BEFORE THE PUBLIC UTILITIES COMMISSION OF THE STATE OF SOUTH DAKOTA

IN THE MATTER OF THE SETTLEMENT AGREEMENT BETWEEN THE SOUTH DAKOTA PUBLIC UTILITIES COMMISSION AND TALK TOO ME, L.L.C., A LIMITED LIABILITY COMPANY UNDER DELAWARE LAW, D/B/A 00 OPERATOR SERVICES, AND D/B/A AMERICAN DIRECTORY SERVICES	)	ORDER APPROVING SETTLEMENT AGREEMENT TC04-001

On January 5, 2004, Staff filed a Motion For Approval Of Settlement Agreement with the Public Utilities Commission (Commission). According to the filing, Staff and Talk Too Me, L.L.C., a limited liability company under Delaware law, d/b/a 00 Operator Services, and d/b/a American Directory Services, have reached an agreement regarding allegations of unauthorized billings. The Settlement Agreement was filed with the Commission for approval.

On January 8, 2004, the Commission electronically transmitted notice of the filing to interested individuals and entities.

The Commission has jurisdiction in this matter pursuant to SDCL Chapters 1-26 and 49-31.

At its regularly scheduled meeting of January 20, 2004, the Commission considered the Motion for Approval of Settlement Agreement. The Commission voted to approve the Settlement Agreement. It is therefore

ORDERED, that the Settlement Agreement is approved. The Settlement Agreement is incorporated by reference into this Order the same as if it had been set forth in its entirety herein.

Dated at Pierre, South Dakota, this 28th day of January, 2004.

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 facsimile or by first class mail, in properly addressed envelopes, with charges prepaid thereon.

By: Delaine Kolbo

Date: 1/28/04

(OFFICIAL SEAL)

BY ORDER OF THE COMMISSION:

Robert K. Sahr

ROBERT K. SAHR, Chairman

Gary Hanson

GARY HANSON, Commissioner