PUBLIC UTILITIES COMMISSION

OF SOUTH DAKOTA

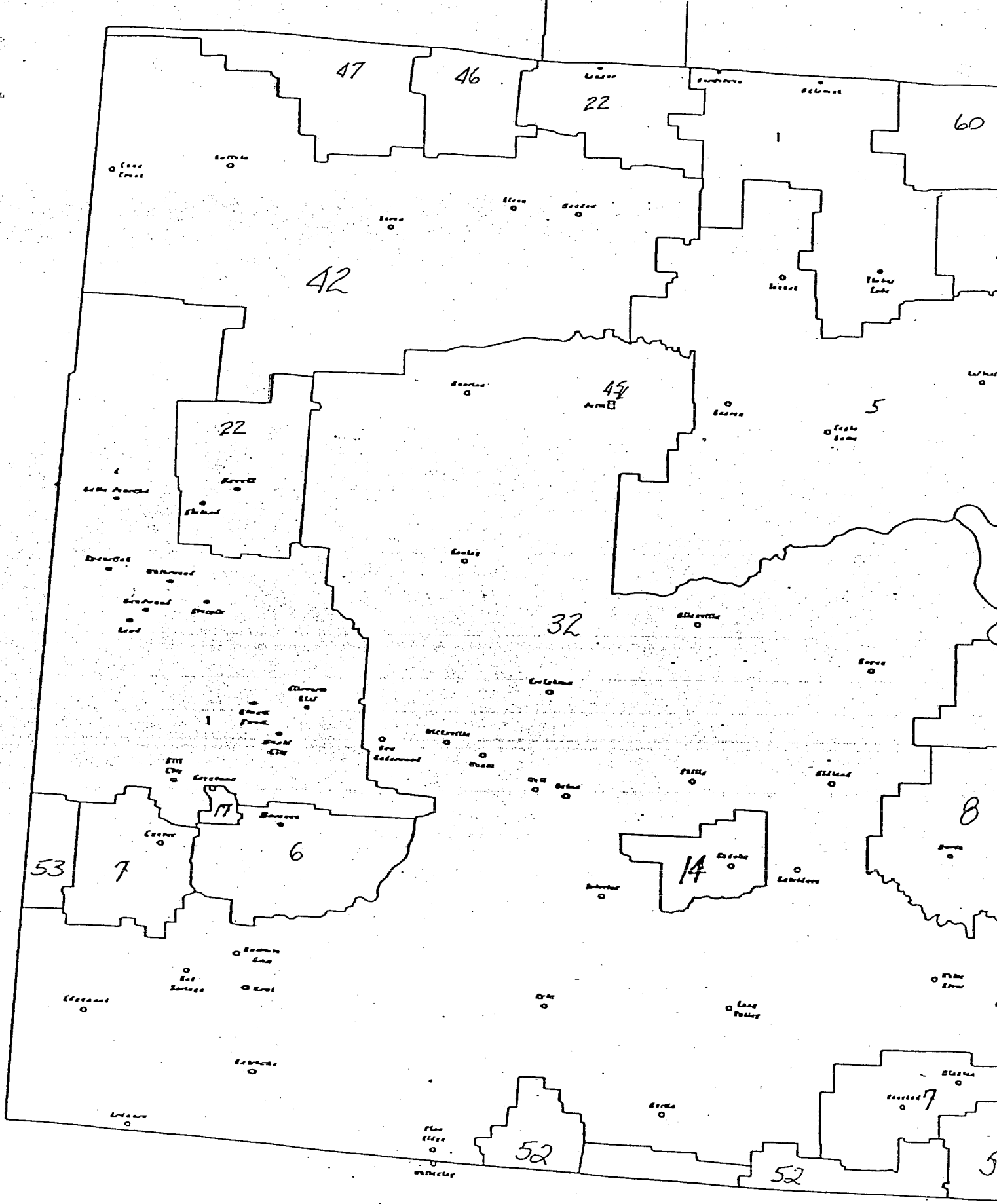
A REPORT ON

TELECOMMUNICATION COMPANY OPERATIONS

FOR THE YEAR

1996

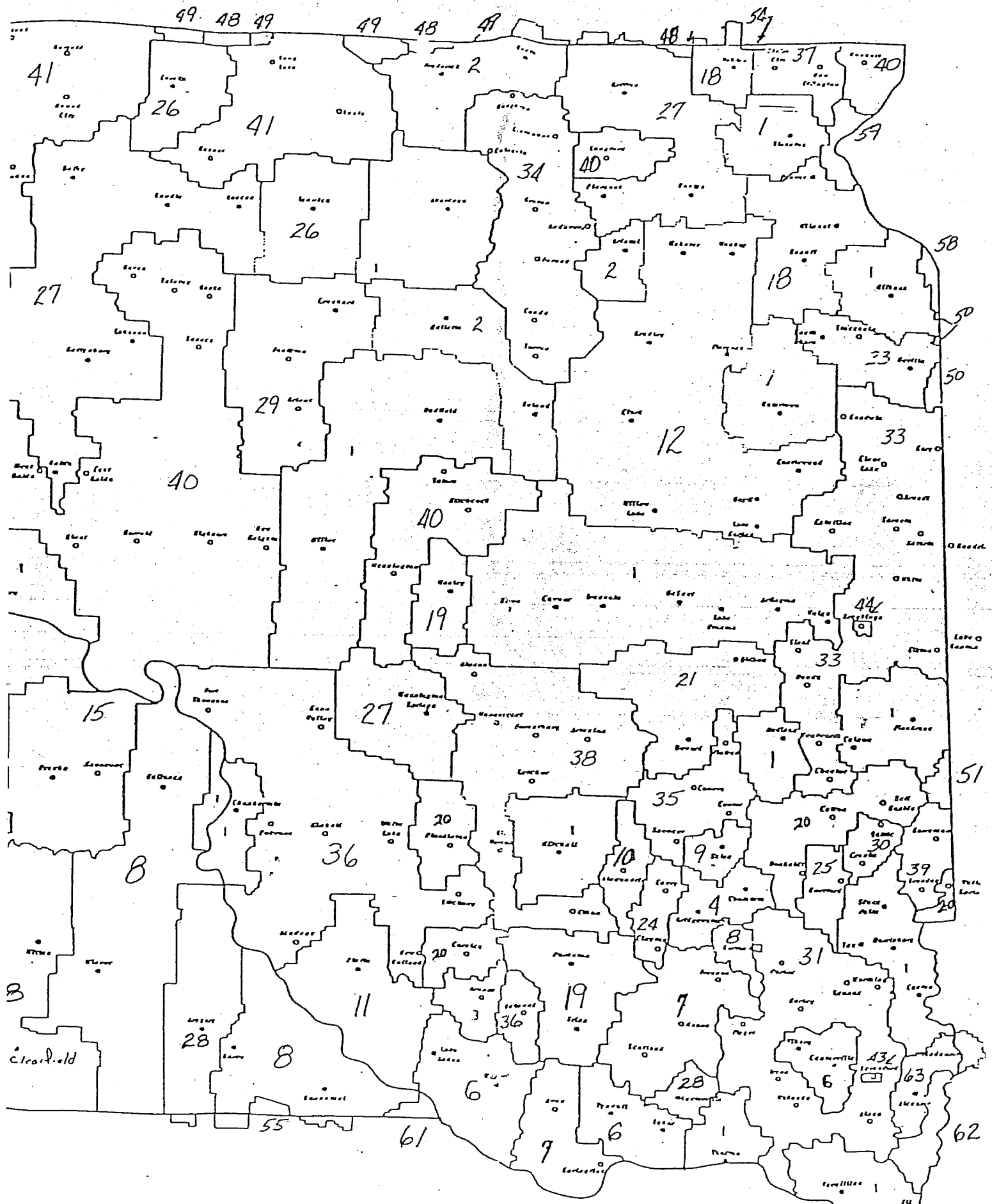
Prepared by Harlan Best
June 1997



Huron — Indicates U.S. West

Marfin — Indicates Others

South Dak



ephone Companies

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Telephone Company Regulated

1. U S WEST Communications, Sioux Falls, SD

Small Independent Telephone Companies - Non-Regulated

2. Accent Communications, Inc., Groton, SD
3. Armour Independent Telephone Company, Armour, SD
4. Bridgewater-Canistota Independent Telephone Company, Hartford, SD
5. Cheyenne River Sioux Tribe Telephone Authority, Eagle Butte, SD
63. East Plains Telecom, Inc., Baltic, SD
6. Fort Randall Telephone Company, Willmar, MN
7. Golden West Communications, Inc., Wall, SD
8. G.W.S., Inc., Wall, SD
9. Hanson Communications, Inc., Salem, SD
10. Hanson County Telephone Company, Alexandria, SD
11. Heartland Communications, Inc., Kimball, SD
12. Intrastate Telephone Company, Inc., Clear Lake, SD
13. Jefferson Telephone Company, Jefferson, SD
14. Kadoka Telephone Company, Kadoka, SD
15. Kennebec Telephone Co., Inc., Kennebec, SD
16. Mobridge Telecommunications Co., Hazen, ND
17. Mt. Rushmore Telephone Company, Keystone, SD
18. RC Communications, Inc., New Effington, SD
19. SANCOM, Inc., Woonsocket, SD
20. Sioux Valley Telephone Company, Dell Rapids, SD
21. Splitrock Properties, Inc., Garretson, SD
22. Stateline Telecommunications, Inc., Bison, SD
23. Stockholm-Strandburg Telephone Company, Stockholm, SD
24. Tri-County Telcom, Inc., Emery, SD
25. Union Telephone Co., Hartford, SD
26. Valley Cable & Satellite Communications, Herried, SD
27. Venture Communications, Inc., Highmore, SD
28. Vivian Telephone Company, Wall, SD
29. Western Telephone Company, Faulkton, SD

Cooperative Telephone Companies - Non-Regulated

30. Baltic Telecom Cooperative, Baltic, SD
31. Dakota Cooperative Telecommunications, Irene, SD
32. Golden West Telecommunications Cooperative, Inc., Wall, SD
33. Interstate Telecommunications Cooperative, Inc., Clear Lake, SD
34. James Valley Cooperative Telephone Company, Groton, SD
35. McCook Cooperative Telephone Company, Salem, SD
36. Midstate Telephone Company, Kimball, SD
37. Roberts County Telephone Cooperative Association, New Effington, SD
38. Sanborn Telephone Cooperative, Woonsocket, SD
39. Splitrock Telecom Cooperative Inc., Garretson, SD
40. Sully Buttes Telephone Cooperative, Inc., Highmore, SD
41. Valley Telecommunications Cooperative Ass'n., Inc., Herreid, SD
42. West River Cooperative Telephone Company, Bison, SD

Municipal Telephone Companies - Non-Regulated

43. Beresford Municipal Telephone Company, Beresford, SD
44. City of Brookings Telephone Company, Brookings, SD
45. Faith Municipal Telephone Company, Faith, SD

Foreign Companies

46. CTC Communications, Inc., Dickinson, ND
47. Consolidated Telephone Cooperative, Dickinson, ND
48. Dickey Rural Communications, Inc., Ellendale, ND
49. Dickey Rural Telephone Cooperative, Ellendale, ND
50. Farmers Mutual Telephone Company, Bellingham, MN
51. GTE of Minnesota, Minneapolis, MN
52. Great Plains Communications, Blair, NE
53. RT Communications, Inc., Worland, WY
54. Red River Telecom, Inc., Abercrombie, ND
55. Three River Telco, Lynch, NE
56. U S West Communications of Iowa
57. U S West Communications of Nebraska
58. U S West Communications of Minnesota
59. Valley Telephone Company, Browns Valley, MN
60. West River Telecommunications Cooperative, Hazen, ND
61. NebCom, Inc., Jackson, NE
62. Heartland Telecommunications Company of Iowa d/b/a Hickory Tech Corporation, Mankato, MN

U S WEST COMMUNICATIONS

Summary of Intrastate Operations

For the Years Ended December 31, 1996 and 1995

	1996	PER AL	1995	PER AL	Difference	Percentage Increase (Decrease)
Revenues						
Local service	$83,885,353	313.09	$82,325,699	272.37	$1,559,654	1.89
Network access revenues	13,011,029	48.56	12,511,089	41.39	499,940	4.00
Long distance service	32,619,572	121.75	34,342,154	113.62	(1,722,582)	-5.02
Miscellaneous	(3,974,908)	-14.84	(4,179,779)	-13.83	204,871	-4.90
Carrier billing & collecting	361,674	1.35	270,522	0.90	91,152	33.69
Total operating revenues	$125,902,720	469.91	$125,269,685	414.44	$633,035	0.51
Expenses						
Maintenance	$18,917,836	70.61	$19,097,155	63.18	($179,319)	-0.94
Depreciation	34,048,678	127.08	29,002,274	95.95	$5,046,404	17.40
Engineering	2,113,841	7.89	3,316,835	10.97	($1,202,994)	-36.27
Network	4,504,085	16.81	4,267,248	14.12	$236,837	5.55
Access	8,206,343	30.63	5,681,701	18.80	$2,524,642	44.43
Other proterty, plant & eqpt	(475,258)	-1.77	(93,595)	-0.31	($381,663)	407.78
Customer operations	17,607,919	65.72	17,702,604	58.57	($94,685)	-0.53
Corporate operations	16,972,226	63.35	15,486,184	51.23	$1,486,042	9.60
Taxes (excluding F.I.T.)	5,714,827	21.33	4,966,517	16.43	$748,310	15.07
Federal Income Taxes (F.I.T.)	3,523,055	13.15	5,191,308	17.18	($1,668,253)	-32.14
Uncollectibles	1,583,512	5.91	554,536	1.83	$1,028,976	185.56
Other operating income & exp	380,676	1.42	913,922	3.02	($533,246)	-58.35
Total operating expenses	$113,097,740	422.12	$106,086,689	350.98	$7,011,051	6.61
Intrastate earnings	$12,804,980	47.79	$19,182,996	63.47	($6,378,016)	-33.25
Rate base	$174,557,206	651.51	$204,205,877	675.60	($29,648,671)	-14.52
Access Lines--AL	267,928		302,259		(34,331)	-11.36
Service stations	0		0		0	0.00
Rate of return	7.336		9.394			-2.058
Gross margin	10.171		15.313			-5.143

INDEPENDENT TELEPHONE COMPANIES

Revenues and Expenses

For the Year Ended December 31, 1996

	Accent	Per Access Line	Armour	Per Access Line	Bridgwater-Canistota	Per Access Line	C.R.S.T.	Per Access Line	Fort Randall	Per Access Line	Golden West Communications and G.W.S.	Per Access Line	Hanson Communications	Per Access Line
Revenues														
Local service	$215,184	114.64	PROPRIETARY		PROPRIETARY		$784,000	305.30	$511,997	123.91	$2,837,852	185.25	$114,428	132.29
Access service	403,652	215.05					1,928,587	751.01	958,716	232.02	5,750,735	375.40	225,505	260.70
Toll service	0	0.00					0	0.00	0	0.00	0	0.00	4,459	5.15
Miscellaneous	57,257	30.50					143,625	55.93	63,791	15.44	876,421	57.21	24,490	28.31
Total revenues	$676,093	360.20					$2,856,212	1112.23	$1,534,504	371.37	$9,465,008	617.86	$368,882	426.45
Expenses														
Plant specific	$167,815	89.41					$497,047	193.55	$192,492	46.59	$1,546,528	100.95	$63,688	73.63
Plant non-specific	0	0.00					186,275	72.54	7,915	1.92	334,356	21.83	1,001	1.16
Depreciation	277,777	147.99					552,130	215.00	443,321	107.29	1,840,766	120.16	56,812	65.68
Network	0	0.00					0	0.00	0	0.00	0	0.00	0	0.00
Customer	93,089	49.59					248,691	96.84	111,602	27.01	994,803	64.94	21,056	24.34
Corporate	29,901	15.93					406,154	158.16	118,767	28.74	964,529	62.96	44,304	51.22
Other taxes	27,020	14.40					0	0.00	80,740	19.54	482,360	31.49	18,865	21.81
Federal taxes	4,816	2.57					0	0.00	201,229	48.70	926,202	60.46	37,036	42.82
Other oper inc & exp	0	0.00					0	0.00	0	0.00	0	0.00	0	0.00
Total expenses	$600,418	319.88					$1,890,297	736.10	$1,156,066	279.78	$7,089,544	462.79	$242,762	280.65
Net operating income	$75,676	40.32					$965,915	376.14	$378,438	91.59	$2,375,464	155.07	$126,120	145.80
Net income	$759	0.40					$825,406	321.42	$390,124	94.42	$2,533,805	165.40	$110,616	127.88
Average plant	$6,078,902	3238.63					$12,289,744	4785.73	$10,507,061	2542.85	$36,420,238	2377.46	$951,468	1099.96
Depreciation	4,316,470	2299.66					6,338,238	2468.16	5,145,000	1245.16	18,385,584	1200.18	417,050	482.14
Net plant--average	$1,762,432	938.96					$5,951,506	2317.56	$5,362,061	1297.69	$18,034,655	1177.27	$534,418	617.82
Access Lines--AL	1,877		672		933		2,568		4,132		15,319		865	
Service stations														
Rate of return	4.294						16.230		7.058		13.172		23.600	
Gross margin	11.193						33.818		24.662		25.097		34.190	

INDEPENDENT TELEPHONE COMPANIES

Revenues and Expenses

For the Year Ended December 31, 1996

	Hanson County	Per Access Line	Heartland	Per Access Line	Intrastate	Per Access Line	Jefferson	Per Access Line	Kodaka	Per Access Line	Kennebec	Per Access Line	Mobridge	Per Access Line
Revenues														
Local service	$103,200	201.56	$188,160	122.18	$812,618	126.83	$77,371	140.42	$114,405	211.08	$120,400	160.75	$310,214	126.26
Access service	346,767	677.28	351,312	228.12	1,387,018	216.48	585,304	1062.26	556,273	1026.33	800,284	1068.47	852,434	346.94
Toll service	22,199	43.36	2,752	1.79	26,820	4.19	0	0.00	0	0.00	0	0.00	49,819	20.28
Miscellaneous	47,313	92.41	29,248	18.99	107,174	16.73	78,907	143.21	34,926	64.44	41,691	55.66	105,953	43.12
Total revenues	$519,479	1014.61	$571,472	371.09	$2,333,630	364.23	$741,582	1345.88	$705,604	1301.85	$962,375	1284.88	$1,318,420	536.60
Expenses														
Plant specific	$65,511	127.95	$56,917	36.96	$404,060	63.07	$245,371	445.32	$117,733	217.22	$81,092	108.27	$177,785	72.36
Plant non-specific	1,324	2.59	9,950	6.46	58,303	9.10	76,201	138.30	103,959	191.81	18,484	24.68	15,342	6.24
Depreciation	69,777	136.28	202,970	131.80	536,904	83.80	72,595	131.75	87,210	160.90	219,333	292.83	254,965	103.77
Network	0	0.00	0	0.00	0	0.00	0	0.00	0	0.00	0	0.00	0	0.00
Customer	61,596	120.30	53,755	34.91	199,762	31.18	42,240	76.66	47,715	88.04	95,445	127.43	85,161	34.66
Corporate	57,413	112.13	40,119	26.05	331,361	51.72	194,588	353.15	274,361	506.20	309,332	412.99	110,816	45.10
Other taxes	22,061	43.09	7,159	4.65	76,928	12.01	35,616	64.64	23,001	42.44	29,021	38.75	97,778	39.80
Federal taxes	74,878	146.25	24,100	15.65	74,499	11.63	9,561	17.35	6,458	11.92	46,900	62.62	169,479	68.98
Other oper inc & exp	0	0.00	0	0.00	0	0.00	0	0.00	0	0.00	0	0.00	0	0.00
Total expenses	$352,560	688.59	$394,970	256.47	$1,681,817	262.50	$676,172	1227.17	$660,437	1218.52	$799,607	1067.57	$911,326	370.91
Net operating income	$166,919	326.01	$176,502	114.61	$651,813	101.73	$65,410	118.71	$45,167	83.33	$162,768	217.31	$407,094	165.69
Net income	$168,308	328.73	$58,034	37.68	$120,210	18.76	$79,816	144.86	$82,768	152.71	$265,860	354.95	$312,260	127.09
Average plant	$744,856	1454.80	$3,872,386	2514.54	$17,160,256	2678.36	$867,866	1575.07	$1,328,323	2450.78	$2,599,733	3470.94	not reported	0.00
Depreciation	461,071	900.53	1,922,034	1248.07	8,802,258	1373.85	548,302	995.10	663,651	1224.45	1,257,213	1678.52	not reported	0.00
Net plant--average	$283,786	554.27	$1,950,352	1266.46	$8,357,998	1304.51	$319,565	579.97	$664,672	1226.33	$1,342,520	1792.42	$0	0.00
Access Lines--AL	512		1,540		6,407		551		542		749		2,457	
Service stations									2					
Rate of return	58.819		9.050		7.799		20.468		6.795		12.124		ERR	
Gross margin	32.132		30.886		27.931		8.820		6.401		16.913		30.877	

INDEPENDENT TELEPHONE COMPANIES

Revenues and Expenses

For the Year Ended December 31, 1996

	Mt. Rushmore	Per Access Line	RC	Per Access Line	SANCOM	Per Access Line	Sioux Valley	Per Access Line	Splitrock Properties	Per Access Line	Stateline	Per Access Line	Stockholm-Strandburg	Per Access Line
Revenues														
Local service	$110,212	219.55	$160,773	117.18	$307,547	126.56	$791,425	150.83	$180,471	114.51	$267,180	116.47	$100,305	140.68
Access service	238,949	475.99	354,688	258.52	329,858	135.74	2,460,892	469.01	345,130	218.99	527,244	229.84	407,157	571.05
Toll service	13,571	27.03	0	0.00	4,309	1.77	0	0.00	7331	4.65	39567	17.25	0	0.00
Miscellaneous	13,071	26.04	58,542	42.67	40,295	16.58	410,922	78.32	28,967	18.38	32,798	14.30	22,356	31.35
Total revenues	$375,803	748.61	$574,003	418.37	$682,009	280.66	$3,663,239	698.16	$561,899	356.53	$866,789	377.85	$529,818	743.08
Expenses														
Plant specific	$54,891	109.34	$62,138	45.29	$112,031	46.10	$470,628	89.69	$122,217	77.55	$203,609	88.76	$108,316	151.92
Plant non-specific	1,869	3.72	76,145	55.50	16,862	6.94	167,289	31.88	11,796	7.48	16,604	7.24	22,839	32.03
Depreciation	57,700	114.94	89,438	65.19	245,106	100.87	776,860	148.06	159,131	100.97	233,384	101.74	210,722	295.54
Network	0	0.00	0	0.00	0	0.00	0	0.00	0	0.00	0	0.00	0	0.00
Customer	50,950	101.49	34,755	25.33	76,187	31.35	382,794	72.95	47,364	30.05	103,630	45.17	37,120	52.06
Corporate	29,573	58.91	75,569	55.08	30,549	12.57	412,915	78.70	38,427	24.38	98,412	42.90	102,001	143.06
Other taxes	19,866	39.57	35,876	26.15	21,155	8.71	162,759	31.02	29,325	18.61	32,538	14.18	15,762	22.11
Federal taxes	0	0.00	0	0.00	0	0.00	209,579	39.94	28,707	18.22	8,333	3.63	(7,539)	-10.57
Other oper inc & exp	0	0.00	0	0.00	0	0.00	0	0.00	0	0.00	0	0.00	0	0.00
Total expenses	$214,849	427.99	$373,921	272.54	$501,890	206.54	$2,582,824	492.25	$436,967	277.26	$696,510	303.62	$489,221	686.14
Net operating income	$160,954	320.63	$200,082	145.83	$180,119	74.12	$1,080,415	205.91	$124,932	79.27	$170,279	74.23	$40,597	56.94
Net income	$159,271	317.27	$131,848	96.10	$9,218	3.79	$940,569	179.26	$55,725	35.36	$16,176	7.05	($15,427)	-21.64
Average plant	$797,527	1588.70	$6,917,309	5041.77	$9,016,769	3710.60	$14,575,153	2777.81	$3,950,787	2506.84	$7,291,629	3178.57	$1,613,567	2263.07
Depreciation	290,098	577.88	85,912	62.62	2,719,627	1119.19	6,945,640	1323.74	2,185,753	1386.90	3,785,443	1650.15	842,211	1181.22
Net plant--average	$507,430	1010.82	$6,831,397	4979.15	$6,297,142	2591.42	$7,629,513	1454.07	$1,765,034	1119.95	$3,506,186	1528.42	$771,356	1081.85
Access Lines--AL	502		1,372		2,430		5,247		1,576		2,294		713	
Service stations														
Rate of return	31.719		2.929		2.860		14.161		7.078		4.857		5.263	
Gross margin	42.829		34.857		26.410		29.493		22.234		19.645		7.662	

INDEPENDENT TELEPHONE COMPANIES

Revenues and Expenses

For the Year Ended December 31, 1996

	Tri-County Telcom	Per Access Line	Union	Per Access Line	Valley Cable & Satellite	Per Access Line	Venture	Per Access Line	Vivian	Per Access Line	Western	Per Access Line
Revenues												
Local service	$72,746	166.47	PROPRIETARY		$177,513	112.35	$889,328	130.96	$15,718	137.88	$179,160	167.75
Access service	337,592	772.52			230,112	145.64	1,648,297	242.72	136,883	1200.73	576,399	539.70
Toll service	0	0.00			17,673	11.19	0	0.00	0	0.00	0	0.00
Miscellaneous	21,758	49.79			35,095	22.21	153,125	22.55	11,421	100.18	56,626	53.02
Total revenues	$432,096	988.78			$460,393	291.39	$2,690,750	396.22	$164,022	1438.79	$812,185	760.47
Expenses												
Plant specific	$54,038	123.66			$105,436	66.73	$611,111	89.99	$15,237	133.66	$154,825	144.97
Plant non-specific	14,943	34.19			4,614	2.92	56,155	8.27	1,406	12.33	51,401	48.13
Depreciation	73,200	167.51			119,841	75.85	578,503	85.19	50,007	438.66	349,769	327.50
Network	0	0.00			0	0.00	0	0.00	0	0.00	0	0.00
Customer	50,903	116.48			81,589	51.64	186,344	27.44	17,528	153.75	68,234	63.89
Corporate	150,952	345.43			45,124	28.56	165,680	24.40	12,483	109.50	201,186	188.38
Other taxes	(1,044)	-2.39			14,834	9.39	133,385	19.64	5,171	45.36	23,480	21.99
Federal taxes	0	0.00			0	0.00	152,705	22.49	9,491	83.25	0	0.00
Other oper inc & exp	0	0.00			0	0.00	0	0.00	0	0.00	0	0.00
Total expenses	$342,992	784.88			$371,438	235.09	$1,883,883	277.41	$111,323	976.52	$848,895	794.85
Net operating income	$89,104	203.90			$88,955	56.30	$806,867	118.81	$52,699	462.27	($36,710)	-34.37
Net income	$78,745	180.19			$18,556	11.74	$296,250	43.62	$18,425	161.62	($92,060)	-86.20
Average plant	$1,298,603	2971.63			$4,050,962	2563.90	$20,706,017	3049.04	$754,951	6622.37	$3,971,225	3718.38
Depreciation	781,204	1787.65			2,306,792	1459.99	11,326,150	1667.82	158,648	1391.64	2,462,566	2305.77
Net plant--average	$517,399	1183.98			$1,744,170	1103.91	$9,379,867	1381.22	$596,303	5230.73	$1,508,659	1412.60
Access Lines--AL	437		1,445		1,580		6,791		114		1,068	
Service stations												
Rate of return	17.222				5.100		8.602		8.838		-2.433	
Gross margin	20.621				19.322		29.987		32.129		-4.520	

COOPERATIVE TELEPHONE COMPANIES

Revenues and Expenses

For the Year Ended December 31, 1996

	Baltic	Per Access Line	Dakota	Per Access Line	Interstate	Per Access Line	Golden West	Per Access Line	James Valley	Per Access Line	McCook	Per Access Line
Revenues												
Local service	$242,416	163.46	$1,058,665	177.24	$1,005,795	112.47	$2,438,685	176.56	$189,388	90.92	$94,378	127.71
Access service	796,145	536.85	3,266,969	546.96	4,765,583	532.88	8,779,862	635.67	1,447,264	694.80	978,590	1324.21
Toll service	35,609	24.01	1,892,822	316.90	(5,817)	-0.65	183,829	13.31	0	0.00	10,414	14.09
Miscellaneous	6,483	4.37	66,691	11.17	542,676	60.68	667,398	48.32	223,927	107.50	57,623	77.97
Total revenues	$1,080,653	728.69	$6,285,147	1052.26	$6,308,237	705.38	$12,069,774	873.86	$1,860,579	893.22	$1,141,005	1543.99
Expenses												
Plant specific	$114,749	77.38	$838,309	140.35	$671,303	75.06	$3,071,005	222.34	$227,611	109.27	$101,064	136.76
Plant non-specific	47,369	31.94	740,403	123.96	158,805	17.76	544,327	39.41	50,522	24.25	19,177	25.95
Depreciation	179,540	121.07	1,985,748	332.45	1,456,832	162.90	3,375,317	244.38	489,488	234.99	309,757	419.16
Network	0	0.00	0	0.00	0	0.00	0	0.00	0	0.00	0	0.00
Customer	110,814	74.72	291,156	48.75	471,840	52.76	1,069,276	77.42	195,316	93.77	99,820	135.07
Corporate	201,979	136.20	1,606,631	268.98	762,973	85.32	1,257,327	91.03	269,569	129.41	286,388	387.53
Other taxes	56,268	37.94	263,588	44.13	211,276	23.62	379,199	27.45	80,505	38.65	41,420	56.05
Federal taxes	0	0.00	0	0.00	21,050	2.35	840,724	60.87	69,157	33.20	0	0.00
Other oper inc & exp	0	0.00	0	0.00	0	0.00	0	0.00	0	0.00	0	0.00
Total expenses	$710,719	479.24	$5,725,835	958.62	$3,754,079	419.78	$10,537,175	762.90	$1,382,168	663.55	$857,626	1160.52
Net operating income	$369,934	249.45	$559,312	93.64	$2,554,158	285.60	$1,532,599	110.96	$478,411	229.67	$283,379	383.46
Net income	$522,135	352.08	$103,729	17.37	$2,740,268	306.41	$3,604,097	260.94	$590,982	283.72	$296,355	401.02
Average plant	$3,233,426	2180.33	$19,043,179	3188.21	$23,384,659	2614.86	$61,469,133	4450.42	$7,401,551	3553.31	$4,821,335	6524.13
Depreciation	1,720,650	1160.25	9,519,825	1593.81	13,371,910	1495.24	34,602,220	2505.23	4,695,226	2254.07	2,390,555	3234.85
Net plant--average	$1,512,776	1020.08	$9,523,355	1594.40	$10,012,749	1119.62	$26,866,913	1945.19	$2,706,326	1299.24	$2,430,781	3289.28
Access Lines--AL	1,483		5,973		8,943		13,812		2,083		739	
Subscribers	1,433		5,935		8,750		13,521		2,048		744	
Rate of return	24.454		5.873		25.509		5.704		17.678		11.658	
Gross margin	34.232		8.899		40.489		12.698		25.713		24.836	

COOPERATIVE TELEPHONE COMPANIES

Revenues and Expenses

For the Year Ended December 31, 1996

	Midstate	Per Access Line	Roberts County	Per Access Line	Sanborn	Per Access Line	Splitrock	Per Access Line	Sully Buttes	Per Access Line	Valley	Per Access Line	West River	Per Access Line
Revenues														
Local service	$414,346	147.77	$54,405	130.47	$433,820	177.87	$383,023	98.11	$1,073,644	263.34	$328,040	162.48	$201,900	131.45
Access service	2,243,376	800.06	467,784	1121.78	1,514,453	620.93	1,773,916	454.38	3,322,337	814.90	1,258,722	623.44	1,408,580	917.04
Toll service	28,493	10.16	0	0.00	5,013	2.06	64,673	16.57	5,804	1.42	41,838	20.72	56,708	36.92
Miscellaneous	190,157	67.82	57,084	136.89	173,912	71.30	193,789	49.64	223,796	54.89	118,781	58.83	79,468	51.74
Total revenues	$2,876,372	1025.81	$579,273	1389.14	$2,127,198	872.16	$2,415,401	618.70	$4,625,581	1134.56	$1,747,381	865.47	$1,746,656	1137.15
Expenses														
Plant specific	$355,826	126.90	$31,194	74.81	$210,598	86.35	$209,548	53.68	$661,143	162.16	$188,093	93.16	$345,970	225.24
Plant non-specific	75,155	26.80	16,033	38.45	148,254	60.78	76,498	19.59	168,120	41.24	43,388	21.49	80,245	52.24
Depreciation	798,076	284.62	145,523	348.98	644,642	264.31	474,922	121.65	1,591,705	390.41	612,414	303.33	525,201	341.93
Network	0	0.00	0	0.00	0	0.00	0	0.00	0	0.00	0	0.00	0	0.00
Customer	249,464	88.97	39,025	93.59	242,514	99.43	171,627	43.96	252,977	62.05	168,130	83.27	129,417	84.26
Corporate	379,963	135.51	197,543	473.72	391,726	160.61	421,008	107.84	880,393	215.94	393,381	194.84	290,476	189.11
Other taxes	92,601	33.02	18,110	43.43	65,919	27.03	123,014	31.51	145,451	35.68	54,796	27.14	34,946	22.75
Federal taxes	(5,568)	-1.99	4,500	10.79	0	0.00	35,079	8.99	0	0.00	0	0.00	0	0.00
Other oper inc & exp	(9,652)	-3.44	(899)	-2.16	0	0.00	0	0.00	0	0.00	0	0.00	0	0.00
Total expenses	$1,935,865	690.39	$451,029	1081.60	$1,703,653	698.50	$1,511,696	387.22	$3,699,789	907.48	$1,460,202	723.23	$1,406,255	915.53
Net operating income	$940,507	335.42	$128,244	307.54	$423,545	173.66	$903,705	231.48	$925,792	227.08	$287,179	142.24	$340,401	221.62
Net income	$861,327	307.18	$151,905	364.28	$202,598	83.07	$1,183,778	303.22	$2,945,575	722.49	$437,937	216.91	$364,996	237.63
Average plant	$13,995,503	4991.26	$2,438,872	5848.61	$10,705,086	4389.13	$6,226,253	1594.84	$23,589,504	5786.00	$9,041,357	4478.14	$7,710,573	5019.90
Depreciation	6,543,485	2333.63	970,662	2327.73	5,005,481	2052.27	3,958,518	1013.96	12,644,137	3101.33	5,463,333	2705.96	4,915,880	3200.44
Net plant--average	$7,452,018	2657.64	$1,468,210	3520.89	$5,699,605	2336.86	$2,267,735	580.87	$10,945,367	2684.66	$3,578,024	1772.18	$2,794,694	1819.46
Access Lines--AL	2,804		417		2,439		3,904		4,077		2,019		1,536	
Subscribers	2,754		392		2,456		3,600		4,032		1,994		1,497	
Rate of return	12.621		8.735		7.431		39.851		8.458		8.026		12.180	
Gross margin	32.698		22.139		19.911		37.414		20.015		16.435		19.489	

MUNICIPAL TELEPHONE COMPANIES

Revenues and Expenses

For the Year Ended December 31, 1996

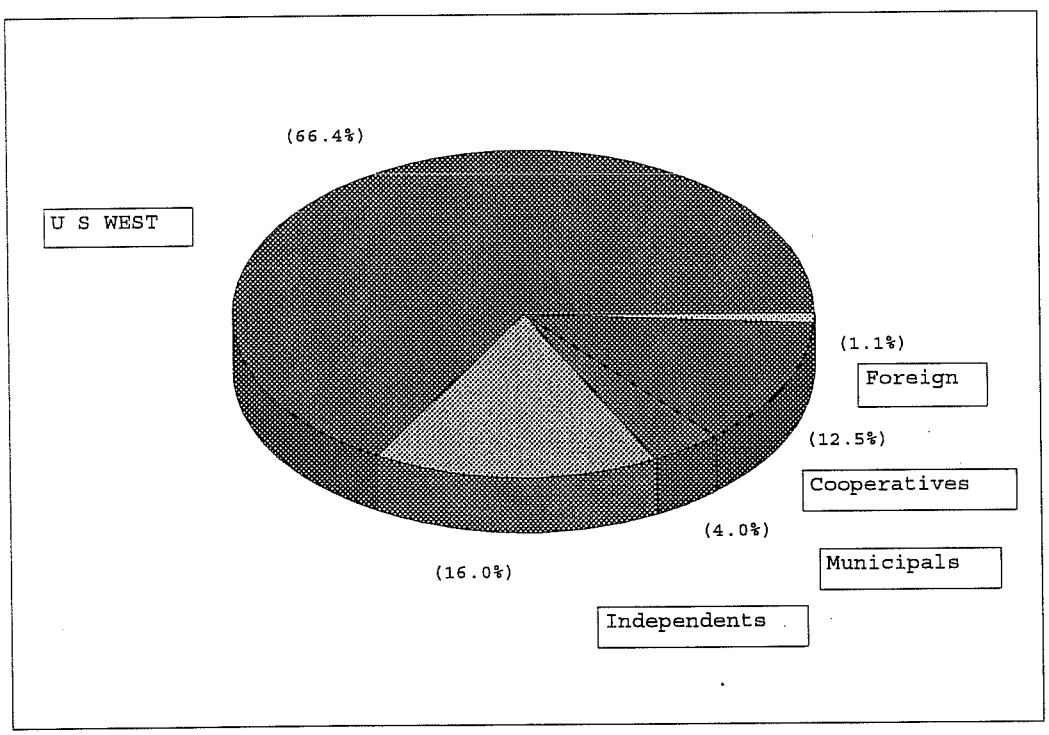
	Beresford	Per Access Line	Brookings	Per Access Line	Faith	Per Access Line
Revenues						
Local service		0.00	$1,444,552	100.17		0.00
Access service		0.00	6,803,105	471.75		0.00
Toll service		0.00	0	0.00		0.00
Miscellaneous		0.00	789,404	54.74		0.00
Total revenues	$1,445,321	1218.65	$9,037,061	626.66	$373,854	1083.63
Expenses						
Plant specific		0.00	$824,159	57.15		0.00
Plant non-specific		0.00	265,269	18.39		0.00
Depreciation		0.00	1,041,932	72.25		0.00
Network		0.00	0	0.00		0.00
Customer		0.00	920,515	63.83		0.00
Corporate		0.00	873,096	60.54		0.00
Other taxes		0.00		0.00		0.00
Federal taxes		0.00		0.00		0.00
Other oper inc & exp		0.00		0.00		0.00
Total expenses	$959,140	808.72	$3,924,971	272.17	$138,895	402.59
Net operating income	$486,181	409.93	$5,112,090	354.49	$234,959	681.04
Net income	$163,731	138.05	$1,543,258	107.01	$66,090	191.57
Average plant	$2,097,497	1768.55	$19,280,184	1336.95	Not	
Depreciation	1,101,741	928.95	8,633,345	598.66	Reported	
Net plant--average	$995,757	839.59	$10,646,839	738.29		
Access lines--AL	1,186		14,421		345	
Service stations						
Rate of return	48.825		48.015			
Gross margin	33.638		56.568		62.848	

SOUTH DAKOTA TELEPHONE COMPANIES

Subscribers in South Dakota

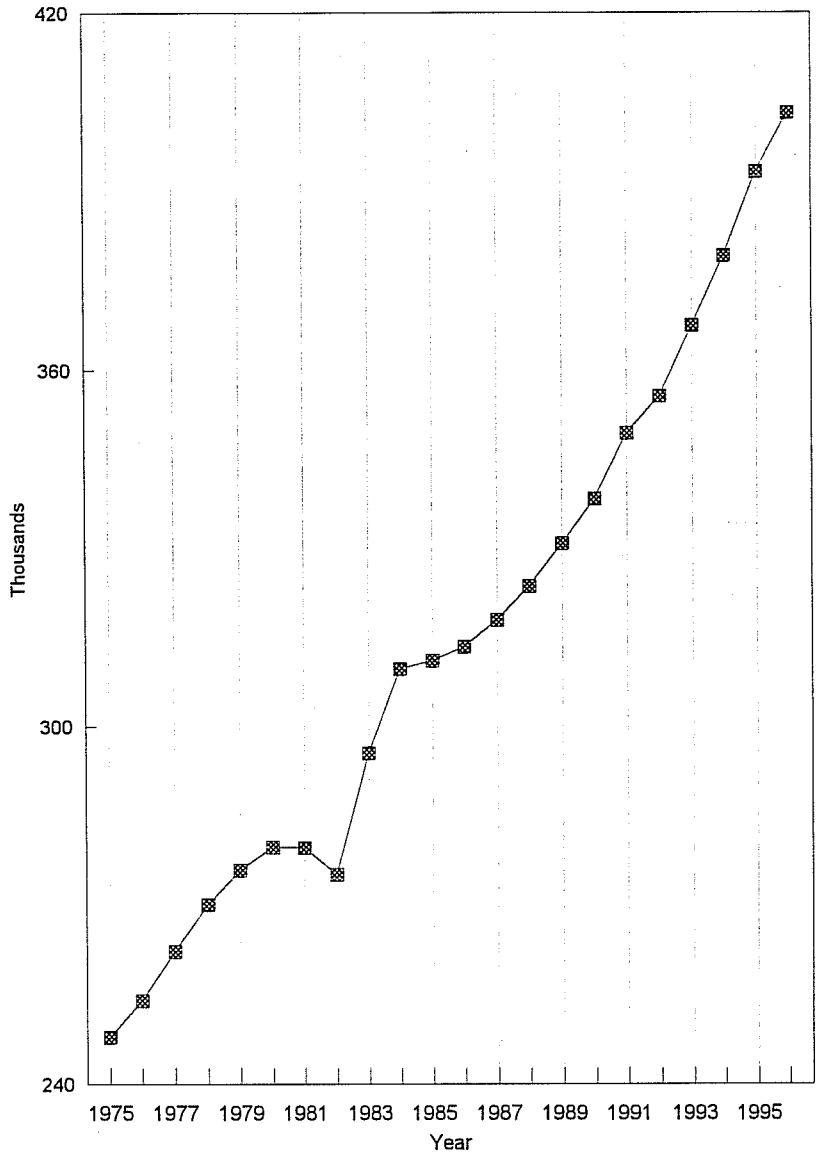
For the Year Ended December 31, 1996

	Subscribers	Service Station	Total
U S WEST Communications - 1	267,928	0	267,928
Independents - 28	64,693		64,693
Municipals - 3	15,952		15,952
Cooperatives - 13	50,229		50,229
Foreign - 15	4,413		4,413
Total	403,215	0	403,215



ACCESS LINE GROWTH in SOUTH DAKOTA

Year	Access Lines
1975	247,748
1976	253,960
1977	262,250
1978	270,010
1979	275,846
1980	279,712
1981	279,533
1982	275,076
1983	295,487
1984	309,594
1985	311,039
1986	313,366
1987	317,911
1988	323,569
1989	330,787
1990	338,355
1991	349,377
1992	355,613
1993	367,577
1994	379,198
1995	393,278
1996	403,215



RANKING OF SOUTH DAKOTA TELEPHONE COMPANIES
BY NUMBER OF LINES IN SERVICE

Rank This Year	Rank Last Year	Company	Subscribers	Home Office
1	1	U S WEST Communications--SD	267,928	Sioux Falls
2	4	Golden West Communications and G.W.S., Inc.	15,319	Wall
3	2	City of Brookings Telephone Company	14,421	Brookings
4	3	Golden West Telecommunications Cooperative, Inc.	13,812	Wall
5	5	Interstate Telecommunications Cooperative, Inc.	8,943	Clear Lake
6		Venture Communications, Inc.	6,791	Highmore
7		Intrastate Telephone Company	6,407	Clear Lake
8	6	Dakota Cooperative Telecommunications, Inc.	5,973	Irene
9	7	Sioux Valley Telephone Company	5,247	Dell Rapids
10		Fort Randall Telephone Company	4,132	Willmar, MN
11	8	Sully Buttes Telephone Cooperative, Inc.	4,077	Highmore
12	9	Splitrock Telecom Cooperative, Inc.	3,904	Garretson
13	10	Midstate Telephone Company	2,804	Kimball
14	11	Cheyenne River Sioux Tribe Telephone Authority	2,568	Eagle Butte
15		Mobridge Telecommunications Co.	2,457	Hazen, ND
16	12	Sanborn Telephone Cooperative, Inc.	2,439	Woonsocket
17		SANCOM, Inc.	2,430	Woonsocket
18		Stateline Telecommunications, Inc.	2,294	Bison
19	13	U S WEST Communications--IA	2,258	
20	14	James Valley Cooperative Telephone Company	2,083	Groton
21	15	Valley Telecommunications Cooperative Association, Inc.	2,019	Herried
22		Accent Communications, Inc.	1,877	Groton
23		Valley Cable & Satellite Communications	1,580	Herried
24		Splitrock Properties, Inc.	1,576	Garretson
25		Heartland Communications, Inc.	1,540	Kimball
26	16	West River Cooperative Telephone Company	1,536	Bison
27	17	Baltic Telecom Cooperative	1,483	Baltic
28	18	Union Telephone Company	1,445	Hartford
29		RC Communications	1,372	New Effington
30	19	Beresford Municipal Telephone Company	1,186	Beresford
31	20	Western Telephone Company (year end June 30 data)	1,068	Faulkton
32		Bridgewater-Canistota Independent	933	Hartford
33		Hanson Communications, Inc.	865	Salem
34	33	Kennebec Telephone Co., Inc.	749	Kennebec
35	21	McCook Cooperative Telephone Company	739	Salem
36	34	Stockholm-Strandburg Telephone Company	713	Stockholm
37	22	Armour Independent Telephone Company	672	Armour
38	23	West River Telecommunications Cooperative	645	Hazen, ND
39	26	Jefferson Telephone Company	551	Jefferson
40	25	Kadoka Telephone Company	542	Kadoka
41	24	Hanson County Telephone Company	512	Alexandria
42	30	Mt. Rushmore Telephone Company	502	Keystone
43	27	U S WEST Communications--MN	499	
44	28	Tri-County Mutual Telcom, Inc.	437	Emery
45	29	Roberts County Telephone Cooperative Association	417	New Effington
46	31	City of Faith Telephone Company	345	Faith
47	32	U S WEST Communications--NE	318	
48	35	Valley Telephone Company	168	Browns Valley, MN
49	36	Consolidated Telephone Cooperative	160	Dickinson, ND
50	37	Vivian Telephone Company	114	Vivian
51		CTC Communications, Inc.	96	Dickinson, ND
52	38	GTE of Minnesota	77	Jasper, MN
53	39	RT Communications, Inc.	65	Worland, WY
54	41	Dickey Rural Telephone Cooperative	41	Ellendale, ND
55		Dickey Rural Communications, Inc.	37	Ellendale, ND
56	42	Farmers Mutual Telephone Company	26	Marietta, MN
57	43	Three River Telco	11	Lynch, NE
58	44	Great Plains Communications	9	Kilgore, NE
59		Red River Telecom, Inc.	3	Abercrombie, ND

SOUTH DAKOTA TELEPHONE COMPANIES

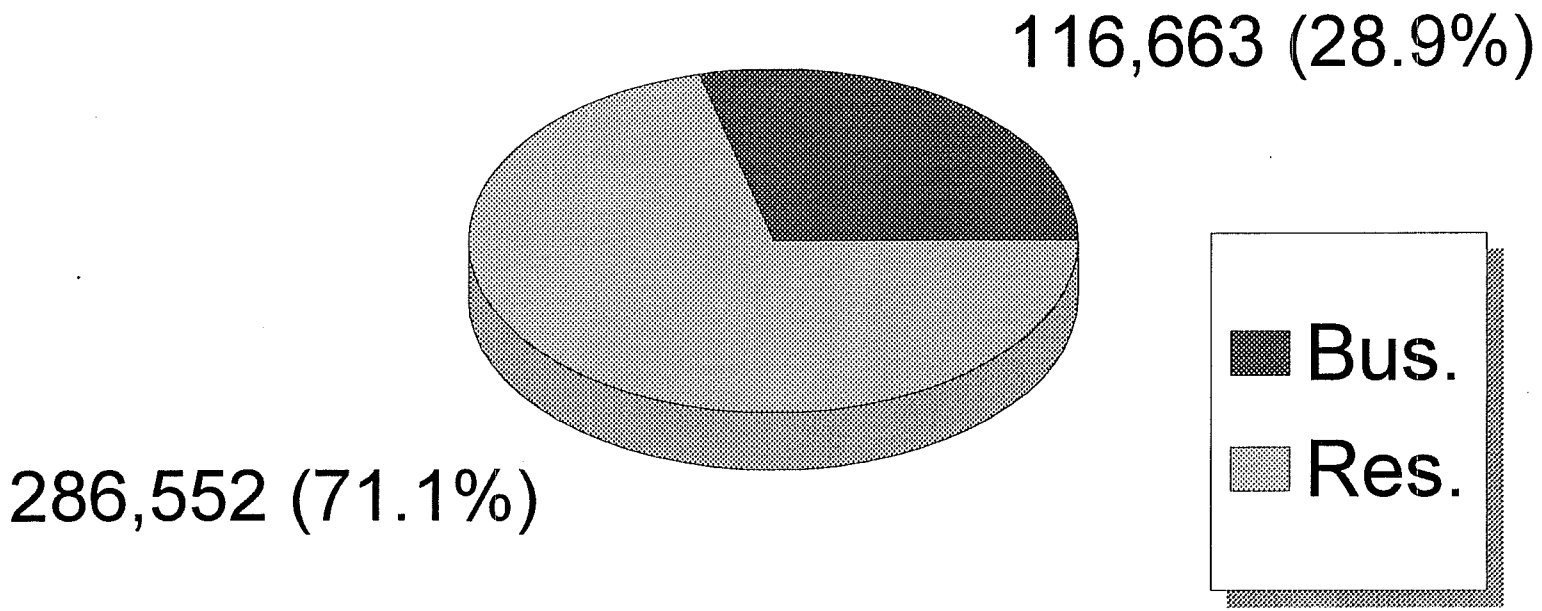
Ranked by Number of Subscribers

For the Year Ended December 31, 1996

	Subscribers	Percentage
U S WEST Communications - 4	271,003	67.21
Independents - 27	64,693	16.04
Cooperatives - 13	50,229	12.46
Municipals - 3	15,952	3.96
Foreigns - 12	1,338	0.33
Service Stations - 0	0	0.00
Total	403,215	100.00

Percentage of Subscribers

1996



U S WEST COMMUNICATIONS
Telephone Rates

Rate Group	Business 1	Residence 1	Residence 2 *	Residence 4 *	Semi Public
A 1-1000	$26.35	$14.45	$13.20		$26.35
C 1001-5000	28.75	15.15	13.75	$13.10	28.75
E 5001-20,000	31.55	15.95	14.50	13.55	31.55
G 20,001-45,000	35.70	17.15	15.50	14.45	35.70
I 45,001-60,000	37.50	17.65	15.95	14.85	37.50
Measured Service	27.75	10.45			
Usage Allowance	5.00	2.50			

* Service is obsolete.

Rates as of February 12, 1996.
ALL exchanges have Local Measured Service available.

Rate Group	Exchange
A	Elk Point
C	Arlington, Belle Fourche, Canton-Fairview, Chamberlain, Colman, DeSmet, Flandreau, Lake Preston, Milbank, Miller, Redfield, Sisseton, Sturgis, Vermillion, Volga-Bruce
E	Aberdeen, Cavour, Deadwood, Huron, Iroquois, Lead, Madison, Mitchell, Pierre-Ft. Pierre, Spearfish, Watertown, Whitewood, Yankton
G	Hill City, Rapid City
I	Harrisburg, Sioux Falls, Tea

U S WEST COMMUNICATIONS
Telephone Rates

	Base Rate Area (Town)					Outside Base Rate Area		
	Business 1	Residence 1	Residence 2 *	Residence 4 *	Semi Public	Residence 1 Rural	Business 1 Rural	Service Stations
Rate Group								
B 1-1000	$23.60	$12.00	$10.75		$23.60	$15.00	$26.60	$6.65
D 1001-5000	26.00	12.70	11.30	$10.65	26.00	15.70	29.00	6.85
F 5001-20,000	28.80	13.50	12.05	11.10	28.80	16.50	31.80	7.10
Measured Service	25.00	8.00				11.00	28.00	
Usage Allowance	5.00	2.50				2.50	5.00	

* Service is obsolete.

Exchanges being sold by USWC (PUC approved the sale on 7/31/95; Alcester refiled with Baltic Telecom Cooperative as purchaser; and Timber Lake, Morristown and McIntosh on appeal to the 6th Circuit Court). On April 30, 1996, Dakota Telecommunications Systems, Inc. (DTS) informed the Commission that it has exercised its rights to terminate the purchase agreement for the purchase of the Centerville, Viborg, Hudson, Gregory, Clearfield and Witten exchanges. The parent of DTS, Dakota Cooperative Telecommunications also exercised its rights to terminate the purchase agreement for the purchase of the Lesterville and Tabor exchanges.

ALL exchanges have Local Measured Service available.

Rate Group	Exchange
B	Timber Lake
D	Alcester, Centerville, Clearfield, Gregory, Hudson, McIntosh, Morristown, Viborg, Witten
F	Lesterville, Tabor

INDEPENDENT COMPANIES
Telephone Rates

	Business 1-Party	Rural Business 1-Party	Residence 1-Party	Rural Residence 1-Party	Res/Bus Rate	Measured Rate
Accent Communications, Inc. (6/22/96)						
Hecla	$23.60	$26.60	$12.00	$15.00		$8.00 + usage
Bristol,Doland	26.00	29.00	12.70	15.70		8.00 + usage
Frederick,Mellette	28.80	31.80	13.50	16.50		8.00 + usage
Armour Independent Telephone Company						
Armour	14.00	16.00	9.00	11.00		
Bridgewater-Canistota Independent Telephone Company (6/22/96)						
Bridgewater,Canistota	23.60	26.60	12.00	15.00		8.00 + usage
C.R.S.T. Telephone Authority						
Eagle Butte,Dupree,Isabel,LaPlant, South Dupree	23.75		17.13			
Fort Randall Telephone Company (6/22/96)						
Tyndall	23.60	26.60	12.00	15.00		8.00 + usage
Lake Andes,Wagner	26.00	29.00	12.70	15.70		8.00 + usage
Hermosa	32.95	35.95	14.70	17.70		8.00 + usage
G.W.S., Inc. (6/22/96)						
Bonesteel,Burke,Murdo	23.60	26.60	12.00	15.00		8.00 + usage
Marion,Reliance,Winner	26.00	29.00	12.70	15.70		8.00 + usage
Golden West Communications, Inc. (7/1/87)						
Rosebud	31.15	31.15	15.75	15.75		
Freeman	30.65	30.65	15.30	15.30		
Mission	29.80	29.80	15.05	15.05		
Custer	25.70	25.70	12.45	12.45	$12.45	
Menno	25.45	25.45	12.60	12.60		
Scotland	23.70	23.70	11.40	11.40		
Avon, Springfield	21.90	21.90	10.50	10.50		
Hanson Communications, Inc. (6/22/96)						
Salem	26.00	29.00	12.70	15.70		8.00 + usage

INDEPENDENT COMPANIES
Telephone Rates

	Business 1-Party	Rural Business 1-Party	Residence 1-Party	Rural Residence 1-Party	Res/Bus Rate	Measured Rate
Accent Communications, Inc. (6/22/96)						
Hecla	$23.60	$26.60	$12.00	$15.00		$8.00 + usage
Bristol,Doland	26.00	29.00	12.70	15.70		8.00 + usage
Frederick,Mellette	28.80	31.80	13.50	16.50		8.00 + usage
Armour Independent Telephone Company						
Armour	14.00	16.00	9.00	11.00		
Bridgewater-Canistota Independent Telephone Company (6/22/96)						
Bridgewater,Canistota	23.60	26.60	12.00	15.00		8.00 + usage
C.R.S.T. Telephone Authority						
Eagle Butte,Dupree,Isabel,LaPlant, South Dupree	23.75		17.13			
Fort Randall Telephone Company (6/22/96)						
Tyndall	23.60	26.60	12.00	15.00		8.00 + usage
Lake Andes,Wagner	26.00	29.00	12.70	15.70		8.00 + usage
Hermosa	32.95	35.95	14.70	17.70		8.00 + usage
G.W.S., Inc. (6/22/96)						
Bonesteel,Burke,Murdo	23.60	26.60	12.00	15.00		8.00 + usage
Marion,Reliance,Winner	26.00	29.00	12.70	15.70		8.00 + usage
Golden West Communications, Inc. (7/1/87)						
Rosebud	31.15	31.15	15.75	15.75		
Freeman	30.65	30.65	15.30	15.30		
Mission	29.80	29.80	15.05	15.05		
Custer	25.70	25.70	12.45	12.45	$12.45	
Menno	25.45	25.45	12.60	12.60		
Scotland	23.70	23.70	11.40	11.40		
Avon, Springfield	21.90	21.90	10.50	10.50		
Hanson Communications, Inc. (6/22/96)						
Salem	26.00	29.00	12.70	15.70		8.00 + usage

INDEPENDENT COMPANIES
Telephone Rates

	Business 1-Party	Rural Business 1-Party	Residence 1-Party	Rural Residence 1-Party	Res/Bus Rate	Measured Rate
Hanson County Telephone Company						
Alexandria	$16.00		$11.80	$14.00		
Heartland Communications, Inc. (6/22/96)						
Platte-Geddes	26.00	$29.00	12.70	15.70		$8.00 + usage
Intrastate Telephone Company, Inc. (6/22/96)						
Bradley, Clark-Raymond, Waubay, Webster	26.00	29.00	12.70	15.70		8.00 + usage
Castlewood, Florence, Hayti-Lake Norden Willow Lake	28.80	31.80	13.50	16.50		8.00 + usage
Jefferson Telephone Company						
Jefferson	13.50	17.50	7.50	10.00		
Kadoka Telephone Company						
Kadoka	15.70	19.10	8.65	12.05		
Kennebec Telephone Co., Inc.						
Kennebec	13.00		10.50			
Presho	23.60	26.60	12.00	15.00		8.00 + usage
Mobridge Telecommunications Co. (6/22/96)						
Mobridge	26.00	29.00	12.70	15.70		8.00 + usage
Mt. Rushmore Telephone Company						
Keystone	32.95		14.70			
RC Communications, Inc. (6/22/96)						
Peever, Summit, Veblen, Wilmot	26.00	29.00	12.70	15.70		8.00 + usage
SANCOM, Inc. (6/22/96)						
Tripp	23.60	26.60	12.00	15.00		8.00 + usage
Parkston	26.00	29.00	12.70	15.70		8.00 + usage
Wolsey	28.80	31.80	13.50	16.50		8.00 + usage

INDEPENDENT COMPANIES
Telephone Rates

	Business 1-Party	Rural Business 1-Party	Residence 1-Party	Rural Residence 1-Party	Res/Bus Rate	Measured Rate
Sioux Valley Telephone Company						
Valley Springs, East Valley Springs	$21.55	$21.55	$11.30	$11.30		
Dell Rapids-Trent	15.70	15.70	9.60	9.60		
Corsica, Humboldt-Montrose, Plankinton	14.95	14.95	9.25	9.25		
Colton	14.40	14.40	8.95	8.95		
North Larchwood	9.15	9.15	5.65	5.65		
Splitrock Properties, Inc. (6/22/96)						
Howard, Oldham	26.00	29.00	12.70	15.70		$8.00 + usage
Stateline Telecommunications, Inc. (6/22/96)						
Newell	23.60	26.60	12.00	15.00		8.00 + usage
Lemmon, Nisland	26.00	29.00	12.70	15.70		8.00 + usage
Stockholm-Strandburg Telephone Company						
Stockholm, Strandburg	19.00		13.00	13.00		
Revillo	26.00	29.00	12.70	15.70		8.00 + usage
South Shore	28.80	31.80	13.50	16.50		8.00 + usage
Tri-County Telcom, Inc. (7-1-92)						
Clayton, Emery	15.20		12.25			
Union Telephone Co. (5-1-95)						
Hartford - unlimited rate plan	18.60	23.40	12.40	16.50		
- local measured service						
(includes 60 minutes of use)	15.00	19.00	8.00	10.50		
per minute beyond 1 Hr of use	$.0563	$.0625	$.0450	$.0500		
Valley Cable & Satellite Communications, Inc. (6/22/96)						
Eureka, Ipswich	26.00	29.00	12.70	15.70		8.00 + usage
Venture Communications, Inc. (6/22/96)						
Onida, Wessington Springs	23.60	26.60	12.00	15.00		8.00 + usage
Britton, Bowdle, Gettysburg-Lebanon, Pierpont, Roscoe, Roslyn, Selby	26.00	29.00	12.70	15.70		8.00 + usage

INDEPENDENT COMPANIES
Telephone Rates

	Business 1-Party	Rural Business 1-Party	Residence 1-Party	Rural Residence 1-Party	Res/Bus Rate	Measured Rate
Vivian Telephone Company	$13.50		$10.50			
Western Telephone Company (6-1-89)						
Faulkton, Orient	16.00		16.00			
Cresbard	28.80	31.80	13.50	$16.50		$8.00 + usage

RURAL TELEPHONE COOPERATIVES
Telephone Rates

	Business 1-Party	Residence 1-Party	Combination Rate
Baltic Telecom Cooperative			
Baltic,Crooks	$15.50	$11.50	
Dakota Cooperative Telecommunications			
Alsen,Beresford-Rural,Flyger,Hurley-Davis, Irene,Lennox-Chancellor,Parker-Monroe, Wakonda-Volin,Worthing (4-1-97)	17.50	12.75	
Golden West Telecommunications Cooperative, Inc.			
(8-23-83) all 28 exchanges	21.95	10.95	$14.95
Interstate Telecommunications Cooperative, Inc.			
(9-8-93) all 16 exchanges	5.50	5.50	
James Valley Cooperative Telephone Company (1-1-97)			
Claremont,Ferney,Groton	15.15	11.90	
Andover,Conde,Houghton	13.20	9.95	
Columbia,Turton	12.25	9.00	
McCook Cooperative Telephone Company			
Spencer,Center,Winfred,Canova	12.00	9.00	
Midstate Telephone Company			
Academy	19.65	15.40	16.40
Ft. Thompson,Kimball,New Holland,Pukwana	10.75	6.50	7.50
Gann Valley,White Lake	10.35	6.10	7.10
Delmont,Stickney	9.95	5.70	6.70
Roberts County Telephone Cooperative Association			
Claire City,New Effington,North New Effington	12.00	9.50	
Sanborn Telephone Cooperative, Inc.			
Alpena,Artesian,Ethan,Forestburg, Letcher,Mt. Vernon,Woonsocket	15.00	10.00	
Splitrock Telecom Cooperative, Inc.			
Garretson,Brandon	10.00	5.00	
Sully Buttes Telephone Cooperative			
Blunt,East Onida,Harrold,Highmore,Hitchcock Hoven,Langford,Onaka,Ree Heights,Rosholt, Seneca,Tolstoy,Tulare,Wessington,West Onida	18.50	12.41	
Valley Teleco Coop. Assn., Inc. (7/1/95)			
Glenham,Mound City,Pollock	14.75	11.25	13.25
Herried,Hosmer,Long Lake	14.50	11.00	13.00
Leola	14.25	10.75	12.75
West River Cooperative Telephone Company			
Bison,Buffalo,Camp Crook,Meadow,Sorum	10.50	7.00	

MUNICIPAL COMPANIES
Telephone Rates

	Business 1-Party	Residence 1-Party	Centrex
Beresford	$15.00	$6.00	
Brookings	19.00	10.00	Business rate varies SDSU per Administration Contract SDSU residence hall $10.65
Faith	11.40	5.60	

FOREIGN EXCHANGE COMPANIES*
Telephone Rates

	Three River Telco	Consolidated Telephone Cooperative	Dickey Rural Telephone Cooperative	Farmers Mut. Tel. Company	NebCom
Business					
1-Party			$26.73	$7.75	
Semi-public					
Public			$25.80		
Company office					
PBX					
Residence					
1-Party			$10.89	$5.75	
2-Party					
Rural 1-Party					

	Valley Telephone Company	West River Telecommunications Telephone Corp.	GTE of Minnesota	Great Plains Communications
Business				
1-Party	$19.23	$10.00	$34.30	$18.55
Semi-public		$11.75		
Public				
Company office				
PBX	$21.25			
Residence				
1-Party	$12.23	$7.50	$16.45	$10.75
2-Party			$14.30	
Rural 1-Party				

	RT Communications Inc.	Dickey Rural Communications Inc.	Red River Telecom Inc.	CTC Communications Inc.
Business				
1-Party	$19.83	$15.00		
Residence				
1-Party	$9.76	$15.00	$14.13	

* Excluding U S WEST Communications

U S WEST COMMUNICATIONS

CENTRAL OFFICES WITH
INTERSTATE EQUAL ACCESS AVAILABLE:

Central Office	Date of Activation
Aberdeen	June 24, 1989
Alcester	December 14, 1991
Arlington	August 27, 1988
Belle Fourche	January 19, 1991
Black Hawk	April 21, 1990
Canton	March 12, 1988
Cavour	May 29, 1993
Centerville	January 19, 1990
Chamberlain	June 6, 1990
Clearfield	March 16, 1994
Colman	June 5, 1993
DeSmet	July 11, 1992
Deadwood	July 21, 1990
Elk Point	January 18, 1992
Flandreau	May 16, 1992
Fort Pierre	August 1, 1987
Gregory	July 20, 1991
Harrisburg	December 17, 1988
Hill City	April 21, 1990
Hudson	January 23, 1988
Huron	August 19, 1990
Iroquois	June 12, 1993
Lake Preston	November 27, 1993
Lead	April 21, 1990
Lesterville	May 15, 1993
McIntosh	September 18, 1993
Madison	November 15, 1989
Milbank	January 18, 1992
Miller	December 19, 1992
Mitchell	January 19, 1991
Morristown	September 25, 1993
Pierre	August 1, 1987
Rapid City	April 21, 1990
Rapid City	April 21, 1990
Redfield	May 4, 1991
Sioux Falls	June 28, 1986
Sioux Falls-SE	June 28, 1986
Sioux Falls-SW	June 28, 1986
Sisseton	December 13, 1989
Spearfish	April 21, 1990
Sturgis	July 21, 1990
Tabor	March 28, 1992
Tea	December 6, 1986
Timber Lake	November 13, 1993
Vermillion	November 15, 1989
Viborg	January 19, 1990
Volga	May 11, 1994
Warwick	April 21, 1990
Watertown	November 15, 1989
Whitewood	April 21, 1990
Witten	January 11, 1995
Yankton	August 29, 1989

Number of Central Offices with Equal Access:	52
Total Number of Central Offices:	52
Percent of Central Offices with Equal Access:	100.00

SOUTH DAKOTA CENTRALIZED EQUAL ACCESS

MEMBER COMPANIES AND THEIR EXCHANGES WITH
INTRALATA AND INTERLATA EQUAL ACCESS AVAILABLE:

Company and Exchanges	Date of Activation
McCook Coop. Telephone Company	
Center	April 7, 1992
Canova	April 7, 1992
Spencer	April 7, 1992
Winfred	April 7, 1992
Midstate Telephone Company	
Kimball	April 14, 1992
White Lake	April 14, 1992
Pukwana	April 14, 1992
Academy	April 14, 1992
Gann Valley	April 14, 1992
Fort Thompson	April 14, 1992
New Holland	April 14, 1992
Stickney	April 14, 1992
Delmont	April 14, 1992
Sanborn Telephone Cooperative	
Mount Vernon	April 21, 1992
Artesian-Fedora	April 21, 1992
Ethan	April 21, 1992
Alpena	April 21, 1992
Forestburg	April 21, 1992
Woonsocket	April 21, 1992
Letcher	April 21, 1992
Tri-County Telecom, Inc.	
Emery	April 24, 1992
Clayton	April 24, 1992
Sully Buttes Telephone Cooperative	
West Onida	April 28, 1992
Hitchcock	April 28, 1992
Seneca	April 28, 1992
Tolstoy	April 28, 1992
Onaka	April 28, 1992
Wessington	April 28, 1992
Langford	May 5, 1992
Tulare	April 28, 1992
Highmore	April 28, 1992
Harrold	April 28, 1992
Ree Heights	April 28, 1992
Hoven	April 28, 1992
Blunt	April 28, 1992
East Onida	April 28, 1992
Rosholt	June 16, 1994

SOUTH DAKOTA CENTRALIZED EQUAL ACCESS

MEMBER COMPANIES AND THEIR EXCHANGES WITH
INTRALATA AND INTERLATA EQUAL ACCESS AVAILABLE:

Company and Exchanges	Date of Activation
James Valley Coop. Telephone Company	
Groton	May 5, 1992
Turton	May 5, 1992
Conde	May 5, 1992
Ferney	May 5, 1992
Andover	May 5, 1992
Claremont	May 5, 1992
Houghton	May 5, 1992
Columbia	May 5, 1992
Splitrock Telecom Cooperative, Inc.	
Garretson	May 12, 1992
East Garretson	May 12, 1992
Brandon	May 12, 1992
Baltic Telecom Cooperative	
Baltic	May 15, 1992
Crooks	May 15, 1992
Interstate Telecommunications Cooperative, Inc.	
Astoria	May 19, 1992
Brandt	May 19, 1992
Brookings Rural	May 22, 1992
Chester	May 22, 1992
Clear Lake	May 19, 1992
Elkton	May 19, 1992
East Elkton	May 19, 1992
Estelline	May 19, 1992
Gary	May 19, 1992
East Gary	May 19, 1992
Goodwin	May 19, 1992
Nunda/Rutland	May 22, 1992
Sinai	May 22, 1992
Toronto	May 19, 1992
Wentworth	May 22, 1992
White	May 19, 1992
Sioux Valley Telephone Company	
Colton	May 27, 1992
Corsica	May 27, 1992
Dell Rapids	May 27, 1992
Humboldt-Montrose	May 27, 1992
Plankinton	May 27, 1992
Valley Springs	May 27, 1992
North Larchwood	May 27, 1992
Brookings Municipal Telephone	
Brookings	June 2, 1992

SOUTH DAKOTA CENTRALIZED EQUAL ACCESS

MEMBER COMPANIES AND THEIR EXCHANGES WITH
INTRALATA AND INTERLATA EQUAL ACCESS AVAILABLE:

Company and Exchanges	Date of Activation
Valley Telecom Coop. Assn., Inc.	
Herreid	August 11, 1992
Pollock	August 11, 1992
Glenham	August 11, 1992
Mound City	August 11, 1992
Hosmer	August 4, 1992
Leola	June 9, 1992
Long Lake	June 9, 1992
Golden West Telecommunications Cooperative, Inc.	
Ardmore	July 6, 1994
Belvidere	June 28, 1994
Buffalo Gap	July 6, 1994
Creighton	June 28, 1994
Edgemont	July 7, 1994
Enning	June 28, 1994
Faith (Rural)	June 28, 1994
Hayes	June 28, 1994
Hot Springs	July 6, 1994
Interior	June 28, 1994
Kyle	June 28, 1994
Long Valley	June 28, 1994
Martin	June 28, 1994
Maurine	June 28, 1994
Midland	June 28, 1994
Milesville	June 28, 1994
New Underwood	June 28, 1994
Oelrichs	July 6, 1994
Oral	July 6, 1994
Philip	June 28, 1994
Pine Ridge	June 28, 1994
Quinn	June 28, 1994
South Ardmore	July 6, 1994
South Oelrichs	July 6, 1994
South Pine Ridge, NE	June 28, 1994
Wall	June 28, 1994
Wasta	June 28, 1994
West Edgemont	July 7, 1994
White River	June 28, 1994
Wicksville	June 28, 1994
Wood	June 28, 1994

SOUTH DAKOTA CENTRALIZED EQUAL ACCESS

MEMBER COMPANIES AND THEIR EXCHANGES WITH
INTRALATA AND INTERLATA EQUAL ACCESS AVAILABLE:

Company and Exchanges	Date of Activation
West River Cooperative Telephone Company	
Bison	June 21, 1994
Buffalo	June 21, 1994
Camp Crook	June 21, 1994
Meadow	June 21, 1994
Sorum	June 21, 1994
West Camp Crook	June 21, 1994
Cheyenne River Sioux Tribe Telephone Authority	
Dupree	November 21, 1994
Eagle Butte	November 21, 1994
Isabel	November 21, 1994
La Plant	November 21, 1994
South Dupree	November 21, 1994

Mt. Rushmore Telephone Company

Interstate Equal Access Available:

Central Office	Date of Activation
Keystone	September 16, 1990

Golden West Communications, Inc.

CENTRAL OFFICES WITH
INTERSTATE EQUAL ACCESS AVAILABLE:

Central Office	Date of Activation
Avon	April 27, 1993
Custer	April 14, 1993
Freeman	April 27, 1993
Mission	March 30, 1993
Rosebud	March 30, 1993
Scotland	April 27, 1993
Springfield	April 27, 1993
Menno	November 1, 1995

Dakota Cooperative Telecommunications

CENTRAL OFFICES WITH
INTERSTATE EQUAL ACCESS AVAILABLE:

Central Office	Date of Activation
Alsen	October 10, 1994
Beresford - Rural	October 10, 1994
Flyger	October 10, 1994
Hurley - Davis	October 10, 1994
Irene	October 10, 1994
Lennox - Chancellor	October 10, 1994
Parker - Monroe	October 10, 1994
Wakonda - Volin	October 10, 1994
Worthing	October 10, 1994

Western Telephone Company

CENTRAL OFFICES WITH
INTERSTATE EQUAL ACCESS AVAILABLE:

Central Office	Date of Activation
Faulkton	November 15, 1995
Orient	November 15, 1995
Cresbard	June 24, 1989

Accent Communications, Inc.

CENTRAL OFFICES WITH
INTERSTATE EQUAL ACCESS AVAILABLE:

Central Office	Date of Activation
Bristol	March 16, 1994
Doland	June 24, 1989
Frederick	June 24, 1989
Hecla	June 24, 1989
Mellette	June 24, 1989

Bridgewater-Canistota Independent Telephone Company

CENTRAL OFFICES WITH
INTERSTATE EQUAL ACCESS AVAILABLE:

Central Office	Date of Activation
Bridgewater	August 29, 1992
Canistota	May 4, 1991

Fort Randall Telephone Company

CENTRAL OFFICES WITH
INTERSTATE EQUAL ACCESS AVAILABLE:

Central Office	Date of Activation
Hermosa	April 21, 1990
Lake Andes	September 12, 1992
Tyndall	December 18, 1993
Wagner	June 27, 1992

G.W.S., Inc.

CENTRAL OFFICES WITH
INTERSTATE EQUAL ACCESS AVAILABLE:

Central Office	Date of Activation
Bonesteel	August 14, 1993
Burke	August 31, 1991
Marion	November 16, 1991
Murdo	April 25, 1992
Reliance	May 18, 1991
Winner	January 19, 1991

Hanson Communications, Inc.

CENTRAL OFFICES WITH
INTERSTATE EQUAL ACCESS AVAILABLE:

Central Office	Date of Activation
Salem	May 18, 1991

Heartland Communications, Inc.

CENTRAL OFFICES WITH
INTERSTATE EQUAL ACCESS AVAILABLE:

Central Office	Date of Activation
Platte	June 6, 1992

Intrastate Telephone Company

CENTRAL OFFICES WITH
INTERSTATE EQUAL ACCESS AVAILABLE:

Central Office	Date of Activation
Bradley	February 9, 1994
Castlewood	June 26, 1993
Clark	December 5, 1992
Florence	January 19, 1991
Hayti	July 31, 1993
Waubay	October 9, 1993
Webster	March 28, 1992
Willow Lake	January 18, 1992

Mobridge Telecommunications

CENTRAL OFFICES WITH
INTERSTATE EQUAL ACCESS AVAILABLE:

Central Office	Date of Activation
Mobridge	August 24, 1991

RC Communications, Inc.

CENTRAL OFFICES WITH
INTERSTATE EQUAL ACCESS AVAILABLE:

Central Office	Date of Activation
Peever	October 12, 1994
Summit	November 30, 1991
Veblen	November 20, 1993
Wilmot	February 1, 1995

SANCOM, Inc.

CENTRAL OFFICES WITH
INTERSTATE EQUAL ACCESS AVAILABLE:

Central Office	Date of Activation
Parkston	January 19, 1991
Tripp	October 26, 1991
Wolsey	November 28, 1992

Splitrock Properties, Inc.

CENTRAL OFFICES WITH
INTERSTATE EQUAL ACCESS AVAILABLE:

Central Office	Date of Activation
Howard	October 10, 1992
Oldham/Ramona	January 19, 1991

Stateline Telecommunications, Inc.

CENTRAL OFFICES WITH
INTERSTATE EQUAL ACCESS AVAILABLE:

Central Office	Date of Activation
Lemmon	January 2, 1993
Newell	August 31, 1994
Nisland	January 4, 1995

Valley Cable & Satellite Communications, Inc.

CENTRAL OFFICES WITH
INTERSTATE EQUAL ACCESS AVAILABLE:

Central Office	Date of Activation
Eureka	June 24, 1989
Ipswich	June 24, 1989

Venture Communications, Inc.

CENTRAL OFFICES WITH
INTERSTATE EQUAL ACCESS AVAILABLE:

Central Office	Date of Activation
Bowdle	June 24, 1989
Britton	October 26, 1991
Gettysburg	June 24, 1989
Onida	May 15, 1993
Pierpont	April 20, 1994
Roscoe	June 24, 1989
Roslyn	June 8, 1994
Selby	August 15, 1992
Wessington Springs	July 10, 1993

Kennebec Telephone Company

CENTRAL OFFICES WITH
INTERSTATE EQUAL ACCESS AVAILABLE:

Central Office	Date of Activation
Presho	July 20, 1991

Stockholm-Strandburg Telephone Company

CENTRAL OFFICES WITH
INTERSTATE EQUAL ACCESS AVAILABLE:

Central Office	Date of Activation
Revillo	July 13, 1994
South Shore	November 23, 1991

TELEPHONE SQUARE MILES SERVED IN SOUTH DAKOTA

as of 12/31/96

Telephone Company	Square Miles Served	Percent of State	Number of Lines in Service	Lines Per Square Mile
U S West	15,011.00	19.4829	267,928	17.85
U S West--IA	126.20	0.1638	2,258	17.89
U S West--MN	42.00	0.0545	499	11.88
U S West--NE	768.50	0.9974	318	0.41
Total	15,947.70	20.6987	271,003	16.99
Cooperatives				
Baltic	103.00	0.1337	1,483	14.40
Dakota	1,104.00	1.4329	5,973	5.41
Golden West	16,050.00	20.8314	13,812	0.86
Interstate	2,011.00	2.6101	8,943	4.45
James Valley	1,002.00	1.3005	2,083	2.08
McCook	395.00	0.5127	739	1.87
Midstate	1,765.00	2.2908	2,804	1.59
Roberts	210.00	0.2726	417	1.99
Sanborn	1,199.00	1.5562	2,439	2.03
Splitrock	200.00	0.2596	3,904	19.52
Sully Buttes	3,953.00	5.1306	4,077	1.03
Valley	1,820.00	2.3622	2,019	1.11
West River	4,611.00	5.9847	1,536	0.33
Total	34,423.00	44.6779	50,229	1.46
Independents				
Accent Communications, Inc.	1,112.25	1.4436	1,877	1.69
Armour	128.00	0.1661	672	5.25
Bridgewater-Canistota Independent	210.00	0.2726	933	4.44
C.R.S.T.T.A.	4,676.00	6.0690	2,568	0.55
Fort Randall Telephone Company	1,193.00	1.5484	4,132	3.46
G.W.S., Inc.	2,929.50	3.8022	6,357	2.17
Golden West Communications	1,885.50	2.4472	8,962	4.75
Hanson Communications, Inc.	91.00	0.1181	865	9.51
Hanson County	125.00	0.1622	512	4.10
Heartland Communications, Inc.	495.75	0.6434	1,540	3.11
Intrastate Telephone Company	1,764.50	2.2902	6,407	3.63
Jefferson	50.00	0.0649	551	11.02
Kadoka	259.00	0.3362	542	2.09
Kennebec	730.50	0.9481	749	1.03
Mobridge Telecommunications	410.25	0.5325	2,457	5.99
Mt. Rushmore	43.00	0.0558	502	11.67
RC Communications, Inc.	613.50	0.7963	1,372	2.24
SANCOM, Inc.	688.25	0.8933	2,430	3.53
Sioux Valley	993.00	1.2888	5,247	5.28
Splitrock Properties, Inc.	560.25	0.7272	1,576	2.81
Stateline Telecommunications, Inc.	1,158.50	1.5036	2,294	1.98
Stockholm-Strandburg	358.50	0.4653	713	1.99
Tri-County Mutual	131.00	0.1700	437	3.34
Union	121.50	0.1577	1,445	11.89
Valley Cable & Satellite	743.75	0.9653	1,580	2.12
Venture Communications, Inc.	2,950.25	3.8292	6,791	2.30
Vivian	245.00	0.3180	114	0.47
Western	725.50	0.9416	1,068	1.47
Total	25,392.25	32.9568	64,693	2.55
Municipals				
Beresford	4.00	0.0052	1,186	296.50
Brookings	5.00	0.0065	14,421	2884.20
Faith	1.50	0.0019	345	230.00
Total	10.50	0.0136	15,952	1519.24
Foreigns				
CTC Communications	376.50	0.4887	96	0.25
Consolidated	288.00	0.3738	160	0.56
Dickey Rural	88.00	0.1142	41	0.47
Dickey Rural Communications	61.50	0.0798	37	0.60
Farmers Mutual	30.00	0.0389	26	0.87
GTE of MN	36.00	0.0467	77	2.14
Great Plains	8.00	0.0104	9	1.13
RT Communications, Inc.	34.30	0.0445	65	1.90
Red River Telecom, Inc.	5.25	0.0068	3	0.57
Three River	19.00	0.0247	11	0.58
Valley	85.00	0.1103	168	1.98
West River Telecomm.	242.00	0.3141	645	2.67
Total	1,273.55	1.6530	1,338	1.05
Total Square Miles Served	77,047.00	100.0000	403,215	5.23
South Dakota Square Miles	77,047.00			

LONG DISTANCE PROVIDERS
Certified to do Business by the
South Dakota Public Utilities Commission
as of June 27, 1997

A.B.T.S. International Corp. d/b/a Intelnet
ACC National Long Distance Corporation
ACOMM Inc.
Advanced Telecommunication Network, Inc.
Affinity Corporation
Affinity Marketing Strategies LLC d/b/a Funding Our Future
Affinity Network, Inc.
All American Telephone, Inc.
Allnet Communication Services, Inc. d/b/a Frontier Communications Services
AMNEX
AT&T Communications of the Midwest, Inc.
American Business Alliance, Inc. d/b/a Commercial Phone Group
American Express Telecom, Inc.
American International Telephone, Inc.
American Telecommunications Enterprise, Inc.
American Telecommunications Systems, Inc.
AmeriConnect, Inc.
Amer-I-Net Services, Corp.
Ameritech Communications International, Inc.
AmeriVision Communications, Inc. d/b/a AmeriVision, Inc.
Appollo Communications Services, LLC
Association Administrators, Inc.
Atlas Communications, Ltd
Automated Communications, Inc. d/b/a AC America, Inc.
BLT Technologies, Inc.
BellSouth Long Distance, Inc.
Budget Call Long Distance, Inc.
Business Discount Plan, Inc.
Business Options, Inc.
Business Telecom, Inc.
Cable & Wireless, Inc.
Capital Network Systems, Inc. d/b/a Capital Long Distance
Caribbean Telephone and Telegraph, Inc.
Central Payphone Services, Inc.
Century Telecommunications, Inc.
Cherry Communications, Inc.
Cincinnati Bell Long Distance, Inc.
Citizens Telecommunications Company d/b/a Citizens Communications Company
Coast International, Inc.
Comdata Telecommunications Services, Inc.
CommChoice, LLC
Common Concerns, Inc.
Commonwealth Long Distance Company
ConQuest Operator Services Corp.
Consolidated Communications Telecom Services Inc.
CommuniGroup of K.C., Inc. d/b/a CGI
Cypress Telecommunications Corporation
D.D.D. Calling, Inc.
Dakota Cooperative Telecommunications
Dakota Telecom, Inc.
Dakota Telecommunications Systems, Inc.
DeltaCom, Inc. d/b/a DeltaCom
Dial & Save of South Dakota, Inc.
Discount Network Services, Inc.

LONG DISTANCE PROVIDERS
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as of June 27, 1997

Easton Telecommunications Incorporated
Easton Telecom Services, Inc.
Econophone, Inc.
EqualNet Corporation
Excel Telecommunications, Inc.
Express Communications
Family Telecommunications Incorporated d/b/a FTI Communications
Federal TransTel, Inc.
FirsTel, Inc.
Fone America, Inc.
Freedom Communications Corp.
Frontier Communications International Inc.
Frontier Communications-North Central Region, Inc.
Frontier Communications of the West, Inc.
GE Capital Communication Services Corporation
GST Net, Inc.
GTE Card Services Incorporated
GTE Telecommunications Services, Inc.
GTN Corp. d/b/a Global Telecom Network
Global Telemedia International, Inc.
Hertz Technologies, Inc.
Home Owners Long Distance, Inc.
Hospitality Communications Corporation
Host Network, Inc.
IdealDial Corporation
Inacom Communications, Inc.
Innovative Telecom Corporation
Intelicom International Corporation
Intercontinental Communications Group, Inc.
Intermedia Communications, Inc.
International Gateway Communications, Inc.
International Telcom Ltd
IXC Long Distance, Inc.
J D Services, Inc. d/b/a American Freedom Network
LCI International Telecom Corporation
LDC Telecommunications, Inc.
LDM Systems, Inc.
L.D. Services, Inc.
Least Cost Routing, Inc. d/b/a Long Distance Charges
Long Distance Direct Holdings, Inc.
Long Distance International, Inc.
Long Distance Wholesale Club
Matrix Telecom, Inc.
MCI Telecommunications Corporation
MFS Intelenet of South Dakota, Inc.
McLeodUSA Telecommunications Services, Inc.
Meridian Telecom Corporation
Midco Communications
MIDCOM Communications Inc. d/b/a Infinity Communications Inc.
Midwest Fibernet, Inc.
Minnesota Independent Interexchange Corporation
NOS Communications, Inc.
NOSVA, Limited Partnership
NYNEX Long Distance Company

LONG DISTANCE PROVIDERS
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National Accounts, Inc.
National Telephone Communications, Inc.
National Teleservice, Inc.
Network Long Distance, Inc.
Network Plus, Inc.
Network Services, Inc. d/b/a Long Distance Network Services, Inc.
Norlight, Inc.
Norstan Network Services, Inc.
North American Telephone Network, L.L.C.
OU Connection, Inc.
One Call Communications, Inc. d/b/a OPTICOM
Operator Service Company
Optex, Inc.
PNG Telecommunications, Inc.
PAM Oil, Inc. d/b/a PAM Communications
Parcel Consultants, Inc.
Phoenix Network, Inc.
Polar Communications Corp.
POPP Telcom
Preferred Carrier Services, Inc.
Preferred Telecom, Inc.
Premiere Communications, Inc.
Primus Telecommunications, Inc.
Professional Communications Management Services, Inc. d/b/a PROCOM
Providian Group, Inc.
QAI, Inc. d/b/a Long Distance Billing
Qcc, Incorporated
Quest Telecommunications, Inc. d/b/a QTI
Qwest Communications Inc.
SmarTalk TeleServices, Inc.
SmarTel Communications, Inc.
Sprint Communications Company L P
Starlink Communications, LLC
Switched Services Communications, L.L.C.
360 Degrees Long Distance, Inc.
TCI Communications, Inc. d/b/a TCIC d/b/a Dakota Telecommunications Group (DTG)
TTI National, Inc.
TW Communications, Inc.
Target Telecom, Inc.
Telco Partners, Inc.
Telec, Inc.
Telecare, Inc.
Telegroup, Inc.
TelSave Corporation d/b/a Independent Network Services
Tel-Save, Inc. d/b/a The Phone Company
Telscape USA, Inc.
Tel Serv
Teleconnect Company
Telenational Communications
Tele Tech, Inc.
Teltrust Communications Services, Inc.
The Furst Group, Inc.
The Phonco, Inc. d/b/a Network Services Long Distance
The Southland Corporation

LONG DISTANCE PROVIDERS
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Total National Telecommunications, Inc. d/b/a Total World Telecom
Touch 1 Communications, Inc.
Touch 1 Long Distance, Inc.
Transcommunications, Inc.
Trans National Communications, Inc.
TresCom U.S.A., Inc.
Utility Analysts, Inc. d/b/a Basic Long Distance
UniDial Incorporated
United States Digital Network
USA Global Link, Inc.
U.S. Long Distance, Inc.
U.S.Republic Communications, Inc.
UStel, Inc.
US Wats, Inc.
U S WEST Communications
USX Consultants, Inc.
United Wats, Inc.
Universal Network Services of South Dakota, Inc.
VarTec Telecom, Inc.
V.I.P. Telephone Network, Inc.
WinStar Gateway Network, Inc.
WATS/800, Inc. d/b/a ITS
Western Union Communications, Inc.
Westinghouse Electric Corporation d/b/a Westinghouse Communications
West River Long Distance Company
WorldCom, Inc.
WorldCom, Inc. d/b/a WilTel Network Services
World Telecom Group, Inc.
WorldTel Services, Inc.
XIEX Telecommunications, Inc.
Xtracom, Inc.
ZENEX Long Distance, Inc.

OPERATOR SERVICE PROVIDERS
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AmeriTel Pay Phones, Inc.
Inmate Communications Corporation (INCOMM)
Intellicall Operator Services, Inc.
Operator Communications, Inc. d/b/a Oncor Communications, Inc. (OCI)
Network Operator Services, Inc.
North American InTeleCom, Inc.
Reliance Telephone Systems, Inc.
Strategic Alliances, Inc. d/b/a London Telecom Network
Teleclose, Inc.
T-NETIX, Inc.
U.S. Osiris Corporation
Value-Added Communications, Inc.
WCS Operators

COMPETITIVE LOCAL EXCHANGE COMPANIES
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as of June 27, 1997

AT&T Communications of the Midwest, Inc.
CommChoice, LLC
Dakota Telecom, Inc.
Dakota Telecommunications Systems, Inc.
Dial & Save of South Dakota, Inc. d/b/a Dial & Save
Easton Telecom Services Inc.
Excel Telecommunications, Inc.
FirsTel, Inc.
McLeodUSA Telecommunications Services, Inc.
MFS Intelenet of South Dakota, Inc.
Midco Communications, Inc.
PAM Oil, Inc. d/b/a PAM Communications
Sprint Communications Company L.P.
Tele-Tech, Inc.
Tel-Save, Inc. d/b/a The Phone Company, Inc.

CELLULAR COMPANIES
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as of June 27, 1997

Western Wireless
- MSA 267 A
- MSA 289 A, RSA 638 A & RSA 639 A
- RSA 635 A
- RSA 637 A
- RSA 641 A, RSA 640A & RSA 642 A
- RSA 634 A
- Dakota Cellular, Inc. (RSA 636 A) as of 5/31/95

CommNet Cellular Inc., Managing Partner Of The Following:
- Sioux Falls Cellular Ltd. Partnership
- Cellular Network of South Dakota, Inc.
- SD 1 - Harding Ltd Partnership
- SD 2 - Corson Limited Partnership
- SD 3 - McPherson Limited Partnership
- SD 5 - Custer Limited Partnership
- Custer RSA 5 Ltd Partnership
- SD 6 - Haakon Limited Partnership
- Jackson RSA No. 6 Limited Partnership
- SD 7 - Sully Limited Partnership
- SD 8 - Kingsbury Ltd. Partnership
- Eastern SD Cellular of SD Ltd Partnership

Glacial Lakes Cellular