

800 RESPONSE INFORMATION SERVICES LLC

TC05-08

RECEIVED

JUN 23 2005

June 15, 2005

South Dakota Public Utilities Commission
Capitol Building, 1st Floor
500 East Capitol Avenue
Pierre, SD 57501

**SOUTH DAKOTA PUBLIC
UTILITIES COMMISSION**

RE: 800 Response Information Services LLC

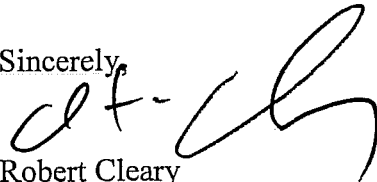
Dear Commission:

Enclosed please find an original and 10 copies of the Application for Certificate of Registration for 800 Response Information Services LLC to resell interexchange services in South Dakota. Included with the application is the company's initial South Dakota PUC Tariff No. 1 consisting of original pages 1 through 20.

Please acknowledge receipt of this filing by returning, file-stamped, the extra copy of this cover letter in the self addressed stamped envelope provided for that purpose.

Please feel free to contact me if you have any questions regarding the enclosed document.

Sincerely,



Robert Cleary
Director of Accounting

Enclosures

**BEFORE THE SOUTH DAKOTA
PUBLIC UTILITIES COMMISSION**

RECEIVED

JUN 23 2005

In the Matter of the Application of
800 Response Information Services LLC
For a Certificate of Authority to
Resell Interexchange Telecommunications
Services within the State of South Dakota

**SOUTH DAKOTA PUBLIC
UTILITIES COMMISSION**

APPLICATION FOR CERTIFICATE OF REGISTRATION

COMES NOW 800 Response Information Services LLC ("Applicant" or "Company") and respectfully requests the South Dakota Public Utilities Commission to grant a certificate of authority to Applicant to resell interexchange services within the State of South Dakota. In support of its application, Applicant states the following:

- (1) The name, address, and telephone number of the applicant:

800 Response Information Services LLC
200 Church Street
PO Box 1049
Burlington, VT 05402
Phone: (802) 860-0378
Fax: (802) 860-0395

- (2) The name under which the applicant will provide these services if different than in question (1) above:

Same name as in question 1 above.

- (3) If the applicant is a corporation:

Applicant is not a corporation

- (4) If the applicant is a partnership, the name, title, and business address of each partner, both general and limited:

Applicant is a Vermont limited liability company. A copy of its Certificate to Authority to transact business in South Dakota from the Secretary of State is attached hereto as Attachment A.

The sole member and owner of Applicant is:

**Mitchell Knisbacher, President
800 Response Information Services LLC
200 Church Street
PO Box 1049
Burlington, VT 05402**

(5) A description of the telecommunications services the applicant intends to offer:

Applicant intends to offer inbound toll-free "800" service, along with enhanced services such as real time call detail reports via the Internet. Applicant will offer its services to non-residential customers throughout the State of South Dakota.

(6) A detailed statement of the means by which the applicant will provide its services:

Applicant will resell MCI services. Other than a switch located in an MCI co-location facility in Billerica, Massachusetts, Applicant will not own or maintain any of its own facilities.

(7) The geographic areas in which the services will be offered or a map describing the service area:

Applicant will offer its services throughout the State of South Dakota.

(8) Current financial statements of the applicant including a balance sheet, income statement, and cash flow statement; a copy of the applicant's latest annual report; a copy of the applicant's report to stockholders; and a copy of applicant's tariff with the terms and conditions of service:

Applicant is a new company that is in the process of obtaining state authorizations to resell inbound "800" toll-free services. Applicant anticipates commencing operations early in the 3rd quarter of 2005. As a result, Applicant does not yet have the requested historical financial documents. However, Applicant has prepared a projected balance sheet and income statement for 2005, which is shown in Attachment B hereto.

See Attachment C hereto for a copy of Applicant's tariff.

(9) The names, addresses, telephone number, fax number, E-mail address, and toll free number of the applicant's representatives to whom all inquiries must be made regarding complaints and regulatory matters and a description of how the applicant handles customer billings and customer service matters:

For matters related to customer complaints, inquiries should be addressed to:

**Customer Service Department
800 Response Information Services LLC
200 Church Street
PO Box 1049
Burlington, VT 05402
Phone: (802) 860-0378
Fax: (802) 860-0395
Toll Free: (800) 639-1650
e-mail: customerservice@800response.com**

For regulatory matters, inquiries should be addressed to:

**Stephanie Perrotte, Tariff Director
800 Response Information Services LLC
200 Church Street
PO Box 1049
Burlington, VT 05402
Phone: (802) 860-0378
Fax: (802) 860-0395
Toll Free: (800) 639-1650
e-mail: sperrotte@800response.com**

Applicant will mail monthly invoices to customers. The invoices will itemize charges for interexchange services, state and federal taxes, and other fees. The Applicant's name and a toll-free number for inquiries and complaints will appear on each invoice.

Customers may reach the customer service department by calling 1-800-639-1650. In addition, customers may contact Applicant in writing at 200 Church St.; PO Box 1049; Burlington, VT 05402. If the complaint is not resolved to the customer's satisfaction within the company, customer may contact the South Dakota Public Utilities Commission.

(10) A list of the states in which the applicant is registered or certified to provide telecommunications services, whether the applicant has ever been denied registration or certification in any state and the reasons for any such denial, a statement as to whether or not the applicant is in good standing with the appropriate regulatory agency in the states where it is registered or certified, and a detailed explanation of why the applicant is not in good standing in a given state, if applicable:

Applicant is currently authorized to provide service in the following jurisdictions:

Florida, Indiana, Kentucky, Michigan, Montana, New Hampshire, North Carolina, North Dakota, Oregon, Vermont, Wisconsin, Wyoming.

Applicant has not been denied registration or certification in any state.

Applicant is in good standing with the appropriate regulatory agency in states where it is registered or certified.

(11) A description of how the applicant intends to market its services, its target market, whether the applicant engages in any multilevel marketing, and copies of any company brochures used to assist in the sale of services;

Applicant intends to market its services predominantly by telemarketing to prospective non-residential customers. Applicant will not market or offer its services to residential customers. Applicant intends to use a marketing company, 800 Response Marketing LLC to provide the telemarketing services.

(12) Cost support for rates shown in the company's tariff for all noncompetitive or emerging competitive services:

Not applicable. Applicant is providing competitive services.

(13) Federal tax identification number:

20-2097978

(14) The number and nature of complaints filed against the applicant with any state or federal regulatory commission regarding the unauthorized switching of a customer's telecommunications provider and the act of charging customers for services that have not been ordered:

None

(15) A written request for waiver of those rules the applicant believes to be inapplicable; and

The principle place of Applicant's business operations is in Burlington, Vermont. Should Applicant be required to keep its books and records within the State of South Dakota, a significant hardship would be imposed on Applicant, resulting in a diversion of financial resources that otherwise could be utilized to increase network efficiency and serve offerings that would directly benefit customers. Moreover, no public benefit would balance this private hardship, as

Applicant will readily provide any necessary information to the Commission on request. Therefore, Applicant requests that the Commission allow Applicant to continue to maintain its books and records in Burlington, Vermont.

(16) Other information requested by the commission needed to demonstrate that the applicant has sufficient technical, financial, and managerial capabilities to provide the interexchange services it intends to offer consistent with the requirements of this chapter and other applicable rules and laws.

See Attachment D hereto for a copy of the resumes of Applicant's key employees that demonstrates Applicant's technical and managerial capabilities.

WHEREFORE, Applicant respectfully requests that the Commission grant it a certificate of authority to provide interexchange services within the State of South Dakota. Further, Applicant requests that the Commission approve its proposed tariff and the rates proposed therein.

Respectfully submitted,

800 Response Information Services LLC

By: 

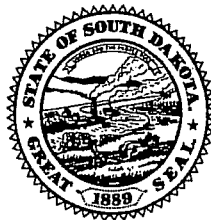
Robert Cleary, Director of Accounting

Attachment A

Certificate of Authority from the South Dakota Secretary of State

(See following pages)

State of South Dakota



OFFICE OF THE SECRETARY OF STATE

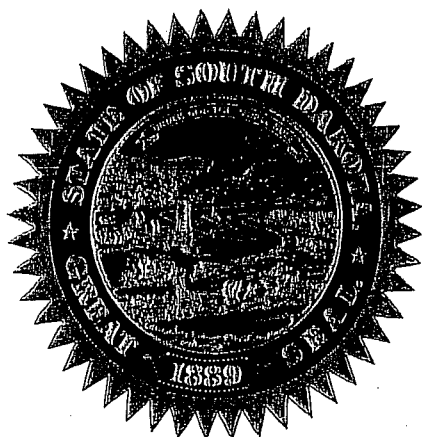
Certificate of Authority Limited Liability Company

ORGANIZATIONAL ID #: FL002262

I, **Chris Nelson**, Secretary of State of the State of South Dakota, hereby certify that duplicate of the Application for a Certificate of Authority of **800 RESPONSE INFORMATION SERVICES LLC (VT)** to transact business in this state duly signed and verified pursuant to the provisions of the South Dakota Limited Liability Company Act, 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 for certificate of authority.

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 February 3, 2005.



Chris Nelson

Chris Nelson
Secretary of State

SECRETARY OF STATE
STATE CAPITOL
500 E. CAPITOL AVE.
PIERRE, S.D. 57501
(605)773-4845
FAX (605)773-4550

**CERTIFICATE OF AUTHORITY APPLICATION
OF A
FOREIGN LIMITED LIABILITY COMPANY**

RECEIVED
FEB 03 '05
AD. SEC. of STATE

1. The name of the Foreign Limited Liability Company is: 800 Response Information Services LLC

2. The name of the state or country under whose law it is organized is: Vermont

3. The street address of its principal office is: 200 Church Street, Burlington, VT 05401

4. The address of its initial designated office in South Dakota is: 231 S Phillips Ste 260

Sioux Falls SD 57104

5. The name and street address of its initial agent for service of process in South Dakota is: _____

Corporation Service Company, 503 South Pierre Street, Pierre, SD 57501

6. The date of organization is: 12/30/04, and the period of duration is: Perpetual

7. If the company is manager-managed, rather than member-managed, the name and address of each initial manager:

Mitchell Knisbacher, 200 Church Street, Burlington, VT 05401

8. Whether one or more of the members of the company are to be liable for its debts and obligations under a provision similar to SDCL 47-34A-303 (c).

No. The members of the Company are not to be liable for its debts and obligations.

The application must be signed by a member if the company is a member-managed company or by a manager if its a manager-managed company.

Date: 1/20/05

[Signature]
(Signature and Title)

President & Manager

FILING INSTRUCTIONS:

- The application for authority must be accompanied by the first Annual Report.
- One original and one exact or conformed copy must be submitted.
- The application must be accompanied by an original, currently dated *Certificate of Good Standing or Existence* from the Secretary of State in the state where it is organized.

SECRETARY OF STATE
STATE CAPITOL
500 E. CAPITOL AVE.
PIERRE, S.D. 57501
(605)773-4845
FAX (605)773-4550

**FIRST ANNUAL REPORT
OF A
LIMITED LIABILITY COMPANY**

1. The name of the Limited Liability Company is:
800 Response Information Services LLC
2. The state or country under whose law it is organized is: Vermont
3. The address of its registered office and the name of its registered agent for service of process in South Dakota is:
Corporation Service Company, 503 South Pierre Street, Pierre, SD 57501
4. The address of its principal office is:
200 Church Street, Burlington, VT 05401
5. The names and business addresses of any managers:
Mitchell Knisbacher, 200 Church Street, Burlington, VT 05401
6. The dollar amount of the total agreed contributions to the Limited Liability Company is \$ 1,000.⁰⁰.*

Date: 1/26/05



(Signature and Title)

President and Manager

*** FILING FEE: \$550**

STATE OF VERMONT
OFFICE OF SECRETARY OF STATE

Certificate of Good Standing

*I, Deborah L. Markowitz, Secretary of State of the State of Vermont, do hereby certify that
according to the records of this office*

800 RESPONSE INFORMATION SERVICES LLC

a limited liability company formed under the laws of the State of Vermont

was filed for record in this office on December 30, 2004

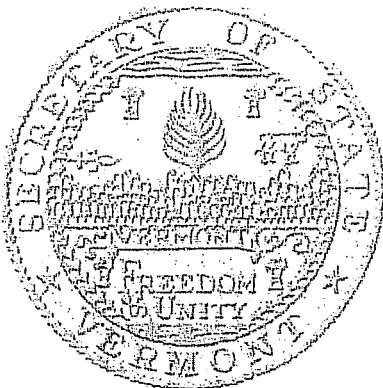
*I further certify that the company's most recent annual report is on file, and that articles of
termination have not been filed.*

January 25, 2005

*Given under my hand and the seal
of the State of Vermont, at
Montpelier, the State Capital*



Deborah L. Markowitz
Secretary of State



Attachment B

Applicant's Pro Forma Balance Sheet and Income Statement for 2005

(Please see following page)

800 RESPONSE INFORMATION SERVICES LLC
BALANCE SHEET
PROJECTED DECEMBER 31, 2005

Assets:	
Current Assets	150,000
Fixed Assets	350,000
	<hr/>
Total Assets	<u><u>\$500,000</u></u>
Liabilities:	
Accounts Payable	100,000
Equity:	
2005 Estimated Net Income	50,000
Contributed Capital	350,000
	<hr/>
Total Liab / Equity	<u><u>\$500,000</u></u>

800 RESPONSE INFORMATION SERVICES LLC
INCOME STATEMENT
PROJECTED AS OF DECEMBER 31, 2005

Revenues	500,000
Cost of Goods Sold	200,000
Gross Profit	300,000
Operating Expenses	250,000
Net Income	<u><u>\$ 50,000</u></u>

Attachment C

Tariff

(See following pages)

TITLE SHEET

800 RESPONSE INFORMATION SERVICES LLC

SOUTH DAKOTA TELECOMMUNICATIONS TARIFF

This tariff contains the descriptions, regulations, and rates applicable to the furnishing of service for the provision of non-residential switched intrastate telecommunications services furnished by 800 Response Information Services LLC, with principal offices at 200 Church Street, Burlington, VT 05401. This tariff applies for services furnished within the State of South Dakota. This tariff is on file with the South Dakota Public Utilities Commission. Copies may be inspected during normal business hours at the company's principal place of business.

Issued: June 17, 2005

Effective: _____, 2005

Issued by: Stephanie Perrotte, Tariff Director
PO Box 1049
200 Church Street
Burlington, VT 05402

CHECK SHEET

Pages 1 through 20 inclusive of this tariff are effective as of the date shown at the bottom of the respective page(s). Original and revised pages as named below comprise all changes from the original tariff and are currently in effect as of the date on the bottom of this page.

<u>SHEET</u>	<u>REVISION</u>
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

* New or Revised Page

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TARIFF FORMAT

1. Sheet Numbering - Sheet numbers appear in the upper right-hand corner of the page. Sheets are numbered sequentially. When a new sheet is added between existing pages with whole numbers, a decimal is added. For example, a new page added between sheets 11 and 12 would be sheet 11.1.

2. Sheet Revision Numbers - Revision numbers also appear in the upper right-hand corner of the sheet. These numbers are used to indicate the most current sheet version on file with the Commission. For example, the 4th Revised Sheet 13 cancels the 3rd Revised Sheet 13. A revision may be suspended by the Commission for further review and consideration. Consult the Check Sheet for the sheets currently in effect.

3. Paragraph Numbering Sequence - There are nine levels of paragraph coding. Each level of coding is subservient to its next higher level. The following is an example of the numbering sequence used in this tariff.

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

4. Check Sheet - When a tariff filing is made with the Commission, an updated Check Sheet or Sheets accompany the tariff filing. The Check Sheet(s) lists the page(s) contained in the tariff, with a cross reference to the current Revision Number. When new page(s) are added, the Check Sheet(s) are 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 the Check Sheet(s) if these are the only changes made to them (i.e., the format, etc. remains the same, just revised revision levels on some page(s)). The tariff user should refer to the latest Check Sheet(s) to find out if a particular page is the most current on file with the Commission.

SYMBOLS

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

- | | | |
|---|---|---|
| C | - | to signify a changed regulation |
| D | - | to signify a discontinue or deleted rate or regulation |
| I | - | to signify a rate increase |
| M | - | to signify tariff information moved to a different page without any change |
| N | - | to signify a new or changed rate or regulation |
| R | - | to signify a rate reduction |
| T | - | to signify a change in text but no change in an existing rate or regulation |

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SERVICE AREA MAP

800 Response Information Services LLC will provide intrastate service throughout the State of South Dakota.

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SECTION 1 - DEFINITIONS

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

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

Authorized User - A person or entity that accesses the Company's services. An Authorized User is responsible for compliance with this tariff.

Automatic Numbering Identification (ANI) - A type of signaling provided by a local exchange telephone company that automatically identifies the local exchange line from which a call originates.

Call Reporting System - A computerized system for providing detailed, real-time reports of call records, including calls that are not completed due to busy signals and ring-no-answers, via the internet.

Common Carrier - A company or entity providing telecommunications services to the public.

Carrier or Company - Refers to 800 Response Information Services LLC.

Completed call - A call which the Company's network has determined has been answered by a person, answering machine, fax machine, computer modem device, or other mechanical answering device.

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

Customer - Provided Facilities - The term "Customer - Provided Facilities" denotes all communications facilities provided by the Customer and/or Authorized User other than those provided by the Company.

Issued: June 17, 2005

Effective: _____, 2005

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Burlington, VT 05402

SECTION 1 – DEFINITIONS Continued

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

Intrastate Message Telecommunications Service ("MTS") - The term "Intrastate Message Telecommunications Services" denotes the furnishing of intrastate switched service to the Customer for the completion of long distance voice and dial-up low speed data transmissions over voice grade channels between points wholly within the State of South Dakota.

Residential customer - A customer who has telephone service at a dwelling and the service is used primarily for domestic or social purposes. All other customers are non-residential customers.

Resp. Org. - Responsible Organization or entity identified by an 8XX service Customer that manages and administers records in the SMS 800 Database.

Service - Any telecommunications service(s) provided by the carrier under these schedules.

Station - A telephone instrument consisting of a connected transmitter, receiver, and associated apparatus to permit sending or receiving telephone messages.

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

Toll Free Service – An interexchange service offered pursuant to this tariff for which the called party is assigned an 8XX-NXX-XXX number and is billed for calls terminating at that number.

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

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

Issued: June 17, 2005

Effective: _____, 2005

Issued by: Stephanie Perrotte, Tariff Director
PO Box 1049
200 Church Street
Burlington, VT 05402

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

Service is offered to non-residential Customers of the Company to provide toll free service originating and terminating geographically within the State of South Dakota, using the Company's network configuration. The Company provides switched inbound toll free long distance services for voice grade and low speed dial-up data transmission services. The Company does not undertake to transmit messages but furnishes the use of its facilities to its Customers for communications. All services are provided subject to the terms and conditions set forth in this tariff.

The Company's services and facilities are provided on a monthly basis unless otherwise provided, and are available twenty-four hours per day, seven days per week.

In-state toll services provided by the Company are provided on a statewide basis and are not intended to be limited geographically. The Company offers service to all those who desire to purchase service from the Company consistent with all of the provisions of this tariff. Customers interested in the Company's services shall provide sufficient information to the Company to fully identify the Customer and the services requested.

2.2 Limitations

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

2.2.2 The Company reserves the right to discontinue furnishing service, or limit the use of service necessitated by conditions beyond its control, or when the Customer is using service in violation of the law or the provisions of this tariff.

2.2.3 All regulations and conditions contained in this tariff shall apply to all such permitted assignees or transferees, as well as all conditions for service.

Issued: June 17, 2005

Effective: _____, 2005

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SECTION 2 - RULES AND REGULATIONS Continued

2.3 Use of Services

- 2.3.1 The use of the Company's services without payment for service or attempting to avoid payment for service by fraudulent means or devices, schemes, false or invalid numbers, or false calling or credit cards is prohibited.
- 2.3.2 Customers shall not use the service provided under this tariff for any unlawful purpose.

2.4 Liability

- 2.4.1 Except as stated in this section, the Company shall have no liability for damages of any kind arising out of or related to events, acts, rights or privileges contemplated in this tariff. Under no circumstances whatever shall the Company or its officers, directors, agents, or employees be liable for indirect, incidental, special or consequential damages.
- 2.4.2 The liability of the Company, if any, for damages resulting in whole or in part from or arising in connection with the furnishing of service under this tariff, including but not limited to mistakes, omissions, interruptions, delays, errors, or other defects in transmission, or failures or defects in facilities furnished by the Company in the course of furnishing service or arising out of any failure to furnish service shall in no event exceed an amount of money equivalent to the charge for the affected call. However, any such mistakes, omissions, interruptions, delays, errors, or defects in transmission or service that are caused by or contributed to by the negligence or willful act of Customer, or which arise from the use of Customer-Provided

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SECTION 2 - RULES AND REGULATIONS Continued

Facilities or equipment shall not result in the imposition of any liability whatsoever upon the Company.

- 2.4.3 The Company shall not be liable for any failure of performance hereunder due to causes beyond its control, including but not limited to Acts of God, fires, flood or other catastrophes; atmospheric conditions or other phenomena of nature, such as radiation; any law, order, regulation, directive, action or request of the United States Government, or any other government, including state and local governments having jurisdiction over the Company or the services provided hereunder; national emergencies; civil disorder, insurrections, riots, wars, strikes, lockouts, work stoppages, or other labor problems or regulations established or actions taken by any court or government agency having jurisdiction over the Company or the acts of any party not directly under the control of the Company.
- 2.4.4 The Company is not liable for any act or omission of any entity, other than employees or agents of the Company, furnishing facilities or services connected with or provided in conjunction with the Company's services.
- 2.4.5 The Company shall be indemnified and held harmless by the Customer against: all claims for libel, slander, or infringement of copyright or trademark arising out of the material, data, information, or other content transmitted over the Company's facilities, and any other claim arising out of any act or omission of the Customer in connection with any service or facility provided by the Company.

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SECTION 2 - RULES AND REGULATIONS Continued**2.5 Interruption of Service**

- 2.5.1 The Company will attempt to provide continuous and uninterrupted service. If the Company schedules a service interruption for maintenance or repairs, the Company will notify customers of the cause and expected duration of the interruption at least 24 hours in advance, when possible.
- 2.5.2 Upon customer request, the Company will credit a Customer's account for service interruptions which are not due to the Company's testing or adjusting, to the negligence of the Customer, or to the failure of channels or equipment provided by the Customer. Before requesting a credit, the Customer will take reasonable steps to verify that the trouble could not have been prevented by the Customer and is not in the Customer's wiring or equipment. For purposes of computing a credit for services, a month consists of 720 hours. The Company will credit the Customer's account at the rate of 1/720th of the monthly charge for the service affected for each full hour of the interruption.
- 2.5.3 The following formula shall apply for interruptions lasting more than two continuous hours:

$$\text{Credit} - \frac{A \times B}{720}$$

"A" - outage time in hours (must be a continuous duration of two hours or more.)

"B" - total monthly charges for affected service

SECTION 2 - RULES AND REGULATIONS Continued**2.6 Responsibilities of the Customer**

- 2.6.1 The Customer is responsible for placing any necessary orders and complying with tariff regulations. The Customer is also responsible for the payment of charges for services provided under this tariff.
- 2.6.2 The Customer must use the services offered in this tariff in a manner consistent with the terms of this tariff and the policies and regulations of all state, federal and local authorities having jurisdiction over the service.
- 2.6.3 The Customer is responsible for charges incurred for special construction and/or special facilities which the Customer requests and which are ordered by the Company on the Customer's behalf.
- 2.6.4 If required for the provision of the Company's services, the Customer must provide any equipment space, supporting structure, conduit and electrical power without charge to the Company.
- 2.6.5 The Customer is responsible for ensuring that the customer premise equipment is compatible with the Company's facilities or services.
- 2.6.6 The Customer must pay the Company for replacement or repair of damage to the service or facilities of the Company caused by negligence or willful act of the Customer, by improper use of the services, or by use of service provided by Customer.
- 2.6.7 The Customer must pay for the loss through theft of any Company service connected at Customer's premises only if the Customer has failed to take reasonable precautions to prevent such theft of service.
- 2.6.8 Charges for installations, service connections, moves, rearrangements, if any, are payable upon demand to the Company or its authorized agent. Billing thereafter will include recurring charges and actual usage as defined in this tariff.
- 2.6.9 The Customer is responsible for payment of all charges for services and equipment furnished to the Customer for transmission of calls via the Company.

Issued: June 17, 2005

Effective: _____, 2005

Issued by: Stephanie Perrotte, Tariff Director
PO Box 1049
200 Church Street
Burlington, VT 05402

SECTION 2 - RULES AND REGULATIONS Continued

2.6.10 All charges due by the Customer are payable to the Company or any agent duly authorized to receive such payments. The billing agent may be the Company, a local exchange telephone company or other billing service. Terms of payment shall be according to the rules and regulations of the agent and subject to the rules of regulatory bodies having jurisdiction. Any objections to billed charges must be reported to the Company or its billing agent within 60 (sixty) days of the date of the invoice on which the protested charge appears. Adjustments to Customers' bills shall be made to the extent that circumstances exist which reasonably indicate that such changes are appropriate.

2.7 Cancellation of Services

2.7.1 The Company, upon five working days written notice to the Customer, may discontinue service or cancel an application for service without incurring any liability for any of the following reasons:

2.7.1.A Non-payment of any sum due to carrier for regulated service for more than thirty days beyond the date of rendition of the bill for such service.

2.7.1.B A violation of any regulation governing the service under this tariff.

2.7.1.C A violation of any law, rule, or regulation of any government authority having jurisdiction over such service.

2.7.1.D Service may be disconnected without notice for tampering with company equipment, for interfering with the service to other customers, for fraud, or in the event of a hazardous condition.

2.7.1.E For Customer's breach of contract for service between the Company and the Customer.

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SECTION 2 - RULES AND REGULATIONS Continued

2.7.2 Except as otherwise provided in a service contract signed by the Customer and approved by the Company, the Company may terminate the Toll Free Services without cause by providing sixty days advance written notice, or upon shorter notice if directed to do so by a court, the South Dakota Public Utilities Commission, or other competent legal authority. This tariff shall remain in effect during the notice period.

2.8 Deposits

If the Company restores Service to a Customer whose Service was terminated or suspended for non-payment, the Company may require a deposit from the Customer of up to two months' estimated charges which the Company may apply against overdue charges. The Company does not otherwise require a deposit from the Customer.

2.9 Taxes

All federal, state and local sales, use, gross receipts, excise, privileges and similar taxes, are billed as separate line items and are not included in the rates quoted in this tariff, unless otherwise provided in this tariff.

2.10 Customer Complaints and/or Billing Disputes

2.10.1 Customer inquiries or complaints regarding service or accounting may be made to the Company in writing, telephone, or any other mutually agreeable means of communication. The Company shall provide an address and toll-free telephone number to the Customer for lodging complaints, inquiries or disputes with each bill rendered. The Company shall provide representatives or agents to receive such customer communication who have authority and information to fully resolve customer complaints or disputes.

SECTION 2 - RULES AND REGULATIONS Continued

2.10.2 In the event of a dispute concerning an invoice, the Customer must pay a sum equal to the amount of the undisputed portion of the bill. The Company shall continue to treat disputed portions of a Customer's bill as disputed so long as the consumer continues to pursue a dispute resolution. If the customer has requested resolution of a dispute by the Commission, the Company shall consider the dispute active until otherwise ordered by the Commission. Adjustments to Customers' bills shall be made to the extent that records are available and/or circumstances exist which reasonably indicate that such charges are not in accordance with approved rates or that an adjustment may otherwise be appropriate.

2.11 Contract Services

At the option of the Company, service may be offered on a contract basis to meet specialized requirements of the Customer not contemplated in this tariff. The terms of each contract shall be mutually agreed upon between the Customer and Company and may include discounts off of rates contained herein, waiver of recurring or nonrecurring charges, charges for specially designed and constructed services not contained in the Company's general service offerings, or other customized features. The terms of the contract may be based partially or completely on the term and volume commitment, type of originating or terminating access, monthly prepayment option, mixture of services or other distinguishing features. Service shall be available to all similarly situated Customers for six months after the initial offering to the first contract Customer for any given set of terms.

2.12 Additional Terms of Service

In addition to the rules and regulations contained herein, the services shall be subject to additional terms and conditions that the Company posts from time to time on its web site: www.800responseInformationServices.com. In the event of a conflict between this tariff and the additional terms and conditions posted on the web site, the terms of this tariff shall prevail.

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SECTION 3 - DESCRIPTION OF SERVICE**3.1 Service Offerings**

The Company's Intrastate Service is offered for the provision of inbound Toll Free Services.

3.1.1 The Customer may contract with the Company to use a shared use toll free number. Shared use numbers are controlled by an enhanced service provider. The enhanced service provider, and not the Customer, is the toll free service end user for purposes of the SMS Database, and shall have the exclusive right to select the Underlying Carrier and to change routing arrangements and/or the RESP ORG. At the request of the enhanced service provider, the Company provides toll free service to multiple end users using the same toll free number. Calls to a Customer's shared use toll free number will only be terminated to the Customer if they originate in the NPAs (area codes) identified in the service contract with the Company. Calls placed to a shared use toll free number from cellular phones or other wireless devices may not be completed if more than 10 digits are dialed by the caller.

3.2 Determination of Call Duration and Timing of Calls

- 3.2.1 Calls commence when the call is completed. The chargeable time ends when the calling station releases the circuit. If the calling station does not release the circuit, the chargeable time ends when the circuit is released by automatic timing equipment in the telecommunications network.
- 3.2.2 All calls are billed in six (6) second increments after an initial period, for billing purposes, of thirty (30) seconds.
- 3.2.3 Chargeable time does not include the time lost because of known faults or defects in the service.
- 3.2.4 Calls are not distance sensitive.
- 3.2.5 A customer can expect a call completion rate (number of calls completed/number of calls attempted) of not less than 90% during peak use periods.

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SECTION 3 - DESCRIPTION OF SERVICE Continued

3.3 Rates

- 3.3.1 Actual rates are specified in Section 4 of this tariff. All fractional cent charges are rounded to the nearest cent on a per call basis.
- 3.3.2 Rate Factors – The rate for a call is determined by the service option selected by customer and the duration of the call.

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SECTION 4 - RATES

4.1 Inbound Toll Free Service

Rate per minute - \$.0990

Plan is billed in six second increments with a 30 second minimum.

4.2 Payment of Calls

4.2.1 Late Payment Charges

A late payment Charge of 1.5% per month will be assessed on all unpaid balances more than thirty days old.

4.2.2 Return Check Charges

A return check charge of \$25.00 will be assessed for checks returned for insufficient funds.

4.3 Restoration of Service

A reconnection fee of \$25.00 per occurrence is charged when service is re-established for customers who have been disconnected for non-payment.

4.4 Payphone Surcharge

A surcharge will be assessed for each call made from a payphone to an inbound toll free number at the tariffed rate of the Underlying Carrier.

4.5 Missed Call Reports

Customers who elect to receive missed call reports will be charged a flat fee for each incomplete call reported, in accordance with the contract for enhanced services between the Customer and the Company.

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SECTION 5 - PROMOTIONAL OFFERINGS

5.1 Promotions:

- 5.1.1 The Company may, from time to time, as filed and approved by the Commission, offer promotions to enhance the marketing of its services. These offerings may be limited to certain dates, times and locations.

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Attachment D

Resume of Key Employees

Mitchell Knisbacher, President

Dr. Knisbacher has over 20 years experience at senior management levels in the telecommunications industry. He has extensive experience in the management of Network Operations and Engineering, Information Systems, Operations, Finance, Sales, Marketing and Customer Service functions, all for telecommunications companies. Dr. Knisbacher was the CEO and founder of Long Distance North, a long distance reseller that operated in Vermont, New Hampshire, Maine and Massachusetts for ten years. He was also Senior Vice President of Riser Management Systems, LLP, a company that specialized in design and engineering of telecom infrastructure in large Class A office buildings around the country. Dr. Knisbacher holds a B.S. in mathematics from the University of Maryland, a J.D. from Harvard, and a Ph.D. from Tufts University.

Robert Cleary, Director of Accounting

Bob Cleary has over twenty years experience in the accounting arena, with the last ten years spent supervising all positions that comprise an accounting department. Previously, Bob served as the senior accountant and financial analyst for Long Distance North. Mr. Cleary will be responsible for the daily financial affairs of the company as well as management of the human resource functions. Mr. Cleary holds an accounting degree from Johnson State College.

Linda Young, Director of Operations

With over fifteen years of telecommunications industry experience, Linda Young will oversee the operations department at 800 Response Information Services including the Customer Service and Technical Service staffs. Linda has extensive experience in operations management and software design. She has years of experience supervising programming teams, and developing software both for back office operations and the provision of enhanced telecommunications services. Previously she worked for a financial services firm in Boston. Ms. Young holds a B.S. in Business Administration, with honors, from the University of Vermont.

John Evancie, Director of Information Systems

John has extensive experience in creating and managing information systems and directing operations for technical service organizations. He will direct the IS team at 800 Response, where he will oversee software development, the help desk, and operations and administration of 800 Response Information Services' IVR and web platforms. Mr. Evancie served nine years as Director of Information and Business Services for the \$50-million New England division of Frontier Communications, a regional long distance carrier. Previously, he was a systems analyst for Data Systems, Inc. and performed strategic planning for McDonnell Aircraft Company (a division of Boeing). Mr. Evancie holds a B.A. in statistics from the University of Rochester and an M.S. in Management from Case Western Reserve University.