

EXHIBIT D

Waiver Requests

**BEFORE THE
SOUTH DAKOTA PUBLIC UTILITIES COMMISSION**

Application of)
)
SAGE TELECOM)
COMMUNICATIONS, LLC)
) Docket No. _____
For Amended Certificates of Authority)
to Provide Resold and Facilities-Based)
Local Exchange and Interexchange Service)
In South Dakota.)
_____)

REQUEST FOR WAIVER

Sage Telecom Communications, LLC (“Sage LLC” or “Applicant”) hereby respectfully requests, pursuant to ARSD 20:10:24:02(19) and ARSD 20:10:32:03(23), a waiver of the requirements under ARSD 20:10:24:02(09) and ARSD 20:10:32:03(12) to submit, in connection with an application for a Certificate of Authority, “financial statements of the applicant including a balance sheet, income statement and cash flow statement ... [f]or the most recent 12-month period....”

As stated in the application, Sage LLC is a newly formed entity, and as such does not yet have a balance sheet, income statement, or cash flow statement. Thus, it is not able to comply with the requirements of ARSD 20:10:24:02(09) and ARSD 20:10:32:03(12).

In support of this waiver request, Applicant notes that the public interest concerns underlying the requirement in those rules will nevertheless be met in this case. The requirements appear to seek documentation demonstrating that an applicant is financially qualified to provide service in the State of South Dakota. Applicant’s parent company TSC Acquisition Corp. (“TSC”), and Applicant’s affiliate and current provider Sage Telecom Inc. (“Sage Inc.”), have been in existence for years and are well qualified financially to operate and provide service.

Financial information regarding Sage, Inc. and TSC is provided *under seal* as Exhibit C to the application, and is incorporated by reference herein.

The application in this case is necessitated by a proposed *pro forma* internal structural change whereby all of Sage Inc.'s assets and customers will be transferred to Sage LLC. After the transaction, Sage LLC will have all of Sage Inc.'s financial resources and capabilities. As a result, Sage LLC will be financially qualified to provide service in the State of South Dakota.

Accordingly, Applicant requests that the Commission waive the requirements of ARSD 20:10:24:02(09) and ARSD 20:10:32:03(12) and allow the above-referenced application to be considered and granted.

Respectfully submitted,



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