



November 17, 2009

Via Electronic Filing

Ms. Patricia Van Gerpen, Executive Director
South Dakota Public Utilities Commission
Capitol Building, 1st Floor
500 East Capitol Avenue
Pierre, SD 57501-5070

**Re: Lattice Incorporated - Request for amended authority to offer prepaid services
DN 09-089**

Dear Ms. Van Gerpen:

This letter is submitted on behalf of Lattice Incorporated to request modification of the authority granted to it by order issued November 3, 2009 in the above referenced proceeding. Lattice hereby requests authority to offer prepaid service options in conjunction with its institutional calling services. Lattice plans to offer prepaid and debit services to inmates and their families as additional options to the automated collect services already authorized.

By separate filing, the required Irrevocable Letter of Credit in the amount of \$25,000 is being or has been submitted to the Commission.

Per the Commission's November 3, 2009 order, Lattice may not offer prepaid services (including prepaid calling cards) and not accept or require any deposits or advance payments without prior approval of the Commission. Lattice therefore respectfully requests that the Commission issue an order granting it such authority as expeditiously as possible.

Questions regarding this filing may be directed to me at (407) 740-3004.

Sincerely,

Robin Norton, Consultant to
Lattice Incorporated

cc: Terry Whiteside – Lattice Incorporated
file: Lattice - SD
tms: SDn0900b

IRREVOCABLE STANDBY LETTER OF CREDIT NUMBER SM236054W

LETTER OF CREDIT AMOUNT	ISSUE DATE	EXPIRY DATE
USD 25,000.00	11/13/09	11/13/10

BENEFICIARY:
 SOUTH DAKOTA PUBLIC UTILITIES COMMISSION
 CAPITOL BUILDING, 1ST FLOOR
 500 EAST CAPITOL AVENUE
 PIERRE, SOUTH DAKOTA 57501

APPLICANT:
 LATTICE INCORPORATED
 7150 N PARK DRIVE SUITE 500
 PENNSAUKEN, NJ 08109

WE HEREBY OPEN OUR IRREVOCABLE STANDBY LETTER OF CREDIT IN YOUR FAVOR FOR THE ACCOUNT OF THE ABOVE REFERENCED APPLICANT IN THE AGGREGATE AMOUNT OF (USD TWENTY FIVE THOUSAND AND 00/100'S) USD 25,000.00 WHICH IS AVAILABLE BY PAYMENT UPON PRESENTATION OF THE FOLLOWING DOCUMENTS:

1. A DRAFT AT SIGHT DRAWN ON WACHOVIA BANK, NATIONAL ASSOCIATION, DULY ENDORSED ON ITS REVERSE SIDE THEREOF BY THE BENEFICIARY, SPECIFICALLY REFERENCING THIS LETTER OF CREDIT NUMBER.
2. THE ORIGINAL LETTER OF CREDIT AND ANY AMENDMENTS ATTACHED THERETO.
3. A DATED STATEMENT ISSUED ON THE LETTERHEAD OF THE BENEFICIARY AND PURPORTEDLY SIGNED BY AN AUTHORIZED REPRESENTATIVE STATING:
 YOU ARE HEREBY NOTIFIED, THE UNDERSIGNED HEREBY CERTIFIES, THAT THE UNDERSIGNED IS AN OFFICIAL DESIGNATED AND DULY AUTHORIZED BY THE SOUTH DAKOTA PUBLIC UTILITIES COMMISSION ("COMMISSION") ACTING AS CUSTODIAN FOR THE BENEFIT OF SOUTH DAKOTA CUSTOMERS TO DELIVER THIS NOTICE AND THAT (I) CLAIM(S) HAVE BEEN PRESENTED BY SOUTH DAKOTA CUSTOMER(S) AGAINST LATTICE INCORPORATED ("LATTICE") FOR FAILURE TO PROVIDE PRE-PAID TELECOMMUNICATIONS SERVICES, AND/OR (II) THERE IS REASONABLE BASIS FOR THE COMMISSION TO BELIEVE THAT LATTICE IS INSOLVENT OR HAS DEFAULTED OR IS THREATENING TO DEFAULT ON ONE OR MORE OBLIGATIONS TO PROVIDE SERVICES TO SOUTH DAKOTA CUSTOMERS FOR WHICH THEY HAVE BEEN PRE-PAID. WE THEREFORE DEMAND PAYMENT IN THE AMOUNT OF (INSERT AMOUNT) AS SAME IS DUE AND OWING.

THIS IRREVOCABLE LETTER OF CREDIT SETS FORTH IN FULL THE TERMS OF OUR UNDERTAKING. THIS UNDERTAKING IS INDEPENDENT OF AND SHALL NOT IN ANY WAY BE MODIFIED, AMENDED, AMPLIFIED, OR INCORPORATED BY REFERENCE TO ANY DOCUMENT, CONTRACT, OR AGREEMENT REFERENCED HEREIN.

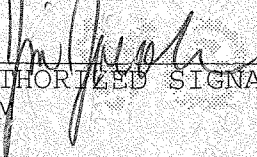
WE HEREBY AGREE WITH YOU THAT DRAFT(S) DRAWN UNDER AND IN COMPLIANCE WITH THE TERMS AND CONDITIONS OF THIS CREDIT SHALL BE DULY HONORED IF PRESENTED TOGETHER WITH DOCUMENT(S) AS SPECIFIED ABOVE AT OUR OFFICE LOCATED AT 401 LINDEN STREET, MAIL CODE D4004-012, WINSTON-SALEM, NC 27101, ATTENTION: STANDBY LETTERS OF CREDIT ON OR BEFORE THE ABOVE STATED EXPIRY DATE, OR ANY EXTENDED EXPIRY DATE IF APPLICABLE.

CONTINUED ON NEXT PAGE WHICH FORMS AN INTEGRAL PART OF THIS IRREVOCABLE STANDBY LETTER OF CREDIT

IRREVOCABLE STANDBY LETTER OF CREDIT NO. SM236054W PAGE NO. 2 11/13/09

EXCEPT AS OTHERWISE EXPRESSLY STATED HEREIN, THIS LETTER OF CREDIT IS SUBJECT TO THE INTERNATIONAL STANDBY PRACTICES 1998, INTERNATIONAL CHAMBER OF COMMERCE PUBLICATION NO. 590 ("ISP98").

SINCERELY,



AUTHORIZED SIGNATURE
LAM

THE ORIGINAL OF THIS LETTER OF CREDIT CONTAINS AN EMBOSSED SEAL OVER THE AUTHORIZED SIGNATURE.

PLEASE DIRECT ANY CORRESPONDENCE INCLUDING DRAWING OR INQUIRY QUOTING OUR REFERENCE NUMBER TO:

WACHOVIA BANK, NATIONAL ASSOCIATION
401 LINDEN STREET, MAIL CODE D4004-012
WINSTON SALEM, NORTH CAROLINA 27101

OUR CUSTOMER CARE PHONE NUMBER FOR ANY QUERIES IS 800-776-3862
OUR FAX NUMBER IS 336-735-0950