

BEFORE THE PUBLIC UTILITIES COMMISSION
OF THE STATE OF SOUTH DAKOTA

In the Matter of the Petition of Brookings Municipal Utilities d/b/a Swiftel Communications for Suspension or Modification of 47 U.S.C. Section 251(b)(2) of the Communications Act of 1934, as Amended	Docket TC07-007
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**ALLTEL RESPONSE TO FIRST SET OF DISCOVERY REQUESTS OF
SWIFTEL COMMUNICATIONS**

Interrogatory 1: For each Interrogatory, identify each person who assisted in the preparation of these responses or who provided information for the purpose of preparing these responses.

Response: Steve Rowell as attorney and without waiving any associated privilege, Ron Williams, Linda Phillips on Interrogatory 8.

Interrogatory 2: Provide the name and current business address of each person who will testify on your behalf in this proceeding, and provide a copy of each document provided to, reviewed by, or relied upon by such witness in connection with his/her testimony in this proceeding.

Response: Ron Williams – see his prefiled testimony. At this time, Alltel has not determined whether anyone else will testify on behalf of Alltel in this proceeding.

Interrogatory 3: Identify each Telecommunications Carrier you have exchanged Telecommunications Traffic with, either directly or indirectly, during the past 12 months in South Dakota.

Objection: This interrogatory seeks information that is irrelevant and not likely to lead to discovery of admissible evidence. Alltel's traffic exchange with other carriers has no bearing on the merit of Petitioner claims in this proceeding.

Response: Without waiving the foregoing objection, Alltel believes it exchanges telecommunications traffic with all carriers operating in South Dakota.

Interrogatory 4: Identify all Alltel switches, interoffice transport routes, intercompany transmission facilities, points of interconnection with other carriers, and call record data collection points in the state of South Dakota and in MTA 12. Identify capacity and in-service plant associated with each switch, transport transmission equipment, route, and/or facility.

Objection: This interrogatory seeks information that is irrelevant and not likely to lead to discovery of admissible evidence.

Response: Without waiving the foregoing objection, see Response to Interrogatory 17.

Interrogatory 5: Identify all communications you sent to any consultants or experts regarding preparing any reports or studies that you contend support your position in this docket and provide all information that was used in coming up with the reports or studies that you contend support your position.

Response: None.

Interrogatory 6: Identify all consultants or experts you have used to develop any reports or any studies that would support your position in this docket and for each expert or consultant provide what information that expert or consultant provided and all communications you received from that expert or consultant.

Response: None.

Interrogatory 7: Identify all interconnection arrangements Alltel has entered into 1) in South Dakota and 2) in MTA 12.

Objection: This interrogatory seeks information that is irrelevant and not likely to lead to the discovery of admissible evidence. Alltel's interconnect relationship with other carriers is not relevant to Petitioner's suspension request.

Response: Without waiving the foregoing objection, Alltel has interconnection agreements with most incumbent local exchange carriers in Minnesota, North Dakota and South Dakota. Such agreements are on file with the respective state commissions and are a matter of public record.

Interrogatory 8: Identify all carriers by name and by NPA-NXX from whom you port numbers and to whom you port numbers 1) in MTA 12; and 2) in the Swiftel service area.

Objection: This interrogatory seeks information that is irrelevant and not likely to lead to the discovery of admissible evidence. Alltel's number porting with other carriers is not relevant to the circumstances associated with Petitioner's suspension request.

Response: Without waiving the foregoing objection, Alltel does not maintain the information as requested. See attached Alltel Response – DR 8 for identification of carriers by name with whom Alltel has processed number ports in 2008 in the states of Minnesota, North Dakota, and South Dakota.

Interrogatory 9: Identify any switch not owned by Alltel that is directly or indirectly interconnected with any of your switches. Include the owner, status (affiliate or specified third parties, including local exchange Carriers, interexchange Carriers, and CMRS carriers), model, physical location, and date of interconnection for each such switch.

Response: Alltel switches are connected to the Public Switched Telephone Network and hence, Alltel switches are directly or indirectly connected with all switches identified in the Local Exchange Routing Guide.

Interrogatory 10: Quantify the volume of traffic (by MOU) sent to Swiftel for termination for the last 12 months and for year end 2000-2007, inclusive, by the following traffic types:

- a) IntraMTA Wireless
- b) InterMTA Wireless
- c) through the Qwest tandem.

Objection: This interrogatory seeks information that is irrelevant and not likely to lead to the discovery of admissible evidence. The traffic that Alltel sends to Petitioner has no relevance to Petitioner requests in this proceeding.

Response: Without waiving the foregoing objection, Alltel does not maintain the information as requested. Further, Petitioner has or should have the information requested, the volume of traffic it receives from Alltel.

Interrogatory 11: For each of the three most recent years for which the data is available, 1) provide total revenues; 2) provide the average revenue per month per customer.

Objection: This interrogatory seeks information that is irrelevant and not likely to lead to discovery of admissible evidence. Alltel's financial performance has no relevance to Petitioner's suspension request.

Interrogatory 12: Do you contend that a suspension petition only can be filed based on an interconnection agreement? Identify all support for this position.

Objection: This interrogatory is asking for a legal conclusion.

Interrogatory 13: Identify all rate centers for which Alltel has populated the LERG to rate calls to one rate center and route calls to a different rate center 1) in South Dakota and 2) in the US. Explain the circumstances under which Alltel populates the LERG to rate calls to one rate center and route calls to a different rate center.

Objection: This interrogatory seeks information that is irrelevant and not likely to lead to the discovery of admissible evidence. Without waiving the forgoing objections, see attached Alltel Response – DR 13 for detail of 605-NXXs. Similar rating and routing assignment patterns occur throughout Alltel's service area. Alltel's general policy with respect the establishment of separate rating and routing points is to achieve efficient interconnection and traffic routing conditions in a manner consistent with the Central Office Code Administration Guidelines (COCAG).

Interrogatory 14: State whether Alltel allows its subscribers to select a long distance carrier other than Alltel.

Objection: This interrogatory seeks information that is irrelevant and not likely to lead to the discovery of admissible evidence. Alltel's customer service offerings have no relevance to Petitioner's suspension request and is not likely to lead to the discovery of admissible evidence.

Interrogatory 15: Identify all filings made by Alltel or on behalf of Alltel to the FCC, state regulatory commissions and state and federal courts concerning equal access for wireless carriers. Provide a copy of all filings identified.

Objection: This interrogatory seeks information that is irrelevant and not likely to lead to the discovery of admissible evidence. Additionally, it is overly broad and burdensome and further, any filings would be public information available to Petitioner.

Interrogatory 16: Do you contend that Swiftel is required to transport calls to any point in the MTA selected by Alltel? Explain your answers.

Objection: This interrogatory calls for a legal conclusion.

Response: Without waiving the foregoing objection and its rights related hereto, Alltel is only asking for arrangements whereby it would accept the delivery of traffic from Swiftel within the LATA at Alltel's switch in Sioux Falls and is willing to negotiate alternative traffic exchange scenarios pursuant to a bona fide request from Swiftel.

Interrogatory 17: Identify all Alltel Switches located in the South Dakota LATA #640. Identify the location of all switches identified, including the street or post office address, city, county and state.

Response: Alltel has a switch in Sioux Falls (SXFLSDQACM1) located at 2800 West 10th Street, Sioux Falls, South Dakota 57104 and a switch in Rapid City (RPCYSDWCCM3) located at 2449 West Chicago, Rapid City, South Dakota 57701.

Interrogatory 18: Identify all Alltel Switches in the Minneapolis MTA (MTA 12).

Response: Sioux Falls (SXFLSDQACM1), Owatonna (OWTNMNCC0MD), and West Fargo (WFRGNDWB1KD).

Interrogatory 19: Describe how Alltel assigns telephone numbers to subscribers. Does Alltel only assign telephone numbers to subscribers in the rate center in which they reside? In the rate center that corresponds to the subscriber's billing address?

Objection: This interrogatory seeks information that is irrelevant and not likely to lead to the discovery of admissible evidence. Alltel's customer service offerings, including number assignment methods, have no relevance to Petitioner's suspension request.

Response: Without waiving the foregoing objection, Alltel assigns numbers to subscribers based on the subscriber's community of interest.

Interrogatory 20: If Alltel assigns a telephone number rated to the Brookings rate center to a subscriber and populates the LERG directing calls to that number to be routed to Minneapolis, describe how that call would be transported to Minneapolis and the role of each carrier that would be involved in the process.

Response: Alltel would not assign Minneapolis as a routing point for a number rated in Brookings. Such routing point would likely be associated with Sioux Falls or another CLLI subtending Qwest's Sioux Falls tandem. The Petitioner has control and responsibility for the routing of traffic originated on Petitioner's network but is required to treat an originated call in

compliance with federal dialing parity obligations. There are a variety of options available to Petitioner for routing such traffic to Alltel:

- Via a transit service provider
- Via a contract IXC operating as an intermediary carrier
- Via an interconnection arrangement negotiated with Alltel which may include a one-way or two-way direct interconnection facility

Interrogatory 21: Does Alltel contend that it is required to pay access charges on all calls from its wireless subscribers that originate in MTA 12 and outside of Swiftel's service area and terminate to a Swiftel ILEC subscriber? If no, describe the calls that would not be subject to access charges.

Objection: This interrogatory seeks information that is irrelevant and not likely to lead to the discovery of admissible evidence. Alltel originated traffic sent to Petitioner is irrelevant to Petitioner request in this proceeding.

Interrogatory 22: Describe how currently a call originating from a Swiftel subscriber and terminating to an Alltel subscriber is routed. Describe the routing for an interMTA call and an intraMTA call. Describe how currently a call originating from an Alltel subscriber and terminating to a Swiftel subscriber is routed. Describe the routing for an interMTA and an intraMTA call.

Response: For answer to the question on the routing of Swiftel originated traffic, see answer to Interrogatory 20. Alltel does not route traffic based on the jurisdictional criteria referenced in this interrogatory. A call originating from Alltel's Sioux Falls switch and terminating to Swiftel will be routed via Qwest transit service. Also see response to RFP 12.

Interrogatory 23: Identify the 1) interMTA MOU and 2) the intraMTA MOU that Alltel terminated to Swiftel by month for the years 2004 through 2008.

Objection: This interrogatory seeks information that is irrelevant and not likely to lead to the discovery of admissible evidence. The traffic that Alltel sends to Petitioner has no relevance to Petitioner request in this proceeding.

Response: Without waiving the foregoing objection, Alltel has not captured and does not otherwise maintain information as requested. Additionally, Petitioner has or should have the information requested.

Interrogatory 24: Identify any Alltel traffic on trunk groups between the Qwest tandem and a rural ILEC end office and terminating to the rural ILEC end office by month and for each year from 2002 through 2008.

Objection: This interrogatory seeks information that is irrelevant and not likely to lead to the discovery of admissible evidence. The traffic that Alltel sends to rural ILECs has no relevance to Petitioner request in this proceeding.

Response: Without waiving the foregoing objection, see response to Interrogatory 23.

Interrogatory 25: Provide Alltel's net income generated on an annual basis for the years 2000 through 2007, inclusive. Provide Alltel's net income generated on an annual basis in South Dakota for the years 2000 through 2007.

Objection: This interrogatory seeks information that is irrelevant and not likely to lead to discovery of admissible evidence. Alltel's financial performance has no relevance to the Petitioner's suspension request.

Interrogatory 26: Provide Alltel's return on investment for the years 2004 through 2007.

Objection: This interrogatory seeks information that is irrelevant and not likely to lead to the discovery of admissible evidence. Alltel's financial performance is irrelevant to Petitioner's suspension request.

Interrogatory 27: At page 3 of his testimony, Mr. Williams states that Alltel and Swiftel exchange local traffic today under an Interconnection Agreement (ICA). 1) Do you contend that an ILEC is barred from filing a 251(f)(2) suspension petition if it has entered into an interconnection agreement with any carrier? 2) If you so contend, provide all support for your position.

Objection: This interrogatory calls for a legal conclusion.

Interrogatory 28: At page 4 of his testimony, Mr. Williams states that granting the relief requested by Swiftel "would provide it the ability to significantly modify or disregard its current obligations under the ICA with Alltel and all other carriers." Identify all current obligations under the ICA which Swiftel would be able to modify or disregard if the relief requested is granted.

Response: See, for example, Section 7.5 'Local Dialing Parity' of the current ICA.

Interrogatory 29: What is the termination date of the current ICA between Alltel and Swiftel?

Response: See Section 14.2 of the current ICA.

Interrogatory 30: At page 8 of his testimony, Mr. Williams states that under Ms. Shotwell's view, Alltel would be responsible for transporting calls made by Swiftel customers and Swiftel would not be responsible for transporting any call. Do you contend that under the current ICA, Alltel transport calls made by Swiftel customers and Swiftel is not responsible for transporting any call?

Objection: This interrogatory is objected to as it calls for a legal conclusion, further the interconnection agreement speaks for itself.

Interrogatory 31: Explain how, as claimed by Mr. Williams in his testimony at page 8, "granting Swiftel's petition would transfer Swiftel's responsibility for delivering calls its customers initiate to the carrier terminating the call.

Response: Granting Swiftel petition with respect to 251(b)(2), to the extent it would allow Swiftel to not implement LRN-based routing, in order for the call to complete, it would be necessary for Alltel to perform default LNP database access and rerouting of traffic sent to Alltel by Swiftel. Alltel would thereby incur database dip and transport charges to deliver calls from Swiftel to the ported carrier even though Alltel would no longer be a carrier interested in the call. A suspension with respect to dialing parity obligations under 251(b)(3) would appear to allow Swiftel to discriminate against calls to Alltel and rate such as toll thereby forcing Alltel to enter into reverse toll billing arrangements to provide competitive services or install additional direct interconnection points and associated transport to receive certain Swiftel originated traffic on the same basis as wireline to wireline calls for the same origination and termination points.

Interrogatory 32: At page 17 of his testimony, Mr. Williams states that “some level of increased costs or loss of revenues can and must be absorbed by the ILEC or replaced through other means before the impact becomes “significant”. 1) What level of increased costs or loss of revenues is “significant”? 2) Explain the means by which the ILEC can replace revenues. Identify any FCC rules or orders our Court orders supporting your position.

Objection: This interrogatory calls in part for legal conclusions.

Response: Without waiving the foregoing, the term “significant” is set forth in Section 251(f)(2) of the Telecommunications Act of 1996. It is clearly Petitioner’s burden to prove that level of significance required by the law occurs without suspension. Petitioner, if necessary, can recover increased costs through a variety of means including using existing revenues to absorb costs and imposing such rate increases or surcharges as the relevant state or federal commissions will allow if it can justify such in accordance with applicable state and federal law.

Interrogatory 33: With respect to Alltel’s present network and traffic routing describe in detail how a call originating from one of the following Alltel NPA-NXXs is routed to a Swiftel ILEC end user:

605-208-1000, 605-209-1000, 605-690-1000, 605-988-6000, 701-202-2000, 218-289-1000, 507-327-1000

Objection: This interrogatory seeks information that is irrelevant and not likely to lead to discovery of admissible evidence. The traffic that Alltel sends to Swiftel has no relevance to Petitioner’s request in this proceeding.

Response: Without waiving the foregoing objection, Alltel routes traffic originating on its South Dakota switches to Swiftel via Qwest transit services.

Interrogatory 34: In the recently announced merger between Verizon and Alltel, if the merger is approved and completed, explain the relationship between Alltel and Verizon. Will Alltel become a subsidiary of Verizon in South Dakota? Will Verizon acquire Alltel? Will Alltel continue to operate in South Dakota? Will Alltel or Verizon management determine the business operations of the company?

Objection: This interrogatory seeks information that is irrelevant and not likely to lead to the discovery of admissible evidence.

Response: Without waiving the foregoing objection, the transaction provides for Alltel Corporation to become a subsidiary of Verizon Wireless. Alltel Communications and the former Western Wireless subsidiaries would remain subsidiaries of Alltel Corporation and upon information and belief would become affiliates of the Verizon Wireless' subsidiary that operates in South Dakota.

Interrogatory 35: If the Alltel -Verizon merger is approved and completed, will either Alltel or Verizon Wireless change its current method of interconnection with Swiftel?

Response: We do not know.

Interrogatory 36: What is the price 1) per subscriber and 2) per share that Verizon will pay to Alltel under the recently announced merger agreement?

Objection: This interrogatory seeks information that is irrelevant and not likely to lead to discovery of admissible evidence.

Interrogatory 37: What is the anticipated MOU that a combined Alltel-Verizon will terminate to Swiftel? What is the anticipated MOU that Swiftel will terminate to a combined Alltel-Verizon?

Objection: This interrogatory seeks information that is not relevant or likely to lead to the discovery of admissible evidence. Without waiving the objection, Alltel does not know the volume traffic that is exchanged between Verizon and Swiftel. See also Objection and Response to Interrogatories 10 and 34.

Interrogatory 38: As a result of the recently announced merger between Alltel and Verizon, is it anticipated that either Verizon or Alltel will divest certain 1) frequencies or 2) properties in South Dakota? If yes, identify the frequencies and properties that will be divested or which you expect will be divested.

Objection: This interrogatory seeks information that is not relevant or likely to lead to the discovery of admissible evidence. Without waiving the foregoing objection, Alltel does not presently know the answer.

Admission 1: Admit that when Swiftel hands traffic off to SDN which ultimately terminates to Alltel, Swiftel and Alltel are indirectly interconnected. If you deny this statement, explain the basis for your denial.

Response: Admitted as to the traffic originated by Swiftel, except to the extent that SDN may be determined to be an affiliate of Swiftel or dedicated facilities are used.

Admission 2: Admit that if Alltel transports its traffic over a one-way facility directly to Swiftel, the Parties are directly interconnected. If you deny this statement, explain the basis for your denial and provide all documentation supporting the basis for your denial.

Response: Admitted as to the traffic originated by Alltel that may be delivered over a dedicated facility.

Request for Production 1: Provide all documents that you relied on or that support your answers to the Interrogatories or Admissions or that you identified in the response.

Objection: The request is overly broad, burdensome and vague as to "all documents". Without waiving the foregoing Alltel has provided herewith documents directly responsive to specific document requests herein.

Request for Production 2: Produce a copy of any agreement Alltel has with a Telecommunications Carrier in South Dakota that includes terms dealing with any one or more of the following: *Interconnection*, the exchange of Telecommunications Traffic, local number portability.

Objection: This request seeks information that is irrelevant and not likely to lead to the discovery of admissible evidence.

Response: Without waiving the foregoing objection, Alltel agreements in South Dakota are *negotiated and specific* as to bilateral relationships for interconnection and exchange of Telecommunications Traffic and are on file with the Commission. As an interconnect agreement is not a requisite for LNP between two carriers, LNP is generally provided without need to address in an interconnection agreement. Alltel's agreement with Qwest as filed with this Commission in Docket TC00-145 contains provisions addressing LNP.

Request for Production 3: Provide a copy of any testimony filed on behalf of Alltel in connection with a request for suspension or modification of local number portability, dialing parity, reciprocal compensation, virtual NXX or split rating and routing of numbers, including information submitted as support, and any ruling on such request.

Objection: The request is overly broad and burdensome. Alltel does not retain all such documents and does not have a *directory of such filings*.

Response: Without waiving the foregoing objections, Alltel has filed testimony in the following local number portability proceedings: South Dakota: TC04-025, TC04-038, TC04-044, TC04-045, TC04-046, TC04-047, TC04-048, TC04-049, TC04-050, TC04-051, TC04-052, TC04-053, TC04-054, TC04-055, TC04-056, TC04-060, TC04-061, TC04-062, TC04-077, TC04-084, TC04-085. New Mexico: 04-00017-UT. Nebraska: C-3096. Missouri: TO-2004-0504, TO-2004-0505, TO-2004-0401.

Request for Production 4: Provide a copy of any complaint filed by Alltel before a state commission concerning dialing parity, virtual NXX or split rating and routing of numbers. Provide a copy of any testimony filed on behalf of Alltel in connection with such complaints.

Objection: The request is overly broad and burdensome and Alltel does not retain all such filings or maintain a *directory to such*.

Response: Without waiving the foregoing objection, Alltel filed a complaint in Georgia involving threatened revocation of dialing parity in Docket No. 23803-U. The information is in the public record and available on the Georgia commission web site.

Request for Production 5: Provide a copy of any filings before the FCC or courts made on behalf of Alltel concerning local number portability, dialing parity or reciprocal compensation, interconnection or the transport of traffic, virtual NXX or split rating and routing of numbers.

Objection: The request is overly broad and burdensome and seeks information that is irrelevant and not likely to lead to the discovery of admissible evidence. Without waiving its objections, any filings are a matter of public record and available to Petitioner and Alltel has not maintained copies of all such filings or a directory to such.

Request for Production 6: Provide a copy of all testimony presented on behalf of Alltel that discusses or relates to any of the following topics: (i) Local Number Portability; (ii) Rural Carrier Exemptions; (iii) Reciprocal Compensation; (iv) Local Dialing Parity, (v) Toll Dialing Parity, (vi) Wireless Dialing Parity, and (vii) Universal Service.

Objection: This request is overly broad and burdensome and seeks information that is irrelevant and not likely to lead to the discovery of admissible evidence. Without waiving the objection, any testimony is a matter of public record and available to petitioners. Alltel has not maintained a directory or repository of such information and like Petitioner would have to search the public records.

Request for Production 7: Provide a copy of your FCC Form 499-A (Telecommunications Reporting Worksheet) for the last three years.

Objection: This request seeks information that is irrelevant and not likely to lead to the discovery of admissible evidence.

Request for Production 8: Produce a copy of any materials provided to legislators or regulators (state or federal) by Alltel or on behalf of Alltel regarding the following issues: local number portability, local dialing parity, toll dialing parity, wireless dialing parity, and reciprocal compensation. Please provide the date of delivery and identify the recipient of such materials.

Objection: This request seeks information that is irrelevant and not likely to lead to discovery of admissible evidence. Additionally, the request is overly broad and burdensome.

Request for Production 9: Please provide copies of all your annual ETC certification filings made with the South Dakota Public Utilities Commission (Commission) since January 1, 2003, including any responses to or correspondence with Commission Staff regarding the filings or information included in such filings.

Objection: This request seeks information that is irrelevant and not likely to lead to the discovery of admissible evidence.

Request for Production 10: Provide a copy of each discovery response and all documents provided by Alltel in response to any discovery or other request made by or served by the Commission, Commission Staff, or any other party to this proceeding.

Response: None

Request for Production 11: Please produce all documents not previously identified in any response to any discovery request and known to you as containing, referring to, or relating to the matters at issue in this proceeding.

Objection: This request is overly broad, vague and unduly burdensome.

Request for Production 12: Please provide a copy of a trunk diagram for traffic routed between Alltel and Petitioner showing how all traffic types are routed between Alltel and Petitioner.

Response: Alltel does not know how all traffic is routed from Petitioner; however as Petitioner routes such traffic, Petitioner should have this information. Also see attached – Alltel Response RFP12.

Request for Production 13: Provide copies of all communications identified in Interrogatory 6.

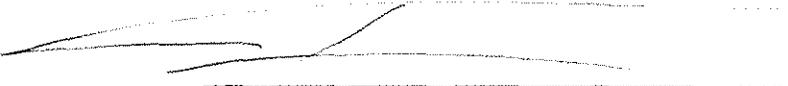
Response: None.

Request for Production 14: Provide a copy of the recently announced merger agreement between Verizon and Alltel.

Objection: This request is seeking information that is irrelevant and not likely to lead to discovery of admissible evidence and is requesting information that is confidential, proprietary and competitively sensitive and may not be released in accordance with the terms of a confidentiality agreement between the parties to the transaction.

Dated this 27th day of June, 2008.

AS TO OBJECTIONS:


Talbot Wiczorek
Gunderson, Palmer, Nelson & Ashmore, LLP
440 Mt Rushmore Road
PO Box 8045
Rapid City, South Dakota 57709
Phone: 605-342-1078
Fax: 605-342-0480
E-mail: tjw@gpna.com

Stephen B. Rowell
Alltel Communications, Inc.
One Allied Drive
Little Rock, Arkansas 72202
Phone: 501-905-5637
Fax: 501-905-5489
E-mail: Stephen.B.Rowell@alltel.com

ATTORNEYS FOR
ALLTEL COMMUNICATIONS, INC.

CERTIFICATE OF SERVICE

The undersigned certifies that on this 23rd day of June, 2008, a copy of Alltel's Responses to Swiftele's Discovery Requests was served electronically to:

karen.cremer@state.sd.us

Ms Karen Cremer
Staff Attorney
SDPUC
500 East Capitol
Pierre SD 57501

harlan.best@state.sd.us

Mr. Harlan Best
Staff Analyst
SDPUC
500 East Capitol
Pierre SD 57501

Richcoit@sdaonline.com

Richard D. Coit
Attorney at Law
South Dakota Independent Telephone Coalition
P.O. Box 57
Pierre, South Dakota 57501

koenecke@magt.com

Mr. Brett M. Koenecke
MAY ADAM GERDES & THOMPSON LLP
PO Box 160
Pierre, SD 57501-0160

diane.c.browning@sprint.com

Diane C. Browning
Attorney, State Regulatory Affairs
Sprint Communications L.P.
6450 Sprint Parkway
Mailstop KSOPHNO212-2A411
Overland Park, Kansas 66251

VIA U.S. MAIL and electronically to:

Ben Dickens, Jr.
Mary J. Sisak
BLOOSTON MORDKOFKY
DICKENS
DUFFY & PENDERGAST
2120 L Street, NW, SUITE 300
Washington, DC 20037
bhd@bloostonlaw.com
mjs@bloostonlaw.com

rjh1@brookings.net

Richard Helsper
Attorney at Law
415 8th Street South
Brookings, SD 57006

dprogers@riterlaw.com

Darla Pollman Rogers
319 S. Couteau Street
PO Box 280
Pierre SD 57501-0280

dag@magt.com

Mr. David A. Gerdes
MAY ADAM GERDES & THOMPSON
LLP
PO Box 160
Pierre, SD 57501-0160


Talbot J. Wiczorek

BEFORE THE PUBLIC UTILITIES COMMISSION
OF THE STATE OF SOUTH DAKOTA

In the Matter of the Petition of Brookings Municipal
Utilities D/B/A Swiftel Communications for
Suspension or Modification of Dialing Parity, Number
Portability, and Reciprocal Compensation Obligations.

Docket No. TC07-007

VERIFICATION

That the undersigned is the Vice President - Interconnection for Alltel Communications, Inc., and has read **ALLTEL COMMUNICATIONS, INC.'s RESPONSES TO BROOKINGS MUNICIPAL UTILITIES D/B/A SWIFTEL COMMUNICATIONS FIRST SET OF DISCOVERY REQUESTS AND PRODUCTION OF DOCUMENTS** and knows the contents thereof and knows the same is true to his/her own knowledge, except for those matters stated therein upon information and belief, and as to those matters, believes them to be true.

ALLTEL COMMUNICATIONS, INC.

BY: *Ron Williams*

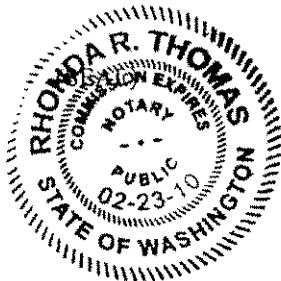
Ron Williams

TITLE: Vice President - Interconnect

State of Washington)
) ss.
County of King)

On this, the 10th day of July, 2008, before me, the undersigned officer, personally appeared Ron Williams, the Vice President - Interconnect of Alltel Communications, Inc., known to me or satisfactorily proven to be the person whose name is subscribed to the within instrument, and acknowledged that he executed the same for the purposes therein contained.

IN WITNESS WHEREOF, I hereunto set my hand and official seal.



Rhonda R. Thomas
Notary Public
My Commission Expires: 2/23/2010

SW LATA	LATA NAME	NPA	NXX	BLOCK ID	OCN	LOC_NAME	LOC STATE	LINE FR	LINE TO	SWITCH/POI	TERMINATING FGD TANDEM
640	SOUTH DAKOTA	605	440	A	5037	CUSTER	SD	0	9999	CSTRSD030MD	RPCYSDCO09T
640	SOUTH DAKOTA	605	441	A	5037	MARTIN	SD	0	9999	MARTSD010MD	RPCYSDCO09T
640	SOUTH DAKOTA	605	454	A	5037	MARTIN	SD	0	9999	MARTSD010MD	RPCYSDCO09T
640	SOUTH DAKOTA	605	460	A	5037	REDFIELD	SD	0	9999	SXFLSDQACM1	SXFLSDCO09T
640	SOUTH DAKOTA	605	470	A	5037	BRITTON	SD	0	9999	SXFLSDQACM1	SXFLSDCO09T
640	SOUTH DAKOTA	605	478	A	5037	HIGHMORE	SD	0	9999	HURNSDGCCM1	SXFLSDCO09T
640	SOUTH DAKOTA	605	478	0	5037	HIGHMORE	SD	0	999	HURNSDGCCM1	SXFLSDCO09T
640	SOUTH DAKOTA	605	480	A	5037	MADISON	SD	0	9999	MDSNSDAACM1	SXFLSDCO09T
640	SOUTH DAKOTA	605	491	A	5037	PICKSTOWN	SD	0	9999	PCTWSDAACM1	SXFLSDCO09T
640	SOUTH DAKOTA	605	505	A	5037	PARKSTON	SD	0	9999	WNSCSDAB0MD	SXFLSDCO09T
640	SOUTH DAKOTA	605	505	0	5037	PARKSTON	SD	0	999	WNSCSDAB0MD	SXFLSDCO09T
640	SOUTH DAKOTA	605	520	A	5037	WATERTOWN	SD	0	9999	SXFLSDQACM1	SXFLSDCO09T
640	SOUTH DAKOTA	605	530	A	5037	COLMAN	SD	0	9999	CLMNSDAACM1	SXFLSDCO09T
640	SOUTH DAKOTA	605	545	A	5037	RAPID CITY	SD	0	9999	RPCYSDWCGT0	RPCYSDCO09T
640	SOUTH DAKOTA	605	551	A	5037	HURON	SD	0	9999	SXFLSDQACM1	SXFLSDCO09T
640	SOUTH DAKOTA	605	551	0	5037	HURON	SD	0	999	SXFLSDQACM1	SXFLSDCO09T
640	SOUTH DAKOTA	605	579	A	5037	HOWARD	SD	0	9999	HWRDSDAA0MD	SXFLSDCO09T
640	SOUTH DAKOTA	605	579	0	5037	HOWARD	SD	0	999	HWRDSDAA0MD	SXFLSDCO09T
640	SOUTH DAKOTA	605	200	A	5037	DUPREE	SD	0	9999	EGBTSD010MD	SXFLSDCH01T
640	SOUTH DAKOTA	605	201	A	5037	SIoux FLS	SD	0	9999	SXFLSDQACM1	SXFLSDCO09T
640	SOUTH DAKOTA	605	202	A	5037	VERMILLION	SD	0	9999	VRMLSDAI0MD	SXFLSDCO09T
640	SOUTH DAKOTA	605	202	0	5037	VERMILLION	SD	0	999	VRMLSDAI0MD	SXFLSDCO09T
640	SOUTH DAKOTA	605	202	1	5037	VERMILLION	SD	1000	1999	VRMLSDAI0MD	SXFLSDCO09T
640	SOUTH DAKOTA	605	203	A	5037	LK PRESTON	SD	0	9999	SXFLSDQACM1	SXFLSDCO09T
640	SOUTH DAKOTA	605	204	A	5037	MILLER	SD	0	9999	SXFLSDQACM1	SXFLSDCO09T
640	SOUTH DAKOTA	605	205	A	5037	ELK POINT	SD	0	9999	YNTNSDABCM6	SXFLSDCO09T
640	SOUTH DAKOTA	605	206	A	5037	STURGIS	SD	0	9999	RPCYSDWCCM3	RPCYSDCO09T
640	SOUTH DAKOTA	605	206	0	5037	STURGIS	SD	0	999	RPCYSDWCCM3	RPCYSDCO09T
640	SOUTH DAKOTA	605	206	1	5037	STURGIS	SD	1000	1999	RPCYSDWCCM3	RPCYSDCO09T
640	SOUTH DAKOTA	605	207	A	5037	PLATTE	SD	0	9999	PLTTSD010MD	SXFLSDCO09T
640	SOUTH DAKOTA	605	208	A	5037	WINNER	SD	0	9999	WNNRSDAB0MD	SXFLSDCH01T
640	SOUTH DAKOTA	605	209	A	5037	RAPID CITY	SD	0	9999	RPCYSDWCGT0	RPCYSDCO09T
640	SOUTH DAKOTA	605	210	A	5037	BELLEFORCH	SD	0	9999	BLFRSD03Q00	RPCYSDCO09T
640	SOUTH DAKOTA	605	216	A	5037	ABERDEEN	SD	0	9999	SXFLSDQACM1	SXFLSDCO09T
640	SOUTH DAKOTA	605	230	A	5037	MOBRIDGE	SD	0	9999	MBRGSDAF0MD	SXFLSDCH01T
640	SOUTH DAKOTA	605	233	A	5037	CLARK	SD	0	9999	CLRKSDAC0MD	SXFLSDCH01T
640	SOUTH DAKOTA	605	240	A	5037	SALEM	SD	0	9999	SXFLSDQACM1	SXFLSDCO09T
640	SOUTH DAKOTA	605	240	0	5037	SALEM	SD	0	999	SXFLSDQACM1	SXFLSDCO09T
640	SOUTH DAKOTA	605	252	0	5037	ABERDEEN	SD	0	999	SXFLSDQACM1	SXFLSDCO09T
640	SOUTH DAKOTA	605	265	A	5037	WEBSTER	SD	0	9999	WBSTSDAE0MD	SXFLSDCH01T
640	SOUTH DAKOTA	605	268	A	5037	SISSETON	SD	0	9999	SSTNSD020MD	SXFLSDCH01T
640	SOUTH DAKOTA	605	280	A	5037	FORTPIERRE	SD	0	9999	FTPRSDGCCM1	RPCYSDCO09T
640	SOUTH DAKOTA	605	295	A	5037	PIERRE	SD	0	9999	FTPRSDGCCM1	RPCYSDCO09T
640	SOUTH DAKOTA	605	300	A	5037	BERESFORD	SD	0	9999	BRFRSDAE0MD	VBRGSDAA00T
640	SOUTH DAKOTA	605	300	0	5037	BERESFORD	SD	0	999	BRFRSDAE0MD	VBRGSDAA00T
640	SOUTH DAKOTA	605	323	5	5037	SIoux FLS	SD	5000	5999	SXFLSDQACM1	SXFLSDCO09T
640	SOUTH DAKOTA	605	323	8	5037	SIoux FLS	SD	8000	8999	SXFLSDQACM1	SXFLSDCO09T
640	SOUTH DAKOTA	605	323	9	5037	SIoux FLS	SD	9000	9999	SXFLSDQACM1	SXFLSDCO09T
640	SOUTH DAKOTA	605	347	1	5037	STURGIS	SD	1000	1999	RPCYSDWCCM3	RPCYSDCO09T
640	SOUTH DAKOTA	605	350	A	5037	HURON	SD	0	9999	SXFLSDQACM1	SXFLSDCO09T
640	SOUTH DAKOTA	605	353	4	5037	HURON	SD	4000	4999	SXFLSDQACM1	SXFLSDCO09T
640	SOUTH DAKOTA	605	360	A	5037	SIoux FLS	SD	0	9999	SXFLSDQACM1	SXFLSDCO09T
640	SOUTH DAKOTA	605	370	A	5037	SIoux FLS	SD	0	9999	SXFLSDQACM1	SXFLSDCO09T
640	SOUTH DAKOTA	605	370	0	5037	SIoux FLS	SD	0	999	SXFLSDQACM1	SXFLSDCO09T
640	SOUTH DAKOTA	605	377	3	5037	ABERDEEN	SD	3000	3999	SXFLSDQACM1	SXFLSDCO09T
640	SOUTH DAKOTA	605	377	4	5037	ABERDEEN	SD	4000	4999	SXFLSDQACM1	SXFLSDCO09T
640	SOUTH DAKOTA	605	377	5	5037	ABERDEEN	SD	5000	5999	SXFLSDQACM1	SXFLSDCO09T
640	SOUTH DAKOTA	605	380	A	5037	ABERDEEN	SD	0	9999	SXFLSDQACM1	SXFLSDCO09T
640	SOUTH DAKOTA	605	381	A	5037	RAPID CITY	SD	0	9999	RPCYSDWCGT0	RPCYSDCO09T
640	SOUTH DAKOTA	605	389	A	5037	RAPID CITY	SD	0	9999	RPCYSDWCGT0	RPCYSDCO09T
640	SOUTH DAKOTA	605	391	A	5037	RAPID CITY	SD	0	9999	RPCYSDWCGT0	RPCYSDCO09T
640	SOUTH DAKOTA	605	408	A	5037	HARISBGTEA	SD	0	9999	SXFLSDQACM2	SXFLSDCO09T
640	SOUTH DAKOTA	605	641	A	5037	LEAD	SD	0	9999	RPCYSDWCCM3	RPCYSDCO09T
640	SOUTH DAKOTA	605	661	A	5037	YANKTON	SD	0	9999	YNTNSDABCM6	SXFLSDCO09T
640	SOUTH DAKOTA	605	677	9	5037	VERMILLION	SD	9000	9999	VRMLSDAI0MD	SXFLSDCO09T
640	SOUTH DAKOTA	605	690	A	5037	BROOKINGS	SD	0	9999	BKNGSDCACM6	SXFLSDCH01T
640	SOUTH DAKOTA	605	691	2	5037	BROOKINGS	SD	2000	2999	BKNGSDCACM6	SXFLSDCH01T

SW LATA	LATA NAME	NPA	NXX	BLOCK ID	OCN	LOC_NAME	LOC STATE	LINE FR	LINE TO	SWITCH/POI	TERMINATING FGD/TANDEM
640	SOUTH DAKOTA	605	730	A	5037	CHAMBERLAN	SD	0	9999	SXFLSDQACM1	SXFLSDCO09T
640	SOUTH DAKOTA	605	731	6	5037	SIOUX FLS	SD	6000	6999	SXFLSDQACM1	SXFLSDCO09T
640	SOUTH DAKOTA	605	750	A	5037	LENNOX	SD	0	9999	BRFRSDAE0MD	VBRGSDAA00T
640	SOUTH DAKOTA	605	770	A	5037	MITCHELL	SD	0	9999	SXFLSDQACM1	SXFLSDCO09T
640	SOUTH DAKOTA	605	828	A	5037	MISSION	SD	0	9999	MSSNSDAB0MD	RPCYSDCO09T
640	SOUTH DAKOTA	605	828	0	5037	MISSION	SD	0	999	MSSNSDAB0MD	RPCYSDCO09T
640	SOUTH DAKOTA	605	828	1	5037	MISSION	SD	1000	1999	MSSNSDAB0MD	RPCYSDCO09T
640	SOUTH DAKOTA	605	828	2	5037	MISSION	SD	2000	2999	MSSNSDAB0MD	RPCYSDCO09T
640	SOUTH DAKOTA	605	828	3	5037	MISSION	SD	3000	3999	MSSNSDAB0MD	RPCYSDCO09T
640	SOUTH DAKOTA	605	828	4	5037	MISSION	SD	4000	4999	MSSNSDAB0MD	RPCYSDCO09T
640	SOUTH DAKOTA	605	828	5	5037	MISSION	SD	5000	5999	MSSNSDAB0MD	RPCYSDCO09T
640	SOUTH DAKOTA	605	828	6	5037	MISSION	SD	6000	6999	MSSNSDAB0MD	RPCYSDCO09T
640	SOUTH DAKOTA	605	828	7	5037	MISSION	SD	7000	7999	MSSNSDAB0MD	RPCYSDCO09T
640	SOUTH DAKOTA	605	828	8	5037	MISSION	SD	8000	8999	MSSNSDAB0MD	RPCYSDCO09T
640	SOUTH DAKOTA	605	857	A	5037	YANKTON	SD	0	9999	YNTNSDABCM6	SXFLSDCO09T
640	SOUTH DAKOTA	605	863	A	5037	RAPID CITY	SD	0	9999	RPCYSDWCCT0	RPCYSDCO09T
640	SOUTH DAKOTA	605	868	6	5037	WATERTOWN	SD	6000	6999	SXFLSDQACM1	SXFLSDCO09T
640	SOUTH DAKOTA	605	881	A	5037	WATERTOWN	SD	0	9999	SXFLSDQACM1	SXFLSDCO09T
640	SOUTH DAKOTA	605	884	6	5037	WATERTOWN	SD	6000	6999	SXFLSDQACM1	SXFLSDCO09T
640	SOUTH DAKOTA	605	933	A	5037	MITCHELL	SD	0	9999	SXFLSDQACM1	SXFLSDCO09T
640	SOUTH DAKOTA	605	940	A	5037	SIOUX FLS	SD	0	9999	SXFLSDQACM1	SXFLSDCO09T
640	SOUTH DAKOTA	605	941	A	5037	SIOUX FLS	SD	0	9999	SXFLSDQACM1	SXFLSDCO09T
640	SOUTH DAKOTA	605	949	A	5037	MILBANK	SD	0	9999	SXFLSDQACM1	SXFLSDCO09T
640	SOUTH DAKOTA	605	957	5	5037	BERESFORD	SD	5000	5999	BRFRSDAE0MD	VBRGSDAA00T
640	SOUTH DAKOTA	605	987	7	5037	CANTON	SD	7000	7999	SXFLSDQACM1	SXFLSDCO09T

Alltel Traffic Routed to Swiftel

