

KC/TS

DOCKET NO.

IN THE MATTER OF THE
APPLICATION OF TELEPHONE
COMPANY OF CENTRAL FLORIDA,
INC. FOR A CERTIFICATE OF
AUTHORITY TO PROVIDE
TELECOMMUNICATIONS SERVICES IN
SOUTH DAKOTA

510 511 512 513 514 515 516 517 518 519 520 521 522 523 524 525 526 527 528 529 530 531 532 533 534 535 536 537 538 539 540 541 542 543 544 545 546 547 548 549 550 551 552 553 554 555 556 557 558 559 560 561 562 563 564 565 566 567 568 569 570 571 572 573 574 575 576 577 578 579 580 581 582 583 584 585 586 587 588 589 590 591 592 593 594 595 596 597 598 599 600 601 602 603 604 605 606 607 608 609 610 611 612 613 614 615 616 617 618 619 620 621 622 623 624 625 626 627 628 629 630 631 632 633 634 635 636 637 638 639 640 641 642 643 644 645 646 647 648 649 650 651 652 653 654 655 656 657 658 659 660 661 662 663 664 665 666 667 668 669 670 671 672 673 674 675 676 677 678 679 680 681 682 683 684 685 686 687 688 689 690 691 692 693 694 695 696 697 698 699 700 701 702 703 704 705 706 707 708 709 710 711 712 713 714 715 716 717 718 719 720 721 722 723 724 725 726 727 728 729 730 731 732 733 734 735 736 737 738 739 740 741 742 743 744 745 746 747 748 749 750 751 752 753 754 755 756 757 758 759 760 761 762 763 764 765 766 767 768 769 770 771 772 773 774 775 776 777 778 779 780 781 782 783 784 785 786 787 788 789 790 791 792 793 794 795 796 797 798 799 800 801 802 803 804 805 806 807 808 809 810 811 812 813 814 815 816 817 818 819 820 821 822 823 824 825 826 827 828 829 830 831 832 833 834 835 836 837 838 839 840 841 842 843 844 845 846 847 848 849 850 851 852 853 854 855 856 857 858 859 860 861 862 863 864 865 866 867 868 869 870 871 872 873 874 875 876 877 878 879 880 881 882 883 884 885 886 887 888 889 890 891 892 893 894 895 896 897 898 899 900 901 902 903 904 905 906 907 908 909 910 911 912 913 914 915 916 917 918 919 920 921 922 923 924 925 926 927 928 929 930 931 932 933 934 935 936 937 938 939 940 941 942 943 944 945 946 947 948 949 950 951 952 953 954 955 956 957 958 959 960 961 962 963 964 965 966 967 968 969 970 971 972 973 974 975 976 977 978 979 980 981 982 983 984 985 986 987 988 989 990 991 992 993 994 995 996 997 998 999 1000 1001 1002 1003 1004 1005 1006 1007 1008 1009 1010 1011 1012 1013 1014 1015 1016 1017 1018 1019 1020 1021 1022 1023 1024 1025 1026 1027 1028 1029 1030 1031 1032 1033 1034 1035 1036 1037 1038 1039 1040 1041 1042 1043 1044 1045 1046 1047 1048 1049 1050 1051 1052 1053 1054 1055 1056 1057 1058 1059 1060 1061 1062 1063 1064 1065 1066 1067 1068 1069 1070 1071 1072 1073 1074 1075 1076 1077 1078 1079 1080 1081 1082 1083 1084 1085 1086 1087 1088 1089 1090 1091 1092 1093 1094 1095 1096 1097 1098 1099 1100 1101 1102 1103 1104 1105 1106 1107 1108 1109 1110 1111 1112 1113 1114 1115 1116 1117 1118 1119 1120 1121 1122 1123 1124 1125 1126 1127 1128 1129 1130 1131 1132 1133 1134 1135 1136 1137 1138 1139 1140 1141 1142 1143 1144 1145 1146 1147 1148 1149 1150 1151 1152 1153 1154 1155 1156 1157 1158 1159 1160 1161 1162 1163 1164 1165 1166 1167 1168 1169 1170 1171 1172 1173 1174 1175 1176 1177 1178 1179 1180 1181 1182 1183 1184 1185 1186 1187 1188 1189 1190 1191 1192 1193 1194 1195 1196 1197 1198 1199 1200 1201 1202 1203 1204 1205 1206 1207 1208 1209 1210 1211 1212 1213 1214 1215 1216 1217 1218 1219 1220 1221 1222 1223 1224 1225 1226 1227 1228 1229 1230 1231 1232 1233 1234 1235 1236 1237 1238 1239 1240 1241 1242 1243 1244 1245 1246 1247 1248 1249 1250 1251 1252 1253 1254 1255 1256 1257 1258 1259 1260 1261 1262 1263 1264 1265 1266 1267 1268 1269 1270 1271 1272 1273 1274 1275 1276 1277 1278 1279 1280 1281 1282 1283 1284 1285 1286 1287 1288 1289 1290 1291 1292 1293 1294 1295 1296 1297 1298 1299 1300 1301 1302 1303 1304 1305 1306 1307 1308 1309 1310 1311 1312 1313 1314 1315 1316 1317 1318 1319 1320 1321 1322 1323 1324 1325 1326 1327 1328 1329 1330 1331 1332 1333 1334 1335 1336 1337 1338 1339 1340 1341 1342 1343 1344 1345 1346 1347 1348 1349 1350 1351 1352 1353 1354 1355 1356 1357 1358 1359 1360 1361 1362 1363 1364 1365 1366 1367 1368 1369 1370 1371 1372 1373 1374 1375 1376 1377 1378 1379 1380 1381 1382 1383 1384 1385 1386 1387 1388 1389 1390 1391 1392 1393 1394 1395 1396 1397 1398 1399 1400 1401 1402 1403 1404 1405 1406 1407 1408 1409 1410 1411 1412 1413 1414 1415 1416 1417 1418 1419 1420 1421 1422 1423 1424 1425 1426 1

DSIT

1/8	98	Filed and Bucketed;
1/8	98	TC Fax Filing,
2/27	98	Order Granting COA;
2/27	98	Rocket Closed.



210 N Park Ave
P.O. Drawer 200
Winter Park, FL
32790-0200

Tel 407-740-8575
Fax 407-740-0613
tmi@tminc.com

TC98-003

January 6, 1998
Overnight

RECEIVED

JAN 6 1998

SOUTH DAKOTA PUBLIC
UTILITIES COMMISSION

Mr. William Bullard, Jr.
Executive Director
South Dakota Public Utilities Commission
500 East Capitol
Pierre, South Dakota 57501

Re: Application and Tariff of Telephone Company of Central Florida, Inc.

Dear Mr. Bullard:

Enclosed please find the original and ten (10) copies of the application and tariff for Telephone Company of Central Florida, Inc. Also enclosed is a check for \$250 to cover the filing fee.

Please acknowledge receipt of this filing by returning a date-stamped copy of this letter in the envelope provided.

Should you or your staff have any additional questions, please contact me at (407) 740-8575. Thank you.

Sincerely,

Mark G. Lammert
Consultant to Telephone Company of Central Florida, Inc.

Enclosures

cc: Barbara Greene, Telephone Company of Central Florida, Inc.

File: TCCF - SD IXC
TMS: SDi9700

TC 98-003

RECEIVED

JAN 08 1998

SOUTH DAKOTA PUBLIC
UTILITIES COMMISSION

**BEFORE THE
SOUTH DAKOTA
PUBLIC UTILITIES COMMISSION**

Registration of
Telephone Company of Central
Florida, Inc. for
Authority to Provide
Intrastate Telecommunications
Services within South Dakota

Docket No. _____

Pursuant to Rule 20:10:24:02 of the Commission's Telecommunications Services Rules, Telephone Company of Central Florida, Inc. ("TCCF" or "Applicant") submits the following registration information:

1. The name, address and telephone number of the applicant.

Telephone Company of Central Florida, Inc.
3575 W. Lake Mary Boulevard, Suite 107
Lake Mary, Florida 32746
Telephone: (407) 328-5002
Facsimile: (407) 321-1454
Toll Free: (800) 314-8428

2. The name under which the Applicant will provide these services if different than in subdivision (1) of this section;

Not Applicable.

3. If the applicant is a corporation:

- (a) The state in which it is incorporated, the date of incorporation and a copy of its certificate of incorporation or, if it is an out-of-state corporation, a copy of its certificate of authority.

The Company was formed as a Corporation under the laws of the State of Florida on December 1995. The Certificate of Qualification from the South Dakota Secretary of State are included as Attachment I.

- (b) The location of its principal office, if any, in this state and the name and address of its current registered agent.

Principal office in South Dakota: None

Registered Agent: Corporation Service Company
503 South Pierre Street
Pierre, South Dakota 57501

- (c) A copy of its articles of incorporation which includes a list of the names and addresses of the corporate officers and member of the board of directors at the time of incorporation.

See Attachment II for Articles of Incorporation.

- (d) A list of the names and addresses of the current corporate officers and members of the board of directors.

Give name and address of officers.

Elder N. Ripper - President, Vice President, Secretary & Treasurer

Directors

Elder N. Ripper
Andrea Welch
Leon Brauser
Michael Brauser

All officers and shareholders may be contacted at the corporation's headquarters address.

- (e) The names and addresses of the ten common stockholders who own the greatest number of shares of common stock and the number of shares owned by each.

Stockholders	No. of Voting Shares	No. of Non-Voting Shares
Elder N. Ripper	5,000	4,500
Leon Brauser	1,500	4,500
Michael Brauser	1,500	1,500
Joel Brauser	500	4,500
Robert Brauser	1,500	

- (f) The names and address of any corporation, association, partnership, cooperative or individual holding a five percent or greater ownership or management interest in the applicant corporation. The amount and character of the ownership interest shall be indicated. A copy of any management agreement shall be attached.

See (e) above.

- (g) The names and addresses of subsidiaries owned or controlled by the applicant.

Not Applicable.

4. If the applicant is a partnership, the name, title and business address of each partner, both general and limited.

Not Applicable.

5. A specific description of the telecommunications services the applicant intends to offer.

The Company, proposes to provide intrastate long distance service in conjunction with its interstate long distance service. All of the Company's service offerings are provided 24 hours a day, 7 days a week. The Company plans on offering the following service to its customers:

1. Direct Dial 1+
2. Inbound Toll-Free
3. Travel Card
4. Debit Card
5. Casual Calling
6. Directory Assistance

TCCF's direct dial service allows Customers to place calls by dialing "1+" and the destination telephone number to various terminating locations. Connection to the TCCF long distance network is via switched access facilities with Customers presubscribed to the TCCF network.

TCCF's toll-free (800/888) service is an inward WATS service. The service provides for the termination of interstate and intrastate calls from diverse geographic locations to local exchange lines. With TCCF toll-free service, the Customer is billed for the call rather than the call originator.

TCCF's travel service allows Customers to place direct dialed calls to terminating locations from locations other than their normal place of business or residence. A toll-free access number must be dialed by the user to reach the TCCF network. A Customer-specific authorization code must also be dialed in addition to the destination telephone number including the area code.

TCCF's debit card service permits Customers to purchase a prepaid card to which call charges are consumed on a real-time basis. Customers access the service by dialing a Company-specified access code. All calls must be charged against a prepaid card that has a sufficient available balance. Customers will be provided with a "Usage Remaining" message each time they utilize the card. They will also receive a reminder message when the card has \$2.00 and \$5.00 of value remaining on the card. Calls in progress will be terminated if the balance on the prepaid card is insufficient to cover the charges associated with the call.

Casual Calling Service allows end users to obtain TCCF service and become Customers of TCCF without the necessity of presubscription of their local lines. Customers utilizing Casual Calling Service shall access TCCF by dialing an access code in the form of 10XXX or 101XXXX, where "X" is a 3 or 4 digit Carrier Identification Code (CIC) assigned to Carrier and provided to Customer. When dialing, the access code shall be followed by the normal sequence of 1+Area Code+Number. Calls placed using Casual Calling Service are billed to Customer through the serving Local Exchange Carrier.

The Company operates as a switchless reseller. Calls originate over LEC facilities to the Company's underlying carrier (currently WilTel). The Company's underlying carrier performs all interexchange switching, routing and call termination functions. Call detail information is provided to the Company by the underlying carrier for purposes of rating and billing calls.

6. **A detailed statement of the means by which the applicant will provide its services, including the type and quantity of equipment to be used in the operation, the capacity, and the expected used of the equipment.**

Telephone Company of Central Florida, Inc. does not maintain offices or equipment in the State of South Dakota. TCCF does not plan to install any equipment, plant, or facilities within the state of South Dakota.

Applicant operates as a reseller of the underlying carrier's services. Calls originate over local exchange company feature group facilities to the underlying carrier and are switched over that company's long distance network.

7. **The geographic areas in which the services are, or will be, offered, including a map describing the service boundaries.**

Telephone Company of Central Florida, Inc. intends to offer service throughout the entire state of South Dakota.

8. **A current balance sheet and income statement; a copy of the applicant's latest annual report; a copy of the applicant's report to stockholders; the terms and conditions of service; the access charges and a copy of the applicant's tariff book.**

TCCF has the financial resources to successfully provide intrastate resale telecommunications services in South Dakota. TCCF'S recent balance sheet and income statement are being filed under separate cover as Confidential Attachment III, subject to a Motion requesting a Protective Order for this information. This confidential exhibit is offered in support of TCCF's financial ability to provide the services that it proposes to offer.

The terms and conditions of service, as well as all rates and charges are provided in TCCF's proposed tariff in Attachment IV.

9. **The names and addresses of the applicant's representatives to whom all inquiries should be made regarding complaints and regulatory matters.**

For correspondence concerning this application:

Mark G. Lammert
Consultant to Telephone Company of Central Florida, Inc.
Technologies Management, Inc.
P.O. Box 200
Winter Park, Florida 32790-0200
Telephone: (407) 740-8575
Facsimile: (407) 740-0613

For correspondence concerning ongoing operations:

Barbara Greene, Regulatory Administrator
Telephone Company of Central Florida, Inc.
3575 W. Lake Mary Boulevard, Suite 107
Lake Mary, Florida 32746
Telephone: (407) 328-5002
Facsimile: (407) 321-1454
Toll Free: (800) 314-8428

10. **Determination of Competitive Classification.**

Telephone Company of Central Florida, Inc. requests an Emerging Competitive classification for its services. TCCF will offer competitive resold intrastate service within the State of South Dakota. These services are similar to and substitutes for telecommunications services provided by numerous other carriers in the state.

11. **Supporting cost data for Initial Filing.**

Cost support information is provided in Attachment V.

12. **Additional information:**

Additional Customer Service Information:

The complaint process begins with the customer contacting the Company's Customer Service department with the complaint. The customer service policy is to resolve all billing complaints within 48 hours. For complaints related to other matters, Customer Service attempts to handle the complaints to the satisfaction of the customer. If necessary, the complaint is forwarded to management where the complaint is resolved to the satisfaction of the customer. The telephone number for Company's Customer Service department is 1-800-314-8428. Customer service is available Monday through Friday from 8:30 AM to 5:30 PM Eastern time. Calls outside of the hours noted above will reach the answering service and will be returned the next business day. The answering service will page the designed after hours company representative for matters needing attention immediately.

All billing errors will be handled by customer service and will be addressed within 48 hours with final resolution no later than 30 days. In most cases, calls in question will be researched and, if applicable, credits will be applied on the Customer's next bill.

Marketing Plans:

TCCF does not market differently from state to state. TCCF uses various sales channels to market its service offerings including direct sales representatives, independent distributors, retailers (debit cards), direct mail and telemarketing.

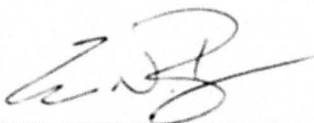
Certification Status:

The Company is currently approved to provide service in Alabama, California, Colorado, Florida, Illinois, Iowa, Maryland, Massachusetts, Michigan, Mississippi, Montana, New Jersey, New York, North Dakota, Ohio, Oregon, South Carolina, Texas, Utah, Virginia, Wisconsin and Wyoming. TCCF has applications pending in several other states. TCCF plans to file applications in all remaining states within the next thirty (30) days.

As evidenced by the foregoing application, Telephone Company of Central Florida, Inc. is fully qualified to offer and provide long distance service within the state of South Dakota. Therefore, Telephone Company of Central Florida, Inc. respectfully requests that the Commission grant this application at its earliest convenience.

Dated this 18th day of December, 1997.

Respectfully Submitted,

A handwritten signature in dark ink, appearing to read 'E. N. Ripper', written over a horizontal line.

Elder N. Ripper, President & Chief Executive Officer
Telephone Company of Central Florida, Inc.

ATTACHMENT I

Telephone Company of Central Florida, Inc.

AUTHORITY TO OPERATE IN SOUTH DAKOTA

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 statement:

(1) The name of the corporation is Telephone Company of Central Florida, 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 Florida Federal Taxpayer ID# 59-3353696

(4) The date of its incorporation is December 6, 1995 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 3575 West Lake Mary Blvd., Suite 107, Lake Mary, Florida Zip Code 32746
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 503 South Pierre Street, Pierre, South Dakota Zip 57501
and the name of its proposed registered agent in the State of South Dakota at that address is Corporation Service Company

(7) The purposes which it proposes to pursue in the transaction of business in the State of South Dakota are: (state specific purpose) Telecommunication Services

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

Name	Officer Title	Street Address	City	State	Zip
<u>Elder N. Ripper</u>	<u>President/Director</u>	<u>As above.</u>			
<u>Elder N. Ripper</u>	<u>Secretary/Treasurer</u>	<u>As above.</u>			
<u>Andrea Welch</u>	<u>Director</u>	<u>As above.</u>			
<u>Leon Brauser</u>	<u>Director</u>	<u>As above.</u>			
<u>Michael Brauser</u>	<u>Director</u>	<u>As above.</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>25,000</u>	<u>Common A</u>	<u>Voting</u>	<u>\$.01</u>
<u>25,000</u>	<u>Common B</u>	<u>Non-Voting</u>	<u>\$.01</u>

(10) The aggregate number of its issued shares, 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>10,000</u>	<u>Common A</u>	<u>Voting</u>	<u>\$.01</u>
<u>15,000</u>	<u>Common B</u>	<u>Non-Voting</u>	<u>\$.01</u>

(11) The amount of its stated capital is \$ 250.00

Shares issued times par value equals stated capital. In the case of no par value stock, stated capital is the consideration received for the issued shares.

(12) This application is accompanied by a CERTIFICATE OF FACT or a CERTIFICATE OF GOOD STANDING duly acknowledged by the secretary of state or other officer having custody of corporate records in the state or country under whose laws it is incorporated.

(13) That such corporation shall not directly or indirectly combine or make any contract with any incorporated company, foreign or domestic, through their stockholders or the trustees or assigns of such stockholders, or with any copartnership or association of persons, or in any manner whatever to fix the prices, limit the production or regulate the transportation of any product or commodity so as to prevent competition in such prices, production or transportation or to establish excessive prices therefor.

(14) That such corporation, as a consideration of its being permitted to begin or continue doing business within the State of South Dakota, will comply with all the laws of the said State with regard to foreign corporations.

The application must be signed, in the presence of a notary public, by the chairman of the board of directors, or by the president or by another officer.

I DECLARE AND AFFIRM UNDER THE PENALTY OF PERJURY THAT THIS APPLICATION IS IN ALL THINGS, TRUE AND CORRECT.

Dated December 16 19 97

Elder N. Ripper
(Signature)

State of Florida
County of Seminole

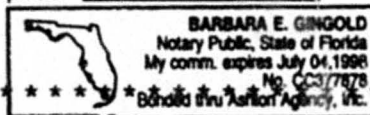
President/Director
(Title)

On this 16th day of December, 19 97, before me Elder N. Ripper personally appeared in Lake Mary, Florida, known to me, or proved to me, to be the President/Director of the corporation that is described in and that executed the within instrument and acknowledged to me that such corporation executed same.

My Commission Expires: 7-4-98

Barbara E. Gingold
(Notary Public) Barbara E. Gingold

Notarial Seal



The Consent of Appointment below must be signed by the registered agent listed in number six.

CONSENT OF APPOINTMENT BY THE REGISTERED AGENT

I, Corporation Service Company, hereby give my consent to serve as the
(name of registered agent)

registered agent for _____
(corporate name) Corporation Service Company

Dated _____ 19 _____

By: _____
(signature of registered agent)

State of Florida



Department of State

I certify from the records of this office that TELEPHONE COMPANY OF CENTRAL FLORIDA, INC., is a corporation organized under the laws of the State of Florida, filed on December 6, 1995.

The document number of this corporation is P95000092669.

I further certify that said corporation has paid all fees and penalties due this office through December 31, 1997, that its most recent annual report was filed on March 13, 1997, and its status is active.

I further certify that said corporation has not filed Articles of Dissolution.

Given under my hand and the
Great Seal of the State of Florida
at Tallahassee, the Capitol, this the
Eleventh day of December, 1997



CR2EO22 (2-95)

A handwritten signature in cursive script, reading "Sandra B. Northam".

Sandra B. Northam
Secretary of State

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 statement:

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(Exact corporate name)

(2) If the name of the corporation does not contain the word "cor" or "limited" or does not contain an abbreviation of one of such words with the word or abbreviation which it elects to add thereto for use in this

Filed
South Dakota

incorporated in
the State of

(3) State where incorporated Florida Federal Tax

(4) The date of its incorporation is December 6, 1995 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 3575 West Lake Mary Blvd., Suite 107, Lake Mary, Florida Zip Code 32746

mailing address if different from above is: _____

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Name	Officer Title	Street Address	City	State	Zip
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<u>Elder N. Ripper</u>	<u>Secretary/Treasurer</u>	<u>As above.</u>			
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<u>Leon Brauser</u>	<u>Director</u>	<u>As above.</u>			
<u>Michael Brauser</u>	<u>Director</u>	<u>As above.</u>			

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(10) The aggregate number of its issued shares, itemized by classes, par value of shares, shares without par value, and series, if any, within a class, is:

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(13) That such corporation shall not directly or indirectly combine or make any contract with any incorporated company, foreign or domestic, through their stockholders or the trustees or assigns of such stockholders, or with any copartnership or association of persons, or in any manner whatever to fix the prices, limit the production or regulate the transportation of any product or commodity so as to prevent competition in such prices, production or transportation or to establish excessive prices therefor.

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The application must be signed, in the presence of a notary public, by the chairman of the board of directors, or by the president or by another officer.

I DECLARE AND AFFIRM UNDER THE PENALTY OF PERJURY THAT THIS APPLICATION IS IN ALL THINGS, TRUE AND CORRECT.

Dated December 16 19 97

Elder N. Ripper
(Signature)

President/Director

(Title)

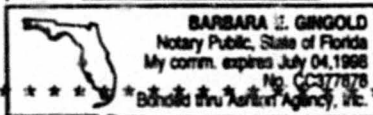
State of Florida
County of Seminole

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My Commission Expires: 7-4-98

Barbara E. Gingold
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registered agent for _____
(corporate name) Corporation Service Company

Dated _____ 19 _____ By: _____
(signature of registered agent)



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I certify from the records of this office that TELEPHONE COMPANY OF CENTRAL FLORIDA, INC., is a corporation organized under the laws of the State of Florida, filed on December 6, 1995.

The document number of this corporation is P95000092669.

I further certify that said corporation has paid all fees and penalties due this office through December 31, 1997, that its most recent annual report was filed on March 13, 1997, and its status is active.

I further certify that said corporation has not filed Articles of Dissolution.

Given under my hand and the
Great Seal of the State of Florida
at Tallahassee, the Capitol, this the
Eleventh day of December, 1997



CR2EO22 (2-95)

Sandra B. Northam
Secretary of State

ATTACHMENT II

Telephone Company of Central Florida, Inc.

ARTICLES OF INCORPORATION

NEXT

DOCUMENT (S)

BEST IMAGE

POSSIBLE

ARTICLES OF INCORPORATION
OF
TELEPHONE COMPANY OF CENTRAL FLORIDA, INC.

FILED
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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

THE UNDERSIGNED, acting as sole incorporator of TELEPHONE COMPANY OF CENTRAL FLORIDA, INC., under Chapter 607 of the Florida Statutes, hereby adopts the following Articles of Incorporation for such corporation:

ARTICLE I

Name

The name of the corporation shall be TELEPHONE COMPANY OF CENTRAL FLORIDA, INC.

ARTICLE II

Shares

The number of shares which the corporation shall have authority to issue is One Thousand (1,000), consisting of a single class of common stock, One Cent (\$0.01) par value per share.

ARTICLE III

Principal Office; Mailing Address

The mailing address and location of the principal office of the corporation is c/o Foley & Lardner, 111 N. Orange Avenue, Suite 1800, P.O. Box 2193, Orlando, Florida 32802-2193. The location of the principal office of the corporation shall be subject to change as may be provided in ByLaws duly adopted by the corporation.

ARTICLE IV

Initial Registered Office and Agent

The address of the initial registered office of the corporation is The Greenleaf Building, Third Floor, 200 Laura Street, Jacksonville, Florida 32201-0240, and the initial registered agent at such address is F & L Corp.

ARTICLE V

Incorporator

The name and address of the sole incorporator of the corporation is: Richard A. Heinle, c/o Foley & Lardner, 111 N. Orange Avenue, P.O. Box 2193, Orlando, Florida 32802-2193.

IN WITNESS WHEREOF, these Articles have been signed by the undersigned incorporator this 4th day of December, 1995.

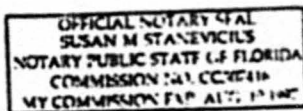
Richard A. Heinle
Richard A. Heinle, Incorporator

**STATE OF FLORIDA
COUNTY OF ORANGE**

The foregoing instrument was acknowledged before me this 4th day of December, 1995, by Richard A. Heinle. Such person did not take an oath and: *(notary must check applicable box)*

- ☒ is/are personally known to me.
- ☐ produced a current Florida driver's license as identification.
- ☐ produced _____ as identification.

[Notary Seal must be affixed]



Susan M. Stanevich
Signature of Notary

Susan M. Stanevich
Name of Notary (Typed, Printed or Stamped)

Commission Number (if not legible on seal): _____

My Commission Expires (if not legible on seal): _____

95 DEC -6 PM 12:53

OFFICE of the ATTORNEY GENERAL
TALLAHASSEE, FLORIDA

DATED this 4th day of December, 1995.

F & L CORP.,
a Wisconsin corporation

By: John A. Sanders
John A. Sanders, Agent

TELEPHONE COMPANY OF CENTRAL FLORIDA.
ARTICLES OF AMENDMENT
TO THE ARTICLES OF INCORPORATION

FILED
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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

Pursuant to the provisions of Section 607.1002 and 607.1003 of the Florida Business Corporation Act, the undersigned Corporation adopts the following Articles of Amendment to its Articles of Incorporation:

1. The name of the Corporation is Telephone Company of Central Florida, Inc.
2. The following Amendment to the Articles of Incorporation was adopted by the sole director and sole shareholder of the Corporation on September 27, 1996, in the manner prescribed by the Florida Business Corporation Act, and shall become effective on the date of filing:

Article 11 of the Articles of Incorporation of the Corporation is hereby amended in its entirety to read as follows:

The number of shares which the Corporation shall have the authority to issue is Thirteen Thousand Nine Hundred (13,900), consisting of a single class of common stock, One Cent (\$0.01) par value per share.

Dated this 27th day of September, 1996.

TELEPHONE COMPANY OF CENTRAL
FLORIDA, INC., a Florida corporation

By: Elder N. Ripper
Elder N. Ripper, President

Attest Elder N. Ripper

⑥

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**CERTIFICATE OF INFORMATION ACCOMPANYING
RESTATED ARTICLES OF INCORPORATION OF
TELEPHONE COMPANY OF CENTRAL FLORIDA, INC.
PURSUANT TO F.S. 607.1007(4)**

1. Pursuant to F.S. 607.1007 and F.S. 607.1006 the attached restatement to the Articles of Incorporation are as follows:

- a. The name of the corporation is TELEPHONE COMPANY OF CENTRAL FLORIDA, INC.
- b. The restated Articles are attached hereto as Exhibit A and incorporated herein.
- c. These restated Articles provide for an exchange of all issued and outstanding voting shares of the corporation (and the cancellation of said shares) for Common A-Voting Stock, and for cancellation of all other non-issued classes of shares other than Common A-Voting Common Stock and Common B-Non-Voting Stock.
- d. The date of adoption of the restatement is the date of execution of these Articles set forth hereinbelow.
- e. The restatement was adopted by all of the Shareholders and Board of Directors of the Corporation.

EXECUTED at Ft. Lauderdale Florida on the 15 day of February 1997.

Chairman of Board

LEON BRAUER

Prepared By:
Richard A. Josepher, Esquire
Gutter, Josepher & Ruffin
100 W. Cypress Creek Road - Suite 900
Ft. Lauderdale, Florida 33309
Telephone: (954) 938-4555
Florida Bar No. 231852

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TALLAHASSEE, FLORIDA

RESTATMENT OF
ARTICLES OF INCORPORATION
OF
TELEPHONE COMPANY OF CENTRAL FLORIDA, INC.

1. The name of the Corporation is TELEPHONE COMPANY OF CENTRAL FLORIDA, INC.

2. The Articles of Incorporation of TELEPHONE COMPANY OF CENTRAL FLORIDA, INC. are hereby amended in full as follows:

ARTICLE I

The name of the corporation and the principal place of business of the corporation shall be

TELEPHONE COMPANY OF CENTRAL FLORIDA, INC.

3574 Lake Mary Boulevard
Suite 107
Lake Mary, Florida 32746

ARTICLE II

The existence of the corporation shall commence upon the filing of these Articles of Incorporation by the Department of Taxes and shall be perpetual.

ARTICLE III

The corporation may engage in any and all businesses and activities permitted by the laws of the State of Florida. The corporation shall have all of the powers vested in a corporation organized under and existing by virtue of such laws.

Prepared By:

Richard A. Joseph, Esquire
Gunter, Joseph & Ruffin
100 W. Cypress Creek Road - Suite 900
Ft. Lauderdale, Florida 33309
Telephone: (954) 938-4555
Florida Bar No. 251852

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ARTICLE IV

A. Number and Class of Shares. The maximum number of shares of stock which the corporation is authorized to issue and have outstanding at any time shall be:

Number of Shares	Per Value Per Share	Class of Stock
25,000	\$0.01	Common A-voting
25,000	\$0.01	Common B-non-voting

Except that the Common B shares are non-voting, all other rights and privileges of the Common A and Common B shares are identical.

B. Provision for Implementing this Reinvestment.

The existing outstanding 10,000 shares of common stock of the corporation (the "old acquired common shares") shall be exchanged by the shareholder thereof in exchange for 10,000 Common A-voting shares of the corporation, and the old acquired common shares shall be canceled by the corporation upon their receipt in said exchange.

ARTICLE V

The street address of the registered office of the corporation shall be: 1575 Lake Mary Boulevard, Suite 107, Lake Mary, Florida 32746, and the registered agent of the corporation at that address shall be ——— Michael Brummer.

ARTICLE VI

The number of directors constituting the board of directors of the corporation shall be the number of persons whose names are set forth below. The names and address of each member of the board of directors of the corporation who shall hold office until the first annual meeting of

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shareholders and his/her successor shall have been elected and qualified, or until his/her earlier resignation, removal from office, or death, is:

Name	Address
Leon Brumser	100 West Cypress Creek Road, Suite 975 Ft. Lauderdale, FL 33309
Michael Brumser	100 West Cypress Creek Road, Suite 975 Ft. Lauderdale, FL 33309
Elder N. Ripper	3574 Lake Mary Boulevard Suite 107 Lake Mary, Florida 32746
Andrea Welch	3574 Lake Mary Boulevard Suite 107 Lake Mary, Florida 32746

The number of directors may be increased or decreased from time to time pursuant to the bylaws of the corporation, but shall not be less than one and the voting of the Board and the designation of Board Members is the subject of an agreement set forth in a Shareholders' Agreement entered into by all of the Shareholders of the Corporation at or preceding the date hereof, pursuant to Florida Statutes Section 607.0731 and 607.0732. For so long as Elder N. Ripper and, collectively, Leon Brumser, Michael Brumser, Robert Brumser, and Joel Brumser (the "Brumser") have equal voting shares and equal authority to vote $\frac{1}{4}$ of the Board of the corporation, any vacancies on the Board shall be filled immediately by the vote of Elder N. Ripper, in the event the vacancy was a Board member elected by the vote of shares owned by Elder N. Ripper, or by the Brumser, in the event the vacancy was a Board member elected by the Brumser.

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ARTICLE VII

Board Adoption in Lieu of Statement of Identity of Incorporator

The Board of Directors has restated these Articles of Incorporation pursuant to F.S. §607.1007, and are hereinbelow as Leon Brauser, Chairman of the Board, and therefore there is no additional statement as to the incorporation of this presently incorporated corporation.

EXECUTED at Fort Lauderdale, Florida on the 15th day of February, 1997.

Chairman of the Board:

LEON BRAUSER

STATE OF FLORIDA)
) SS:
COUNTY OF Broward)

The foregoing instrument was acknowledged before me by LEON H. BRAUSER, as Chairman of the Board of Directors of TELEPHONE COMPANY OF CENTRAL FLORIDA, INC., a Florida corporation, who is personally known to me and who did take an oath on this 15th day of February, 1997.

Notary Public

Name of Notary:

Commission No.:

My Commission Expires:
[blank]



EDWARD A. JOSEPH, JR.
MY COMMISSION & CC EXPIRE SEPTEMBER 15, 1998
BRIDGE 1000 WEST PALM BEACH, FL 33411

#97000002877

68-19-1997

#97000002877

ACCEPTANCE BY REGISTERED AGENT

Having been appointed the registered agent of TELEPHONE COMPANY OF CENTRAL FLORIDA, INC., the undersigned accepts such appointment, agrees to act in such capacity and accepts the obligations imposed by Florida Statutes Section 607.325.

Dated this 15th day of February, 1997.

BY:


MICHAEL BRAUSER
Registered Agent

68-19-1997

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ATTACHMENT III

Telephone Company of Central Florida, Inc.

FINANCIAL INFORMATION

TCCF'S recent balance sheet and income statement are being filed under separate cover as Confidential Attachment III, subject to a Motion requesting a Protective Order for this information. This confidential exhibit is offered in support of TCCF's financial ability to provide the services that it proposes to offer.

ATTACHMENT IV

Telephone Company of Central Florida, Inc.

PROPOSED TARIFF

Telephone Company of Central Florida, Inc.

**RESALE INTEREXCHANGE TELECOMMUNICATIONS
SERVICE TARIFF**

This tariff contains the regulations, rates and charges applicable to the provision of interexchange telecommunications services by Telephone Company of Central Florida, Inc. for the use of Customers transmitting messages within the State of South Dakota.

This tariff is available for public inspection during normal business hours at the main office of Telephone Company of Central Florida, Inc., located at 3575 W. Lake Mary Boulevard, Suite 107, Lake Mary, Florida 32746.

ISSUED:

EFFECTIVE:

ISSUED BY:

Elder N. Ripper, President & Chief Executive Officer
Telephone Company of Central Florida
3575 W. Lake Mary Boulevard, Suite 107
Lake Mary, Florida 32746

CHECK SHEET

The pages of this tariff as listed below are effective as of the date shown at the bottom of the respective pages. 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>Page</u>	<u>Revision</u>	<u>Page</u>	<u>Revision</u>
1	Original	26	Original
2	Original	27	Original
3	Original	28	Original
4	Original	29	Original
5	Original	30	Original
6	Original	31	Original
7	Original	32	Original
8	Original	33	Original
9	Original	34	Original
10	Original	35	Original
11	Original	36	Original
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25	Original		

ISSUED:**EFFECTIVE:****ISSUED BY:**

Elder N. Ripper, President & Chief Executive Officer
Telephone Company of Central Florida
3575 W. Lake Mary Boulevard, Suite 107
Lake Mary, Florida 32746

TABLE OF CONTENTS

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Check Sheet	2
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Tariff Format	4
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Section 1 - Definition of Terms and Abbreviations	6
Section 2 - Regulations	9
Section 3 - Description of Service and Rates	28
Section 4 - Promotions	36

ISSUED:

EFFECTIVE:

ISSUED BY:

Elder N. Ripper, President & Chief Executive Officer
Telephone Company of Central Florida
3575 W. Lake Mary Boulevard, Suite 107
Lake Mary, Florida 32746

TARIFF FORMAT

- A. **Page Numbering** - Page numbers appear in the upper right corner of the page. Pages are numbered sequentially. However, new pages are occasionally added to the tariff. When a new page is added between pages already in effect, a decimal is added.
- B. **Page Revision Numbers** - Revision numbers also appear in the upper right corner of each page. These numbers are used to determine the most current page version on file with the Commission. For example, the 4th revised Page 14 cancels the 3rd revised Page 14. Because of the various suspension periods and deferrals the Commission follows in its tariff approval process, the most current page number on file with the Commission is not always the tariff page in effect. Consult the check sheet for the page currently in effect.
- C. **Paragraph Numbering Sequence** - There are nine levels of paragraph coding. Each level of coding is subservient to its next higher level:
- 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)
- D. **Check Sheets** - When a tariff filing is made with the Commission an updated check sheet accompanies the filing. The check sheet lists the pages contained in the tariff, with a cross reference to the current revision number. When new pages are added, the check sheet is changed to reflect the revision. All revisions made in a given filing are designated by an asterisk (*). There shall be no other symbols used on this page if these are the only changes made to it. The tariff user should refer to the latest check sheet to find out if a particular page is the most current on file with the Commission.

ISSUED:**EFFECTIVE:****ISSUED BY:**

Elder N. Ripper, President & Chief Executive Officer
Telephone Company of Central Florida
3575 W. Lake Mary Boulevard, Suite 107
Lake Mary, Florida 32746

EXPLANATION OF SYMBOLS

Changes to this tariff shall be identified on the revised page(s) through the use of symbols. The following are the only symbols used for the purposes indicated below:

- (D) - To signify a discontinued rate or regulation.
- (I) - To signify an increase in rate or charge.
- (M) - To signify material relocated from one page to another without change.
- (N) - To signify a new rate or regulation.
- (R) - To signify a reduced rate or charge.
- (T) - To signify a change or regulation but no change in rate or charge.

ISSUED:

EFFECTIVE:

ISSUED BY:

Elder N. Ripper, President & Chief Executive Officer
Telephone Company of Central Florida
3575 W. Lake Mary Boulevard, Suite 107
Lake Mary, Florida 32746

SECTION 1 - DEFINITION OF TERMS AND ABBREVIATIONS

Access Line - An arrangement which connects the Subscriber's or Customer's location to the Carrier's designated point of presence or network switching center.

Authorized User - A person, firm, corporation, or other entity authorized by the Customer to be connected to the service of the Customer under the terms and regulations of this tariff.

Available Usage Balance - The amount of usage remaining on a Debit Account at any particular point in time. Each Debit Account begins with an initial usage amount which is depleted as services provided by the Company are utilized by the Customer.

Carrier or Company - Telephone Company of Central Florida, Inc. ("TCCF") unless otherwise indicated by the context.

Casual Calling - The access of TCCF's network and the use of Service through the dialing of an access code in the format of 10XXX or 101XXXX, where the three (3) digits or the four (4) digits represented by "X" are the unique Carrier Identification Code (CIC) assigned to Carrier.

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

Customer or Subscriber - The person, firm, partnership, corporation, or other entity which orders, cancels, amends or uses the service and is responsible for payment of charges and compliance with the Company's tariff.

Customer Premises Equipment - Terminal equipment, as defined herein, which is located on the Customer's premises.

ISSUED:

EFFECTIVE:

ISSUED BY:

Elder N. Ripper, President & Chief Executive Officer
Telephone Company of Central Florida
3575 W. Lake Mary Boulevard, Suite 107
Lake Mary, Florida 32746

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SECTION 1 - DEFINITION OF TERMS AND ABBREVIATIONS, CONT'D.

Debit Account - An account which consists of a prepaid usage balance depleted on a real time basis during each Debit Service Call.

Debit Card - A card issued by the Company which provides the Customer with a Personal Account Code and instructions for accessing the Carrier's network.

Debit Service Call - A service accessed via a Toll Free (i.e. 800/888) number or other access code dialing sequence whereby the customer or Authorized User dials all of the digits necessary to route a call. Network usage for each call is deducted from the available usage balance on a Company-issued Debit Account.

Dedicated Access - A method of reaching the Company's services whereby the Customer is connected directly to the Company's Point of Presence without utilizing services of the local switched network. The cost of these dedicated circuits is billed by the access provider directly to the end user.

End User - Any person, firm, corporation, partnership or other entity which uses the services of the Carrier under the provisions and regulations of this tariff. The End User is responsible for payment unless the charges for the services utilized are accepted and paid by another Customer.

Initial Usage Balance - The amount of usage on a Debit Account upon issuance and before any depleting call activity.

LATA - Local access and transport area. A geographic area established by the US District Court for the District of Columbia in Civil Action No. 17-49, within which a local exchange company provides communications services.

ISSUED:

EFFECTIVE:

ISSUED BY:

Elder N. Ripper, President & Chief Executive Officer
Telephone Company of Central Florida
3575 W. Lake Mary Boulevard, Suite 107
Lake Mary, Florida 32746

sd9700

SECTION 1 - DEFINITION OF TERMS AND ABBREVIATIONS, CONT'D.

Marks - A collective term to mean such items as trademarks, service marks, trade names and logos; copyrighted words, artwork, designs, pictures or images; or any other device or merchandise to which legal rights or ownership are held or reserved by an entity.

Personal Account Code - A pre-defined series of numbers to be dialed by the Customer or Authorized User upon access to the Carrier's network which identifies the Debit Account from which charges for service shall be debited and which validates the caller's authorization to use the services provided.

Presubscribe - A method used to identify TCCF as the Customer's primary interexchange carrier and provides the Customer with direct dial "1+" long distance calling on TCCF's network.

Renewal - A method of replenishing a Debit Account's Available Usage Balance with additional minutes of use as authorized and paid for by the Customer.

Sponsor - A corporation or other legal entity that exclusively permits the use of its Marks to the Company for use with telephone cards or other merchandise, and contracts with the Company for the marketing of the services described herein.

Switched Access - A method for reaching the Company through the local switched network whereby the Customer uses standard business or residential local lines.

TCCF - Refers to Telephone Company of Central Florida, Inc.

Terminal Equipment - Telecommunications devices, apparatus and associated wiring on the Premises of the Customer.

Travel Card - A billing mechanism which enables the Customer to access the service of the Company while away from home or office.

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 purposed of rating calls.

ISSUED:

EFFECTIVE:

ISSUED BY:

Elder N. Ripper, President & Chief Executive Officer
Telephone Company of Central Florida
3575 W. Lake Mary Boulevard, Suite 107
Lake Mary, Florida 32746

sd9700

SECTION 2 - REGULATIONS

2.1 Undertaking of Telephone Company of Central Florida, Inc.

- 2.1.1** Telephone Company of Central Florida, Inc. ("TCCF") is a resale common carrier providing intrastate direct dialed (1+) communication services to Customers for the transmission and reception of voice, data, and other types of communications within the State of South Dakota under the terms of this Tariff.
- 2.1.2** TCCF may act as the Customer's agent for ordering access connection facilities provided by other carriers or entities, when authorized by the Customer, to allow connection of a Customer's location to the TCCF services. The Customer shall be responsible for all charges due for such service arrangement.
- 2.1.3** The Company's service is available twenty-four (24) hours per day, seven (7) days per week.
- 2.1.4** No charges apply to incomplete calls.

ISSUED:

EFFECTIVE:

ISSUED BY:

Elder N. Ripper, President & Chief Executive Officer
Telephone Company of Central Florida
3575 W. Lake Mary Boulevard, Suite 107
Lake Mary, Florida 32746

sdi9700

SECTION 2 - REGULATIONS, CONT'D.

2.2 Limitations on Service

- 2.2.1 Service is offered subject to the availability of the necessary facilities and subject to the provisions of this tariff.
- 2.2.2 Company reserves the right to discontinue furnishing Service, or to limit the use of Service, when necessitated by conditions beyond its control, when Customer or an Authorized User is using Service in violation of the law or in violation of the provisions of this tariff, or for non-payment by Customer.
- 2.2.3 Service provided under this tariff is directly controlled by Company, and Customer may not transfer or assign the use of Service, except with the prior written consent of Company. Such transfer or assignment shall only apply where there is no interruption in the use or location of Service, and all regulations and conditions contained in this tariff, as well as all conditions for Service, shall apply to all such permitted assignees or transferees.
- 2.2.4 Customer may, where applicable, request Company to assign one or more sub-accounts for billing purposes and to direct sub-account invoices to affiliates of Customer or other designated entities for payment purposes. Such requests shall not affect the liability of Customer, who shall remain solely liable to Company for payment of all invoices for Service requested and obtained by Customer, whether invoiced by Company to Customer, its affiliates, or other designated entities.
- 2.2.5 Service may not be used for any unlawful purpose.
- 2.2.6 Intrastate Services are provided only in conjunction with interstate Services.

ISSUED:

EFFECTIVE:

ISSUED BY:

Elder N. Ripper, President & Chief Executive Officer
Telephone Company of Central Florida
3575 W. Lake Mary Boulevard, Suite 107
Lake Mary, Florida 32746

sdi9700

SECTION 2 - REGULATIONS, CONT'D.

2.3 Limitations on Liabilities

- 2.3.1** Except as otherwise stated in this section, the liability of the Company for damages arising out of either: (1) 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 (2) the failure to furnish its Service, whether caused by acts or omission, shall be limited to the extension of allowances to the Customer for interruptions in Service as set forth in Section 2.14.
- 2.3.2** Except for the extension of allowances to the Customer for interruptions in Service as set forth in this tariff, the Company shall not be liable to a Customer or third party for any direct, indirect, special, incidental, reliance, consequential, exemplary or punitive damages, including, but not limited to, loss of revenue or profits, for any reason whatsoever, including, but not limited to, any act or omission, failure to perform, delay, interruption, failure to provide any Service or any failure in or breakdown of facilities associated with the Service.
- 2.3.3** The liability of the Company for errors in billing that result in overpayment by the Customer shall be limited to a credit equal to the dollar amount erroneously billed or, in the event that payment has been made and Service has been discontinued, to a refund of the amount erroneously billed.

ISSUED:

EFFECTIVE:

ISSUED BY:

Elder N. Ripper, President & Chief Executive Officer
Telephone Company of Central Florida
3575 W. Lake Mary Boulevard, Suite 107
Lake Mary, Florida 32746

SECTION 2 - REGULATIONS, CONT'D.

2.3 Limitations on Liabilities, Cont'd.

2.3.4 The Company shall not be liable for any claims for loss or damages involving:

- A. Any act or omission of: (a) the Customer, (b) any other entity furnishing service, equipment or facilities for use in conjunction with Services provided by the Company; or (c) common carriers or warehousemen;
- B. Any delay or failure of performance or equipment due to causes beyond the Company's control, including but not limited to, acts of God, fires, floods, earthquakes, hurricanes, or other catastrophes; national emergencies, insurrections, riots, wars or other civil commotions; strikes, lockouts, work stoppages or other labor difficulties; criminal actions taken against the Company; unavailability, failure or malfunction of equipment or facilities provided by the Customer or third parties; and any law, order, regulation or other action of any governing authority or agency thereof;
- C. Any unlawful or unauthorized use of the Company's Services;
- D. Libel, slander, invasion of privacy or infringement of trademarks, patents, trade secrets, or copyrights arising from or in connection with the transmission of communications by means of Company provided facilities or Services; or by means of the combination of Company provided facilities or Services with Customer provided services;
- E. Breach in the privacy or security of communications transmitted over the Company's Service;

ISSUED:

EFFECTIVE:

ISSUED BY:

Elder N. Ripper, President & Chief Executive Officer
Telephone Company of Central Florida
3575 W. Lake Mary Boulevard, Suite 107
Lake Mary, Florida 32746

SECTION 2 - REGULATIONS, CONT'D.

2.3 Limitations on Liabilities, Cont'd.

2.3.4 The Company shall not be liable for any claims for loss or damages involving:, cont'd.

- F. Changes in any of the facilities, operations or procedures of the Company that render any equipment, facilities or services provided by the Customer obsolete, or require modification or alteration of such equipment, facilities or services, or otherwise affect their use or performance, except where reasonable notice is required by the Company and is not provided to the Customer, in which event the Company's liability is limited as set forth in paragraph 2.3.1 of this Subsection;
- G. Defacement of or damage to Customer premises resulting from the furnishing of Services or equipment on such premises or the installation or removal thereof;
- H. Injury to property or injury or death to persons, including claims for payments made under Workers' Compensation law or under any plan for employee disability or death benefits, arising out of, or caused by, any act or omission of the Customer, or the construction, installation, maintenance, presence, use or removal of the Customer's facilities or equipment connected, or to be connected to the Company's facilities.

ISSUED:

EFFECTIVE:

ISSUED BY:

Elder N. Ripper, President & Chief Executive Officer
Telephone Company of Central Florida
3575 W. Lake Mary Boulevard, Suite 107
Lake Mary, Florida 32746

SECTION 2 - REGULATIONS, CONT'D.

2.3 Limitations on Liabilities, Cont'd.

2.3.5 The Company shall be indemnified, defended and held harmless by the Customer from and against any and all claims, loss, demands, suits, expense, or other action or any liability whatsoever, including attorney fees, whether suffered, made, instituted, or asserted by the Customer or by any other party, for any personal injury to or death of any person or persons, and for any loss, damage or destruction of any property, including environmental contamination, whether owned by the Customer or by any other party, caused or claimed to have been caused directly or indirectly by the installation, operation, failure to operate, maintenance, presence, condition, location, use or removal of any Company or Customer equipment or facilities or Service provided by the Company.

2.3.6 The Company does not guarantee nor make any warranty with respect to installations provided by it for use in an explosive atmosphere. The Company shall be indemnified, defended and held harmless by the Customer from and against any and all claims, loss, demands, suits, or other action, or any liability whatsoever, including attorney fees, whether suffered, made, instituted or asserted by the Customer or by any other party, for any personal injury to or death of any person or persons, and for any loss, damage or destruction of any property, including environmental contamination, whether owned by the Customer or by any other party, caused or claimed to have been caused directly or indirectly by the installation, operation, failure to operate, maintenance, presence, condition, location, use or removal of any equipment or facilities of the Service.

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SECTION 2 - REGULATIONS, CONT'D.**2.4 Cancellation or Discontinuance of Service by the Company**

Service continues to be provided until canceled by the Customer or until canceled by the Company as set forth below. The Company may render bills subsequent to the termination of service for charges incurred before termination. The Customer shall pay such bills in full in accordance with the payment terms of this tariff. Card Services will not be available in South Dakota when the Customer has been canceled for Service in his/her home state.

- 2.4.1** Service may be suspended by the Company, without notice to the Customer, by blocking traffic to certain cities or NXX exchanges, or by blocking calls using certain Customer Debit Cards when the Company deems it necessary to take such action to prevent unlawful use of its service. TCCF will restore services as soon as it can be provided without undue risk, and will upon request by the Customer, assign new Debit Card codes to replace ones that have been deactivated.
- 2.4.2** For nonpayment: The Company, by written notice to the Customer and in accordance with applicable law, may refuse, suspend or cancel service without incurring any liability when there is an unpaid balance for service that is more than 60 days overdue.
- 2.4.3** For returned checks: The Customer whose check or draft is returned unpaid for any reason, after two attempts at collection, shall be subject to refusal, suspension or cancellation of service in the same manner as provided for nonpayment of overdue charges.

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SECTION 2 - REGULATIONS, CONT'D.

2.4 Cancellation or Discontinuance of Service by the Company, Cont'd.

- 2.4.4** For lack of use: The Company, by written notice to the Customer, may refuse, suspend or cancel service in the same manner as provided for nonpayment of overdue charges if after three full billing cycles the service has not been used.
- 2.4.5** For violation of law or this tariff: Except as provided elsewhere in this tariff, the Company may refuse, suspend or cancel service, without notice, for any violation of terms of this tariff, for any violation of any law, rule, regulation, order, decree or policy of any government authority of competent jurisdiction, or by reason of any order or decision of a court or other government authority having jurisdiction which prohibits the Company from furnishing such service or prohibits Customer from subscribing to, using, or paying for such service.

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SECTION 2 - REGULATIONS, CONT'D.

2.4 Cancellation or Discontinuance of Service by the Company, Cont'd.

2.4.6 For the Company to comply with any order or request of any governmental authority having jurisdiction: The Company may refuse, suspend or cancel service, without notice, in order to permit the Company to comply with any order or request of any governmental authority having jurisdiction.

2.4.7 For unauthorized or unlawful use of Debit Card numbers and Authorization Codes: Debit Card Numbers and Authorization Codes are issued by the Company only to the Customer and may not be sold or otherwise distributed without the written consent of the Company. Any unauthorized or unlawful use of such numbers or Authorization Codes shall result in the immediate refusal, suspension or cancellation of service without notice.

2.4.8 TCCF may refuse or discontinue service under the following conditions provided that, unless otherwise stated in this tariff, the Customer shall be given 15 days notice to comply with any rule or remedy any deficiency:

- A. For neglect or refusal to provide reasonable access to TCCF or its agents for the purpose of inspection and maintenance of equipment owned by TCCF or its agents.
- B. Without notice in the event of Customer or Authorized User use of equipment in such a manner as to adversely affect TCCF's equipment or service to others.
- C. Without notice in the event of tampering with the equipment or services owned by TCCF or its agents.
- D. Without notice in the event of unauthorized or fraudulent use of service. Whenever service is discontinued for fraudulent use of service, TCCF may, before restoring service, require the Customer to make, at his or her own expense, all changes in facilities or equipment necessary to eliminate illegal use and to pay an amount reasonably estimated as the loss in revenues resulting from such fraudulent use.

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SECTION 2 - REGULATIONS, CONT'D.

2.5 Cancellation or Termination of Service by Customer

2.5.1 Service shall be canceled by Company promptly upon receipt of a cancellation request from Customer. Upon cancellation a final bill will be prepared, as per the specifications set forth in this tariff. The Customer shall be liable for all recurring charges prior to proper notice if a change in presubscribed carrier is initiated by the Customer.

2.5.2 If Customer, either on behalf of itself or an Authorized User, orders Service from the Company which requires special construction or facilities for Customer's or Authorized User's use, and then cancels its order before Service begins, a charge shall be made to Customer for the non-recoverable portions of the expenditures or liabilities incurred on behalf of Customer or Authorized User by Company.

2.6 Restoration of Service

The use and restoration of Service shall in all cases be in accordance with the priority system specified in Part 64, Subpart D, of the Rules and Regulations of the Federal Communications Commission.

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SECTION 2 - REGULATIONS, CONT'D.

2.7 Payment and Billing

- 2.7.1** Service is provided and billed by the Company on a monthly basis. Usage sensitive charges are billed in arrears and fixed monthly recurring charges, if any, are billed one month in advance. The Customer shall pay monthly in advance or on demand all monthly recurring charges for Service and shall pay on demand all charges for usage at any agency duly authorized to receive such payments.
- 2.7.2** Bills are due and payable upon receipt. Interest at the lesser of a rate of one and one-half percent (1.5%) per month, or the maximum rate allowed by law, shall be charged on any amount previously unassessed which remains unpaid at the time the next bill is prepared.
- 2.7.3** Should service be suspended for nonpayment of charges, it will be restored when appropriate payments are made.
- 2.7.4** When service has been disconnected for nonpayment, the service agreement is considered to have been terminated. Reestablishment of service may be made only upon the execution of a new service agreement which is subject to the provisions of this tariff.
- 2.7.5** In its discretion, the Company may restore or reestablish service which has been suspended or disconnected for nonpayment of charges, prior to payment of all charges due. Such restoration or reestablishment shall not be construed as a waiver of any rights to suspend or disconnect service for nonpayment of any such or other charges due and unpaid or for the violation of the provisions of this tariff; nor shall the failure to suspend or disconnect service for nonpayment of any past due account or accounts operate as a waiver or estoppel to suspend or disconnect service for nonpayment of such account or of any other past due account.

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SECTION 2 - REGULATIONS, CONT'D.

2.7 Payment and Billing, Cont'd.

2.7.6 The Company may demand immediate payment under the following circumstances:

- A. Where Service is terminated or abandoned.
- B. Where actual usage is two times greater than the Customer's average usage as reflected on the monthly bills for the three months prior to the current bill or, in the case of a new Customer who has been receiving Service for less than four months, where the actual usage is twice the estimated monthly usage charge.
- C. Where the Company has reason to believe that a Business Customer is about to go out of business or that bankruptcy is imminent for that Customer.

2.7.7 A charge of \$20.00 will apply whenever a check, draft, or electronic funds transfer presented for payment for service is not accepted by the institution on which it is written.

2.7.8 The security of Authorization Codes used by Customer or its Authorized Users are the responsibility of Customer. All calls placed using such Authorization Codes or using facilities owned or controlled by Customer or its Authorized Users shall be billed to Customer and must be paid by Customer.

2.7.9 If notice from Customer of a dispute as to charges is not received in writing by the Company within thirty (30) days after delivery of an invoice to the custody of the U.S. Mail or other standard delivery service, the billing will be considered correct and binding.

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SECTION 2 - REGULATIONS, CONT'D.

2.7 Payment and Billing, Cont'd.

2.7.10 Customers with billing or service inquiries may contact the Company toll-free by dialing 1-800-660-1640 or by writing to the following address:

Telephone Company of Central Florida, Inc.
3575 W. Lake Mary Boulevard, Suite 107
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2.7.11 Customers dissatisfied with the Company's response to a complaint or inquiry may contact the South Dakota Public Utilities Commission for resolution of the conflict at 500 East Capitol, Pierre, South Dakota, 57501-5070 or toll-free at (800) 332-1782.

2.8 Deposits

The Company does not collect deposits for services provided to its Customers. However, the Company reserves the right to examine the credit record of the Customer, using any lawful sources for determining credit standing. If the Customer's financial condition is unknown or unacceptable to the Company, the Customer may be denied service by the Company.

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SECTION 2 - REGULATIONS, CONT'D.

2.9 Advance Payments

The Company does not collect advance payments for services provided to its Customers.

2.10 Taxes and Fees

The Company shall charge the Customer an amount sufficient to recover any governmental assessments, fees, license, or other similar taxes or fees imposed upon the Company.

2.10.1 For Debit Service, taxes or fees shall be included in the rates and charges stated in the Company's rate schedule for this service.

2.10.1 For all other services offered by the Company, taxes and fees shall be added pro-rate, insofar as practical, to the rates and charges stated in the Company's rate schedules and listed as separate line items on the Customer's bill for services provided.

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SECTION 2 - REGULATIONS, CONT'D.**2.11 Terminal Equipment**

Service may be used with or terminated in terminal equipment or communications systems, such as a PBX or key telephone system, provided by Customer or its Authorized User. Such terminal equipment or communications systems shall be furnished by and maintained at the expense of Customer or its Authorized User, except as otherwise provided. Customer or its Authorized User is also responsible for all costs at its premises incurred in the use of Service, including but not limited to equipment, wiring, electrical power, and personnel. When such terminal equipment or communications systems are used, they shall in all respects comply with the generally accepted minimum protective standards of the telecommunications industry as endorsed by the Federal Communications Commission.

2.12 Interconnection

Service furnished by the Company to Customer or its Authorized Users may be connected with the services or facilities of other carriers. Customer is responsible for all charges billed by other carriers in connection with the use of Service. Any special equipment or facilities necessary to achieve compatibility between carriers are the sole responsibility of Customer.

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SECTION 2 - REGULATIONS, CONT'D.

2.13 Inspection, Testing and Adjustment

- 2.13.1** The Company may, upon reasonable notice, make such tests and inspections as may be necessary to determine whether tariff requirements are being complied with in the installation, operation, and maintenance of Customer's, Authorized User's, or the Company's equipment. The Company may, without notice, interrupt Service at any time, as necessary, because of a departure from any of these requirements and may continue such interruption until its requirements have been satisfied.
- 2.13.2** Upon reasonable notice, the facilities provided by the Company shall be made available to the Company by Customer or its Authorized Users for such tests and adjustments as may be necessary for their maintenance to a condition satisfactory to the Company.
- 2.13.3** The Company shall not be liable to Customer or its Authorized Users for any damages for Service interruption pursuant to this Section. Neither Customer nor its Authorized Users shall be entitled to any credit for interruption of Service pursuant to this Section when the interruption of Service is less than two (2) hours.

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SECTION 2 - REGULATIONS, CONT'D.

2.14 Interruption of Service

- 2.14.1** Customer shall be given a credit allowance for any interruption of Service which is not due to (a) Company's inspection, testing or adjustment, if for a period of two (2) hours or less; (b) mistakes or errors of Customer or its Authorized Users; or (c) the failure of facilities or equipment provided by Customer or its Authorized Users.
- 2.14.2** Credit allowances shall be subject to the general liability provisions set forth in Section 2.3 herein. It shall be the obligation of Customer to notify Company immediately of any interruption of Service for which a credit allowance is desired. Before giving such notice, Customer shall ascertain that the trouble is not being caused by action or omission of Customer or its Authorized Users, or is not in facilities or equipment, if any, furnished by Customer or Authorized User and connected to Company's Services.
- 2.14.3** For the purposes of credit computation, every month shall be considered to have seven hundred twenty (720) hours. No credit shall be allowed for any interruption of Service of a continuous duration of less than two (2) hours.
- 2.14.4** Customer shall be credited for an interruption of Service of two (2) hours or more at the rate of 1/720th of the monthly non-usage sensitive charges for the Service affected for each hour or major fraction thereof that the interruption continues. The formula for calculating credit shall be as follows:

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

"A" = Outage time in hours

"B" = Total monthly fixed, non-usage sensitive
charge for affected facility

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SECTION 2 - REGULATIONS, CONT'D.

2.15 Miscellaneous Rates and Charges

The Company may adjust its rates and charges or impose additional rates and charges on its Customers in order to recover amounts it is required by governmental or quasi-governmental authorities to collect from or pay to others in support of statutory or regulatory programs. Example of such programs include, but are not limited to, the Universal Service Fund, the Primary Interexchange Carrier Charge, and compensation to payphone service providers for the use of their payphones to access the Company's service.

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SECTION 3 - DESCRIPTION OF SERVICE AND RATES

3.1 General

The Company provides interexchange switched and dedicated telecommunications services for personal or business use. Descriptions and rates contained in this tariff apply to the intrastate portion of the Carrier's services only.

Each call is rated and charged individually for each call placed through the Company. Call timing is rounded to the nearest billing increment, (i.e. six (6) seconds). Fractional call charges are rounded up to the next whole cent on a per call basis.

TCCF provides direct dialed, inbound toll free service, travel card service, debit card service and casual calling service for interstate telecommunications service under terms of this tariff.

TCCF's service offerings are not time of day, day of week or distance sensitive.

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SECTION 3 - DESCRIPTION OF SERVICE AND RATES, (CONT'D)

3.2 Calculation of Distance

The Company's services are not distance sensitive. The same rates apply regardless of the mileage distance from the originating and terminating locations.

3.3 Timing of Calls

Billing for calls placed over the network is based in part on the duration of the call.

3.3.1 Timing for all calls begins when the called party answers the call (i.e. when two way communications are established.) Answer detection is based on standard industry answer detection methods, including hardware and software answer detection.

3.3.2 Chargeable time for all calls ends when one of the parties disconnects from the call.

3.3.3 Minimum call duration and call timing increments for billing purposes is specified on a per-product basis in Section 3.5 of this tariff.

3.3.4 There is no billing applied for incomplete calls.

3.3.5 Usage charges are computed and rounded up to the nearest penny on a per call basis.

3.4 Time of Day Rate Periods

TCCF's services are not time of day sensitive. The same rate applies 24 hours per day, 7 days per week.

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SECTION 3 - DESCRIPTION OF SERVICE AND RATES, (CONT'D)

3.5 Direct Dial 1+ Service

Direct Dial 1+ Service allows Customers to make 1+ direct dialed calls from presubscribed switched or dedicated access lines. This service is available from equal access end offices only.

3.5.1 Direct Dial Switched Silver Service

Direct Dial Switched Silver Service allows Customers to make 1+ direct dialed calls from presubscribed switched access lines. This service is available from equal access end offices only. Customers access the service via switched access lines. All Customers are eligible to subscribe to this service.

For billing purposes, call timing is rounded up to the nearest six (6) second increment after the initial minimum period of eighteen (18) seconds.

Per minute rate \$ 0.159

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SECTION 3 - DESCRIPTION OF SERVICE AND RATES, (CONT'D)

3.5 Direct Dial 1+ Service, (Cont'd)

3.5.2 Direct Dial Switched Gold Service

Direct Dial Switched Gold Service allows Customers to make 1+ direct dialed calls from presubscribed switched access lines. This service is available from equal access end offices only. Customers access the service via switched access lines. All TCCF local exchange Customers are eligible to subscribe to this service.

For billing purposes, call timing is rounded up to the nearest six (6) second increment after the initial minimum period of eighteen (18) seconds.

Per minute rate \$ 0.159

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SECTION 3 - DESCRIPTION OF SERVICE AND RATES, (CONT'D)

3.5 Direct Dial 1+ Service, (Cont'd)

3.5.3 Dedicated Direct Dial Service

Dedicated Direct Dial Service allows Customers to make 1+ direct dialed calls. Customers access the service via dedicated or special access T-1 (1.544 Mbps) lines. Service is available only where T-1 access is available. The Customer is responsible for payment charges associated with the dedicated T-1 circuit. Such charges are normally billed by and paid directly to the access provider (i.e. local exchange carrier). All Customers are eligible to subscribe to this service.

For billing purposes, call timing is rounded up to the nearest six (6) second increment after the initial minimum period of six (6) seconds.

Per minute rate

\$ 0.069

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SECTION 3 - DESCRIPTION OF SERVICE AND RATES, (CONT'D)

3.6 Inbound Toll Free (i.e. 800/888) Service

Inbound Toll Free Service provides an inbound toll free calling service to TCCF Customers. The TCCF Customer is billed for each toll free call, rather than the call originator. Toll free calls may be originated from any location throughout the continental United States. Calls terminate to the TCCF toll free Customer via switched or dedicated access lines.

3.6.1 Inbound Switched Silver Service

Inbound Switched Silver Service provides an in-bound toll free calling service to TCCF Customers. Calls terminate to the TCCF Toll Free Customer via switched access lines. All Customers are eligible to subscribe to this service.

For billing purposes, call timing is rounded up to the nearest six (6) second increment after the initial minimum period of eighteen (18) seconds.

Per minute rate

\$ 0.159

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SECTION 3 - DESCRIPTION OF SERVICE AND RATES, (CONT'D)

3.6 Inbound Toll Free (i.e. 800/888) Service, (Cont'd)

3.6.2 Inbound Switched Gold Service

Inbound Switched Silver Service provides an in-bound Toll Free calling service to TCCF Customers. Calls terminate to the TCCF Toll Free Customer via switched access lines. All TCCF local exchange Customers are eligible to subscribe to this service.

For billing purposes, call timing is rounded up to the nearest six (6) second increment after the initial minimum period of eighteen (18) seconds.

Per minute rate \$ 0.159

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SECTION 3 - DESCRIPTION OF SERVICE AND RATES, (CONT'D)**3.6 Inbound Toll Free (i.e. 800/888) Service, (Cont'd)****3.6.3 Dedicated Toll Free Service**

Dedicated Toll Free Service calls terminate to the TCCF Toll Free Customer via dedicated T-1 (1.544) access lines. Service is available only where T-1 access is available. The Customer is responsible for payment charges associated with the dedicated T-1 circuit. Such charges are normally billed by and paid directly to the access provider (i.e. local exchange carrier). All TCCF Customers are eligible to subscribe to this service.

For billing purposes, call timing is rounded up to the nearest six (6) second increment after the initial minimum period of six (6) seconds.

Per minute rate

\$ 0.069

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SECTION 3 - DESCRIPTION OF SERVICE AND RATES, (CONT'D)

3.7 Travel Card

TCCF's Travel Card provide telecommunications services and optional enhanced service to customers while traveling away from the office or home. Customers must dial a Toll-Free (i.e. 800/888) access number followed by their authorization code to make a call or use the service. A monthly credit limit will be assigned to each card for fraud protection. Customers have the option of raising or lowering the limit amount to best suit their calling practices.

For billing purposes, call timing is rounded up to the nearest six (6) second increment after the initial minimum period of eighteen (18) seconds.

Per minute rate \$ 0.189

A \$0.25 per call surcharge applies to each call.

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SECTION 3 - DESCRIPTION OF SERVICE AND RATES, (CONT'D)

3.8 Debit Card Service

Debit Card Service permits Customers to purchase a debit card to which call charges are consumed on a real-time basis. Customers access the service by dialing a Company-specified access code. All calls must be charged against a prepaid card that has a sufficient available balance. Customers will be provided with a "Usage Remaining" message each time they utilize the card. They will also receive a reminder message when the card has \$2.00 and \$5.00 of value remaining on the card. Calls in progress will be terminated if the balance on the prepaid card is insufficient to cover the charges associated with the call. The card value expires six (6) months after first use of the new card or of the replenished card, whichever is applicable.

For debiting purposes, call timing is rounded up to the nearest one (1) minute increment after the initial minimum period of one (1) minute. Usage charges are computed and rounded up to the nearest penny on a per call basis.

Per minute rate \$ 0.189

A \$0.25 per call surcharge applies to each call. A \$ 0.25 service charge per month applies to the debit account.

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SECTION 3 - DESCRIPTION OF SERVICE AND RATES, (CONT'D)

3.8 Debit Card Service

Debit Card Service permits Customers to purchase a debit card to which call charges are consumed on a real-time basis. Customers access the service by dialing a Company-specified access code. All calls must be charged against a prepaid card that has a sufficient available balance. Customers will be provided with a "Usage Remaining" message each time they utilize the card. They will also receive a reminder message when the card has \$2.00 and \$5.00 of value remaining on the card. Calls in progress will be terminated if the balance on the prepaid card is insufficient to cover the charges associated with the call. The card value expires six (6) months after first use of the new card or of the replenished card, whichever is applicable.

For debiting purposes, call timing is rounded up to the nearest one (1) minute increment after the initial minimum period of one (1) minute. Usage charges are computed and rounded up to the nearest penny on a per call basis.

Per minute rate \$ 0.189

A \$0.25 per call surcharge applies to each call. A \$ 0.25 service charge per month applies to the debit account.

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SECTION 3 - DESCRIPTION OF SERVICE AND RATES, (CONT'D)**3.9 Debit Card Sponsor Program**

The Debit Card Sponsor Program is offered to individuals, organizations or commercial entities for distribution to their members, patrons, or customers. The marketing channel, marketing vehicle and expiration period is selected by the Sponsor upon joint agreement between the Company and the Sponsor. The Sponsor is responsible for obtaining all necessary permissions for the use of any trade mark, trade name, service mark or other image on the card. The Sponsor may distribute the Carrier's Sponsor Program debit card accounts at reduced rates or free of charge to end users for promotional purposes. At the option of the Sponsor, these cards may not be replenishable.

The service permits Customers to purchase a prepaid card to which call charges are consumed on a real-time basis. Customers access the service by dialing a Company-specified access code. All calls must be charged against a prepaid card that has a sufficient available balance. Customers will be provided with a "Usage Remaining" message each time they utilize the card. They will also receive a reminder message when the card has \$2.00 and \$5.00 of value remaining on the card. Calls in progress will be terminated if the balance on the prepaid card is insufficient to cover the charges associated with the call.

For debiting purposes, call timing is rounded up to the nearest one (1) minute increment after the initial minimum period of one (1) minute. Usage charges are computed and rounded up to the nearest penny on a per call basis.

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SECTION 3 - DESCRIPTION OF SERVICE AND RATES, (CONT'D)

3.9 Debit Card Sponsor Program, (Cont'd)

Option 1: Non-renewable Sponsor Account bearing the Sponsor's Marks with an expiration date set for the latter of six months after issuance or six months after the card's last use. The Initial Account Balance of each Customer Account is set by the Sponsor in conjunction with the Company's technical capabilities.

Option 2: Renewable Sponsor Account bearing the Sponsor's Marks with expiration at the latter of six months after issuance or six months after the card's last use. The Initial Account Balance and the minimum Renewal amount are set by the Sponsor in conjunction with the Company's technical capabilities.

3.9.1 Debit Card Sponsor Program Rates

Sponsor Service may be provided to Customers as a no-charge complimentary item at the direction and expense of the sponsor and will Deplete at the appropriate rates noted below.

Per minute rate

\$ 0.189

A \$0.25 per call surcharge applies to each call. A \$ 0.25 service charge per month applies to the debit account.

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Lake Mary, Florida 32746

SECTION 3 - DESCRIPTION OF SERVICE AND RATES, (CONT'D)**3.10 Casual Calling Service**

Casual Calling Service allows end users to obtain TCCF service and become Customers of TCCF without the necessity of presubscription of their local lines. Customers utilizing Casual Calling Service shall access TCCF by dialing an access code in the form of 10XXX or 101XXXX, where "X" is a 3 or 4 digit Carrier Identification Code (CIC) assigned to Carrier and provided to Customer. When dialing, the access code shall be followed by the normal sequence of 1+Area Code+Number. Calls placed using Casual Calling Service are billed to Customer through the serving Local Exchange Carrier.

3.10.1 Casual Calling Silver Service

For billing purposes, call timing is rounded up to the nearest six (6) second increment after the initial minimum period of eighteen (18) seconds.

Charges per minute are as follows:

	Per Minute Rate
All calls 20 minutes or more in duration	\$ 0.149
All calls less than 20 minutes in duration	\$ 0.199

ISSUED:**EFFECTIVE:****ISSUED BY:**

Elder N. Ripper, President & Chief Executive Officer
Telephone Company of Central Florida
3575 W. Lake Mary Boulevard, Suite 107
Lake Mary, Florida 32746

sdi9700

SECTION 3 - DESCRIPTION OF SERVICE AND RATES, (CONT'D)

3.10 Casual Calling Service, (Cont'd)

3.10.2 Casual Calling Gold Service

All TCCF local exchange Customers making Casual Calls receive the rates noted below.

For billing purposes, call timing is rounded up to the nearest six (6) second increment after the initial minimum period of eighteen (18) seconds.

Charges per minute are as follows:

	Per Minute Rate
All calls 20 minutes or more in duration	\$ 0.129
All calls less than 20 minutes in duration	\$ 0.159

ISSUED:

EFFECTIVE:

ISSUED BY:

Elder N. Ripper, President & Chief Executive Officer
Telephone Company of Central Florida
3575 W. Lake Mary Boulevard, Suite 107
Lake Mary, Florida 32746

SECTION 3 - DESCRIPTION OF SERVICE AND RATES, (CONT'D)

3.1i Directory Assistance

A Directory Assistance charge applies per intrastate directory assistance calls made from points within the State of South Dakota. The customer may make two (2) requests for a telephone number per call. The Directory Assistance Charge applies regardless of whether the operator is able to supply the requested number. Discounts are not applicable to Directory Assistance Charges. Directory Assistance Charges are not included in usage commitments or computed in any discount calculations.

Per call to directory assistance: \$0.95

ISSUED:

EFFECTIVE:

ISSUED BY:

Elder N. Ripper, President & Chief Executive Officer
Telephone Company of Central Florida
3575 W. Lake Mary Boulevard, Suite 107
Lake Mary, Florida 32746

SECTION 3 - DESCRIPTION OF SERVICE AND RATES, (CONT'D)**3.12 Public Telephone Surcharge**

In order to recover the Company's expenses to comply with the FCC's pay telephone compensation plan effective on October 7, 1997 (FCC 97-371), an undiscountable per call charge is applicable to all interstate, intrastate and international calls that originate from any domestic pay telephone used to access the Company's services. This surcharge, which is in addition to standard tariffed usage charges and any applicable service charges and surcharges associated with the Company's service, applies for the use of the instrument used to access the Company service and is unrelated to the Company's service accessed from the pay telephone.

Pay telephones include coin-operated and coinless phones owned by local telephone companies, independent companies and other interexchange carriers. The Public Pay Telephone Surcharge applies to the initial completed call and any reoriginated call (i.e., using the "#" symbol).

Whenever possible, the Public Pay Telephone Surcharge will appear on the same invoice containing the usage charges for the surcharged call. In cases where proper pay telephone coding digits are not transmitted to the Company prior to completion of a call, the Public Pay Telephone Surcharge may be billed on a subsequent invoice after the Company has obtained information from a carrier that the originating station is an eligible pay telephone.

The Public Pay Telephone Surcharge does not apply to calls placed from pay telephones at which the Customer pays for service by inserting coins during the progress of the call.

Per call surcharge \$0.50

ISSUED:**EFFECTIVE:****ISSUED BY:**

Elder N. Ripper, President & Chief Executive Officer
Telephone Company of Central Florida
3575 W. Lake Mary Boulevard, Suite 107
Lake Mary, Florida 32746

sdr9700

SECTION 4 - PROMOTIONS AND OPTIONAL CALLING PLANS**4.1 Demonstration Calls**

From time to time TCCF will demonstrate its services by providing free test calls of up to fifteen minutes duration over its network.

4.2 Promotions - General

From time to time, the Carrier may provide promotional offerings to introduce a current or potential Subscriber to a service not being used by the subscriber. These offerings may be limited to certain dates, times or locations and may waive or reduce recurring or non-recurring charges.

4.2.1 Competitive Response Promotion

TCCF will, at its discretion, match certain standard or promotional offerings of other interexchange carriers or resellers in order to acquire new Customers. The Customer must demonstrate to the Company's satisfaction that 1) an alternative service offering is valid and currently available from a competing interexchange carrier or reseller and 2) the Customer intends to either subscribe to or remain with the competing interexchange carrier or reseller. The Company reserves the right to verify that the alternative offering is an approved tariff on file with the Commission.

4.2.2 Best Rate Guarantee Promotion

TCCF will, at its discretion, match certain standard non-promotional offerings of other interexchange carriers or resellers in order to retain existing accounts. The competing rate must be provided in writing and be listed in an approved tariff on file with the Commission and must result in a lower overall bill for the same service offered by the Company.

ISSUED:**EFFECTIVE:****ISSUED BY:**

Elder N. Ripper, President & Chief Executive Officer
Telephone Company of Central Florida
3575 W. Lake Mary Boulevard, Suite 107
Lake Mary, Florida 32746

sdr9700

ATTACHMENT V

Telephone Company of Central Florida, Inc.

COST SUPPORT DATA

COST SUPPORT DATA

Telephone Company of Central Florida, Inc.

The Company has not prepared detailed cost studies for intrastate South Dakota operations. However, all services are planned to cover costs and generate a reasonable return for the Company.

TECHNOLOGIES MANAGEMENT, INC.
WINTER PARK, FLORIDA 32789

18348

SD PUC
SOUTH DAKOTA PUBLIC SERVICE CM

18348

12/31/97

INVOICE NUMBER	INVOICE DATE	INVOICE AMOUNT	PREVIOUS PAY/CREDIT	DISCOUNT TAKEN	AMOUNT OF PAYMENT
TCCF	12/31/97	250.00	0.00	0.00	250.00

TC 98-003

250.00



P.O. Drawer 200
Winter Park, FL
32790-0200

210 N. Park Avenue
Winter Park, FL 32789
(407) 740-8575



250 PARK AVENUE
WINTER PARK, FLORIDA 32789

63-319/631

18348

NUMBER
18348

PAY: TWO HUNDRED FIFTY DOLLARS

DATE

AMOUNT

12/31/97

*****\$250.00

TO THE
ORDER
OF
SOUTH DAKOTA PUBLIC SERVICE CM
STATE CAPITAL
PIERRE, SD 57501-5070

TECHNOLOGIES MANAGEMENT, INC.

Cap. Dighman

THE REVERSE SIDE OF THIS DOCUMENT INCLUDES AN ARTIFICIAL WATERMARK - HOLD AT AN ANGLE TO VIEW
⑈018348⑈ ⑆063103193⑆ 2830066505⑈

South Dakota
Public Utilities Commission
State Capitol 500 E. Capitol
Pierre, SD 57501-5070
Phone: (605) 773-3705
Fax: (605) 773-3809

TELECOMMUNICATIONS SERVICE FILINGS

These are the telecommunications service filings that the Commission has received for the period of:

01/02/98 through 01/08/98

If you need a complete copy of a filing faxed, overnight expressed, or mailed to you, please contact Delaine Kolbo within five days of this filing.

DOCKET NUMBER	TITLE/STAFF/SYNOPSIS	DATE FILED	INTERVENTION DEADLINE
REQUEST FOR CERTIFICATE OF AUTHORITY			
TC98-001	Application by A C S TEL COM INC. for a Certificate of Authority to operate as a telecommunications company within the state of South Dakota. (Staff: TS/KC) "A C S TEL COM offers two types of card services: (1) A Post-paid calling card services; and, (2) A Prepaid calling card service."	01/02/98	01/23/98
TC98-002	Application by Business Calling Plan, Inc. for a Certificate of Authority to operate as a telecommunications company within the state of South Dakota. (Staff: TS/CH) "Applicant offers outbound, switched access ... services designed primarily for small business customers."	01/08/98	01/23/98
TC98-003	Application by Telephone Company of Central Florida, Inc. for a Certificate of Authority to operate as a telecommunications company within the state of South Dakota. (Staff: TS/KC) "The Company, proposes to provide intrastate long distance service in conjunction with its interstate long distance service....The Company plans on offering the following services to its customers: Direct Dial 1+, Inbound Toll Free, Travel Card, Debit Card, Casual Calling, and Directory Assistance."	01/08/98	01/23/98
APPLICATION FOR REHEARING			
TC97-163	U S WEST Communications, Inc. applied for a rehearing in the docket granting it designation as an eligible telecommunications carrier. "U S WEST respectfully requests that the Commission rehear and reconsider Finding of Fact XX, Conclusion of Law VI to the extent that it addresses single party service, and the FURTHER ORDERED provision relative to single party service on page 6 of the December 17, 1997 order in this docket to allow U S WEST to rely on the approved timetable as allowed by the FCC order." (Staff: HB/KC)	01/08/98	

Important Notice: The Commission is compiling a list of internet addresses. If you have an internet address please notify the Commission by E-mailing it to Terry Norum at terryn@puc.state.sd.us. Faxing the address to the Commission at 605-773-3809.

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

IN THE MATTER OF THE APPLICATION OF)
TELEPHONE COMPANY OF CENTRAL)
FLORIDA, INC. FOR A CERTIFICATE OF)
AUTHORITY TO PROVIDE)
TELECOMMUNICATIONS SERVICES IN)
SOUTH DAKOTA)

ORDER GRANTING
CERTIFICATE OF
AUTHORITY

TC98-003

On January 8, 1998, 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 Telephone Company of Central Florida, Inc. (TCCF).

The Company proposes to provide intrastate long distance service in conjunction with its interstate long distance service. The Company plans on offering the following services to its customers: Direct Dial 1+, Inbound Toll Free, Travel Card, Debit Card, Casual Calling, and Directory Assistance. A proposed tariff was filed by TCCF. The Commission has classified long distance service as fully competitive.

On January 8, 1998, the Commission electronically transmitted notice of the filing and the intervention deadline of January 23, 1998, to interested individuals and entities. No petitions to intervene or comments were filed and at its regularly scheduled February 24, 1998, meeting, the Commission considered TCCF's request for a certificate of authority. Commission Staff recommended granting a certificate of authority.

The Commission finds that it has jurisdiction over this matter pursuant to Chapter 49-31, specifically 49-31-3 and ARSD 20:10:24.02 and 20:10:24.03. The Commission finds that TCCF has met the legal requirements established for the granting of a certificate of authority. TCCF 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 TCCF's application for a certificate of authority. As the Commission's final decision in this matter, it is therefore

ORDERED, that TCCF's application for a certificate of authority is hereby granted, effective March 8, 1998. It is

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

Dated at Pierre, South Dakota, this 27th day of February, 1998.

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 Heldner-Kalbo

Date 3/2/98

(OFFICIAL SEAL)

BY ORDER OF THE COMMISSION:

James A. Burg
JAMES A. BURG, Chairman

Pam Nelson
PAM NELSON, Commissioner

Laska Schoenfelder
LASKA SCHOENFELDER, Commissioner

SOUTH DAKOTA PUBLIC UTILITIES COMMISSION

CERTIFICATE OF AUTHORITY

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

Authority was Granted February 24, 1998, effective March 8, 1998
Docket No. TC98-003

This is to certify that

TELEPHONE COMPANY OF CENTRAL FLORIDA, INC.

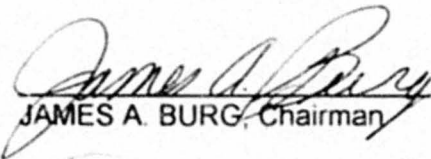
is authorized to provide telecommunications services in South Dakota.

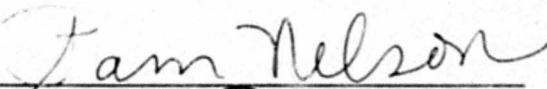
This certificate is issued in accordance with SDCL 49-31-3 and ARSD 20:10:24:02, and is subject to all of the conditions and limitations contained in the rules and statutes governing its conduct of offering telecommunications services.

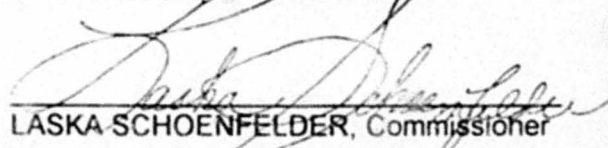
Dated at Pierre, South Dakota, this 27th day of February, 1998.

**SOUTH DAKOTA PUBLIC
UTILITIES COMMISSION:**




JAMES A. BURG, Chairman


PAM NELSON, Commissioner


LASKA SCHOENFELDER, Commissioner