

TC99-006
RECEIVED

JAN 19 1999

SOUTH DAKOTA PUBLIC
UTILITIES COMMISSION

Telephone: (770) 232-9200

Facsimile: (770) 232-9208

Lance J.M. Steinhart
Attorney At Law
6455 East Johns Crossing
Suite 285
Daluth, Georgia 30097

January 15, 1999

Also Admitted in New York
and Maryland

VIA AIRBORNE EXPRESS

Mr. William Bullard
Executive Director
South Dakota Public Utilities Commission
500 East Capitol Avenue
Pierre, SD 57501-3070
(605) 773-3201

Re: OneStar Long Distance, Inc.

Dear Mr. Bullard:

Enclosed please find one original and ten (10) copies of OneStar Long Distance, Inc.'s Application for Registration of a Telecommunications Company.

Please note that Exhibit A, the Certificate of Authority from the Secretary of State, is not attached. We have applied for the certificate and will forward a copy to the commission upon receipt.

In order to expedite the processing of this application, I would like to suggest that all requests for information by the analyst be made by either telephone or facsimile. I will make every effort to respond on the day of the request.

I have also enclosed a check in the amount of \$250.00 payable to the "South Dakota Public Utilities Commission" for the filing fee, and an extra copy of this cover letter to be date stamped and returned to me in the enclosed self-addressed prepaid envelope.

If you have any questions or if I may provide you with any additional information, please do not hesitate to contact me.

Respectfully submitted,


Lance J.M. Steinhart
Attorney for OneStar Long Distance, Inc.

Enclosures

cc: Ami Larrison

APPLICATION FOR REGISTRATION
 OF ONESTAR TELECOM INC.
 FILED WITH THE
 SOUTH DAKOTA PUBLIC UTILITIES COMMISSION

IN THE MATTER OF THE)
 APPLICATION OF)
 ONESTAR LONG DISTANCE, INC.)
 FOR AN ORDER) Docket No. _____
 AUTHORIZING THE REGISTRATION)
 OF APPLICANT AS A)
 TELECOMMUNICATIONS COMPANY)

APPLICATION

Application is hereby made to the South Dakota Public Utilities Commission for an Order authorizing OneStar Long Distance, Inc. ("Applicant") to register as a telecommunications company within the State of South Dakota. The following information is furnished in support thereof:

1. Name, Address and Telephone Number of Applicant

OneStar Long Distance, Inc.
 7100 Eagle Crest Boulevard, Suite B
 Evansville, Indiana 47715
 (812) 471-5870

The Applicant will provide services under the name OneStar Long Distance.

All inquiries regarding regulatory matters should be addressed to:

Lance J.M. Steinhart, Esq.
 6455 East Johns Crossing, Suite 285
 Duluth, Georgia 30097
 (770) 232-9200
 (770) 232-9208 (Fax)

All inquiries regarding complaints against the company should be addressed to:

Ami Larrison, Regulatory Manager
 7100 Eagle Crest Boulevard, Suite B
 Evansville, Indiana 47715
 (800) 482-0000

2. Registered Agent

The name and address of the Applicant's registered agent are:

National Registered Agents, Inc.
300 South Phillips Avenue, Ste. 300
Sioux Falls, SD 57102

3. Description of the Applicant

Applicant was incorporated in the State of Indiana on December 21, 1992 as Telstar Communications, Inc. and changed its name to OneStar Long Distance, Inc. on February 14, 1996. Its duration is perpetual. Applicant has applied for authority to transact business as a foreign corporation in the State of South Dakota and will file a copy of its Certificate of Authority as Exhibit A upon receipt. A copy of the Applicant's Articles of Incorporation, as amended, is attached as Exhibit B hereto.

4. Facilities

Applicant does not own or maintain any transmission facilities or switching equipment in the State of South Dakota. The Applicant will provide services through Qwest and MCI WorldCom, its underlying carriers.

5. Stockholders

The names and addresses of all 5% or greater stockholders of Applicant are as follows:

Name and Address	Shares Owned	Percentage of all Shares Issued and Outstanding and Voting Control
Alan J. Powers	2738.33	25.15%
GRAT Trust	683.77	6.25%
Michael W. Hanus	1866.20	17.14%
Patrick R. Kollker	876.48	8.05%
Chester Higdon	855.80	7.86%
Norma F. Higdon	844.91	7.76%
Mark W. Powers	562.91	5.17%
Susan E. Powers	653.28	6.00%

All of the above shareholders can be reached at OneStar Long Distance, Inc., 7100 Eagle Crest Boulevard, Suite B, Evansville, Indiana 47715, (812) 471-5870.

6. Officers and Directors

The name and address of the officers and directors of Applicant are as follows:

OFFICERS/DIRECTORS:

Officers:

Alan J. Powers	CEO and Secretary
Michael W. Hanus	President
Mark W. Powers	Vice President and Treasurer

Directors:

Alan J. Powers
Michael W. Hanus
Mark W. Powers
R. Patrick Kollker
Chester Higdon
Norma F. Higdon
James R. Miller
Ruth Ann Powers

All of the above officers and directors can be reached at OneStar Long Distance, Inc., 7100 Eagle Crest Boulevard, Suite B, Evansville, Indiana 47715, (812) 471-5870.

7. Corporate Ownership

The name and address of any corporation, association or similar organization holding a five percent (5%) or greater ownership in the Applicant is as follows:

None.

8. Subsidiaries owned or controlled by Applicant

None

9. Description of Services

Applicant is a reseller which intends to offer 1+ and 101XXXX direct outbound dialing, 800/888 toll-free inbound dialing, travel card and prepaid calling card service through the resale of telephone services provided by facilities-based interexchange carriers. As a reseller, Applicant has no points of presence in the State of South Dakota, thus Applicant neither owns, leases, nor operates any switching, transmission, or other physical facilities in the State of South Dakota, and no such facilities will be used by Applicant in providing service in the State of South Dakota. Rather, Applicant will be engaged in reselling services provided by facilities-based carriers within the State of South Dakota. Upon receiving certification, Applicant intends to provide services throughout the State of South Dakota.

Applicant currently provides these services to customers on a jurisdictionally interstate basis subject to the FCC's jurisdiction and Applicant intends to provide these services on jurisdictionally intrastate basis pursuant to certification,

registration or tariff requirements, or on an unregulated basis, in all fifty states, subject to the jurisdiction of various public service and utilities commissions. Applicant is currently in the process of obtaining all required authorizations from the state regulatory agencies. Applicant is currently authorized to provide service in Colorado, Connecticut, District of Columbia, Georgia, Illinois, Indiana, Iowa, Kansas, Maine, Massachusetts, Michigan, Minnesota, Missouri, Nebraska, New Hampshire, New Jersey, New York, North Carolina, Ohio, Pennsylvania, Rhode Island, South Carolina, Tennessee, Texas, Utah, Vermont, Virginia, West Virginia, and Wisconsin. The Applicant has never been denied registration or certification in any state.

Applicant intends to provide high quality service, with an industry standard blocking rate less than P.01. Its services will be available on a full-time basis, twenty-four hours a day, seven days a week, to customers within the geographic boundaries of the State of South Dakota.

11. Customer Billings and Customer Service

The Applicant's customers will be direct billed utilizing "real-time" completed call detail information from Applicant's underlying carriers and its own switching equipment. Applicant's toll-free number will be on all invoices and customer service will be provided in-house by the Applicant.

12. Description of Marketing

Applicant intends to market its services to primarily to small to mid-sized businesses and residential customers. All sales personnel will have telecommunications service experience. Applicant will market through direct sales by employees and agents. Applicant does not intend to engage in multilevel marketing. A copy of Applicant's marketing materials are attached hereto as Exhibit C.

11. Financial Qualifications

Applicant is financially qualified to provide intrastate interexchange telecommunications services within South Dakota. In particular, Applicant has adequate access to the capital necessary to fulfill any obligations it may undertake with respect to the provision of intrastate telecommunications services in the State of South Dakota. See Exhibit D which is attached hereto, Applicant's Balance Sheet and Statement of Operations for the year ended December 31, 1997 and the monthly period ended October 31, 1998 which demonstrates that Applicant has the financial ability to provide the services that it proposes to offer.

12. Tariff

A copy of Applicant's proposed tariff is attached as Exhibit E hereto.

WHEREFORE, the undersigned Applicant requests that the South Dakota Public Utilities Commission enter an order granting this application.

DATED this 15 day of JAN, 1999.

OneStar Long Distance, Inc.

By: 
Lance J.M. Steinhart, Its Counsel

6455 East Johns Crossing
Suite 285
Duluth, Georgia 30097
(770) 232-9200

STATE OF INDIANACOUNTY OF VANDERBURGH

Ami Larrison, being first duly sworn, deposes and says that she is the Regulatory Manager of OneStar Long Distance, Inc., the Applicant in the proceeding entitled above, that she has read the foregoing application and knows the contents thereof; that the same are true of her knowledge, except as to matters which are therein stated on information or belief, and to those matters she believes them to be true.

Ami Larrison
Ami Larrison

Subscribed and sworn to before this 11 day of JANUARY, 1999.

David C. Brown
Notary Public

My Commission expires: FEBRUARY 17, 2008

LIST OF EXHIBITS

- A - CERTIFICATE OF AUTHORITY**
- B - ARTICLES OF INCORPORATION**
- C - MARKETING MATERIAL**
- D - FINANCIAL INFORMATION**
- E - PROPOSED TARIFF**

EXHIBIT A - CERTIFICATE OF AUTHORITY

EXHIBIT B - ARTICLES OF INCORPORATION

STATE OF INDIANA
OFFICE OF THE SECRETARY OF STATE

ARTICLES OF AMENDMENT

To Whom These Presents Come, Greeting:

WHEREAS, there has been presented to me at this office, Articles of Amendment for:

TELSTAR COMMUNICATIONS, INC.

and said Articles of Amendment have been prepared and signed in accordance with the provisions of the Indiana Business Corporation Law, as amended.

The name of the corporation is amended as follows:

QUESTAR LONG DISTANCE, INC.

NOW, THEREFORE, I, SUE ANNE GILROY, Secretary of State of Indiana, hereby certify that I have this day filed said articles in this office.

The effective date of these Articles of Amendment is February 14, 1996.



In Witness Whereof, I have hereunto set my hand and affixed the seal of the State of Indiana, at the City of Indianapolis, this Fourteenth day of February, 1996.

Sue Anne Gilroy
SUE ANNE GILROY, Secretary of State

[Signature]
Deputy

1495020807



ARTICLES OF AMENDMENT OF THE ARTICLES OF INCORPORATION

State Form 38333 (PB / 12-83) Approved by State Board of Accountancy 1988

Provided by: JOSEPH H. HICK
SECRETARY OF STATE OF INDIANA
CORPORATIONS DIV.
302 W. WASHINGTON ST., ROOM 300
INDIANAPOLIS, IN 46204
TELEPHONE: (317) 232-3300
FILING FEE

INSTRUCTIONS: Use 8 1/2 X 11 inch white paper for inserts. Filing requirements - Present original and two copies in upper right hand corner of this form.

APPROVED AND FILED

ARTICLES OF AMENDMENT OF THE ARTICLES OF INCORPORATION OF:

TELSTAR COMMUNICATIONS, SECRETARY OF STATE

The undersigned officers of: Telstar Communications, Inc.

(hereinafter referred to as the "Corporation") existing pursuant to the provisions of: (indicate appropriate act)

Indiana Business Corporation Law Indiana Professional Corporation Act of 1983

as amended (hereinafter referred to as the "Act"), desiring to give notice of corporate action effectuating amendment of certain provisions of its Articles of Incorporation, certify the following facts:

ARTICLE I Amendment(s)

SECTION 1 The date of incorporation of the corporation is: December 21, 1992

SECTION 2 The name of the corporation following the amendment to the Articles of Incorporation is: OneStar Long Distance, Inc.

SECTION 3

The exact text of Article(s) I of the Articles of Incorporation is now as follows:

OneStar Long Distance, Inc.

SECTION 4 Date of each amendment's adoption: February 12, 1996

(Continued on the reverse side)

**ARTICLES OF INCORPORATION**

State Form 4199 (08/13-88)

Provided by: **EVAN BAYH**Secretary of State
Room 126, State House
Indianapolis, Indiana 46204
(317) 239-6676
Indiana Code 23-1-21-2

FILING FEE \$88.00

1992120842

INSTRUCTIONS: Use 8 1/2 x 11 inch white paper for inserts.
Filing requirements - Present original and one copy to the address in the upper right corner of this form.**ARTICLES OF INCORPORATION**

Indicate the appropriate one:

The undersigned desiring to form a corporation (herein after referred to as "Corporation") pursuant to the provisions of:

 Indiana Business Corporation Law Indiana Professional Corporation Act 1983

As amended, execute the following Articles of Incorporation:

ARTICLE I NAME

Name of Corporation

Telstar Communications, Inc.

(The name must contain the word "Corporation," "Incorporated," "Limited," "Company" or an abbreviation of one of these words.)

ARTICLE II REGISTERED OFFICE AND AGENT

(The street address of the corporation's initial registered office in Indiana and the name of its initial registered agent at that office is:

Name of Agent

Terry G. Farmer

Street Address of Registered Office

7th Floor Hulman Bldg., 20-24 N.W. Fourth Street, Evansville, IN

ZIP Code

47708

ARTICLE III AUTHORIZED SHARES

Number of shares: 100,000 (100 voting shares; 99,900 non-voting shares) see "Exhibit A"

If there is more than one class of shares, shares with rights and preferences, list such information on "Exhibit A."

ARTICLE IV INCORPORATORS

(The name(s) and address(es) of the incorporator(s) of the corporation):

NAME	NUMBER and STREET OR BUILDING	CITY	STATE	ZIP CODE
Terry G. Farmer	7th Floor Hulman Bldg. 20-24 N.W. Fourth St.	Evansville	IN	47708

In Witness Whereof, the undersigned being all the incorporators of said corporation execute these Articles of Incorporation and verify, subject to penalties of perjury, that the statements contained herein are true.

this 18th day of December 19 92

Signature

Printed Name

Terry G. Farmer

Signature

Printed Name

Signature

Printed Name

This instrument was prepared by:

Terry G. Farmer

Address (Street, Number, City and State)

7th Floor Hulman Bldg., 20-24 N.W. Fourth Street, Evansville, IN

ZIP Code

47708

ARTICLE V

Authorized Shares

The total number of shares which the corporation is authorized to issue is one hundred thousand (100). Said shares shall be divided into two (2) classes. The first class shall be known as "Voting Shares," of which one hundred (100) shares are hereby authorized. The second class shall be known as "Non-Voting Shares," of which ninety-nine thousand nine hundred (99,900) shares are hereby authorized. All shares of the corporation shall be without par value.

A.

Provisions Applicable to Both Voting Shares and Non-Voting Shares

1. Except as may be provided by law or in this Article V, Voting Shares and Non-Voting Shares and the rights and privileges of the holders thereof, shall be identical in each and every respect. Without limiting the generality of the foregoing:

- a. Holders of Voting Shares and Non-Voting Shares shall be entitled to receive, when and as declared by the Board of Directors, dividends (payable in cash, stock or otherwise) out of any funds legally available therefor. No class shall have any preference over the other as to any dividend or any distribution. Neither the holders of the Voting Shares nor the holders of the Non-Voting Shares shall be entitled to receive any dividend or distribution which is not identical in kind, amount, record, and payment date per share for such class.
- b. The corporation shall not at any time change as a whole, by sub-division or combination in any manner, the number of shares of Voting Shares or Non-Voting Shares then outstanding into different numbers of shares, with or without par value, without making the identical change as a whole in the number of shares of Voting Shares or Non-Voting Shares then outstanding, as the case may be.

2. The corporation shall be entitled to treat the person in whose name any share, right or option is registered as the owner thereof for all purposes and shall not be bound to recognize any equitable or other claim to or interest in such share, right, or option on the part of any other person, unless notice thereof shall have been acknowledged, in writing, by the corporation.

3. The corporation from time to time may, except as otherwise provided herein, re-sell any of its own stock purchased or otherwise acquired by it, at such price as may be fixed by its Board of Directors.

B.
Voting Shares

In respect to any question coming before or to be voted upon by the stockholders of the corporation, each share of Voting Shares shall be entitled to one vote.

C.
Non-Voting Shares

Non-Voting Shares shall have no voting rights except as may be required by law.

EXHIBIT C - MARKETING MATERIAL

Company Philosophy

"OneStar Long Distance, Inc., through the teamwork and dedication of its employees, will continually strive to provide the best, most innovative, telecommunications services, while supporting its customers with a commitment to quality, value, and personalized service."

As a new OneStar customer, you will soon realize our commitment to "quality, value, and personalized service" is more than a mission statement, it's a way of life for our company. At OneStar, we adhere to four basic principles:

QUALITY: Each employee strives for a quality of service which results from excellence in performing our jobs. We are committed to excellence in every task we undertake.

VALUE-ADDED SERVICES: In addition to providing competitive rates on our long distance service, we offer a variety of value-added services designed to save you money and provide additional conveniences for your business. We strive to provide the long distance services you need, at a price that you can afford.

CUSTOMER SATISFACTION: Our goal is to treat each customer as an individual. To do this, every employee is dedicated to seeing that our customers' needs are met. As a team, we work together to provide personalized attention through our local sales offices. We are also available to answer any questions or resolve any issues you may encounter, 24 hours a day, 7 days a week, through our national Customer Service Department.

SOLUTION-ORIENTED APPROACH: Each member of our sales staff is trained to serve as a "communications consultant" to our customers. This role provides us with the opportunity to become problem-solvers in all aspects of your communications needs. We have customized our long distance service to meet your needs, creating a win/win situation for all.

OneStar Long Distance:
Keeping You In Touch For Less

Company History

In 1981, the Federal Communications Commission (FCC) decided to permit private enterprises to provide WATS lines to customers on a shared-use basis. As a result, Providence TMC, Ltd. came into existence, along with many other long distance resellers. Providence was one of a group of providers created in association with TMC Corporate, as part of its planned expansion of markets covering most major areas of the country. Our office opened in Providence, Rhode Island in June 1982.

The telecommunications industry experienced rapid growth and the TMC markets, including Providence, established a significant presence in the telecommunications industry. In the late 1980's and early 1990's, most of the TMC markets were consolidated with other companies. During this time, the Providence market began operating as an independent company, providing service to the New England area.

In 1992, we decided that it was time for faster growth and expansion throughout the country. To facilitate our desire to aggressively expand, the company structure was changed from a partnership to a corporation. At the beginning of 1993, Providence became Telstar Communications, Inc. (Telstar).

Since becoming Telstar, we have become one of the fastest-growing telecommunications companies in the nation. We have grown from a small staff in Rhode Island, to several hundred employees throughout the east, north, and midwest, with our corporate headquarters in Evansville, Indiana. As we continued to grow, we needed a company name that could be trademarked and used in all states. Therefore, in early 1996, Telstar became OneStar Long Distance, Inc. (OneStar).

At OneStar, our goal is to continue to grow in the services and benefits we offer to our customers. As a long distance carrier, we are able to provide both businesses and residents with the services they desire. We are able to make the best use of available fiber optic and digital microwave networks, and to design and package integrated programs. OneStar is able to provide these services with the same quality and clarity as other carriers, but at a substantial savings. OneStar is a growing company, which will continue to meet the challenges and excel in the rapidly expanding telecommunications industry.

EXHIBIT D - FINANCIAL INFORMATION

Quarter
Statement of Operations Condensed
Current Period
Per 18 Periods Ending 10/31/76

	1976	1975
Revenues	4,004,000	300,000
Cost of Materials	2,460,141	69,970
GROSS PROFIT	1,543,859	30,030
Selling Expenses	202,025	5,664
General & Administrative Exp	614,488	18,244
Operating Expenses	816,513	23,908
OPERATING INCOME (LOSS)	727,346	6,122
Int. Invt. Income & Long Depreciable	191,048	4,770
INCOME BEFORE OTHER INCOME	918,394	10,892
Other Income	68,211	1,678
Allocations of Corporate Exp	0	.000
Other Income & Expenses	68,211	1,678
NET INCOME/LOSS	986,605	12,570

ASSETS

CURRENT ASSETS

Cash - Quarter Long Disburse
 Petty Cash 500.00
 Accounts Receivable 9,431,323.17
 Prepayments 189,991.78

NET CURRENT ASSETS

9,180,815.94

PROPERTY & EQUIPMENT

Land 117,990.18
 Leasehold Improvements 29,618.81
 Furniture - Deprec-Leasehold
 Assets 4,186,027.61
 Accumulated Deprec-Equip
 Office 1,787,600.49
 Accumulated Deprec-Office 5,791,922.82
 902,959.89-

NET PROPERTY & EQUIPMENT

3,381,818.37

OTHER LONG TERM ASSETS

Amount of Cont-Assets Acquired
 Before Receivable 2,604,628.27
 Interest Receivable 1,152,684.19
 Deposits 87,521.58
 Installation Costs 606,674.90
 Amortization Install. Cost 609,251.29-

NET OTHER LONG TERM ASSETS

4,710,759.23

NET ASSETS

18,912,393.54

LIABILITIES & DEBT

CURRENT LIABILITIES

Accounts Payable 6,291,491.64
 Accrued Expenses 661,999.29
 Short Term Debt .00

LONG TERM LIABILITIES

Bonds Payable - 10% 7,999,917.17

LIABILITIES

Accounts Payable - 10% 14,291,408.83
 Accounts Payable - 10% 14,291,408.83
 Accounts Payable - 10% 14,291,408.83
 Accounts Payable - 10% 14,291,408.83

LONG TERM LIABILITIES

7,999,917.17

LIABILITIES

14,291,408.83

SHAREHOLDERS EQUITY

Common Stock 14,199,100.07
 Shareholders' Equity 14,199,100.07
 Paid Up Capital 999,972.00
 Treasury Stock 1,014,775.00-
 Shareholders' Distribution 200,000.00-
 Shareholders' Distribution - L/P 411,499.61-
 Retained Earnings 18,927,212.83-
 Current Year Profit/Loss 4,322,821.07

SHAREHOLDERS EQUITY

15,017,991.07

LIABILITIES & DEBT

15,017,991.07

I, Mark W. Powers, Vice-President/Treasurer of OneStar Long Distance, Inc., do hereby certify that the foregoing financial statement of OneStar Long Distance, Inc. is an accurate and complete record of the company as of the date stated on said financial statement.


Mark W. Powers

12-22-98
Date

ASSETS

CURRENT ASSETS

Cash - Quaker Long Distance	679,212.92
Partly Cash	4,040,471.87
Accounts Receivable	57,952.82
Prepayments	

TOTAL CURRENT ASSETS

4,777,637.61

PROPERTY & EQUIPMENT

Land	110,000.00
Building	62,882.28
Leasehold Improvements	4,157,687.12
Vehicle	1,280,687.12
Office	2,170,022.88
Accumulated Depreciation	(2,170,022.88)

TOTAL PROPERTY & EQUIPMENT

8,110,254.52

OTHER LONG TERM ASSETS

Notes Receivable	922,221.41
Interest Receivable	87,229.00
Deposits	11,224.22
Investment Costs	622,726.87
Amortization Install. Cost	260,000.00

TOTAL OTHER LONG TERM ASSETS

1,803,401.50

TOTAL ASSETS

11,691,313.63

LIABILITIES & EQUITY

CURRENT LIABILITIES

Accounts Payable 7,299,914.91
Accrued Expenses 792,728.25
Short Term Notes 289,884.49

TOTAL CURRENT LIABILITIES 8,372,527.65

LONG TERM DEBT

Leases 2,744,911.22
Notes Payable 15,129,849.88

TOTAL LONG TERM DEBT 17,873,761.10

TOTAL LIABILITIES 36,246,288.75

SHAREHOLDERS EQUITY

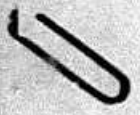
Common Stock 2,967,884.00
Stock Subscription Receivable 2,564,841.00
Paid In Capital 814,841.00
Treasury Stock 1,024,779.00-
Retained Earnings 19,620,099.15-
Current Year Profit/Loss 217,817.00-

TOTAL SHAREHOLDERS EQUITY 19,158,387.01

TOTAL LIABILITIES & EQUITY 55,404,675.76

Quarter
Statement of Operations Condensed
For the Year to Date
For 12 Months Ending 12/31/79

	Total Company Sales	
Revenue	26,439,693	100,000
Cost of Services	24,602,906	63,971
GRAND PROFIT	11,836,787	36,029
Billing Expenses	4,919,511	13,709
General & Administrative Exp	6,699,823	17,397
Operating Expenses	<u>11,619,334</u>	<u>31,106</u>
OPERATING INCOME	2,217,453	4,923
Interest, Inpr. & Other	2,971,266	7,726
INCOME BEFORE OTHER INCOME	737,187	1,197
Other Income	466,797	1,958
Allocations of Corporate Exp	0	.000
Other Income & Expenses	<u>466,797</u>	<u>1,958</u>
NET INCOME/LOSS	1,203,984	3,155



I, Mark W. Powers, Vice-President/Treasurer of OneStar Long Distance, Inc., do hereby certify that the foregoing financial statement of OneStar Long Distance, Inc. is an accurate and complete record of the company as of the date stated on said financial statement.



Mark W. Powers

12-22-98
Date

EXHIBIT E - PROPOSED TARIFF

ONESTAR LONG DISTANCE, INC.

ORIGINAL SHEET 1

SOUTH DAKOTA PUC TARIFF NO. 1

TELECOMMUNICATIONS SERVICES TARIFF

TITLE SHEET

SOUTH DAKOTA TELECOMMUNICATIONS TARIFF

This tariff contains the descriptions, regulations, and rates applicable to the furnishing of service or facilities for Telecommunications Services furnished by OneStar Long Distance, Inc. ("OneStar"), with principal offices at 7100 Eagle Crest Boulevard, Suite B, Evansville, Indiana 47715. This tariff applies for services furnished within the State of South Dakota. This tariff is on file with the South Dakota Public Utilities Commission, and copies may be inspected, during normal business hours, at the company's principal place of business.

ISSUED: January 18, 1999

EFFECTIVE: , 1999

ISSUED BY:

Ami Larrison, Regulatory Manager
7100 Eagle Crest Boulevard, Suite B
Evansville, Indiana 47715

ORBITAR LONG DISTANCE, INC.

ORIGINAL SHEET 2

SOUTH DAKOTA PUC TARIFF NO. 1

TELECOMMUNICATIONS SERVICES TARIFF

RESERVED FOR FUTURE USE

ISSUED: January 18, 1999

EFFECTIVE: , 1999

ISSUED BY:

Ami Larrison, Regulatory Manager
7100 Eagle Crest Boulevard, Suite B
Evansville, Indiana 47715

TELECOMMUNICATIONS SERVICES TARIFF

CHECK SHEET

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

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

* New or Revised Sheet

ISSUED: January 18, 1999

EFFECTIVE: , 1999

ISSUED BY: Ami Larrison, Regulatory Manager
 7100 Eagle Crest Boulevard, Suite B
 Evansville, Indiana 47715

TELECOMMUNICATIONS SERVICES TARIFF

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EFFECTIVE: , 1999

ISSUED BY:

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TARIFF FORMAT

A. Sheet Numbering: Sheet numbers appear in the upper right corner of the page. Sheets are numbered sequentially. However, new sheets are occasionally added to the tariff. When a new sheet is added between sheets already in effect, a decimal is added. For example, a new sheet added between pages 11 and 12 would be page 11.1.

B. Sheet Revision Numbers: Revision numbers also appear in the upper right corner of each sheet where applicable. These numbers are used to indicate the most current page version on file with the Commission. For example, 4th Revised Sheet 13 cancels 3rd Revised Sheet 13. Consult the Check Sheet for the sheets currently in effect.

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

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

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

ISSUED: January 18, 1999

EFFECTIVE: , 1999

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SYMBOLS

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

- (C) to signify change in regulation
- (D) to signify a deletion
- (I) to signify a rate increase
- (L) to signify material relocated in the tariff
- (N) to signify a new rate or regulation
- (R) to signify a rate reduction
- (T) to signify a change in text, but no change in rate or regulation

ISSUED: January 18, 1999

EFFECTIVE: , 1999

ISSUED BY:

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SECTION 1 - TECHNICAL TERMS AND ABBREVIATIONS

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

Authorization Code - A numerical code, one or more of which may be assigned to a Customer, to enable OneStar to identify the origin of the Customer so it may rate and bill the call. Automatic number identification (ANI) is used as the authorization code wherever possible.

Commission - Used throughout this tariff to mean the South Dakota Public Utilities Commission.

Customer - The person, firm, corporation or other legal entity which orders the services of OneStar and is responsible for the payment of charges and for compliance with the Company's tariff regulations.

Company or OneStar - Used throughout this tariff to mean OneStar Long Distance, Inc., an Indiana Corporation.

Dedicated Access - The Customer gains entry to the Company's services by a direct path from the Customer's location to the Company's point of presence.

Holiday - New Year's Day, Independence Day, Labor Day, Thanksgiving Day and Christmas Day. Holidays shall be billed at the evening rate from 8 a.m. to 11 p.m. After 11 p.m., the lower night rate shall go into effect.

Prepaid Account - An inventory of Telecom Units purchased in advance by the Customer, and associated with one and only one Authorization Code as contained in a specific Prepaid Calling Card.

Prepaid Calling Card - A card issued by the Company, containing an Authorization Code which identifies a specific Prepaid Account of Telecom Units, which enables calls to be processed, account activity to be logged, and balances to be maintained, on a prepayment basis.

ISSUED: January 18, 1999

EFFECTIVE: , 1999

ISSUED BY:

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Resp. Org - Responsible Organization or entity identified by an 800 service Customer that manages and administers records in the 800 database and management system.

Switched Access - The Customer gains entry to the Company's services by a transmission line that is switched through the local exchange carrier to reach the Company's point of presence.

Telecom Unit - A measurement of telecommunications service equivalent to one minute of usage between any two points within the State of South Dakota.

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

Underlying Carrier - The telecommunications carrier whose network facilities provide the technical capability and capacity necessary for the transmission and reception of Customer telecommunications traffic.

ISSUED: January 18, 1999

EFFECTIVE: , 1999

ISSUED BY:

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TELECOMMUNICATIONS SERVICES TARIFFSECTION 2 - RULES AND REGULATIONS2.1 Undertaking of the Company

This tariff contains the regulations and rates applicable to intrastate resale telecommunications services provided by OneStar for telecommunications between points within the State of South Dakota. Resale services are furnished subject to the availability of facilities and subject to the terms and conditions of this tariff in compliance with limitations set forth in the Commission's rules. The Company's services are provided on a statewide basis and are not intended to be limited geographically. The Company offers service to all those who desire to purchase service from the Company consistent with all of the provisions of this tariff. Customers interested in the Company's services shall file a service application with the Company which fully identifies the Customer, the services requested and other information requested by the Company. The Company reserves the right to examine the credit record and check the references of all applicants and Customers. The Company may examine the credit profile/record of any applicant prior to accepting the service order. The service application shall not in itself obligate the Company to provide services or to continue to provide service if a later check of applicant's credit record is, in the opinion of the Company, contrary to the best interest of the Company. The Company may act as the Customer's agent for ordering access connection facilities provided by other carriers or entities when authorized by the Customer, to allow connection of a Customer's location to a service provided by the Company. The Customer shall be responsible for all charges due for such service arrangement.

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- 2.1.1 The services provided by OneStar are not part of a joint undertaking with any other entity providing telecommunications channels, facilities, or services, but may involve the resale of the Message Toll Services (MTS) and Wide Area Telecommunications Services (WATS) of underlying common carriers subject to the jurisdiction of this Commission.
- 2.1.2 The rates and regulations contained in this tariff apply only to the resale services furnished by OneStar and do not apply, unless otherwise specified, to the lines, facilities, or services provided by a local exchange telephone company or other common carriers for use in accessing the services of OneStar.
- 2.1.3 The Company reserves the right to limit the length of communications, to discontinue furnishing services, or limit the use of service necessitated by conditions beyond its control, including, without limitation: lack of satellite or other transmission medium capacity; the revision, alteration or repricing of the Underlying Carrier's tariffed offerings; or when the use of service becomes or is in violation of the law or the provisions of this tariff.

2.2 Use of Services

- 2.2.1 OneStar's services may be used for any lawful purpose consistent with the transmission and switching parameters of the telecommunications facilities utilized in the provision of services, subject to any limitations set forth in this Section 2.2.
- 2.2.2 The use of OneStar's services to make calls which might reasonably be expected to frighten, abuse, torment, or harass another or in such a way as to unreasonably interfere with use by others is prohibited.

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EFFECTIVE: , 1999

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- 2.2.3 The use of OneStar's services without payment for service or attempting to avoid payment for service by fraudulent means or devices, schemes, false or invalid numbers, or false calling or credit cards is prohibited.
- 2.2.4 OneStar's services are available for use twenty-four hours per day, seven days per week.
- 2.2.5 OneStar does not transmit messages, but the services may be used for that purpose.
- 2.2.6 OneStar's services may be denied for nonpayment of charges or for other violations of this tariff.
- 2.2.7 Customers shall not use the service provided under this tariff for any unlawful purpose.
- 2.2.8 The Customer is responsible for notifying the Company immediately of any unauthorized use of services.

2.3 Liability of the Company

- 2.3.1 The Company shall not be liable for any claim, loss, expense or damage for any interruption, delay, error, omission, or defect in any service, facility or transmission provided under this tariff, if caused by the Underlying Carrier, an act of God, fire, war, civil disturbance, act of government, or due to any other causes beyond the Company's control.
- 2.3.2 The Company shall not be liable for, and shall be fully indemnified and held harmless by the Customer against any claim, loss, expense, or damage for defamation, libel, slander, invasion, infringement of copyright or patent, unauthorized use of any trademark, trade name or service mark, proprietary or creative right, or any other injury to any person, property or entity arising out of the material, data or information transmitted.

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- 2.3.3 No agent or employee of any other carrier or entity shall be deemed to be an agent or employee of the Company.
- 2.3.4 The Company's liability for damages, resulting in whole or in part from or arising in connection with the furnishing of service under this tariff, including but not limited to mistakes, omissions, interruptions, delays, errors, or other defects or misrepresentations shall not exceed an amount equal to the charges provided for under this tariff for the long distance call for the period during which the call was affected. No other liability in any event shall attach to the Company.
- 2.3.5 The Company shall not be liable for and shall be indemnified and saved harmless by any Customer or by any other entity from any and all loss, claims, demands, suits, or other action or any liability whatsoever, whether suffered, made, instituted, or asserted by any Customer or any other entity for any personal injury to, or death of, any person or persons, and for any loss, damage, defacement or destruction of the premises of any Customer or any other entity or any other property whether owned or controlled by the Customer or others.
- 2.3.6 The Company shall not be liable for any indirect, special, incidental, or consequential damages under this tariff including, but not limited to, loss of revenue or profits, for any reason whatsoever, including the breakdown of facilities associated with the service, or for any mistakes, omissions, delays, errors, or defects in transmission occurring during the course of furnishing service.

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EFFECTIVE: , 1999

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2.3.7 The remedies set forth herein are exclusive and in lieu of all other warranties and remedies, whether express, implied, or statutory, INCLUDING WITHOUT LIMITATION IMPLIED WARRANTIES OF MERCHANTABILITY AND FITNESS FOR A PARTICULAR PURPOSE.

2.4 Responsibilities of the Customer

- 2.4.1 The Customer is responsible for placing any necessary orders and complying with tariff regulations. The Customer is also responsible for the payment of charges for services provided under this tariff.
- 2.4.2 The Customer is responsible for charges incurred for special construction and/or special facilities which the Customer requests and which are ordered by OneStar on the Customer's behalf.
- 2.4.3 If required for the provision of OneStar's services, the Customer must provide any equipment space, supporting structure, conduit and electrical power without charge to OneStar.
- 2.4.4 The Customer is responsible for arranging access to its premises at times mutually agreeable to OneStar and the Customer when required for OneStar personnel to install, repair, maintain, program, inspect or remove equipment associated with the provision of OneStar's services.
- 2.4.5 The Customer shall cause the temperature and relative humidity in the equipment space provided by Customer for the installation of OneStar's equipment to be maintained within the range normally provided for the operation of microcomputers.

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- 2.4.6 The Customer shall ensure that the equipment and/or system is properly interfaced with OneStar's facilities or services, that the signals emitted into OneStar's network are of the proper mode, bandwidth, power and signal level for the intended use of the subscriber and in compliance with criteria set forth in this tariff, and that the signals do not damage equipment, injure personnel, or degrade service to other Customers. If the Federal Communications Commission or some other appropriate certifying body certifies terminal equipment as being technically acceptable for direct electrical connection with interstate communications service, OneStar will permit such equipment to be connected with its channels without the use of protective interface devices. If the Customer fails to maintain the equipment and/or the system properly, with resulting imminent harm to OneStar equipment, personnel or the quality of service to other Customers, OneStar may, upon written notice, require the use of protective equipment at the Customer's expense. If this fails to produce satisfactory quality and safety, OneStar may, upon written notice, terminate the Customer's service.
- 2.4.7 The Customer must pay OneStar for replacement or repair of damage to the equipment or facilities of OneStar caused by negligence or willful act of the Customer or others, by improper use of the services, or by use of equipment provided by Customer or others.
- 2.4.8 The Customer must pay for the loss through theft of any OneStar equipment installed at Customer's premises.
- 2.4.9 If OneStar installs equipment at Customer's premises, the Customer shall be responsible for payment of any applicable installation charge.

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- 2.4.10 The Customer must use the services offered in this tariff in a manner consistent with the terms of this tariff and the policies and regulations of all state, federal and local authorities having jurisdiction over the service.

2.5 Cancellation or Interruption of Services

- 2.5.1 Without incurring liability, upon five (5) working days' (defined as any day on which the company's business office is open and the U.S. Mail is delivered) written notice to the Customer, OneStar may immediately discontinue services to a Customer or may withhold the provision of ordered or contracted services:
- 2.5.1.A For nonpayment of any sum due OneStar for more than thirty (30) days after issuance of the bill for the amount due,
 - 2.5.1.B For violation of any of the provisions of this tariff,
 - 2.5.1.C For violation of any law, rule, regulation, policy of any governing authority having jurisdiction over OneStar's services, or
 - 2.5.1.D By reason of any order or decision of a court, public service commission or federal regulatory body or other governing authority prohibiting OneStar from furnishing its services.

ISSUED: January 18, 1999

EFFECTIVE: , 1999

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- 2.5.2 Without incurring liability, OneStar may interrupt the provision of services at any time in order to perform tests and inspections to assure compliance with tariff regulations and the proper installation and operation of Customer and OneStar's equipment and facilities and may continue such interruption until any items of noncompliance or improper equipment operation so identified are rectified.
- 2.5.3 Service may be discontinued by OneStar without notice to the Customer, by blocking traffic to certain countries, cities or NXX exchanges, or by blocking calls using certain Customer authorization codes, when OneStar deems it necessary to take such action to prevent unlawful use of its service. OneStar will restore service as soon as it can be provided without undue risk, and will, upon request by the Customer affected, assign a new authorization code to replace the one that has been deactivated.
- 2.5.4 The Customer may terminate service upon thirty (30) days written notice for the Company's standard month to month contract. Customer will be liable for all usage on any of the Company's service offerings until the Customer actually leaves the service. Customers will continue to have Company usage until the Customer notifies its local exchange carrier and changes its long distance carrier. Until the Customer so notifies its local exchange carrier, it shall continue to generate and be responsible for long distance usage.

ISSUED: January 18, 1999

EFFECTIVE: , 1999

ISSUED BY:

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2.6 Credit Allowance

- 2.6.1 Credit may be given for disputed calls, on a per call basis.
- 2.6.2 Credit shall not be issued for unavailability of long distance services.

ISSUED: January 18, 1999

EFFECTIVE: , 1999

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2.7 Restoration of Service

The use and restoration of service shall be in accordance with the priority system specified in part 64, Subpart D of the Rules and Regulations of the Federal Communications Commission.

2.8 Deposit

The Company does not require deposits to commence service.

2.9 Advance Payments

OneStar does not require advance payments.

ISSUED: January 18, 1999

EFFECTIVE: , 1999

ISSUED BY:

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2.10 Payment and Billing

- 2.10.1 Service is provided and billed on a billing cycle basis, beginning on the date that service becomes effective. Billing is payable upon receipt. A late fee will be assessed on unpaid amounts 30 days after rendition of bills.
- 2.10.2 The customer is responsible for payment of all charges for services furnished to the Customer, as well as to all persons using the Customer's codes, exchange lines, facilities, or equipment, with or without the knowledge or consent of the Customer. The security of the Customer's Authorization Codes, subscribed exchange lines, and direct connect facilities is the responsibility of the Customer. All calls placed using direct connect facilities, subscribed exchange lines, or Authorization Codes will be billed to and must be paid by the Customer. Recurring charges and non-recurring charges are billed in advance. Charges based on actual usage during a month and any accrued interest will be billed monthly in arrears.
- 2.10.3 All bills are presumed accurate, and shall be binding on the customer unless objection is received by the Company in writing within 30 days after such bills are rendered. No credits, refunds, or adjustments shall be granted if demand therefore is not received by the Company in writing within such 30 day period.

ISSUED: January 18, 1999

EFFECTIVE: , 1999

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2.11 Collection Costs

In the event Company is required to initiate legal proceedings to collect any amounts due to Company for regulated or non-regulated services, equipment or facilities, or to enforce any judgment obtained against a Customer, or for the enforcement of any other provision of this tariff or applicable law, Customer shall, in addition to all amounts due, be liable to Company for all reasonable costs incurred by Company in such proceedings and enforcement actions, including reasonable attorneys' fees, collection agency fees or payments, and court costs. In any such proceeding, the amount of collection costs, including attorneys' fees, due to the Company, will be determined by the court.

2.12 Taxes

All federal, state and local taxes, assessments, surcharges, or fees, including sales taxes, use taxes, gross receipts taxes, and municipal utilities taxes, are billed as separate line items and are not included in the rates quoted herein.

2.13 Late Charge

A late fee of 1.5% per month or the amount otherwise authorized by law, whichever is lower, will be charged on any past due balances.

2.14 Returned Check Charge

A fee of \$20.00 will be charged whenever a check or draft presented for payment for service is not accepted by the institution on which it is written.

ISSUED: January 18, 1999

EFFECTIVE: , 1999

ISSUED BY:

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TELECOMMUNICATIONS SERVICES TARIFFSECTION 3 - DESCRIPTION OF SERVICE3.1 Computation of Charges

3.1.1 The total charge for each completed call may be a variable measured charge dependent on the duration, distance and time of day of the call. The total charge for each completed call may also be dependent only on the duration of the call, i.e. a statewide flat rate per minute charge. The variable measured charge is specified as a rate per minute which is applied to each minute. All calls are measured in increments as set forth in the Rates Section of this tariff. All calls are rounded up to the next whole increment.

3.1.2 Where mileage bands appear in a rate table, rates for all calls are based upon the airline distance between the originating and terminating points of the call, as determined by the vertical and horizontal coordinates associated with the exchange (the area code and three digit central office code) associated with the originating and terminating telephone numbers. If the Customer obtains access to the Company's network by a dedicated access circuit, that circuit will be assigned an exchange for rating purposes based upon the Customer's main telephone number at the location where the dedicated access circuit terminates. The vertical and horizontal (V & H) coordinates for each exchange and the airline distance between them will be determined according to industry standards.

ISSUED: January 18, 1999

EFFECTIVE: , 1999

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- 3.1.3 Timing begins when the called station is answered and two way communication is possible, as determined by standard industry methods generally in use for ascertaining answer, including hardware answer supervision in which the local telephone company sends a signal to the switch or the software utilizing audio tone detection. Recognition of answer supervision is the responsibility of the Underlying Carrier. Timing for each call ends when either party hangs up. OneStar will not bill for uncompleted calls.

3.2 Customer Complaints and/or Billing Disputes

Customer inquiries or complaints regarding service or accounting may be made in writing or by telephone to the Company at:

7100 Eagle Crest Boulevard, Suite B
Philadelphia, Pennsylvania 47715
(800) 482-0000

Any objection to billed charges should be reported promptly to OneStar. Adjustments to Customers' bills shall be made to the extent that records are available and/or circumstances exist which reasonably indicate that such charges are not in accordance with approved rates or that an adjustment may otherwise be appropriate. Where overbilling of a subscriber occurs, due either to Company or subscriber error, no liability exists which will require the Company to pay any interest, dividend or other compensation on the amount overbilled.

ISSUED: January 18, 1999

EFFECTIVE: , 1999

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The Company will respond within seventy two (72) hours of receipt of an inquiry. If the Customer is dissatisfied with the Company's response to a complaint or inquiry, the Customer may file the Commission for resolution of the conflict. The South Dakota Public Utilities Commission can be reached at:

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

If a Customer accumulates more than One Dollar of undisputed delinquent OneStar 800 Service charges, the OneStar Resp. Org. reserves the right not to honor that Customer's request for a Resp. Org. change until such undisputed charges are paid in full.

3.3 Level of Service

A Customer can expect end to end network availability of not less than 99% at all times for all services.

3.4 Billing Entity Conditions

When billing functions on behalf of OneStar or its intermediary are performed by local exchange telephone companies or others, the payment of charge conditions and regulations of such companies and any regulations imposed upon these companies by regulatory bodies having jurisdiction apply. OneStar's name and toll-free telephone number will appear on the Customer's bill.

ISSUED: January 18, 1999

EFFECTIVE: , 1999

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3.5 Service Offerings

3.5.1 1+ Dialing

This service permits Customers to originate call via switched or dedicated access lines, and to terminate intrastate calls. The customer dials "1+" followed by "ten digits" or dials "10XXXX" followed by "1+ ten digits".

3.5.2 Travel Cards

The Customer utilizes an 11 digit "toll-free" access number established by the Company to access a terminal. Upon receiving a voice prompt, the Customer uses push button dialing to enter an identification code assigned by the Company, and the ten digit number of the called party.

3.5.3 800 Service (Toll-Free)

This service is inbound calling only where an 800, 888 or other toll-free prefix number rings into a Customer's premise routed to a specific telephone number or terminated over a dedicated facility.

ISSUED: January 18, 1999

EFFECTIVE: , 1999

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3.5.4 OneStar Prepaid Calling Cards

This service permits use of Prepaid Calling Cards for placing long distance calls. Customers may purchase OneStar Prepaid Calling Cards at a variety of retail outlets or through other distribution channels. OneStar Prepaid Calling Cards are available at a variety of face values ranging from five dollars (\$5.00), in one dollar (\$1.00) increments. OneStar Prepaid Calling Card service is accessed using the OneStar toll-free number printed on the card. The caller is prompted by an automated voice response system to enter his/her Authorization Code, and then to enter the terminating telephone number. OneStar's processor tracks the call duration on a real time basis to determine the number of Telecom Units consumed. The total consumed Telecom Units for each call is deducted from the remaining Telecom Unit balance on the Customer's OneStar Prepaid Calling Card.

All calls must be charged against Prepaid Calling Card that has a sufficient Telecom Unit balance. A Customer's call will be interrupted with an announcement when the balance is about to be depleted.

In order to continue the call, the Customer can either call the toll-free number on the back of the OneStar Prepaid Calling Card and "recharge" the balance on the card using a nationally recognized credit card, or the Customer can throw the card away and purchase a new one. Calls in progress will be terminated by the Company if the balance on the OneStar Prepaid Calling Card is insufficient to continue the call and the Customer fails to enter the number of another valid OneStar Prepaid Calling Card prior to termination.

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A card will expire 12 months from the date of purchase, or the date of last recharge, whichever is later. The Company will not refund unused balances.

A credit allowance for OneStar Prepaid Calling Card Service is applicable to calls that are interrupted due to poor transmission, one-way transmission, or involuntary disconnection of a call. To receive the proper credit, the Customer must notify the Company at the designated toll-free customer service number printed on the OneStar Prepaid Calling Card and furnish the called number, the trouble experienced (e.g. cut-off, noisy circuit, etc.), and the approximate time that the call was placed.

When a call charged to an OneStar Prepaid Calling Card is interrupted due to cut-off, one-way transmission, or poor transmission conditions, the Customer will receive a credit equivalent of one Telecom Unit.

Credit allowances for calls pursuant to OneStar Prepaid Card Service do not apply for interruptions not reported promptly to the Company or interruptions that are due to the failure of power, equipment or systems not provided by the Company.

Credit for failure of service shall be allowed only when such failure is caused by or occurs due to causes within the control of the Company.

The Company will block all calls beginning with the NPA "900" and NXX "976" calls, therefore such calls can not be completed.

ISSUED: January 18, 1999

EFFECTIVE: , 1999

ISSUED BY:

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3.5.5 Directory Assistance.

Access to long distance directory assistance is obtained by dialing 1 + 555-1212 for listings within the originating area code and 1 + (area code) + 555-1212 for other listings. When more than one number is requested in a single call, a charge will apply for each number requested. A charge will be applicable for each number requested, whether or not the number is listed or published.

ISSUED: January 18, 1999

EFFECTIVE: , 1999

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3.5.6 Specialized Pricing Arrangements.

Customized service packages and competitive pricing packages at negotiated rates may be furnished on a case-by-case basis in response to requests by Customers to the Company for proposals or for competitive bids. Service offered under this tariff provision will be filed with the Commission. Specialized rates or charges will be made available to similarly situated Customers on a non-discriminatory basis. The Company will notify the Commission of such arrangements as required by Commission rules and regulations.

3.5.7 Emergency Call Handling Procedures

Emergency "911" calls are not routed to company, but are completed through the local network at no charge.

3.5.8 Promotional Offerings

The Company may, from time to time, make promotional offerings to enhance the marketing of its services. These offerings may be limited to certain dates, times and locations. The Company will notify the Commission of such offerings as required by Commission rules and regulations.

ISSUED: January 18, 1999

EFFECTIVE: , 1999

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SECTION 4 - RATES

4.1 1+ Dialing

\$0.25 per minute switched

\$0.25 per minute dedicated

18 second minimum, 6 second increments

A \$5 per month service charge applies.

4.2 Travel Card

\$.25 per minute

18 second minimum, 6 second increments

A \$.25 per call service charge applies.

ISSUED: January 18, 1999

EFFECTIVE: , 1999

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4.3 Toll Free

\$0.25 per minute

18 second minimum, 6 second increments

A \$10 per month per number service charge applies.

ISSUED: January 18, 1999

EFFECTIVE: , 1999

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Evansville, Indiana 47715

TELECOMMUNICATIONS SERVICES TARIFF

4.4 Prepaid Calling Cards

\$.25 Per Telecom Unit

4.5 Directory Assistance

\$.95

ISSUED: January 18, 1999

EFFECTIVE: , 1999

ISSUED BY: Ami Larrison, Regulatory Manager
7100 Eagle Crest Boulevard, Suite B
Evansville, Indiana 47715

TELECOMMUNICATIONS SERVICES TARIFF

4.6 Returned Check Charge

\$20.00

4.7 Rate Periods

	Monday - Friday	Sat.	Sun.
8 a.m. to 5 p.m.*	Daytime Rate Period		
5 p.m. to 11 p.m.*	Evening Rate Period		Evening Rate Period
11 p.m. to 8 a.m.*	Night/Weekend Rate Period		

* To, but not including

When a message spans more than one rate period, total charges for the minutes in each rate period are calculated and the results for each rate period are totaled to obtain the total message charge. If the calculation results in a fractional charge, the amount will be rounded down to the lower cent.

4.8 Payphone Dial Around Surcharges

A dial around surcharge of \$.35 per call will be added to any completed INTRASTATE toll access code and subscriber 800/888 type calls placed from a public or semi-public payphone.

4.9 Universal Service Fund Assessment & Presubscribed Interexchange Carrier Charge

The Customer will be assessed a monthly federal Universal Service Fund Contribution charge on all telecommunications services, which in no event shall be less than the prevailing contribution percentage rate charged the Company on intrastate traffic by the Universal Service Administrative Company (or any successor). A Presubscribed Interexchange Carrier Charge ("PICC") applies on a monthly basis to all Customer monthly bills at the prevailing rate.

ISSUED: January 18, 1999

EFFECTIVE: , 1999

ISSUED BY: Ami Larrison, Regulatory Manager
7100 Eagle Crest Boulevard, Suite B
Evansville, Indiana 47715

Old National Bank
Member Old National Bank Corp
Evansville, IN 47705
Tel. (317) 425-3300

OLD NATIONAL BANK
MEMBER OLD NATIONAL BANKCORP
EVANSVILLE, IN 47705
71-1-883

CHECK NUMBER 57767

DATE

12/22/98

\$*****250.00

TWO HUNDRED FIFTY

00/100 DOLLARS

SOUTH DAKOTA PUC
505 EAST CAPITOL
STATE CAPITOL
PIERRE SD 57501 5070

Alan J. Bowen

AUTHORIZED SIGNATURE

⑆057767⑆ ⑆086300012⑆ ⑆401-07860 4⑆

South Dakota Public Utilities Commission

WEEKLY FILINGS

For the Period of January 14, 1999 through January 20, 1999

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

Phone: 605-773-3705. Fax: 605-773-3809.

ELECTRIC

- EL99-001** In the Matter of the Filing by Black Hills Power and Light Company for Approval of New General Service Large - Optional Combined Account Billing Rate Schedule.

On January 14, 1999, Black Hills Power and Light Company (BHP&L) filed an optional General Service Large (Combined Account Billing) rate tariff. BHP&L proposes to offer this optional billing to single customers in South Dakota who have multiple accounts at multiple service locations that are currently billed on BHP&L's General Service Large rate tariff. Initially, BHP&L will combine the customer's energy use, reactive energy use, and peak demand for each service and calculate the monthly electric bill on the General Service Large rate using the combined capacity and energy use totals. Metering equipment will be installed within 5 years, upon agreement between BHP&L and the customer, which will allow combined accounts to be billed on a coincident demand and billing basis upon certain requirements being met by the customer. Customers using this rate will be required to sign a new contract with BHP&L which address a potentially deregulated market.

Staff Attorney: Camron Hoseck

Staff Analyst: Martin Bettmann

Date Filed: 01/14/99

Intervention Deadline: 02/05/99

TELECOMMUNICATIONS

- TC99-008** In the Matter of the Application of OneStar Long Distance, Inc. for a Certificate of Authority to Provide Telecommunications Services in South Dakota.

OneStar Long Distance, Inc. is a reseller which intends to offer 1+ and 101XXXX direct outbound dialing, 800/888 toll-free inbound dialing, travel card and prepaid calling card services through the resale of telephone services provided by facilities-based interexchange carriers.

Staff Attorney: Camron Hoseck

Staff Analyst: Harlan Best

Date Filed: 01/19/99

Intervention Deadline: 02/05/99

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You may subscribe to the PUC mailing list at <http://www.state.sd.us/puc/>

RECEIVED

JAN 22 1999

**SOUTH DAKOTA PUBLIC
UTILITIES COMMISSION**

Telephone: (770) 232-9200
Facsimile: (770) 232-9208

Lance J.M. Steinhart
Attorney At Law
6455 East Johns Crossing
Suite 285
Duluth, Georgia 30097

Also Admitted in New York
and Maryland

January 20, 1999

VIA AIRBORNE EXPRESS

Mr. William Bullard
Executive Director
South Dakota Public Utilities Commission
500 East Capitol Avenue
Pierre, SD 57501-5070
(605) 773-3201

Re: OneStar Long Distance, Inc.
Docket No. TC-99-006

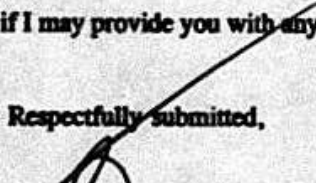
Dear Mr. Bullard:

Enclosed please find for filing eleven (11) copies of OneStar Long Distance, Inc.'s Certificate of Authority issued by the Secretary of State to be filed as Exhibit A to its application for Registration of a Telecommunications Company.

I have also enclosed an extra copy of this cover letter to be date stamped and returned to me in the enclosed self-addressed prepaid envelope.

If you have any questions or if I may provide you with any additional information, please do not hesitate to contact me.

Respectfully submitted,


Lance J.M. Steinhart
Attorney for OneStar Long Distance, Inc.

Enclosures

cc: Ami Larrison

State of South Dakota



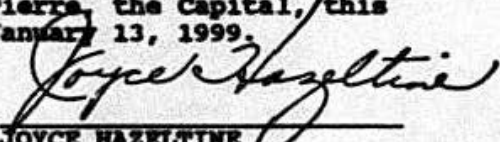
OFFICE OF THE SECRETARY OF STATE

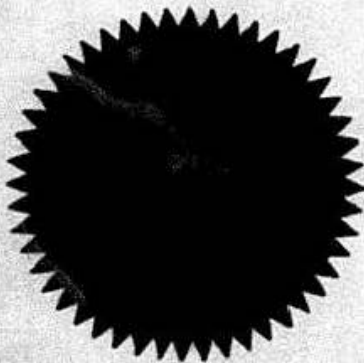
CERTIFICATE OF AUTHORITY

I, JOYCE HAZELTINE, Secretary of State of the State of South Dakota, hereby certify that the Application for a Certificate of Authority of ONESTAR LONG DISTANCE, INC. (IN) 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.

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 January 13, 1999.


JOYCE HAZELTINE
Secretary of State



RECEIVED

FEB 01 1999

SOUTH DAKOTA PUBLIC
UTILITIES COMMISSION

Lance J.M. Steinhart
Attorney At Law
6455 East Johns Crossing
Suite 285
Duluth, Georgia 30097

Telephone: (770) 232-9200
Facsimile: (770) 232-9208

Also Admitted in New York
and Maryland

January 29, 1999

VIA AIRBORNE EXPRESS

Mr. Harlan Best
Utility Analyst
South Dakota Public Utilities Commission
500 East Capitol Avenue
Pierre, SD 57501-5070
(605) 773-3201

Re: OneStar Long Distance, Inc.
Docket No. TC99-006

Dear Mr. Best:

Pursuant to your letter dated January 21, 1999, and my subsequent telephone conversations with Camron Hoseck, staff attorney, enclosed please find one original and ten (10) copies of OneStar Long Distance, Inc.'s revised Application, along with revised tariff sheets 12, 19, 20, 22, 23 and 26.

Please note that all exhibits, including the Certificate of Authority from the Secretary of State, have been previously filed in this docket. I have, however, enclosed, Applicant's statement of operations for the 10 months ended October 30, 1998 which was not previously filed, in lieu of the statement of operations for the month of October, which was previously filed.

I have also enclosed an extra copy of this cover letter to be date stamped and returned to me in the enclosed self-addressed prepaid envelope.

If you have any questions or if I may provide you with any additional information, please do not hesitate to contact me.

Respectfully submitted,


Lance J.M. Steinhart
Attorney for OneStar Long Distance, Inc.

Enclosures
cc: Ami Larrison

APPLICATION FOR REGISTRATION
OF ONESTAR TELECOM INC.
FILED WITH THE
SOUTH DAKOTA PUBLIC UTILITIES COMMISSION

IN THE MATTER OF THE)
APPLICATION OF)
ONESTAR LONG DISTANCE, INC.)
FOR AN ORDER) Docket No. _____
AUTHORIZING THE REGISTRATION)
OF APPLICANT AS A)
TELECOMMUNICATIONS COMPANY)

APPLICATION

Application is hereby made to the South Dakota Public Utilities Commission for an Order authorizing OneStar Long Distance, Inc. ("Applicant") to register as a telecommunications company within the State of South Dakota. The following information is furnished in support thereof:

1. Name, Address and Telephone Number of Applicant:

OneStar Long Distance, Inc.
7100 Eagle Crest Boulevard, Suite B
Evansville, Indiana 47715
(812) 471-5870

2. The name under which the Applicant will provide these services if different than in 1. above:

OneStar Long Distance.

3. Applicant's corporate information:

Applicant was incorporated in the State of Indiana on December 21, 1992 as Telstar Communications, Inc. and changed its name to OneStar Long Distance, Inc. on February 14, 1996. A copy of the Applicant's Articles of Incorporation, as amended, is attached hereto as Exhibit A. A copy of Applicant's Certificate of Authority to transact business as a foreign corporation in the State of South Dakota is attached hereto as Exhibit B.

The Applicant has no principal office in South Dakota. The name and address of the Applicant's registered agent are:

National Registered Agents, Inc.
300 South Phillips Avenue, Ste. 300
Sioux Falls, SD 57102

The names and address of each corporation, association, partnership, cooperative, or individual holding a 20% or greater ownership or management interest in the Applicant corporation and the amount and character of the ownership or management interest are as follows:

Name and Address	Shares Owned	Percentage of all Shares Issued and Outstanding and Voting Control
Alan J. Powers	2738.33	25.15%

All of the above shareholders can be reached at OneStar Long Distance, Inc., 7100 Eagle Crest Boulevard, Suite B, Evansville, Indiana 47715, (812) 471-5870.

4. Partnership Information:

Not Applicable.

5. Description of Services Applicant intends to offer:

Applicant is a reseller which intends to offer 1+ and 101XXXX direct outbound dialing, 800/888 toll-free inbound dialing, travel card and prepaid calling card service.

6. Means by which the Applicant intends to provide services:

Applicant does not own or maintain any transmission facilities or switching equipment in the State of South Dakota. The Applicant will provide services through Qwest and MCI WorldCom, its underlying carriers. As a reseller, Applicant has no points of presence in the State of South Dakota, thus Applicant neither owns, leases, nor operates any switching, transmission, or other physical facilities in the State of South Dakota, and no such facilities will be used by Applicant in providing service in the State of South Dakota. Rather, Applicant will be engaged in reselling services provided by facilities-based carriers within the State of South Dakota.

7. Geographic Areas in which services will be offered:

Applicant intends to provide services on a statewide basis.

8. Financial Qualifications:

Applicant is financially qualified to provide intrastate interexchange telecommunications services within South Dakota. In particular, Applicant has adequate access to the capital necessary to fulfill any obligations it may undertake with respect to the provision of intrastate telecommunications services in the State of South Dakota. See Exhibit C, which is

attached hereto, Applicant's Balance Sheet and Statement of Operations for the year ended December 31, 1997 and the 10 months ended October 31, 1998, which demonstrate that Applicant has the financial ability to provide the services that it proposes to offer.

9. Applicant's complaints and regulatory matters contact and how Applicant handles customer billings and customer service matters.

All inquiries regarding regulatory matters should be addressed to:

Ami Larrison, Regulatory Manager
7100 Eagle Crest Boulevard, Suite B
Evansville, Indiana 47715
(800) 482-0000 (Phone)
(812) 469-7799 (Fax)
reg@onestarld.com (E-mail)

All inquiries regarding complaints should be addressed to:

Ami Larrison, Regulatory Manager
7100 Eagle Crest Boulevard, Suite B
Evansville, Indiana 47715
(800) 482-0000 (Phone)
(812) 469-7795 (Fax)
reg@onestarld.com (E-mail)

The Applicant's customers will be direct billed utilizing "real-time" completed call detail information from Applicant's underlying carriers and its own switching equipment. Applicant's toll-free number will be on all invoices and customer service will be provided in-house by the Applicant.

10. Regulatory Status:

Applicant is currently in the process of obtaining all required authorizations from the state regulatory agencies. Applicant is currently authorized to provide service in Colorado, Connecticut, District of Columbia, Georgia, Illinois, Indiana, Iowa, Kansas, Maine, Massachusetts, Michigan, Minnesota, Missouri, Nebraska, New Hampshire, New Jersey, New York, North Carolina, Ohio, Pennsylvania, Rhode Island, South Carolina, Tennessee, Texas, Utah, Vermont, Virginia, West Virginia, and Wisconsin. The Applicant has never been denied registration or certification in any state. The Applicant is in good standing with the appropriate regulatory agency in the states where it is registered or certified.

11. Description of Marketing

Applicant intends to market its services to primarily to small to mid-sized businesses and residential customers. All sales personnel will have telecommunications service experience. Applicant will market through direct sales by employees and agents. Applicant does not intend to engage in multilevel marketing. A copy of Applicant's marketing materials are attached hereto as Exhibit D.

12. Cost Support:

Applicant intends to provide services at a price above its cost.

13. Federal Tax Identification Number:

35-1874721

14. The Number and Nature of Complaints filed against the Applicant with any state or federal regulatory commission regarding the unauthorized switching of a customer's telecommunications provider and the act of charging customers for services that have not been ordered:

Applicant started in the business in 1983 and incorporated in 1992. Since that time, Applicant has had approximately a dozen complaints from customers which could be construed as slamming. In each such case, there were transposition errors in the customer's telephone number which resulted in the wrong person being switched to Applicant's service instead of the person which actually signed a letter of agency. Furthermore, Applicant does not do telemarketing and all new customers sign letters of agency. Therefore, the Applicant's position would be that there were no "intentional" slamming complaints nor

misrepresentations made by Applicant. In order to retrieve the actual records of the "complaints" in question, Applicant could do so but it would be very burdensome. In the event that the Commission finds it necessary, Applicant will accommodate the Commission's request to produce such records. The Applicant currently has approximately 30,000 customers.

15. **Tariff**

A copy of Applicant's proposed tariff is attached hereto as Exhibit E.

WHEREFORE, the undersigned Applicant requests that the South Dakota Public Utilities Commission enter an order granting this application.

DATED this 24 day of July, 1999.

OneStar Long Distance, Inc.

By: 
Lance J.M. Steinhart, Its Counsel

6455 East Johns Crossing
Suite 285
Duluth, Georgia 30097
(770) 232-9200

Onestar
Statement of Operations Combined
YTD To Date
For 18 Months Ending 12/31/98

	Total Company Sales	1 of 1
Revenue	40,350,577	100,000
Cost of Services	24,027,498	61,662
GROSS PROFIT	16,323,079	38,338
Selling Expenses	3,434,140	8,812
General & Administrative Exp	8,029,128	14,867
Operating Expenses	11,463,268	23,679
OPERATING INCOME (LOSS)	4,859,811	11,379
Int. Divid. Invest. & Royalties	7,135,643	5,207
INCOME BEFORE OTHER INCOME	12,015,454	16,586
Other Income	529,878	1,822
Allocation of Corporate Exp	0	.000
Other Income & Expenses	529,878	1,822
NET INCOME/LOSS	12,545,332	18,408

TELECOMMUNICATIONS SERVICES TARIFF

- 2.3.3 No agent or employee of any other carrier or entity shall be deemed to be an agent or employee of the Company.
- 2.3.4 Reserved for Future Use
- 2.3.5 Reserved for Future Use
- 2.3.6 Reserved for Future Use

ISSUED: January 18, 1999

EFFECTIVE: , 1999

ISSUED BY:

Ami Larrison, Regulatory Manager
7100 Eagle Crest Boulevard, Suite B
Evansville, Indiana 47715

TELECOMMUNICATIONS SERVICES TARIFF

2.10 Payment and Billing

- 2.10.1 Service is provided and billed on a billing cycle basis, beginning on the date that service becomes effective. Billing is payable upon receipt. A late fee will be assessed on unpaid amounts 30 days after rendition of bills.
- 2.10.2 The customer is responsible for payment of all charges for services furnished to the Customer, as well as to all persons using the Customer's codes, exchange lines, facilities, or equipment, with or without the knowledge or consent of the Customer. The security of the Customer's Authorization Codes, subscribed exchange lines, and direct connect facilities is the responsibility of the Customer. All calls placed using direct connect facilities, subscribed exchange lines, or Authorization Codes will be billed to and must be paid by the Customer. Recurring charges and non-recurring charges are billed in advance. Charges based on actual usage during a month and any accrued interest will be billed monthly in arrears.
- 2.10.3 All bills are presumed accurate, and shall be binding on the customer unless objection is received by the Company in writing within 180 days after such bills are rendered. No credits, refunds, or adjustments shall be granted if demand therefore is not received by the Company in writing within such 180 day period.

ISSUED: January 18, 1999

EFFECTIVE: , 1999

ISSUED BY:

Ami Larrison, Regulatory Manager
7100 Eagle Crest Boulevard, Suite B
Evansville, Indiana 47715

TELECOMMUNICATIONS SERVICES TARIFF**2.11 Collection Costs**

In the event Company is required to initiate legal proceedings to collect any amounts due to Company for regulated or non-regulated services, equipment or facilities, or to enforce any judgment obtained against a Customer, or for the enforcement of any other provision of this tariff or applicable law, Customer shall, in addition to all amounts due, be liable to Company for all reasonable costs incurred by Company in such proceedings and enforcement actions, including reasonable attorneys' fees, collection agency fees or payments, and court costs. In any such proceeding, the amount of collection costs, including attorneys' fees, due to the Company, will be determined a court of competent jurisdiction or by the Commission.

2.12 Taxes

All federal, state and local taxes, assessments, surcharges, or fees, including sales taxes, use taxes, gross receipts taxes, and municipal utilities taxes, are billed as separate line items and are not included in the rates quoted herein.

2.13 Late Charge

A late fee of 1.5% per month or the amount otherwise authorized by law, whichever is lower, will be charged on any past due balances.

2.14 Returned Check Charge

A fee of \$20.00 will be charged whenever a check or draft presented for payment for service is not accepted by the institution on which it is written.

ISSUED: January 18, 1999**EFFECTIVE: , 1999****ISSUED BY:****Ami Larrison, Regulatory Manager
7100 Eagle Crest Boulevard, Suite B
Evansville, Indiana 47715**

TELECOMMUNICATIONS SERVICES TARIFF

- 3.1.3 Timing begins when the called station is answered and two way communication is possible, as determined by standard industry methods generally in use for ascertaining answer, including hardware answer supervision in which the local telephone company sends a signal to the switch or the software utilizing audio tone detection. Recognition of answer supervision is the responsibility of the Underlying Carrier. Timing for each call ends when either party hangs up. OneStar will not bill for uncompleted calls.

3.2 Customer Complaints and/or Billing Disputes

Customer inquiries or complaints regarding service or accounting may be made in writing or by telephone to the Company at:

7100 Eagle Crest Boulevard, Suite B
Philadelphia, Pennsylvania 47715
(800) 482-0000

Any objection to billed charges should be reported promptly to OneStar. Adjustments to Customers' bills shall be made to the extent that records are available and/or circumstances exist which reasonably indicate that such charges are not in accordance with approved rates or that an adjustment may otherwise be appropriate.

ISSUED: January 18, 1999

EFFECTIVE: , 1999

ISSUED BY:

Ami Larrison, Regulatory Manager
7100 Eagle Crest Boulevard, Suite B
Evansville, Indiana 47715

TELECOMMUNICATIONS SERVICES TARIFF

The Company will respond within seventy two (72) hours of receipt of an inquiry. If the Customer is dissatisfied with the Company's response to a complaint or inquiry, the Customer may file the Commission for resolution of the conflict. The South Dakota Public Utilities Commission can be reached at:

500 East Capitol
Pierre, SD 57501-5070
(605) 773-3201
(800) 332-1782
TTY through Relay Service South Dakota-
(800) 877-1113

If a Customer accumulates more than One Dollar of undisputed delinquent OneStar 800 Service charges, the OneStar Resp. Org. reserves the right not to honor that Customer's request for a Resp. Org. change until such undisputed charges are paid in full.

3.3 Level of Service

A Customer can expect end to end network availability of not less than 99% at all times for all services.

3.4 Billing Entity Conditions

When billing functions on behalf of OneStar or its intermediary are performed by local exchange telephone companies or others, the payment of charge conditions and regulations of such companies and any regulations imposed upon these companies by regulatory bodies having jurisdiction apply. OneStar's name and toll-free telephone number will appear on the Customer's bill.

ISSUED: January 18, 1999

EFFECTIVE: , 1999

ISSUED BY: Ami Larrison, Regulatory Manager
7100 Eagle Crest Boulevard, Suite B
Evansville, Indiana 47715

TELECOMMUNICATIONS SERVICES TARIFF

A card will expire 12 months from the date of purchase, or the date of last recharge, whichever is later. The expiration date will be printed on all cards. The Company will not refund unused balances.

A credit allowance for OneStar Prepaid Calling Card Service is applicable to calls that are interrupted due to poor transmission, one-way transmission, or involuntary disconnection of a call. To receive the proper credit, the Customer must notify the Company at the designated toll-free customer service number printed on the OneStar Prepaid Calling Card and furnish the called number, the trouble experienced (e.g. cut-off, noisy circuit, etc.), and the approximate time that the call was placed.

When a call charged to an OneStar Prepaid Calling Card is interrupted due to cut-off, one-way transmission, or poor transmission conditions, the Customer will receive a credit equivalent of one Telecom Unit.

Credit allowances for calls pursuant to OneStar Prepaid Card Service do not apply for interruptions not reported promptly to the Company or interruptions that are due to the failure of power, equipment or systems not provided by the Company.

Credit for failure of service shall be allowed only when such failure is caused by or occurs due to causes within the control of the Company.

The Company will block all calls beginning with the NPA "900" and NXX "976" calls, therefore such calls can not be completed.

ISSUED: January 18, 1999

EFFECTIVE: , 1999

ISSUED BY:

Ami Larrison, Regulatory Manager
7100 Eagle Crest Boulevard, Suite B
Evansville, Indiana 47715

**BEFORE THE PUBLIC UTILITIES COMMISSION
OF THE STATE OF SOUTH DAKOTA**

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

ORDER GRANTING
CERTIFICATE OF
AUTHORITY

TC99-006

On January 19, 1999, 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 OneStar Long Distance, Inc. (OneStar).

OneStar is a reseller of telecommunications services which intends to offer 1+ and 101XXXX direct outbound dialing, 800/888 toll-free inbound dialing, travel card and prepaid calling card service. A proposed tariff was filed by OneStar. The Commission has classified long distance service as fully competitive.

On January 20, 1999, the Commission electronically transmitted notice of the filing and the intervention deadline of February 5, 1999, to interested individuals and entities. No petitions to intervene or comments were filed and at its regularly scheduled February 17, 1999, meeting, the Commission considered OneStar'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 OneStar has met the legal requirements established for the granting of a certificate of authority. OneStar 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 OneStar's application for a certificate of authority. As the Commission's final decision in this matter, it is therefore

ORDERED, that OneStar's application for a certificate of authority is hereby granted, effective March 19, 1999. It is

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

Dated at Pierre, South Dakota, this 23rd day of February, 1999.

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: <u>Alaine Krebs</u>
Date: <u>2/24/99</u>
(OFFICIAL SEAL)

BY ORDER OF THE COMMISSION:

James A. Burg
JAMES A. BURG, Chairman
Pam Nelson
PAM NELSON, Commissioner

SOUTH DAKOTA PUBLIC UTILITIES COMMISSION

CERTIFICATE OF AUTHORITY

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

Authority was Granted February 17, 1999, effective March 19, 1999
Docket No. TC99-006

This is to certify that

ONESTAR LONG DISTANCE, 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 23rd day of February, 1999.

SOUTH DAKOTA PUBLIC
UTILITIES COMMISSION:




JAMES A. BURG, Chairman


PAM NELSON, Commissioner