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LAW OFFICES OF THOMAS K. CROWE, P.C.

2300 M STREET, N.W.
SUITE 800
WASHINGTON, D.C. 20037

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INTERNET <http://www.tkcrowe.com>

RECEIVED

FEB 08 2000

SOUTH DAKOTA PUBLIC
UTILITIES COMMISSION

February 8, 2000

BY FEDEX

William Bullard
South Dakota Public Utilities Commission
500 E. Capitol Avenue
Pierre, SD 57501-5070

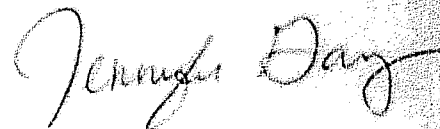
Re: UKI Communications, Inc.

Dear Mr. Bullard:

Enclosed for filing is an original and eleven copies of UKI Communications, Inc.'s application for approval to operate as a reseller of telecommunications services within the State of South Dakota.

Please acknowledge receipt of this filing by file-stamping and returning the extra copy in the self-addressed, stamped envelope for this purpose. All communications concerning this filing should be directed to the undersigned.

Sincerely,



Thomas K. Crowe
Jennifer Gorny,
Counsel for UKI
Communications, Inc.

Enclosures

**BEFORE THE
SOUTH DAKOTA PUBLIC UTILITIES COMMISSION**

Application of UKI Communications,)
Inc., for Certificate of Authority)
to Offer, Render, Furnish, or Supply)
Telecommunication Services as a)
Reseller of Services to the Public)

Application Docket No.

To the South Dakota Public Utilities Commission:

APPLICATION OF UKI COMMUNICATIONS, INC.

UKI Communications, Inc. ("UKI" or "Applicant") hereby petitions the South Dakota Public Utilities Commission ("Commission") for a certificate of authority to operate as a reseller of toll services in the State of South Dakota. The following general information and specific exhibits are furnished in support thereof:

1. IDENTITY OF THE APPLICANT:

UKI Communications, Inc.
500 N. Rainbow Blvd., Suite 300
Las Vegas, NV 89107
(702) 221-1933 Telephone
(702) 221-1901 Facsimile

2. TRADE NAME:

Applicant will provide its services under the same name as stated above.

3. BUSINESS ENTITY AND DEPARTMENT OF STATE FILINGS:

Applicant is a foreign corporation and was incorporated under the laws of the State of Nevada on August 5, 1999. The Applicant's articles of incorporation are included as Exhibit A

A copy of UKI's certificate of authority to transact business in South Dakota is attached as Exhibit B.

4. APPLICANT'S REGISTERED AGENT:

Applicant has no principal office in the State of South Dakota. Applicant's name and address of its current registered agent is as follows:

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

5. APPLICANT'S SHAREHOLDER:

Giuseppe Vitale is the sole shareholder of UKI and owns 100% of the Applicant's voting securities. His contact information is as follows:

Giuseppe Vitale
UKI Communications, Inc.
500 N. Rainbow Blvd., Suite 300
Las Vegas, NV 89107
(702) 221-1933 Telephone
(702) 221-1901 Facsimile

6. APPLICANT'S PROPOSED SERVICES:

Applicant proposes to operate as a reseller of long distance services, and initially plans to offer 1+ and Travel Card services.

7. APPLICANT'S MEANS OF PROVIDING SERVICE:

Applicant is a switchless, nonfacilities-based reseller of telecommunications services and shall offer services via the networks of its underlying carriers.

8. APPLICANT'S SERVICE AREA:

UKI intends to offer services to all points (originating and terminating) within and

throughout the entire State of South Dakota.

9. DEMONSTRATION OF FINANCIAL COMPETENCE:

A demonstration of Applicant's financial competence is attached as Exhibit C.

10. CONTACT INFORMATION:

UKI maintains a toll-free customer service number for all customer questions and complaints. UKI customer service is available 24 hours a day, 7 days per week. The number is 1-877-840-8522.

Written questions and complaints should be addressed to:

Lee Hadaway
Customer Service Manager
500 N. Rainbow Blvd., Suite 300
Las Vegas, NV 89107
(702) 221-1933 Telephone
(702) 221-1901 Facsimile

Inquiries regarding regulatory matters should be addressed to:

Thomas K. Crowe, Esq.
The Law Offices of Thomas K. Crowe, P.C.
2300 M Street, N.W., Suite 800
Washington, DC 20037
(202) 973-2890 Telephone
(202) 973-2891 Facsimile

11. ADDITIONAL APPLICATIONS FILED:

The states in which Applicant has received authorization to provide telecommunications services are Colorado, Idaho, Indiana, Iowa, Kansas, Michigan, Montana, Nevada, New Hampshire, New Jersey, Rhode Island, Texas, Utah, Virginia, and Wyoming. Applicant intends to file for authorization throughout the United States. In no instance has any application been denied or rejected. Applicant is in good standing with the appropriate regulatory agency in all

states where it is authorized to provide telecommunications services.

12. MARKETING INFORMATION:

A summary of Applicant's marketing information is attached as Exhibit D.

13. FEDERAL TAX IDENTIFICATION NUMBER:

Applicant's federal tax identification number is 88-0433137

14. UNAUTHORIZED SWITCHING COMPLAINTS:

No complaints have been filed against UKI for unauthorized switching of telecommunications providers.

15. DEMONSTRATION OF MANAGERIAL AND TECHNICAL COMPETENCE:

A demonstration of Applicant's managerial and technical competence is attached as Exhibit E.

Applicant's custodian and location for its accounting records and supporting documentation is:

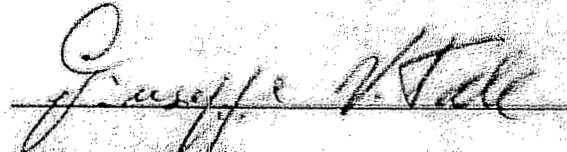
Rodney A. Harrison, CPA
500 N. Rainbow Blvd., Suite 300
Las Vegas, NV 89107
(702) 221-1933 Telephone
(702) 221-1901 Facsimile

16. INITIAL TARIFF:

See Exhibit F.

As demonstrated above, UKI respectfully requests that the Commission grant the instant application to operate as a reseller of long distance services.

Respectfully submitted,



Giuseppe Vitale

President

UKI Communications, Inc.

500 N. Rainbow Blvd., Suite 300

Las Vegas, NV 89107

(702) 221-1933 Telephone

(702) 221-1901 Facsimile

Of Counsel:

Thomas K. Crowe

Jennifer Gorny

LAW OFFICES OF THOMAS

K. CROWE, P.C.

Suite 800

2300 M Street, N.W.

Washington, D.C. 20037

(202) 973-2890 Telephone

(202) 973-2891 Facsimile

Dated: 2-3, 2000

VERIFICATION

State of Nevada :
:
County of _____ :

ss.

Giuseppe Vitale, Affiant, being duly sworn according to law, deposes and says that:

He is the President of UKI Communications, Inc.;

That he is authorized to and does make this affidavit for said corporation:

That UKI Communications, Inc., the Applicant herein, acknowledges that it may have an obligation to serve or to continue to serve the public by virtue of the Applicant commencing the rendering of service pursuant to this Application consistent with the Public Utility Code of the State of South Dakota or with other applicable statutes or regulations;

That UKI Communications, Inc., the Applicant herein, asserts that it possesses the requisite technical, managerial, and financial fitness to render public utility service within the State of South Dakota and that the Applicant will abide by all applicable federal and state laws and regulations and by the decisions of the South Dakota Public Utilities Commission.

That the facts above set forth are true and correct to the best of his knowledge, information, and belief and that he expects said corporation to be able to prove the same at any hearing hereof.


Signature of Affiant

Sworn and subscribed before me this 3 day of February 2000.


Signature of official administering oath

My commission expires Feb. 3, 2001

EXHIBIT A

ARTICLES OF INCORPORATION

NEXT

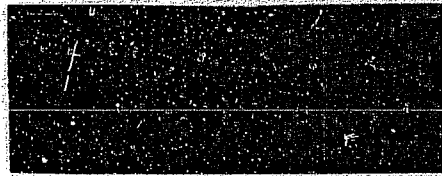
DOCUMENT (S)

BEST IMAGE

POSSIBLE

DEAN HELLER
Secretary of State

101 North Carson Street, Suite 3
Carson City, Nevada 89701-4786
(775) 684 5708



FILED #

C19313-99

AUG 05 1999

IN THE OFFICE OF
DEAN HELLER SECRETARY OF STATE

Important: Read attached instructions before completing form.

Name of Corporation:	UKI Communications, Inc.	
Resident Agent Name and Street Address: <small>(Must be a Nevada address. Mailing address may be different.)</small>	Giuseppe Vitale 500 N. Rainbow Blvd. # 300 Las Vegas NEVADA 89102 <small>Name Street Address City Zip Code</small>	
Shares: <small>(No. of shares corporation authorized to issue)</small>	Number of shares with par value: 100,000 Par value: .01 Number of shares without par value:	
Governing Board: <small>(Check one)</small>	Shall be styled as _____ Directors or _____ Trustees	
Name, Address, Number of Board of Directors/Trustees:	The First Board of <u>Directors</u> Trustees shall consist of <u>1</u> members whose names and addresses are as follows: Giuseppe Vitale <small>Name</small> 500 N. Rainbow Las Vegas NV 89102 <small>Address City, State, Zip</small>	
Purpose: <small>(Optional - See instructions)</small>	The purpose of this Corporation shall be:	
Other Matters: <small>(See instructions)</small>	Number of additional pages attached: _____	
Names, Addresses and Signatures of Incorporators: <small>(Signatures must be attached. Attach additional pages if there are more than 2 incorporators.)</small>	Giuseppe Vitale <small>Name</small> 500 N. Rainbow Las Vegas NV 89102 <small>Address City, State, Zip</small> Giuseppe Vitale <small>Signature</small>	
Notary:	This instrument was acknowledged before me on August 4, 1999 by Caterina Bergeron <small>Name of person</small> As incorporator of Giuseppe Vitale <small>(Name of party on behalf of whom instrument executed)</small> Caterina Bergeron <small>Notary Public Signature</small>	
Certificate of Acceptance of Appointment of Resident Agent:	I, Giuseppe Vitale hereby accept appointment as Resident Agent for the above named corporation. Giuseppe Vitale <small>Signature of Resident Agent</small> Date 8/4/99	

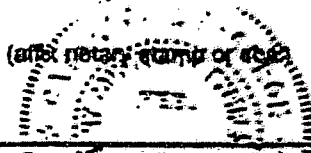
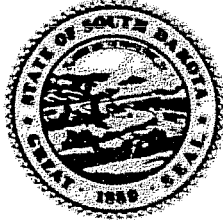


EXHIBIT B

**CERTIFICATE OF AUTHORITY TO TRANSACT BUSINESS
IN
SOUTH DAKOTA**

State of South Dakota



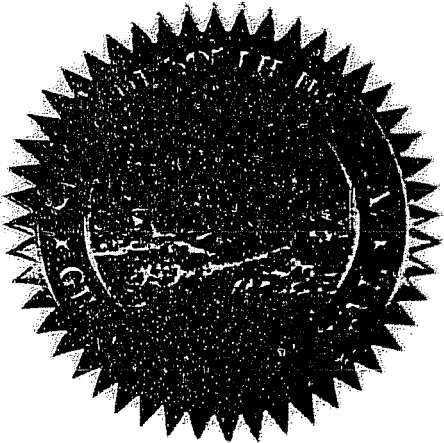
OFFICE OF THE SECRETARY OF STATE

Certificate of Authority

I, **JOYCE HAZELTINE**, Secretary of State of the State of South Dakota, hereby certify that the Application for a Certificate of Authority of **UKI COMMUNICATIONS, INC. (NV)** 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 September 15, 1999 .



Joyce Hazeltine
Secretary of State

SECRETARY OF STATE
 STATE CAPITOL
 500 E. CAPITOL
 PIERRE, S.D. 57501-5077
 606-773-4845
 FAX (605) 773-4555

FILE NO. _____
 RECEIPT NO. _____

RECEIVED
 SEP 15 93

APPLICATION FOR CERTIFICATE OF AUTHORITY

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 statements:

(1) The name of the corporation is IKI Communications, Inc.
 (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 Nevada Federal Taxpayer ID# 88-0433137

(4) The date of its incorporation is August 5, 1999 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 500 N. Rainbow Blvd., Ste. 300, Las Vegas, NV Zip Code 89107

mailing address if different from above is: _____ 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 300 South Phillips Avenue, Suite 300, Sioux Falls, South Dakota 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) _____
To provide long distance and calling card services.

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

Name	Officer Title	Street Address	City	State	Zip
<u>Giuseppe Vitale</u>	<u>President</u>	<u>500 N. Rainbow Blvd., Ste. 300, Las Vegas, NV</u>	<u>Las Vegas</u>	<u>NV</u>	<u>89107</u>
<u>Giuseppi Vitale</u>	<u>Secretary</u>	<u>500 N. Rainbow Blvd., Ste. 300, Las Vegas, NV</u>	<u>Las Vegas</u>	<u>NV</u>	<u>89107</u>
<u>Giuseppe Vitale</u>	<u>Director</u>	<u>500 N. Rainbow Blvd., Ste. 300, Las Vegas, NV</u>	<u>Las Vegas</u>	<u>NV</u>	<u>89107</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>100,000</u>	<u>Common</u>	<u>---</u>	<u>\$0.01</u>

FEE SCHEDULE

Authorized capital stock of	\$ 25,000	or less	\$ 40
Over \$25,000 and not exceeding	100,000		60
Over \$100,000 and not exceeding	500,000		90
Over \$500,000 and not exceeding	1,000,000		100
Over \$1,000,000 and not exceeding	1,500,000		150
Over \$1,500,000 and not exceeding	2,000,000		200
Over \$2,000,000 and not exceeding	2,500,000		250
Over \$2,500,000 and not exceeding	3,000,000		300
Over \$3,000,000 and not exceeding	3,500,000		350
Over \$3,500,000 and not exceeding	4,000,000		400
Over \$4,000,000 and not exceeding	4,500,000		450
Over \$4,500,000 and not exceeding	5,000,000		500

For each additional \$500,000, \$40 in addition to \$500.

For purposes only of computing fees under this section, the dollar value of each authorized share having a par value shall be equal to such par value and the value of each authorized share having no par value shall be equal to one hundred dollars per share. The maximum amount charged under this subdivision may not exceed sixteen thousand dollars.

The proper filing fee must accompany the application. Make checks payable to the Secretary of State.

FILING INSTRUCTIONS:

The application must be signed, in the presence of a notary public, by the chairman of the board of directors, or its president, or any other officer. One original and one photocopy of the application must be submitted.

The application must be accompanied by an original, currently dated, **CERTIFICATE OF FACT** or a **CERTIFICATE OF GOOD STANDING** from the Secretary of State in the state where incorporated. A photocopy of a certificate is not acceptable. It should be dated within ninety days of submitting it to our office.

South Dakota law requires every corporation to continuously maintain a resident of this state as the registered agent (number six on the application). The registered agent's address is considered the registered office address of the corporation in South Dakota. A complete street address must be listed for service of process.

The Consent of Registered Agent portion must be signed by the South Dakota registered agent.

Mail the application, certificate, and filing fee to the Secretary of State, Corporate Division, 500 E. Capitol, Pierre, SD 57501-5070. The duplicate and a Certificate of Authority will be returned for your records.

EXHIBIT C

DEMONSTRATION OF FINANCIAL COMPETENCE

DEMONSTRATION OF FINANCIAL COMPETENCE

UKI Communications, Inc. (UKI) was incorporated in August 1999. As such, it does not have audited financial statements, an income statement or a statement of retained earnings. In fact, UKI has not yet commenced providing telecommunications services to the public. Despite this, as demonstrated in the Balance Sheet attached hereto, UKI maintains a current balance of \$65,968.33. Such capitalization is adequate to finance UKI's initial telecommunications service offerings.

As UKI Communications, Inc. is a switchless reseller and does not own, operate or lease telecommunications facilities, it has no lease or ownership obligations at this time.

UKI Communications, Inc.
Balance Sheet
As of December 31, 1999

Dec 31, '99

	<u>Dec 31, '99</u>
ASSETS	
Current Assets	
Checking/Savings	
Checking	65,968.33
Total Checking/Savings	<u>65,968.33</u>
Total Current Assets	<u>65,968.33</u>
TOTAL ASSETS	<u><u>65,968.33</u></u>
LIABILITIES & EQUITY	
Liabilities	
Current Liabilities	
Other Current Liabilities	
Loan from Stockholder	125,000.00
Total Other Current Liabilities	<u>125,000.00</u>
Total Current Liabilities	<u>125,000.00</u>
Total Liabilities	125,000.00
Equity	
Capital Stock	
Common Stock	10.00
Paid-in capital	4,990.00
Total Capital Stock	<u>5,000.00</u>
Net Income	<u>-84,031.67</u>
Total Equity	<u>-59,031.67</u>
TOTAL LIABILITIES & EQUITY	<u><u>65,968.33</u></u>

61/10/00

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America's Tele- Network

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P. 2

EXHIBIT D

MARKETING INFORMATION

MARKETING INFORMATION

As a newly-incorporated entity, Applicant does not possess detailed marketing information at this time. Applicant intends to utilize telemarketing as a part of its overall marketing strategy and will use an independent third-party verification company to confirm primary carrier change orders in conformance with 47 CFR § 64.1100. A sample telemarketing script is attached.

UKI SCRIPT

Hello, I need to speak with Mr./Ms. _____.

My name is _____ and I work for UKI Communications, Inc., a telecommunications service provider certified and regulated by the FCC and the various state commissions.

UKI has limited time offer with some real benefits:

(1) For your state-to-state calls UKI is offering a great plan - a flat \$0.07 a minute rate for prime time and \$0.14 all other times, everyday.

(2) For your instate long distance and local long distance service your rate is a flat \$0.21 per minute rate all day, every day based on the same plan. UKI also has competitive rates for calling card and international services as well.

Our charges will be listed in your regular phone bill that you receive from your local phone company. We are not affiliated with your local phone company, it simply does our billing for us to make it easier for our customers.

I also need to inform you that there have been continuing changes in the laws and regulations which govern UKI's operations. These changes of course also affect all other carriers in the industry. These changes require carriers like us to add some charges to support government programs, like aid to schools, libraries and health care facilities, as well as other charges to subsidize your local phone service and to provide you with access to long distance services. These charges are the Universal Service Fund Charge, which is 6% of your usage, and the Pre-Subscribed Inter-exchange Carrier Charge, which is \$3.88 per month. We attempt to ease the burden of some of these charges by spreading them out over your total usage on state-to-state calls by using our unique QMI algorithm.

These additions will not affect your per minute rates, but may affect your overall cost of service. UKI wants you to know this, because it's true of all carriers, but most don't bother to tell you about such things. UKI does.

If you're not completely satisfied, you just call our toll free number 1-877-840-8522 and we'll assist in returning you to your previous carrier. However, UKI also guarantees that if our usage rates turn out to be higher than your previous carrier's rates we will offer you an option to have us rerate your calls at a different rate or assist you to return to your previous carrier. You can't lose on the rates for your calls and with the free digital pager, you will be way ahead of the game.

If you're interested in these offers, we can quickly obtain some basic information from you so that we can transfer your service and have you try UKI.

May I have your full name?

Your mailing address is _____.

Your main billing telephone number is _____.

Your fax line, if any, is _____.

The line you use for Internet access or computer use is _____.

UKI has some great offers on other services, but we won't keep you to tell you about them now. That information will be in a package of information which will be sent to you within the next 10 days. After you've been with us for a while, we'll call back and see how you like the services and if you'd like to know more about the other services UKI offers.

To comply with federal and state regulations, I'm going to have your information verified. An independent verification service, which uses automated means to speed the process, will confirm our discussion. When you're connected, you will be asked to personally confirm your selection of UKI as your telecommunications service provider for all of your long distance communications needs - state-to-state, instate inter and intraLATA and international. No change will be made to your local services. Just follow the prompts.

Before I connect you for verification, thank you for your patience and interest in UKI. We will work hard to please you.

EXHIBIT E

DEMONSTRATION OF MANAGERIAL AND TECHNICAL COMPETENCE

DEMONSTRATION OF MANAGERIAL COMPETENCE

UKI Communications, Inc.'s day-to-day operations will be managed primarily by Rodney A. Harrison. Mr. Harrison has over 15 years of experience in tax planning, financial advising, customization of corporate operations, accounting and budget preparation. Mr. Harrison has experience as a corporate comptroller of a telecommunications company and has counseled various corporations regarding managerial and financial planning. Mr. Harrison is also a Certified Public Accountant. He will also be involved in the technical operation of UKI. A copy of his resume is attached.

DEMONSTRATION OF TECHNICAL COMPETENCE

UKI Communications, Inc.'s technical operations will be managed by Rodney A. Harrison, Stephen E. Russ, Mark J. Frost and Brandon Burnette. As discussed above, Mr. Harrison has 15 years of business experience, including serving as corporate controller for a telecommunications company. Mr. Russ graduated *cum laude* from the University of Tennessee-Knoxville with a B.S. in Material Science and Engineering, and has 5 years of experience which includes computer programming. Mr. Frost has 11 years of technical experience, including software custom control development, quality assurance and technical support responsibilities. Finally, Mr. Burnette has 9 years of technical expertise, which includes computer programming, analysis of voice mail and calling card applications, and design of modules to retrieve and display Caller ID information. The resumes for Mr. Russ, Mr. Frost and Mr. Burnette are also attached.

Rodney A. Harrison
230 Judson Way
Alpharetta, Georgia 30022
(770) 447-1878

QUALIFICATIONS FOR ACCOUNTING / FINANCIAL PLANNER

HIGHLIGHTS OF QUALIFICATIONS

- 15 years experience in bookkeeping, through financial statements, in a wide range of industries.
- Completed CPA exam, November 1988.
- Launched new business venture.
- Strength in recognizing, analyzing and problem solving.

AREAS OF EXPERTISE

- Personnel Motivation
- Strategic Planning
- Financial Reporting
- Budget Preparation
- Insurance Accounting
- Payroll
- Training & Development
- Tax Accounting

PROFESSIONAL PROFILE

TAX PLANNING

- Developed an implemented start-up financial systems for various businesses (restaurant, fabric, electric, construction) to assure compliance with tax law and GAAP.
- Conducted extensive research of source documents to accurately construct a corporation's first year financial statement and general ledger.
- Over 12 years experience preparing payroll for various companies on a weekly basis.
- Computed, prepared, and filed federal and state tax returns supporting an extensive corporate client base.

BUSINESS ORGANIZATION

- Designed customized business plans and financial systems for sole proprietorships and corporations.
- Corporate controller for a telecommunications company.

COMPUTER CONVERSION

- Conducted a computer conversion for a wholesale fabric company.
 - Implemented a software package.
 - Trace flow of documents and revised collection of documentary evidence.
 - Prepared budgets for capital projects and monitored actual cost.

CLIENT REPRESENTATIVE / ADVISOR

- Served as financial advisor to business clients:
 - Represented owner and management at meetings and conferences, as their specialist in real estate and financial matters.
 - Appraised management of financial trends and implications of changes in market place and GAAP.

- Summary** Strong technical and analytical skills acquired from the combination of university work and practical experience. My current objective is to obtain a programmer or analyst position.
- Education** University of Tennessee, Knoxville
Bachelor of Science – Material Science and Engineering, Cum Laude (1997)
- Awards** University of Tennessee Chancellor's Scholar
Andrew D. Holt Scholarship (full tuition)
Material Science and Engineering departmental scholarship
Several technical papers published and one patent pending
- Work Experience** Oak Ridge National Laboratory, Oak Ridge, TN (1993-1998)
Full-time during summers and 15-20 hours per week during the school year
Intern for the Mechanical Characterization and Analysis Group
- Designed and coded programs to automate the transcribing of raw data acquired from testing machines into user-defined formats using Fortran, C/C++, or Visual Basic. The result was a 90-95% reduction in labor to the scientists using the equipment.
 - Developed Visual Basic graphical user-friendly interfaces linked to Excel data analysis spreadsheets. This decreased training time for new users and completely eliminated the need for extensive manuals.
 - Developed programs that mathematically modeled the interaction of various constituents of composite materials given data relevant to the bulk material. These calculations were previously done manually or by super-specific programs which were not applicable to a wide range of circumstances and materials.
 - Designed, built, and utilized innovative computer-controlled testing machines allowing the testing of materials in configurations not supported by commercially available platforms.
 - Planned and charted the activities of several other interns.
- Skills and Technical Experience** C/C++ programming in both PC and Unix environments
Visual Basic programming with MS Office interface
Fortran, SQL, Qbasic, HTML, LabView, and OOP knowledge
MS Office – Word, Excel, PowerPoint, Access
Mathematic modeling/data fitting
Design and programming of command control software for computer to test-rig interfaces
Data acquisition methods
Preparation of technical reports and presentations
Public speaking, creative thinking, time management, and interpersonal skills
Proficient in spoken and written German
- Community Services** 1995-1997 Member of the Appalachian Chapter of the American Red Cross Disaster Board, in charge of mass care for a five county region in East Tennessee.
1994-1997 American Red Cross CPR and First Aid Instructor
1992-1998 Member of the Oak Ridge Symphony Orchestra – cello section
1995-1997 Paid member of the Oak Ridge Symphony Board of Directors
1994-1998 National Ski Patrol member, and an Outdoor Emergency Care instructor
- References** Available upon request

Resume of Qualifications**Mark J. Frost**

Objective: Continuing employment in the field of software development with a company in which my background, skills and experience can best be utilized to meet or exceed company objectives while aspiring to a position as high as my abilities and opportunity permit.

Abilities: Vocational training and aviation principals through the U.S. Navy. Electricity and Electronics courses at Marietta-Cobb Vocational School. Currently working on a Bachelor of Science degree in Computer Science at Kennesaw State College. Completed courses in C/C++ programming offered through ZedNet (Interactive Internet training). I offer four years experience in aviation electronics and eight years civilian experience in analog and digital circuit repair. As well as five years of Windows programming.

Experience:

2-87 to present: EITech Development, Inc. Technical Support

Custom control development. Provide support and maintenance on existing custom controls, which include Compression Plus, FaxPlus, Encrypt-It Plus and Communicational Library. Responsible for creating a TAPI interface that will ultimately be used in merging two existing products together. Also developed an FTP prototype for Dynamic Update which will be releasing later this year. Additionally I wrote the dialog logic for dynamically creating user defined dialog boxes that are currently used in the self extracting modules of Compression Plus v5. Developing in Microsoft C, C++. Support requires knowledge of VB, FoxPro, Delphi, and several other programming languages.

8-98 to 1-97: IMS Inc. Developer

Worked on a credit control system, to pre-qualify prospective buyers, this project included interfacing with major credit bureaus, and also allowed credit checking from the World Wide Web, project included heavy MAPI, TAPI and database work. I was also instrumental in finishing the Auto-Match 2000 system, a program designed to aid auto dealers in selling to perspective new and used car buyers.

10-95 to 8-96: MicroHelp Inc. Quality Assurance, Technical Support

Worked on the Uninstaller design team designing prototypes for Uninstaller 4.0 in Visual Basic, worked exclusively in Squish, a zip-compatible Windows program for end users in Visual Basic. I have written DLLs in Visual C++ 1.52, and Visual C++ version 4.0. In the course of working in Quality assurance I tested MicroHelps custom controls in both Visual Basic and Visual C/C++, reported bugs, and looked for an appropriate work around when engineering fix was going to take to long to repair. As a technical support engineer I provided help to developers using the MicroHelp custom controls, and developed a firmer understanding of the Windows API. I also learned the Microsoft Foundation classes for Visual C++ in the course of employment at MicroHelp.

4-94 to 10-95: Marietta, Georgia, Technical Support Manager

Wrote examples for using the EITech custom controls in Visual Basic and Visual C. These products included FaxPlus and Compression Plus. Provided phone, BBS and Fax Support for the EITech controls. Managed the overall operation and functions of the technical support division.

1-88 to 4-94: Shop manager, Bench Technician

Repaired and calibrated all types of audiometric testing equipment. Equipment includes audiometers, tympanometers, ABR, ENG equipment. Duties included troubleshooting to component level, calibration and working within ANSI standards, close customer relations. Promoted to shop manager, duties included management of personnel, work scheduling and maintaining parts stock levels. Specialized testing equipment involved using sound meters, dockmeters and artificial bone mastoids.

NEXT

DOCUMENT (S)

BEST IMAGE

POSSIBLE

Database Programmer Seeks New Opportunity

Contact Information

Brandon Burnette

Other Information

Work Type

Full Time, Part Time, Perm,
Contract

Objective: To pursue a career in software development that provides maximum growth potential. I want to work in a professional environment and earn a professional income. I have demonstrated a keen propensity to quickly learn all phases of computer technology. I have a very high diagnostic aptitude with relentless focus on completing assigned tasks with excellent customer rapport and natural leadership ability. I desire a position that offers advancement opportunities commensurate with performance.

PROFESSIONAL EXPERIENCE

Tele-Net Tele-Net Corporation December, 1996 to Present

Programmer/Analyst:

Maintained and enhanced existing in-house applications for customer service, data entry, and accounting departments. All projects were originally written in Visual Basic 4.0 and Access 7 and were updated either in Visual Basic 5.0 or Visual C++ 5.x using a Microsoft SQL Server database. Designed and developed a computerized voice mail application that handles 24 in-bound lines using Visual C++ 4.2 and Dialogic hardware. Designed and developed a computerized calling card application that handles 24 inbound & 24 outbound lines using Visual C++ 4.2 and Dialogic hardware.

Integrated Marketing Systems, Inc. June, 1994 to December, 1996
(Formerly Interactive Monitoring Systems, Inc.)

Programmer/Analyst:

Designed and developed a call monitoring/tracking system for automobile dealers. The system was developed in Visual Basic 4.0, Visual C++ 4.x, MS Access 7, and Crystal Reports 4. Components included a module to retrieve and display Caller ID information, a module for the sales force to record customer and prospect information, a module for the sales manager(s) to track the sales force, and a reporting module. Components were able to share information over the network via TCP/IP.

MicroHelp, Inc. September, 1995 to June, 1996

Customer Support/Help Desk:

Customer Support/Help Desk Engineer for all development tools released by MicroHelp. I was responsible for answering telephone calls, e-mail, and faxes related to the support and sales of development tools released by MicroHelp. Questions frequently required writing sample code in many languages, including Visual Basic 3, 4, Visual C++ 1.52, 4.x, Delphi 1.0, 2.0, MS Access 2.0, 7, and under different operating systems including Windows 3.x, Windows 95, and Windows NT 3.51. Designed and programmed a utility to keep up with customers that wanted to be notified when patches for certain products were released. The program would store the customer e-mail address and send a message via MAPI notifying them of how they could obtain the patch file. There was also the ability to send a patch(s) to a customer immediately.

Interactive Monitoring Systems, Inc. February, 1993 to August, 1993

Programmer/Analyst, Customer Support:

Wildcat BBS system. Many supporting programs were written in Clipper 5.2, Borland C++ 4.0, and Cmodem script. Other projects included working with Visual Basic 3.0 to help develop an automated system for authorizing credit checks for prospective car buyers for dealerships using TAPI controls. Other responsibilities included set-up and burn-in of PCs for customer sites, installation of new/updated equipment and software at customer sites, maintenance of in-house hardware and software, including a small Novell 3.12 network.

Serologicals, Inc. April, 1994 to December, 1994

Programmer/Analyst:

Worked in the M.I.S. department maintaining and enhancing a custom application developed in Clipper 5.2 and utilizing 3rd party libraries such as Clipper Tools, Funky, Comix, and FlexFile. I also interacted with the users to develop new modules and enhance existing ones. Small projects also included development in Windows using Visual Basic 3.0 and MS Access 2.0, and Borland 4.0. I also helped maintain a medium size Novell 3.12 network troubleshooting and repairing hardware and software related problems.

Automobile Protection Corporation October, 1990 to April, 1994
(APCO, NASDAQ)

Customer Support Manager/Senior Programmer:

Oversee daily operations of W.I.N. Systems, Inc. (subsidiary of APCO). Maintain and enhance a customer/prospect follow-up system developed in Clipper, Summer 087. Re-written in Clipper 5.2 utilizing 3rd party object oriented libraries. Extensive use of dBase III - IV and Clipper 5.2 to write conversion programs and custom programs for W.I.N. customers and in-house use. Hired and trained new employees for customer support positions. Set pricing on custom programming, hardware upgrades, and new systems. Worked with agents selling our software to set commissions and handle disputes with customers. Prototype for finance system developed in Visual Basic 1.0 and 3.0.

EXHIBIT F

INITIAL TARIFF

SOUTH DAKOTA TELECOMMUNICATIONS TARIFF

OF

UKI Communications, Inc.

500 N. Rainbow Blvd., Suite 300
Las Vegas, NV 89107

RESALE INTEREXCHANGE TELECOMMUNICATIONS SERVICE

This tariff contains the descriptions, regulations, and rates applicable to the furnishing of telecommunications services provided by UKI Communications, Inc. within the State of South Dakota. This tariff is on file with the South Dakota Public Utilities Commission ("Commission"). Copies may be inspected during normal business hours at the Company's principal place of business; 500 N. Rainbow Blvd., Suite 300, Las Vegas, NV 89107.

UKI Communications, Inc. is a provider of interexchange telecommunications services on a 24-hour basis. Service is provided for the direct transmission and reception of voice and data communications between points within the State of South Dakota as an adjunct to UKI Communications, Inc.'s interstate service.

Issued:
Issued By:

Giuseppe Vitale
UKI Communications, Inc.
500 N. Rainbow Blvd., Suite 300

Effective Date

CHECK SHEET

The Title Sheet and Sheets 1 through 22 inclusive of this tariff are effective as of the date shown at the bottom of the respective sheet(s).

SHEET**REVISION**

<u>SHEET</u>	<u>REVISION</u>
Title	Original
1	Original
2	Original
3	Original
4	Original
5	Original
6	Original
7	Original
8	Original
9	Original
10	Original
11	Original
12	Original
13	Original
14	Original
15	Original
16	Original
17	Original
18	Original
19	Original
20	Original
21	Original
22	Original

Issued:

Effective Date

Issued By:

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UKI Communications, Inc.
500 N. Rainbow Blvd., Suite 300
Las Vegas, NV 89107
(702) 221-1933

TABLE OF CONTENTS

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Title Sheet	1
Check Sheet	1
Table of Contents	2
Concurring, Connecting and Participating Carriers	3
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Tariff Format	4
Application of Tariff	5
Section 1 - Technical Terms and Abbreviations	6
Section 2 - Rules and Regulations	8
Section 3 - Description of Service	19
Section 4 - Rates	22

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CONCURRING CARRIERS

None

CONNECTING CARRIERS

None

OTHER PARTICIPATING CARRIERS

None

EXPLANATION OF SYMBOLS

- (C) To signify a **changed** condition or regulation
- (D) To signify a **deleted or discontinued** rate, regulation or condition
- (I) To signify a change resulting in an **increase** to a customer's bill
- (M) To signify that material has been **moved from** another tariff location
- (N) To signify a **new** rate, regulation, condition or sheet
- (R) To signify a change resulting in a **reduction** to a customer's bill
- (T) To signify a change in **text** but no change to rate or charge

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TARIFF FORMAT

- A. **Sheet Numbering** - Sheet numbers appear in the upper right corner of the sheet. Sheets are numbered sequentially. However, occasionally, 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 14.1.
- B. **Sheet Revision Numbers** - Revision numbers also appear in the upper right corner of each sheet. These numbers are used to determine the most current sheet version on file with the Commission. For example, the 4th revised Sheet 14 cancels the 3rd Revised Sheet 14. Because of various suspension periods, deferrals, etc. the Commission follows in their tariff approval process, the most current sheet number on file with the Commission is not always the sheet in effect. Consult the Check Sheet for the sheet currently in effect.
- C. **Paragraph Numbering Sequence** - There are four levels of paragraph coding. Each level of code is subservient to its next higher level.
- 2.
 - 2.1.
 - 2.1.1.
 - 2.1.1.1.
- D. **Check Sheets** - When a tariff filing is made with the Commission, an updated Check Sheet accompanies the tariff filing. The Check Sheet lists the sheets contained in the tariff with a cross reference to the current revision number. When new sheets are added, the check sheet is changed to reflect the revision. All revisions made in a given filing are designated by an asterisk (*). There will be no other symbols used on this sheet if these are the only changes made to it (i.e., the format, etc., remains the same, just revised revision levels on some sheets). The Tariff user should refer to the latest Check Sheet to find if a particular sheet is the most current on file with the Commission.

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APPLICATION OF TARIFF

This tariff contains the rates applicable to the provision of specialized intrastate resale common carrier telecommunications services by UKI Communications, Inc. between various locations within the State of South Dakota. All services are interstate offerings. Intrastate service is an add on service available only if the Customer subscribes to the Company's interstate offerings.

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SECTION 1 - TECHNICAL TERMS AND ABBREVIATIONS

Account Code:

A numerical code, one or more of which are available to a customer to enable identification of individual users or groups of users on an account and to allocate costs of service accordingly.

Called Station:

The terminating point of a call (i.e., the called number).

Calling Card:

A card issued by Company containing such account numbers assigned to its Customer which enables the charges for calls made to be properly billed on a pre-arranged basis.

Commission:

The South Dakota Public Utilities Commission.

Company:

UKI Communications, Inc.

Customer:

The person, firm, corporation or other entity which orders or uses service and is responsible for payment of charges and compliance with tariff regulation.

Disconnect or Disconnection:

The termination of a circuit connection between the Originating Station and the Called Station or the Company's operator.

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SECTION 1 - TECHNICAL TERMS AND ABBREVIATIONS (CONT'D.)**Measured Service:**

The provision of long distance measured time communications telephone service to customers who access the Company's service at its contracted interexchange carriers' switching and call processing equipment by means of access facilities obtained from local exchange common carrier(s). Company contacted interexchange carrier is responsible for arranging the access lines.

Point of Presence:

The point of physical interconnection between the local exchange company's local network and the interexchange carrier's network ("POP").

Postpaid Service:

Presubscribed service where subscribers are billed for and remit payment subsequent to the provision of service.

Subscriber:

See "Customer" definition.

Travel Card:

See "Calling Card" definition.

V & H Coordinates:

Geographic Points which define the originating and terminating points of a call in mathematical terms so that the airline mileage of the call may be determined. Call mileage is used for the purpose of rating calls.

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SECTION 2 - RULES AND REGULATIONS**2.1. Undertaking of Company**

- 2.1.1. Company's services are furnished for telecommunications originating and/or terminating in any area within the State of South Dakota.
- 2.1.2. Company is a non-facilities based provider of interexchange telecommunications to Customers for their direct transmission and reception of voice, data, and other types of communications.
- 2.1.3. Company resells access, switching, transport and termination services provided by interexchange carriers.
- 2.1.4. Customer's monthly charges for Company's service are based on the total time Customer actually uses the service. For billing purposes, the duration of each call will be rounded up in sixty (60) second increments unless otherwise specified.
- 2.1.5. Subject to availability, the customer may use authorization codes to identify the users or user groups on an account. The numerical composition of the codes shall be set by Company to assure compatibility with the Company's accounting and billing systems and to avoid the duplication of codes.
- 2.1.6. The Company's services are provided on a monthly basis unless otherwise provided, and are available twenty-four (24) hours per day, seven (7) days per week.

2.2. Limitations

- 2.2.1. Service is offered subject to availability of the necessary facilities and/or equipment and subject to the provisions of this tariff. Company reserves right not to provide service to or from a location where the necessary facilities or equipment are not available.
- 2.2.2. Company reserves the right to immediately disconnect service upon its written notice when necessitated by conditions beyond the Company's control, or when the Customer is using the service in violation of either the provisions of this tariff, or in violation of the law pursuant to Section 2.3.

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SECTION 2 - RULES AND REGULATIONS (CONT'D.)**2.2. Limitations (Cont'd.)**

- 2.2.3. The Company does not undertake to transmit messages, but offers the use of its facilities when available.
- 2.2.4. Title to all facilities provided by Company under these regulations remains in Company's name.
- 2.2.5. Prior written permission from the Company is required before any assignment or transfer. All regulations and conditions contained in this tariff shall apply to all such permitted assignees or transferees, as well as all conditions of service.

2.3. Use

- 2.3.1. Service may be used for the transmission of communications by the customer.
- 2.3.2. Service may not be used for any unlawful purpose or for any purpose for which any payment or other compensation is received by the Customer, except when the Customer is a duly authorized and regulated common carrier. This provision does not prohibit an arrangement between the Customer, authorized user or joint user to share the cost of service.
- 2.3.3. The Company strictly prohibits use of the Company's services without payment or an avoidance of payment by the Customer by fraudulent means or devices including providing falsified calling card numbers or invalid calling card numbers to the Company, providing falsified or invalid credit card numbers to the Company or in any way misrepresenting the identity of the Customer.

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SECTION 2 - RULES AND REGULATIONS (CONT'D.)**2.4. Liabilities of the Company**

2.4.1. The liability of the Company for damages arising out of the furnishing of its services, including but not limited to mistakes, omissions, interruptions, delays, or errors, or other defects, representations, or use of these services or arising out of the failure to furnish the service, whether caused by acts or omission, shall be limited to the extension of allowances for interruption as set forth in 2.6. The extension of such allowances for interruption shall be the sole remedy of the Customer and the sole liability of the Company. The Company shall not be liable for any kind or nature whatsoever arising out of any defects or any other cause. The Company shall not be liable to any Customer, authorized user or third party for failures caused by the transition to the Year 2000. The Company has, and will continue to make diligent efforts to ensure that our customers receive the services specified in this Tariff before, during and after the Year 2000. Information provided to parties upon request regarding the Year 2000 readiness of products and services offered are "Year 2000 Readiness Disclosures" as defined by the Year 2000 Information and Readiness Disclosure Act of 1998 (Public Law 105-271, 112 Stat. 2386, a U.S. Statute) enacted on October 19, 1998.

2.4.2. Company 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 company's facilities, and
- B. Claims for patent infringement arising from combining or connecting Company's facilities with apparatus and systems of the Customer, and
- C. All other claims arising out of any act or omission of the Customer in connection with any service provided by Company.

2.4.3. The Company is not liable for any defacement of, or damage to, the equipment or premises of a customer resulting from the furnishing of services when such defacement or damage is not the result of the Company's negligence.

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SECTION 2 - RULES AND REGULATIONS (CONT'D.)**2.4. Liabilities of the Company (Cont'd.)****2.4.3. (Cont'd.)**

No agents or employees of connecting, concurring or other participating carriers or companies shall be deemed to be agents or employees of the Company without written authorization.

2.4.4. Company shall not be liable for and the Customer indemnifies and holds harmless from any and all loss claims, demands, suits, or other actions or liabilities whatsoever, whether suffered, made, instituted or asserted by the Customer or by any other party or person, for any personal injury to, death of any person or persons, and for any loss, damage, defacement or destruction of the premises of the customer or any other property, whether owned by the Customer or by others, caused or claimed to have been caused directly or indirectly by the installation, operation, failure to operate, maintenance, removal, presence, condition, location or use of equipment or wiring provided by Company where such installation, operation, failure to operate, maintenance, condition, location or use is not the direct result of the Company's negligence.

2.4.5. The Company is not liable for any failure of performance hereunder due to causes beyond its control, including, but not limited to, unavoidable interruption in the working of its circuits or those of another common carrier; acts of God, storms, fire, floods, or other catastrophes; any law, order, regulation, direction, action, or request of the United States Government, or any other governmental entity having jurisdiction over the Company or of any department, agency, commission, bureau, corporation, or other instrumentality or any one or more of such instrumentality or any one or more of such governmental entities, or of any civil or military authority; national emergencies, insurrections, riots, rebellions, wars, strikes, lockouts, work stoppages, or other labor difficulties; or notwithstanding anything in this tariff to the contrary, the unlawful acts of the Company's agents and employees, if committed beyond the scope of their employment.

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SECTION 2 - RULES AND REGULATIONS (CONT'D.)**2.4. Liabilities of the Company (Cont'd.)**

- 2.4.6. The Company shall not be liable for damages or adjustments, refunds, or cancellation of charges unless the Customer has notified the Company, in writing, of any dispute concerning charges, or the basis of any claim for damages, after the invoice is rendered by the Company for the call giving rise to such dispute or claim, unless ordered by the Commission pursuant to South Dakota law. Any such notice must set forth sufficient facts to provide the Company with a reasonable basis upon which to evaluate the Customer's claims or demands.
- 2.4.7. The Company shall not be liable for any damages, including usage charges, that the Customer may incur as a result of the unauthorized use of its communications equipment. The unauthorized use of the Customer's communications equipment includes, but is not limited to, the placement of calls from the Customer's premises and the placement of calls through Customer-controlled or Customer-provisioned equipment that are transmitted or carried over the Company's network services without the authorization of the Customer. The Customer shall be fully liable for all such charges.

2.5. Prepaid Subscriber Responsibilities

(Reserved for Future Use)

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SECTION 2 - RULES AND REGULATIONS (CONT'D.)**2.6. Interruption of Service**

- 2.6.1. Credit allowance for interruptions of service which are not due to Company's testing or adjusting, to the negligence of the Customer, or to the failure of channels, equipment and/or communications equipment provided by the Customer, are subject to the general liability provisions set forth in Section 2.4, herein. It shall be the obligation of the Customer to notify Company of any interruptions of service. Before giving such notice, the Customer shall ascertain that the trouble is not being caused by any action or omission of the Customer, not within the Customer's control.
- 2.6.2. No credit allowances will be allowed for an interruption of services for continuous duration of less than two hours.
- 2.6.3. The subscriber shall be credited for an interruption of two hours or more at the rate of 1/160th for each hour over two (2) such hours of interruption up to a maximum of 6/160th multiplied by the average monthly usage bill of the Customer. If service is activated for less than one (1) month, the monthly usage amount shall be determined by extending the actual usage for the days of service to thirty (30) days.
- 2.6.4. In the event of foreknowledge of an interruption in service for a period exceeding two hours, the subscriber will be notified in writing, by mail, at least one week in advance.

2.7. Restoration of Service

The use and restoration of service in emergencies shall be in accordance with part 64, Subpart D of the Federal Communications Commission's Rules and Regulations which specifies the priority system for such activities.

2.8. Minimum Service Period

The minimum service period is one month (30 days).

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SECTION 2 - RULES AND REGULATIONS (CONT'D.)**2.9. Payments and Billing for Postpaid Services**

- 2.9.1. Charges for service are applied on a recurring and nonrecurring basis. Service is provided and billed on a monthly (30 day) basis. The billing date is dependent on the billing cycle assigned to the subscriber. Service continues to be provided until canceled by the Customer with no less than 30 days notice.
- 2.9.2. The Customer is responsible for the payment of all charges for services furnished to the Customer. Charges are based on actual usage and are billed monthly in arrears.
- 2.9.3. Billing will be payable upon receipt and deemed past due ten (10) days after issuance and posting of invoice. Bills not paid within thirty (30) days after the date of posting are subject to a 1.5% late payment charge for the unpaid balance, or the maximum allowable under state law. Each account shall be granted not less than one complete forgiveness of late payment charge, pursuant to Commission rules. Customers shall be notified by letter when eligibility for forgiveness of late payment charge has been utilized.
- 2.9.4. The name(s) of the Customer(s) desiring to use the service must be set forth in the application for service.

2.10. Billing Disputes

- 2.10.1. Billing disputes should be addressed to Company's Customer Service Organization via telephone to (877) 840-8522. Customer Service is available twenty-four hours per day, seven days per week.
- 2.10.2. In the case of a dispute between the Customer and the Company for service furnished to the Customer, which cannot be settled with mutual satisfaction, the Customer can take the following course of action:
- 2.10.2.1 First, the Customer may request the Company perform an in-depth review of the disputed amount (The undisputed portion and subsequent bills must be paid on a timely basis or the service may be subject to disconnection).

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SECTION 2 - RULES AND REGULATIONS (CONT'D.)**2.10. Billing Disputes (Cont'd.)**

- 2.10.2.2. Second, if there is still a disagreement about the disputed amount after the investigation and review by a manager of the Company, the Customer may appeal to the Commission for its investigation and decision. The address of the Commission is:

South Dakota Public Utilities Commission
500 East Capitol Avenue
Pierre, SD 57501-5070

2.11. Cancellation by Customer

- 2.11.1. Customer may cancel service by providing written notice to Company 30 days prior to cancellation.
- 2.11.2. Customer is responsible for usage charges while still connected to the Company's service and the payment of associated local exchange company charges, if any, for service charges.
- 2.11.3. Any non-recoverable cost of Company expenditures shall be borne by the customer if
- A. The Customer orders service requiring special facilities dedicated to the Customer's use and then cancels the order before such service begins, before completion of the minimum period or before completion of some period mutually agreed with the Customer for the non-recoverable portions of expenditures, or
 - B. Liabilities are incurred expressly on behalf of the Customer by Company and not fully reimbursed by installation and monthly charges, and
 - C. Based on an order for service and construction has either begun or has been completed, but no service provided.

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SECTION 2 - RULES AND REGULATIONS (CONT'D.)**2.12. Cancellation by Company**

2.12.1. Company reserves the right to immediately discontinue furnishing the service to customers without incurring liability:

- A. In the event of a condition determined to be hazardous to the Customer, to other customers of the utility, to the utilities equipment, to the public or to employees of the utility; or
- B. By reason of any order or decision of a court or any other governmental authority which prohibits the Company from furnishing such service; or
- C. If the Company deems such refusal necessary to protect itself or third parties against fraud or to otherwise protect its personnel, agents, facilities or services without notice; or
- D. For unlawful use of the service or use of the service for unlawful purposes; or
- E. If the Customer provides false information to the Company regarding the Customer's identity, address, credit-worthiness, past, current or planned use of Company's services.

2.12.2. Company may discontinue service according to the following conditions upon ten (10) days written notice:

- A. For violation of Company's filed tariff.
- B. For the non-payment of any proper charge as provided by Company's tariff.
- C. For Customer's breach of the contract for service between the utility and Customer.
- D. When necessary for the Company to comply with any order or request of any governmental authority having jurisdiction.

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SECTION 2 - RULES AND REGULATIONS (CONT'D.)**2.12. Cancellation by Company (Cont'd.)**

- 2.12.3 The discontinuance of Service(s) by the Company pursuant to this section does not relieve the Customer of any obligations to pay the Company for charges due and owing for Service(s) furnished up to the time of discontinuance. The remedies set forth herein shall not be exclusive and the company shall at all times be entitled to all the rights available to it under law or equity.
- 2.12.4 The Company may refuse to permit collect calling, calling card, third number billing which it determines to be fraudulent and/or may limit the use of these billing options or services.

2.13. Interconnection

- 2.13.1 Service furnished by Company may be interconnected with services or facilities of other authorized communications common carriers and with private systems, subject to the technical limitations established by Company. Any special interface of facilities necessary to achieve compatibility between the facilities of Company and other participating carriers shall be provided at the Customer's expense.
- 2.13.2 Interconnection between the facilities or services of other carriers shall be under the applicable terms and conditions of the other carriers' tariffs. The Customer is responsible for taking all necessary legal steps for interconnecting Customer provided terminal equipment or communications equipment with Company's facilities. The Customer shall secure all licenses, permits, rights-of-way, and other such arrangements necessary for interconnection.

2.14. Deposits

The Company does not require a deposit from the Customer.

2.15. Taxes and Surcharges**2.15.1 Taxes**

Taxes are not included in the tariffed rates.

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SECTION 2 – RULES AND REGULATIONS (CONT'D.)**2.15. Taxes and Surcharges (Cont'd.)****2.15.2 Public Payphone Surcharge**

In order to recover the Company's expenses and to comply with the FCC's pay telephone compensation plan (FCC CC Dkt. No. 96-128), a non-discountable per call charge is applicable to all completed dial-around calls which originate from public pay telephones. This surcharge is in addition to standard tariffed usage charges and any applicable service charges and surcharges. The Public Pay Telephone Surcharge will, whenever possible, appear as a separate line item on monthly bills to customers.

The following charge is assessed on a per-completed call basis: \$0.75

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Las Vegas, NV 89107

SECTION 3 - DESCRIPTION OF SERVICE**3.1. Timing of Calls**

- 3.1.1. The subscriber's long distance usage charge is based on the actual usage of Company's service. Usage begins when the receiver of the called number is answered. The moment of the called party's answer is determined by hardware supervision in which the local telephone company sends a signal to the underlying carrier's switch or the software utilizing audio tone detection. The timing of the call occurs when called party answers and terminated when either party hangs up.
- 3.1.2. Unless otherwise specified in this tariff, the minimum call duration for billing purposes is sixty (60) seconds with sixty (60) second billing increments thereafter.
- 3.1.3. Any portion of an applicable increment, after the appropriate minimum time for the call, will be rounded upward to the next increment. Calls less than the minimum length will be rounded to the minimum length.
- 3.1.4. There is no billing for incomplete calls.

3.2. Calculation of Distance

Usage charges for all mileage sensitive products are based on the airline distance between the serving wire center locations 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 that are produced by Bell Communications Research in the V & H Coordinates Tape and appear in National Exchange Carriers Association Tariff No. 4.

Issued:
Issued By:

Giuseppe Vitale
UKI Communications, Inc.
500 N. Rainbow Blvd., Suite 300
Las Vegas, NV 89107
(702) 221-1933

Effective Date

SECTION 3 - DESCRIPTION OF SERVICE (CONT'D.)**3.2. Calculation of Distance (Cont'd.)**

FORMULA:

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

EXAMPLE: Distance between Miami and New York City

	<u>V</u>	<u>H</u>
Miami	8,351	529
New York	<u>4,997</u>	<u>1,406</u>
Difference	3,354	(877)

Square and add: $11,249,316 + 769,129 = 12,018,445$ Divide by 10 and round: $12,018,445/10 = 1,201,844.5$
1,201,844Take the square root and round: $\sqrt{1,201,844} = 1,096.2$
1,096 miles

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UKI Communications, Inc.
500 N. Rainbow Blvd., Suite 300
Las Vegas, NV 89107
(702) 221-1913

Effective Date

SECTION 3 - DESCRIPTION OF SERVICE (CONT'D.)

3.3. UKI Communications, Inc.'s Telecommunications Services

- 3.3.1. One Plus Service – enables a caller to complete calls within the State of South Dakota. The Customer may access the service by dialing "1", plus the Numbering Plan Area ("NPA") code and telephone number (Central Office ("CO") code and station line)
- 3.3.2. Calling Card Service – is offered either alone or in conjunction with the One Plus Service as an optional feature. Remote Access to One Plus Service is utilized by Customers when off the network by dialing a toll-free number and entering an authorization code and dialing the number to which the Customers desire to be connected

Issued:
Issued By:

Giuseppe Vitale
UKI Communications, Inc.
500 N. Rainbow Blvd., Suite 300
Laurens, SD 57057

Effective Date

SECTION 4 - RATES**4.1. Service Charges****4.1.1. One Plus Service****4.1.1.1. Rate 1**

	TIMING	
	Initial 60 Sec.	Add'l 60 Sec.
Intrastate	\$0.21	\$0.21

4.1.1.2. Rate 2

	TIMING	
	Initial 60 Sec.	Add'l 60 Sec.
Intrastate	\$0.14	\$0.14

4.1.2. Calling Card Service

Rate per minute: \$0.21

Issued:

Issued By:

Effective Date

Giuseppe Vitale
UKI Communications, Inc.
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Las Vegas, NV 89107
(702) 221-1933

0276

THE FIDELITY NATIONAL BANK
OF WASHINGTON, DC
WASHINGTON, DC
11-3745-25

LAW OFFICES OF THOMAS K. CROWE, P.C.
2300 M STREET, N.W., SUITE 800
WASHINGTON, DC 20037

2/15/2000

PAY TO THE ORDER OF South Dakota Public Utilities Commission \$ 250.00

Two Hundred Fifty and 00/100

South Dakota Pub. Util. Comm.

DOLLARS
Fidelity National Bank
11-3745-25
Check on back

MEMO UKI

⑆000276⑆ ⑆054000030⑆ 17296362⑆

South Dakota Public Utilities Commission

WEEKLY FILINGS

For the Period of February 3, 2000 through February 9, 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

CONSUMER COMPLAINTS

CT00-032 In the Matter of the Complaint filed by Margie Gertsen, Watertown, South Dakota, against OLS, Inc. Regarding Switching Telecommunications Services Through Deceptive Tactics.

The Complainant indicates that a telemarketer identified himself as a representative of her long distance company wanting to combine her billing. As a result of that call her service was switched. The Complainant requests that something be done so this does not continue to happen.

Staff Analyst: Leni Healy
Staff Attorney: Karen Cremer
Date Filed: 02/04/00
Intervention Deadline: NA

CT00-033 In the Matter of the Complaint filed by Dale Hilgemann, Aberdeen, South Dakota, against OLS, Inc. Regarding Switching Telecommunications Services Through Deceptive Practices.

The Complainant indicates that his long distance service was switched without authorization. The Complainant requests that all charges be removed, and there be an imposition of fines and penalties.

Staff Analyst: Leni Healy
Staff Attorney: Karen Cremer
Date Filed: 02/04/00
Intervention Deadline: NA

CT00-034 In the Matter of the Complaint filed by Kathleen C. Glynn, Watertown, South Dakota, against OLS, Inc. Regarding Switching Telecommunications Services Through Deceptive Tactics.

The Complainant claims she was contacted by a telemarketer to switch her long distance service. The Complainant indicates that she requested information in writing and did not agree to switch service. For a resolution, the Complainant requests that her account be closed, all charges be removed and there be an imposition of appropriate laws.

Staff Analyst: Leni Healy
Staff Attorney: Karen Cremer
Date Filed: 02/02/00
Intervention Deadline: NA

CT00-035 In the Matter of the Complaint filed by Gordon Wilkerson, Manager, on behalf of Sioux Falls Stockyards Co., Sioux Falls, South Dakota, against FirsTel Business Systems Regarding Billing Dispute.

On February 8, 2000, the Commission received a complaint regarding a billing dispute against FirsTel Business Systems. The Sioux Falls Livestock Market received a letter from FirsTel informing it that, based on a recent audit, it had not been charged a monthly local line charge for three lines at the business. FirsTel billed the complainant for the three lines retroactively for the past six months. The complainant alleges it was quoted a price from FirsTel when the business was solicited and it has paid that amount. The complainant is requesting that FirsTel cancel its bill for past services in the amount of \$1,103.76 and to cooperate with U S WEST to have their service transferred back to U S WEST.

Staff Analyst: Michele Farris
Staff Attorney: Camron Hoseck
Date Filed: 02/08/00
Intervention Date: NA

TC00-006 In the Matter of the Application of NewPath Holdings, Inc. for a Certificate of Authority to Provide Telecommunications Services, Including Local Exchange Services, in South Dakota.

NewPath Holdings, Inc. is seeking a Certificate of Authority to provide resident and facilities-based local exchange (subject to rural safeguards) and interexchange telecommunications services in South Dakota. Initially, NewPath intends to provide local services only.

Staff Analyst: Keith Senger
Staff Attorney: Camron Hoseck
Date Filed: 02/03/00
Intervention Date: 02/25/00

TC00-007 In the Matter of Qwest Communications, Inc.

Commission Staff filed a Motion To Assess Fines and Statutory Penalties against Qwest Communications, Inc. The basis for this Motion is the number of complaints which have recently been filed against Qwest Communications, Inc. which are alleged to represent a pattern of inadequate service in South Dakota, of reckless disregard for South Dakota law and a disregard for the rights of South Dakota consumers. Staff moves the Commission to assess fines and penalties in accordance with SDCL 49-31-93, 49-31-94, impose other remedies and assess costs associated with processing the complaints.

Staff Attorneys: Camron Hoseck and Karen Cremer

Date Filed: 02/04/00

Intervention Deadline: NA

TC00-008 In the Matter of the Application of United Communications HUB, Inc. for a Certificate of Authority to Provide Telecommunications Services in South Dakota.

United Communications HUB, Inc. (United) seeks a Certificate of Authority to provide resold intrastate interexchange telecommunications services. United intends to offer 1+, 800, travel card, and dedicated interexchange services throughout South Dakota.

Staff Analyst: Heather Forney

Staff Attorney: Camron Hoseck

Date Filed: 02/08/00

Intervention Date: 02/25/2000

TC00-009 In the Matter of the Application of Adelpia Business Solutions Operations, Inc. for a Certificate of Authority to Provide Telecommunications Services in South Dakota.

Adelpia Business Solutions Operations, Inc. seeks a Certificate of Authority to provide resold and facilities based interexchange telecommunications services in South Dakota. Adelpia intends to offer 1+ direct dial, toll free, travel card and prepaid calling card services.

Staff Analyst: Keith Senger

Staff Attorney: Camron Hoseck

Date Filed: 02/09/00

Intervention Date: 02/25/00

TC00-010 In the Matter of the Application of UKI Communications, Inc. for a Certificate of Authority to Provide Telecommunications Services in South Dakota.

UKI Communications, Inc. (UKI) seeks a Certificate of Authority to provide resold long distance telecommunications services. UKI intends to offer 1+ and Travel Card services throughout South Dakota.

Staff Analyst: Heather Forney

Staff Attorney: Karen Cremer

Date Filed: 02/09/00

Intervention Date: 02/25/00

TC00-011 In the Matter of the Filing by U S WEST Communications, Inc. of a Notice of Intent to file a 271 Application

On February 8, 2000, U S WEST Communications, Inc. filed with the Commission its Intent to File Section 271 Application and Motion for Alternative Procedure to Manage the Section 271 Process. U S WEST is asking the Commission to (1) allow it to file the Master Test Plan with the Commission for its consideration and adoption in early quarter 2000; and (2) to create a procedure that will allow the parties to consider all aspects of Section 271 in a timely manner.

All Staff

Date Filed: 02/08/00

Intervention: NA

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You may subscribe or unsubscribe to the PUC mailing lists at <http://www.state.tx.us/puc>

LAW OFFICES OF THOMAS K. CROWE, P.C.

2300 M STREET, N.W.
SUITE 800
WASHINGTON, D.C. 20037

TELEPHONE (202) 973-2890
FAX (202) 973-2891
E-MAIL tkcrowe@bellatlantic.net

RECEIVED

MAR 17 2000

SOUTH DAKOTA PUBLIC
UTILITIES COMMISSION

March 16, 2000

BY FEDEX

William Bullard
South Dakota Public Utilities Commission
500 E. Capitol Avenue
Pierre, SD 57501-5070

Re: Docket No. TC00-010; UKI Communications, Inc.

Dear Mr. Bullard:

Enclosed is an original and eleven (11) copies of our response to questions in a March 7, 2000 letter addressed by Ms. Heather K. Forney regarding the Application of UKI Communications, Inc. for a Certificate of Authority to Provide Telecommunications Services in South Dakota. Please acknowledge receipt of these enclosures by file-stamping and returning the extra copy in the self-addressed, stamped envelope for this purpose.

Our responses on behalf of UKI Communications, Inc. ("UKI") are as follows:

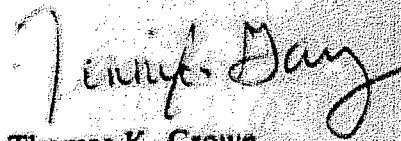
- (1) Pursuant to SDCL 49:31:03, UKI agrees to restrictions from offering prepaid services and from collecting customer deposits or advanced payments. UKI's tariff does not include language requiring advanced payments or deposits nor does it contain any substantive provisions regarding prepayments. Therefore, no changes were made to the tariff concerning this matter.
- (2) Pursuant to ARSD 20:10:24:02(9), the following responses are provided:
 - (a) The E-mail address of UKI's customer complaints contact person, Lee Hadaway, is ukicomcommunications@hotmail.com. The E-mail address of UKI's regulatory contact, Thomas K. Crowe, is tkcrowe@bellatlantic.net.
 - (b) UKI will handle its customer billing through billing agent Integretel, Inc. UKI's name will appear on the bill.
 - (c) UKI will handle customer service matters by providing a toll free customer

service number 24 hours-a day, 7 days per week. The number is 1-877-840-8522.

- (3) Pursuant to ARSD 20:10:24:02(11), UKI's target market in South Dakota is business and residential customers. Because UKI is a new company, it is not currently engaging in multilevel marketing and it has no company brochures used to assist in the sale of services. UKI uses only a telemarketing script as its marketing tool (See Exhibit D of UKI's application).
- (4) Pursuant to ARSD 20:10:24:02(14), no complaints have been filed against UKI by any state or federal regulatory commission regarding the act of charging customers for services that have not been ordered.
- (5) We have replaced the our language in Subsection 2.4.1 of UKI's tariff with the language recommended by Commission staff. The revised tariff page is enclosed as Original Sheet No. 10 (See Exhibit A).
- (6) We have incorporated staff's recommendation to give customers 180 days to dispute telephone bills in Subsection 2.10.1, Original Sheet No. 14 of UKI's tariff (See Exhibit A).

All communications concerning these responses should be directed to the undersigned.

Sincerely,



Thomas K. Crowe
Jennifer Gorny,
Counsel for UKI
Communications, Inc.

Enclosures

EXHIBIT A

SECTION 2 - RULES AND REGULATIONS (CONT'D.)**2.4. Liabilities of the Company**

- 2.4.1. The liability of the Company for damages arising out of the furnishing of its services, including but not limited to mistakes, omissions, interruptions, delays, or errors, or other defects, representations, or use of these services or arising out of the failure to furnish the service, whether caused by acts or omission, shall be determined in accordance with South Dakota law. The Company shall not be liable for any kind or nature whatsoever arising out of any defects or any other cause. The Company shall not be liable to any Customer, authorized user or third party for failures caused by the transition to the Year 2000. The Company has, and will continue to make diligent efforts to ensure that our customers receive the services specified in this Tariff before, during and after the Year 2000. Information provided to parties upon request regarding the Year 2000 readiness of products and services offered are "Year 2000 Readiness Disclosures" as defined by the Year 2000 Information and Readiness Disclosure Act of 1998 (Public Law 105-271, 112 Stat. 2386, a U.S. Statute) enacted on October 19, 1998.
- 2.4.2. Company 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 company's facilities; and
 - B. Claims for patent infringement arising from combining or connecting Company's facilities with apparatus and systems of the Customer; and
 - C. All other claims arising out of any act or omission of the Customer in connection with any service provided by Company.
- 2.4.3. The Company is not liable for any defacement of, or damage to, the equipment or premises of a customer resulting from the furnishing of services when such defacement or damage is not the result of the Company's negligence.

Issued:

Issued By:

Giuseppe Vitale
UKI Communications, Inc.
500 N. Rainbow Blvd., Suite 300
Las Vegas, NV 89107
(702) 221-1933

Effective Date

SECTION 2 - RULES AND REGULATIONS (CONT'D.)**2.9. Payments and Billing for Postpaid Services**

- 2.9.1. Charges for service are applied on a recurring and nonrecurring basis. Service is provided and billed on a monthly (30 day) basis. The billing date is dependent on the billing cycle assigned to the subscriber. Service continues to be provided until canceled by the Customer with no less than 30 days notice.
- 2.9.2. The Customer is responsible for the payment of all charges for services furnished to the Customer. Charges are based on actual usage and are billed monthly in arrears.
- 2.9.3. Billing will be payable upon receipt and deemed past due ten (10) days after issuance and posting of invoice. Bills not paid within thirty (30) days after the date of posting are subject to a 1.5% late payment charge for the unpaid balance, or the maximum allowable under state law. Each account shall be granted not less than one complete forgiveness of late payment charge, pursuant to Commission rules. Customers shall be notified by letter when eligibility for forgiveness of late payment charge has been utilized.
- 2.9.4. The name(s) of the Customer(s) desiring to use the service must be set forth in the application for service.

2.10. Billing Disputes

- 2.10.1. Billing disputes should be addressed to Company's Customer Service Organization via telephone to (877) 840-8522. Customer Service is available twenty-four hours per day, seven days per week. The Customer has 180 days from the date the bill was issued to dispute the charges on the bill.
- 2.10.2. In the case of a dispute between the Customer and the Company for service furnished to the Customer, which cannot be settled with mutual satisfaction, the Customer can take the following course of action:
- 2.10.2.1 First, the Customer may request the Company perform an in-depth review of the disputed amount (The undisputed portion and subsequent bills must be paid on a timely basis or the service may be subject to disconnection).

Issued:

Issued By:

Giuseppe Vitale
UKI Communications, Inc.
500 N. Rainbow Blvd., Suite 300
Las Vegas, NV 89107
(702) 881-1022

Effective Date:

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

IN THE MATTER OF THE APPLICATION OF)
UKI COMMUNICATIONS, INC. FOR A)
CERTIFICATE OF AUTHORITY TO PROVIDE)
TELECOMMUNICATIONS SERVICES IN)
SOUTH DAKOTA)

**ORDER GRANTING
CERTIFICATE OF
AUTHORITY**

TC00-010

On February 9, 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 UKI Communications, Inc. (UKI).

UKI proposes to operate as a reseller of long distance services, and initially plans to offer 1+ and travel card services. A proposed tariff was filed by UKI. The Commission has classified long distance service as fully competitive.

On February 9, 2000, the Commission electronically transmitted notice of the filing and the intervention deadline of February 25, 2000, to interested individuals and entities. No petitions to intervene or comments were filed and at its April 27, 2000, meeting, the Commission considered UKI's request for a certificate of authority. Commission Staff recommended granting a certificate of authority, subject to the condition that UKI not offer a prepaid calling card or require deposits or advance payments without prior approval of the Commission.

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 UKI has met the legal requirements established for the granting of a certificate of authority. UKI has, in accordance with SDCL 49-31-3, demonstrated sufficient technical, financial and managerial capabilities to offer telecommunications services in South Dakota. The Commission approves UKI's application for a certificate of authority, subject to the condition that UKI 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 UKI's application for a certificate of authority is hereby granted, subject to the condition that UKI not offer a prepaid calling card or require deposits or advance payments without prior approval of the Commission. It is

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

Dated at Pierre, South Dakota, this 4th day of May, 2000.

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: Helsine Kalbo

Date: 5/5/00

(OFFICIAL SEAL)

BY ORDER OF THE COMMISSION

James A. Burg
JAMES A. BURG, Chairman

Pam Nelson
PAM NELSON, Commissioner

Tosh Schenckler

SOUTH DAKOTA PUBLIC UTILITIES COMMISSION

CERTIFICATE OF AUTHORITY

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

Authority was Granted April 27, 2000
Docket No. TC00-010

This is to certify that

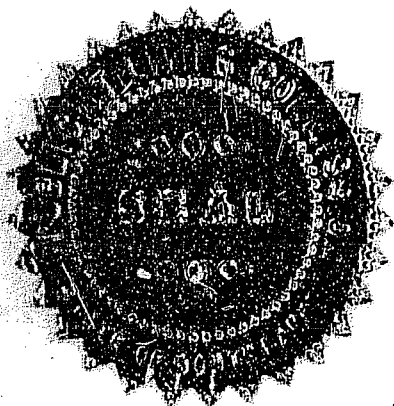
UKI COMMUNICATIONS, INC.

is authorized to provide telecommunications services in South Dakota.

This certificate is issued in accordance with SDCL 49-31-3 and ARSD 20:10:24:02, and is subject to all of the conditions and limitations contained in the rules and statutes governing its conduct of offering telecommunications services.

Dated at Pierre, South Dakota, this 4th day of May, 2000.

**SOUTH DAKOTA PUBLIC
UTILITIES COMMISSION:**



James A. Burg

JAMES A. BURG, Chairman

Pam Nelson

PAM NELSON, Commissioner

Laska Schoenfelder

LASKA SCHOENFELDER, Commissioner