

**EXHIBIT III**

**Management Qualifications and Experience**

**John F. Cassidy**  
**President and Chief Executive Officer**  
**Cincinnati Bell Inc.**

John F. Cassidy is President and Chief Executive Officer of Cincinnati Bell Inc. He reports directly to the Board of Directors. Mr. Cassidy has 20 plus years of telecommunications experience.

Mr. Cassidy is responsible for developing, establishing and executing strategic and operational plans for all Cincinnati Bell companies including Cincinnati Bell Wireless, Cincinnati Bell Telephone, Cincinnati Bell Any Distance, Cincinnati Bell's Public Phone operations, and Cincinnati Bell Technology Solutions.

Previously, Mr. Cassidy served as President and COO of the local Cincinnati Bell operations and Cincinnati Bell Wireless. As President of Cincinnati Bell Wireless, he led the nation's most successful PCS business, and later, the nation's most successful prepaid PCS business, branded i-wireless.

Prior to joining Cincinnati Bell, Mr. Cassidy served as Vice President of Sales for Cantel, Canada's largest cellular provider. He joined Cantel after holding the position of Vice President of Sales and Marketing for the Ericsson Communication's mobile handset business, where he was responsible for the brand's introduction in North America. Mr. Cassidy was formerly Vice President of Sales and Marketing for the General Electric cellular phone business.

After attending Cleveland State University's Management and Labor Relation program, Mr. Cassidy served in executive-level positions in Labor Relations and Human resources for TransOhio Savings Bank and the Cleveland Press.

Beyond his work in the telecommunications industry, Mr. Cassidy is also an active member of the community. He serves on the boards of the Red Cross of Cincinnati, the Boys and Girls Club Advisory Board, the Boomer Esiason Foundation and is the past chair of the Cincinnati Chamber of Commerce's Regional Technology Initiative. Mr. Cassidy has been honored as the Personal Communications Industry Association's (PICA) Distinguished Corporate Citizen, the Boomer Esiason Foundation's Man of the Year and the Cincinnati Friar's Club Man of the Year. He also has been awarded the NAACP's Wright Overstreet Award for Education, the Cincinnati School Board's "Making A Difference" award, and Clay Pigeon Magazine's Shooting Sportsman of the Year award for 2003.

**Kurt Freyberger**  
**Chief Financial Officer**

Kurt Freyberger is Chief Financial Officer (CFO) for Cincinnati Bell Inc. He reports directly to Jack Cassidy, president and chief executive officer of Cincinnati Bell. As CFO, Mr. Freyberger is responsible for Cincinnati Bell's corporate accounting, finance, treasury, and tax functions, as well as investor relations and corporate communications.

Mr. Freyberger joined the company in 2005 as Vice President and Controller, and added responsibility for investor relations and corporate communications in 2009. He most recently served as the division chief financial officer of Cincinnati Bell Communications. Prior to joining Cincinnati Bell, Mr. Freyberger was employed by Chiquita Brands International, serving in various capacities including assistant corporate controller and director of financial reporting. Prior to working at Chiquita, Mr. Freyberger was an audit manager with PricewaterhouseCoopers.

Mr. Freyberger is a certified public accountant in the state of Ohio, and a member of the American Institute of Certified Public Accountants (AICPA), the Ft. Thomas Lions Club and the finance committee of Gloria Dei Lutheran Church.

**Theodore H. Torbeck**  
**President and General Manager**

Ted Torbeck is President and General Manager of Cincinnati Bell Communications. Ted is responsible for all Cincinnati-based communications businesses, which include Cincinnati Bell Telephone and our other Wireline companies, Cincinnati Bell Wireless and CBTS. He reports directly to the President and Chief Executive Officer, Jack Cassidy.

Prior to joining Cincinnati Bell, Ted was Chief Executive Officer of the Freedom Group, a company that generates approximately \$850 million in annual revenues in firearms, ammunition and related products. Prior to this role, Ted served as the Vice President of Operations for GE Industrial, President and CEO of GE's Rail Services business as well as the Vice President of Global Supply Chain for GE Aircraft Engines.

Ted is a native of Cincinnati and earned his B.S. in Marketing from Miami University in Oxford, Ohio and his MBA at Xavier University. Ted is on the Board of Directors for United Way of Greater Cincinnati and serves on the Minority Business Accelerator Leadership Council for the Cincinnati USA Regional Chamber. Ted is also the capital campaign co-chair for St. Aloysius.

**Susan M. Kinsey**  
**Vice President and Controller**

Sue Kinsey is Vice President and Controller for Cincinnati Bell Inc. As Chief Accounting Officer, Mrs. Kinsey's primary responsibilities include accounting, internal controls and financial reporting. She joined Cincinnati Bell in 2011 and reports directly to Kurt Freyberger, Cincinnati Bell's Chief Financial Officer.

Prior to joining Cincinnati Bell, Mrs. Kinsey was Associate Vice President — Accounting Services for Luxottica Retail North America and prior to that, Senior Vice President — Director of Financial Reporting for PNC Financial Services Group, Inc. and Senior Vice President — Assistant Treasurer for National City Corporation. Mrs. Kinsey was also a Principal in Andersen's audit practice.

Mrs. Kinsey holds a bachelor's degree in business administration from the University of Cincinnati. She is a certified public accountant and a member of both the American Institute of Certified Public Accountants and the Ohio Society of Certified Public Accountants.

**Christopher J. Wilson**  
**Vice President and General Counsel**

Christopher J. Wilson is the Vice President and General Counsel for Cincinnati Bell Inc. He was elected to his current position August 6, 2003. Mr. Wilson reports directly to John F. Cassidy, President and CEO of Cincinnati Bell Inc. Mr. Wilson has 20+ years of telecommunications experience.

Prior to his current position Mr. Wilson served as Associate General Counsel for the company's Cincinnati-based operating subsidiaries from November 1998 to August 2003. Before joining the in-house legal team at Cincinnati Bell Inc., Mr. Wilson was a partner at Frost Brown Todd LLP.

Mr. Wilson Graduated from Thomas Moore College in 1988 with a B.A. in Economics, and subsequently earned his law degree from the University of Notre Dame in 1991.

**Brian G. Keating**  
**Vice President Human Resources and Administration**

Brian G. Keating is responsible for HR policy development and administration, management and leadership development, employee and labor relations, health and safety and security and corporate services. He reports directly to Jack Cassidy, President and Chief Executive Officer of Cincinnati Bell.

Mr. Keating joined Cincinnati Bell Telephone in 1978. During his tenure he has held many different positions including: frame technician, station installation technician, labor relations manager, retail stores and credit card processing center director, consumer sales and service director and labor relations director. In 2000, Mr. Keating became vice president of human resources for Cincinnati operations and in 2003 was promoted to his current position.

He has been active in numerous community organizations, such as the Hearing, Speech and Deaf Center of Cincinnati, Korean Family Connections and the Cincinnati Chapter of the American Red Cross. He has also served as a board member of Cintel Federal Credit Union.

Mr. Keating earned a bachelor's degree in Industrial Relations and a Juris Doctor degree from the University of Cincinnati. He is a member of the Ohio Bar.

**Christopher C. Elma**  
**Vice President – Treasury and Tax**

Christopher C. Elma is Vice President- Treasury and Tax and is responsible for all Corporate Tax and Internal Audit matters of Cincinnati Bell Inc. and its subsidiaries.

Mr. Elma joined Cincinnati Bell Inc. in January 1999 as a manager in the Tax Department. He held various positions within the department until becoming Managing Director of Corporate Tax in January 2006. In May 2009, he assumed the additional responsibility for Internal Controls in his position as Managing Director – Tax & Internal Control.

Prior to joining Cincinnati Bell Inc. Mr. Elma spent five years with Milacron Inc. serving in various tax staff and supervisory positions.

Mr. Elma earned his Bachelor of Science degree in Accounting from the University of Cincinnati in Cincinnati, Ohio.



**Scott Thomas**  
**Managing Director – Corporate Tax**

Scott Thomas is Managing Director – Corporate Tax for Cincinnati Bell, Inc. He is responsible for the management of the corporate tax function. He reports directly to Chris Elma, Cincinnati Bell's Managing Director – Tax and Internal Controls.

Mr. Thomas joined the company in 2000 as a Senior Tax Accountant and most recently served as a Senior Manager – Corporate Tax. His previous experience includes a tax position at Arthur Andersen.

He is a certified public accountant in the state of Kentucky and a member of the Kentucky Society of CPAs and the American Institute of Certified Public Accountants (AICPA).

Mr. Thomas is a graduate of the University of Kentucky receiving his bachelor's degree in accounting.

**Theodore W. Heckmann**  
**Assistant Corporate Secretary & Managing Director – Regulatory and Government Affairs**

Theodore W. Heckmann is Managing Director – Regulatory and Government Affairs and is responsible for all Federal and State government and regulatory matters. Mr. Heckmann reports directly to Christopher J. Wilson, Vice President and General Counsel for Cincinnati Bell Inc. Mr. Heckmann has 32 years of telecommunications experience.

Mr. Heckmann has held various Finance, Accounting and Regulatory positions within Cincinnati Bell. He assumed his current position on July 1, 2009.

Mr. Heckmann graduated from Bowling Green State University in Bowling Green, Ohio, in 1980 with a B.S. in Accounting and he earned an MBA from Xavier University in Cincinnati, Ohio, in 1987.

**Leigh R Fox**  
**SVP of Finance and Operations**

Leigh R. Fox is SVP of Finance and Operations reporting to the President of Cincinnati Bell Communications and is responsible for planning, forecasting, sourcing and certain subsidiary operations within the company.

Mr. Fox has been in a leadership role within Cincinnati Bell since 2004. His experiences include various roles in finance, accounting, and operations. Prior to Cincinnati Bell, Mr. Fox worked for Schlumberger.

Mr. Fox holds a bachelor's degree from Miami University and an M.B.A. from The University of Cincinnati. Within the community, he is a member of the corporate council for Cancer Free Kids, and also a Board Member for The Golden Key International Honor Society.

**John R. Donbar**  
**Vice President – Internal Audit**

John R. Donbar is Vice President – Internal Audit and is responsible for all internal audit related activity of Cincinnati Bell Inc.. Mr. Donbar reports to the Audit & Finance Committee of the Board of Directors, and administratively to Kurt Freyberger, Chief Financial Officer.

Mr. Donbar has held various Finance and Accounting positions within Cincinnati Bell over the past six years and assumed his current position on January 1, 2012. Prior to joining Cincinnati Bell, Mr. Donbar was employed by Chiquita Brands International, serving in various roles within the finance and accounting organization.

Mr. Donbar graduated from the University of Cincinnati in Cincinnati, Ohio, in 1996 with a bachelor's degree in accounting.

State of Ohio

County of Hamilton

)  
)  
)  
)  
)

**VERIFICATION**

I, Theodore W. Heckmann, being duly sworn, declare that I am the Assistant Corporate Secretary of Cincinnati Bell Any Distance Inc., the Applicant. I verify that the Applicant is familiar with the South Dakota Statutes and the Administrative Rules and Regulations of the South Dakota Public Utilities Commission applicable to telecommunications companies.

Theodore W Heckmann  
Theodore W. Heckmann  
Assistant Corporate Secretary

Sworn before me, the undersigned Notary Public on this 4th day of October, 2012.

Kathleen M. Campbell  
Notary Public

Kathleen M. Campbell  
Print or Type Name

My Commission expires: **KATHLEEN M. CAMPBELL**  
**Notary Public, State of Ohio**  
**My Commission Expires 10-14-2013**

---