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Leon L. Nowalsky
Benjamin W. Bronston
Edward P. Gothard

Monica Borne Haab
Ellen Ann G. Sands
Bruce C. Betzer

RECEIVED

November 1, 2000

NOV 02 2000

SOUTH DAKOTA PUBLIC
UTILITIES COMMISSION*Via Overnight Delivery*

Executive Secretary
South Dakota Public Utilities Commission
500 E. Capitol Avenue
Pierre, SD 57501

RE: NewSouth Communications Corp.

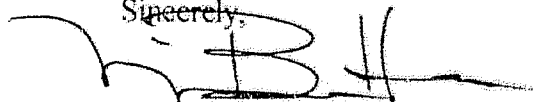
Dear Sir:

Enclosed herewith for filing please find an original and ten (10) copies of the Application of NewSouth Communications Corp. for authority to provide resold interexchange telecommunications services throughout the State of South Dakota. The requisite \$250.00 filing fee is enclosed.

Please date stamp and return the attached copy of this letter as acknowledgment of your receipt of these documents. A self-addressed, stamped envelope has been provided for this purpose.

If you should have any questions regarding this filing, please do not hesitate to call.

Sincerely,



Monica Borne Haab

Enclosure

cc: Lori Reese, NewSouth
(cover only)

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NOV 02 2000

BEFORE THE
SOUTH DAKOTA PUBLIC UTILITIES COMMISSION

SOUTH DAKOTA PUBLIC
UTILITIES COMMISSION

IN RE:
APPLICATION OF NEWSOUTH)
COMMUNICATIONS CORP. FOR AUTHORITY)
TO PROVIDE INTEREXCHANGE)
TELECOMMUNICATIONS SERVICES WITHIN)
THE STATE OF SOUTH DAKOTA)

Docket No. _____

APPLICATION

NEWSOUTH COMMUNICATIONS CORP. ("Applicant") hereby submits this application for certificate of public convenience and necessity to provide resold intrastate telecommunications service, including operator assisted services, within the State of South Dakota.

In support of its application, Applicant provides the following information:

1. The legal name, principal address and telephone number of the applicant corporation are:

NewSouth Communications Corp.
2 North Main Street
Greenville, SC 29601
Phone: (864) 672-5000
Fax: (864) 672-5040

2. Applicant is a corporation organized under the laws of the State of Delaware on July 21, 1998. The Company is authorized to transact business within South Dakota as evidenced by the Certificate of Authority attached hereto as **Exhibit A**. The Company has no subsidiaries. The parent corporation of the Applicant is NewSouth Holdings, Inc.

3. The Applicant's representative to whom all correspondence regarding this application should be addressed is:

Monica Borne Haab, Attorney
Nowalsky, Bronston & Gothard
3500 N. Causeway Blvd., Suite 1442
Metairie, Louisiana 70002
Phone: (504) 832-1984
Fax: (504) 831-0892
E-Mail: mborne@nbglaw.com

4. Applicant possesses the management personnel necessary to provide the proposed services as indicated in the Management Profiles attached as **Exhibit B**. Applicant's officers and members are as follows:

Michael LaFrance
President/Director
NewSouth Center
2 N. Main Street
Greenville, SC 29601

Tracy Cooper
V.P., Network & Engineering
NewSouth Center
2 N. Main Street
Greenville, SC 29601

David K. Hudson
V.P., Sales & Marketing
NewSouth Center
2 N. Main Street
Greenville, SC 29601

Neal L. Nodvin
V.P., Finance & Development
NewSouth Center
2 N. Main Street
Greenville, SC 29601

J. Edward Terrell
NewSouth Center
2 N. Main Street
Greenville, SC 29601

5. Applicant proposes to offer resold intrastate long distance services to the public on a statewide basis in the State of South Dakota. The services to be provided are Message Toll Service, Incoming 800/888, Travel Card and operator assisted services. The Applicant resells the services of underlying carriers and does not own any facilities, including switches. Applicant will initially resell the services of Qwest Communications.

6. The Company is currently authorized to provide service in Alabama, Arkansas, California, Colorado, Connecticut, Delaware, Florida, Georgia, Idaho, Illinois, Indiana, Kansas, Kentucky, Louisiana, Maryland, Michigan, Minnesota, Mississippi, Missouri, Montana, North Carolina, North Dakota, Nebraska, New Hampshire, New Jersey, New York, Nevada, Ohio, Oregon, Pennsylvania, Rhode Island, South Carolina, Tennessee, Texas, Utah, Virginia, Vermont and West Virginia. A list of states where applications for authority are pending is contained in the Initial Data Request attached as **Exhibit F**. The Company has not been denied authorization to provide service in any state, and is in good standing with the appropriate regulatory agency in all states where it is authorized to provide services.
7. The Applicant's proposed initial tariff containing the rules, regulations, terms and conditions of service is attached hereto as **Exhibit C**.
8. The Applicant has adequate and sufficient financial resources to provide the proposed public telecommunications service properly and continuously. The Company's financial statements are attached hereto as **Exhibit D**.
9. Granting of this application will further the public interest. The resale of telecommunications services expands the availability of telecommunications services to more members of the public at more competitive prices. In addition, by lowering the costs of telecommunications, small and medium sized businesses are able to maintain their communications costs at levels that are closer to those available to larger users. The more competitively equal companies are, the more the public should benefit through products and services made and/or delivered more efficiently and more responsively to consumer needs and desires.

10. The Applicant is willing and able to conform to the Constitution and laws of the State of South Dakota and the Rules and Regulations of the Commission, now in effect or hereinafter enacted.
11. A list of shareholders owning more than a twenty percent (20%) share is attached hereto as Exhibit E.
12. The Company's Federal Employer Identification Number is 57-1070386.
13. The Company has not had any complaints filed against it 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.
14. The Company's contact for ongoing regulatory matters is:

Lori Reese, Director of Governmental Affairs
NewSouth Communications Corp.
2 N. Main Street
Greenville, SC 29601
Ph. (864) 672-5177
Fx. (864) 672-5313
Toll Free: 1-888-627-5080
E-mail: lreese@newsouth.com

WHEREFORE, NewSouth Communications Corp. respectfully requests that the Commission Grant Applicant a Certificate of Public Convenience and Necessity, giving Applicant authority to provide public telecommunications service, effective upon approval of this Application.

Respectfully submitted this 31st day of October, 2000.

By: 

Monica R. Borne
Nowalsky, Bronston & Gothard
3500 N. Causeway Blvd.
Suite 1442
Metairie, LA 70002
Ph. (504) 832-1984

AND



Lori Reese
Director of Governmental Affairs
NewSouth Communications Corp.
2 North Main Street
Greenville, SC 29601

EXHIBIT A

CERTIFICATE OF AUTHORITY

State of South Dakota



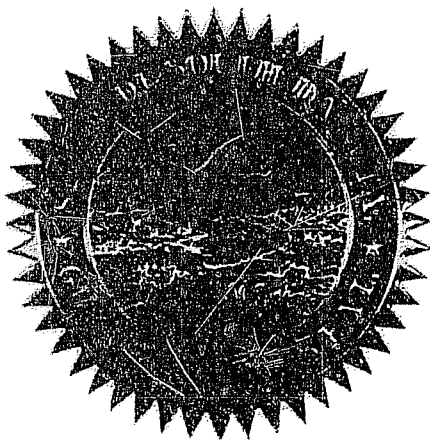
OFFICE OF THE SECRETARY OF STATE

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 **NEWSOUTH COMMUNICATIONS CORP. (DE)** 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 24, 2000.



Joyce Hazeltine
Secretary of State

JAN 24 2000

Filed with _____
Secretary of State
City of _____

APPLICATION FOR CERTIFICATE OF AUTHORITY S.D. SEC. OF STATE

Pursuant to the provisions of SDCL 47-8-7, the undersigned corporation hereby applies for a Certificate of Authority to transact business in the State of South Dakota and for that purpose submits the following statement:

(1) The name of the corporation is NEWSOUTH COMMUNICATIONS CORP.
(Exact corporate name)

(2) If the name of the corporation does not contain the word "corporation", "company", "incorporated" or "limited" or does not contain an abbreviation of one of such words, then the name of the corporation with the word or abbreviation which it elects to add thereto for use in this state is _____

(3) State where incorporated Delaware Federal Taxpayer ID# 57-1070386

(4) The date of its incorporation is 7/21/98 and the period of its duration, which may be perpetual, is perpetual

(5) The address of its principal office in the state or country under the laws of which it is incorporated is _____
NewSouth Communications Zip Code _____
Two N. Main St.
mailing address if different from above is: Greenville, SC 29601
Zip Code _____

(6) The street address, or a statement that there is no street address, of its proposed registered office in the State of South Dakota is Suite 300 300 South Phillips Avenue, Sioux Falls, SD Zip 57102
and the name of its proposed registered agent in the State of South Dakota at that address is National Registered Agents, Inc.

(7) The purposes which it proposes to pursue in the transaction of business in the State of South Dakota are: (state specific purpose) _____
The sale of telecommunications services

(8) The names and respective addresses of its directors and officers are:

Name	Officer Title	Street Address	City	State	Zip
<u>Michael LaFrance</u>	<u>President</u>	<u>—</u>	<u>NewSouth Communications</u>	<u>—</u>	<u>—</u>
<u>Kevin Hendricks</u>	<u>Secretary</u>	<u>—</u>	<u>Two N. Main St.</u>	<u>—</u>	<u>—</u>
<u>Michael LaFrance</u>	<u>Director</u>	<u>—</u>	<u>Greenville, SC 29601</u>	<u>—</u>	<u>—</u>

(9) The aggregate number of shares which it has authority to issue, itemized by classes, par value of shares, shares without par value, and series, if any, within a class is:

Number of shares	Class	Series	Par value per share or statement that shares are without par value
<u>5,000</u>	<u>Common</u>	<u>-</u>	<u>.01</u>

(10) The aggregate number of its issued shares, itemized by classes, par value of shares, shares without par value, and series, if any, within a class, is:

Number of shares	Class	Series	Par value per share or statement that shares are without par value
<u>3,000</u>	<u>common</u>	<u>---</u>	<u>.01</u>

(11) The amount of its stated capital is \$ 30.00
Shares issued times par value equals stated capital. In the case of no par value stock, stated capital is the consideration received for the issued shares.

(12) This application is accompanied by a CERTIFICATE OF FACT or a CERTIFICATE OF GOOD STANDING duly acknowledged by the secretary of state or other officer having custody of corporate records in the state or country under whose laws it is incorporated.

(13) That such corporation shall not directly or indirectly combine or make any contract with any incorporated company, foreign or domestic, through their stockholders or the trustees or assigns of such stockholders, or with any copartnership or association of persons, or in any manner whatever to fix the prices, limit the production or regulate the transportation of any product or commodity so as to prevent competition in such prices, production or transportation or to establish excessive prices therefor.

(14) That such corporation, as a consideration of its being permitted to begin or continue doing business within the State of South Dakota, will comply with all the laws of the said State with regard to foreign corporations.

The application must be signed, in the presence of a notary public, by the chairman of the board of directors, or by the president or by another officer.

I DECLARE AND AFFIRM UNDER THE PENALTY OF PERJURY THAT THIS APPLICATION IS IN ALL THINGS TRUE AND CORRECT.

Dated December 19 99

[Signature]
(Signature)

State of SC
County of Greenville

President
(Title)

On this 20th day of December, 19 99, before me Martha H. Berry personally appeared Michael LaFrance, known to me, or proved to me, to be the President of the corporation that is described in and that executed the within instrument and acknowledged to me that such corporation executed same.

My Commission Expires: _____
Martha H. Berry
(Notary Public)

Notarial ~~Seal~~ Commission Expires July 3, 2008

The Consent of Appointment below must be signed by the registered agent listed in number six.

CONSENT OF APPOINTMENT BY THE REGISTERED AGENT

I, National Registered Agents, Inc., hereby give my consent to serve as the
(name of registered agent)
registered agent for New South Communications Corp.
(corporate name)

Dated 12/22 1999

[Signature]
(signature of registered agent)

Charles A. Coyle - Assistant Secretary

Office of the Secretary of State

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JAN 24 00
PAGE 1
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S.D. SEC. OF STATE
S.D. SEC. OF STATE

I, EDWARD J. FREEL, SECRETARY OF STATE OF THE STATE OF DELAWARE, DO HEREBY CERTIFY "NEWSOUTH COMMUNICATIONS CORP." IS DULY INCORPORATED UNDER THE LAWS OF THE STATE OF DELAWARE AND IS IN GOOD STANDING AND HAS A LEGAL CORPORATE EXISTENCE SO FAR AS THE RECORDS OF THIS OFFICE SHOW, AS OF THE TWENTY-SECOND DAY OF DECEMBER, A.D. 1999.

AND I DO HEREBY FURTHER CERTIFY THAT THE SAID "NEWSOUTH COMMUNICATIONS CORP." WAS INCORPORATED ON THE TWENTY-FIRST DAY OF JULY, A.D. 1998.

AND I DO HEREBY FURTHER CERTIFY THAT THE ANNUAL REPORTS HAVE BEEN FILED TO DATE.

AND I DO HEREBY FURTHER CERTIFY THAT THE FRANCHISE TAXES HAVE BEEN PAID TO DATE.



Edward J. Freel

Edward J. Freel, Secretary of State

2922894 8300

991556262

AUTHENTICATION:

01550104

DATE:

12-22-99

EXHIBIT B

MANAGEMENT PROFILES

NewSouth Communications

where he was recognized for strategically managing both the top line revenue and SG&A expenses of the company. During Mr. LaFrance's tenure at ACC, the company as a whole grew from \$106MM to over \$360MM in revenue and in which time he served in numerous capacities including:

- President of ACC Long Distance Corp., (ACC's United States long distance subsidiary)
- President of ACC National Telecom Corp. (ACC's local telephone service subsidiary)
- President of ACC Global Corp. (ACC's international subsidiary)
- Executive Vice-President of ACC Corp. (the publicly traded holding company of ACC)

In these positions, Mr. LaFrance was responsible for all aspects of the each companies' day-to-day operations and long-term strategic planning. At ACC's parent level, Mr. LaFrance was responsible for worldwide merger & acquisition coordination, strategic planning and corporate development.

Under Mr. LaFrance's leadership, ACC became *one of the first competitive entrants in the local service market* and subsequently became *the first profitable competitive local exchange carrier ("CLEC")* in the United States.

Before joining ACC, Mr. LaFrance served as Executive Vice President and General Manager of Access USA Corp. (a designer, manufacturer and builder of proprietary wireless and paging equipment and networks worldwide in conjunction with the Matsushita Corporation of Japan and its consumer electronics subsidiary, Panasonic) and Access USA Communications Corp. from 1992-1994. Mr. LaFrance was

also an equity owner and served on the Boards of Directors of both companies.

Prior to joining Access, Mr. LaFrance served as Director of Administration and Director of Regulatory Affairs for LDDS Communications (currently known as "WorldCom" - the nation's 4th largest long distance carrier) where his duties included:

- Management of all network cost (the largest single expense of the corporation)
- Merger activity
- Due diligence
- State and federal governmental affairs

Prior to LDDS, Mr. LaFrance served as Senior Vice President of Comtel Long Distance, which he packaged and sold to LDDS Communications. Mr. LaFrance began his career in the telecommunications industry as President of Communications Management Corp., a telecommunications service and consulting group.

Mr. LaFrance holds a Bachelor of Science degree in Economics from the University of Southwestern Louisiana where he graduated cum laude with special notation for outstanding achievement in the field of economics.

Mr. LaFrance is a member of many telecommunications industry organizations including Comtel, ACTA and TRA and has served on the Executive Board of the ACCA. Mr. LaFrance has recently served on the Avenell Council of the Memorial Art Gallery, the George Eastman Center and the United Way of Rochester, New York. Mr. LaFrance is a life time

Management

President & CEO

Michael L. LaFrance, 38, has over 12 years experience in the telecommunications industry. Mr. LaFrance has served in various senior executive capacities at ACC Corp. and several of its domestic and international subsidiaries. Mr. LaFrance has also served in senior or ownership positions with Access USA Corp., LDDS Communications (currently known as "WorldCom" - the nation's 4th largest long distance carrier), Comtel-TMC, Comtel of New Orleans, and Communications Management Corp.

From 1994 to 1997 Mr. LaFrance served in various capacities with ACC Corp., a publicly traded global telecommunications holding company

member of Who's Who of American Business Leaders.

EVP - Network & Engineering

Tracy J. Cooper, 38, has more than 16 years of experience as a founder, owner, manager and director of telephony, paging and network engineering companies.

Since 1991, Mr. Cooper has held the position of President and Owner of Telecommunications Resources, Inc. ("TRI"), an international telecommunications consulting, equipment brokerage and installation company specializing in digital switching, transmission and power equipment. Started in 1991, TRI's revenues have experienced an average internal growth rate of over 30% each year. TRI's 1997 revenues will exceed \$2.5M. TRI's customers include such recognized industry leaders as WorldCom, ACC Corp., Kallback International Telecom Ltd., Answerphone Systems, Pacific Gateway, Radiofone, Cellular One, Time Warner Communications, Star Telecommunications, ACSI, Answer Network and Access Global.

Prior to founding TRI, Mr. Cooper held such positions as:

- Director of Telecommunications for Access USA Communications Corp. (a designer, manufacturer and builder of proprietary wireless equipment and networks worldwide in conjunction with the Matsushita Corporation of Japan and its consumer electronics subsidiary, Panasonic) where he was responsible for all engineering, development and provisioning of multi-national RBDS alphanumeric paging, wireless and satellite data systems
- Regional Network Manager for LDDS Communications (currently known as "WorldCom" - the nation's 4th largest long distance carrier) where he managed all

switch sites, POPs and associated switch personnel in a three (3) state region

- Manager of Engineering & Facilities for Comtel/TMC of Louisiana, Inc. (a switch based regional long distance company) where he was responsible for all engineering, design and implementation of digital voice and data networks
- President of Comtel of New Orleans (a switch based regional long distance company) where he was responsible for all day-to-day operations and administration including management of sales, customer service, collections, switching and field services
- Vice President of and founder of Communications Management Corporation (a telecommunications consulting firm)
- President and founder of Omni Tech Corporation (a large South Central United States regional interconnect company)

Mr. Cooper has built a national reputation for his telephony and technology accomplishments including:

- Development of new audio and video teleconferencing products as well as custom data transmission and distribution applications
- Design and construction of state-of-the-art network control centers and switching facilities
- Engineering and installing the first multi-state RBDS paging system in the United States
- Developing wireless credit card validation systems, wireless emergency alert systems and wireless bulk data transfer systems

Mr. Cooper holds extensive certifications from Bellcore, Digital Switch Corporation ("DSC"), Siemens Stromberg Carlson, Space 2000 Satellite Communications (VSAT), Business Communications Review (X.25) and Mitel Corporation.

EVP - Sales & Marketing

David K. Hudson, 35, has more than 14 years of experience as entrepreneur, sales and marketing manager, and Vice President of Sales and Marketing in the telecommunications industry. Mr. Hudson has served in various capacities with long distance telecommunications companies, including Tel/Man, Inc., SoutherNet, Inc.; Telecom USA, Corporate Telemanagement Group, and most recently, LCI International.

Upon graduation from The Citadel, the Military College of South Carolina, Mr. Hudson began his telecom career with Tel/Man, Inc. from 1984-1988 holding various positions in sales and marketing management. Mr. Hudson was instrumental in starting and growing the North Carolina market for Tel/Man and instrumental in Tel/Man's merger with SoutherNet, Inc., which later became Telecom USA. Telecom USA was subsequently sold to MCI for \$1.2 Billion. In 1988 Mr. Hudson founded Visual Marketing Group, a Greenville, SC based advertising and marketing company.

In late 1989, Mr. Hudson became a founding partner and investor in Corporate Telemanagement Group, Inc. ("CTG"), a Greenville, SC based long distance and data communications company with a national marketing strategy. As Vice President of Sales and Marketing, Mr. Hudson was instrumental in building the company's direct sales and 3rd party dealer sales channels. Under Mr. Hudson's sales and marketing leadership, annual sales revenue grew from \$0 in late 1989 to over \$100MM in 1994, with an average internal growth rate of over 30% each year. Mr. Hudson was also instrumental in the successful due diligence and integration of the nine (9) corporate acquisitions by CTG which were aggregately valued at over \$200MM.

In September 1995, CTG was sold to LCI International, the nation's sixth largest long distance company, for over \$180MM. This value was

approximately 18 times monthly revenues which, to this day, is one of the highest multiples ever paid for a long distance reseller in the US. Mr. Hudson remained as Regional Vice President for LCI until September of 1996.

EVP - Finance & Development

Neal L. Nodvin, 41, has over 23 years of business experience as a hands-on manager in start-up and growth-oriented companies. Mr. Neal Nodvin earned his status in the business community with a respectable foundation of over 18 years experience in mortgage, commercial, and investment banking, as well as a vast hands-on history in the dynamic telecommunications industry.

Mr. Nodvin has been the founder and/or co-founder of four privately held companies and the creator and/or manager of five new business ventures at First Union National Bank. In each of these positions, Nodvin has been recognized as a leader in his ability to both determine the value of companies and create additional value in companies - especially as internal company value relates to industry strategy and growth.

From 1996 to most recently, Mr. Nodvin acted as the Chief Operating Officer of Atlas Communications, Ltd., a 20 month old telecommunications company currently generating an annual revenue run rate of over \$150MM. Mr. Nodvin is credited with generating over 60% of Atlas' revenues and was responsible for all new product development, strategic planning, joint venture creation, mergers/acquisitions and financial development.

Prior to joining Atlas, Nodvin was the founder, President and CEO of Receivables Funding Corporation ("RFC_{nc}"), the first specialty finance company dedicated exclusively to the telecommunications industry which currently funds over \$350MM of

telecommunications receivables annually. Mr. Nodvin designed RFC_{nc} to provide rapidly-growing telecommunications companies (with services including long distance, local, cellular, PCS, paging and ISP) the power of non-recourse Asset securitization of their Account Receivables. RFC_{nc} has maintained a customer/client base of telecommunications companies (from start-ups to those with revenues of over \$4 Billion) by providing them virtually unlimited receivables based capital and thus the ability to affirm a competitive advantage within their marketplace.

In guiding RFC_{nc} to provide sound funding without taking inordinate risks, Mr. Nodvin has consulted literally hundreds of successful telecommunications-oriented companies (including both facilities and non-facilities based IXCs and retail carriers, LEC and direct billing companies, enhanced service providers, third-party verifiers, and collection companies) and analyzed their internal structure.

Prior to founding Receivables Funding Corporation, Mr. Nodvin managed numerous other high-growth businesses and help positions including:

- Chief Operating Officer of Stein World, Inc. where he helped restructure and turn-around this privately-held furniture importer and distributor
- Managing Partner and Co-Founder of Integrated Benefits Group, Inc. which he built into one of the nation's largest employee-paid benefits firms
- Director of Corporate Finance of Williams, Benjamin, Benator & Libby (an Atlanta-based regional accounting firm) where he oversaw all merger & acquisitions activity
- Managing Partner and Co-Founder of 23 GENERAL (a Charlotte-based merger & acquisition consulting firm)

Prior to founding 23 GENERAL, Mr. Nodvin spent 10 years with First Union National. During his tenure at First Union, Mr. Nodvin held positions as:

- Mortgage Banker (where he gave birth to packaged financing for which he was named " Rookie-of-the-Year" in 1979)
- Bond Trader and Money Manager, with the primary responsibility of jointly overseeing annual joint syndication in excess of \$10 Billion and a risk portfolio of over \$50MM
- Equity/Syndication Manager of First Union Leasing where he designed and initiated the lease brokerage division and personally generated over \$250MM in new loans and leases over a 2 1/2 year period
- Vice President/Investment Banker of First Union's Funds Management Division where he designed and managed the sales and marketing efforts private placement debt and asset-backed securities.

As an active business leader, Mr. Nodvin founded and held the position of President of the Metrofina Entrepreneurial Council, a Charlotte, NC based business organization with a membership of over 350 business owners, bankers, lawyers, accountants, venture capitalists, and other professionals dedicated to helping create and promote high-growth businesses.

Mr. Nodvin earned his Bachelor of Business Administration from the University of Georgia and his Master's in Business Administration from Wake Forest University. Mr. Nodvin was a past member of the National Association of Securities Dealers (NASD), the Municipal Securities Rulemaking Board (MSRB), a past recipient of Who's Who in Finance, a lifetime recipient of Who's Who Worldwide and a current Board

Member of Receivables Funding Corporation.

EVP - Operations

J. Edward Terrell, 35, has more than 13 years experience as a Sales Manager, Director and Vice President of Operations in the telecommunications industry. Mr. Terrell served in various capacities with Tel/Man, Inc., SoutherNet, Inc., Telecom USA, Inc., Corporate Telemanagement Group, Inc., ("CTG") and, most recently, as Director of Operations for LCI International.

Mr. Terrell joined CTG in March 1990, shortly after the founding of the company. After serving as a Regional Sales Director, Mr. Terrell was named Director of Operations in July 1991. This unique opportunity proved to be very successful for CTG as Mr. Terrell brought a salesperson's perspective to telecommunications operations. As a result, CTG became an industry leader in Order Entry, Customer Activation, Provisioning, and Customer Service for long distance resellers and ultimately, as a switch-based carrier.

Under Mr. Terrell's operational leadership, CTG became:

- The first switchless reseller to secure a Dedicated Account Team from Sprint and other major carriers for Account Management and Customer Service and
- A leader in the development of on-line customer activation with BellSouth and other Regional Bell Operating Companies, (RBOCs), to activate long distance service with a local carrier.

In the process of nine (9) acquisitions with CTG, aggregately valued at over \$200MM, Mr. Terrell was responsible for the operational due diligence for all acquisition candidates. Additionally, Mr. Terrell managed the operational and customer service teams of the acquired companies and was responsible for the

customer conversion of over \$20MM in annual billings.

Mr. Terrell serves on the Business Advisory Council for The Greenville Urban League and The Consulting Group for Greenville National Bank and holds a B. A. from The Citadel, The Military College of South Carolina.

EXHIBIT C

PROPOSED INITIAL TARIFF

TELECOMMUNICATIONS SERVICES TARIFF

TITLE SHEET

NEWSOUTH COMMUNICATIONS CORP.

TARIFF NO. 1

This tariff contains the description, regulations, and rates applicable to the furnishing of telecommunications services provided by NewSouth Communications Corp. with principal offices at 2 North Main Street, Greenville, South Carolina 29601. 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:

EFFECTIVE:

ISSUED BY:

Lori Reese, Director of Governmental Affairs
NewSouth Communications Corp.
2 North Main Street
Greenville, SC 29601

TELECOMMUNICATIONS SERVICES TARIFF

CHECK SHEET

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

<u>Sheet</u>	<u>Revision</u>	<u>Sheet</u>	<u>Revision</u>
1	Original	21	Original
2	Original	22	Original
3	Original	23	Original
4	Original	24	Original
5	Original	25	Original
6	Original	26	Original
7	Original	27	Original
8	Original	28	Original
9	Original	29	Original
10	Original	30	Original
11	Original	31	Original
12	Original	32	Original
13	Original	33	Original
14	Original	34	Original
15	Original	35	Original
16	Original		
17	Original		
18	Original		
19	Original		
20	Original		

ISSUED:

EFFECTIVE:

ISSUED BY:

Lori Reese, Director of Governmental Affairs
NewSouth Communications Corp.
2 North Main Street
Greenville, SC 29601

TELECOMMUNICATIONS SERVICES TARIFF

TABLE OF CONTENTS

Title Sheet	01
Check Sheet	02
Table of Contents	03
Symbols	04
Tariff Format	05
Section 1: Definitions and Abbreviations	06
Section 2: Rules and Regulations	11
Section 3: Description of Service	23
Section 4: Rates and Charges	27

ISSUED:

EFFECTIVE:

ISSUED BY:

Lori Reese, Director of Governmental Affairs
NewSouth Communications Corp.
2 North Main Street
Greenville, SC 29601

TELECOMMUNICATIONS SERVICES TARIFF

SYMBOLS

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

- D - Deleted or Discontinued Material
- I - Change Resulting in a Rate Increase
- N - New Regulation, Term, Condition or Rate
- R - Change Resulting in a Rate Reduction
- T - Change In Text or Regulation, but no Change in Rates

ISSUED:

EFFECTIVE:

ISSUED BY:

Lori Reese, Director of Governmental Affairs
NewSouth Communications Corp.
2 North Main Street
Greenville, SC 29601

TELECOMMUNICATIONS SERVICES TARIFF

TARIFF FORMAT

- A. Sheet Numbering - Sheet numbers appear in the upper-right corner of the page. Sheets are numbered sequentially. However, new sheets are occasionally added to the tariff. When a new sheet is added between sheets already in effect, a decimal is added. For example, a new sheet added between sheets 14 and 15 would be Sheet 14.1.
- B. Sheet Revision Numbers - Revision numbers also appear in the upper-right corner of the sheet. These numbers are used to determine the most current sheet version on file with the Commission. For example, 4th Revised Sheet 14 cancels 3rd Revised Sheet 14.
- C. Paragraph Numbering Sequence - There are various levels of paragraph coding. Each level of coding is subservient to its next higher level of coding.
2.
2.1.
2.1.1.
2.1.1.A.
2.1.1.A.1.
2.1.1.A.1.(a)
- 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 file with the Commission.

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TELECOMMUNICATIONS SERVICES TARIFF

SECTION 1 - DEFINITIONS AND ABBREVIATIONS**1.1 Definitions:**

Aggregator - Any person or entity that, in the ordinary course of its operations, makes telephones available to the public or to End Users of its premises for telephone calls using a provider of operator services.

Application for Service - A standard order form which includes all pertinent billing, technical, and other descriptive information which will enable the carrier to provide the communication service as required.

Authorized User - A person, firm, corporation, or other entity authorized by the customer to receive or send communications.

Call Splashing - The transfer of a telephone call from one provider of operator services to another in such a manner that the subsequent provider is unable or unwilling to determine the location of the origination of the call and, because of such inability or unwillingness, is prevented from billing the call on the basis of such location. The Company will not engage in call splashing.

Carrier - NewSouth Communications Corp. ("NewSouth"), unless specifically stated otherwise.

Class of Service - Various categories of telephone service generally available to customers, such as business or residential.

Collect Call - A billing arrangement whereby the charge for a call may be charged to the called party, provided the called party verbally accepts the charge or keys in a positive response accepting the charge.

Commission - South Dakota Public Utilities Commission.

Company - NewSouth Communications Corp.

Completed Calls - Completed calls are calls answered on the distance end or, where necessary, positive acceptance of the call by the called party. (i.e. Person-to-Person and Collect calls.)

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TELECOMMUNICATIONS SERVICES TARIFF

1.1 Definitions (continued)

Customer or Subscriber - The person, firm, corporation, or other entity which orders or uses service and is responsible by law for payment for communication service from the telephone utility.

Customer Provided Equipment - Terminal equipment provided by a customer.

Delinquent Account - An account for which a bill or payment agreement for regulated services or equipment has not been paid in full on or before the last day for timely payment.

Direct Distance Dialing (DDD) - Customer dialing over the nationwide intertoll telephone network of calls to which toll charges are applicable. No operator assistance is required for DDD calls.

Due Date - The last day for payment without unpaid amounts being subject to a late payment charge or additional collection efforts.

End User - The person initiating an intrastate telephone call using nonoptional operator services from a subscriber location.

Holidays - Carrier's recognized holidays are New Year's Day, Memorial Day, July 4th, Labor Day, Thanksgiving Day and Christmas Day.

Hospitality Service Customers - Hotels, motels, health care institutions, dormitories and other establishments whose patrons, guests or occupants have telephone instruments made available for their individual use in non-public settings, such as guest rooms. Typically these instruments will be configured as extensions behind PBX equipment. Carrier does not provide such services to prisons.

Measured Use Service - The provision of long distance measured time communications telephone service to customers who access the carrier's services at its switching and call processing equipment by means of access facilities obtained from another carrier by the customer or otherwise provided at its own expense (the customer is responsible for arranging for the access line).

Message - A completed telephone call by a customer or user.

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TELECOMMUNICATIONS SERVICES TARIFF

1.1 Definitions (continued)

Off-Peak - For services using this rate structure, it consists of the hours from 5:00 P.M. up to, but not including 8:00 A.M. seven days per week, regardless of weekends or holidays.

Pay Telephone - A telephone instrument equipped with a device that allows a charge to be made for each call. Operator assisted long distance service is offered by the Carrier through providers of customer-owned pay telephones. Pay telephone instruments may be configured to accept or not accept coins, to read magnetically encoded cards or be a hybrid thereof.

Peak - For services using this rate structure, it consists of the hours from 8:00 A.M. up to, but not including 5:00 P.M. seven days per week, regardless of weekends or holidays.

Person - Any individual, firm, partnership, corporation, company, association, joint stock association and/or other legal entity.

Person-to-Person Call - A service whereby the person originating the call specifies to the Company operator a particular person to be reached, or a particular station, room number, department or office to be reached through a PBX attendant.

Premises - The space occupied by an individual customer in a building, in adjoining buildings occupied entirely by that customer, or on contiguous property occupied by the customer separated only by a public thoroughfare, a railroad right of way or a natural barrier.

Presubscribed Provider of Operator Services - The provider of operator services to which the consumer is connected when the customer places a call using a provider of operator services without dialing an access code.

Rates - Recurring amounts billed to customers for regulated services and/or equipment.

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TELECOMMUNICATIONS SERVICES TARIFF

1.1 Definitions (continued)

Terminal Equipment - All telephone instruments, including pay telephone equipment, the common equipment of large and small key and PBX systems and other devices and apparatus, and associated wiring, which are intended to be connected electrically, acoustically or inductively to the telecommunication system of the telephone utility.

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

Subscriber - The person, firm, partnership, corporation or other entity who owns, leases or manages the pay telephone, PBX or other switch vehicle from which an End User places a call utilizing the services of the Company.

Third Party Billed Call - A billing arrangement by which the charges for a call may be billed to a number that is different from the calling number and the called number.

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TELECOMMUNICATIONS SERVICES TARIFF

1.2 Abbreviations:

LATA - Local Access Transport Area

LEC - Local Exchange Carrier

MTS - Message Toll Service

PBX - Private Branch Exchange

SAL - Special Access Line

V&H - Vertical and Horizontal

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TELECOMMUNICATIONS SERVICES TARIFF

SECTION 2 - RULES AND REGULATIONS2.1 Undertaking of Company

The Company undertakes to provide only those services as are furnished under the terms and subject to the conditions and customer payment of the applicable rates of this tariff for communications originating and terminating within the State. The Company's services are provided on a statewide basis and are not intended to be limited geographically.

Communications originate when the customer accesses network directly or through the facilities of the local service carrier via one or more access lines, equal access or on a dial-up basis. 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 the Carrier network. The customer shall be responsible for all charges stated in this tariff.

The Company's services are provided on a monthly basis unless otherwise stated in this tariff, and are available twenty-four (24) hours per day, seven (7) days per week.

2.2 Limitations on Service

2.2.1 Service is offered subject to the provisions of this tariff.

2.2.2 Carrier reserves the right to provide services only to and from locations where the necessary facilities or equipment are available.

2.2.3 Title to any equipment provided by Carrier under these regulations remains with Carrier. Prior written permission from the company is required before any assignment or transfer. In the event an assignment or transfer is allowed, all regulations and conditions contained in this tariff shall apply to the assignee or transferee.

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TELECOMMUNICATIONS SERVICES TARIFF

2.3 Use of Service

Service may not be used for any unlawful purposes.

The minimum period for service is one month (30 days) unless otherwise noted in the service description.

2.4 Liability of Carrier

2.4.1 Carrier shall not be liable to any person, firm or entity for damages, either direct, indirect, consequential, special, incidental, actual, punitive, or for any other damages or for any lost profits of any kind or nature whatsoever, arising out of mistakes, accidents, errors, omissions, interruptions, delays or defects in transmissions, not caused by the negligence of the carrier, commencing upon activation of service and in no event exceeding an amount equivalent to the proportionate charge to the customer for the period of service during which the mistake(s), accident(s), error(s), omission(s), interruption(s), delay(s) or defect(s) in transmission occur.

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TELECOMMUNICATIONS SERVICES TARIFF

14 Liability of Carrier

242 Carrier, at its own expense, will indemnify the customer and hold it harmless in respect to any and all loss, damage, liability or expense asserted against the customer by a third party on account of any property damage or personal injury caused by any negligence or willful misconduct of Carrier or its agents or representatives arising out of performance by Carrier of any testing or other activities on the customer's premises pursuant to this tariff. Carrier's obligations under the immediately preceding sentence shall be subject to the customer's full performance of this tariff and subject further to the customer's duty to take reasonable precautions in the location, construction, maintenance and operation of all activities, facilities and equipment for the protection against hazard or injury and so as to not interfere with the services provided by Carrier.

243 Carrier shall be indemnified and held harmless by the customer against:

- A. Claims for libel, slander, infringement of copyright or unauthorized use of any trademark, trade name, or service mark arising out of the material, data information, or other content transmitted over the carrier's facilities; and

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TELECOMMUNICATIONS SERVICES TARIFF

2.4 Liability of Carrier

2.4.3 (continued)

- B. Claims for patent infringement of copyright or unauthorized use of any trademark, trade name, or service mark arising out of the material, data information, or other content transmitted over the carriers facilities; and
- C. All other claims arising out of any act or omission by the customer in connection with any service provided by Carrier.

2.4.4 Carrier shall not be liable for, and the customer indemnifies and holds Carrier harmless from and all loss, claims, demands, suits, or other actions, or any liability whatsoever, whether suffered, made, instituted, or asserted by the customer or by any party or persons, for a personal injury to, or death of, any person or persons, and for any loss, damage, defacement, caused or claimed to have been caused directly or indirectly by the installation, operation, failure to operate, maintenance, condition, location, or use that is not the direct result of the Carrier's negligence. No agents or employees of other carriers shall be deemed to be agents or employees of Carrier.

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TELECOMMUNICATIONS SERVICES TARIFF

2.4 Interruption of Service

- 2.5.1. Carrier shall make all reasonable efforts to prevent interruptions of service. When interruptions are reported or found by Carrier to occur, Carrier shall reestablish service as quickly as possible.
- 2.5.2. When a customer's service access line is reported to be out of order and remains out of order in excess of two (2) consecutive hours, the company shall, upon request, make appropriate adjustments to the subscriber's account. This rule does not apply if the outage occurs as a result of:
- (1) A negligent or willful act on the part of the subscriber;
 - (2) A malfunction of subscriber-owned telephone equipment;
 - (3) Disasters or acts of God; or
 - (4) The inability of the company to gain access to the subscriber's premises after Carrier has requested that customer provide access to the premises.
 - (5) Carrier's provision of routine maintenance, testing or adjustments.
- 2.5.3. The customer shall be credited for an interruption of two (2) hours or more at the rate of 1/720th of the monthly charge for the service affected for each hour or major fraction thereof that the interruption continues. Credit for an interruption shall commence with the hour of the report or discovery of the interruption and will cease upon restoration of service. Any adjustments not in dispute shall be rendered within two billing periods after the billing period during which the interruption occurred.
- 2.5.4. Customers shall notify Carrier of interruptions in service. Before giving notice of interruption, the customer should ascertain whether the trouble is being caused by any action or omission by or within his control or in any wiring or equipment connected to the Carrier's terminal.

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TELECOMMUNICATIONS SERVICES TARIFF

2.6 Responsibility of the Customer

2.6.1 All customers assume general responsibilities in connection with the provisions and use of services stated in this tariff. All customers are responsible for the following:

- A. The customer is responsible for placing orders for service, paying all charges for service rendered by Carrier and complying with all regulations governing the service. The customer is also responsible for assuring that its users comply with regulations.
- B. When placing an order for service, the customer must provide:
1. The name(s) and address(es) of the person(s) responsible for the payment of service charges.
 2. The name(s), telephone number(s), and address(es) of the customer contact person(s).

2.6.2 Maintenance, Testing, and Adjustment

If a customer's service must be interrupted due to maintenance, Carrier shall notify the affected customer, in advance, if possible and will perform the work in such a manner as to minimize inconvenience.

Equipment provided by Carrier shall be made available to Carrier for such tests and adjustments as may be necessary to maintain them in satisfactory condition.

2.6.3 Deposits

The Company does not collect deposits.

2.6.4 Cancellation by Customer

If a customer orders services requiring special equipment and/or facilities dedicated to the customer's use and then cancels his order before the service begins, before a completion of the minimum period mutually agreed upon by the customer and Carrier, a charge will be made to the customer for the non-recoverable portions of expenditures or liabilities incurred expressly on behalf of the customer by Carrier and not fully reimbursed by installation and monthly charges. If, based on such an order, any construction has either begun or been completed, but not such services provided, the non-recoverable cost of such construction shall be borne by the customer.

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TELECOMMUNICATIONS SERVICES TARIFF

2.6.5 Payment of Charges

- A. Service is provided and billed on a monthly (30 day) basis. Charges based on actual usage during a month will be billed monthly in arrears.
- B. Bills are payable upon receipt of invoice. Customers will be charged a late payment penalty in the amount of one and one-half percent (1.5%) per month on delinquent amounts and will be responsible for any charges associated with disconnection and reconnection of service. A bill will be considered delinquent after thirty (30) days from rendition of the invoice.
- C. In the event of a dispute concerning a bill, Customer must pay a sum equal to the amount of the undisputed portion of the bill and proceed with complaint procedures set forth in this tariff. If notice of a dispute as to charges is not received in writing within thirty (30) days after a bill has been rendered, the billing will be considered correct and binding.
- D. Customer is responsible for payment of all state and local taxes (i.e. gross receipts tax, sales tax, municipal utilities tax) which shall be listed as separate line items and which are not included in Carrier's quoted rates.
- E. Customers will be charged a fee on all checks issued to Carrier which are returned due to non-sufficient funds.

2.6.6 Application of Charges

The charges for service are those in effect for the period that service is furnished.

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TELECOMMUNICATIONS SERVICES TARIFF

2.6.7 Customer Complaint Procedure

- A. Carrier will resolve any disputes brought to its attention as promptly and effectively as possible.
- B. Customer inquiries, complaints or notices may be made in writing to the Company at the address stated in this tariff or via the Customer Services toll free telephone number: 1-888-627-5080.
- C. Any unresolved disputes may be directed to the attention of the South Dakota Public Utilities Commission at:
- 500 East Capitol Avenue
Pierre, South Dakota 57501-5070
(605) 773-3201 or
1-800-332-1782
- D. In the event of a dispute concerning an invoice, the customer must pay a sum equal to the amount of the undisputed portion of the bill. Service shall not be disconnected for nonpayment of the disputed portion of the bill for 30 days after rendition of the disputed bill.

2.7.1 Credit Upon Cancellation

Where Carrier cancels a service and the final service period is less than the monthly billing period, a credit will be issued for any amounts paid in advance, prorated at 1/30th of the monthly recurring charge for each day the service was not rendered. This credit will be issued to the customer or applied against the balance remaining on the customer's account.

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TELECOMMUNICATIONS SERVICES TARIFF

272 Disconnection of Service by Carrier

- A. Five (5) days prior notice of pending disconnection shall be rendered to customers setting forth the reason(s) for the notice and the final date by which the account is to be settled or specific action taken. Such notice shall be forwarded to the customer via U.S. mail and will be considered rendered when delivered to the last known address of the responsible party.
- B. Transmission service will be refused or disconnected, after notice as set forth below, for any of the following reasons:
1. Without notice in the event of a condition on the customer's premises determined by the Carrier to be hazardous.
 2. Without notice in the event of customer's use in a manner which may adversely affect the Carrier's equipment or service to others.
 3. Without notice in the event of tampering with equipment furnished and owned by the Carrier.
 4. Without notice in the event of unauthorized use.
 5. After five (5) days written notice, for violation of or noncompliance with the Carrier's rules on file with the Commission, the requirements of municipal ordinances or law pertaining to the services.
 6. Failure of the customer to permit Carrier reasonable access to its equipment.
 7. Upon five (5) days prior written notice for nonpayment of any regulated sum due to Carrier.

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TELECOMMUNICATIONS SERVICES TARIFF

2.7.2 Disconnection of Service by Carrier

8. After five (5) days written notice, for failure of the customer or prospective customer to furnish any service equipment, permits, certificates or rights of way specified by Carrier to be furnished as a condition for obtaining service, or for the withdrawal of that same equipment or the termination of those permissions or rights, or for the failure of the customer or prospective customer to fulfill the contractual obligations imposed upon the customer as conditions of obtaining service.

2.7.3 Fractional Credits for Monthly Billed Services

Credits for a fractional part of a month are calculated by counting the number of days remaining in the billing period after service was discontinued. The number of days remaining in the billing period is divided by thirty and the resultant fraction is then multiplied by the monthly charge to arrive at the credit amount.

2.7.4 Advance Payments

The company does not collect advance payments.

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TELECOMMUNICATIONS SERVICES TARIFF

1.8 Special Conditions Governing Operator Services**2.8.1** Company Obligations

- A. When providing Operator Services to Aggregators, the Company will:
- 1) Notify the End User of the operator services carrier handling the call.
 - 2) Inform the End User, upon request, of the rates to be charged and explain the method of billing, at no charge.
 - 3) Not charge for unanswered or incomplete telephone calls.
 - 4) Withhold payment of commission or other compensation to a subscriber who engages in blocking 800, 950 and 10XXX access calls.
 - 5) Rate and bill calls from their actual point of origination, unless the End User consents to a different arrangement.
 - 6) All 0- or 911 emergency calls will be immediately defaulted to the LEC for proper handling.

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TELECOMMUNICATIONS SERVICES TARIFF

2.9.2 Aggregator Obligations

- A. An operator service subscriber is required to post information (tent cards) on or near the telephone notifying the End User of the following:
- 1) The Company's name, address, and toll-free number.
 - 2) A statement disclosing that the rate information is available upon request and that the End User has the right to access another carrier and obtain instructions from the preferred carrier on receiving access.
 - 3) The address of the Federal Communication Commission's Common Carrier Bureau's Enforcement Division will be posted for End Users wishing to file operator services complaints related to interstate calls, and the address of the Commission for intrastate calls.
- B. Aggregators are prohibited from blocking 800, 950 and 10XXX access calls on presubscribed telephones. An aggregator shall not charge higher rates for calls accessing the operator service provider via 800, 950 and 10XXX numbers than those rates charged for calls using the presubscribed operator service provider.
- C. The operator service subscriber must provide Carrier with current local emergency numbers for police, fire and ambulance for each location.

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TELECOMMUNICATIONS SERVICES TARIFF

SECTION 3 - DESCRIPTION OF SERVICE AND RATES**3.1 Timing of Calls**

The customer's monthly usage charges for Carrier service are based upon the total number of minutes the customer uses and service options subscribed to. Chargeable time begins when the connection is established between the calling station and the called station or PBX. Chargeable time ends when either party "hangs up."

3.2 Service Period

For billing purposes, the start of service is the first day on which service is available for use by the customer. The end of service date is the last day or any portion of the last day for which service was provided by Carrier.

3.3 Interconnection

Service furnished by Carrier may be interconnected with services or facilities of other authorized communications common carriers and with private systems, subject to the technical limitations established by Carrier. Service furnished by Carrier is not part of a joint undertaking with such other carriers. Any special interface equipment shall be provided at the customer's expense.

Interconnection with the facilities or services of other carriers shall be under the applicable terms and conditions of this tariff. The customer is responsible for taking all necessary legal steps for interconnecting his customer-provided terminal equipment or communications systems with Carrier's. The customer shall secure all licenses, permits, right-of-ways, and other arrangements necessary for such interconnection.

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TELECOMMUNICATIONS SERVICES TARIFF3.4 Terminal Equipment

3.4.1 Carrier's service may be used with or terminated in customer provided terminal equipment or customer provided communication systems, such as teleprinters, handsets, or data sets. Such terminal equipment shall be furnished and maintained at the expense of the customer. The customer is responsible for all costs at his premises, including customer personnel, wiring, electrical power, and the like incurred in his use of Carrier's service.

3.4.2 When terminal equipment is used, the equipment shall not interfere with service furnished to other customers. Additional protective equipment, if needed, shall be employed at the customer's expense.

3.5 Calculation of Distance

Usage charges for any mileage sensitive products are based on the airline distance between rate centers associated with the originating and terminating points of the call.

The airline mileage between rate centers is determined by applying the formula below to the vertical and horizontal coordinates associated with the rate centers involved. The company uses the rate centers and associated vertical and horizontal coordinates generally used within the industry.

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

3.6 Minimum Call Completion Rate

The customer can expect a call completion rate of 99% of calls attempted during peak use periods for Feature Group D (1+) services.

3.7 Special Services

A Special Service is deemed to be any service requested by the customer for which there is no prescribed rate in this tariff. Special Services charges will be developed on an individual case basis and filed in this tariff.

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TELECOMMUNICATIONS SERVICES TARIFF

3.8 Services Offerings

The company will provide the following services:

3.8.1 Message Toll Service (MTS)

"1+" Dialing is achieved by customer's telephone lines being programmed by the local telephone company (LEC) to automatically route 1+ calls to the Company's network.

3.8.2 Inbound Service (800/888)

Inbound service is virtual banded inbound toll service which permits calls to be completed at the subscriber's location without charge to the calling party. Access to the service is gained by dialing a ten digit telephone number which terminates at the customer's location. Inbound services originate via normal shared use facilities and are terminated via the customers' local exchange service access line. The inbound service offered by Carrier is available to customers as a stand-alone offering.

Carrier will accept a prospective 800 service customer's request for up to ten (10) toll free telephone numbers and will reserve such number(s) on a first come first serve basis. All requests for number reservations must be made in writing, dated and signed by a responsible representative of the customer. Carrier does not guarantee the availability of number(s) until assigned. The 800 services telephone number(s) so requested, if found to be available, will be reserved for and furnished to the eligible customer.

If a customer who has received an 800 number does not subscribe to inbound service within 90 days, the company reserves the right to make the assigned number available for use by another customer.

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**State of South Dakota
Public Utilities Commission**

INITIAL STAFF DATA REQUEST

REGARDING APPLICATION OF

NewSouth Communications Corp.

- Q.4. List the states in which the company is registered or certified to do business by the respective state public utility commission.
- A.4. The company has registered with or obtained certification from the following public utility commission(s) or comparable agencies:

<u>State</u>	<u>Date Authority Received</u>	<u>State</u>	<u>Date Authority Received</u>
Alabama		Ohio	12/30/99
Arkansas	10/14/99	Oregon	05/30/00
California	05/01/00	Pennsylvania	02/10/00
Colorado	02/17/00	South Carolina	
Connecticut	06/07/00	Rhode Island	07/07/00
Delaware	11/16/99	Vermont	09/21/00
Florida	12/15/98	West Virginia	12/20/99
Georgia	04/06/99	Oklahoma	09/08/00
Idaho	03/31/00		
Illinois	01/26/00		
Indiana	09/23/99		
Kansas	05/12/00		
Kentucky			
Louisiana	02/09/99		
Maryland	02/02/00		
Michigan	01/28/00		
Minnesota	09/13/00		
Mississippi			
Missouri	02/17/00		
Montana	02/22/00		
North Carolina	04/01/99		
North Dakota	04/13/00		
Nebraska	06/29/00		
New Hampshire	05/03/00		
New Jersey	03/24/00		
New York	06/20/00		
Nevada	05/11/00		

State of South Dakota
Public Utilities Commission

INITIAL STAFF DATA REQUEST

REGARDING APPLICATION OF

NewSouth Communications Corp.

Q.5. Does the company have any registrations or certifications pending before other state public utility commissions? If yes, list the states.

A.5 The company has certifications or registrations pending in the following states:

Arizona
Maine
Washington
Wisconsin
Wyoming

The Company is in the process of applying for authority/certification in all remaining states.

State of South Dakota
Public Utilities Commission

INITIAL STAFF DATA REQUEST

REGARDING APPLICATION OF

NewSouth Communications Corp.

Q.6. Has the company been denied registration or certification by public utility commissions in any state? If so, provide the state, docket number, date of denial and reason for denial.

A.6. No.

TELECOMMUNICATIONS SERVICES TARIFF

3.8.3 Travel Card Service

Allows subscribers to place calls by gaining access to the network via a toll free access telephone number and personal identification number (PIN) issued by the Company.

3.8.4 Directory Assistance

Directory Assistance will be provided by the Carrier at the per call charge as set forth in Section 4 of this tariff.

3.8.5 Operator Services

The company will furnish operator services for the completion of calls by End Users made with the assistance of a Company operator within the state including Aggregator sites and locations. Aggregator sites include, but are not limited to, hotels/motels, hospitals, businesses, military establishments, and locations of public, semi-public, or private pay telephones.

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TELECOMMUNICATIONS SERVICES TARIFF

SECTION 4 - RATES AND CHARGES**4.1. Usage Charges and Billing Increments****4.1.1 Usage Charges**

Usage charges are generally flat rated. However, if any usage charges are determined by the time of day rate periods and minutes of use within each rate period, the rate period is determined by the time and day of call origination at the customer's location.

4.1.2 Billing Increments

Usage is billed in accordance with the billing increments set forth in the individual product rate sections of this tariff.

4.1.3 Rounding

All calls are rounded to the next highest billing interval. Any partial cents per call will be rounded up to the next highest whole cent.

ISSUED:**EFFECTIVE:****ISSUED BY:**

Lori Reese, Director of Governmental Affairs
NewSouth Communications Corp.
2 North Main Street
Greenville, SC 29601

TELECOMMUNICATIONS SERVICES TARIFF

4.2 On-net Domestic Long Distance Rates

4.2.1 1 Year Term Commitment:

<u>Commitment Level *</u>	<u>Rate Per Minute</u>
\$1,000	\$0.079/minute
\$2,000	\$0.076/minute
\$4,000	\$0.073/minute
\$7,000 +	\$0.070/minute

* Commitment level incorporates customers' usage of the Company's local exchange and interexchange services.

Billing Increments: 18 second initial, 6 second increments thereafter.

4.2.2 2 Year Term Commitment:

<u>Commitment Level *</u>	<u>Rate Per Minute</u>
\$1,000	\$0.076/minute
\$2,000	\$0.073/minute
\$4,000	\$0.070/minute
\$7,000 +	\$0.067/minute

* Commitment level incorporates customers' usage of the Company's local exchange and interexchange services.

Billing Increments: 18 second initial, 6 second increments thereafter.

ISSUED:

EFFECTIVE:

ISSUED BY:

Lori Reese, Director of Governmental Affairs
NewSouth Communications Corp.
2 North Main Street
Greenville, SC 29601

TELECOMMUNICATIONS SERVICES TARIFF4.2 On-net Domestic Long Distance Rates (contd.)

4.2.3 3 Year Term Commitment:

<u>Commitment Level *</u>	<u>Rate Per Minute</u>
\$1,000	\$0.073/minute
\$2,000	\$0.070/minute
\$4,000	\$0.067/minute
\$7,000 +	\$0.064/minute

* Commitment level incorporates customers' usage of the Company's local exchange and interexchange services.

Billing Increments: 18 second initial, 6 second increments thereafter.

4.3 Phone Card Rates

<u>Term Commitment</u>	<u>Rate Per Minute</u>
1 Year Term	\$0.220/minute
2 Year Term	\$0.210/minute
3 Year Term	\$0.200/minute

Billing Increments: 30 second initial, 6 second increments thereafter.

ISSUED:EFFECTIVE:

ISSUED BY: Lori Reese, Director of Governmental Affairs
NewSouth Communications Corp.
2 North Main Street
Greenville, SC 29601

TELECOMMUNICATIONS SERVICES TARIFF

4.4 Directory Assistance

Directory assistance will be provided at a charge of \$0.85 per call.

4.5 Late Payment Penalty

Customers will be charged 1.5% of any amounts owed to the Company beyond the due date as set forth within this tariff.

4.6 Dishonored Check Charge

All customers issuing dishonored check(s) will be charged a fee of \$20.00 per check.

4.7 Promotional Offerings

The Company may, from time to time, make promotional offerings to enhance marketing of services. These promotional offerings will be subject to Commission approval prior to implementation.

ISSUED:**EFFECTIVE:****ISSUED BY:**

Lori Reese, Director of Governmental Affairs
NewSouth Communications Corp.
2 North Main Street
Greenville, SC 29601

TELECOMMUNICATIONS SERVICES TARIFF

4.8 Operator Service Rates4.8.1 Operator Service Per Call Charges:

The following per call charges are applicable to operator services.

Operator Station (includes real-time rated calls)	
Collect Calls	\$3.95
Third Number Billed	\$3.95
Sent Paid - Non Coin	\$3.95
Sent Paid - Coin	\$1.90
Person-to-Person Calls	\$6.50
Customer Dialed Calling Card Station	
Customer Dialed Automated	\$1.75
Customer Dialed - Operator Assisted	\$2.25
Customer Dialed - Operator Must Assist	\$1.50
Operator Dialed Calling Card Station (includes real-time rated calls)	\$2.25
Non-subscriber Service Charge	\$1.50
Public Payphone Surcharge	\$0.30
Busy Line Verification/Interrupt Service	
Per Verification	\$3.00
Per Interruption	\$6.00

Operator Service Charges are not subject to time-of-day discounts.

Calls having elements of more than one class of call will be billed charges for the highest rated class.

ISSUED:

EFFECTIVE:

ISSUED BY: Lori Reese, Director of Governmental Affairs
NewSouth Communications Corp.
2 North Main Street
Greenville, SC 29601

TELECOMMUNICATIONS SERVICES TARIFF

4.8 Operator Service Rates (continued)

4.8.2 Rates Per Minute:

Set forth below are the per minute operator service rates charged by the Company.

The following rates are the current rates per minute applicable to all operator assisted services in addition to the applicable Operator Service Charges and Surcharges stated above. These rates are less than the rates charged by AT&T for the same or similar service.

1) Dial Station Service:

Rate Mileage	Day		Evening		Night/Weekend	
	Initial Minute	Each Add'l Minute	Initial Minute	Each Add'l Minute	Initial Minute	Each Add'l Minute
0 - 10	\$0.4400	\$0.4400	\$0.2800	\$0.2800	\$0.1300	\$0.1300
11 - 16	\$0.4400	\$0.4400	\$0.2800	\$0.2800	\$0.1300	\$0.1300
17 - 22	\$0.4400	\$0.4400	\$0.2800	\$0.2800	\$0.1300	\$0.1300
23 - 30	\$0.4400	\$0.4400	\$0.2800	\$0.2800	\$0.1300	\$0.1300
31 - 40	\$0.4400	\$0.4400	\$0.2800	\$0.2800	\$0.1300	\$0.1300
41 - 55	\$0.4400	\$0.4400	\$0.2800	\$0.2800	\$0.1300	\$0.1300
56 - 85	\$0.4400	\$0.4400	\$0.2800	\$0.2800	\$0.1300	\$0.1300
86 - 124	\$0.4400	\$0.4400	\$0.2800	\$0.2800	\$0.1300	\$0.1300
125-244	\$0.4400	\$0.4400	\$0.2800	\$0.2800	\$0.1300	\$0.1300
245-475	\$0.4400	\$0.4400	\$0.2800	\$0.2800	\$0.1300	\$0.1300

ISSUED:

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2 North Main Street
Greenville, SC 29601

TELECOMMUNICATIONS SERVICES TARIFF

4.8 Operator Services: (continued)

4.8.2 Rates Per Minute: (continued)

2) Customer Dialed Calling Card Station billed to credit/charge card or LEC card:

Rate Mileage	<u>Day</u>		<u>Evening</u>		<u>Night/Weekend</u>	
	Initial Minute	Each Addt'l Minute	Initial Minute	Each Addt'l Minute	Initial Minute	Each Addt'l Minute
0 - 10	\$0.4200	\$0.4200	\$0.4200	\$0.4200	\$0.4200	\$0.4200
11 - 16	\$0.4200	\$0.4200	\$0.4200	\$0.4200	\$0.4200	\$0.4200
17 - 22	\$0.4200	\$0.4200	\$0.4200	\$0.4200	\$0.4200	\$0.4200
23 - 30	\$0.4200	\$0.4200	\$0.4200	\$0.4200	\$0.4200	\$0.4200
31 - 40	\$0.4200	\$0.4200	\$0.4200	\$0.4200	\$0.4200	\$0.4200
41 - 55	\$0.4200	\$0.4200	\$0.4200	\$0.4200	\$0.4200	\$0.4200
56 - 85	\$0.4200	\$0.4200	\$0.4200	\$0.4200	\$0.4200	\$0.4200
86 - 124	\$0.4200	\$0.4200	\$0.4200	\$0.4200	\$0.4200	\$0.4200
125 - 244	\$0.4200	\$0.4200	\$0.4200	\$0.4200	\$0.4200	\$0.4200
245 - 475	\$0.4200	\$0.4200	\$0.4200	\$0.4200	\$0.4200	\$0.4200

3) Operator Dialed Calling Card Station billed to credit/charge card or LEC card:

Rate Mileage	<u>Day</u>		<u>Evening</u>		<u>Night/Weekend</u>	
	Initial Minute	Each Addt'l Minute	Initial Minute	Each Addt'l Minute	Initial Minute	Each Addt'l Minute
0 - 10	\$0.4200	\$0.4200	\$0.4200	\$0.4200	\$0.4200	\$0.4200
11 - 16	\$0.4200	\$0.4200	\$0.4200	\$0.4200	\$0.4200	\$0.4200
17 - 22	\$0.4200	\$0.4200	\$0.4200	\$0.4200	\$0.4200	\$0.4200
23 - 30	\$0.4200	\$0.4200	\$0.4200	\$0.4200	\$0.4200	\$0.4200
31 - 40	\$0.4200	\$0.4200	\$0.4200	\$0.4200	\$0.4200	\$0.4200
41 - 55	\$0.4200	\$0.4200	\$0.4200	\$0.4200	\$0.4200	\$0.4200
56 - 85	\$0.4200	\$0.4200	\$0.4200	\$0.4200	\$0.4200	\$0.4200
86 - 124	\$0.4200	\$0.4200	\$0.4200	\$0.4200	\$0.4200	\$0.4200
125 - 244	\$0.4200	\$0.4200	\$0.4200	\$0.4200	\$0.4200	\$0.4200
245 - 475	\$0.4200	\$0.4200	\$0.4200	\$0.4200	\$0.4200	\$0.4200

ISSUED:

EFFECTIVE:

ISSUED BY:

Lori Reese, Director of Governmental Affairs
 NewSouth Communications Corp.
 2 North Main Street
 Greenville, SC 29601

TELECOMMUNICATIONS SERVICES TARIFF

4.8 Operator Services: (continued)4.8.2 Rates Per Minute: (continued)

4) Operator Station:

a) Billed to Third Party, Collect, Person-to-Person and Sent Paid Non-Coin Calls

Rate Mileage	<u>Day</u>		<u>Evening</u>		<u>Night/Weekend</u>	
	<u>Initial Minute</u>	<u>Each Add'l Minute</u>	<u>Initial Minute</u>	<u>Each Add'l Minute</u>	<u>Initial Minute</u>	<u>Each Add'l Minute</u>
0 - 10	\$0.4700	\$0.4700	\$0.4700	\$0.4700	\$0.4700	\$0.4700
11 - 16	\$0.4700	\$0.4700	\$0.4700	\$0.4700	\$0.4700	\$0.4700
17 - 22	\$0.4700	\$0.4700	\$0.4700	\$0.4700	\$0.4700	\$0.4700
23 - 30	\$0.4700	\$0.4700	\$0.4700	\$0.4700	\$0.4700	\$0.4700
31 - 40	\$0.4700	\$0.4700	\$0.4700	\$0.4700	\$0.4700	\$0.4700
41 - 55	\$0.4700	\$0.4700	\$0.4700	\$0.4700	\$0.4700	\$0.4700
56 - 85	\$0.4700	\$0.4700	\$0.4700	\$0.4700	\$0.4700	\$0.4700
86 - 124	\$0.4700	\$0.4700	\$0.4700	\$0.4700	\$0.4700	\$0.4700
125 - 244	\$0.4700	\$0.4700	\$0.4700	\$0.4700	\$0.4700	\$0.4700
245 - 475	\$0.4700	\$0.4700	\$0.4700	\$0.4700	\$0.4700	\$0.4700

b) Sent Paid Coin Calls

Rate Mileage	<u>Day</u>		<u>Evening</u>		<u>Night/Weekend</u>	
	<u>Initial Minute</u>	<u>Each Add'l Minute</u>	<u>Initial Minute</u>	<u>Each Add'l Minute</u>	<u>Initial Minute</u>	<u>Each Add'l Minute</u>
0 - 10	\$1.2600	\$1.2600	\$1.2600	\$1.2600	\$1.2600	\$1.2600
11 - 16	\$1.2600	\$1.2600	\$1.2600	\$1.2600	\$1.2600	\$1.2600
17 - 22	\$1.2600	\$1.2600	\$1.2600	\$1.2600	\$1.2600	\$1.2600
23 - 30	\$1.2600	\$1.2600	\$1.2600	\$1.2600	\$1.2600	\$1.2600
31 - 40	\$1.2600	\$1.2600	\$1.2600	\$1.2600	\$1.2600	\$1.2600
41 - 55	\$1.2600	\$1.2600	\$1.2600	\$1.2600	\$1.2600	\$1.2600
56 - 85	\$1.2600	\$1.2600	\$1.2600	\$1.2600	\$1.2600	\$1.2600
86 - 124	\$1.2600	\$1.2600	\$1.2600	\$1.2600	\$1.2600	\$1.2600
125 - 244	\$1.2600	\$1.2600	\$1.2600	\$1.2600	\$1.2600	\$1.2600
245 - 475	\$1.2600	\$1.2600	\$1.2600	\$1.2600	\$1.2600	\$1.2600

ISSUED:

EFFECTIVE:

ISSUED BY:

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 NewSouth Communications Corp.
 2 North Main Street
 Greenville, SC 29601

TELECOMMUNICATIONS SERVICES TARIFF

4.8 Operator Services: (continued)4.8.2 Rates Per Minute: (continued)

5) Person-to-Person Service - other than sent paid coin:

Rate Mileage	<u>Day</u>		<u>Evening</u>		<u>Night/Weekend</u>	
	<u>Initial Minute</u>	<u>Each Add'l Minute</u>	<u>Initial Minute</u>	<u>Each Add'l Minute</u>	<u>Initial Minute</u>	<u>Each Add'l Minute</u>
0 - 10	\$0.4700	\$0.4700	\$0.4700	\$0.4700	\$0.4700	\$0.4700
11 - 16	\$0.4700	\$0.4700	\$0.4700	\$0.4700	\$0.4700	\$0.4700
17 - 22	\$0.4700	\$0.4700	\$0.4700	\$0.4700	\$0.4700	\$0.4700
23 - 30	\$0.4700	\$0.4700	\$0.4700	\$0.4700	\$0.4700	\$0.4700
31 - 40	\$0.4700	\$0.4700	\$0.4700	\$0.4700	\$0.4700	\$0.4700
41 - 55	\$0.4700	\$0.4700	\$0.4700	\$0.4700	\$0.4700	\$0.4700
56 - 85	\$0.4700	\$0.4700	\$0.4700	\$0.4700	\$0.4700	\$0.4700
86 - 124	\$0.4700	\$0.4700	\$0.4700	\$0.4700	\$0.4700	\$0.4700
125 - 244	\$0.4700	\$0.4700	\$0.4700	\$0.4700	\$0.4700	\$0.4700
245 - 475	\$0.4700	\$0.4700	\$0.4700	\$0.4700	\$0.4700	\$0.4700

ISSUED:

EFFECTIVE:

ISSUED BY:

Lori Reese, Director of Governmental Affairs
NewSouth Communications Corp.
2 North Main Street
Greenville, SC 29601

EXHIBIT D

FINANCIAL STATEMENTS

Balance Sheet
July 31, 2000**ASSETS**

Cash/Investments	\$39,686,744.00
Accounts Receivable	29,885,324.64
Other Current Assets	2,510,718.23
Fixed Assets	103,201,713.87
Other Assets	2,343,107.16
TOTAL ASSETS	<u><u>177,627,607.90</u></u>

LIABILITIES & EQUITY**Liabilities**

Accounts Payable	14,504,327.50
Accrued Expenses	13,317,865.64
Notes Payable	<u>58,115,812.04</u>
	85,938,005.18

Equity

Common Stock	35.00
Additional Paid-In Capital	125,262,090.00
Accumulated Deficit	<u>(33,572,522.28)</u>
	91,689,602.72

TOTAL LIABILITIES & EQUITY177,627,607.90

Statement of Income and Operations
For the Seven Months Ending July 31, 2000

Total Revenue	\$36,613,527.84
Total Cost of Services	17,379,074.32
Gross Margin	<u>19,234,453.52</u>
Selling, General & Administrative Expenses	30,812,504.75
Depreciation and Amortization	5,768,127.21
Interest and Taxes	<u>2,977,748.96</u>
Net Income (Loss)	<u><u>(20,323,927.40)</u></u>

EXHIBIT E

LIST OF 20% OR GREATER SHAREHOLDERS

<u>Name and Business Address</u>	<u>% of Shares Held</u>
NewSouth Holdings, Inc.	100%

EXHIBIT F

INITIAL DATA REQUESTS

State of South Dakota
Public Utilities Commission

INITIAL STAFF DATA REQUEST

REGARDING APPLICATION OF

NewSouth Communications Corp.

Q 1 Has the company received a certificate of authority to do business in South Dakota from the Secretary of State? If so, please provide a copy. If not, has the company made application to the Secretary of State for authority?

A 1 The Company's certificate of authority to do business in South Dakota is attached to its application as Exhibit A.

**State of South Dakota
Public Utilities Commission**

INITIAL STAFF DATA REQUEST

REGARDING APPLICATION OF

NewSouth Communications Corp.

Q.2. Has the company retained a registered agent for service of process in the State of South Dakota? If so, provide the name, address, and telephone number of the registered agent. If not, is the company in the process of retaining a registered agent?

A.2. The Company has retained as its registered agent within the State of South Dakota, National Registered Agents, Inc., 300 South Phillips Avenue, Suite 300, Sioux Falls, SD 57102.

**State of South Dakota
Public Utilities Commission**

INITIAL STAFF DATA REQUEST

REGARDING APPLICATION OF

NewSouth Communications Corp.

Q.3. List the states in which the company is presently doing intrastate business. Also provide the date service was started in each state.

A.3.

<u>State</u>	<u>Approximate Start Date</u>	<u>State</u>	<u>Approximate Start Date</u>
Alabama	1999	Tennessee	1999
Arkansas	12/99	Texas	1998
California	07/00	Utah	02/00
Colorado	03/00	Virginia	09/99
Connecticut	07/00	Vermont	Initiating operations
Delaware	12/99	West Virginia	02/00
Florida	01/99	Oklahoma	Initiating operations
Georgia	06/99		
Idaho	04/00		
Illinois	02/00		
Indiana	11/99		
Kansas	07/00		
Kentucky	1999		
Louisiana	04/99		
Maryland	03/00		
Michigan	02/00		
Minnesota	10/00		
Mississippi	1999		
Missouri	04/00		
Montana	04/00		
North Carolina	05/99		
North Dakota	06/00		
Nebraska	Initiating operations		
New Hampshire	06/00		
New Jersey	04/00		
New York	10/00		
Nevada	06/00		
Ohio	02/00		
Oregon	06/00		
Pennsylvania	03/00		
Rhode Island	08/00		
South Carolina	1998		

State of South Dakota
Public Utilities Commission

INITIAL STAFF DATA REQUEST

REGARDING APPLICATION OF

NewSouth Communications Corp.

Q.7. What are the reasons for the company seeking authority to conduct business in South Dakota?

A.7. The Company wishes to eventually provide service in all of the contiguous United States and will therefore, have customers in other states with long distance needs in South Dakota.

State of South Dakota
Public Utilities Commission

INITIAL STAFF DATA REQUEST

REGARDING APPLICATION OF

NewSouth Communications Corp.

Q.E. Is this registration part of a nationwide or regionwide application process before public utility commissions? If yes, state why South Dakota is included.

A.S. Yes. The Company does intend to provide service in all of the contiguous United States. South Dakota is included since many customers from other states will also have needs within the state of South Dakota.

State of South Dakota
Public Utilities Commission

INITIAL STAFF DATA REQUEST

REGARDING APPLICATION OF

NewSouth Communications Corp.

Q 9. When does the company intend to provide intrastate service to South Dakota subscribers?

A 9. The company intends to begin providing service in South Dakota as soon as is practical after its certification.

State of South Dakota
Public Utilities Commission

INITIAL STAFF DATA REQUEST

REGARDING APPLICATION OF

NewSouth Communications Corp.

Q. 10. If the company is providing intrastate service in South Dakota, when was it started?

A. 10. The company has not and is not currently providing intrastate service in South Dakota.

State of South Dakota
Public Utilities Commission

INITIAL STAFF DATA REQUEST

REGARDING APPLICATION OF

NewSouth Communications Corp.

Q.11. How does the company handle customer billings?

A.11. The Company's customers are billed directly on a monthly basis.

**State of South Dakota
Public Utilities Commission**

INITIAL STAFF DATA REQUEST

REGARDING APPLICATION OF

NewSouth Communications Corp.

Q.12. How does the company handle customer service matters?

A.12. The Company has Customer Service personnel available via a toll free number which is set forth on all bills.

State of South Dakota
Public Utilities Commission

INITIAL STAFF DATA REQUEST

REGARDING APPLICATION OF

NewSouth Communications Corp.

Q.13. Does the company have a toll-free telephone number for customer service? If so, what is it and is it included in the company's tariffs.

A.13. 1-888-627-5080. This toll free number is set forth in the Company's tariff.

**State of South Dakota
Public Utilities Commission**

INITIAL STAFF DATA REQUEST

REGARDING APPLICATION OF

NewSouth Communications Corp.

Q 14. Where is the customer service department located?

A 14. The Company's customer service department is located in Greenville, South Carolina.

State of South Dakota
Public Utilities Commission

INITIAL STAFF DATA REQUEST
REGARDING APPLICATION OF
NewSouth Communications Corp.

Q 15. How many customer service personnel are available to answer customer concerns?

A 15. The Company currently has 37 service personnel.

State of South Dakota
Public Utilities Commission

INITIAL STAFF DATA REQUEST

REGARDING APPLICATION OF

NewSouth Communications Corp.

Q 14 Does the company contract with other companies for customer services? If yes, provide their name, address and telephone number.

A 14 No.

State of South Dakota
Public Utilities Commission

INITIAL STAFF DATA REQUEST

REGARDING APPLICATION OF

NewSouth Communications Corp.

Q.17. Does the company own any telecommunications facilities? If so, where and what.

A.17. No. The company does not own any telecommunications facilities.

State of South Dakota
Public Utilities Commission

INITIAL STAFF DATA REQUEST

REGARDING APPLICATION OF

NewSouth Communications Corp.

Q. 18. Does the company have in-house service technicians to maintain the facilities? If not, who does the service?

A. 18. No. The company does not have any facilities and, therefore, does not have any in-house service technicians.

State of South Dakota
Public Utilities Commission

INITIAL STAFF DATA REQUEST
REGARDING APPLICATION OF
NewSouth Communications Corp.

Q.19. What types of intrastate telecommunication services will the company provide in South Dakota?

A.19. The company will provide resold MTS, Inbound 800/888 service, Travel Card service, and operator assisted services.

State of South Dakota
Public Utilities Commission

INITIAL STAFF DATA REQUEST

REGARDING APPLICATION OF

NewSouth Communications Corp.

Q.20. If the above services are resold services of another carrier, identify the carrier and the type of services purchased from that carrier.

A.20. The Company resells the services of Qwest Communications.

State of South Dakota
Public Utilities Commission

INITIAL STAFF DATA REQUEST

REGARDING APPLICATION OF

NewSouth Communications Corp.

Q.21. How does the company intend to market its services in South Dakota?

A.21. The company will market its services using print media or telephone sales.

State of South Dakota
Public Utilities Commission

INITIAL STAFF DATA REQUEST
REGARDING APPLICATION OF
NewSouth Communications Corp.

Q.22. How will potential customers be contacted?

A.22. Potential customers will be contacted via general print or other forms of media campaigns.

State of South Dakota
Public Utilities Commission

INITIAL STAFF DATA REQUEST

REGARDING APPLICATION OF

NewSouth Communications Corp.

Q.23. Will independent contractors and/or company sales people be selling the company services in South Dakota?

A.23. The Company may use company sales personnel or independent sales agents in South Dakota, but has no agents at this time.

State of South Dakota
Public Utilities Commission

INITIAL STAFF DATA REQUEST

REGARDING APPLICATION OF

NewSouth Communications Corp.

Q.24. If independent contractors are used, how does the company recruit such individuals?

A.24. The Company will recruit agents which are experienced in telecommunications sales.

State of South Dakota
Public Utilities Commission

INITIAL STAFF DATA REQUEST

REGARDING APPLICATION OF

NewSouth Communications Corp.

Q.25. Describe the training method undertaken by the company for independent contractors and company sale persons. Provide any materials used in the training process.

A.25. All training is performed by the Company.

State of South Dakota
Public Utilities Commission

INITIAL STAFF DATA REQUEST
REGARDING APPLICATION OF
NewSouth Communications Corp.

Q.26. If sales are made through independent contractors, is there a written contract or agreement between the company and the independent contractor? If so, please provide a copy of the agreement.

A.26. The Company has no agents at this time.

State of South Dakota
Public Utilities Commission

INITIAL STAFF DATA REQUEST
REGARDING APPLICATION OF
NewSouth Communications Corp.

Q.27. How are the sales individuals compensated, i.e. commission, salary, etc.?

A.27. Commissions are paid based on volume of sales.

State of South Dakota
Public Utilities Commission

INITIAL STAFF DATA REQUEST

REGARDING APPLICATION OF

NewSouth Communications Corp.

Q.28. Does the company engage in any multi-level marketing? If yes, provide a detailed explanation of the marketing procedure.

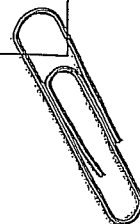
A.28. No.

Continuation

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of pages



**State of South Dakota
Public Utilities Commission**

INITIAL STAFF DATA REQUEST

REGARDING APPLICATION OF

NewSouth Communications Corp.

Q.29. Does the company have a target market?

A.29. The company markets its services to both residential and business customers.

State of South Dakota
Public Utilities Commission

INITIAL STAFF DATA REQUEST

REGARDING APPLICATION OF

NewSouth Communications Corp.

Q.30. Does the company market through nonprofit corporations or organizations? If so, please explain the methods used. How is the organization compensated? What types of organizations does the company or its agents solicit for assistance in sales?

A.30. The company does not market through nonprofit corporations or organizations.

State of South Dakota
Public Utilities Commission

INITIAL STAFF DATA REQUEST

REGARDING APPLICATION OF

NewSouth Communications Corp.

Q.31. Provide copies of any company brochures used to assist in the sale of services.

A.31. The Company does not have any sales brochures available.

**State of South Dakota
Public Utilities Commission**

INITIAL STAFF DATA REQUEST

REGARDING APPLICATION OF

NewSouth Communications Corp.

Q.32. Please indicate whether the company will provide intraLATA and/or interLATA services.

A.32. The company will provide both interLATA and IntraLATA services to the extent authorized by the Commission.

State of South Dakota
Public Utilities Commission

INITIAL STAFF DATA REQUEST

REGARDING APPLICATION OF

NewSouth Communications Corp.

Q.33. Does the company have a volume discount plan? If so, does it combine intrastate and interstate usage?

A.33. No.

**State of South Dakota
Public Utilities Commission**

INITIAL STAFF DATA REQUEST

REGARDING APPLICATION OF

NewSouth Communications Corp.

Q.34. Provide cost support for all rates shown in the company's tariff.

A.34. The Company's rates are based on the rate at which the company purchases the service with an adjustment for market considerations.

NOWALSKY, BRONSTON & GOTHARD, APLLC
GENERAL ACCOUNT
3500 N. CAUSEWAY BLVD., SUITE 1442
METAIRIE, LA 70002
(504) 832-1984

IBERIA BANK
GRETNA, LA 70053
84-7038/2654

7124

11/01/2000

PAY TO THE ORDER OF South Dakota Public Utilities Commission
Two hundred fifty and NO/100

\$ 250.00

South Dakota Public Utilities Commission

DOLLARS
Security features
included.
Details on back.



Filing Fee - NewSouth

⑈007124⑈ ⑆26547038⑆ ⑆20143163108⑈

South Dakota Public Utilities Commission

WEEKLY FILINGS

For the Period of November 2, 2000 through November 8, 2000

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

EL00-032 In the Matter of the Filing by Otter Tail Power Company for Approval of a Contract with Deviations with the City of Gary.

Application by Otter Tail Power Company to renew street lighting contract with the city of Gary due to expiration of existing contract.

Staff Analyst: Dave Jacobson
Staff Attorney: Kelly Frazier
Date Filed: 11/6/00
Intervention Deadline: NA

TELECOMMUNICATIONS

TC00-176 In the Matter of the Application of NewSouth Communications Corp. for a Certificate of Authority to Provide Telecommunications Services in South Dakota.

Application by NewSouth Communications Corp. for a certificate of authority to provide intrastate interexchange telecommunications services in South Dakota including message toll service, Travel Card and operator assisted services by reselling the services of underlying carriers.

Staff Analyst: Dave Jacobson
Staff Attorney: Kelly Frazier
Date Filed: 11/2/00
Intervention Deadline: 11/24/00

TC00-177 In the Matter of the Application of USA Digital Communications, Inc. for a Certificate of Authority to Provide Telecommunications Services in South Dakota.

USA Digital Communications, Inc. is seeking a Certificate of Authority to provide resold interexchange telecommunication services in South Dakota. The applicant intends to offer switched and dedicated 1+ services to business and residential customers.

Staff Analyst: Keith Senger
Staff Attorney: Kelly Frazier
Date Docketed: 11/06/00
Intervention Deadline: 11/24/00

TC00-178 In the Matter of the Filing by Qwest Corporation for Approval of a Revision to its Pierre-Fort Pierre Locality Special Rate Area Map.

Qwest Corporation has filed with the Public Utilities Commission a revision to its Pierre-Fort Pierre Locality Special Rate Area Map. The territory being removed from the Qwest Pierre-Fort Pierre exchange will now

be in the Golden West exchange territory and Golden West will serve the customers in that area.

Staff Analyst: Michele Farris
Staff Attorney: Kelly Frazier
Date Docketed: 11/8/00
Intervention Date: 11/24/00

TC00-179 In the Matter of the Application of Telephone Associates, Inc. for a Certificate of Authority to Provide Telecommunications Services in South Dakota.

On November 8, 2000, the Commission received an application from Telephone Associates, Inc. for a Certificate of Authority to provide interexchange telecommunication services in South Dakota. Telephone Associates, Inc. seeks to offer direct dial outbound and inbound telecommunication services, and travel card service to residential and business customers, utilizing switched and dedicated access facilities.

Staff Analyst: Dave Jacobson
Staff Attorney: Kelly Frazier
Date Docketed: 11/8/00
Intervention Deadline: 11/24/00

TC00-180 In the Matter of the Filing for Approval of a Fourth Amendment to an Interconnection Agreement between Qwest Corporation and McLeodUSA Telecommunications Services, Inc.

An Amendment No. 4 to the Interconnection Agreement between Qwest Corporation (Qwest) and McLeodUSA Telecommunications Services, Inc. (McLeod) was filed with the Commission for approval. The agreement is a negotiated agreement with the parties adopting the negotiated interconnection agreement between McLeod and Qwest f/k/a U S WEST which was approved by the Commission effective July 23, 1999 in Docket No. TC99-057*. Three amendments have since been filed and approved. The first and second amendments were approved on September 29, 2000 in Docket No. TC00-119 and the third amendment was approved on September 29, 2000 in Docket No. TC00-119. Amendment No. 4 addresses the terms and conditions of line sharing. Any party wishing to comment on the agreement may do so by filing written comments with the Commission and the parties to the agreement no later than November 29, 2000. Parties to the agreement may file written responses to the comments no later than twenty days after the service of the initial comments.

* The application indicates that TC99-057 was an "arbitrated interconnection agreement." The application also indicate it too was a negotiated agreement.

Staff Attorney: Kelly Frazier
Date Docketed: 11/08/00
Initial Comments Due: 11/29/00

TC00-181 In the Matter of the Filing for Approval of a First Amendment to an Interconnection Agreement between Qwest Corporation and Sprint Communications Company, L.P.

An Amendment No. 1 to the Interconnection Agreement between Qwest Corporation (Qwest) and Sprint Communications Company, L.P. (Sprint) was filed with the Commission for approval. The agreement is a negotiated agreement with the parties adopting the negotiated interconnection agreement between Sprint and Qwest f/k/a U S WEST which was approved by the Commission effective November 27, 1999 in Docket No. TC97-149*. Amendment No. 1 addresses the terms and conditions for line sharing. Any party wishing to comment on the agreement may do so by filing written comments with the Commission and the parties to the agreement no later than November 29, 2000. Parties to the agreement may file written responses to the comments no later than twenty days after the service of the initial comments.

* The application indicates that TC97-149 was an "arbitrated interconnection agreement" but records indicate it too was a negotiated agreement.

Staff Attorney: Kelly Frazier
Date Docketed: 11/08/00
Initial Comments Due: 11/29/00

TC00-182 In the Matter of the Filing for Approval of a First Amendment to an Interconnection Agreement between Qwest Corporation and New Edge Network, Inc. d/b/a New Edge Networks.

An Amendment No. 1 to the Interconnection Agreement between Qwest Corporation (Qwest) and New Edge Network, Inc. d/b/a New Edge Networks (New Edge) was filed with the Commission for approval. The agreement is a negotiated agreement with the parties adopting the negotiated interconnection agreement between New Edge and Qwest f/k/a U S WEST which was approved by the Commission effective January 12, 2000 in Docket No. TC99-109*. Amendment No. 1 replaces an interim line sharing agreement. Any party wishing to comment on the agreement may do so by filing written comments with the Commission and the parties to the agreement no later than November 29, 2000. Parties to the agreement may file written responses to the comments no later than twenty days after the service of the initial comments.

* The application indicates that TC99-109 was an "arbitrated interconnection agreement" but records indicate it too was a negotiated agreement.

Staff Attorney: Kelly Frazier
Date Docketed: 11/08/00
Initial Comments Due: 11/29/00

You may receive this listing and other PUC publications via our website or via internet e-mail. You may subscribe or unsubscribe to the PUC mailing lists at <http://www.state.sd.us/puc/>

NOWALSKY, BRONSTON & GOTHARD

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Leon L. Nowalsky
Benjamin W. Bronston
Edward P. Gothard

Monica Borne Haab
EllenAnn G. Sands
Bruce C. Retzer

December 8, 2000

RECEIVED

DEC 11 2000

Via Overnight Delivery

William Bullard, Jr., Executive Secretary
South Dakota Public Utilities Commission
500 E. Capitol Avenue
Pierre, SD 57501

**SOUTH DAKOTA PUBLIC
UTILITIES COMMISSION**

RE: NewSouth Communications Corp. (Docket No. TC00-176)

Dear Mr. Bullard:

Set forth below are responses to Staff correspondence issued on December 7, 2000. The responses correspond in number with Staff's requests.

1. The address for NewSouth Holdings is 2 N. Main Street, Greenville, SC 29601.
2. The Applicant does not have a cash flow statement, annual report, or report to stockholders and requests a waiver of ARSD 20:10:24:01(8) for these requirements.
3. The Applicant is in good standing with the appropriate regulatory agency in all states where it is registered or certified.
4. Compliance with the requirements of ARSD 20:10:24:05(3), (4), (6), (8), (10), (11), (12) and (13) regarding its provision of alternative operator services:
 - ARSD 20:10:24:05(3) - The Applicant agrees to utilize auditable service quality standards, including call processing time requirements, which will be available to the Commission upon requests;
 - ARSD 20:10:24:05(4) - The Applicant will post on or in close proximity to the telephone in plain view of anyone using the telephone, a notice in bold type which reads: "SERVICES FROM THIS TELEPHONE MAY BE AT RATES DIFFERENT FROM YOUR LONG DISTANCE COMPANY. BEFORE PLACING YOUR CALL YOU HAVE THE RIGHT TO REQUEST INFORMATION REGARDING CHARGES FROM THE OPERATOR. INSTRUCTIONS FOR REACHING THE TELECOMMUNICATIONS COMPANY OF YOUR CHOICE ARE AVAILABLE FROM THAT COMPANY." The notice will include the name and address of the Company, and a customer service number for receipt of further service and billing information.

SD PUC

re: NewSouth (Docket No. TC00-176)

December 8, 2000

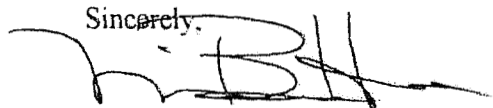
Page 2 of 2

- ARSD 20:10:24:05(6) - The Applicant will prohibit call blocking and will not contract with any entity which engages in call blocking. Contracts with all entities will prohibit call blocking. In addition, the Applicant will not knowingly pay commissions to any contracting entity which violates the blocking provisions of its contract with the Applicant. However, to the extent that ARSD 20:10:24:05(6) includes blocking of 900, 976 or other pay-per-call services, the Applicant requests a waiver since 900, 976 and other calls made for pay-per-call services from payphones are difficult if not impossible to bill for.
- ARSD 20:10:24:05(8) - The Applicant agrees that for billing purposes, it will itemize, identify and rate calls from the point of origination to the point of termination. No call will be transferred by an operator service provider to another carrier which cannot or will not complete the call, unless the call can be billed in accordance with this provision.
- ARSD 20:10:24:05(10) - The Applicant will bill for its services only, and at the rates contained in its tariff filed with the Commission.
- ARSD 20:10:24:05(11) - The Applicant will disclose its name, address, and phone number on any bill which includes charges for services it has provided.
- ARSD 20:10:24:05(12) - Customers subscribing to the Applicant's operator services are compensated based on a percentage of usage collected.
- ARSD 20:10:24:05(13) - The Applicant certifies that it is complying with all federal requirements established under the Telephone Operator Consumer Services Improvement Act of 1990, 47 U.S.C. §226 (October 26, 1992).

- 3. The Company will not offer prepaid cards, collect deposits or advanced payments, and agrees to restriction of these services by the Commission. The Company further agrees that if it decides to provide prepaid service or collect deposits or advanced payments in the future it will first provide a \$25,000 bond to the Commission.
- 6. Amended Sheet 12 containing Staff recommended revision is attached hereto.
- 7. Amended Sheet 18 containing Staff requested revision is attached hereto.
- 8. Amended Sheet 28 containing Staff requested revision is attached.

If you should have any questions regarding this filing, please do not hesitate to call.

Sincerely,



Monica Borne Haab

Enclosure

TELECOMMUNICATIONS SERVICES TARIFF

2.3 Use of Service

Service may not be used for any unlawful purposes.

The minimum period for service is one month (30 days) unless otherwise noted in the service description.

2.4 Liability of Carrier

2.4.1 Carrier liability to any person, firm or entity for damages, either direct, indirect, consequential, special, incidental, actual, punitive, or for any other damages or for any lost profits of any kind or nature whatsoever, arising out of mistakes, accidents, errors, omissions, interruptions, delays or defects in transmissions, shall be determined in accordance with SDCL 49-13-1 and 49-13-1.1 and any other applicable law.

ISSUED:**EFFECTIVE:****ISSUED BY:**

Lori Reese, Director of Governmental Affairs
NewSouth Communications Corp.
2 North Main Street
Greenville, SC 29601

TELECOMMUNICATIONS SERVICES TARIFF4.2 On-net Domestic Long Distance Rates

4.2.1 1 Year Term Commitment:

<u>Commitment Level *</u>	<u>Rate Per Minute</u>
\$1,000	\$0.079/minute
\$2,000	\$0.076/minute
\$4,000	\$0.073/minute
\$7,000 +	\$0.070/minute

* Commitment level incorporates customers' usage of the Company's interexchange services.

Billing Increments: 18 second initial, 6 second increments thereafter.

4.2.2 2 Year Term Commitment:

<u>Commitment Level *</u>	<u>Rate Per Minute</u>
\$1,000	\$0.076/minute
\$2,000	\$0.073/minute
\$4,000	\$0.070/minute
\$7,000 +	\$0.067/minute

* Commitment level incorporates customers' usage of the Company's interexchange services.

Billing Increments: 18 second initial, 6 second increments thereafter.

ISSUED:**EFFECTIVE:****ISSUED BY:**

Lori Reese, Director of Governmental Affairs
NewSouth Communications Corp.
2 North Main Street
Greenville, SC 29601

TELECOMMUNICATIONS SERVICES TARIFF4.2 On-net Domestic Long Distance Rates (contd.)

4.2.3 3 Year Term Commitment:

<u>Commitment Level *</u>	<u>Rate Per Minute</u>
\$1,000	\$0.073/minute
\$2,000	\$0.070/minute
\$4,000	\$0.067/minute
\$7,000 +	\$0.064/minute

* Commitment level incorporates customers' usage of the Company's interexchange services.

Billing Increments: 18 second initial, 6 second increments thereafter.

4.3 Phone Card Rates

<u>Term Commitment</u>	<u>Rate Per Minute</u>
1 Year Term	\$0.220/minute
2 Year Term	\$0.210/minute
3 Year Term	\$0.200/minute

Billing Increments: 30 second initial, 6 second increments thereafter.

ISSUED:EFFECTIVE:

ISSUED BY: Lori Reese, Director of Governmental Affairs
NewSouth Communications Corp.
2 North Main Street
Greenville, SC 29601

NOWALSKY, BRONSTON & GOTHARD

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Attorneys at Law

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Monica Borne Haab
Ellen Ann G. Sands
Bruce C. Betzer

January 9, 2001

Via Overnight Delivery

William Bullard, Jr., Executive Secretary
South Dakota Public Utilities Commission
500 E. Capitol Avenue
Pierre, SD 57501

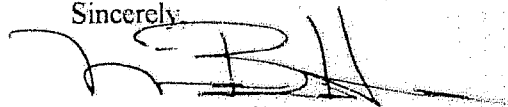
RE: NewSouth Communications Corp. (Docket No. TC00-176)

Dear Mr. Bullard:

Enclosed please find amended original tariff Sheet 18 containing a Staff requested revision. This revised tariff sheet was inadvertently omitted from the Company's response submitted on December 8th.

If you should have any questions, please do not hesitate to call.

Sincerely,



Monica Borne Haab

Enclosure

RECEIVED

JAN 10 2001

SOUTH DAKOTA PUBLIC
UTILITIES COMMISSION

TELECOMMUNICATIONS SERVICES TARIFF

2.6.7 Customer Complaint Procedure

- A. Carrier will resolve any disputes brought to its attention as promptly and effectively as possible.
- B. Customer inquiries, complaints or notices may be made in writing to the Company at the address stated in this tariff or via the Customer Services toll free telephone number: 1-888-627-5080.
- C. Any unresolved disputes may be directed to the attention of the South Dakota Public Utilities Commission at:

500 East Capitol Avenue
Pierre, South Dakota 57501-5070
(605) 773-3201 or
1-800-332-1782
- D. In the event of a dispute concerning an invoice, the customer must pay a sum equal to the amount of the undisputed portion of the bill. Service shall not be disconnected for nonpayment of the disputed portion of the bill for 30 days after rendition of the disputed bill.

2.7.1 RESERVED FOR FUTURE USE.

RECEIVED
JAN 10 2001
SOUTH DAKOTA PUBLIC
UTILITIES COMMISSION

ISSUED:

EFFECTIVE:

ISSUED BY:

Lori Reese, Director of Governmental Affairs
NewSouth Communications Corp.
2 North Main Street
Greenville, SC 29601

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

IN THE MATTER OF THE APPLICATION OF)	ORDER GRANTING
NEWSOUTH COMMUNICATIONS CORP. FOR)	CERTIFICATE OF
A CERTIFICATE OF AUTHORITY TO PROVIDE)	AUTHORITY
INTEREXCHANGE TELECOMMUNICATIONS)	
SERVICES IN SOUTH DAKOTA)	TC00-176

On November 2, 2000, 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 NewSouth Communications Corp. (NewSouth).

NewSouth proposes to offer resold intrastate interexchange telecommunications services in South Dakota, including message toll service, incoming 800/888, travel card and operator assisted services by reselling the services of underlying carriers. A proposed tariff was filed by NewSouth. The Commission has classified long distance service as fully competitive.

On November 9, 2000, the Commission electronically transmitted notice of the filing and the intervention deadline of November 24, 2000, to interested individuals and entities. No petitions to intervene or comments were filed and at its February 6, 2001, meeting, the Commission considered NewSouth's request for a certificate of authority. Commission Staff recommended granting a certificate of authority, subject to the condition that NewSouth not offer a prepaid calling card or require deposits or advance payments without prior approval of the Commission. Commission Staff further recommended a waiver of ARSD 20:10:24:02(8), and also recommended a limited waiver of ARSD 20:10:24:05(6) with the condition that only 900 and 976 type pay per call calls from payphones be allowed to be blocked.

The Commission finds that it has jurisdiction over this matter pursuant to SDCL Chapter 49-31, specifically 49-31-3 and ARSD 20:10:24:02 and 20:10:24:03. The Commission finds that NewSouth has met the legal requirements established for the granting of a certificate of authority. NewSouth has, in accordance with SDCL 49-31-3, demonstrated sufficient technical, financial and managerial capabilities to offer telecommunications services in South Dakota. Further, the Commission finds that there is good cause to waive ARSD 20:10:24:02(8), and to grant a limited waiver of ARSD 20:10:24:05(6) with the condition that only 900 and 976 type pay per call calls from payphones be allowed to be blocked. The Commission approves NewSouth's application for a certificate of authority, subject to the condition that NewSouth not offer a prepaid calling card or require deposits or advance payments without prior approval of the Commission. As the Commission's final decision in this matter, it is therefore

ORDERED, that NewSouth's application for a certificate of authority is hereby granted, subject to the condition that NewSouth not offer a prepaid calling card or require deposits or advance payments without prior approval of the Commission. It is

FURTHER ORDERED, that the Commission finds good cause to waive ARSD 20:10:24:02(8), and to grant a limited waiver of ARSD 20:10:24:05(6) with the condition that only 900 and 976 type pay per call calls from payphones be allowed to be blocked. It is

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

Dated at Pierre, South Dakota, this 15th day of February, 2001.

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><i>Neiline Kalbo</i></u>
Date:	<u>2/15/01</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 as of the date of the
Order Granting Certificate of Authority
Docket No. TC00-176

This is to certify that

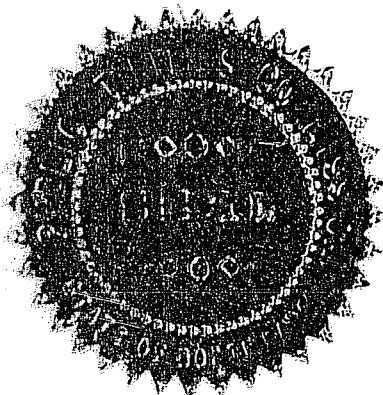
NEWSOUTH COMMUNICATIONS CORP.

is authorized to provide interexchange telecommunications services in
South Dakota, subject to the condition that it not offer a prepaid calling
card or require deposits or advance payments without prior approval of the
Commission.

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 15th day of February, 2001.

SOUTH DAKOTA PUBLIC
UTILITIES COMMISSION:



James A. Burg
JAMES A. BURG, Chairman

Pam Nelson
PAM NELSON, Commissioner