comprise all changes from the original tariff in effect on the-date indicated.

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21	Original	45	Original	70	Original
22	Original	46	Original	71	Original
23	Original	47	Original	72	Original
		48	Original	73	Original

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By: *Carlos Carpenter*

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PURSUANT TO 307 KAR 5011,
SECTION 9 (1)

BY: *Stephan D. Bay*
PUBLIC SERVICE COMMISSION

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REGULATIONS AND SCHEDULE OF INTRASTATE CHARGES

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81	Original	110	Original
82	Original	111	Original
83	Original	112	Original
84	Original	113	Original
85	Original	114	Original
86	Original	115	Original
87	Original	116	Original
88	Original	117	Original
89	Original	118	Original
90	Original	119	Original
91	Original	120	Original
92	Original	121	Original
93	Original	122	Original
94	Original	123	Original
95	Original	124	Original
96	Original		
97	Original		
98	Original		
99	Original		
100	Original		
101	Original		
102	Original		

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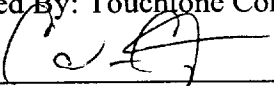
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REGULATIONS AND SCHEDULE OF INTRASTATE CHARGES

Application of Tariff


This tariff sets forth the service offerings, rates, terms and conditions applicable to the furnishing of intrastate end-user communications services by Touchtone Communications, Inc., hereinafter referred to as the Company, to customers within the Commonwealth of Kentucky.

Issue Date: September 2, 1998
Issued By: Touchtone Communications, Inc.
By: 
Carlos Carpenter, President
Touchtone Communications, Inc.
740 E. Laurel Road
London, Kentucky 40741

Effective Date: October 2, 1998
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OF KENTUCKY
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PURSUANT TO 807 KAR 5.011,
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BY: 
STEPHEN D. BELL
SECRETARY OF THE COMMISSION

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REGULATIONS AND SCHEDULE OF INTRASTATE CHARGES

Concurring, Connecting and Other Participating Carriers

Concurring Carriers:

None

Connecting Carriers:

None


Other Participating Carriers:

None

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By: 
SECRETARY OF THE COMMISSION

REGULATIONS AND SCHEDULE OF INTRASTATE CHARGES

1. Definitions

Certain terms used generally throughout this tariff are defined below.

Account Codes: Permits Centrex Stations and attendants to dial an account code number of up to eight digits. For use when placing calls over facilities arranged for Automatic Message Accounting "AMA" recording. The account or project number must be input prior to dialing the called number.

Advance Payment: Part or all of a payment required before the start of service.

DID Trunk: A form of local switched access that provides the ability for an outside party to call an internal extension directly without the intervention of the company operator.

Automatic Number Identification ("ANI"): Allows the automatic transmission of a caller's billing account telephone number to a local exchange company, interexchange carrier or a third party subscriber. The primary purpose of ANI is to allow for billing of toll calls.

Bit: The smallest unit of information in the binary system of notation.

Call Back/Camp On: Permits a station line encountering an all-trunk-busy condition the option of being notified when a trunk becomes idle.

Call Forwarding: Allows calls to be routed to a user-defined line inside or outside the customer's telephone system.

Call Forwarding Station: Allows calls directed to a station line to be routed to a user defined line inside or outside the customer's telephone system.

Call Forwarding System: Permits calls attempting to terminate to a busy station line to be re-directed to a predetermined line inside or outside the customer's telephone system.

Call Forwarding Remote: This optional feature allows a user to activate/deactivate the Call

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REGULATIONS AND SCHEDULE OF INTRASTATE CHARGES

1. Definitions (cont'd.)

Forwarding - All Calls feature or change the forwarded to telephone number from a remote location.

Call Forwarding, Busy: Allows incoming calls to a busy station to be routed to a pre-selected station line or attendant within the same system or outside the system. Intercom calls can be arranged to be forwarded to a number different from DID calls.

Call Forwarding Don't Answer: Allows incoming calls to be automatically routed to a pre-selected station line or attendant in the same system or outside the system, when the called station is not answered after a preset number of rings. Intercom calls can be arranged to be forwarded to a number different from DID calls.

Call Forwarding Variable Limited: When this feature is activated by a station line user or the attendant, incoming calls to the activated station line or attendant position will be automatically routed to any other selected station line, within the same Centrex system, or LO the attendant position. The attendant may also activate this feature for a station line user.

Call Forwarding Variable Unlimited: The same as Call Forwarding Variable Limited except that incoming calls may be automatically routed to a telephone number outside the Centrex system or to station lines within the same Centrex system. The attendant may not activate this feature to a telephone number outside the Centrex system for a station line use. Calls forwarded outside the Centrex system are subject to the appropriate charges for local and toll messages.

Call Hold: Allows the user to hold one call for any length of time provided that neither party goes on-hook.

Call Park: Allows a station line to park a call against its own line number. The parked call can be retrieved from any station line by dialing a feature code and the line number against which the call is parked.

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By: Carlos Carpenter
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SECRETARY OF THE COMMONWEALTH OF KENTUCKY

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REGULATIONS AND SCHEDULE OF INTRASTATE CHARGES

1. Definitions (cont'd.)

Call Pickup: Allows a station line to answer incoming calls to another station line within a defined call pickup group. Call pickup is provided on individual station lines within a customer group.

Call Transfer: Allows a station line user to transfer any established call to another station line inside or outside the customer group without the assistance of the attendant.

Call Waiting: Permits a line in the talking state to be alerted by a tone when another call is attempting to complete to the line. Audible ringing is returned to the originating line. The Service also provides a hold feature that is activated by a switchhook flash.

Communication Services: The Company's intrastate toll and local exchange switched telephone services.

Company: Touchtone Communications, Inc., the issuer of this tariff.

Customer or Subscriber: The person, firm or corporation that orders service and is responsible for the payment of charges and compliance with the Company's regulations.

Dial Pulse ("DP"): The pulse type employed by rotary dial station sets.

Direct Inward Dial ("DID"): A service attribute that routes incoming calls directly to stations, bypassing a central answering point.


Direct Outward Dial ("DOD"): A service attribute that allows individual station users to access and dial outside numbers directly.

Do Not Disturb: Permits the attendant to cut off a single station line and selected groups of station lines from receiving incoming and station-to-station calls.

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SECRETARY OF THE COMMISSION

REGULATIONS AND SCHEDULE OF INTRASTATE CHARGES

1. Definitions (cont'd.)

DSX-1 Panel: Distribution equipment used to terminate and administer DS1 (1.544 Mbps) circuits.

Dual Tone Multi-Frequency ("DTMF"): The pulse type employed by tone dial station sets.

Duplex Service: Service that provides for simultaneous transmission in both directions.

Fiber Optic Cable: A thin filament of glass with a protective outer coating through which a light beam carrying communications signals may be transmitted by means of multiple internal reflections to a receiver, which translates the message.

Hunting: Routes a call to an idle station line in a prearranged group when the called station line is busy.

In-Only: A service attribute that restricts outward dial access and routes incoming calls to a designated answer point.

Joint User: A person, firm or corporation that is designated by the Customer as a user of services furnished to the Customer by the Company and to whom a portion of the Charges for the service will be billed under a joint user arrangement as specified herein.

Kbps: Kilobits per second, denotes thousands of bits per second.

Last Number Redial: Enables a station line user to redial the last called number by use of an access code rather than dialing the entire number.

LATA: A Local Access and Transport Area established pursuant to the Modification of Final Judgment entered by the United States District Court for the District of Columbia in Civil Action No. 82-0192; or any other geographic area designated as a LATA in the National Exchange Carrier Association, Inc. Tariff F.C.C. No. 4.

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By: [Signature]
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PURSUANT TO 807 KAR 5011,
SECTION 9(1)
BY: [Signature]
SECRETARY OF THE COMMISSION

Issued by authority of an order of the Public Service Commission of the Commonwealth of Kentucky in Administrative Case No. 373, dated January 8, 1998

REGULATIONS AND SCHEDULE OF INTRASTATE CHARGES

1. Definitions (cont'd.)

Service Commencement Date: The first day following the date on which the, Company notifies the Customer that the requested service or facility is available for use, unless extended by the Customer's refusal to accept service that does not conform to standards set forth in the Service Order or this tariff, in which case the Service Commencement Date is the date of the Customer's acceptance. The Company and Customer may mutually agree on a substitute Service Commencement Date.

Local Exchange Carrier ("LEC"): Denotes any individual, partnership, association, joint-stock company, trust or corporation engaged in providing switched communication within an exchange.

Mbps: Megabits, denotes millions of bits per second.

Multi-Frequency ("MF"): An inter-machine pulse-type used for signaling between telephone switches, or between telephone switches and PBX/key systems.

Recurring Charges: The monthly charges to the Customer for services, facilities and equipment, that continue for the agreed upon duration of the service.

Service Order: The written request for Network Services executed by the Customer and the Company in the format devised by the Company. The signing of a Service Order by the Customer and acceptance by the Company initiates the respective obligations of the parties as set forth therein and pursuant to this tariff, but the duration of the service is calculated from the Service Commencement Date.

Shared: A facility or equipment system or subsystem that can be used simultaneously by several Customers.

Speed Calling: Permits a station line user to dial selected numbers by using fewer digits than normally required. This is accomplished through the assignment of abbreviated codes to

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REGULATIONS AND SCHEDULE OF INTRASTATE CHARGES

1. **Definitions (cont'd.)**

frequently called numbers. The speed calling list is Customer-changeable.

System: Allows shared use of speed calling list. A control station will add, change or delete telephone numbers from the list for the group.

Station: Allows a station line user to add, change or delete telephone numbers from a speed-calling list. The list is dedicated to the individual station line user.

Three-Way Calling: Allows a station line user to add a third party to an existing conversation.

Two-Way: A service attribute that includes outward dial capabilities for outbound calls and can also be used carry inbound calls to a central point for further processing.

User or End User: A Customer, Joint User, or any other person authorized by a Customer to use service provided under this tariff.

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REGULATIONS AND SCHEDULE OF INTRASTATE CHARGES

2. Regulations

2.1 Undertaking of the Company

2.1.1 Scope

The Company undertakes to furnish communications service pursuant to the terms of this tariff in connection with one-way and/or two-way information transmission between points within the Commonwealth of Kentucky.

Customers and users may use services and facilities provided under this tariff to obtain access to services offered by other service providers. The Company is responsible under this tariff only for the services and facilities provided hereunder. The Company assumes no responsibility for any service provided by any other entity that purchases access to the Company network in order to originate or terminate its own services, or to communicate with its own customers.

2.1.2 Shortage of Equipment or Facilities

2.1.2.1 The Company reserves the right to limit or to allocate the use of existing facilities, or of additional facilities offered by the Company, when necessary because of lack of facilities, or due to some other cause beyond the Company's control.

2.1.2.2 The furnishing of service under this tariff is subject to the availability on a continuing basis of all the necessary facilities and is limited to the capacity of the Company's facilities as well as facilities the Company may obtain from other carriers to furnish service from time to time as

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REGULATIONS AND SCHEDULE OF INTRASTATE CHARGES

2. Regulations (cont'd.)

required of the sole discretion of the Company.

2.1 Undertaking of the Company (cont'd.)

2.1.3 Terms and Conditions

2.1.3.1 Service is provided on the basis of a minimum period of at least one-month, 24-hours per day. For the purpose of computing charges in this tariff, a month is considered to have 30 days.


2.1.3.2 Customers may be required to enter into written service orders which shall contain or reference a specific description of the service ordered, the rates to be charged, the duration of the services, and the terms and conditions in this tariff. Customers will also be required to execute any other documents as may be reasonably requested by the Company.

2.1.3.3 At the expiration of the initial term specified in each Service Order, or in any extension thereof, service shall continue on a month-to-month basis at the then current rates unless terminated by either party upon 30 days' written notice. Any termination shall not relieve the Customer of its obligation to pay any charges incurred under the service order and this tariff prior to termination. The rights and obligations that by their nature extend beyond the termination of the term of the service order shall survive such termination.

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REGULATIONS AND SCHEDULE OF INTRASTATE CHARGES

2. Regulations (cont'd.)

2.1 Undertaking of the Company (cont'd.)

2.1.3 Terms and Conditions

2.1.3.5 Service may be terminated upon written notice, in accordance with 807 KAR 5:006, to the Customer if:

- (a) the Customer is using the service in violation of this tariff; or
- (b) the Customer is using the service in violation of the law.

2.1.3.6 This tariff shall be interpreted and governed by the laws of the Commonwealth of Kentucky regardless of its choice of law provisions.

2.1.3.7 A local exchange company must not interfere with the right of any person or entity to obtain service directly from the Company. No person or entity shall be required to make any payment, incur any penalty, monetary or otherwise, or purchase any services in order to have the right to obtain service directly from the Company.

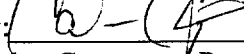
2.1.3.8 To the extent that either the Company or any other telephone company exercises control over available cable pairs, conduit, duct space, raceways, or other facilities needed by the other to reach a person or entity, the party exercising such control shall make them available to the other on terms equivalent to those under which the Company makes similar facilities under its control

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REGULATIONS AND SCHEDULE OF INTRASTATE CHARGES

2. Regulations (cont'd.)

2.1 Undertaking of the Company (cont'd.)

2.1.3.8 Terms and Conditions (cont'd.)

available to its Customers. At the reasonable request of either party, the Company and the other telephone company shall join the attempt to obtain from the owner of the property access for the other party to serve a person or entity.

2.1.4 Liability of the Company

2.1.4.1 The liability of the Company for damages arising out of 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 arising out of the failure to furnish the service, whether caused by acts or omission, shall be limited to the extension of allowances for interruption as set forth in 2.6. The extension of such allowances for interruption shall be the sole remedy of the Customer and the sole liability of the Company. The Company will not be liable for any direct, indirect, incidental, special, consequential, exemplary or punitive damages to Customer as a result of any Company service, equipment or facilities, or the acts or omissions or negligence of the Company's employees or agents.

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REGULATIONS AND SCHEDULE OF INTRASTATE CHARGES

2. Regulations (cont'd.)

2.1 Undertaking of the Company (cont'd)

2.1.4 Liability of the Company (cont'd.)

2.1.4.2 The Company shall not be liable for any delay or failure of performance or equipment due to causes beyond its control, including but not limited to: acts of God, fire, flood, explosion or other catastrophes; any law, order, regulation, direction, action, or request of the United States Government, or of any other government, including state and local governments having or claiming jurisdiction over the Company, or of any department agency, commission, bureau, corporation, or other instrumentality of any one or more of these federal, state, or local governments, or of any civil or military authority; national emergencies; insurrections; riots; wars; unavailability of rights-of-way or materials; or strikes, lock-outs, work stoppages, or other labor difficulties.

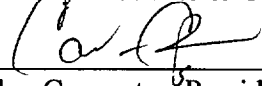
2.1.4.3 The Company shall not be liable for any act or omission of any entity furnishing to the Company nor to the Company's Customer facilities or equipment used for or with the services the Company offers.

2.1.4.4 The Company shall not be liable for any damages or losses due to the fault or negligence of the Customer or due to the failure or malfunction of Customer-provided equipment or facilities.

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REGULATIONS AND SCHEDULE OF INTRASTATE CHARGES

2. Regulations (cont'd.)

2.1 Undertaking of the Company (cont'd.)

2.1.4 Liability of the Company (cont'd.)

2.1.4.5 The Company does not guarantee nor make any warranty with respect to installations it provides for use in an explosive atmosphere. The Customer indemnifies and holds the Company harmless from any and all loss, claims, demands, suits, or other action, or any liability whatsoever, whether suffered, made, instituted, or asserted by any other party or person(s), and for any loss, damage, or destruction of any property, whether owned by the Customer or others, caused or claimed to have been caused directly or indirectly by the installation, operation, failure to operate, maintenance, removal presence, condition, location, or use of any installation so provided. The Company reserves the right to require each Customer to sign an agreement acknowledging acceptance of the provisions of this section 2.1.4.5 as a condition precedent to such installations.

2.1.4.6 The Company is not liable for any defacement of or damage to Customer premises resulting from the furnishings, of services or equipment on such premises or the installation or removal thereof, unless such defacement or damage is caused by negligence or willful misconduct of the Company's agents or employees.

2.1.4.7 The Company shall be indemnified, defended and held harmless by the Customer against any claim, loss or damage arising from Customer's use of services, involving

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REGULATIONS AND SCHEDULE OF INTRASTATE CHARGES

claims for libel, slander, invasion of privacy, or infringement of copyright arising from the Customer's own communications.

2.1 Undertaking of the Company (cont'd.)

2.1.4 Liability of the Company (cont'd.)

2.1.4.8 The entire liability for any claim, loss, damage or expense from any cause whatsoever shall in no event exceed sums actually paid the Company by the Customer for the specific services giving rise to the claim. No action or proceeding against the Company shall be commenced more than one year after the service is rendered.

2.1.4.9 **THE COMPANY 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.**

2.1.5 Notification of Service-Affecting Activities

The Company will provide the Customer reasonable notification of service-affecting activities that may occur in normal operation of its business. Such activities may include, but are not limited to, equipment or facilities additions, removals or rearrangements and routine preventative maintenance. Generally, such activities are not specific to an individual Customer but affect many Customers' services. No specific advance notification period is applicable to all service activities. The Company will work cooperatively with the Customer to determine the reasonable notification requirements.

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REGULATIONS AND SCHEDULE OF INTRASTATE CHARGES

2.1 Undertaking of the Company (cont'd.)

With some emergency or unplanned service-affecting conditions, such as an outage resulting from cable damage, notification to the Customer may not be possible.

2. Regulations (cont'd.)

2.1.6 Provision of Equipment and Facilities


2.1.6.1 The Company shall use reasonable efforts to make available services to a Customer on or before a particular date, subject to the provisions of and compliance by the Customer with, the regulations contained in this tariff. The Company does not guarantee availability by any such date and shall not be liable for any delays in commencing service to any Customer.

2.1.6.2 The Company shall use reasonable efforts to maintain only the facilities and equipment that it furnishes to the Customer. The Customer may not, nor may the Customer permit others to, rearrange, disconnect, remove, attempt to repair, or otherwise interfere with any of the facilities or equipment installed by the Company, except upon the written consent of the Company.

2.1.6.3 The Company may substitute, change or rearrange any equipment or facility at any time and from time to time, but shall not thereby alter the technical parameters of the service provided the Customer.

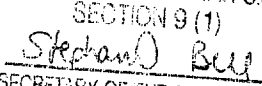
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2. **Regulations (cont'd.)**

2.1 **Undertaking of the Company (cont'd.)**

2.1.6 **Provision of Equipment and Facilities (cont'd.)**

2.1.6.4 Equipment the Company provides or installs at the Customer Premises for use in connection with the services the Company offers shall not be used for any purpose other than that for which it was provided by the Company.


2.1.6.5 The Customer shall be responsible for the payment of service charges as set forth herein for visits by the Company's agents or employees to the Premises of the Customer when the service difficulty or trouble report results from the use of equipment or facilities provided by any party other than the Company, including but not limited to the Customer.

2.1.6.6 The Company shall not be responsible for the installation, operation, or maintenance of any Customer-provided communications equipment. Where such equipment is connected to the facilities furnished pursuant to this tariff, the responsibility of the Company shall be limited to the furnishing of facilities offered under this tariff and to the maintenance and operation of such facilities. Subject to this responsibility, the Company shall not be responsible for:

- (a) the transmission of signals by Customer-provided equipment or for the quality of, or defects in, such transmission or
- (b) the reception of signals by Customer-provided equipment.

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2. Regulations (cont'd.)

2.1 Undertaking of the Company (cont'd.)

2.1.7 Non-routine Installation

At the Customer's request, installation and/or maintenance may be performed outside the Company's regular business hours or in hazardous locations. In such cases, charges based on cost of the actual labor, material, or other costs incurred by or charged to the Company will apply. If installation is started during regular business hours but at the Customer's request extends beyond regular business hours onto time periods including but not limited to, weekends, holidays, and/or night hours, additional charges may apply.

2.1.8 Special Construction

Subject to the agreement of the Company and to all of the regulations contained in this tariff, special construction of facilities may be undertaken on a reasonable effort basis at the request of the Customer. Special construction is that construction undertaken:

1. where facilities are not presently available, and there is no other requirement for than facilities so constructed;
2. of a type other than that which the Company would normally utilize in the furnishing of its services;
3. over a route other than that which the Company would normally utilize in the furnishing of its services;
4. in a quantity greater than that which the Company would normally

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REGULATIONS AND SCHEDULE OF INTRASTATE CHARGES

construct;

5. on an expedited basis;

2. Regulations (cont'd.)

2.1 Undertaking of the Company (cont'd.)

2.1.8 Special Construction (cont'd.)

6. on a temporary basis until permanent facilities are available;

7. involving abnormal costs; or

8. in advance of its normal construction.

2.1.9 Ownership of Facilities

Title to all facilities provided in accordance with this tariff remains in the Company, its agents, contractors, or suppliers.

2.2 Prohibited Uses

2.2.1 Unlawful Purpose

The services the Company offers shall not be used for any unlawful purpose or for any use as to which the Customer has not obtained all required governmental approvals, authorizations, licenses, consents and permits.

2.2.2 Notification to Company

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REGULATIONS AND SCHEDULE OF INTRASTATE CHARGES

2. Regulations (cont'd.)

The Company may require applicants for service who intend to use the Company's offerings for resale and/or for shared use to file a letter with the Company confirming that their use of the Company's offerings complies with relevant laws and Kentucky Public Service Commission regulations, policies, orders, and decisions; and if the reseller intends to provide intrastate services, is certified with the Kentucky Public Service Commission.

2.2 Prohibited Uses (cont'd.)

2.2.3 Transmission Interference

The Company may require a Customer to immediately shut down its transmission of signals if said transmission is causing interference to others.

2.2.4 Assignment or Transfer by Customer

A Customer, joint user, or authorized user may not assign, or transfer in any manner, the service or any rights associated with the service without the written consent of the Company. The Company will permit a Customer to transfer its existing service to another entity if the existing Customer has paid all charges owed to the Company for regulated communications services. Such a transfer will be treated as a disconnection of existing service and installation of new service, and non-recurring installation charges as stated in this tariff will apply.

2.3 Obligations of the Customer

2.3.1 Responsibilities of the Customer

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2. Regulations (cont'd.)

The Customer shall be responsible for:

1. the payment of all applicable charges pursuant to this tariff,
2. reimbursing the Company for damage to or loss of the Company's facilities or equipment caused by the acts or omissions of the Customer; or the noncompliance by the Customer, with these regulations; or by fire or theft or other casualty on the Customer Premises, unless caused by the negligence or willful misconduct of the employees or agents of the Company;

2.3 Obligations of the Customer (cont'd)

2.3.1 Responsibilities of the Customer (cont'd)

3. providing at no charge, as specified from time to time by the Company any needed personnel, equipment space and power to operate Company facilities and equipment installed on the premises of the Customer, and the level of heating and air conditioning necessary to maintain the proper operating environment on such premises;
4. obtaining, maintaining, and otherwise having full responsibility for all rights-of-way and conduits necessary for installation of fiber optic cable and associated equipment used to provide Communication Services to the Customer from the cable building entrance or property line to the location of the equipment space described in 2.3.1(c). Any and all costs associated with obtaining and maintaining the rights-of-way described herein, including the costs of altering the structure to permit installation of the Company-provided facilities, shall be borne entirely by, or may be charged by the Company to, the Customer. The Company may require the Customer to demonstrate its compliance with this section prior to accepting an order for service;

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2. Regulations (cont'd.)

2.3 Obligations of the Customer (cont'd)

2.3.1 Responsibilities of the Customer (cont'd)

- 5. providing a safe place to work and complying with all laws and regulations regarding the working conditions on the premises at which Company employees and agents shall be installing or maintaining the Company's facilities and equipment. The Customer may be required to install and maintain Company facilities and equipment within a hazardous area if, in the Company's opinion, injury or damage to the Company's employees or property might result from installation or maintenance by the Company. The Customer shall be responsible for identifying, monitoring, removing and disposing of any hazardous material (e.g. friable asbestos) prior to any construction or installation work; complying with all laws and regulations applicable to, and obtaining all consents, approvals, licenses and permits as may be required with respect to, the location of Company facilities and equipment in any Customer premises or the rights-of-way for which Customer is responsible under Section 2.3.1(d); and granting or obtaining permission for Company agents or employees to enter the premises of the Customer at any time for the purpose of installing, inspecting, maintaining, repairing, or upon termination of service as stated herein, removing the facilities or equipment of the Company;
- 6. not creating, or allowing to be placed, any liens or other encumbrances on the Company's equipment or facilities; and
- 7. making Company facilities and equipment available periodically

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SECRETARY OF THE COMMISSION

Issued by authority of an order of the Public Service Commission of the Commonwealth of Kentucky in Administrative Case No. 370, dated January 8, 1998

REGULATIONS AND SCHEDULE OF INTRASTATE CHARGES

2. Regulations (cont'd.)

2.3 Obligations of the Customer (cont'd)

for maintenance purposes at a time agreeable to both the Company and the Customer. No allowance will be made for the period during which service is interrupted for such purposes.

2.3.2 Claims

With respect to any service or facility provided by the Company, Customers shall indemnify, defend and hold harmless the Company from and against all claims, actions, damages, liabilities, costs and expenses, including reasonable attorneys' fees for:

1. any loss, destruction or damage to the property of the Company or an third party, or death or injury to persons, including, but not limited to, employees or invitees of either party, to the extent caused by or resulting from the negligent or intentional act or omission of the Customer, its employees, agents, representatives or invitees; or
2. any claim, loss, damage, expense or liability for infringement of any copyright, patent, trade secret, or any proprietary or intellectual property right of any third party, arising from any act or omission by the Customer, including, without limitation, use of the Company's services and facilities in a manner not contemplated by the agreement between the Customer and the Company.

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PUBLIC SERVICE COMMISSION
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Issued By: Touchtone Communications, Inc.

By: *Carlos Carpenter*
Carlos Carpenter, President
Touchtone Communications, Inc.
740 E. Laurel Road
London, Kentucky 40741

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PURSUANT TO 807 KAR 5:011,
SECTION 9 (1)
BY: *Stephan D. Bue*
SECRETARY OF THE COMMISSION

Issued by authority of an order of the Public Service Commission of the Commonwealth of Kentucky in Administrative Case No. 370, dated January 8, 1998

REGULATIONS AND SCHEDULE OF INTRASTATE CHARGES

2. Regulations (cont'd.)

2.4 Customer Equipment and Channels

2.4.1 In General

A User may transmit or receive information or signals via the facilities of the Company. The Company's services are designed primarily for the transmission of voice-grade telephonic signals, except as otherwise stated in this tariff. A User may transmit any form of signal that is compatible with the Company's equipment, but the Company does not guarantee that its services will be suitable for purposes other than voice-grade telephonic communication except as specifically stated in this tariff.

2.4.1.1 Terminal equipment on the User's Premises and the electric power consumed by such equipment shall be provided by and maintained at the expense of the User. The User is responsible for the provision of wiring or cable to connect its terminal equipment to the Company Point of Connection.

2.4.1.2 The Customer is responsible for ensuring that Customer-provided equipment connected to Company equipment and facilities is compatible with such equipment and facilities. The magnitude and character of the voltages and currents impressed on Company-provided equipment and wiring by the connection, operation, or maintenance of such equipment and wiring shall be such as not to cause damage to the Company-provided equipment and wiring or injury to the Company's employees or to other persons. Any additional protective equipment required to prevent such damage or injury shall be provided by the Company at the Customer's expense.

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REGULATIONS AND SCHEDULE OF INTRASTATE CHARGES

2. Regulations (cont'd.)

2.4 Customer Equipment and Channels (cont'd)

2.4.2 Interconnection of Facilities

2.4.2.1 Any special interface equipment necessary to achieve compatibility between the facilities and equipment of the Company used for furnishing Communication Services and the channels, facilities, or equipment of others shall be provided at the Customer's expense.

2.4.2.2 Communication Services may be connected to the services or facilities of other communications carriers only when authorized by, and in accordance with, the terms and conditions of the tariffs of the other communications carriers that are applicable to such connections.

2.4.2.3 Facilities furnished under this tariff may be connected to Customer-provided terminal equipment in accordance with the provisions of this tariff. All such terminal equipment shall be registered by the Federal Communications Commission pursuant to Part 68 of Title 47, Code of Federal Regulations; and all User-provided wiring shall be installed and maintained in compliance with those regulations.

2.4.2.4 Users may interconnect communications facilities that are used in whole or in part for interstate communications to services provided under this tariff only to the extent that the user is an "End User" as defined in Section 69.2(m), Title 47, Code of Federal Regulations (1992 edition).

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REGULATIONS AND SCHEDULE OF INTRASTATE CHARGES

2. **Regulations (cont'd.)**

2.4 Customer Equipment and Channels (cont'd)

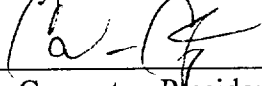
2.4.3 Inspections

2.4.3.1 Upon suitable notification to the Customer, and at a reasonable time, the Company may make such tests and inspections as may be necessary to determine that the Customer is complying with the requirements set forth in Section 2.4.2(B) for the installation, operation, and maintenance of Customer-provided facilities, equipment and wiring in the connection of Customer-provided facilities and equipment to Company-owned facilities and equipment.

2.4.3.2 If the protective requirements for Customer-provided equipment are not being complied with, the Company may take such actions as it deems necessary to protect its facilities, equipment, and personnel. The Company will notify the Customer promptly if there is any need for further corrective action. Within ten days of receiving this notice, the Customer must take this corrective action and notify the Company of the action taken. If the Customer fails to do this, the Company may take whatever additional action is deemed necessary, including the suspension of service, to protect its facilities, equipment and personnel from harm.

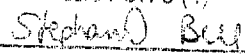
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REGULATIONS AND SCHEDULE OF INTRASTATE CHARGES

2. Regulations (cont'd.)

2.5 Payment Arrangements

2.5.1 Payment for Service

The Customer is responsible for the payment of all charges for facilities and services furnished by the Company to the Customer and to all Users authorized by the Customer, regardless of whether those services are used by the Customer itself or are resold to or shared with other persons.

2.5.2 Taxes

The Customer is responsible for payment of any sales, use, gross receipts, excise, access or other local, state and federal taxes, charges or surcharges (however designated) (excluding taxes on Company's net income) imposed on or based upon the provision, sale or use of Network Services.

2.5.3 Billing and Collection of Charges

2.5.3.1 Non-recurring charges are due and payable from the customer within 30 days after the invoice date, unless otherwise agreed to in advance.

2.5.3.2 The Company shall present invoices for Recurring Charges monthly to the Customer, in advance of the month in which service is provided, and Recurring Charges shall be due and payable within 30 days after the invoice date. When billing is based on Customer usage, charges will be billed monthly for the preceding billing periods.

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REGULATIONS AND SCHEDULE OF INTRASTATE CHARGES

2. Regulations (cont'd.)

2.5 Payment Arrangements (cont'd)

2.5.3 Billing and Collection of Charges (cont'd)

- 2.5.3.3 When service does not begin on the first day of the month, or end on the last day of the month, the charge for the fraction of the month in which service was furnished will be calculated on a pro rata basis. For this purpose, every month is considered to have 30 days.
- 2.5.3.4 Billing of the Customer by the Company will begin on the Service Commencement Date, which is the first day following the date on which the Company notifies the Customer that the service or facility is available for use, except that the Service Commencement Date may be postponed by mutual agreement of the parties, or if the service or facility does not conform to standards set forth in this tariff or the Service Order. Billing accrues through and includes the day that the service, circuit, arrangement or component is discontinued.
- 2.5.3.5 The Customer will be assessed a charge of twenty-five dollars (\$25.00) for each check submitted by the Customer to the Company that a financial institution refuses to honor.
- 2.5.3.6 Customers have up to 90 days (commencing 5 days after remittance of the bill) to initiate a dispute over charges or to receive credits.
- 2.5.3.7 If service is disconnected by the Company in accordance with section 2.5.5 following and later restored, restoration

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REGULATIONS AND SCHEDULE OF INTRASTATE CHARGES

2. Regulations (cont'd.)

2.5 Payment Arrangements (cont'd)

of service will be subject to all applicable installation charges.

2.5.4 Advance Payments

To safeguard its interests, the Company may require a Customer to make an advance payment before services and facilities are furnished. The advance payment will not exceed an amo

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REGULATIONS AND SCHEDULE OF INTRASTATE CHARGES

2. Regulations (cont'd.)

2.5 Payment Arrangements (cont'd)

2.5.5 Deposits (cont'd)

period, for a service or facility that 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.

2.5.5.2 A deposit may be required in addition to an advance payment.

2.5.5.3 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, the Company may, at its option, return the deposit or credit it to the Customer's account.

2.5.5.4 Deposits held will accrue interest at a rate of 6% pursuant to KRS 278.460.

2.5.6 Disconnection of Service

2.5.6.1 Upon nonpayment of any amounts owing to the Company by a business Customer, the Company may, by giving 5 days prior written notice to the Customer, discontinue or suspend service without incurring any liability.

2.5.6.2 Upon violation of any of the other material terms or

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REGULATIONS AND SCHEDULE OF INTRASTATE CHARGES

2. Regulations (cont'd.)

2.5 Payment Arrangements (cont'd)

2.5.6 Disconnection of Service (cont'd)

conditions for furnishing service the Company may, by giving 30 days' prior notice in writing to the Customer, discontinue or suspend service without incurring any liability if such violation continues during that period.

2.5.6.3 Upon condemnation of any material portion of the facilities used by the Company to provide service to a Customer or if a casualty renders all or any material portion of such facilities inoperable beyond feasible repair, the Company, by notice to the Customer, may discontinue or suspend service without incurring any liability.

2.5.6.4 Upon any governmental prohibition or required alteration of the services to be provided or any violation of an applicable law or regulation, the Company may immediately discontinue service without incurring any liability.

2.5.6.5 In the event of fraudulent use of the Company's network, the Company, will discontinue service without notice and/or seek legal recourse to recover all costs involved in enforcement of this provision.

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2. Regulations (cont'd.)

2.5 Payment Arrangements (cont'd)

2.5.6 Disconnection of Service (cont'd)

2.5.6.6 Upon the Company's discontinuance of service to the Customer under Section 2.5.6.1 or 2.5.6.2, the Company, in addition to all other remedies that may be available to the Company at law or in equity or under any other provision of this tariff, may declare all future monthly and other charges that would have been payable by the Customer during the remainder of the term for which such services would have otherwise been provided to the Customer to be immediately due and payable (discounted to present value at six percent).

2.5.7 Cancellation of Application for Service

2.5.7.1 Applications for service cannot be canceled without the Company's agreement. When a Customer cancels an application for service prior to the start of service or prior to any special construction, no charges will be imposed except for those specified below.

2.5.7.2 Where, prior to cancellation by the Customer, the Company incurs any expenses in installing the service or in preparing to install the service that it otherwise would not have incurred, a charge equal to the costs incurred by the Company, less net salvage, shall apply, but in no case shall this charge exceed the sum of the charge for the minimum period of services ordered, including installation charges,

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REGULATIONS AND SCHEDULE OF INTRASTATE CHARGES

2. Regulations (cont'd.)

2.5 Payment Arrangements (cont'd)

2.5.7 Cancellation of Application for Service (cont'd)

and all charges others levy against the Company that would have been chargeable to the Customer had service commenced (all discounted to present value at six percent).

2.5.7.3 Where the Company incurs any expense in connection with special construction, or where special arrangements of facilities or equipment have begun, before the Company receives a cancellation notice, a charge equal to the costs incurred by the Company, less net salvage, applies. In such cases, the charge will be based on such elements as the cost of the equipment, facilities, and material, the cost of installation, engineering, labor, and supervision, general and administrative expense, other disbursements, depreciation, maintenance, taxes, provision for return on investment, and any other costs associated with the special construction or arrangements.

2.5.7.4 The special charges described in 2.5.6.1 through 2.5.6.3 will be calculated and applied on a case-by-case basis.

2.5.8 Changes in Service Requested

If the Customer makes or requests material changes in circuit engineering, equipment specifications, service parameters, premises locations, or otherwise materially modifies any provision of the application for service, the Customer's installation fee shall be adjusted accordingly.

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REGULATIONS AND SCHEDULE OF INTRASTATE CHARGES

2. Regulations (cont'd.)

2.6 Allowances for Interruptions in Service

Interruptions in service that are not due to the negligence of, or noncompliance with the provisions of this tariff by, the Customer or the operation or malfunction of the facilities, power or equipment provided by the Customer, will be credited to the Customer as set forth in 2.6.1 for the part of the service that the interruption affects.

2.6.1 Credit for Interruptions

2.6.1.1 A credit allowance will be made when an interruption occurs because of a failure of any component furnished by the Company under this tariff. An interruption period begins when the Customer reports a service, facility or circuit to be interrupted and releases it for testing and repair. An interruption period ends when the service, facility or circuit is operative. If the Customer reports a service, facility or circuit to be inoperative but declines to release it for testing and repair, it is considered to be impaired but not interrupted.

2.6.1.2 For calculating credit allowances, every month is considered to have 30 days. A credit allowance for fixed recurring fees only is applied on a pro rata basis against the rates specified hereunder and is dependent upon the length of the interruption. Only those facilities on the interrupted portion of the circuit will receive a credit.

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REGULATIONS AND SCHEDULE OF INTRASTATE CHARGES

2. Regulations (cont'd.)

2.6 Allowances for Interruptions in Service (cont'd)

2.6.1 Credit for Interruptions (cont'd)

2.6.1.3 A credit allowance will be given for interruptions of 30 minutes or more. Credit allowances shall be calculated as follows:


Interruptions of 24 Hours or Less

<u>Length of Interruption</u>	<u>Interruption Period To Be Credited</u>
Less than 30 minutes	None
30 minutes up to but not including 3 hours	1/10 Day
3 hours up to but not including 6 hours	1/5 Day
6 hours up to but not including 9 hours	2/5 Day
9 hours up to but not including 12 hours	3/5 Day
12 hours up to but not including 15 hours	4/5 Day
15 hours up to but not including 24 hours	One Day

Two or more interruptions of 15 minutes or more during any one 24 hour period shall be considered as one interruption.

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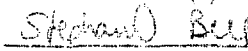
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REGULATIONS AND SCHEDULE OF INTRASTATE CHARGES

2. Regulations (cont'd.)

2.6 Allowances for Interruptions in Service (cont'd)

2.6.1 Credit for Interruptions (cont'd)

2.6.1.3 (cont'd)

Over 24 Hours and Less Than 72 Hours. Interruptions over 24 hours and less than 72 hours will be credited 1/5 day for each 3-hour period or fraction thereof. No more than one full days' credit will be allowed for any period of 24 hours.

Interruptions Over 72 Hours. Interruptions over 72 hours will be credited 2 days for each full 24-hour period. No more than 30 days' credit will be allowed for any one-month period.

2.6.2 Limitations on Allowances

No credit allowance will be made for:

1. interruptions due to the negligence of, or noncompliance with the provisions of this tariff by, the Customer, authorized user, joint user, or other common carrier providing service connected to the service of the Company;
2. interruptions due to the negligence of any person other than the Company including but not limited to the Customer (or other common carriers connected to the Company's facilities;
3. interruptions due to the failure or malfunction of non-Company equipment;

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REGULATIONS AND SCHEDULE OF INTRASTATE CHARGES

2. **Regulations (cont'd.)**

2.6 Allowances for Interruptions in Service (cont'd)

2.6.2 Limitations on Allowances (cont'd)


4. interruptions of service during any period in which the Company is not given full and free access to its facilities and equipment for the purpose of investigating and correcting interruptions;
5. interruptions of service during a period in which the Customer continues to use the service on an impaired basis;
6. interruptions of service during any period when the Customer has released service to the Company for maintenance purposes or for implementation of a Customer order for a change in service arrangements; and
7. interruption of service due to circumstances or causes beyond the control of Company.

2.6.3 Cancellation for Service Interruption

Cancellation or termination for service interruption is permitted only if any circuit experiences a single continuous outage of 8 hours or more or cumulative service credits equaling 16 hours in a continuous 12-month period. The right to cancel service under this provision applies only to the single circuit that has been subject to the outage or cumulative service credits.

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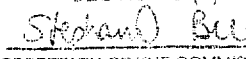
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2. Regulations (cont'd.)

2.7 Use of Customer's Service by Others

2.7.1 Resale and Sharing

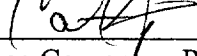
Any service provided under this tariff may be resold to or shared with other persons at the option of the Customer, subject to compliance with any applicable laws or Kentucky Public Service Commission regulations governing such resale or sharing. The Customer remains solely responsible for all use of services ordered by it or billed to its telephone number(s) pursuant to this tariff, for determining who is authorized to use its services, and for notifying the Company of any unauthorized use.

2.7.2 Joint Use Arrangements

Joint use arrangements will be permitted for all services provided under this tariff. From each joint use arrangement, one member will be designated as the Customer responsible for the manner in which the joint use of the service will be allocated. The Company will accept orders to start, rearrange, relocate, or discontinue service only from the designated Customer. Without affecting the Customer's ultimate responsibility for payment of all charges for the service, each joint user shall be responsible for the payment of the charges billed to it.

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REGULATIONS AND SCHEDULE OF INTRASTATE CHARGES


2. **Regulations (cont'd.)**

2.8 Cancellation of Service

If a Customer cancels a Service Order or terminates services before the completion of the term for any reason whatsoever other than a service interruption (as defined in Section 2.5.1 above), the Customer agrees to pay to the Company the following sums which shall become due and owing as of the effective date of the cancellation or termination and be payable within the period set forth in 2.5.2 all costs, fees and expenses reasonably incurred in connection with 1) all Non-Recurring charges reasonably expended by Company to establish service to Customer, plus 2) any disconnection, early cancellation or termination charges reasonably incurred and paid to, third parties by Company on behalf of Customer, plus 3) all Recurring Charges specified in the applicable Service Order Tariff for the balance of the then current term.

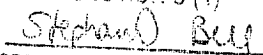
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REGULATIONS AND SCHEDULE OF INTRASTATE CHARGES

2. Regulations (cont'd.)

2.9 Transfers and Assignments

Neither the Company nor the Customer may assign or transfer its rights or duties in connection with the services and facilities provided by the Company without the written consent of the other party, except that the Company may assign its rights and duties: (a) to any subsidiary, parent company or affiliate of the Company; (b) pursuant to any sale or transfer of substantially all the assets of the Company; or (c) pursuant to any financing, merger or reorganization of the Company.

2.10 Notices and Communications

2.10.1 Customer's Designation of Address

The Customer shall designate on the Service Order an address to which the Company shall mail or deliver all notices and other communications, except that the Customer may also designate a separate address to which the Company's bills for service shall be mailed.

2.10.2 Company's Designation of Address

The Company shall designate on the Service Order an address to which the Customer shall mail or deliver all notices and other communications, except that Company may designate a separate address on each bill for service to which the Customer shall mail payment on that bill.

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By: [Signature]
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REGULATIONS AND SCHEDULE OF INTRASTATE CHARGES

2. Regulations (cont'd.)

2.10 Notices and Communications (cont'd)

2.10.3 Written Notification

All notices or other communications required pursuant to this tariff will be in writing. Notices and other communications of either party, and all bills mailed by the Company, shall be presumed to have been delivered to the other party on the third business day following placement of the notice, communication or bill with the U.S. Mail or a private delivery service, prepaid and properly addressed, or when actually received or refused by the addressee, whichever occurs first.

2.10.4 Customer Service Availability

The Company or the Customer shall advise the other party of any changes to the addresses designated for notices, other communications or billing, by following the procedures for giving notice set forth herein.

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2. Regulations (cont'd.)

2.11 Operator Services Rules

The Company will enforce the following operator service rules.

2.11.1 Providers of Intrastate Operator Assisted Communications

A provider of intrastate operator assisted communications services must, identify itself at the time the end-user accesses its services; upon request quote all rates and charges for its services to the, end-user accessing its system; and arrange to have posted in plain view at each telephone location which automatically accesses the operator service provider's network and where its services are made available to the public or transient end-users:

1. the operator service provider's name and address;
2. bill and service dispute calling information including the operator service provider's dispute resolution phone number;
3. clear and specific instructions informing the end-user how to access a local exchange telephone company operator as an alternative available to the end-user; and
4. notice concerning any and all amounts to be billed by the operator services provider on behalf of any host location or third party that will appear on the operator service provider's bill for services rendered.

2.11.2 Inability to Complete Call

In instances when the provider is unable to complete the call and it requires transfer to another telephone corporation that may affect the rates and charges applicable to the telephone bill, inform the

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2. **Regulations (cont'd.)**

2.11 **Operator Services Rules (cont'd)**

caller of the transfer and its possible effect on the applicable rates and charges, before any charges are incurred.

2.11.3 **Transfer of Call**


In the case of such transfer, the telephone corporation or provider to which the call is transferred shall identify itself and inform the caller of the transfer's effect on the applicable rates and charges, before any charges are incurred.

2.11.4 **Prohibited Actions**

Providers of intrastate operator assisted communications services shall not take any action or enter into any arrangement that restricts end-user selection among competing interexchange telephone corporations or end-users access to competing providers of intrastate operator assisted communications services, or pay any commissions or other compensation to any entity engaged in such action or arrangement.

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REGULATIONS AND SCHEDULE OF INTRASTATE CHARGES

3. Application of Rates

3.1 Introduction

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

3.2 Charges Based on Duration of Use

Where charges for a service are specified based on the duration of use, such as the duration of a telephone call, the following rules apply:

3.2.1 Calls Measured in Durational Increments

Calls are measured in durational increments identified for each service. All calls that are fractions of a measurement increment are rounded-up to the next whole unit.

3.2.2 Timing on Completed Calls

Timing on completed calls begins when the call is answered by the called party. Answering is determined by hardware answer supervision in all cases where this signaling is provided by the terminating local carrier and any intermediate carrier(s). Timing for operator service person-to-person calls start with completion of the connection to the person called or an acceptable substitute, or to the PBX station called.

3.2.3 Timing on Termination of Calls

Timing terminates on all calls when the calling party hangs up or the Company's network receives an off-hook signal from the terminating carrier.

3.2.4 Timing on Calls in More Than One Time Period

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3. Application of Rates (cont'd)

3.2 Charges Based on Duration of Use (cont'd)

Calls originating in one time period and terminating in another will be billed in proportion to the rates in effect during different segments of the call.

3.2.5 Measurement of Time
All times refer to local time.

3.3 Rates Based Upon Distance

Where charges for a service are specified based upon distance, the following rules will apply:

3.3.1 Measurement of Distance

Distance between two points is measured as airline distance between the rate centers of the originating and terminating telephone lines. The rate center is a set of geographic coordinates, as referenced in the Local Exchange Routing Guide issued by Bellcore, associated with each NPA-NXX combination (where NPA is the area code and NXX is the first three digits of a seven-digit telephone number). Where there is no telephone number associated with an access line on the Company's network (such as a dedicated 800 or WATS access line), the Company will apply the rate center of the Customer's main billing telephone number.

3.3.2 Airline Distance


The airline distance between any two rate centers is determined as follows:

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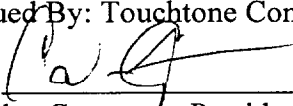
3. Application of Rates (cont'd)

3.3 Rates Based Upon Distance (cont'd)

3.3.2 Airline Distance (cont'd)

- 3.3.2.1 Obtain the "V" (vertical) and "H" (horizontal) coordinates for each rate center from the Bellcore Local Exchange Routing guide referenced in Section 3.3(A).
- 3.3.2.2 Compute the difference between the "V" coordinates of the two rate centers; and the difference between the two "H" coordinates.
- 3.3.2.3 Square each difference obtained in step (2) above.
- 3.3.2.4 Add the square of the "V" difference and the square of the "H" difference obtained in step (3) above.
- 3.3.2.5 Divide the sum of the squares by 10. Round to the next higher whole number if any fraction is obtained.
- 3.3.2.6 Obtain the square root of the whole number result obtained above. Round to the next higher whole number if any fraction is obtained. This is the airline mileage.
- 3.3.2.7 FORMULA=

$$\frac{(V1-V2)^2+(H1-H2)^2}{10}$$

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REGULATIONS AND SCHEDULE OF INTRASTATE CHARGES

3. Application of Rates (cont'd)

3.4 Rates Based Upon Class of Service

Any customer requesting service must indicate the service classification. Service is classified as either residential or business service. Classification is reflected in rates charged in Section 5 of this Tariff.

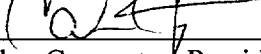
3.4.1 Residential Service

Residential rates apply to service furnished:

- 3.4.1.1 In private homes or apartments (including all parts of the customer's domestic establishment) for domestic use and not for substantial occupational use.
- 3.4.1.2 For service provided to individual members of the clergy at a church when business service is already established at the church and the purpose for the residential service is for personal use.
- 3.4.1.3 In college fraternity or sorority houses, convents and monasteries for domestic, rather than occupational use.
- 3.4.1.4 To the residential portion of a location used for both residential and business purposes, where the use of the service is for domestic purposes and where the business use is occasional.

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REGULATIONS AND SCHEDULE OF INTRASTATE CHARGES

3. Application of Rates (cont'd)

3.4 Rates Based Upon Class of Service (continued)


3.4.2 Business Service

Business rates apply to service furnished:

- 3.4.2.1 in a residential location if the listing indicates a business or profession, unless otherwise provided in this Tariff;
- 3.4.2.2 in office buildings, stores, factories and all other places of a business nature;
- 3.4.2.3 In hotels, apartment houses, clubs and boarding and rooming houses except when service is within the customer's domestic establishment and no business listings are provided; in churches except when applied per Section
- 3.4.2.4 At any location when the listing, public advertising, or display of a business sign indicates a business, profession or office unless otherwise provided in this Tariff;
- 3.4.2.5 At any location where the substantial use of the service is occupational, rather than domestic.
- 3.4.2.6 At any location where the service includes an extension that is at a location where business rates apply unless the extension is restricted to incoming calls.

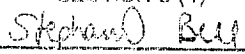
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REGULATIONS AND SCHEDULE OF INTRASTATE CHARGES

4. Service Areas

4.1 Exchange Access Service Areas

Exchange Access Service Areas ("EASA") are provided (pursuant to Section 5.1) in limited geographic areas. Services are available in the service areas shown in Section 4.2 of this Tariff.

EASA's are grouped according to Rate Group Designation. Rate Group Designations are reflected in rates shown in Section 5 of this Tariff. Exchanges are designated to a rate group pursuant to the terms of BellSouth Telecommunications, Inc. General Subscriber Services Tariff PSC KY Tariff 2A Section A3.7.1.C, in effect and as amended from time to time.

4.2 Service Availability

Services are available within those exchange designations served by BellSouth. Exceptions are noted in Section 4.3, below.

4.3 Exceptions to Service Availability

None.

4.4 Calling Areas

Calling areas are defined as exchanges to which the caller can complete a call with incurring additional toll charges. Calling areas are defined for each exchange in the BellSouth Telecommunications, Inc. General Subscriber Services Tariff PSC KY Tariff 2A Section A3.6.1, in effect and as amended from time to time. The company supports Basic Local Calling to the "Limited Local Calling Area" defined in A3.6.1 and Expanded Local Calling which includes Basic Local Calling exchanges and the "Additional Exchanges" also defined in A3.6.1.

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REGULATIONS AND SCHEDULE OF INTRASTATE CHARGES

5. Exchange Access Service


5.1 General

Exchange Access Service provides a Customer with a telephonic connection to, and a unique telephone number address on the public switched telecommunications network. Each Exchange Access Service is available on a "Full" service basis, whereby service is delivered to a demarcation/connection block at the Customer's premises. Each Exchange Access Service enables users to:

- 5.1.1 receive calls from other stations on the public switched telecommunications network;
- 5.1.2 access other services offered by the Company as set forth in this tariff;
- 5.1.3 access certain interstate and international calling services provided by the Company;
- 5.1.4 access (at no additional charge) the Company's operators and business office for service related assistance;
- 5.1.5 access (at no additional charge) emergency services by dialing 0- or 9-1-1; and
- 5.1.6 access services provided by other common carriers that purchase the Company's Switched Access services as provided under the Company's Federal and State tariffs, or that maintain other types of traffic exchange arrangements with the Company.

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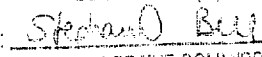
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REGULATIONS AND SCHEDULE OF INTRASTATE CHARGES

5. Exchange Access Service (cont'd)

5.1 General (cont'd)

Each Exchange Access Service is available on a "Full" service basis, whereby service is delivered to a demarcation/connection block at the Customer's premises.

The following Exchange Access Services are offered:

- Basic Local Exchange
- Basic Exchange Analog Trunk Service
- Basic Exchange Digital Trunk Service
- DID Trunk Service
- HUNT/Grouping Service

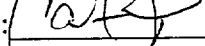
5.2 Basic Exchange Line Service

Basic Line Service provides a Customer with a single, voice-grade telephonic communications channel that can be used to place or receive one call at a time. Basic Lines are provided for connection of Customer-provided single station sets or facsimile machines to the public switched telecommunications network. Each Basic Line may be configured into a hunt group with other Company-provided Basic Lines. Each Basic Line is provided with the following standard features that can be deleted at the Customer's option:

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5. Exchange Access Service (cont'd)

5.2 Basic Exchange Line Service (cont'd)

Basic Exchange Line Service is also available with various calling features and options. Non-recurring and monthly recurring rates per Basic Line apply as follows. Any additional charges are provided in Section 13.

5.2.1 Basic Local Calling Area

Initial Line *

	Residential		Business	
	Monthly	Installation	Monthly	Installation
RG1	\$ 8.00	\$35.00	\$34.00	\$63.00
RG2	\$ 8.00	\$35.00	\$34.00	\$63.00
RG3	\$ 8.00	\$35.00	\$36.00	\$63.00
RG4	\$ 8.50	\$35.00	\$40.00	\$63.00
RG5	\$11.00	\$35.00	\$45.00	\$63.00

* Additional lines ordered at the time of installation have an installation charge of \$13.00 for residential customers and \$19.00 for business customers.

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REGULATIONS AND SCHEDULE OF INTRASTATE CHARGES

5. Exchange Access Service (cont'd)

5.2 Basic Exchange Line Service (cont'd)

5.2.2 Expanded Local Calling Area

Initial Line *

	Residential		Business	
	Monthly	Installation	Monthly	Installation
RG1	\$35.00	\$35.00	\$85.00	\$63.00
RG2	\$35.00	\$35.00	\$85.00	\$63.00
RG3	\$35.00	\$35.00	\$85.00	\$63.00
RG4	\$35.00	\$35.00	\$85.00	\$63.00
RG5	\$35.00	\$35.00	\$85.00	\$63.00

* Additional lines ordered at the time of installation have an installation charge of \$13.00 for residential customers and \$19.00 for business customers.

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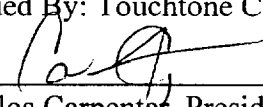
5. Exchange Access Service (cont'd)

5.3 Basic Exchange Trunk Service

Basic Exchange Trunk Service provides a Customer with a single, voice-grade, analog telephonic communications channel that can be used to place or receive one call at a time. Basic Exchange Analog Trunks are provided for connection of Customer-provided private branch; exchanges (PBX) to the public switched telecommunications network. Each Trunk is provided with touch tone signaling.

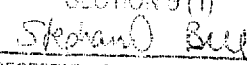
Basic Local Exchange Trunk Service

	<u>Non-Recurring</u>	<u>Monthly Recurring</u>
-First Trunk	\$ ICB	\$ ICB
-Each Additional Trunk	\$ ICB	\$ ICB

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REGULATIONS AND SCHEDULE OF INTRASTATE CHARGES

5. Exchange Access Service (cont'd)

5.4 Basic Exchange Digital Trunk Service

Basic Exchange Digital Trunk Service provides a Customer with a digital connection operating at 1.544 Mbps that is time division multiplexed into 24 individual voice grade telephonic communications channels, each of which can be used to place or receive one call at a time. Digital Trunks are provided for connection of compatible Customer-provided private branch exchanges (PBX) to the public switched telecommunications network. Each Digital Trunk is provided with dual tone multi-frequency (DTMF) or multi-frequency (MF) signaling, as specified by the Customer. Digital Trunks may be configured into hunt groups with other Company-provided Digital Trunks. The terminal interface for each Digital Trunk Service is a DSX-1 panel.

Basic Trunks may be equipped with Direct Inward Dial (DID) capability and DID number blocks for additional charges, as set forth in Sections 5.5. The price shown below is based on the number of channels activated on the digital transport facility and upon the distance of the transport facility. The price shown below is based on the number of channels ordered and includes the price of transport, voice feature activation, Network Access Register charges and similar charges tariffed separately in other tariffs.

Digital PBX Trunk Pricing	Non-Recurring Charge	Monthly Charge
Digital PBX Channel Charge	\$ICB	\$ICB
Digital PBX Trunk Charge	n/c	\$ICB
Voice Activation Channel Charge	\$ICB	\$ICB
Digital PBX Transport: first 1/2 mile	\$ICB	\$ICB
Digital PBX Transport: additional 1/2 mile	n/c	\$ICB

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5. Exchange Access Service (cont'd)

5.5 DID Trunk Service

DID service is an optional feature which can be purchased in conjunction with Company-provided Basic Trunks or Digital Trunks. DID service transmits the dialed digits for all incoming calls allowing the Customer's PBX to route incoming calls directly to individual stations corresponding to each individual DID number. Charges for DID capability and DID number blocks apply in addition to charges specified for Basic Trunks or Digital Trunks in Sections 5.3 and 5.4, respectively.


One DID Additive charge applies for each DID-equipped Basic Trunk or DID - equipped channel on a Digital Trunk. The Customer is required to purchase at least one DID number block for each DID-equipped trunk or trunk group, or DID-equipped channel or channel group

Non-recurring and monthly recurring rates per DID Trunk, apply as follows:

DID Trunk Service	Non-Recurring Charge	Monthly Charge
Establish trunk group and first block of 20 DID numbers	\$ICB	\$ICB
Each additional block of 20	n/c	\$ICB
DID trunk termination (inward/combo)	\$ICB	\$ICB
DTMF pulsing option	n/c	ICB


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REGULATIONS AND SCHEDULE OF INTRASTATE CHARGES

5. Exchange Access Service (cont'd)

5.6 Calling Features

Customers can choose from following custom service additional features.

Call Forwarding Variable - allows subscribers to redirect all incoming calls to another telephone number. This service uses a courtesy call so the Customer can notify the party at the "forward to number" that calls are going to be redirected to their number.

Call Forwarding Busy Line - automatically redirects incoming calls to a pre-designated telephone number or to a voice mail (First Line) service when the Customers line is busy.

Call Forwarding Don't Answer - automatically redirects incoming calls to a pre-designated telephone number or to a voice mail (First Line) service when the Customers telephone is not answered within a specified amount of time.

Call Forwarding Ring Control - allows the customer to alter the number of rings or cycle before a call is forwarded to the number specified to the customer when placing the service order.


Remote Activation of Call Forwarding - allows the Customer to activate or deactivate Call Forwarding Variable from a telephone other than the one to which the service is assigned.

Remote Call Forwarding - automatically redirects all incoming calls to a Customers number to a pre-designated number.

Call Waiting - alerts the Customer to an incoming call while the line is in use. The service signals the Customer with two separate tones or tone patterns. The Customer is able to place the first party on hold while he/she takes the second call. The

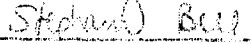
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Issued By: Touchtone Communications, Inc.

By: 
Carlos Carpenter, President
Touchtone Communications, Inc.
740 E. Laurel Road
London, Kentucky 40741

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REGULATIONS AND SCHEDULE OF INTRASTATE CHARGES

5. Exchange Access Service (cont'd)

5.6 Calling Features (cont'd)

Customer can switch back and forth between the two parties by flashing the switch hook.

Cancel Call Waiting - allows the Customer to cancel the Call Waiting feature on a call by call basis. This can be done before the Customer places a call or during a conversation (if the Customer also subscribes to Three Way Calling).

Three Way Calling - allows Customers to have a conference call with two other parties at different numbers. With this service the Customer can initiate calls to both parties or add another party to an established call.

Speed Calling 30 - allows the subscriber to assign 1 or 2 digit dial codes for telephone numbers and/or access codes. Up to 30 codes can be assigned.

Distinctive Ring Option - allows the subscriber to terminate up to two additional numbers to the underlying access line. Notification of number called is through a distinctive ring pattern.

Non-Recurring - All Features **\$18.00**

Monthly Recurring	Residential	Business
Call Forwarding Variable	\$ 3.00	\$ 3.30
Call Forwarding Ring Control	\$ 1.00	\$ 3.30
Call Forwarding Busy Line		
Company controlled	\$ 1.00	\$ 3.00
Customer controlled	\$ 2.75	\$ 6.00
Call Forwarding Don't Answer		
Company controlled	\$ 1.00	\$ 3.00

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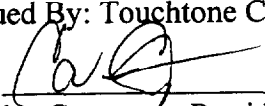
Exchange Access Service (cont'd)

5.6 **Calling Features (cont'd)**

Monthly Recurring	Residential	Business
Customer controlled	\$ 2.75	\$ 6.00
Remote Activation of CFV	\$ 5.75	\$ 7.25
Remote Call Forwarding	\$ 8.00	\$ 8.00
Call Waiting	\$ 3.00	\$ 3.30
With Cancel Call Waiting		
Three Way Calling		
Monthly Service	\$ 3.00	\$ 3.30
Usage Based (per use)	\$ 0.75	\$ 0.75
Speed Calling 30	\$ 4.00	\$ 4.75
Distinctive Ring Option		
One add'l number	\$ 3.50	\$ 7.00
Two add'l numbers	\$ 5.25	\$ 8.50

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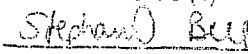
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REGULATIONS AND SCHEDULE OF INTRASTATE CHARGES

6. Exchange Access Service (cont'd)

5.7 CLASS (Custom Local Area Signaling Service) Features

CLASS features are available to subscribers of Basic Exchange Line on an "a la carte" basis where service capabilities are available.

Automatic Callback - allows Customer to automatically return the last incoming call (whether the call was answered or missed). If the number being called back is busy Automatic Callback will alert Customer with a special ring when the line becomes clear.

Automatic Recall - automatically redials the telephone number of the last outgoing call. If the number being called back is busy Automatic Recall will alert Customer with a special ring when the line becomes clear.

Distinctive Caller Alert - provides a distinctive ring pattern to the subscriber for up to 6 specific telephone numbers.

Selective Call Forwarding - allows the customer to transfer calls from up to 6 lines to a specified forwarding number. Calls from lines not in the subscriber list (or of unknown origination) will not be forwarded.

Selective Call Block - allows the customer to prevent incoming calls from up to 6 lines. Callers will receive a recording indicating the line is blocked. Selective Call Block takes priority over Selective Call Forwarding.

Call Trace - permits the subscriber of the service to activate an automatic trace of the last call received. This information is forwarded to the appropriate designee for handling of annoyance calls and will not be shared with the subscriber.

Caller ID Name Delivery - displays the name and number of the calling party on a special display telephone or display unit.

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5. Exchange Access Service (cont'd)

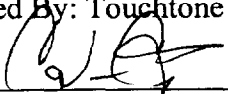
5.7 CLASS (Custom Local Area Signaling Service) Features (continued)

Caller ID Number Delivery - displays the number of the calling party on a special display telephone or display unit.

Directory Number Privacy - allows Customer to prevent the their name and number from appearing on the called party's Caller ID telephone or display unit.


Caller ID with Call Waiting - allows the subscriber to receive calling name and number information regardless of whether the called line is in use or idle.

Anonymous Call Rejection - Allows the subscriber to automatically reject calls from lines which have the calling number information blocked. Anonymous callers will receive a recorded announcement directing them to unblock the line to receive the call.

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5. Exchange Access Service (cont'd)

5.7 CLASS (Custom Local Area Signaling Service) Features (continued)


Non-Recurring	All Features	\$18.00
Monthly Recurring	Residential	Business
Automatic Call Back		
Per line	\$ 3.75	\$ 4.00
Per activation	\$ 0.75	\$ 0.75
Automatic Call Back Denial	-	-
Automatic Recall		
Per line	\$ 3.75	\$ 4.00
Per activation	\$ 0.75	\$ 0.75
Automatic Recall Denial	-	-
Distinctive Caller Alert	\$ 3.75	\$ 4.00
Selective Call Forwarding	\$ 3.75	\$ 4.00
Selective Call Block	\$ 3.75	\$ 4.00
Call Trace \$ 4.00	\$ 5.00	
Caller ID Name Delivery	\$ 6.75	\$ 9.00
Caller ID Number Delivery	\$ 5.50	\$ 6.75
Directory Number Privacy		
Per Agency Line	-	-
Per Non-pub Line	-	-
Per activation	-	-
Caller ID on Call Waiting (w/ACR)	\$14.00	
Anonymous Call Rejection	\$ 3.75	\$ 4.00

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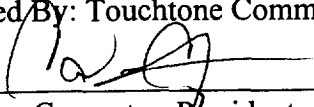
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5. Exchange Access Service (cont'd)

5.8 Multiple Feature Discount

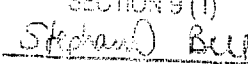
The Company will provide discounts to customers subscribing to two or more optional features.

Number of Features	Monthly Discount	
	Residential	Business
2	0%	0%
3	5%	5%
4	10%	10%
5	10%	10%
6	15%	15%
7	20%	20%
8	20%	20%
9	20%	20%
10	20%	20%
11	20%	20%
12	20%	20%
13	20%	20%
14	20%	20%
15	26%	26%
16	26%	26%
17	26%	26%
18	26%	26%
19	26%	26%
20	26%	26%

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REGULATIONS AND SCHEDULE OF INTRASTATE CHARGES

5. Exchange Access Service (cont'd)

5.9 ISDN/PRI

5.9.1 Description of Service

ISDN PRI service provides a method of access to the telephone network called Primary Rate Interface (PRI). Primary Rate Interface is an ISDN based, DS1 access link to the telecommunications network and provides integration of multiple voice and data transmission channels on the same line. The basic channel structure for PRI is twenty three (23) 64 Kbps bearer channels (B channels) and one (1) 64 Kbps data channel (D channel). These B channels may be used to connect the Customer's CPE to the Public Circuit Switched Network (e.g. outward, inward and two-way trunks, and WATS/800 Service access lines).

ISDN PRI service is a service for the transmission of digital signals only, Clear Channel Capability and Extended Superframe Format are inherent to the service. Customer Premise Equipment (CPE) that is compatible with the ISDN PRI service interface is the responsibility of the user for provisioning. The Company shall not be responsible if changes in any of the equipment, operations or procedures of the Company utilized in the provision of ISDN PRI service render any facilities provided by the Customer obsolete or require modification or alteration of such equipment or system or otherwise affect its use or performance. Digital transmission rates at speeds less than those indicated may be accomplished as a function of the particular CPE furnished by the user. Suspension of service is not allowed. Individual Case Basis pricing will be available for on-network Customers or for Customer agreeing to term plans. Busy line verification and Emergency Interrupt service is not available for ISDN PRI services.

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REGULATIONS AND SCHEDULE OF INTRASTATE CHARGES

5. Exchange Access Service (cont'd)

5.9 ISDN/PRI (cont'd)

5.9.1 Description of Service (cont'd)

Telephone numbers transmitted via the Incoming Call Identification feature are intended solely for the use of the ISDN PRI service subscriber. Resale of this information is prohibited by this Tariff except the callers' numbers may be provided to the subscriber's client for those calls sponsored or provided by that client where the client's identity is disclosed to the caller and the client agrees not to distribute such information to others.

Non-facility Associated Signaling (NFAS) provides the capability to serve multiple DS1's over a single D channel (NB+D). This feature can be ordered where switch capabilities exist as stipulated in the vendor technical documentation. When NFAS is selected, the Customer will order one ISDN PRI service arrangement with 23 B channels and 1-D channel. Additional ISDN PRI service arrangements are ordered with 24 B channels. The D channel activated on the initial arrangement serves the additional ISDN PRI service arrangements. Up to nineteen ISDN PRI configured at 24B + OD may be ordered in conjunction with one 23B + D ISDN PRI. If the Customer desires, he/she may also request a back-up D channel with the NFAS option. It is recommended that additional D channels be provisioned in separate DS1 arrangements.

5.9.1.1 Application of Rates

ISDN PRI service lines furnished between a Serving Wire Center and the Customer's premises will be charged at rates based on the first 2 miles and each additional 1/2 mile for the airline distance measured between the Customer's premises and the Customer's Serving Wire Center. ISDN PRI

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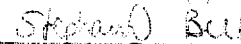
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REGULATIONS AND SCHEDULE OF INTRASTATE CHARGES

5. Exchange Access Service (cont'd)

5.9 ISDN/PRI (cont'd)

5.9.1 Description of Service (cont'd)

5.9.1.1 Application of Rates (cont'd)

service rates under any Term Payment Plan are exempt from Company initiated changes for the payment period selected.

Rates in effect at the time service is installed and/or of the service order application date, will be applicable until the contract expires. At the expiration date of the Customer's payment period option, the Customer may select a new payment period at current rates or revert to current rates on a month to month basis. ISDN features are priced at a per-channel rate unless otherwise specified.

5.9.1.2 Service Components

The Customer may choose any number of channels, up to twenty-three per Primary Rate Interface, to be active with a corresponding number of services (e.g. inward/outward trunks, WATS Lines, 800 Service) selected. The Customer may also choose to have more services selected than channels available for specific applications. The total number of communication paths may not exceed the number of channels subscribed.

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REGULATIONS AND SCHEDULE OF INTRASTATE CHARGES

5. Exchange Access Service (cont'd)

5.9 ISDN/PRI (cont'd)

5.9.1 Description of Service (cont'd)

5.9.1.2 Service Components (cont'd)

The required components of ISDN PRI service will be as follows:

- Digital Loop Channels
- Primary Rate Interface
- Primary Rate B Channels
- Call-by-Call / Integrated Service Access Feature Capability
- Network Access and Usage Charges where applicable

Digital Loop Channels - Provides a four-wire access loop from the Customer premises to the serving wire center. The transmission characteristics of this loop support Clear Channel Capability and Extended Superframe Format (ESF).


Interoffice Channels - Provides for the transmission facilities between the Company's servicing wire centers within a LATA.

Primary Rate Interface - Provides multiplexing to support up to twenty-three (23) B-channels at 64 Kbps and one D-channel also at 64 Kbps. When Non-facility Associated Signaling (NFAS) is ordered, the PRI service can provide up to twenty-four (24) B channels at 64 Kbps.

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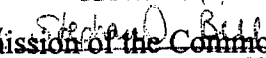
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STEPHEN D. BELL
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REGULATIONS AND SCHEDULE OF INTRASTATE CHARGES

5. Exchange Access Service (cont'd)

5.9 ISDN/PRI (cont'd)

5.9.1 Description of Service (cont'd)

5.9.1.2 Service Components (cont'd)


Primary Rate B Channels - Provides circuit switched service that will allow either voice or data transmission at up to 64 Kbps. Monthly rates for Primary Rate B Channels will be flat rate billing for all use of local exchange network. Voice calls may be completed to both ISDN and non-ISDN lines. Data transmission on the B channel will be circuit switched at 64 Kbps within the switch and between ISDN compatible central offices. ISDN interconnection to non-ISDN equipped central offices may be potentially subjected to analog transmission or sub-rated at 56 Kbps.

Call-by-Call / Integrated Service Access Feature Capability - Allows the Customers to dynamically allocate the channels of the ISDN PRI service. The Customer may also choose voice or data transmission on a per call basis. In addition, the Customer may choose to subscribe to more services than channels and dynamically change the services in use.

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REGULATIONS AND SCHEDULE OF INTRASTATE CHARGES

5. Exchange Access Service (cont'd)

5.9 ISDN/PRI (cont'd)

5.9.2 Pricing

Element	Install	Monthly
Transport		
Digital Loop Channels (first 2 miles)	ICB	ICB
Additional 2 Mile	\$0.00	ICB
Primary Rate Interface		
PRI B Channels (per channel)	ICB	ICB
PRI Service (per DS1)	ICB	ICB
Call by Call Service (per DS1)	ICB	ICB
Optional Features		
Incoming Call Identification		
1-8 services	ICB	ICB
9-15 services	ICB	ICB
16 or more services	ICB	ICB
DID Service		
DID Trunk Termination (inward)	ICB	ICB
DID Trunk Termination (combo)	ICB	ICB
First Block 20 DID Numbers	ICB	ICB
Additional Block 20 DID Numbers	ICB	ICB
Pulsing DTMF	ICB	ICB
Pulsing MF	ICB	ICB
Network Access Register		
NAR Charge (per channel)	ICB	ICB
Service Establishment Charge	ICB	ICB

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REGULATIONS AND SCHEDULE OF INTRASTATE CHARGES

5. Exchange Access Service (cont'd)

5.9 ISDN/PRI (cont'd)


5.9.3 Termination Liability

A Termination Liability charge is applicable at the date of termination. The applicable charge is dependent on the contract period subscribed to and will be equal to the number months remaining in the contract times the monthly rate provided under the contract. All end user federal, state and local taxes and surcharges will be levied at tariffed rates.

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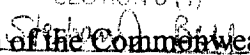
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REGULATIONS AND SCHEDULE OF INTRASTATE CHARGES

6. Exchange Access Optional Features

6.1 Directory Listings

For each Customer of Company-provided Exchange Access Service(s), the Company shall arrange for the listing of the Customer's main billing telephone number¹ in the directory(ies) published by the dominant Local Exchange Carrier in the area at no additional charge. At a Customer's option, Company will arrange for additional listings at the following rates:

	<u>Non-Recurring</u>	<u>Monthly Recurring</u>
Each Additional Listing:	N/A	\$1.75
Non List Non Publish	N/A	\$1.75

6.2 Main Number Retention

Main Number Retention is an optional feature by which a new Customer, who was formally a customer of another certificated local exchange carrier at the same premises location, may retain its main telephone numbers and main fax numbers for use with the Company-provided Exchange Access Services. Main Number Retention service is only available in areas where the Company maintains some form of number retention arrangement with the Customer's former local exchange carrier.

¹ For Customers with multiple premises served by the Company, the Company will arrange for a listing of the main billing telephone number at each premise.

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6. Exchange Access Optional Features (cont'd)

6.2 Main Number Retention (cont'd)

Monthly recurring and non-recurring charges apply per retained number. Rates for retained numbers may vary from area to area.


	<u>Rates</u>	
	<u>Non-Recurring</u>	<u>Monthly Recurring</u>
- per retained number	No Charge	No Charge
per retained vanity number	\$18.00	No Charge

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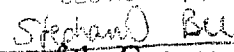
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REGULATIONS AND SCHEDULE OF INTRASTATE CHARGES

6. Exchange Access Optional Features (cont'd)

6.3 Vanity Number Service

Vanity Number Service is an optional feature by which a new Customer may request a specific or unique telephone number and fax number for use with the Company provided Exchange Access Services. This service provides for the assignment of a Customer requested telephone number other than the next available number from the assignment control list.

Vanity Number Service is furnished subject to the availability of facilities and the requirements of Exchange Access Service as defined by the Company. The Company reserves all rights to the Vanity Numbers assigned to Customers and may, therefore, change them if required.

Monthly recurring charges apply per Vanity number.

	<u>Rates</u>	
	<u>Non-Recurring</u>	<u>Monthly Recurring</u>
Per Vanity Number	\$18.00	No Charge

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REGULATIONS AND SCHEDULE OF INTRASTATE CHARGES

7. Resold Local Exchange Service


7.1 Description

The Services described in this tariff will be provided for resale at the retail rates shown in this Tariff.

The Company reserves the right to determine its choice of network providers in the provision of services within this Tariff.

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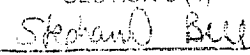
By: 

Carlos Carpenter, President
Touchtone Communications, Inc.
740 E. Laurel Road
London, Kentucky 40741

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REGULATIONS AND SCHEDULE OF INTRASTATE CHARGES

8. Local Calling Service

8.1 Description

Local Calling Service provides a Customer with the ability to originate calls from a Company-provided access line to all other stations on the public switched telephone network² bearing the designation of any central office exchanges, areas, and zones included in the Customer's local calling area.

8.1.1 Basic Local Exchange Service - This-calling service allows the Customer unlimited access to all other stations on the public switched telephone network within the Customer's Basic Local Calling Area.³ All calls to destinations outside the Basic Local Calling Area or optional Expanded Calling Area but within the same state and LATA will be charged the IntraLATA rates as specified in Section 9.3 following.

² Except calls to other telephone companies' caller paid information services (e.g. NPA 900, NY-X 976, etc.). Calls to those numbers and other numbers used for caller-paid information services will be blocked by the Company's centralized switching facility.

³ As specified in BellSouth's General Subscriber Service Tariff, Section A3.6.1 --Local Calling Area and Additional Calling Area Exchanges, in effect and as amended from time-to-time.

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REGULATIONS AND SCHEDULE OF INTRASTATE CHARGES

9. IntraLATA Calling Service

9.1 Description

IntraLATA calling service provides a Customer with the ability to originate calls from a Company-provided access line to all other stations on the public switched telephone network⁴ bearing the designation of any central office exchanges, areas, and zones outside of the Customer's Local Calling Area but within the same state and LATA.

9.2 Time Periods

Day, Evening and Night/Weekend rate periods are shown below. On holidays, Evening rates will apply unless a lower rate will normally apply.

Discounts apply equally and automatically to total charges for all messages with fractional amounts rounded to the nearest higher cent. Discounts do not apply to Customer dialed calling card, other station or person charges. Additionally, time of day discount apply in the following manner:

Full Rate:	Monday through Friday, 7:00 a.m.-6:00 p.m.
Discount Rate of 40% off Full Rate:	Monday through Friday, 6:00 p.m.-7:00 p.m. Weekends and Holidays

Holidays include New Year's Day (January 1), Independence Day (July 4), Labor Day (the first Monday in September), Thanksgiving Day (the fourth Thursday in November), and Christmas Day (December 25).

⁴ Except calls to other telephone companies' caller paid information services (e.g. NPA 900, NXX 976, etc.). Calls to those numbers and other numbers used for caller-paid information services will be blocked by the Company's centralized switching facility

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REGULATIONS AND SCHEDULE OF INTRASTATE CHARGES

9. IntraLATA Calling Service (cont'd)

9.3 Rates

Rate Mileage	Initial 60 Seconds	Per additional minute rate chargeable to the nearest whole minute
Over 16	\$.18	\$.18
Over 10 to Under 16	\$.18	\$.18
0 to 10	\$.18	\$.18

9.4 Special Business Calling Packages

In addition to the basic rates offered above, the Company will offer optional minimum volume pricing discounts to its business Customers.

The settlement account recurring charge is determined by multiplying the minutes included in the plan by the peak rate per minute charge in effect. As minutes accumulate, whether they are peak minutes or non-peak minutes, they will accumulate against the settlement account. Once the total of the settlement account for the chosen plan is exceeded, the additional per minute charge will apply.

Discounts apply equally and automatically to total charges for all messages with fractional amounts rounded to the nearest higher cent. Discounts do not apply to Customer dialed calling card, other station or person charges. Additionally, time of day discount apply in the following manner:

Full Rate: Monday through Friday, 7:00 a.m. - 6:00 p.m.
Discount Rate: All other times

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9. IntraLATA Calling Service (cont'd)

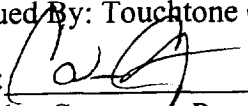
9.4 Special Business Calling Packages (cont'd)

9.4.1 Rates

The Company does not offer Business Calling Plan Packages at this time.


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REGULATIONS AND SCHEDULE OF INTRASTATE CHARGES

10. Product and Pricing

10.1 Inbound Direct Local Exchange Service

Inbound Direct Local Exchange Service ("Inbound Direct") provides basic local exchange Customers with a single, voice grade analog channel which can be used to receive one call at a time only. All outbound calls will be blocked at the switch level. Inbound Direct may not be used for outbound services or to serve as a Customer's primary service line. A minimum order of 10 lines must be purchased.

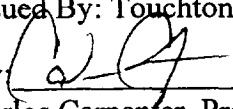
The Inbound Direct product will be configured provisioned and priced with the hunting feature included. The hunt feature automatically forwards incoming calls to available lines according to a preprogrammed sequence. With the Inbound Direct line, the lines will be placed in a circular hunt group so all lines will be hunted. Each line, including the last line, will include hunting.


Inbound Direct service applications may include remote database access, data transmission/reception, and inbound Customer service. Basic exchange lines are provided with Inbound Direct to connect to Customer provided modem or other data communication device for connection to the public switched telephone network.

10.2 Rates

10.2.1 Basic Service Offering

The Company does not offer Inbound Direct Local Exchange Service at this time.

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REGULATIONS AND SCHEDULE OF INTRASTATE CHARGES

10. Product and Pricing (cont'd)

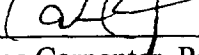
10.2 Rates (cont'd)

10.2.2 Volume and Term Pricing

Separate volume and term discounts are available on an individual case basis for Customers who purchase large numbers of Inbound Direct line and/or who agree to year or multi-year contracts. Rates will be developed as requested and will be available in a non-discriminatory basis to all similarly situated customers.

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10. Product and Pricing (cont'd)

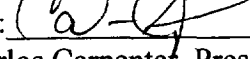
10.2 Pricing (cont'd)

10.2.3 Term Contract and Penalty

If the Customer and the Company agree to a term (multi-month) contract, the Customer is bound to fulfill all terms and conditions of the contract. If the Customer wishes to cancel service with the Company prior to the expiration of the contract, the Customer will be billed and obligated to pay the full value of the remainder of the contract the value of which will be based on remaining months multiplied by the average of all prior monthly bills. For example, if a Customer signed a thirty-six month contract and cancels after twenty-four months, Customer will be billed for the remaining twelve months of service multiplied by the monthly amount.

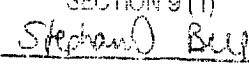
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REGULATIONS AND SCHEDULE OF INTRASTATE CHARGES

11. Miscellaneous Services

11.1 Operator Services

11.1.1 Description

Operator Handled Calling Services are provided to Customers and Users of Company-provided Exchange Access Services, and to Customers and Users of exchange access lines.

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REGULATIONS AND SCHEDULE OF INTRASTATE CHARGES

11. Miscellaneous Services (cont'd)

11.1 Operator Services (cont'c)

11.1.2 Definitions

Person-to-Person Calls completed with the assistance of a Company operator to a particular person, station, department, or PBX extension specified by the calling party. Charges may be billed to the Customer's commercial credit card and/or LEC calling card, calling station, called station, or a designated third-party station. Calls may be dialed with or without the assistance of a Company operator.

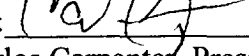
Station-to-Station Refers to calls other than person-to-person calls billed to either the end user's commercial credit card and/or nonproprietary calling card. Calls may be dialed with or without the assistance of a Company operator. Collect calls to coin telephones and transfers of charges to third telephones that are coin telephones will not be accepted.

Operator Dialed Charge: The end user places the call without dialing the destination number, although the capability to do it himself exists. The end user will dial "0" for local calls and "00" for long distance calls and then request the operator to dial the called station.

Billed to Non-Proprietary Calling Card: Refers to calls that are dialed by the Customer in accordance with standard dialing instructions and billed to a non-proprietary calling card issued by another carrier.

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REGULATIONS AND SCHEDULE OF INTRASTATE CHARGES

11. Miscellaneous Services (cont'd)

11.1 Operator Services

11.1.3 Rates

Local exchange and IntraLATA calls may be placed on an Operator Assisted basis. Usage charges for Operator Assisted calls are the same as those set forth in Sections 8 and 9, preceding. For Operator Assisted calls to Busy Line Verification and Interrupt, or Directory Assistance, the surcharges specified in Section 11.2.3 and Section 11.1.3 will apply in addition to any applicable Operator charges.


In addition to the usage charges identified above, the following operator - assisted charges will apply:

Rates

Station to Station	\$1.50/call
Calling Card	\$1.50/call
3rd Number Billing	\$1.50/call
Collect Calls	\$1.50/call
Person-to-Person	\$3.50/call

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REGULATIONS AND SCHEDULE OF INTRASTATE CHARGES

11. Miscellaneous Services (cont'd)

11.2 Busy Line Verify and Line Interrupt Service

11.2.1 Description

Upon request of a calling party the Company will verify a busy condition on a called line.

11.2.1.1 The operator will determine if the line is clear or in use and report to the calling party.

11.2.1.2 The operator will interrupt the call on the called line only if the calling party indicates an emergency and requests interruption.

11.2.2 Regulations

- (1) A charge will apply when:
 - (a) The operator verifies that the line is busy with a call in progress.
 - (b) The operator verifies that the line is available for incoming calls.
 - (c) The operator verifies that the called number is busy with a call in progress and the Customer requests interruption. The operator will then interrupt the call, advising the called party the name of the calling party. One charge will apply for both verification and interruption.

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11. Miscellaneous Services (cont'd)

11.2 Busy Line Verify and Line Interrupt Service (cont'd)

11.2.2 Regulations (cont'd)

- (2) No charge will apply:
 - (a) When the calling party advises that the call is to or from an official public emergency agency.
 - (b) Under conditions other than those specified in 11.2.2(A) preceding.
- (3) Business Verification and Interrupt Service is furnished where and to the extent that facilities permit.
- (4) The Customer shall identify and hold the Company harmless against all claims that may arise from either party to the interrupted call or any person.

11.2.3 Rates

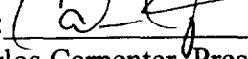
Busy Line Verify Service (each request)	\$ 0.95
Busy Line Verify and Busy Line Interrupt Service (each request)	\$ 1.40

11.3 Service Implementation

Absent a promotional offering, service implementation charges will apply to orders to change existing service.

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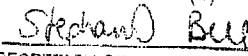
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REGULATIONS AND SCHEDULE OF INTRASTATE CHARGES

11. Miscellaneous Services (cont'd)

Non-Recurring \$22.00
- per service order

11.4 Restoration of Service

A restoration charge applies to the re-establishment of service and facilities suspended because of nonpayment of bills and is payable at the time that the re-establishment of the service and facilities suspended is arranged for. The restoration charge does not apply when, after disconnection of service, service is later re-established.

Non-Recurring per occasion
- First Line \$43.20
- Each Additional Line \$12.60

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REGULATIONS AND SCHEDULE OF INTRASTATE CHARGES

12. Special Arrangements

12.1 Special Construction

12.1.1 Basis for Charges

Where the Company furnishes a facility or service for which a rate or charge is not specified in the Company's tariffs, charges will be based on the costs incurred by the Company and may include:

- 1. non-recurring type charges;
- 2. recurring type charges;
- 3. termination liabilities; or
- 4. combinations thereof


12.1.2 Termination Liability

To the extent that there is no other requirement for use by the Company, a termination liability may apply for facilities specially constructed at the request of the Customer.

- 1. The termination liability period is the estimated service life of the facilities provided.
- 2. The amount of the maximum termination liability is equal to the estimated amounts for cost installed of the facilities provided including estimated costs for rearrangements of existing facilities and/or construction of new facilities as appropriate, less net salvage. Cost installed includes the cost of, (a) equipment and materials provided or used, (b) engineering, labor and supervision, (c) transportation, and (d) rights-of-way.

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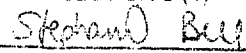
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REGULATIONS AND SCHEDULE OF INTRASTATE CHARGES

12. Special Arrangements (cont'd)

12.1 Special Construction (cont'd)

12.1.2 Termination Liability (cont'd)

- 3. license preparation, processing, and related fees;
- 4. tariff preparation, processing, and related fees;
- 5. cost of removal and restoration, where appropriate; and
- 6. any other identifiable costs related to the specially constructed or rearranged facilities.

12.1.3 Calculation of Termination Liability

The applicable termination liability method for calculating the unpaid balance of a term obligation. The amount of such charge is obtained by multiplying the sum of the amounts determined as set forth in Section 12.1.2 preceding by a factor related to the unexpired period of liability and the discount rate for return and contingencies. The amount determined in section 11.1.2 preceding shall be adjusted to reflect the re-determined estimate net salvage, including any reuse of the facilities provided. This product is adjusted to reflect applicable taxes.

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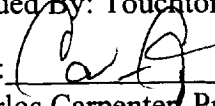
12. Special Arrangements (cont'd)

12.2 Individual Case Basis ("ICB") Arrangements

Arrangements will be developed on a case-by-case basis in response to a bona fide request from a Customer or prospective Customer to develop a competitive bid for a service offered under this tariff. Rates quoted in response to such competitive requests may be different than those specified for such services in this tariff. ICB rates will be offered to the Customer in writing and on a nondiscriminatory basis.

12.3 Temporary Promotional Programs

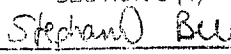
The Company may establish temporary promotional programs wherein it may waive or reduce non-recurring or recurring charges, to introduce present or potential Customers to a service not previously received by the Customers.

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REGULATIONS AND SCHEDULE OF INTRASTATE CHARGES

13. Additional Service Charges

13.1 End User Incremental Line Charge

The Company will assess an End User Incremental Line Charge for customers as follows:

Residential Line – Initial	\$ 3.50
Residential Line – Each Additional	\$ 3.50
Business Line (with no additional line on premise)	\$ 3.50
Business Line (more than one line, per line)	\$ 8.17
BRI	\$ 7.44
PRI	\$39.00

13.2 Modification Charge

Assessed for existing service modification made to an account.

	Residential	Business
Initial Change	\$31.00	\$43.00
Additional Changes	\$10.00	\$12.00

13.3 Premise Visit Charge

The Premise Visit Charge applies when the Company performs billable work at the customer premise. This charge applies in addition to the normal order charge.

Premise Visit Charges also apply for service rearrangements (drop wire, network interface device) and trouble isolated to the customer's equipment.

	Residential/Business
First 15 minutes or fraction	\$30.00
Each add'l 15 minute increment	\$14.00

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REGULATIONS AND SCHEDULE OF INTRASTATE CHARGES

13. Additional Service Charges

13.4 Expedite Charge

This charge applies for requests by the customer to complete orders prior to the scheduled due date.

Residential Orders	\$ 22.00
Business Orders (Basic Exchange)	\$ 35.00
Trunk Orders	\$ 375.00

13.5 Inside Wire Maintenance

Customers may utilize the Company to maintain and, where practical, repair customer owned equipment including inside wire.

Monthly Charge – per outlet \$0.25

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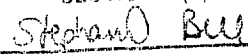
By: 

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REGULATIONS AND SCHEDULE OF INTRASTATE CHARGES

14. Fast Packet Transport Services

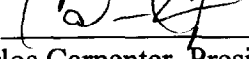
14.1 Frame Relay Service

14.1.1 General

1. Frame Relay Service is a connection-oriented data transport service based on packet switching technology.
2. Frame Relay Service provides flexible connectivity using Permanent Virtual Circuits (PVCs) implemented over digital facilities operating at transmission speeds of 56 Kbps, 64 Kbps, 128 Kbps, 1.536 Mbps, or 44.210 Mbps.
3. Network interface specifications for Frame Relay Service are available upon request from the company.

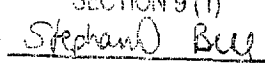
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REGULATIONS AND SCHEDULE OF INTRASTATE CHARGES

14. Fast Packet Transport Services (Cont'd)

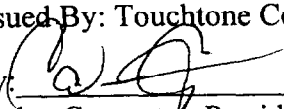
14.1 Frame Relay Service (Cont'd)

14.1.1 General (Cont'd)

The regulations and rates specified herein are in addition to the applicable regulations and rates specified in other sections of this and other Tariffs of the Company.
The rates and charges set forth for Frame Relay Service provide for the furnishing of service where suitable facilities are available.
Frame Relay Service is only available when provided in conjunction with Broadband Exchange Line Service Specifications for Broadband Exchange Line Service are contained in 14.2 of this Tariff.

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REGULATIONS AND SCHEDULE OF INTRASTATE CHARGES

14. Fast Packet Transport Services (Cont'd)

14.1 Frame Relay Service (Cont'd)

14.1.2 Regulations

Explanation of Terms

Customer Connection to Frame Relay Service

The Customer Connection provides the customer with the standard interface to the Frame Relay Service network. This interface receives the data frame from the customer's network or device and verifies that the DLCI is valid before relaying the frame to the destination. Included in the Customer Connection are the customer's termination on the Frame Relay Service switching equipment, the transport from the Serving Area Point to the switching equipment and the first DLCI. These interfaces connect the Frame Relay Service network with digital facilities operating at transmission speeds of 56 Kbps, 64 Kbps, 128 Kbps, 1.536 Mbps, or 44.210 Mbps.

Frame Relay Service Network Serving Area

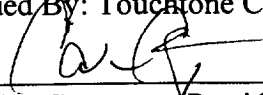
Certain Company Central Offices are designated by the Company as Serving Area Points for the Frame Relay Service Network Serving Area. A customer accessing the Frame Relay Service network, whose Serving Wire Center is designated a Serving Area Point, requires a Broadband Exchange Line-Fast Packet Option (FPO) as described in 14.2 of this Tariff. A Frame Relay Service customer, whose Serving Wire Center is not designated a Serving Area Point, will use a Broadband Exchange Line-FPO to the Wire Center, as well as, the Broadband Exchange Line Extension-FPO (also described in 14.2) to gain access to the closest designated Serving Area Point.

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REGULATIONS AND SCHEDULE OF INTRASTATE CHARGES

14. Fast Packet Transport Services (Cont'd)

14.1 Frame Relay Service (Cont'd)

14.1.2 Regulations (Cont'd)

Explanation of Terms (Cont'd)

Permanent Virtual Circuit (PVC)

A software defined data path transporting data within the Frame Relay Service network between two Customer Connections. This data path, once defined in the network software, does not have to be established again. PVCs are end-to-end Bi-directional channels that are established via the service provisioning process

Data Link Connection Identifier


The Frame Relay standard specifies an address field called the Data Link Connection Identifier (DLCI). The DLCI specifies a connection. When any two DLCIs are mapped together, a PVC can be created.

Committed Information Rate (CIR)

Committed Information Rate is a feature that enables the customer to select a sustained throughput under normal conditions. A CIR must be selected for each DLCI. A CIR selected with a value greater than zero has a separate charge from any DLCI charges. Frames submitted at a rate above the subscribed CIR will be marked "discard eligible" (DE) and, should network congestion occur, are subject to being dropped by the network. If CIR is set equal to zero, then all frames will be marked DE. However, in the absence of network congestion, DE marked frames will be transported with the same reliability as frames not marked DE within a single, Company Frame Relay Switch. The CIR value selected cannot exceed the minimum transmission speed of the link at either end of the PVC.

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REGULATIONS AND SCHEDULE OF INTRASTATE CHARGES

14. Fast Packet Transport Services (Cont'd)

14.1 Frame Relay Service (Cont'd)

14.1.2 Regulations (Cont'd)

Explanation of Terms (Cont'd)

Feature Change Charge

In addition to any specific optional feature charges, a Feature Change Charge applies whenever a change is made (at the customer's request) to a single optional feature for a single customer within a single network configuration on a single switch within a single jurisdiction. Although multiple changes may be caused by such actions, only one Feature Change Charge will apply.

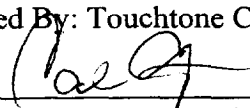
A Feature Change Charge is applicable if the "first" DLCI, the one included with the Customer Connection, is modified.

Serving Area Point (SAP)

A Company Central office that is designated as a member of the Frame Relay Service Network Serving Area. (See the definition of Frame Relay Service Network Serving Area preceding.)

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REGULATIONS AND SCHEDULE OF INTRASTATE CHARGES

14. Fast Packet Transport Services (Cont'd)

14.1 Frame Relay Service (Cont'd)

14.1.2 Regulations (Cont'd)

Basis of Offering

Detailed noonday billing is not provided.

Suspension of service is not allowed.

Obligations of Customer and Company

The Company is not responsible for the installation, operation, or maintenance of my equipment provided by the customer.

The customer is responsible for the provision and maintenance of all Customer Provided Equipment (CPE) and to ensure that the operating characteristics of this equipment are compatible with and do not interfere with the service offered by the Company.

The maximum number of DLCIs per Customer Connection is subject to the characteristics of the customer's data traffic. Thus, the number of DLCIs per Customer Connection must be negotiated between the customer and the Company at the establishment of the Customer Connection and subsequent to the establishment should the traffic characteristics change. A maximum of 250 DLCIs may be established across a single Customer Connection.

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REGULATIONS AND SCHEDULE OF INTRASTATE CHARGES

14. Fast Packet Transport Services (Cont'd)

14.1 Frame Relay Service (Cont'd)

14.1.2 Regulations (Cont'd)

Basis of Offering (Cont'd)

In order to maintain the quantity of Frame Relay Service, the Company reserves the right to perform preventive maintenance of software updates to the network. This could result in Frame Relay Service being unavailable during the time period between 2:00 A.M. and 4:00 A.M. Eastern Time on any given Wednesday & Sunday morning. However, the Company only expects to utilize this maintenance window for any given switch on the average of once a quarter. In addition, the Company will make every, reasonable effort to provide advance notice to those customers likely to be severely affected by such maintenance work. This maintenance window may be adjusted by the Company upon written notice to the customer.

The minimum service period is one month.

Provision of Service

Rates and charges contained in this Section of the Tariff consist of the following elements:
Customer Connection to Frame Relay Service
Frame Relay Service Features

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REGULATIONS AND SCHEDULE OF INTRASTATE CHARGES

14. Fast Packet Transport Services (Cont'd)

14.1 Frame Relay Service (Cont'd)

14.1.2 Regulations (Cont'd)

Provision of Service (Cont'd)

Certain Company Central Offices are designated by the Company as Serving Area Points (SAPs) for the Frame Relay Service Network Serving Area. A customer accessing the Frame Relay Service network, whose Serving Wire Center is designated a SAP, will only require a Broadband Exchange Line-FPO as described in 14.2 of this Tariff. A Frame Relay Service customer whose Serving Wire Center is not designated a SAP, will require a Broadband Exchange Line to the Serving Wire Center, as well as, a Broadband Exchange Line Extension-ERL (also described in 14.2) to gain access to the closest designated SAP.


The Customer Connection rate element includes the customer's transport from a Serving Area Point to the Frame Relay Service switching equipment, the customer's termination on the Frame Relay Service switching equipment, and one DLCI.

Service Charges for Frame Relay Service are included in the respective nonrecurring charges specified herein. Service Charges from Section are not applicable.

Should a customer, having locations in more than one Frame Relay Network Serving Area within a LATA, desire to send data traffic between these locations, the customer can interconnect these locations through two options. With the first option, the customer subscribes to additional Customer Connections enabled to support Inter-Serving Area connectivity and Broadband Exchange Line Extension-FPOs. These additional rate elements will be used solely to transport this

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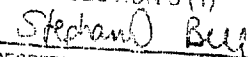
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REGULATIONS AND SCHEDULE OF INTRASTATE CHARGES

14. Fast Packet Transport Services (Cont'd)

14.1 Frame Relay Service (Cont'd)

14.1.2 Regulations (Cont'd)

Provision of Service (Cont'd)

(5) (Cont'd)

customer's data traffic between affected Frame Relay Network Serving Areas.

The Company may establish facilities between Frame Relay Service switching equipment in different Network Serving Areas in the same LATA and may allow customers to share bandwidth on these facilities. Where these shared facilities are available to customers, the second option exists. With the second option, the customer must establish one or more Inter-Network Serving Area Links that extend between Frame Relay switches. Each of these Links has an associated CIR. One PVC exists between both customer premises through the Link. All CIRs on this PVC must have the same value. Charges for the Inter-Networking Serving Area Link are applied as follows:

- the Inter-Network Serving Area Link Establishment is charged at each end of the Link,
- the Inter-Network Serving Area Link CIR is charged at each end of the Link,
- no DLCI charges apply.


In some cases, the Company and another LEC, that offers Frame Relay technology will jointly connect Frame Relay switching equipment within a LATA to provide customers the ability to interconnect their locations

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REGULATIONS AND SCHEDULE OF INTRASTATE CHARGES

14. Fast Packet Transport Services (Cont'd)

14.1 Frame Relay Service (Cont'd)

14.1.2 Regulations (Cont'd)

served by the different LECs. In order to utilize the Company's portion of this jointly provided connection the customer must subscribe to one end of an Inter-Network Serving Area Link and the associated CIR.

Contract Plans

Contract plans are available under contract periods described as follows:

Term Payment Plan A - payment periods may be selected from 12 to 36 months.


Term Payment Plan B - payment periods may be selected from 37 to 60 months.

A Termination Liability Charge will not be applicable at the date of termination, if prior to fulfilling the period of the contract plan: the customer requests a change to a higher speed of Frame Relay Service, the customer requests a change from Frame Relay Service to another service designated as eligible by the Company at the same or higher Speed, or

the customer has an existing Frame Relay Service Customer Connection operating at less than 1.536 Mbps but greater than 64 Kbps and the customer requests a change to another speed of Frame Relay Service or other eligible service less than 1.536 Mbps but greater than 64 Kbps.

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REGULATIONS AND SCHEDULE OF INTRASTATE CHARGES

14. **Fast Packet Transport Services (Cont'd)**

14.1 **Frame Relay Service (Cont'd)**

14.1.3 **Rates (Cont'd)**

	NRC	MRC	MRC discount	
			Plan A	Plan B
56 Kbps	\$425.00	\$85.00	10%	20%
64 Kbps	425.00	85.00	10%	20%
112 Kbps	475.00	120.00	10%	20%
128 Kbps	475.00	120.00	10%	20%
192 Kbps	475.00	240.00	10%	20%
256 Kbps	475.00	307.00	10%	20%
320 Kbps	475.00	345.00	10%	20%
384 Kbps	550.00	435.00	10%	20%
448 Kbps	550.00	435.00	10%	20%
512 Kbps	550.00	435.00	10%	20%
576 Kbps	550.00	435.00	10%	20%
640 Kbps	550.00	435.00	10%	20%
704 Kbps	550.00	435.00	10%	20%
768 Kbps	550.00	435.00	10%	20%
1024 Kbps	550.00	435.00	10%	20%
1152 Kbps	550.00	435.00	10%	20%
1.536 Mbps	550.00	435.00	10%	20%
44.210 Mbps	1,225.00	3,500.00	10%	20%

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REGULATIONS AND SCHEDULE OF INTRASTATE CHARGES

14. Fast Packet Transport Services (Cont'd)

14.2 Broadband Exchange Line Service

14.2.1 General

Broadband Exchange Line Service provides the customer with a local connection to high speed frame or cell-based switched services

Broadband Exchange Line Service is available under options. Rates, charges, and regulations specific to these options are in later subsections of this Tariff section. The Fast Packet Option is described in 14.2.3 following.


Network interface specifications for Broadband Exchange Line Service are available upon request from the Company.

The regulations and rates specified herein are in addition to the applicable regulations and rates specified in other sections of this and other Tariffs of the Company.

The rates and charges set forth for Broadband Exchange Line Service provide for the furnishing of service where suitable facilities are available. Where special construction of facilities is necessary, special construction charges may apply as set forth in the Tariff

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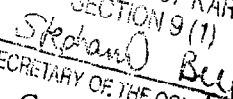
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REGULATIONS AND SCHEDULE OF INTRASTATE CHARGES

14. Fast Packet Transport Services (Cont'd)

14.2 Broadband Exchange Line Service

14.2.2 Regulations

Explanation of Terms

Broadband Exchange Line

The link from the customer's premises to the customer's Serving Wire Center.

Broadband Exchange Line Extension

When a customer's Serving Wire Center is not a Serving Area Point, a Broadband Exchange Line Extension is used to connect the Serving Wire Center to the closest Serving Area Point. The Broadband Exchange Line Extension is associated with a Broadband Exchange Line.

The Broadband Exchange Line Extension is measured on a per mile basis in airline miles from a Central Office that is not a Serving Area Point to a Serving Area Point.

Network Serving Area

Certain Company Central Offices are designated Serving Area Points. A Network Serving Area is comprised of all the Serving Area Points in a geographic area.

Serving Area Point

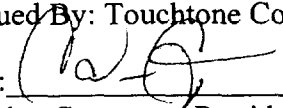
A Company Central Office that is designated as a member of the Network Serving Area

Basis of Offering

Detailed monthly billing is not provided.

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REGULATIONS AND SCHEDULE OF INTRASTATE CHARGES

14. Fast Packet Transport Services (Cont'd)

Suspension of service is not allowed.
The minimum service period is one month.

14.2 Broadband Exchange Line Service

14.2.2 Regulations

Connections

The design, maintenance and operation of Broadband Exchange Line Service contemplates data communications originating or terminating at stations of the customer.

Obligations of Customer

When customer provided equipment (CPB) is connected with Broadband Exchange Line Service, the customer or authorized user must provide equipment to perform the function of the Digital Terminating Equipment (DTE). The DTE provided by the customer is required at a customer's premises to perform such functions as:

- Proper termination of service
- Amplification
- Signal shaping
- Remote loopback

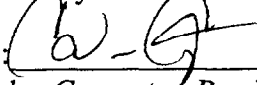
Where Broadband Exchange Line Service is available under this Tariff for use in connection with customer provided equipment (CPE), the operating characteristics of such equipment shall be such as not to interfere with any of the services offered by the Company. Such use is subject to the farther provisions that the CPE does not endanger the safety of Company employees or he public; damage, require change in, or alteration of the equipment or other facilities of the Company; interfere wit the proper functioning of such equipment or facilities;

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REGULATIONS AND SCHEDULE OF INTRASTATE CHARGES

14. Fast Packet Transport Services (Cont'd)

impair the operation of the Company's facilities or otherwise injure the public in its use of the Company's services. Upon notice from the Company that the equipment provided by a customer's causing or is likely to cause such hazard or interference, the customer shall take such steps as shall be necessary to remove or prevent such hazard or interference.

14.2 Broadband Exchange Line Service

14.2.2 Regulations

Connections

When CPE is connected to Broadband Exchange Line Service, the customer shall be responsible for:

Compatibility of the CPE to Broadband Exchange Line Service. This includes replacing the DTE due to technological changes in the network, and

Testing and isolation and clearance of trouble conditions or service difficulties on any CPE which is connected to Broadband Exchange Line Service.

The customer's responsibility shall include cooperative testing with the Company as may be necessary.

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REGULATIONS AND SCHEDULE OF INTRASTATE CHARGES

14. Fast Packet Transport Services (Cont'd)

14.2 Broadband Exchange Line Service (Cont'd)

14.2.2 Regulations (Cont'd)

Connections (Cont'd)

Responsibility of the Company

The Company shall not be responsible for installations, operation, or maintenance of any CPE. Where such CPE is connected to Company facilities, the responsibility of the Company shall be limited to the furnishing of facilities suitable for Broadband Exchange Line Service and to the maintenance and operation of such facilities in a manner proper for such service. Subject to this responsibility of the Company shall not be responsible for:

- The through transmission signals generated by such equipment, or for the quality of, or defects in, such transmission,
- The reception of signals by such equipment, or
- Damage to CPE provided by a customer to an authorized user during testing.

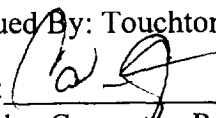
The Company shall not be responsible to the customer, if changes in any of the facilities, operations, or procedures of the Company utilized in provisioning of Broadband Exchange Line Service render any facilities provided by a customer obsolete or require modifications or alteration of such equipment or otherwise affect its use or performance.

The Company undertakes to maintain and repair the facilities which it furnishes. The customer may not rearrange, disconnect, remove, or attempt to repair any equipment installed by the Company without prior written consent of the Company.

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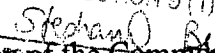
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SECRETARY OF THE COMMISSION

Issued by authority of an order of the Public Service Commission of the Commonwealth of Kentucky in Administrative Case No. 370, dated January 8, 1998

REGULATIONS AND SCHEDULE OF INTRASTATE CHARGES

14. Fast Packet Transport Services (Cont'd)

14.2 Broadband Exchange Line Service

14.2.2 Regulations

Provision of service

Rates and charges contained in this Section of the Tariff consist of the following elements:

- Broadband Exchange Line
- Broadband Exchange Line Extension
- Move Charges

Service charges for Broadband Exchange Line Service are included in the respective nonrecurring charges specified herein.

A move involves a change in the physical location of one of the following:
the point of interface at the customer's premises
the customer's premises

The charges for the move are dependent upon whether the move is located within the same building or to a different building.

Moves Within the Same Building

When the move is to a new location within the same building, the charge for the move will be an amount equal to one half the nonrecurring charge for the affected service termination at the customer's premises. There will be no change in the minimum period requirements.

Moves to a Different Building

Moves to a different building, other than addressed in c, following, will be treated as a discontinuance and start of service and all associated nonrecurring charges will apply. New minimum period requirements will be established at the new location. The customer will

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PURSUANT TO 807 KAR 5.011,
SECTION 9 (1)

BY: Stephan O. Bell
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REGULATIONS AND SCHEDULE OF INTRASTATE CHARGES

14. Fast Packet Transport Services (Cont'd)

also remain responsible for satisfying all outstanding minimum period charges for the discontinued service.

14.2 Broadband Exchange Line Service

14.2.2 Regulations

Provision of service (Cont'd)

Moves of Service(s) under Fast Packet SPP

Customer requests for moves of service under Fast Packet SPP, other than inside moves, will be subject to the conditions stated in this Tariff.

The rates and charges contained in this Tariff for Broadband Exchange Line Service are applicable from the meet point with an independent company to the Network Serving Area for customer locations served by an independent company.

14.2.3 Fast Packet Option (FPO)

General

The Fast Packet Option (FPO) of Broadband Exchange Line Service is only available when used in conjunction with Frame Relay Service.

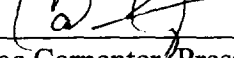
Specifications for Frame Relay Service are contained in 14.1

The Fast Packet Option is used to connect a customer premises with the Frame Relay Service Areas.

The Fast Packet Option is designed to transmit digital data signals at speeds of 56 Kbps, 64 Kbps, 128 Kbps, 1.536 or 44.210 Mbps.

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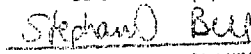
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14. Fast Packet Transport Services (Cont'd)

14.2 Broadband Exchange Line Service

14.2.3 Fast Packet Option (FPO)

General (Cont'd)

The Broadband Exchange Line Extension-FPO may be used by the customer for another function besides connecting the customer's Serving Wire Center to a Serving Area Point.

When the Fast Packet Option is provided in association with channel service to connect customer locations to Frame Relay Service the Broadband Exchange Line Extension-FPO may be used. This use occurs if the Central Office where the channelization exists for the channel service is not a Frame Relay Service Serving Area Point then a Broadband Exchange Line Extension-FPO is required to connect the Central Office where the channelization occurs to the closest Serving Area Point.

The Fast Packet Option may be provided in association with channel service to connect a customer location to Frame Relay Service.

The Fast Packet Option operating at a transmission speed of 1.536 Mbps must be provisioned with Bipolar with 8 Zero Substitution (BSZS) and Extended Superframe (ESF) if such service is to support a customer connection that is a multiple of 64 Kbps.

If, prior to fulfilling the period of a contract plan, the customer requests an increase in transmission speed on a Fast Packet Option, a Termination Liability Charge will not be applied, if at the date of termination the applicable conditions of this Tariff are satisfied.

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REGULATIONS AND SCHEDULE OF INTRASTATE CHARGES

14. Fast Packet Transport Services (Cont'd)

14.2 Broadband Exchange Line Service

14.2.3 Fast Packet Option (FPO)

General (Cont'd)

One half of the nonrecurring charge(s) for the applicable rate elements following apply if the customer requests an increase in transmission speed on a Fast Packet Option.

Contract Plans

Contract Plans are available as follows:

Term Payment Plan A - payment periods may be selected from 11 to 36 months.

Term Payment Plan B - payment periods may be selected from 37 to 60 months.

The Fast Packet Option operating at a transmission speed of 44.210 Mbps is fiber optic basec

A 128 Kbps Frame Relay Service Connection may interface with a Fast Packet Option operating at a transmission speed of either 128 Kbps (2B1Q) or 1.536 Mbps. If an extension capability operating at 128 Kbps is necessary, two 64 Kbps broadband Exchange Line Extensions are required.

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REGULATIONS AND SCHEDULE OF INTRASTATE CHARGES

14. Fast Packet Transport Services (Cont'd)

14.2 Broadband Exchange Line Service

14.2.4 Rates

	NRC	MRC	MRC Discount	
			Plan A	Plan B
Broadband Exchange Line – FPO				
56 Kbps	\$540.00	\$80.00	15%	25%
64 Kbps	\$540.00	\$80.00	15%	25%
128 Kbps	\$540.00	\$105.00	15%	25%
1.536 Mbps	\$540.00	\$155.00	15%	25%
44.210 Mbps	\$1000.00	\$1500.00	15%	25%
Broadband Exchange Line Extension – FPO				
- per extension				
An extension less than 20 miles				
56 Kbps	85.00	25.00	15%	25%
64 Kbps	85.00	25.00	15%	25%
1.536 Mbps	145.00	165.00	15%	25%
44.210 Mbps	350.00	4000.00	15%	25%
An extension 20-50 miles				
56 Kbps	85.00	35.00	15%	25%
64 Kbps	85.00	35.00	15%	25%
1.536 Mbps	145.00	285.00	15%	25%
44.210 Mbps	350.00	4500.00	15%	25%

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REGULATIONS AND SCHEDULE OF INTRASTATE CHARGES

14. Fast Packet Transport Services (Cont'd)

14.2 Broadband Exchange Line Service

14.2.4 Rates

	NRC	MRC	MRC Discount	
			Plan A	Plan B
An extension 51-75 miles				
56 Kbps	85.00	55.00	15%	25%
64 Kbps	85.00	55.00	15%	25%
1.536 Mbps	145.00	385.00	15%	25%
44.210 Mbps	350.00	5035.00	15%	25%
An extension 76-100 miles				
56 Kbps	85.00	65.00	15%	25%
64 Kbps	85.00	65.00	15%	25%
1.536 Mbps	145.00	385.00	15%	25%
44.210 Mbps	350.00	6290.00	15%	25%
An extension 101-125 miles				
56 Kbps	85.00	75.00	15%	25%
64 Kbps	85.00	75.00	15%	25%
1.536 Mbps	145.00	605.00	15%	25%
44.210 Mbps	350.00	7550.00	15%	25%
An extension greater than 125 miles				
56 Kbps	85.00	85.00	15%	25%
64 Kbps	85.00	85.00	15%	25%
1.536 Mbps	145.00	705.00	15%	25%
44.210 Mbps	350.00	8850.00	15%	25%

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