

CH/TH

DOCKET NO.

**In the Matter of — IN THE MATTER OF THE
APPLICATION OF AMERICAN LONG
LINES, INC. FOR A CERTIFICATE OF
AUTHORITY TO PROVIDE
TELECOMMUNICATIONS SERVICES IN
SOUTH DAKOTA**

Public Utilities Commission of the State of South Dakota

DATE _____

MEMORANDA

2/6	97	Filed and Ricketed;
2/13	97	TC for Filing;
7/2	97	Order Granting COA;
5/2	97	Rocket Closed.

**SOUTH DAKOTA PUBLIC UTILITIES
COMMISSION**

CERTIFICATE OF AUTHORITY

To Conduct Business As A Telecommunications Company
Within The State Of South Dakota

Authority was Granted June 24, 1997
Docket No. TC97-012

This is to certify that

AMERICAN LONG LINES, INC.

is authorized to provide telecommunications services in South Dakota.

This certificate is issued in accordance with SDCL 49-31-3 and ARSD 20.10.24.02, and is subject to all of the conditions and limitations contained in the rules and statutes governing its conduct of offering telecommunications services

Dated at Pierre, South Dakota, this 2nd day of July, 1997.

**SOUTH DAKOTA PUBLIC
UTILITIES COMMISSION:**



James A. Burg
JAMES A. BURG, Chairman

Pam Nelson
PAM NELSON, Commissioner

Laska Schoenfelder
LASKA SCHOENFELDER, Commissioner

BEFORE THE PUBLIC UTILITIES COMMISSION
OF THE STATE OF SOUTH DAKOTA

IN THE MATTER OF THE APPLICATION OF)
AMERICAN LONG LINES, INC. FOR A)
CERTIFICATE OF AUTHORITY TO PROVIDE)
TELECOMMUNICATIONS SERVICES IN)
SOUTH DAKOTA)

ORDER GRANTING
CERTIFICATE OF
AUTHORITY

TC97-012

On February 6, 1997, the Public Utilities Commission (Commission), in accordance with SDCL 49-31-3 and ARSD 20 10 24 02, received an application for a certificate of authority from American Long Lines, Inc. (ALL).

ALL will offer outbound telecommunications services to residential and business customers, utilizing switched and dedicated access. ALL will also offer travel card and inbound toll-free services. A proposed tariff was filed by ALL. The Commission has classified long distance service as fully competitive.

On February 13, 1997, the Commission electronically transmitted notice of the filing and the intervention deadline of February 28, 1997, to interested individuals and entities. No petitions to intervene or comments were filed and at its regularly scheduled June 24, 1997, meeting, the Commission considered ALL's request for a certificate of authority. Commission Staff recommended granting a certificate of authority.

The Commission finds that it has jurisdiction over this matter pursuant to Chapter 49-31, specifically 49-31-3 and ARSD 20 10 24 02 and 20 10 24 03. The Commission finds that ALL has met the legal requirements established for the granting of a certificate of authority. ALL has, in accordance with SDCL 49-31-3, demonstrated sufficient technical, financial and managerial capabilities to offer telecommunications services in South Dakota. The Commission approves ALL's application for a certificate of authority. As the Commission's final decision in this matter, it is therefore

ORDERED, that ALL's application for a certificate of authority is hereby granted. It is

FURTHER ORDERED, that ALL shall file informational copies of tariff changes with the Commission as the changes occur.

Dated at Pierre, South Dakota, this 2nd day of July, 1997.

CERTIFICATE OF SERVICE

The undersigned hereby certifies that this document has been served today upon all parties of record in this docket, as listed on the docket service list, by first class mail, in properly addressed envelopes, with charges prepaid thereon.

By Delaine Kaito

Date 7/3/97

(OFFICIAL SEAL)

BY ORDER OF THE COMMISSION:

James A. Burg
JAMES A. BURG, Chairman

Pam Nelson
PAM NELSON, Commissioner

Laska Schoenfelder
LASKA SCHOENFELDER, Commissioner

FULLY COMPETITIVE TELECOMMUNICATIONS FILINGS

NA	AT&T filed to extend the customer requested installation date beyond March 31, 1997, for the AT&T UNIPLAN T1 5 Access Incentive Promotion.	02/03/97	NA
NA	AT&T filed to introduce AT&T Long Distance Wireless Service to its Message Telecommunications Service tariff. The revision is effective February 5, 1997.	02/04/97	NA
NA	American Express Telecom, Inc. filed to clarify what occurs when a customer's Telecom Unit balance is depleted, to indicate that the expiration date on all cards will be at least 12 months, not necessarily 12 months, to revise language to indicate that the Company may block calls, other than 900 and 976, if such calls have surcharges, to revise language to indicate specifically which forms of promotional offerings may be offered by the Company, and to introduce a lower rate for cards marketed by the Company and the United States Postal Service. These revisions are effective February 7, 1997.	02/06/97	NA
NA	NYNEX Long Distance Company filed to make numerous minor text changes, to introduce a number of new product and service offerings, and to increase the rate and change the rate structure for the NYNEX Long Distance Prepaid Calling Card Service. The revisions are effective February 10, 1997.	02/06/97	NA
NA	U.S. WEST Communications filed to introduce Centrix 21, a product targeted to small and medium sized business customers which incorporates value added voice features and functions in a standard package. The product is added to USWC's Exchange and Network Services Catalog. USWC requests an effective date of March 3, 1997.	02/11/97	NA
NA	CommuniGroup of K.C. Inc. filed to introduce PersonalEdge Plus to its tariff. The revision is effective February 13, 1997.	02/11/97	NA
NA	AT&T filed to decrease specific rates related to its UNIPLAN T1 5 Promotion. The revisions are effective February 13, 1997.	02/12/97	NA

Important Notice: The Commission is compiling a list of internet addresses. If you have an internet address please notify the Commission by E-mailing it to Terry.Nichols@state.sd.us. Filing the address to the Commission at: 605-773-3809

PAGE 2 OF 2

South Dakota
Public Utilities Commission
State Capitol 500 E. Capitol
Pierre, SD 57501-5070
Phone: (605) 332-1782
Fax: (605) 773-3809

TELECOMMUNICATIONS SERVICE FILINGS

These are the telecommunications service filings that the Commission has received for the period of:

01/31/97 through 02/13/97

If you need a complete copy of a filing faxed, overnight expressed, or mailed to you, please contact Delaine Kolbo within five days of this filing.

DOCKET NUMBER	TITLE/STAFF/SYNOPSIS	DATE FILED	INTERVENTION DEADLINE
REQUEST FOR CERTIFICATION OF AUTHORITY			
TC97-010	Application by Telco Partners, Inc. for a Certificate of Authority to operate as a telecommunications company within the state of South Dakota. (Staff: TH/CH) Applicant seeks authority to provide MTS, out-WATS, in-WATS, and calling card services. Applicant does not intend to provide operator services, 900 or 700 services.	02/03/97	02/28/97
TC97-011	Application by Tele-Tech, Inc. to amend its Certificate of Authority to provide local exchange services within the state of South Dakota. (Staff: TH/CH) Tele-Tech, Inc. intends to offer local exchange service on a resale or facilities basis, or a combination of both. The exact manner in which Tele-Tech, Inc. will provide these services in South Dakota depends upon the result of negotiations with the incumbent local exchange carriers. Tele-Tech, Inc. will not offer any local service in areas presently served by independent rural telecommunications companies, unless designated as an eligible telecommunications carrier pursuant to the Federal Act §214(e)(1) and 253(f), and then only upon approval by the Public Utility Commission of any required interconnection agreement as prescribed by §252 of the Act.	02/05/97	02/28/97
TC97-012	Application by American Long Lines, Inc. for a Certificate of Authority to operate as a telecommunications company within the state of South Dakota. (Staff: DJ/CH) Applicant seeks authority to offer outbound telecommunications services to residential and business customers utilizing switched and dedicated access. Applicant will also offer travel card and inbound toll-free services.	02/06/97	02/28/97
TC97-013	Application by International Gateway Communications, Inc. for a Certificate of Authority to operate as a telecommunications company within the state of South Dakota. (Staff: DJ/CH) Applicant seeks authority to provide MTS, out-WATS, in-WATS, and calling card services. Applicant does not intend to provide operator services, 900 or 700 services.	02/10/97	02/28/97
STUDY AREA WAIVER REQUEST			
TC97-014	Dakota Cooperative Telecommunications, Inc. and its subsidiary companies, Dakota Telecom, Inc. and Dakota Telecommunications Systems, Inc. (Dakota) are requesting that the South Dakota Public Utilities Commission determine whether it objects to a waiver by the FCC of the definition of "Study Area" contained in Part 36 Appendix-Glossary of the FCC's rules to allow Dakota to expand its South Dakota study area boundaries to include the new local exchange facilities it is constructing in Viborg and Centerville. Dakota will provide service to consumers in the Centerville and Viborg exchanges through its subsidiaries, and has begun providing such services. Dakota's current study area completely surrounds the Viborg and Centerville exchanges. Dakota is building a new, state of the art switching facility in Viborg, which is centrally located with respect to Dakota's service area. If the Commission does not object to such a waiver by the FCC, Dakota requests that the PUC provide Dakota with a letter to that effect.	02/10/97	02/28/97

PAGE 1 OF 2



210 N. Park Ave.
P.O. Drawer 200
Winter Park, FL
32790-0200

Tel: 407-740-8575
Fax: 407-740-0613

TC97-012

February 5, 1997
Overnight

RECEIVED

FEB 06 1997

SOUTH DAKOTA PUBLIC
UTILITIES COMMISSION

Mr. William Bullard, Jr.
Executive Director
South Dakota Public
Utilities Commission
500 East Capitol
Pierre, South Dakota 57501

Re: Registration of American Long Lines, Inc.

Dear Mr. Bullard:

Enclosed please find the original and ten copies of the registration of American Long Lines, Inc. for authority to provide intrastate telecommunications services within South Dakota. A check in the amount of \$250 application filing fee is included with this letter.

Please acknowledge receipt of this filing by returning a date-stamped copy of this letter in the envelope provided. Should you or your staff have any additional questions, please contact me at (407) 740-8575. Thank you.

Sincerely,

Carey Roesel
Consultant to:
American Long Lines, Inc.

cc: Howard Widra
File ALL - SD
TMS# SD97000

8142.15.5
TECHNOLOGIES MANAGEMENT, INC.
WINTER PARK, FLORIDA 32789

15767

SD PUC
SOUTH DAKOTA PUBLIC SERVICE CM

15767

01/29/97

INVOICE NUMBER	INVOICE DATE	INVOICE AMOUNT	PREVIOUS PAY/CREDIT	DISCOUNT TAKEN	AMOUNT OF PAYMENT
AM. L/L	01/28/97	250.00	0.00	0.00	250.00

250.00



P.O. Drawer 200
Winter Park, FL
32790-0700

210 N. Park Avenue
Winter Park, FL 32789
(407) 740-8575



750 PARK AVENUE
WINTER PARK, FLORIDA 32789

63-319631

15767

NUMBER
15767

PAY: TWO HUNDRED FIFTY DOLLARS

DATE

AMOUNT

01/29/97

*****\$250.00

TO THE
ORDER
OF
SOUTH DAKOTA PUBLIC SERVICE CM
STATE CAPITAL
PIERRE, SD 57501-5070

TECHNOLOGIES MANAGEMENT, INC.

C. M. Wightman

THE REVERSE SIDE OF THIS DOCUMENT INCLUDES AN ARTIFICIAL WATERMARK, ONLY AT AN ANGLE TO VIEW

⑈015767⑈ ⑈063103193⑈

2830066505⑈

RECEIVED
FEB 06 1997
SOUTH DAKOTA PUBLIC
UTILITIES COMMISSION

SOUTH DAKOTA PUBLIC
UTILITIES COMMISSION

1. The name, address and telephone number of the applicant.

2. The name under which the Applicant will provide these services if different than in subdivision (1) of this section:

Not applicable.

3. If the applicant is a corporation:

(a) The state in which it is incorporated, the date of incorporation and a copy of its certificate of incorporation or, if it is an out-of-state corporation, a copy of its certificate of authority.

The applicant was organized on September 30, 1986 in Pennsylvania. The headquarters location is in Horsham, Pennsylvania. A copy of the Applicant's certificate of authority to operate in South Dakota is provided in Attachment I.

(b) The location of its principal office, if any, in this state and the name and address of its current registered agent.

Principal office in South Dakota: None

Registered Agent: Ronald D. Olinger, Esq.,
117 East Capitol, P.O. Box 66
Pierre, SD 57501-0066

- (c) A copy of its articles of incorporation which includes a list of the names and addresses of the corporate officers and member of the board of directors at the time of incorporation.

See Attachment II.

- (d) A list of the names and addresses of the current corporate officers and members of the board of directors.

Alan Widra, President
Rick Carbone, Business Manager and CFO

- (e) The names and addresses of the ten common stockholders who own the greatest number of shares of common stock and the number of shares owned by each.

Alan Widra is the sole owner of American Long Lines, Inc.

- (f) The names, address of any corporation, association, partnership, cooperative or individual holding a five percent or greater ownership or management interest in the applicant corporation. The amount and character of the ownership interest shall be indicated. A copy of any management agreement shall be attached.

See (e) above.

- (g) The names and addresses of subsidiaries owned or controlled by the applicant.

None.

4. If the applicant is a partnership, the name, title and business address of each partner, both general and limited.

Not applicable

00-0000-0000

5. **A specific description of the telecommunications services the applicant intends to offer.**

American Long Lines offers outbound telecommunications services to residential and business Customers, utilizing switched and dedicated access. Switched access service is available on a presubscription basis from equal access originating end offices. American Long Lines will also offer travel card and inbound toll-free services. All services are available twenty-four (24) hours per day, seven (7) days a week. Service is offered as an add-on to American Long Lines' interstate service.

American Long Lines will operate as a switchless reseller. Calls originate over LEC facilities to the Company's underlying carrier(s). The Company's underlying carrier performs all interexchange switching, routing and call termination functions. Call detail information is provided to the Company by the underlying carrier for purposes of rating and billing calls.

6. **A detailed statement of the means by which the applicant will provide its services, including the type and quantity of equipment to be used in the operation, the capacity, and the expected used of the equipment.**

American Long Lines does not plan to install equipment for call processing in South Dakota, but uses instead the switching capacity of its underlying carriers.

7. **The geographic areas in which the services are, or will be, offered, including a map describing the service boundaries.**

American Long Lines intends to offer service throughout the entire state of South Dakota. A map is provided in Attachment III.

8. **A current balance sheet and income statement; a copy of the applicant's latest annual report; a copy of the applicant's report to stockholders; the terms and conditions of service; the access charges and a copy of the applicant's tariff book.**

Current financial statements for American Long Lines are incorporated in this application as Attachment IV. This Attachment is offered in support of the Applicant's financial ability to provide the proposed services.

The terms and conditions of service, as well as all rates and charges are provided in the applicant's proposed tariff in Attachment V.

9. **The names and addresses of the applicant's representatives to whom all inquiries should be made regarding complaints and regulatory matters.**

For inquiries regarding this application and tariff, contact

Carey Roesel, Consultant to American Long Lines
Technologies Management, Inc.
210 Park Avenue North (zip: 32789)
P.O. Drawer 200
Winter Park, Florida 32790-0200
Telephone: (407) 740-8575
Facsimile: (407) 740-0613

For all other matters, contact

Mr. Rick Carbone, Business Manager and CFO
American Long Lines, Inc.
410 Horsham Road
Horsham, Pennsylvania 19044
Telephone: (215) 442-9700
Facsimile: (215) 675-6795
Toll Free: (800) 922-7730

10. Determination of Competitive Classification.

American Long Lines requests an Emerging Competitive classification for its services. American Long Lines will offer resold intrastate service within the State of South Dakota. Service is also available from the company on an interstate basis.

82-011-2478

11. **Supporting cost data for Initial Filing.**

Since American Long Lines will be operating as a switchless reseller, all network switching equipment and transmission facilities used by American Long Lines in providing service in South Dakota will be owned and operated by its underlying carrier(s). Expenses from the underlying carrier related to transmission costs will be incurred on an incremental basis as service is provided. American Long Lines' rates will exceed these incremental costs. As a result of its minimal investment and the incremental nature of its expenses, American Long Lines expects to break-even in South Dakota during the first few months of service and earn a profit after that time.

Respectfully Submitted,



Rick Carbone, Business Manager and CFO
American Long Lines, Inc.

8142
5.11.11

ATTACHMENT I

AUTHORITY TO OPERATE IN SOUTH DAKOTA

State of South Dakota



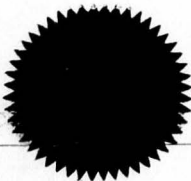
OFFICE OF THE SECRETARY OF STATE

CERTIFICATE OF AUTHORITY

I, JOYCE HAZELTINE, Secretary of State of the State of South Dakota, hereby certify that the Application for a Certificate of Authority of AMERICAN LONG LINES, INC. (PA) to transact business in this state duly signed and verified pursuant to the provisions of the South Dakota Corporation Acts, have been received in this office and are found to conform to law.

ACCORDINGLY and by virtue of the authority vested in me by law, I hereby issue this Certificate of Authority and attach hereto a duplicate of the application to transact business in this state under the name of AMERICAN LONG LINES, INC.

IN TESTIMONY WHEREOF, I have hereunto set my hand and affixed the Great Seal of the State of South Dakota, at Pierre, the Capital, this December 13, 1996.



Joyce Hazeltine

JOYCE HAZELTINE
Secretary of State

44-511-2A-58

ATTACHMENT II
ARTICLES OF INCORPORATION

81422114

Commonwealth of Pennsylvania
Department of State

86571579



CERTIFICATE OF INCORPORATION

Office of the Secretary of the Commonwealth
To All to Whom These Presents Shall Come, Greeting:

Whereas, Under the provisions of the Laws of the Commonwealth, the Secretary of the Commonwealth is authorized and required to issue a "Certificate of Incorporation" evidencing the incorporation of an entity.

Whereas, The stipulations and conditions of the Law have been fully complied with by

AMERICAN LONG LINES, INC.

Therefore, Know Ye, That subject to the Constitution of this Commonwealth, and under the authority of the Laws thereof, I do by these presents, which I have caused to be sealed with the Great Seal of the Commonwealth, declare and certify the creation, erection and incorporation of the above in deed and in law by the name chosen hereinbefore specified.

Such corporation shall have and enjoy and shall be subject to all the powers, duties, requirements, and restrictions, specified and enjoined in and by the applicable laws of this Commonwealth.



Given under my Hand and the Great Seal of the Commonwealth,
at the City of Harrisburg, this 30th day
of September in the year of our
Lord one thousand nine hundred and eighty-six
and of the Commonwealth the two hundred and eleventh

Robert C. Schorr
Secretary of the Commonwealth

0941631

WOLF BLOCK SCHORR & SOLIS COHEN
ATTN FRANCES GAMBLE
12TH FL PACKARD BLDG
15TH & CHESTNUT STS
PHILADELPHIA, PA 19102

BY-LAWS OF
AMERICAN LONG LINES, INC.

ARTICLE I - OFFICES

Section 1-1. Registered Office. The registered office of the corporation shall be located within the Commonwealth of Pennsylvania, at such place as the Board of Directors shall, from time to time, determine.

Section 1-2. Other Offices. The corporation may also have offices at such other places, within or without the Commonwealth of Pennsylvania, as the Board of Directors may, from time to time, determine.

ARTICLE II - SHAREHOLDERS' MEETINGS

Section 2-1. Place of Shareholders' Meetings. Meetings of shareholders shall be held at such places, within or without the Commonwealth of Pennsylvania, as may be fixed from time to time by the Board of Directors. If no such place is fixed by the Board of Directors, meetings of the shareholders shall be held at the registered office of the corporation.

Section 2-2. Annual Meeting. A meeting of the shareholders of the corporation shall be held in each calendar year, commencing with the year 1927, on such date and at such time as the Board of Directors may determine, or if the Board of Directors fails to set a date and time, on the 30th day of September at 10:00 o'clock a.m., if not a legal holiday, and if such day is a legal holiday, then such meeting shall be held on the next business day.

At such annual meeting, there shall be held an election of Directors.

Unless the Board of Directors shall deem it advisable, financial reports of the corporation's business need not be sent to the shareholders and need not be presented at the annual meeting. If any report is deemed advisable by the Board of Directors, such report may contain such information as the Board of Directors shall determine and need not be certified by a Certified Public Accountant unless the Board of Directors shall so direct.

Section 2-3. Special Meetings. Special meetings of the shareholders may be called at any time:

- (a) By the President of the corporation; or
- (b) By a majority of the Board of Directors; or
- (c) By shareholders entitled to cast at least one-fifth of the votes which all shareholders are entitled to cast at the meeting.

Upon the written request of any person or persons entitled to call a special meeting, which request shall set forth the purpose for which the meeting is desired, it shall be the duty of the Secretary to fix the date of such meeting to be held at such time, not less than five (5) nor more than sixty (60) days after the receipt of such request, as the Secretary may determine, and to give due notice thereof. If the Secretary shall neglect or refuse to fix the date of such meeting and to give notice thereof within five (5) days after

receipt of such request, the person or persons calling the meeting may do so.

Section 2-4. Notices of Shareholders' Meetings.

Written notice stating the date, place and hour and, if required by law or these By-laws, the purpose, of any meeting of the shareholders, shall be given to each shareholder of record entitled to vote at the meeting at least five (5) days prior to the day named for the meeting, unless otherwise required by law. Such notices may be given at the discretion of, or in the name of, the Board of Directors, President, Vice President, Secretary or Assistant Secretary. When a meeting is adjourned, it shall not be necessary to give any notice of the adjourned meeting or of the business to be transacted at an adjourned meeting, other than by announcement at the meeting at which such adjournment is taken.

Section 2-5. Quorum of and Action by Shareholders.

Unless otherwise provided in the Articles of Incorporation or in a By-law adopted by the Board of Directors (or the Incorporators if no first Directors were named in the Articles of Incorporation) at its organization meeting following the filing of the Articles of Incorporation, the presence, in person or by proxy, of shareholders entitled to cast at least a majority of the votes which all shareholders are entitled to cast on the particular matter shall constitute a quorum for the purpose of considering such matter, and, unless otherwise specifically provided by law, the acts, at a duly organized meeting of the shareholders present, in person or by proxy, entitled to cast at least a majority of the votes which all

0142
215
18

shareholders present are entitled to cast, shall be the acts of the shareholders.

The shareholders present at a duly organized meeting can continue to do business until adjournment, notwithstanding the withdrawal of enough shareholders to leave less than a quorum.

If a meeting cannot be organized because a quorum has not attended, those present may, except as otherwise provided by law, adjourn the meeting to such time and place as they may determine, but in the case of any meeting called for the election of Directors, those shareholders who attend the second of such adjourned meetings, although less than a quorum as fixed in this section or in the Articles of Incorporation, shall nevertheless constitute a quorum for the purpose of electing Directors.

Section 2-6. Voting. At least five (5) days before any meeting of shareholders, the officer or agent having charge of the transfer books of the corporation shall make a complete list of the shareholders entitled to vote at such meeting, arranged in alphabetical order, with the address of and the number of shares held by each, which list shall be kept on file at the registered office of the corporation and shall be subject to inspection by any shareholder at any time during usual business hours. Such list shall also be produced and kept open at the time and place of the meeting and shall be subject to the inspection of any shareholder during the whole time of the meeting.

8
1
4
2
.
1
5
.
1
9



—

81421528

all rights and privileges to which he might be entitled were he personally in attendance, including the right to vote, by means of a conference telephone or similar communications equipment by means of which all persons participating in the meeting can hear each other.

Section 2-8. Action by Unanimous Consent of Shareholders. Any action which may be taken at a meeting of the shareholders or a class of shareholders may be taken without a meeting if a consent or consents in writing, setting forth the action so taken, shall be signed by all of the shareholders who would be entitled to vote at a meeting for such purpose and shall be filed with the Secretary of the corporation. Insertion in the minute book of the corporation shall be deemed filing with the Secretary regardless of whether the Secretary or some other authorized person has actual possession of the minute book. Written consents by all of the shareholders executed pursuant to this section may be executed in any number of counterparts and shall be deemed effective as of the date set forth therein.

Section 2-9. Action by Less than Unanimous Consent of Shareholders. Only if the Articles of Incorporation so provide, any action which may be taken at a meeting of the shareholders or of a class of shareholders may be taken without a meeting, if a consent or consents in writing to such action, setting forth the action so taken, shall be (a) signed by shareholders entitled to cast not less than the larger of (1)

8142.15.23

two-thirds of the total number of votes which all shareholders of the corporation or of a class of shareholders would be entitled by the Articles of Incorporation to cast upon such action or (ii) the minimum percentage of the vote required by law, if any, for the proposed action, and (b) shall be filed with the Secretary of the corporation. Insertion in the minute book of the corporation shall be deemed filing with the Secretary regardless of whether the Secretary or some other authorized person has actual possession of the minute book. Written consents executed pursuant to this section may be executed in any number of counterparts. Such action shall not become effective until after at least ten (10) days' written notice of such action shall have been given to each shareholder of record entitled to vote thereon. This paragraph shall not be applicable to any action with respect to any plan or amendment of the Articles of Incorporation to which Section 513 of the Pennsylvania Business Corporation Law, concerning dissenters rights, is applicable.

ARTICLE III - BOARD OF DIRECTORS

Section 3-1. Number. The Board of Directors shall consist of _____ () members. Once elected, Directors shall serve until the next annual meeting of shareholders and until their successors are duly elected and qualified or until their earlier resignation or removal.

Section 3-2. Place of Meeting. Meetings of the Board of Directors may be held at such place within the Commonwealth

of Pennsylvania or elsewhere as a majority of the Directors may from time to time appoint or as may be designated in the notice calling the meeting.

Section 3-3. Regular Meetings. A regular meeting of the Board of Directors shall be held annually, immediately following the annual meeting of shareholders, at the place where such meeting of the shareholders is held or at such other place, date and hour as a majority of the newly elected Directors may designate. At such meeting, the Board of Directors shall elect officers of the Corporation. In addition to such regular meeting, the Board of Directors shall have the power to fix by resolution the place, date and hour of other regular meetings of the Board.

Section 3-4. Special Meetings. Special meetings of the Board of Directors shall be held whenever ordered by the President, by a majority of the executive committee, if any, or by a majority of the Directors in office.

Section 3-5. Participation in Meetings by Conference Telephone. Any Director may participate in any meeting of the Board of Directors or of any committee (provided he is otherwise entitled to participate), be counted for the purpose of determining a quorum thereof and exercise all rights and privileges to which he might be entitled were he personally in attendance, including the right to vote, by means of conference telephone or other similar communications equipment by means of which all persons on the meeting can hear each other.

44-38861-2A-28

Section 3-6. Notices of Meeting of Board of Directors.

(a) Regular Meetings. No notice shall be required to be given of any regular meeting, unless the same is held at other than the time or place for holding such meetings as fixed in accordance with Section 3-3 of these By-laws, in which event one (1) day's notice shall be given of the time and place of such meeting.

(b) Special Meetings. Written notice stating the date, place and hour of any special meeting of the Board of Directors shall be given at least one (1) day prior to the date named for the meeting.

Section 3-7. Quorum. A majority of the Directors in office shall be necessary to constitute a quorum for the transaction of business, and the acts of a majority of the Directors present at a meeting at which a quorum is present shall be considered as the acts of the Board of Directors. If there is no quorum present at a duly convened meeting of the Board of Directors, the majority of those present may adjourn the meeting from time to time and place to place.

Section 3-8. Informal Action by the Board of Directors. Any action which may be taken at a meeting of the Directors, or of the members of any committee of the Board of Directors, may be taken without a meeting if a consent or consents in writing, setting forth the action so taken, shall be signed by all of the Directors, or members of the committee.

81442
J.S.
AN.

as the case may be, and shall be filed with the Secretary of the corporation. Insertion in the minute book of the corporation shall be deemed filing with the Secretary regardless of whether the Secretary or some other authorized person has actual possession of the minute book. Written consents by all of the Directors or the members of any committee of the Board of Directors executed pursuant to this section may be executed in any number of counterparts and shall be deemed effective as of the date set forth therein.

Section 3-2. Powers.

(a) General Powers. The Board of Directors shall have all the power and authority granted by law to the Board, including all powers necessary or appropriate to the management of the business and affairs of the corporation.

(b) Specific Powers. Without limiting the general powers conferred by the last preceding clause and the powers conferred by the Articles and these By-laws of the corporation, it is hereby expressly declared that the Board of Directors shall have the following powers:

(i) To confer upon any officer or officers of the corporation the power to choose, remove or suspend assistant officers, agents or servants.

(ii) To appoint any person, firm or corporation to accept and hold in trust for the corporation any property belonging to the corporation or in which it is interested, and to authorize any such person, firm or

81422155
corporation to execute any documents and perform any duties that may be requisite in relation to any such trust.

(iii) To appoint a person or persons to vote shares of another corporation held and owned by the corporation.

(iv) By resolution adopted by a majority of the whole Board of Directors, to designate one (1) or more committees, each committee to consist of two (2) or more of the Directors of the corporation. To the extent provided in any such resolution, and to the extent permitted by law, a committee so designated shall have and may exercise the authority of the Board of Directors in the management of the business and affairs of the corporation. The Board of Directors may designate one (1) or more Directors as alternate members of any committee, who may replace any absent or disqualified member at any meeting of the committee. If specifically granted this power by the Board in its resolution establishing the committee, in the absence or disqualification of any member and all designated alternates of such committee or committees or if the whole Board of Directors has failed to designate alternate members, the member or members thereof present at any meeting and not disqualified from voting, whether or not he or they constitute a quorum, may unanimously appoint another Director to act at the meeting in the place of any such absent or disqualified member.

(v) To fix the place, time and purpose of meetings of shareholders.

8
1
4
2
.
1
5
.
2
6

(vi) To fix the compensation of Directors and officers for their services.

Section 3-10. Removal of Directors by Shareholders.

The entire Board of Directors or a class of the Board of Directors, where the Board of Directors is classified with respect to the power to elect Directors, or any individual Director may be removed from office without assigning any cause by the vote of shareholders entitled to cast at least a majority of the votes which all shareholders would be entitled to cast at any annual election of Directors or such class of Directors. In case the Board of Directors or such class of the Board of Directors or any one or more Directors is so removed, new Directors may be elected at the same time. If the shareholders are entitled to vote cumulatively for the Board of Directors or a class of the Board of Directors, no individual Director shall be removed unless the entire Board of Directors or class of the Board of Directors is removed in case the votes of a sufficient number of shares are cast against the resolution for his removal which, if cumulatively voted at an annual election of Directors would be sufficient to elect one (1) or more Directors to the Board of Directors or to the class.

Section 3-11. Vacancies. Vacancies in the Board of Directors, including vacancies resulting from an increase in the number of Directors, may be filled by a majority of the remaining members of the Board of Directors though less than a quorum, and each person so elected shall be a Director until

01425127

his successor is duly elected by the shareholders, who may make such election at the next annual meeting of the shareholders or at any special meeting duly called for that purpose and held prior thereto, or until his earlier resignation or removal.

ARTICLE IV - OFFICERS

Section 4-1. Election and Office. The corporation shall have a President, a Secretary and a Treasurer who shall be elected by the Board of Directors. The Board of Directors may elect as additional officers a Chairman of the Board of Directors, one (1) or more Vice Presidents, and one (1) or more other officers or assistant officers. Any number of offices may be held by the same person.

Section 4-2. Term. The officers and assistant officers shall each serve at the pleasure of the Board of Directors and until the annual meeting of the Board of Directors following the next annual meeting of shareholders unless removed from office by the Board of Directors during their respective tenures.

Section 4-3. Powers and Duties of the President. Unless otherwise determined by the Board of Directors, the President shall have the usual duties of an executive officer with general supervision over and direction of the affairs of the corporation. In the exercise of these duties and subject to the limitations of the laws of the Commonwealth of Pennsylvania, these By-laws, and the actions of the Board of Directors, he may appoint, suspend, and discharge employees.

8142:15:220

agents and assistant officers, fix the compensation of all officers and assistant officers. shall preside at all meetings of the shareholders at which he shall be present, and, unless there is a Chairman of the Board of Directors, shall preside at all meetings of the Board of Directors. He shall also do and perform such other duties as from time to time may be assigned to him by the Board of Directors.

Unless otherwise determined by the Board of Directors, the President shall have full power and authority on behalf of the corporation to attend and to act and to vote at any meeting of the shareholders of any corporation in which the corporation may hold stock, and, at any such meeting, shall possess and may exercise any and all the rights and powers incident to the ownership of such stock and which, as the owner thereof, the corporation might have possessed and exercised.

Section 4-4. Powers and Duties of the Secretary.

Unless otherwise determined by the Board of Directors, the Secretary shall be responsible for the keeping of the minutes of all meetings of the Board of Directors, shareholders and all committees, in books provided for that purpose, and for the giving and serving of all notices for the corporation. He shall have charge of the corporate seal, the certificate books, transfer books and stock ledgers, and such other books and papers as the Board of Directors may direct. He shall perform all other duties ordinarily incident to the office of Secretary and shall have such other powers and perform such other duties as may be assigned to him by the Board of Directors.

Section 4-3. Powers and Duties of the Treasurer.

shall preside at all meetings of Directors. He shall have such other powers and perform such further duties as may be assigned to him by the Board of Directors.

Section 4-7. Powers and Duties of Vice Presidents and Assistant Officers. Unless otherwise determined by the Board of Directors, each Vice President and each assistant officer shall have the powers and perform the duties of his respective superior officer. Vice Presidents and assistant officers shall have such rank as may be designated by the Board of Directors. Vice Presidents may be designated as having responsibility for a specific area of the corporation's affairs, in which event such Vice President shall be superior to the other Vice Presidents in relation to matters within his area. The President shall be the superior officer of the Vice Presidents. The Treasurer and Secretary shall be the superior officers of the Assistant Treasurers and Assistant Secretaries, respectively.

Section 4-8. Delegation of Office. The Board of Directors may delegate the powers or duties of any officer of the corporation to any other person from time to time.

Section 4-9. Vacancies. The Board of Directors shall have the power to fill any vacancies in any office occurring from whatever reason.

ARTICLE V - CAPITAL STOCK

Section 5-1. Share Certificates. Every share certificate shall be signed by the Chairman of the Board or the

0
1
4
2
:
:
5
:
J
1

President or Vice President and by the Treasurer, Assistant Treasurer, Secretary or Assistant Secretary and sealed with the corporate seal, which may be a facsimile, engraved or printed, but where such certificate is signed by a transfer agent or a registrar, the signature of any corporate officer upon such certificate may be a facsimile, engraved or printed.

Section 3-2. Transfer of Shares. Transfer of shares shall be made on the books of the corporation only upon surrender of the share certificate, duly endorsed or with duly executed stock powers attached and otherwise in proper form for transfer, which certificate shall be cancelled at the time of the transfer.

Section 3-3. Determination of Shareholders of Record and Closing Transfer Books. The Board of Directors may fix a time, not more than fifty (50) days prior to the date of any meeting of shareholders, or the date fixed for the payment of any dividend or distribution, or the date for the allotment of rights, or the date when any change or conversion or exchange of shares will be made or go into effect, as a record date for the determination of the shareholders entitled to notice of or to vote at any such meeting, or entitled to receive payment of any such dividend or distribution, or to receive any such allotment of rights, or to exercise the rights in respect to any such change, conversion or exchange of shares or otherwise. In such case, only such shareholders as shall be shareholders of record on the date so fixed shall be entitled

8142 .11332

to notice of or to vote at such meeting, or to receive payment of such dividend, or to receive such allotment of rights, or to exercise such rights, as the case may be, notwithstanding any transfer of any shares on the books of the corporation after any record date fixed as aforesaid. The Board of Directors may close the books of the corporation against transfers of shares during the whole or any part of such period, and, in such case, written or printed notice thereof shall be mailed at least ten (10) days before the closing thereof to each shareholder of record at the address appearing on the records of the corporation or supplied by him to the corporation for the purpose of notice. While the stock transfer books of the corporation are closed, no transfer of shares shall be made thereon. Unless a record date is fixed by the Board of Directors for the determination of shareholders entitled to receive notice of, or vote at, a shareholders' meeting, transferees of shares which are transferred on the books of the corporation within ten (10) days next preceding the date of such meeting shall not be entitled to notice of or to vote at such meeting. The corporation may treat the registered owner of each share of stock as the person exclusively entitled to vote, to receive notifications and otherwise to exercise all the rights and powers of the owner thereof.

Section 5-4. Lost Share Certificates. Unless waived in whole or in part by the Board of Directors, any person requesting the issuance of a new certificate in lieu of an

33-244-33

alleged lost, destroyed, mislaid or wrongfully taken certificate, shall (a) give to the corporation his bond of indemnity with an acceptable surety; and (b) satisfy such other reasonable requirements as may be imposed by the corporation. Thereupon, a new share certificate shall be issued to the registered owner or his assigns in lieu of the alleged lost, destroyed, mislaid or wrongfully taken certificate, provided that the request therefor and issuance thereof have been made before the corporation has notice that such shares have been acquired by a bona fide purchaser.

ARTICLE VI - NOTICES; COMPUTING TIME PERIODS

Section 6-1. Contents of Notice. Whenever any notice of a meeting is required to be given pursuant to these By-laws or the Articles of Incorporation or otherwise, the notice shall specify the place, day and hour of the meeting and, in the case of a special meeting of shareholders or where otherwise required by law, the general nature of the business to be transacted at such meeting.

Section 6-2. Method of Notice. All notices shall be given to each person entitled thereto, either personally or by sending a copy thereof through the mail or by telegraph, charges prepaid, to his address appearing on the books of the corporation, or supplied by him to the corporation for the purpose of notice. If notice is sent by mail or telegraph, it shall be deemed to have been given to the person entitled thereto when deposited in the United States Mail or with the telegraph office for transmission.

Section 6-3. Computing Time Periods. In computing

the number of days for purposes of these By-laws, all days shall be counted, including Saturdays, Sundays or holidays; provided, however, that if the final day of any time period falls on a Saturday, Sunday or holiday, then the final day shall be deemed to be the next day which is not a Saturday, Sunday or holiday. In computing the number of days for the purpose of giving notice of any meeting, the date upon which the notice is given shall be counted but the day set for the meeting shall not be counted. Notice given twenty-four (24) hours before the time set for a meeting shall be deemed one (1) day's notice.

ARTICLE VII - INDEMNIFICATION OF DIRECTORS AND OFFICERS AND OTHER PERSONS

Section 7-1. Indemnification. The corporation shall

have the power to indemnify any person who was or is a party or is threatened to be made a party to any threatened, pending or completed action, suit or proceeding, whether civil, criminal, administrative or investigative (other than an action by or in the right of the corporation), by reason of the fact that he is or was a Director, officer, employee or agent of the corporation, or is or was serving at the request of the corporation as a Director, officer, employee or agent of another corporation, partnership, joint venture, trust or other enterprise against expenses (including attorneys' fees), judgments, fines and amounts paid in settlement actually or

reasonably incurred by him in connection with such action, suit or proceeding if he acted in good faith and in a manner he reasonably believed to be in, or not opposed to, the best interest of the corporation, and, with respect to any criminal action or proceeding, had no reasonable cause to believe his conduct was unlawful. The termination of any action, suit or proceeding by judgment, order, settlement, conviction, or upon a plea of nolo contendere or its equivalent, shall not, of itself, create a presumption that the person did not act in good faith and in a manner which he reasonably believed to be in, or not opposed to, the best interest of the corporation, and, with respect to any criminal action or proceeding, had reason to believe that his conduct was unlawful.

The corporation shall have the power to indemnify any person who was or is a party, or is threatened to be made a party to any threatened, pending or completed action or suit by or in the right of the corporation to procure a judgment in its favor by reason of the fact that he is or was a Director, officer, employee or agent of the corporation, or is or was serving of the request of the corporation as a Director, officer, employee or agent of another corporation, partnership, joint venture, trust or other enterprise against expenses (including attorneys' fees) actually and reasonably incurred by him in connection with the defense or settlement of such action or suit if he acted in good faith and in a manner he reasonably believed to be in, or not opposed to, the best interest of the

8
1
4
2
3
7
capacity or arising out of his status as such, whether or not the corporation would have the power to indemnify him against such liability under law.

ARTICLE VIII - FISCAL YEAR

The Board of Directors shall have the power by resolution to fix the fiscal year of the corporation. If the Board of Directors shall fail to do so, the President shall fix the fiscal year.

ARTICLE IX - AMENDMENTS

The shareholders entitled to vote thereon shall have the power to alter, amend, or repeal these By-laws, by the vote of shareholders entitled to cast at least a majority of the votes which all shareholders are entitled to cast thereon, at any regular or special meeting, duly convened after notice to the shareholders of such purpose. The Board of Directors, by a majority vote of those voting, shall have the power to alter, amend, and repeal these By-laws, at any regular or special meeting duly convened after notice of such purpose, subject always to the power of the shareholders to further alter, amend or repeal these By-laws.

ARTICLE X - INTERPRETATION OF BY-LAWS

All words, terms and provisions of these By-laws shall be interpreted and defined by and in accordance with the Pennsylvania Business Corporation Law, as amended, and as amended from time to time hereafter.

ATTACHMENT III
SERVICE AREA MAP

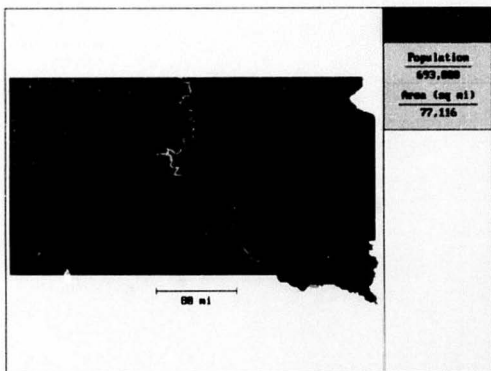


Figure 1 American Long Lines proposes to offer service statewide throughout the state of South Dakota

814422
B4.017

ATTACHMENT IV
FINANCIAL INFORMATION

AMERICAN LONG LINES, INC.
BALANCE SHEETS
JUNE 30, 1996

ASSETS

	<u>1996</u>
CURRENT ASSETS	
Cash	\$ 177,616
Receivables	
Trade, net of allowance for doubtful accounts of \$155,000 and \$114,000, respectively	\$1,648,391 \$ 337,972
Affiliate	\$ 26,291
Prepaid expenses	
Total Current Assets	\$2,190,270
PROPERTY AND EQUIPMENT	
Furniture and Fixtures	\$ 4,048
Machinery and equipment	\$2,164,868
Leasehold improvements	\$ 122,763
	\$2,291,679
Less accumulated depreciation and amortization	<u>\$ 691,974</u>
	<u>\$1,599,705</u>
TOTAL ASSETS	<u>\$3,789,975</u>

AMERICAN LONG LINES, INC.
BALANCE SHEETS
JUNE 30, 1996

LIABILITIES AND STOCKHOLDER'S EQUITY (DEFICIENCY)

	<u>1996</u>
CURRENT LIABILITIES	
Note payable, bank	\$ 190,000
Current portion of long-term debt	\$ 199,992
Accounts payable and accrued expenses	\$1,704,156
Due to affiliate	<u>\$ 257,836</u>
Total Current Liabilities	\$2,351,984
 LONG-TERM DEBT, net of current portion	 \$ 616,682
 DUE TO STOCKHOLDER	 \$ ---
	<u>\$2,968,666</u>
COMMITMENTS	
STOCKHOLDERS EQUITY (DEFICIENCY)	
Common stock	
\$1 par value	
Authorized, issued and outstanding -	
1,000 shares	\$ 1,000
Additional paid-in capital	\$ 149,000
Retained earnings (deficit)	<u>\$ 671,309</u>
	<u>\$ 821,309</u>
	<u>\$3,789,975</u>

AMERICAN LONG LINES, INC.
INCOME STATEMENT
JUNE 30, 1996

STATEMENTS OF EARNINGS AND RETAINED EARNINGS (ACCUMULATED
DEFICIT)

	<u>1996</u>
Operating revenue	\$5,848,547
Direct operating expenses	
Access charges and access line usage	\$3,704,378
Depreciation and amortization	<u>\$ 87,514</u>
	<u>\$3,791,892</u>
Earnings before other operating expenses	\$2,056,655
Other operating expenses	
Employees costs and administrative expenses	\$1,412,742
Interest expense	<u>\$ 45,073</u>
	<u>\$1,457,815</u>
Net earnings	\$ 598,840
Retained earnings (deficit), beginning of year	\$ 377,469
Distributions	<u>(\$ 305,000)</u>
Retained earnings (deficit), end of period	<u>\$ 671,309</u>

ATTACHMENT V

TARIFF

SOUTH DAKOTA
TELECOMMUNICATIONS TARIFF
OF
AMERICAN LONG LINES, INC.

This tariff contains the descriptions, regulations, and rates applicable to the furnishing of intrastate, intraLATA service and resold facilities for telecommunications services provided by American Long Lines, Inc. within the state of South Dakota.

Dated: February 4, 1997

Issued by: Alan Widra, President (215) 442-9700
American Long Lines, Inc.
410 Horsham Road
Horsham, Pennsylvania 19044

TABLE OF CONTENTS

Section 1 - Technical Terms and Abbreviations	4
Section 2 - Rules and Regulations	7
Section 3 - Description of Service and Rates	18
Section 4 - Miscellaneous Services	29
Section 5 - Promotions	30

Dated February 4, 1997

Issued by: Alan Widra, President (215) 442-9700
American Long Lines, Inc.
410 Horsham Road
Horsham, Pennsylvania 19044

SYMBOLS

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

C - Change to rule or regulation or rate structure

D - Delete or discontinue.

I - Change Resulting in an increase to a Customer's bill.

M - Moved from another tariff location.

N - New

R - Change resulting in a reduction to a Customer's bill.

T - Change in text or regulation.

Dated: February 4, 1997

Issued by: Alan Widra, President (215) 442-9700
American Long Lines, Inc.
410 Horsham Road
Horsham, Pennsylvania 19044

0040-55-244-8

TECHNICAL TERMS AND ABBREVIATIONS

Access Line - An arrangement which connects the Customer's location to a American Long Lines switching center or point of presence.

ALL - American Long Lines, unless otherwise clearly indicated by the context

Authorization Code - A pre-defined series of numbers to be dialed by the Customer upon access to the Company's system to identify the caller and validate the caller's authorization to use the services provided. The Customer is responsible for charges incurred through the use of his or her assigned Authorization Code.

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

Business Customer - For the purpose of this tariff, a Business Customer is a Customer of the Company whose primary use of the Company's service is for business purposes. A Business Customer is also a Customer who accesses the Company's service using an access line that has been assigned a business class of service by the local service provider.

Commission - South Dakota Public Utilities Commission.

Company or Carrier - American Long Lines, Inc. unless otherwise clearly indicated by the context.

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

Dated: February 4, 1997

Issued by: Alan Widra, President (215) 442-9700
American Long Lines, Inc.
410 Horsham Road
Horsham, Pennsylvania 19044

TECHNICAL TERMS AND ABBREVIATIONS, CONT'D.

End User - Any person, firm, corporation, partnership or other entity which uses the services of the Carrier under the provisions and regulations of this tariff. The End User is responsible for payment unless the charges for the services utilized are accepted and paid by another Customer.

Holidays - Holidays observed by the Carrier as specified in this tariff.

LATA - Local access and transport area. A geographic area established by the US District Court for the District of Columbia in Civil Action No. 17-49, within which a local exchange company provides communications services.

LEC - Local Exchange Company

Premises - A building or buildings on contiguous property.

Residential Customer - For the purpose of this tariff, a Residential Customer is a Customer of the Company whose primary use of the Company's service is for personal use in a house, apartment or other residential dwelling unit. A Residential Customer is also a Customer who accesses the Company's service using an access line that has not been assigned a business class of service by the local service provider.

Special Access Origination/Termination - Where originating or terminating access between the Customer and the interexchange carrier is provided on dedicated circuits. The cost of these dedicated circuits is billed by the access provider directly to the Customer.

Switched Access Origination/Termination - Where originating or terminating access between the Customer and the interexchange carrier is provided on local exchange company Feature Group circuits. The cost of switched Feature Group access is billed to the interexchange carrier.

Dated: February 4, 1997

Issued by: Alan Widra, President (215) 442-9700
American Long Lines, Inc.
410 Horsham Road
Horsham, Pennsylvania 19044

TECHNICAL TERMS AND ABBREVIATIONS, CONT'D.

[Reserved for Future Use]

Dated: February 4, 1997

Issued by: Alan Widra, President (215) 442-9700
American Long Lines, Inc.
410 Horsham Road
Horsham, Pennsylvania 19044

SECTION 2 - RULES AND REGULATIONS

2.1 Undertaking of American Long Lines

- 2.1.1 American Long Lines is a resale common carrier providing intrastate communications long distance message toll telephone service to Customers for the transmission and reception of voice, data, and other types of communications.
- 2.1.2 The Company offers intrastate telecommunications service in conjunction with interstate service.
- 2.1.3 Long distance usage charges are based on the actual usage of American Long Lines' network. Chargeable time begins when a connection is established between the calling station and the called station. Chargeable time ends when either party "hangs up" thereby releasing the network connection.
- 2.1.4 No charges apply for incomplete calls.
- 2.1.5 Service is provided twenty-four (24) hours per day, seven (7) days per week.

Dated February 4, 1997

Issued by: Alan Widra, President (215) 442-9700
American Long Lines, Inc.
410 Horsham Road
Horsham, Pennsylvania 19044

SECTION 2 - RULES AND REGULATIONS, CONT'D.

2.2 Limitations

- 2.2.1 Service is offered subject to the availability of the necessary resold facilities and equipment, or both resold facilities and equipment, and subject to the provisions of this tariff.
- 2.2.2 American Long Lines reserves the right to discontinue or limit service when necessitated by conditions beyond its control, or when the Customer is using service in violation of provisions of this tariff, or in violation of the law.
- 2.2.3 The Company does not undertake to transmit messages, but offers the use of its resold facilities when available, and will not be liable for errors in transmission or for failure to establish connections.
- 2.2.4 All services and resold facilities provided under this tariff are directly or indirectly controlled by American Long Lines and the Customer may not transfer or assign the use of service or resold facilities without the express written consent of the Company. Such transfer or assignment shall only apply where there is no interruption of the use or location of the service or resold facilities.
- 2.2.5 Prior written permission from the Company is required before any assignment or transfer. All regulations and conditions contained in this tariff shall apply to all such permitted assignees or transferees, as well as all conditions of service.

2.3 Use

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

Dated February 4, 1997

Issued by: Alan Widra, President (215) 442-9700
American Long Lines, Inc.
410 Horsham Road
Horsham, Pennsylvania 19044

SECTION 2 - RULES AND REGULATIONS, CONT'D.

2.4 Liabilities of the Company

- 2.4.1** The liability of the Company for its willful misconduct or gross negligence which is the sole legal cause of damage or injury is not limited by this tariff. With respect to any other claim or suit, by a Customer or by any others, for damages associated with acts or omissions involving initiation, installation, provision, termination, maintenance, repair, interruption or restoration of any service or facilities offered under this tariff, the Company's liability, if any, is limited to the actual damages or injury sustained, which in the event of any failure of service shall be deemed to be 1/30 of the monthly charge for service affected for each 24-hour period during which such failure of service occurs and is reported to or known by the Company.
- 2.4.2** In no event will Company be responsible for consequential damages or lost profits suffered by Customer on account of interrupted or unsatisfactory service unless Company is found to have been willfully negligent.
- 2.4.3** The Company is not liable for any act or omission of any other company or companies furnishing a portion of the service. No agents or employees of other carriers shall be deemed to be agents or employees of the Company.
- 2.4.4** The Company shall be indemnified and held harmless by the Customer against:
- a. Claims for libel, slander, infringement of copyright or unauthorized use of any trade mark, trade name or service mark arising out of the material, data, information, or other content transmitted by the Customer over the Company's facilities; and
 - b. Claims for patent infringement arising from combining or connecting the Company's facilities with apparatus and systems of the Customer; and
 - c. All other claims arising out of any act or omission of the Customer in connection with any service provided by the Company.

Dated: February 4, 1997

Issued by Alan Widra, President (215) 442-9700
American Long Lines, Inc.
410 Horsham Road
Horsham, Pennsylvania 19044

SECTION 2 - RULES AND REGULATIONS, CONT'D.

2.4 Liabilities of the Company, Cont'd.

2.4.5 The Company will make no refund of overpayments by a Customer unless the claim for such overpayment together with proper evidence be submitted within one (1) year from the date of alleged overpayment unless billing records prepared by the Company can be produced which would justify a credit beyond one year.

2.5 Validation of Credit

American Long Lines reserves the right to validate the credit worthiness of Subscribers through available credit verification procedures.

2.6 Payment for Service

2.6.1 Payment Arrangements

The Customer is responsible for payment of all charges for services and equipment furnished to the Customer for transmission of calls via the Company. The Customer agrees to pay to the Company any cost(s) incurred as a result of any delegation of authority resulting in the use of his or her communications equipment and/or network services which result in the placement of calls via the Company. The Customer agrees to pay the Company or its authorized agent any and all cost(s) incurred as a result of the use of the service arrangement, including calls which the Customer did not individually authorize.

2.6.2 All charges due by the Customer are payable to the Company or any agency duly authorized to receive such payments. Terms of payment shall be according to the rules and regulations of the agency and subject to the rules of regulatory agencies, such as the SD PUC. Any objections to billed charges must be promptly reported to the Company or its billing agent. Adjustments to Customers' bills shall be made to the extent that circumstances exist which reasonably indicate that such changes are appropriate.

Dated: February 4, 1997

Issued by: Alan Widra, President (215) 442-9700
American Long Lines, Inc.
410 Horsham Road
Horsham, Pennsylvania 19044

SECTION 2 - RULES AND REGULATIONS, CONT'D.

2.6 Payment for Service, Cont'd.

2.6.3 Charges for installations, service connections, moves, and rearrangements, where applicable, are payable upon demand by the Company or its authorized agent. The billing thereafter will include recurring charges and actual usage as defined in this tariff.

2.6.4 The Customer shall be responsible for all calls placed by or through Customer's equipment by any person. In particular and without limitation to the foregoing, the Customer is responsible for any calls placed by or through the Customer's equipment via any remote access features. The Customer is responsible for all calls placed via their authorization code as a result of the Customer's intentional or negligent disclosure of the authorization code.

2.7 Late Payment Charge and Cost of Collection

A late fee of 1.5% per month will be charged on any past due balance. In the event that the Company incurs fees or expenses, including attorney's fees, collecting or attempting to collect, any charges owed to the Company, the Company may charge the Customer all such fees and expenses reasonably incurred.

2.8 Return Check Charge

A return check charge of \$15.00 will be assessed for checks returned for insufficient funds. Any applicable return check charges will be assessed according to the terms and conditions of the billing entity (i.e. local exchange company and/or commercial credit card company) and pursuant to South Dakota law and Commission regulations.

Dated February 4, 1997

Issued by: Alan Widra, President (215) 442-9700
American Long Lines, Inc.
410 Horsham Road
Horsham, Pennsylvania 19044

SECTION 2 - RULES AND REGULATIONS, CONT'D.

2.9 Deposits and Advance Payments

Each service applicant will be required to establish credit. Any applicant whose credit has not been duly established to the sole and exclusive satisfaction of the Company may be required to make an advance payment or a deposit to be held as a guarantee of payment of charges at the time of application. In addition, an existing customer may be required to make a deposit or increase a deposit presently held.

2.9.1 Advance Payments

- A. An advance payment may not exceed the estimated charges for two (2) months' service plus installation.
- B. Credit of advance payment equal to one (1) months charges plus installation will be applied to the Subscriber's account on the first bill rendered after the service is installed. Balance of payment will be applied to successive monthly billings.

2.9.2 Deposits

- A. A deposit is not to exceed the estimated charges for two (2) months service plus 30% of the estimated charge. Deposits will be held for a period of one year. Interest on intrastate deposits will be in accordance with South Dakota Rules. Interest will be no less than 3% and at least comparable to current passbook savings rates.
- B. A deposit will be returned...

...When an application for service has been cancelled prior to the establishment of service. The deposit will be applied to any charges applicable in accordance with the tariff and the excess portion of the deposit will be returned.

Dated: February 4, 1997

Issued by: Alan Widra, President (215) 442-9700
American Long Lines, Inc.
410 Horsham Road
Horsham, Pennsylvania 19044

SECTION 2 - RULES AND REGULATIONS, CONT'D.**2.9 Deposits and Advance Payments, Cont'd.****2.9.2 Deposits, cont'd.****B. cont'd.**

...Upon the discontinuance of service. The Company will refund the Subscriber's deposit or the balance in excess of unpaid bills for that service. At the option of the Company, such a deposit may be refunded or credited to the Subscriber at any time prior to the termination of the service.

- C. The fact that a deposit has been made in no way relieves the Subscriber from complying with the regulation with respect to advance payments and the prompt payment of bills on presentation.

2.10 [Reserved for Future Use]

Dated: February 4, 1997

Issued by: Alan Widra, President (215) 442-9700
American Long Lines, Inc.
410 Horsham Road
Horsham, Pennsylvania 19044

SECTION 2 - RULES AND REGULATIONS, CONT'D.

2.11 Taxes and Fees

The Company shall charge the Customer an amount sufficient to recover any governmental assessments, fees, license, or other similar taxes or fees imposed upon the Company.

Taxes and fees shall be added pro-rate, insofar as practical, to the rates and charges stated in the Company's rate schedules and listed as separate line items on the Customer's bill for services provided.

2.12 Terminal Equipment

The Company's resold facilities and service may be used with or terminated in Customer-provided terminal equipment or Customer-provided communications systems, such as a PBX, key systems or Pay Telephone. Such terminal equipment shall be furnished and maintained at the expense of the Customer, except as otherwise provided. The Customer is responsible for all costs at his or her premises, including personnel, wiring, electrical power, and the like, incurred in the use of the Company's service. When such terminal equipment is used, the equipment shall comply with the generally accepted minimum protective criteria standards of the telecommunications industry as endorsed by the Federal Communications Commission.

2.13 Cancellation by Customer

The Customer may cancel non-contractual service by contacting the Company verbally or in writing and giving one week's notice. For services with a monthly service fee, the entire service fee is non-refundable for any partial month of service received prior to cancellation by the Customer.

Dated February 4, 1997

Issued by: Alan Widra, President (215) 442-9700
American Long Lines, Inc.
410 Horsham Road
Horsham, Pennsylvania 19044

SECTION 2 - RULES AND REGULATIONS, CONT'D.

2.14 Interconnection

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

2.15 Refusal or Discontinuance by Company

American Long Lines may refuse or discontinue service for any of the following reasons:

- (a) For non-compliance with or violation of any State, municipal, or Federal law, ordinance or regulation pertaining to telephone service.
- (b) Without notice by reason of any order or decision of a court or other government authority having jurisdiction which prohibits Carrier from furnishing such services.

Dated: February 4, 1997

Issued by: Alan Widra, President (215) 442-9700
American Long Lines, Inc.
410 Horsham Road
Horsham, Pennsylvania 19044

SECTION 2 - RULES AND REGULATIONS, CONT'D.**2.16 Interruption of Service**

Credit allowances for interruptions of service which are not due to the Carrier's testing or adjusting, to the negligence of the Customer, or to the failure of channels, equipment or communications systems provided by the Customer, are subject to the general liability provisions set forth in Section 2.4 herein. Credit allowance is equal to a prorated portion of usage charges applicable to the interrupted service. It shall be the obligation of the Customer to notify Carrier immediately of any interruption in service for which a credit allowance is desired by Customer. Before giving such notice, Customer shall ascertain that the trouble is not within his or her control, or is not in wiring or equipment, if any, furnished by Customer and connected to Carrier's terminal. Interruptions caused by Customer-provided or Carrier-provided automatic dialing equipment are not deemed an interruption of service as defined herein since the Customer has the option of using the long distance network via local exchange company access.

2.17 [Reserved for Future Use]**2.18 Inspection, Testing and Adjustment**

Upon reasonable notice, the resold facilities provided by the Carrier shall be made available to the Carrier for tests and adjustments as may be deemed necessary by the Carrier for maintenance. No interruption allowance will be granted for the time during which such tests and adjustments are made.

Dated February 4, 1997

Issued by: Alan Widra, President (215) 442-9700
American Long Lines, Inc.
410 Horsham Road
Horsham, Pennsylvania 19044

SECTION 2 - RULES AND REGULATIONS, CONT'D.

2.19 Customer Inquiries and Billing Questions

Customer inquiries or complaints regarding service or billing may be made in writing or by phone to American Long Lines at

Customer service and Billing Inquiries (800) 922-7730
American Long Lines
410 Horsham Road
Horsham, Pennsylvania 19044
Telephone: (215) 442-9700
Facsimile: (215) 675-6795

American Long Lines will respond within 72 hours to receipt of an inquiry. If the Customer is dissatisfied with American Long Lines' response to a complaint or inquiry, the Customer may request resolution of the conflict by the South Dakota Utilities Commission at:

500 East Capitol
Pierre, South Dakota 57501-5070
(605) 773-3201 or (800) 332-1782

Dated: February 4, 1997

Issued by: Alan Widra, President (215) 442-9700
American Long Lines, Inc.
410 Horsham Road
Horsham, Pennsylvania 19044

SECTION 3 - DESCRIPTION OF SERVICES AND RATES

3.1 General

The Company provides intrastate, interexchange switched and dedicated telecommunications services between locations in South Dakota. The Company's service includes direct-dialed calling with charges based upon call duration, mileage, and/or total volume.

Dated February 4, 1997

Issued by: Alan Widra, President (215) 442-9700
American Long Lines, Inc.
410 Horsham Road
Horsham, Pennsylvania 19044

SECTION 3 - DESCRIPTION OF SERVICES AND RATES, CONT'D.

3.2 Time of Day Rate Periods

Unless otherwise specified, applicable rate periods (Day, Evening, Night/Weekend) are indicated in the chart below

Day Rate Period: Monday through Friday, 8:00 AM to 5:00 PM*

Evening Rate Period: Sunday through Friday, 5:00 PM to 11:00 PM*

Night/Weekend Rate Period: All days, 11:00 PM to 8:00 AM* Saturday 8:00 AM to Sunday 5:00 PM*

* To, but not including

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

* To, but not including

Dated February 4, 1997

Issued by: Alan Widra, President (215) 442-9700
American Long Lines, Inc.
410 Horsham Road
Horsham, Pennsylvania 19044

SECTION 3 - DESCRIPTION OF SERVICES AND RATES, CONT'D.**3.3 Holiday Rates**

The non-day rate applies to the following holidays unless a lower rate would normally apply.

New Year's Day	-	January 1
Independence Day	-	July 4
Labor Day	-	As nationally observed
Thanksgiving Day	-	As nationally observed
Christmas Day	-	December 25

Night/Weekend Rate Period rates will apply to all calls made from 8:00 AM to, but not including, 11:00 PM on Company-recognized holidays.

Dated February 4, 1997

Issued by: Alan Widra, President (215) 442-9700
American Long Lines, Inc.
410 Horsham Road
Horsham, Pennsylvania 19044

SECTION 3 - DESCRIPTION OF SERVICES AND RATES, CONT'D.

3.4 Calculation of Distance

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

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

- Step 1:** Obtain the "V" and "H" coordinates for the serving wire center or network access point serving the Customer's location and the called/calling station.
- Step 2:** Obtain the difference between the "V" coordinates. Obtain the difference between the "H" coordinates.
- Step 3:** Square the differences obtained in Step 2.
- Step 4:** Add the squares of the "V" difference and "H" difference obtained in Step 3.
- Step 5:** Divide the sum of the square obtained in Step 4 by ten (10). Round to the next higher whole number if any fraction results from the division.
- Step 6:** Obtain the square root of the whole number obtained in Step 5. Round to the next higher whole number if any fraction is obtained. This is the distance between the originating and terminating locations of the call.

Formula:

$$\sqrt{\frac{(V_1 - V_2)^2 + (H_1 - H_2)^2}{10}}$$

Dated February 4, 1997

Issued by: Alan Widra, President (215) 442-9700
American Long Lines, Inc.
410 Horsham Road
Horsham, Pennsylvania 19044

SECTION 3 - DESCRIPTION OF SERVICES AND RATES, CONT'D.

3.5 Call Timing

- 3.5.1 Long distance usage charges are based on the actual usage of the Company's network. Chargeable time begins when the calling and the called station are connected.
- 3.5.2 Chargeable time ends when the calling service point terminates, thereby releasing the network connection.
- 3.5.3 Unless otherwise specified in this tariff, the minimum call duration for billing purposes is eighteen (18) seconds.
- 3.5.4 Unless otherwise specified in this tariff, usage is measured and rounded in six (6) second increments (after the initial 18 seconds) for billing purposes.
- 3.5.5 No charges apply to unanswered calls.

Dated February 4, 1997

Issued by: Alan Widra, President (215) 442-9700
American Long Lines, Inc.
410 Horsham Road
Horsham, Pennsylvania 19044

SECTION 3 - DESCRIPTION OF SERVICE AND RATES, (Cont'd.)**3.6 Option 1 Service**

Option 1 Service is available to residential and business Subscribers who originate direct dialed calls over standard Customer-provided switched access lines.

3.6.1 Minimum Monthly Billing: \$5.00

3.6.2 Usage Rates:

Mileage	Day		Evening, Night, Weekend	
	Initial Minute	Add'l Minute	Initial Minute	Add'l Minute
All	.1300	.1300	.1300	.1300

3.6.3 Volume Discounts:

Volume discounts are offered to business customers only. As each revenue threshold listed below is reached, the per minute rates for usage will be discounted from the base rate as indicated. Intrastate and Interstate usage will be combined to arrive at the appropriate discount level.

<u>Volume</u>	<u>Discount</u>
\$ 200	5%
\$ 500	8%
\$ 1000	10%
\$ 2000	15%
\$ 3000	20%
\$ 5000	25%
\$10000	35%
\$25000	55%

Dated: February 4, 1997

Issued by: Alan Widra, President (215) 442-9700
American Long Lines, Inc.
410 Horsham Road
Horsham, Pennsylvania 19044

SECTION 3 - DESCRIPTION OF SERVICE AND RATES, (Cont'd.)**3.7 Option 2 Service**

Option 2 Service is available to residential and business Subscribers who originate direct dialed calls over standard Customer-provided switched access lines, and who have a demonstrated monthly usage exceeding \$500.

3.7.1 Minimum Monthly Billing: \$5.00

3.7.2 Usage Rates:

Mileage	Day		Evening, Night, Weekend	
	Initial Minute	Add'l Minute	Initial Minute	Add'l Minute
All	1200	1200	1000	1000

3.7.3 Volume Discounts:

Volume discounts are offered to business customers only. As each revenue threshold listed below is reached, the per minute rates for usage will be discounted from the base rate as indicated. Intrastate and Interstate usage will be combined to arrive at the appropriate discount level.

<u>Volume</u>	<u>Discount</u>
\$ 1000	5%
\$ 2000	10%
\$ 3000	15%
\$ 5000	20%
\$10000	25%
\$25000	40%

Dated February 4, 1997

Issued by: Alan Widra, President (215) 442-9700
American Long Lines, Inc.
410 Horsham Road
Horsham, Pennsylvania 19044

SECTION 3 - DESCRIPTION OF SERVICE AND RATES, (Cont'd.)**3.8 Option 3 Service**

Option 3 Service is available to residential and business Subscribers who originate direct dialed calls over Customer-provided dedicated access lines, and who have a demonstrated monthly usage exceeding \$2500.

3.8.1 Minimum Monthly Billing: \$5.00

3.8.2 Usage Rates:

Mileage	Day		Evening, Night, Weekend	
	Initial Minute	Add'l Minute	Initial Minute	Add'l Minute
All	.0800	.0800	.0800	.0800

3.8.3 Volume Discounts:

Volume discounts are offered to business customers only. As each revenue threshold listed below is reached, the per minute rates for usage will be discounted from the base rate as indicated. Intrastate and Interstate usage will be combined to arrive at the appropriate discount level.

Volume	Discount
\$ 5000	5%
\$10000	10%
\$15000	15%
\$20000	20%
\$25000	25%

Dated: February 4, 1997

Issued by: Alan Widra, President (215) 442-9700
American Long Lines, Inc.
410 Horsham Road
Horsham, Pennsylvania 19044

SECTION 3 - DESCRIPTION OF SERVICE AND RATES, (Cont'd.)**3.9 Term Discounts**

Term discounts are offered to Option 1, Option 2, and Option 3 business customers.
Term discounts may be used in conjunction with volume discounts.

<u>Term</u>	<u>Discount</u>
1 Yr	3%
2 Yrs.	6%
3 Yrs.	9%

If a Customer cancels a term plan prior to the expiration of the term, a nonrecurring termination liability of \$25 will be applied.

Dated February 4, 1997

Issued by: Alan Widra, President (215) 442-9700
American Long Lines, Inc.
410 Horsham Road
Horsham, Pennsylvania 19044

SECTION 3 - DESCRIPTION OF SERVICE AND RATES, (Cont'd.)**3.10 Travel Service**

Travel Service is available to Option 1, Option 2, and Option 3 subscribers for originating telephone calls while away from home or office. Service is accessed by dialing the Company-designated toll free access number, followed by 0 + the destination number, the Travel Card number, and the Authorization Code. Intrastate service is offered in conjunction with Interstate service.

3.10.1 Minimum Monthly Billing: \$0.00

3.10.2 Usage Rates:

Per Minute Rate: \$0.1800

Dated: February 4, 1997

Issued by: Alan Widra, President (215) 442-9700
American Long Lines, Inc.
410 Horsham Road
Horsham, Pennsylvania 19044

SECTION 3 - DESCRIPTION OF SERVICE AND RATES, (Cont'd.)

3.11 Inbound Toll-Free Number Service

ALL's Inbound Toll-Free Number Service is an 8XX number service available for Customer use twenty-four (24) hours a day, seven (7) days a week. Service is terminated over standard Customer-provided switched access lines. Intrastate service is offered in conjunction with Interstate service.

3.11.1 Reservation of Toll-Free Numbers

The Company will make every effort to reserve toll-free vanity numbers on behalf of Customers, but makes no guarantee or warranty that the requested toll-free number(s) will be available or assigned to the Customer requesting the number.

If a Customer who has reserved an 8XX number does not subscribe to inbound toll-free service within 90 days, the Company reserves the right to make the assigned number available for use by another customer.

3.11.2 Toll-Free Number Portability

If a Customer accumulates undisputed delinquent charges, the Company reserves the right not to honor that Customer's request for a change in service, including a request for Resp. Org. change, until such charges are paid in full.

The Customer does not retain rights in toll-free numbers which are shared with other Customers of the Company. Shared toll-free numbers are not portable.

3.11.3 Minimum Monthly Billing: \$5.00

3.11.4 Usage Rates:

Per Minute Rate: \$0.149

Dated February 4, 1997

Issued by: Alan Widra, President (215) 442-9700
American Long Lines, Inc.
410 Horsham Road
Horsham, Pennsylvania 19044

SECTION 4 - MISCELLANEOUS SERVICES

4.1 Directory Assistance

A Directory Assistance charge applies per intrastate directory assistance calls made from points within the State of South Dakota. The customer may make two (2) requests for a telephone number per call. The Directory Assistance Charge applies regardless of whether the operator is able to supply the requested number. Discounts are not applicable to Directory Assistance Charges. Directory Assistance Charges are not included in usage commitments or computed in any discount calculations.

Per call to directory assistance \$0.60

Dated February 4, 1997

Issued by: Alan Widra, President (215) 442-9700
American Long Lines, Inc.
410 Horsham Road
Horsham, Pennsylvania 19044

SECTION 5 - PROMOTIONS

5.1 Promotional Offerings - General

From time to time, the Company may provide promotional offerings to introduce a current or potential Customer to a service not being used by the Customer. These offerings may be limited to certain dates, times or locations and may waive or reduce recurring or nonrecurring charges.

5.2 Demonstration of Calls

From time to time the Company shall demonstrate service by providing free test calls of up to four minutes duration over its network.

Dated: February 4, 1997

Issued by: Alan Widra, President (215) 442-9700
American Long Lines, Inc.
410 Horsham Road
Horsham, Pennsylvania 19044

0142
2
5
7
5

ATTACHMENT VI
COST SUPPORT DATA

Since American Long Lines will be operating as a switchless reseller, all network switching equipment and transmission facilities used by American Long Lines in providing service in South Dakota will be owned and operated by its underlying carrier(s). Expenses from the underlying carrier related to transmission costs will be incurred on an incremental basis as service is provided. American Long Lines' rates will exceed these incremental costs. As a result of its minimal investment and the incremental nature of its expenses, American Long Lines expects to break-even in South Dakota during the first few months of service and earn a profit after that time.



PO Drawer 200
Winter Park, FL
32790-0200

210 N. Park Avenue
Winter Park, FL 32789
(407) 740-8575



260 PARK AVENUE
WINTER PARK, FLORIDA 32789

63 315 631

15767

NUMBER
15767

PAY: TWO HUNDRED FIFTY DOLLARS

DATE

01/29/97

AMOUNT

*****\$250.00

TO THE
ORDER
OF SOUTH DAKOTA PUBLIC SERVICE CM
STATE CAPITAL
PIERRE, SD 57501-5070

TECHNOLOGIES MANAGEMENT INC.

C. M. Wiggman

⑈015767⑈ ⑆063103193⑆

2830066505⑈