

In the Matter of _____ IN THE MATTER OF THE
APPLICATION OF CSI CORP FOR A
CERTIFICATE OF AUTHORITY TO
PROVIDE TELECOMMUNICATIONS
SERVICES IN SOUTH DAKOTA

Public Utilities Commission of the State of South Dakota

DATE	MEMORANDA
2/23 98	Filed and Booked;
2/26 98	T.C. Log Filing
3/16 98	Revised Tariff Page 13,
4/6 98	Order Granting COA;
4/6 98	Booklet Closed.



TC 98-059

Anthony K. McEahern
Patricia A. McEahern
Richard G. Olona

621 Seventeenth St., Suite 2540
Denver, CO 80293
Phone (303) 297-2930
Fax (303) 297-2927
E-mail olonalaw@aol.com

February 17, 1998

South Dakota Public Utilities Group
ATTN: Fixed Utilities Division
500 E. Capitol Avenue
Pierre, SD 57501-5070

RECEIVED

FEB 21 1998

SOUTH DAKOTA PUBLIC
UTILITIES COMMISSION

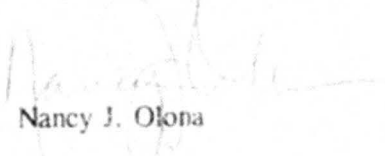
Re: Application and Request for Authority

Dear Sir:

I am enclosing original and eleven copies of CSI Corp's Application and Request for Authority to Resell Long Distance Telecommunications in South Dakota. Also enclosed is application fee of \$250.00.

Please return a file the extra file stamped copy in the enclosed self-addressed stamped envelope. If you need additional information, please feel free to contact me.

Very truly yours,


Nancy J. Olona

Enclosures

BEFORE THE PUBLIC SERVICE COMMISSION OF SOUTH DAKOTA

RECEIVED

In the Matter of the Application)
 of CSI Corp. for Authority to)
 Operate as an Interexchange)
 Carrier of Telecommunications)
 Services Within the State of)
 South Dakota)

Application No. _____

SOUTH DAKOTA PUBLIC
UTILITIES COMMISSIONAPPLICATION AND REQUEST FOR AUTHORITY

Application is hereby made to the South Dakota Public Utilities Commission for a certificate authorizing CSI Corp. ("Applicant") to operate as an interexchange carrier of telecommunications services pursuant to South Dakota Public Utilities Commission Telecommunications Rules and Regulations. The following general information and exhibits are furnished in support thereof:

1. Applicant's legal name, address and telephone number:

CSI Corp
 12835 E. Arapahoe
 Tower One, Fifth Floor
 Englewood, Colorado 80112
 (303) 708-1000

2. N/A

3. a. Applicant is a privately-held corporation, organized under the laws of the State of Colorado, April 19, 1993. A copy of Applicant's articles of incorporation appears as Exhibit 1. Applicant's certificate of authority from the South Dakota Secretary of State as a foreign corporation appears as Exhibit 2.

- b. The name and address of the current registered agent in South Dakota:

CT Corporation
319 Coteau Street
Pierre, SD 57501

- c. The names and addresses of any corporation, association, partnership, cooperative, or individual holding a 20 percent or greater ownership or management interest in the applicant corporation and the amount and character of the ownership or management interest:

Name, Address, Telephone	# of Shares	% of shares	% of voting
Ray B. Ramirez 9936 S. Blackbird Circle Highlands Ranch, CO 80126	750	60%	60%
Ramon P. Ramirez 10290 West Burgundy Littleton, CO 80127	250	20%	20%

- d. The names and addresses of subsidiaries owned or controlled by the applicant:

N/A

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

N/A

5. Specific description of the telecommunications services the applicant intends to offer:

Applicant proposes to offer switched and dedicated access "1 + " long distance telecommunications services suitable for voice and limited data applications in the State of South Dakota. The applicant does not propose to provide alternative operator services.

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 use of the equipment:

Applicant is a switchless, non facilities-based interexchange resale carrier providing switched and dedicated interexchange telecommunications services to businesses and residences. Applicant proposes offering these services in the State of South Dakota. All network services are supplied by Frontier Communications, Inc. From time to time, Applicant may offer other services provided by other registered interexchange carriers. All network facilities are the property of other carriers. Applicant supplies its own billing services. Customer service is available through a toll free number (1-800-864-4306) during normal business hours. An answering service is utilized outside normal business hours for emergency purposes. Applicant does not provide alternative operator services nor own or lease facilities.

7. The geographic areas in which the services will be offered, including a map describing the service area:

Applicant proposes to provide its services originating throughout the entire State of South Dakota.

8. Current financial statements

- a. Financial records enclosed as Exhibit 3.
- b. Applicant's report to stockholders. N/A
- c. Tariff enclosed as Exhibit 4.

9. The names and addresses of applicant's representatives to whom all inquiries should be made regarding complaints and regulatory matters and a description of how the applicant handles customer billings and customer service matters.

Customer complaints are to be addressed to:

Lisa Farber, Linda Perry, or Dave Durant
CSI Corp
12835 E. Arapahoe
Tower One, Fifth Floor
Englewood, CO 80112

10. Applicant has been approved for certification in the states of Arkansas, California, Colorado, Florida, Georgia, Idaho, Illinois, Indiana, Iowa, Kansas, Louisiana, Michigan, Minnesota, Missouri, Montana, Nevada, New Hampshire, New Jersey, Ohio, Oregon, Pennsylvania, Texas, Utah, Virginia, Wisconsin and Wyoming. Applicant has filed for and is pending certification in the states of Maine, Maryland, New York, North Carolina, Oklahoma, South Carolina, West Virginia, Delaware, Connecticut and Massachusetts. Applicant intends to file for certification in the remaining states not listed. In no instance has any application been denied or rejected.

11. A detailed description of how the applicant intends to market its services, the qualifications of its marketing sales personnel, its target market, whether the applicant engages in any multilevel marketing, and copies of any company brochures used to assist in the sale of services.

The applicant employs authorized agents to market its services. The applicant requires a signed "Letter of Authorization for each user wishing to subscribe to its long distance services. Upon receipt of each sales order, a customer service representative contacts the new subscriber to validate the service and pricing that subscriber is to receive. If there are concerns regarding the validity of the charge, the Company will not process the order until such concerns are clarified. To date, the Company has had no complaints for "slamming" or illegally changing a customer's long distance carrier. In the event an incorrect telephone number is provided to

applicant and the applicant changes the subscriber's preferred carrier by mistake, the Company immediately notifies the owner of the telephone number and promptly assists in converting the telephone number back to the original carrier, absorbing any costs therefor. Applicant does not engage in any multilevel marketing.

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

Applicant is a competitive long distance reseller. Pursuant to 20:10:24:09, CSI does not believe its services are classified as emerging competitive services.

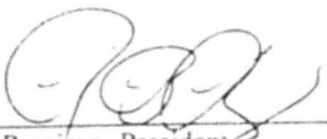
Applicant submits the following reasons in support of its belief that the public interest will be served by the approval of this Application:

- a. Applicant's proposed intrastate telecommunications services are developed to serve the long distance needs of subscribers who cannot otherwise realize similar cost savings through major carriers.
- b. An increase in the traffic generated through provision of Applicant's proposed intrastate services over existing major carriers' communications facilities will improve the efficiency and reduce major carriers' costs in provision of these services.
- c. The public will benefit from greater consumer choice created through the broadening of innovative telecommunications service alternatives and ongoing affordable rates maintained by the additional competitive pressure placed on other competitors.
- d. Local exchange carriers will realize greater access charge revenues through the increase in traffic.

WHEREFORE, CSI Corp requests that the South Dakota Public Utilities Commission enter an order granting a certificate authorizing CSI Corp to operate as an interexchange carrier of telecommunications services.

Respectfully submitted this 30 day of January, 1998.

CSI Corp



Ray B. Ramirez, President



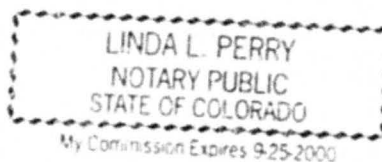


EXHIBIT 1

ARTICLES OF INCORPORATION

NEXT

DOCUMENT (S)

BEST IMAGE

POSSIBLE

ARTICLES OF INCORPORATION

NAME x CSI Corp

STREET x 3000 S. Jamacia Ct Suite 280

CITY x Aurora

STATE x Co 80014

THIS DOCUMENT MUST
BE TYPED IN BLACK

SECRETARY OF STATE - 1560 BROADWAY #200, DENVER, CO 80202
(303) 734-2001

93/04/09 \$50.00
303 8-17-93 09:43

CUMULATIVE VOTING SHARES OF STOCK IS AUTHORIZED: YES ☒ NO ☐ IF DURATION IS LESS THAN PERPETUAL ENTER NUMBER OF YEARS x

THERE ARE PROVISIONS LIMITING OR DENYING TO SHAREHOLDERS THE PREEMPTIVE
RIGHT TO ACQUIRE ADDITIONAL OR TREASURY SHARES OF THE CORPORATION.

YES ☐ NO ☒

IF YES, state provisions on a separate
8 1/2 x 11 sheet of paper.

STOCK INFORMATION: (if additional space is needed, continue and separate 8 1/2 x 11 sheet of paper).

STOCK CLASS x Common AUTHORIZED SHARES x 1000 PAR VALUE x No Par Value

STOCK CLASS x AUTHORIZED SHARES x PAR VALUE x

THE NAME OF THE INITIAL REGISTERED AGENT AND THE ADDRESS OF THE REGISTERED OFFICE IS: (corporations use LAST NAME space)

LAST NAME x Ramirez FIRST & MIDDLE NAME x Ramon P

STREET x 3000 S. Jamacia Ct, Suite 280 CITY x Aurora STATE x Co ZIP x 80014

DIRECTORS: HOW MANY DIRECTORS CONSTITUTE THE INITIAL BOARD OF DIRECTORS OF THE CORPORATION? x 3

THE NAMES AND ADDRESSES OF THE PERSONS WHO ARE TO SERVE AS DIRECTORS UNTIL THE 1ST ANNUAL MEETING OF SHAREHOLDERS OR UNTIL THEIR
SUCCESSORS ARE ELECTED AND QUALIFIED ARE: (if more than three, continue on a separate 8 1/2 x 11 sheet of paper)

LAST NAME x Ramirez FIRST & MIDDLE NAME x Ramon P

STREET x 10290 W Burgundy Ave CITY x Littleton STATE x Co ZIP x 80127

LAST NAME x Ramirez FIRST & MIDDLE NAME x Ray B

STREET x 4999 S. Prince Ct #102 CITY x Littleton STATE x Co ZIP x 80120

LAST NAME x Janus FIRST & MIDDLE NAME x James A

STREET x 1190 E Temple St CITY x Aurora STATE x Co ZIP x 80015

INCORPORATORS: NAMES AND ADDRESSES: (if more than two, continue on a separate 8 1/2 x 11 sheet of paper)

NAME

ADDRESS

x Ray B Ramirez

3000 S Jamacia Ct, Suite 280, Aurora, Co 80014

I/WE THE UNDERSIGNED PERSON(S) OF THE AGE OF 18 YEARS OR MORE, ACTING AS INCORPORATOR(S) OF A CORPORATION UNDER THE COLORADO CO
PORATION CODE, ADOPT THE ABOVE ARTICLES OF INCORPORATION. THE CORPORATION IS ORGANIZED FOR ANY LAWFUL PURPOSE. A MORE SPECIFIC P
POSE MAY BE STATED ON A SEPARATE 8 1/2 x 11 SHEET OF PAPER.

x [Signature] - President

SIGNATURE

x [Signature]

SIGNATURE

PLEASE READ REVERSE SIDE BEFORE COMPLETING

Mail To: Secretary of State
 Corporations Section
 1550 Broadway, Suite 200
 Denver, CO 80202
 (303) 894-2251
 Fax (303) 894-2242

99-109624 M 815.00
 SECRETARY OF STATE
 09-04-95

MUST BE TYPED
 FILING FEE: \$25.00
 MUST SUBMIT TWO COPIES

Please include a typed
 self-addressed envelope

ARTICLES OF AMENDMENT
 TO THE
 ARTICLES OF INCORPORATION

Pursuant to the provisions of the Colorado Business Corporation Act, the undersigned corporation adopts the following Articles of Amendment to its Articles of Incorporation:

FIRST: The name of the corporation is CSI Corp. IV

SECOND: The following amendment to the Articles of Incorporation was adopted on December 9th 1994, as prescribed by the Colorado Business Corporation Act, in the manner marked with an X below:

- No shares have been issued or Directors Elected - Action by Incorporators
- No shares have been issued but Director Elected - Action by Directors
- XX Such amendment was adopted by the board of directors where shares have been issued.
- i) CSI issued 250 additional shares on 12/9/94 bringing total shares of common stock to 1250 shares.
- Such amendment was adopted by a vote of the shareholders. The numbers of shares voted for the amendment was sufficient for approval.

THIRD: The manner, if not set forth in such amendment, in which any exchange, reclassification, or cancellation of issued shares provided for in the amendment shall be effected, is as follows:

If these amendments are to have a delayed effective date, please list that date: N/A
 (Not to exceed ninety (90) days from the date of filing)

By [Signature]

Its Executive V.P.
 Title

Notary Public

My Commission expires 4/1/97

STATE OF COLORADO
DEPARTMENT OF STATE

I hereby certify that this is a true and
complete copy of the document filed in
this office and admitted to record in

File 951109624

DATED Dec. 13 1946

Victoria Buckley
Secretary of State

By Linda Stevens



EXHIBIT 2

CERTIFICATE OF AUTHORITY

State of South Dakota



OFFICE OF THE SECRETARY OF STATE

CERTIFICATE OF AUTHORITY

I, JOYCE HAZELTINE, Secretary of State of the State of South Dakota, hereby certify that the Application for a Certificate of Authority of CSI CORP (CO) to transact business in this state duly signed and verified pursuant to the provisions of the South Dakota Corporation Acts, have been received in this office and are found to conform to law.

ACCORDINGLY and by virtue of the authority vested in me by law, I hereby issue this Certificate of Authority and attach hereto a duplicate of the application to transact business in this state under the name of CSI CORP.



IN TESTIMONY WHEREOF, I have hereunto set my hand and affixed the Great Seal of the State of South Dakota, at Pierre, the Capital, this November 17, 1997.

JOYCE HAZELTINE
Secretary of State

EXHIBIT 3
FINANCIAL RECORDS

Balance Sheet
October 31, 1997

Assets

Current Assets

Petty Cash	0.00
Cash in Bank - Operating	19,169.93
Cash in Bank - Lockbox (Nat'l Factori	283,151.28
Cash in Bank - Norwest Bank	22,390.54
Cash in Bank - Lockbox (Norwest)	2,633.79
Cash in Bank - Lockbox (Star Bank)	0.00
Cash in Bank - Charles Schwab	25,000.00
Wells Fargo (LOC)	0.00
Accounts Receivable	0.00
Employee Receivables	6,820.31
Accounts Receivable - Other	1,090,874.11
Accounts Recievable - Capcom	0.00
Nat'l Factoring Receivables Funding	(130,726.56)
Prepaid Expenses	0.00
Reserved For Contingencies	0.00
Total Current Assets	1,319,313.40

Property, Plant, & Equipment

Furniture & Fixtures	24,483.76
Machinery & Equipment	151,341.34
Vehicles	0.00
Accumulated Depreciation - F & F	(9,459.00)
Accumulated Depreciation - Machinery	(18,768.00)
Accumulated Depreciation - Vehicles	0.00
Total Property, Plant, & Equipment	147,598.10

Other Assets

Deposits with Others	15,228.60
Allnet - Deposit - Security	0.00
Prepaid Expenses	1,487.49
Investments - Short-Term	0.00
Organization Costs	0.00
Accumulated Amortization	0.00
Total Other Assets	16,716.09

Total Assets

1,483,627.59

=====

Liabilities

Current Liabilities

Accounts Payable	805,214.44
Accrued Liabilities	282,009.25
Deposits From Customers	20,300.00
Bank Operating Loan (LOC)	256.12
CNB Operating Loan	0.00
Property Taxes Payable	385.25

Balance Sheet

October 31, 1997

Federal Payroll Tax W/H - Employee	0.00	
State Payroll Tax W/H - Employee	0.00	
Social Security Tax Payable	0.00	
Medicare Tax Payable	0.00	
SUTA Payable	0.00	
FUTA Payable	0.00	
Earned Income Credit	0.00	
Occupational Tax Payable	0.00	
State Sales Tax Payable	25,052.63	
Federal Excise Tax Payable	16,811.16	
City Sales Tax Payable	3,971.74	
Other Taxes Payable	8,212.84	
County Sales Tax Payable	1,828.93	
Total Current Liabilities		1,164,042.36

Long-Term Liabilities

Note Payable - Bank	0.00	
Note Payable - Ray Ramirez	2,593.37	
Note Payable - Ray Ramirez Mktng	0.00	
Note Payable - Ramon Ramirez	45,242.76	
Note Payable - Jamie O'Steen	15,500.00	
Due (to)/from Owners	0.00	
Total Long-Term Liabilities		63,336.13

Total Liabilities

1,227,378.49

Capital

Common Stock	0.00	
Current Year Earnings	241,917.66	
Dividends	(5,000.00)	
Owner #1 Capital	20,000.00	
Owner #2 Capital	40,000.00	
Owner #3 Capital	0.00	
Other Equity	0.00	
Retained Earnings	(40,668.56)	
Total Capital		256,249.10

Total Liabilities and Capital

1,483,627.59

=====

Income Statement
Current, YTD, and Ratios
10 Period(s) Ending October 31, 1997

	Current	%	Year-to-Date	%
Income from Operations				
ACI Usage Charges	0.00	0	0.00	0
ACI Other Charges	0.00	0	0.00	0
ACI Sales Discounts	0.00	0	0.00	0
ACI Credits Given	0.00	0	0.00	0
ACI Finance Charges	0.00	0	0.00	0
Infinity Income	0.00	0	0.00	0
Phoenix Income	0.00	0	0.00	0
AC America Income	0.00	0	0.00	0
Internet Income	0.00	0	0.00	0
ITC Income	2,835.82	0.3	29,322.91	0.5
Data Choice Income	58,043.48	6.8	259,288.72	4.8
Digicom Income	(4,945.58)	0.6	19,109.41	0.4
Allnet Usage Charges	431,320.42	50.8	3,037,747.19	56.1
Allnet Base Charges	0.00	0	0.00	0
Allnet Other Charges	70,420.22	8.3	684,418.80	12.6
Allnet Service Charges	0.00	0	0.00	0
Allnet Service Charges	0.00	0	0.00	0
Allnet FCC Lifeline Cha	0.00	0	0.00	0
Allnet Misc. Charges	0.00	0	0.00	0
Allnet Freight Charges	0.00	0	0.00	0
Allnet Allowances	0.00	0	0.00	0
Allnet Discounts Given	(9,418.82)	1.1	(125,515.89)	2.3
Allnet Finance Charges	4,150.16	0.5	46,887.97	0.9
Allnet Adjustments	0.00	0	0.00	0
IXC Usage Charges	54,520.34	6.4	714,232.70	13.2
IXC Other Charges	4,664.80	0.5	130,886.13	2.4
IXC Discounts Given	0.00	0	(5,377.56)	0.1
IXC Finance Charges	595.40	0.1	3,879.17	0.1
IXC Credits Given	(2,115.85)	0.2	(27,756.92)	0.5
Sprint Usage	34,999.30	4.1	271,629.65	5.0
Sprint Other Charges	21,520.69	2.5	84,402.47	1.6
Sprint Discounts Given	0.00	0	(2,613.93)	0
Sprint Finance Chages	201.49	0	570.06	0
Sprint Credits Given	(1,638.42)	0.2	(1,808.41)	0
Wiltel Other Charges	200,629.66	23.6	371,805.67	6.9
Wiltel Finance Charges	1,661.06	0.2	3,831.18	0.1
Wiltel Credits Given	(2,484.45)	0.3	(10,319.09)	0.2
Allnet Credits Given	(15,723.35)	1.9	(69,512.24)	1.3
Debit Card Revenue	0.00	0	0.00	0
Total Income from Opera	849,236.37	100.0	5,415,108.00	100.0
Cost of Services Sold				
ACI Credits Received	0.00	0	0.00	0
Allnet Credits Received	0.00	0	269.14	0
ACI Miscellaneous Charg	0.00	0	0.00	0
Allnet Non Recurring Ch	0.00	0	0.00	0

Income Statement
Current, YTD, and Ratios
10 Period(s) Ending October 31, 1997

	Current	%	Year-to-Date	%
ACI Monthly Subscription	0.00	0	0.00	0
ACI Finance Charges	0.00	0	0.00	0
ACI Installation Charge	0.00	0	0.00	0
Allnet Monthly Recurring	515.00	0.1	3,255.00	0.1
ACI Cost of Service Sol	0.00	0	0.00	0
Allnet Domestic Usage C	301,282.34	35.5	1,970,288.73	36.4
Infinity Cost of Service	0.00	0	0.00	0
Miscellaneous COGS	18,599.19	2.2	168,617.67	3.1
Allnet Directory Asst C	3,731.74	0.4	25,705.19	0.5
WILTEL Cost of Services	158,811.57	18.7	441,916.18	8.2
Advantis Cost of Service	756.86	0.1	9,983.32	0.2
LDDS World Com Cost of	8,328.35	1.0	88,468.34	1.6
ITC Cost of Services So	1,774.99	0.2	21,055.27	0.4
Allnet International Us	23,466.46	2.8	152,079.18	2.8
Allnet Lifeline Charges	4,610.82	0.5	30,419.17	0.6
Allnet Payphone Charges	2,775.16	0.3	2,775.16	0.1
Allnet 800 Directory As	150.00	0	840.00	0
Allnet 800 Reservations	175.91	0	175.91	0
Allnet SMS 800 Charges	931.70	0.1	7,221.90	0.1
IXC Cost of Services So	30,265.04	3.6	640,638.25	11.8
Atlas Cost of Services	44,954.23	5.3	303,271.27	5.6
DataChoice Cost of Good	53,579.65	6.3	241,325.92	4.5
Purchase Discounts	0.00	0	0.00	0
Commission Expense	32,483.96	3.8	198,654.28	3.7
Internet Commissions	285.00	0	2,830.17	0.1
Postage Machine Rental	0.00	0	496.54	0
Computer Lease	0.00	0	0.00	0
Printer Lease	0.00	0	0.00	0
Postage Machine Lease	0.00	0	0.00	0
Telephone Lease	0.00	0	0.00	0
Billing Expense - Macro	468.18	0.1	1,174.71	0
Billing Expense - High	1,850.00	0.2	18,782.56	0.3
Teleport Denver Cost of	8,694.29	1.0	63,452.27	1.2
Debit Card Expenses	0.00	0	0.00	0
Debit Card Commissions	0.00	0	0.00	0
Total Cost of Services	698,490.44	82.2	4,393,696.13	81.1
Gross Profit (Loss)	150,745.93	17.8	1,021,411.87	18.9
Operating Expenses				
Advertising Expense	1,452.30	0.2	4,428.82	0.1
Amortization - Organiza	0.00	0	0.00	0
Automotive Operating Ex	608.26	0.1	7,188.79	0.1
Automotive Leases	2,258.59	0.3	22,076.48	0.4
Bad Debt Expense	10,310.29	1.2	38,721.75	0.7
Digicom Bad Debt	(6,584.45)	0.8	645.09	0
Credit Card Service Cha	0.00	0	0.00	0

Income Statement
Current, YTD, and Ratios
10 Period(s) Ending October 31, 1997

	Current	%	Year-to-Date	%
Credit Card Service Cha	328.99	0	1,901.02	0
Marketing Expenses	0.00	0	0.00	0
Bank Service Charges	208.30	0	3,876.10	0.1
Computer Related Expens	0.00	0	0.00	0
Cost of Employee Benefi	0.00	0	0.00	0
Copier	717.91	0.1	6,298.19	0.1
Printing Expense	(163.75)	0	8,720.61	0.2
Delivery	0.00	0	37.95	0
Depreciation Expense	0.00	0	0.00	0
Donations	25.00	0	911.92	0
Dues and Subscriptions	1,697.81	0.2	6,116.91	0.1
Insurance - Auto	227.67	0	3,038.61	0.1
Insurance - Building &	145.75	0	714.28	0
Insurance - Key Man	62.79	0	627.90	0
Insurance - Health/Life	933.86	0.1	7,912.33	0.1
Insurance - Worker's Co	0.00	0	0.00	0
Health Club Dues	0.00	0	0.00	0
Interest - Line of Cred	16,240.47	1.9	45,868.96	0.8
Interest - Other	0.00	0	839.39	0
Licenses	84.00	0	4,005.78	0.1
Licenses - Tariff	1,014.81	0.1	1,689.81	0
Licenses - Sales Tax	245.00	0	603.50	0
Penalties and Interest	241.48	0	508.39	0
Maintenance & Repair	0.00	0	255.91	0
Miscellaneous Expense	(149.92)	0	622.45	0
P/R Tax Exp - Occupatio	0.00	0	0.00	0
P/R Tax Exp - Social Se	2,980.71	0.4	23,309.76	0.4
P/R Tax Exp - Medicare	813.83	0.1	4,808.79	0.1
P/R Tax Exp - FUTA	104.69	0	1,045.46	0
P/R Tax Exp - SUTA	481.96	0.1	4,729.36	0.1
P/R Tax Exp - W/Comp	194.71	0	1,346.75	0
Postage	1,495.34	0.2	13,683.45	0.3
Prof Fees - Accounting	0.00	0	5,265.00	0.1
Prof Fees - Legal	2,778.08	0.3	26,302.98	0.5
Prof Fees - Other	205.00	0	5,171.52	0.1
Prof Fees - Payroll	860.00	0.1	5,961.00	0.1
Promotion Expense	536.20	0.1	536.20	0
Entertainment Expense	164.00	0	5,686.40	0.1
Meals Expense	1,939.55	0.2	6,158.58	0.1
Travel Expense	3,467.96	0.4	15,186.39	0.3
Rent	5,672.01	0.7	54,351.30	1.0
Property Taxes	44.71	0	447.10	0
Salary Expense	0.00	0	0.00	0
Salary - Executive	9,866.74	1.2	90,890.03	1.7
Salary - Clerical	46,073.96	5.4	287,372.05	5.3
Salary - Bonus	0.00	0	0.00	0
Salary - Salespeople	0.00	0	0.00	0
Contract Labor	1,192.77	0.1	11,899.32	0.2

Income Statement
Current, YTD, and Ratios
10 Period(s) Ending October 31, 1997

	Current	%	Year-to-Date	%
Seminars	0.00	0	0.00	0
Supplies - Office	3,880.71	0.5	18,960.81	0.4
Telephone - Cellular	285.85	0	3,210.63	0.1
Telephone - Installatio	0.00	0	0.00	0
Telephone - Local Servi	1,242.14	0.1	10,791.40	0.2
Telephone - Long Distan	16.59	0	6,913.78	0.1
Pager Service	0.00	0	0.00	0
Voice Mail	0.00	0	0.00	0
Total Operating Expense	114,202.67	13.4	771,639.00	14.2
Operating Income (Loss)	36,543.26	4.3	249,772.87	4.6
Other Income				
Sales Tax Discounts Tak	125.84	0	547.30	0
Interest Income	0.00	0	2,343.02	0
Interest	(626.17)	0.1	(9,909.50)	0.2
Other Income	0.00	0	0.00	0
Gain (or Loss) on Dispo	0.00	0	0.00	0
Total Other Income	(500.33)	0.1	(7,019.18)	0.1
Other Expenses				
Corp. Income Tax Expens	0.00	0	0.00	0
Corp. Income Tax Expens	77.19	0	836.03	0
Total Other Expenses	77.19	0	836.03	0
Net Income (Loss)	35,965.74	4.2	241,917.66	4.5

EXHIBIT 4
PROPOSED TARIFF

TITLE SHEET

TARIFF OF

CSI CORP

This tariff, filed with the South Dakota Public Service Commission contains the rates, terms and conditions applicable to the Resale Telecommunications Services provided by CSI Corp, within the State of South Dakota.

CHECK SHEET

Pages 1 through 21, inclusive of this tariff are effective as the date shown at the bottom of the respective sheet(s). Original and revised sheets as named below comprise all changes from the original tariff and are currently in effect as of the date on the bottom of this sheet.

Page	Revision
1	Original
2	Original
3	Original
4	Original
5	Original
6	Original
7	Original
8	Original
9	Original
10	Original
11	Original
12	Original
13	Original
14	Original
15	Original
16	Original
17	Original
18	Original
19	Original
20	Original
21	Original

Issued:

Effective:

Issued by:
Ray B. Ramirez, President
CSI Corp
12835 E. Arapahoe
Tower One, Fifth Floor
Englewood, CO 80112
(303) 708-1000

TABLE OF CONTENTS

Title Page	1
Check Sheet	2
Table of Contents	3
Tariff Format	4
Technical Terms and Abbreviations	5
Section 1 - Definitions	6
Section 2 - Rules and Regulations	8
Section 3 - Description of Service	18
Section 4 - Rates	19

Issued:

Effective:

Issued by:
Ray B. Ramirez, President
CSI Corp
12835 E. Arapahoe
Tower One, Fifth Floor
Englewood, CO 80112
(303) 708-1000

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. For Example, a new page added between pages 4 and 5 would be 4.1.
- 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 4 cancels the 3rd revised Page 4.
- C. Paragraph Numbering Sequence - There are five 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
- D. Check Sheets- When a tariff is made with the Commission, and updated check sheet accompanies the tariff 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.

Issued:

Effective:

Issued by:
Ray B. Ramirez, President
CSI Corp
12835 E. Arapahoe
Tower One, Fifth Floor
Englewood, CO 80112
(303) 708-1000

TECHNICAL TERMS AND ABBREVIATIONS

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

- C - Changed regulation
- D - Delete or discontinue
- I - Change resulting in an increase to a Customer's bill
- M - Moved from another tariff location.
- N - New
- R - Change resulting in a reduction to a Customer's bill
- T - Change in text

Issued:

Effective:

Issued by:
Ray B. Ramirez, President
CSI Corp
12835 E. Arapahoe
Tower One, Fifth Floor
Englewood, CO 80112
(303) 708-1000

SECTION 1 - DEFINITIONS

Access Line: A transmission path that connects a Customer premise to a Local Exchange Carrier's Central Office.

Call: A completed connection established between a calling station and one or more called stations.

Called Station: The station (i.e., telephone number) called, or the terminating point of call.

Calling Card: A card assigned by local telephone companies which enables users to bill telephone calls to their telephone company account.

Company: The term "Company" denotes CSI Corp.

Customer: The person or legal entity which orders long distance service (either directly or through an agent) or is responsible for payment of tariff charges for services furnished to that Customer.

Customer Dialed and Operator Assisted: Calls wherein the end user dials "O" plus the called number and chooses to bill the call to a third party number to provide billing and collection services on behalf of its customers, including the Company.

Customer Dialed Calling Card Station: A Calling Card call which does not require intervention by an attended operator position to complete.

Operator Dialed Surcharge: Distant number calls that customer could dial but gets operator to dial (i.e., "O" or "OO").

Issued:

Effective:

Issued by:
Ray B. Ramirez, President
CSI Corp
12835 E. Arapahoe
Tower One, Fifth Floor
Englewood, CO 80112
(303) 708-1000

SECTION 1 - DEFINITIONS (Cont'd)

Customer Dialed/Automated: Calls wherein the end users dials "O" plus the called number and chooses to bill the call to a calling card or the called number (collect call) and wherein call placement and recordation of billing information is performed without the assistance of a live operator.

Operator Station: Services, other than Customer Dialed Calling Station service and person-to-person service, which require the assistance of an operator to complete the call.

Person to Person: Service for which the person originating the call specifies to the operator a particular person, mobile station, department, extension, or office to be reached.

Premises: A building on continuous property not separated by a public thoroughfare.

United States: The term "United States" designates the forty-eight (48) contiguous states and the District of Columbia, Hawaii, Alaska, Puerto Rico, the U.S. Virgin Islands, as well as the off-shore areas outside the boundaries of the coastal states of the forty-eight contiguous states to the extent that such areas appertain to and are subject to the jurisdiction and control of the United States.

Issued:

Effective:

Issued by:
Ray B. Ramirez, President
CSI Corp
12835 E. Arapahoe
Tower One, Fifth Floor
Englewood, CO 80112
(303) 708-1000

SECTION 2 - RULES AND REGULATIONS

1. APPLICATION OF TARIFF

This tariff contains the regulations and rates applicable to the provision of long distance telecommunications Service by CSI Corp ("the Company"), from its operating location(s) in the State of South Dakota as specified in Sections 3. Service is furnished subject to transmission, atmospheric and like conditions.

2. REGULATIONS

2.1 Undertaking of the Company2.1.1 Scope

The Company undertakes to provide Long Distance Telecommunications Service in accordance with the terms and conditions set forth in this tariff.

2.1.2 Shortage of Facilities

All service is subject to the availability of suitable facilities. The Company reserves the right to limit the length of communications or to discontinue services when necessary because of the lack of local facilities or other transmission medium capacity or because of any causes beyond its control.

2.1.3 Liability of the Company

Except as stated in this Section, the Company shall have no liability for damages of any kind arising out of or related to events, acts, rights or privileges contemplated in this tariff.

Issued:

Effective:

Issued by:
Ray B. Ramirez, President
CSI Corp
12835 E. Arapahoe
Tower One, Fifth Floor
Englewood, CO 80112
(303) 708-1000

2. RULES AND REGULATIONS (Cont'd.)

2.1.3 Liability of the Company (Cont'd.)

(A) Company shall not be liable for any failure of performance hereunder or any claim or loss, expense of damages (including indirect, special or consequential damages) for any interruption, delay, error, mistake, omission, or other defect or misrepresentation in any service, facility (including services and facilities involved in emergency calling activity) or transmission provided under this tariff, if caused by any person or entity other than Company, by any malfunction of any service or facility provided by any other carrier, by an act of God, fire, war, explosion, vandalism, cable cut, storm, riot, civil disturbance, or act of government, or any other similar occurrence or cause beyond Company's direct control.

(B) The Company shall not be liable for, and shall be fully indemnified and held harmless by customer against:

(1) Any claim or loss, expense, or damage (including indirect, special or consequential damage) for defamation, libel, slander, invasion, infringement or copyright or patent, unauthorized use of any trademark, tradename or service mark, unfair competition, interference with or misappropriation or violation of any contract, proprietary or creative right, or any other injury to any person, property or entity arising out of the material, data, information, or other content revealed to, transmitted by, or used by the Company under this tariff.

(2) Any claim or loss, expense, or damage (including indirect, special or consequential damage) for any act or omission of the customer or for any claim or loss, expense or damage due to the failure of Customer-provided equipment, facilities, or services.

Issued:

Effective:

Issued by:
Ray B. Ramirez, President
CSI Corp
12835 E. Arapahoe
Tower One, Fifth Floor
Englewood, CO 80112
(303) 708-1000

2. RULES AND REGULATIONS (Cont'd.)

2.1.3 Liability of the Company (Cont'd.)

(3) Any claim or loss, expense, or damage (including indirect, special or consequential damage) for any personal injury or death of any person caused directly or indirectly by the installation, maintenance, location, condition, operation, failure, presence, use or removal of equipment or wiring provided by the Company, if not caused by negligence of the Company.

(4) The Customer shall be liable for damages to the facilities of the Company caused by negligence or willful acts of officers, employees, agents or contractors of the Customer.

(C) The Company shall not be liable for any defacement of or damages to the premises of a customer resulting from the furnishing of service which is not the result of the Company's negligence.

(D) The Company is not liable for any act or omission of any other company or companies furnishing a portion of the service.

(E) All or a portion of the service may be provided over facilities of third parties, and the Company shall not be liable to Customer or any other person, firm or entity in any respect whatsoever arising out of defects caused by such third parties.

Issued:

Effective:

Issued by:
Ray B. Ramirez, President
CSI Corp
12835 E. Arapahoe
Tower One, Fifth Floor
Englewood, CO 80112
(303) 708-1000

2. RULES AND REGULATIONS (Cont'd.)2.1.4 Claims.

The Company shall be indemnified and saved harmless by the Customer from and against all loss, liability, damage and expense, including reasonable counsel fees, due to claims for libel, slander, or infringement of copyright in connection with the material transmitted over the Company's facilities; and any claim resulting from any act or omission of the Customer or patron(s) of the Customer relating to the use of the Company's facilities.

2.1.5 Provision of Equipment and Facilities

(A) Except as otherwise indicated, customer-provided equipment at the Customer's premises for use in connection with this service shall be so constructed, maintained and operated as to work satisfactorily with the facilities of the Company.

(B) The Company shall not be responsible to the installation, operation or maintenance of any Customer-provided communications equipment. Where such equipment is connected to service furnished pursuant to this tariff, the responsibility of the Company shall be limited to the furnishing of services under this tariff and to the maintenance and operation of such services in the proper manner. Subject to this responsibility, the Company shall not be responsible for:

- (1) the through transmission of signals generated by Customer-provided equipment or for the quality of, or defects in, such transmission; or
- (2) the reception of signals by Customer-provided equipment; or
- (3) network control signaling where such signaling is performed by Customer-provided network control signaling equipment.

Issued:

Effective:

Issued by:
Ray B. Ramirez, President
CSI Corp
12835 E. Arapahoe
Tower One, Fifth Floor
Englewood, CO 80112
(303) 708-1000

2. RULES AND REGULATIONS (Cont'd.)

2.2 Prohibited Uses

Long distance telecommunications service shall not be used for any unlawful purpose.

2.3 Obligations of the Customer

2.3.1 Customer Premises Provisions

(A) Customer shall provide the personnel, power and space required to operate all facilities and associated equipment installed on the premises of the Customer.

(B) Customer shall be responsible for providing Company personnel access to premises of Customer at any reasonable hour for the purpose of testing the facilities or equipment of the Company.

2.3.2 Liability of the Customer

Customer will be liable for damages to the facilities of Company caused by negligence or willful acts of its officers, employees, agents or contractors of Customer.

2.3.3 Credit Requirements and Deposit Information

Company requires a minimum of two years in business to subscribe to its services. Any new business or business existing less than two years requires an advance payment not to exceed one month's average usage. Any business determined to be "high risk" for poor credit history requires a minimum advance payment of one month's advance payment, which will be applied to the following month's billing.

Issued:

Effective:

Issued by:
Ray B. Ramirez, President
CSI Corp
12835 E. Arapahoe
Tower One, Fifth Floor
Englewood, CO 80112
(303) 708-1000

2. RULES AND REGULATIONS (Cont'd.)

2.3.3 Credit Requirements and Deposit Information (Cont'd.)

The Company handles complaints regarding transmission or network problems immediately via "trouble tickets" issued on line to Frontier Communications. The Company follows up with customers to insure the problems have been corrected. Problems stemming from charges or credits owed are also handled immediately via 24 hour customer service. All customers may reach the Company through our toll free line 1-800-864-4306. Should customers feel they have been overcharged or misrepresented and have documented proof of rates offered, the Company will immediately credit all overcharges. The Company will make reasonable efforts to honor all rates. If it is determined the rates offered are unreasonable and/or unprofitable, the Company will pay the charges to convert the customer to their previous carrier.

The Company practices "standard" rate programs for all customers. In the event the Company was to provide a "non-standard" rate program, the Company would file an additional tariff in the appropriate state of which the customer does business and any state affected due to remote offices.

2.4 Use of Service

Long Distance Telecommunications Service may be used to transmit communications of the Customer in a manner consistent with the terms of this tariff and the policies and regulations of the Federal Communications Commission.

Use of Long Distance Telecommunications Service is considered an order for such service.

Issued:

Effective:

Issued by:
Ray B. Ramirez, President
CSI Corp
12835 E. Arapahoe
Tower One, Fifth Floor
Englewood, CO 80112
(303) 708-1000

2. RULES AND REGULATIONS (Cont'd.)

2.5 Customer Equipment and Channels

2.5.1 Interconnection of Facilities

(A) Interconnection between Customer-provided and Company-provided service must be made by the Customer by leased channel or dial-up service. Where interconnection between Customer-provided and Company-provided service is not made by lease of Company facilities, interconnection must be made by the Customer at the Company's operating offices. Leased channels from the Company for Long Distance Telecommunications Services are not covered by this tariff.

(B) In order to protect the Company's facilities and personnel and the services furnished to other customers by the Company from potentially harmful effects, the signals applied to the Company's service shall be such as not to cause damage to the facilities of the Company. Any special interface equipment necessary to achieve the compatibility between facilities of the Company and the channels or facilities of others shall be provided at the Customer's expense.

Issued:

Effective:

Issued by:
Ray B. Ramirez, President
CSI Corp
12835 E. Arapahoe
Tower One, Fifth Floor
Englewood, CO 80112
(303) 708-1000

2. RULES AND REGULATIONS (Cont'd.)2.5 Customer Equipment and Channels (Cont'd.)2.5.2 Inspections

(A) The Company may, upon notification of the Customer, at a reasonable time, make such tests and inspections as may be necessary to determine that the requirements regarding the equipment and interconnections are being complied with in the installation, operation and maintenance of Customer-provided equipment and in the wiring of the connection of Customer channels to Company-owned facilities.

(B) If the protective requirements in connection with Customer-provided equipment are not being complied with, the Company may take such action as necessary to protect its facilities and personnel and will notify the Customer by registered mail in writing of the need for protective action. In the event that the customer fails to advise the Company within 10 days after such notice is received or within the time specified in the notice that corrective action has been taken, the Company may take whatever additional action is deemed necessary, including the suspension of service, to protect its facilities and personnel from harm. The Company will upon request 24 hours in advance provide Customer with a statement of parameters that the Customer's equipment must meet.

Issued:

Effective:

Issued by:
Ray B. Ramirez, President
CSI Corp
12835 E. Arapahoe
Tower One, Fifth Floor
Englewood, CO 80112
(303) 708-1000

2. RULES AND REGULATIONS (Cont'd.)

2.6 Payment Arrangements

2.6.1 Payment for Service

(A) The Customer is responsible for payment of telecommunication services furnished by the Company. If applicable, federal, state and local taxes may be added to the bill submitted to the Customer by the Company.

(B) Bills are due and payable by the 7th of each month. The Customer's net bill becomes delinquent 21 days from rendition. The Company will provide the Customer written notice of delinquency five days after the bill becomes delinquent. Interest at the lesser of (1) the rate of one and one-half percent (1.5%) per month or (2) the highest rate allowed by law per month may be charged on any delinquent balance.

(C) The Customer will be assessed a charge of twenty-five dollars (\$25.00) for each check submitted by the Customer to the Company which a financial institution refuses to honor for insufficient funds or a non-existent account.

(D) Customers are responsible for any charges for Company services they have used (but were not billed) up to three months immediately preceding the date of the bill, except for collect calls, credit card calls, third party calls and "Error File" calls (those which cannot be billed due to the unavailability of complete billing information to the company) which shall have a six-month back billing period. In case of fraud, a back billing period of no more than three years will apply.

Issued:

Effective:

Issued by:
Ray B. Ramirez, President
CSI Corp
12835 E. Arapahoe
Tower One, Fifth Floor
Englewood, CO 80112
(303) 708-1000

2. RULES AND REGULATIONS (Cont'd.)

2.6.2 Discontinuance of Service for Cause

Upon non-payment of any sum owing to the Company for more than 30 days beyond the date of rendition of the bill for service or upon violation of any of the terms or conditions governing the furnishing of service under this tariff, the Company may, after five days advance notice in writing to the Customer, without incurring any liability, discontinue the furnishing of service under this tariff.

These restrictions on Long Distance Telecommunications Service may include, but are not limited to, the following: the Company may withhold the use of a specific 800 number or deny its transfer to another carrier for nonpayment of charges due as specified in 2.6.1 "Payment for Service" preceding. Such action may be taken without written notice being sent to the Customer. Upon payment of charges by the Customer this restriction on the use of a specific 800 number will be removed.

Issued:

Effective:

Issued by:
Ray B. Ramirez, President
CSI Corp
12835 E. Arapahoe
Tower One, Fifth Floor
Englewood, CO 80112
(303) 708-1000

SECTION 3 - DESCRIPTION OF SERVICES

- 3.1. Intrastate Long Distance Telecommunications Service consists of the furnishing of switched/ and dedicated telephone service between points within the State of South Dakota. Interstate Long Distance Telecommunications Service consists of the furnishing of switched and dedicated telephone service between points within the United States Mainland; and between the Mainland and Alaska and Hawaii. Such services are available twenty-four (24) hours a day, seven (7) days a week.

3.1.1(b) Explanation of Rates for Intrastate and Interstate Long Distance Telecommunications Service

The rates for the Company's Intrastate and Interstate Long Distance Telecommunications Service will depend on the length of the call and the time period in which the call is placed. Rates are "flat" rated and apply to all contiguous South Dakota and contiguous U.S. calls regardless of distance. Non-mainland U.S. calls are charged by destination and are also "flat" rated. Calls which overlap rate periods will be charged according to the rates applicable to the time period during which the call began. Rate periods are indicated on the chart on the following page. The following Rate Schedule represents the rate for Intrastate and Interstate services.

All services are billed in six-second minimum and six-second rounding thereafter, except that calling-card services are billed in 30-second minimum and six-second rounding thereafter.

The Company may request any customer to pay in advance for toll services based on a good faith estimate of traffic volumes.

Issued:

Effective:

Issued by:
Ray B. Ramirez, President
CSI Corp
12835 E. Arapahoe
Tower One, Fifth Floor
Englewood, CO 80112
(303) 708-1000

SECTION 4 - RATES

RATE PERIODS

	Monday	Tuesday	Wednesday	Thursday	Friday
8:00 a.m. to 5:00 p.m.	----- Day Rate ----- (Peak Period)				
	Monday	Tuesday	Wednesday	Thursday	Friday
5:01 p.m. to 7:59 a.m.	----- Evening Rate ----- (Off Peak Period)				
Saturday and Sunday					
8:00 a.m. to 8:00 a.m.	----- Weekend Rate ----- (Off Peak Period)				

1. Intrastate and Interstate Long Distance Telecommunications Service1(a) Dial Station Service Intrastate Rates

Base Rate	1-Yr Term Rate	2-Yr Term Rate	3-Yr Term Rate
19.5 cents/min	18.3 cents/min	17.6 cents/min	16.2 cents/min

Issued:

Effective:

Issued by:
Ray B. Ramirez, President
CSI Corp
12835 E. Arapahoe
Tower One, Fifth Floor
Englewood, CO 80112
(303) 708-1000

1(b) Dial Station Service Interstate Rates

<u>Base Rate</u>	<u>1-Yr Term Rate</u>	<u>2-Yr Term Rate</u>	<u>3-Yr Term Rate</u>
12.9 cents/min	11.9 cents/min	10.9 cents/min	9.9 cents/min

1(c) Calling Card and Operator Service Rates

- 22.5 cents per minute for both Peak and Off-Peak Periods

1(d) Switched Access 800 Service Rates

- These rates are identical to those described in Sections 1(a) and 1(b), above.

1(e) Service Charges and Surcharges Per Call

Customer Dialed and Operator Assisted	0.55
Operator Station	0.55
Operator Dialed Surcharge	0.55
800 Monthly Service Fee	\$20.00

1(f) T-1 Intrastate Outbound and 800

<u>Base Rate</u>	<u>1-Yr Term Rate</u>	<u>2-Yr Term Rate</u>	<u>3-Yr Term Rate</u>
10.8 cents/min	10.3 cents/min	10.0 cents/min	9.3 cents/min

Issued:

Effective:

Issued by:
Ray B. Ramirez, President
CSI Corp
12835 E. Arapahoe
Tower One, Fifth Floor
Englewood, CO 80112
(303) 708-1000

1(g) Dedicated Interstate T-1 Service Rates

	Day	Evening and Night/Weekend
Outbound	6.9 cents/min.	6.9 cents/min.
800 Service	6.9 cents/min.	6.9 cents/min.
Alaska Outbound	15.75 cents/min.	15.75 cents/min.
Alaska 800	31.50 cents/min.	31.50 cents/min.
Hawaii Outbound	18.0 cents/min.	18.0 cents/min.
Hawaii 800	19.5 cents/min.	19.5 cents/min.
Puerto Rico, Virgin Islands Outbound	19.5 cents/min.	19.5 cents/min.
Puerto Rico, Virgin Islands 800	22.5 cents/min.	22.5 cents/min.
Mexico (maximum)	98.1 cents/min.	98.1 cents/min.
Canada Outbound	19.4 cents/min.	19.4 cents/min.
Canada 800	48.5 cents/min.	47.1 cents/min.

Issued:

Effective:

Issued by:
Ray B. Ramirez, President
CSI Corp
12835 E. Arapahoe
Tower One, Fifth Floor
Englewood, CO 80112
(303) 708-1000

23851

CSI CORP.

Public Utilities Comm of South Dakota

Date 02/12/98

Invoice	Inv.Date	Inv.Amt	Disc/Fin	Due	Amt.Paid
	02/12/98	250.00		250.00	250.00
Total		250.00		250.00	250.00

TC 98-059

CSI CORP.
12835 E. ARAPAHOE ROAD
TOWER 1, SUITE 500 (303) 708-1000
ENGLEWOOD, CO 80112

NORWEST BANK COLORADO, N.A.
DENVER
DENVER, COLORADO 80274

23-7/1020

23851

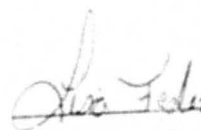
Two Hundred Fifty and 00/100

DATE

AMOUNT

02/12/98 \$*****250.00

PAY
TO THE
ORDER OF
Public Utilities Comm of South Dakota
OF



SECURITY FEATURES INCLUDED: DETAILS ON BACK

023851 1020000761 1018133514

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:

02/20/98 through 02/26/98

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			
TC98-055	Application by Western Tele-Communications, Inc./Retail Sales Group d/b/a People Link by TCI for a Certificate of Authority to operate as a telecommunications company within the state of South Dakota. (Staff: TS/CH) "Applicant seeks to provide intrastate toll service from points of origin in South Dakota to destination points in South Dakota, other parts of the United States, and foreign countries. Applicant intends to offer these services under a variety of means, initially by means of prepaid debit calling cards. Applicant intends to provide services as a non-facilities based carrier, and will not construct any new facilities in South Dakota to implement the authority sought herein. Applicant does not intend to provide local exchange service. Applicant's Prepaid Calling Card will be offered at a fixed dollar amount."	02/20/98	03/13/98
TC98-056	Application by North Dakota Long Distance for a Certificate of Authority to operate as a telecommunications company within the state of South Dakota. (Staff: TS/CH) Applicant seeks to provide "long distance services which include prepaid calling cards, travel cards, 10XXX, international calling, and 800/888# service....North Dakota Long Distance will resell the above listed services through a contract with WorldCom. NDLD does not own or main'ain any lines "	02/23/98	03/13/98
TC98-057	Application by SmartStop, Inc. for a Certificate of Authority to operate as a telecommunications company within the state of South Dakota. (Staff: DJ/KC) "Applicant seeks...authority to serve, 800 WATS, and 1+ prepaid telecard services COCOT (COPT) and IPP to the general public....Such authority would include twenty-four hour origination and termination intrastate interLATA and intraLATA calls for customers, and to operate as a Travel and Prepaid Card reseller and Independent Payphone Provider (IPP). SmartStop is not applying for authorization to provide Operator services."	02/23/98	03/13/98
TC98-058	Application by Nova Telecom, Inc. for a Certificate of Authority to operate as a telecommunications company within the state of South Dakota. (Staff: DJ/KC) "Applicant is a reseller which intends to offer 1+ direct dialing, 800 toll free, travel card and prepaid calling card service through the resale of telephone services provided by facilities-based interexchange carriers."	02/23/98	03/13/98
TC98-059	Application by CSI Corp for a Certificate of Authority to operate as a telecommunications company within the state of South Dakota. (Staff: TS/KC) "Applicant proposes to offer switched and dedicated access "1+" long distance telecommunications services suitable for voice and limited data applications in the state of South Dakota. The applicant does not propose to provide alternative operator services."	02/23/98	03/13/98

TC98-060	Application by U.S. Telco, Inc. for a Certificate of Authority to operate as a telecommunications company within the state of South Dakota. (Staff: TS/CH) "Applicant plans to provide on a resale basis, pre-paid monthly recurring, flat-rate local exchange service, including extended area service, toll restriction, call control options, tone dialing, custom calling services, and any other services available on a resale basis from U S WEST, the underlying incumbent local exchange carriers. Applicant will not construct, own or lease any facilities for the provision of its local services. Applicant hereby requests authority to provide interexchange telecommunications services throughout the state of South Dakota. Applicant intends to provide local exchange and interexchange telecommunications services in those areas currently served by U S WEST and any other relevant incumbent facilities-based LECs."	02/25/98	03/13/98
PETITION TO UTILIZE NEGOTIATED AGREEMENT			
TC98-061	Dakota Telecom, Inc. and Dakota Telecommunications Systems, Inc. filed a petition to utilize, in its entirety, the negotiated agreement between Sprint Communications Company, L.P. and U S WEST Communications, Inc. which was filed for approval with the Commission on August 27, 1997, and which was approved by the Commission, subject to minor revisions, on November 18, 1997. (Staff: HB/KC)	02/25/98	

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.



Anthony K. McEahern
Patricia A. McEahern
Richard G. Olona

621 Seventeenth St., Suite 2540
Denver, CO 80293
Phone (303) 297-2930
Fax (303) 297-2927
E-mail olonalaw@aol.com

March 9, 1998

Ms. Tammi Stangohr
South Dakota Public Utilities Commission
State Capitol Building
500 East Capitol Avenue
Pierre, South Dakota 57501-5070

Re: CSI Corp
SD PUC Docket TC 98-059

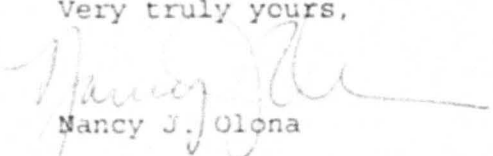
RECEIVED
MAR 16 1998
SOUTH DAKOTA PUBLIC
UTILITIES COMMISSION

Dear Ms. Stangohr:

In accordance with your correspondence dated March 2, 1998, and our phone conversation of today's date, I am enclosing tariff page 13, with the revision as requested which adds the Commission's address, regular phone number and toll free number.

Please feel free to contact me at anytime if you need additional information. Thanks for your assistance in this matter.

Very truly yours,


Nancy J. Olona

Enclosure

2. RULES AND REGULATIONS (Cont'd.)

2.3.3 Credit Requirements and Deposit Information (Cont'd.)

The Company handles complaints regarding transmission or network problems immediately *via* "trouble tickets" issued on line to Frontier Communications. The Company follows up with customers to insure the problems have been corrected. Problems stemming from charges or credits owed are also handled immediately *via* 24 hour customer service. All customers may reach the Company through our toll free line 1-800-864-4306. Should customers feel they have been overcharged or misrepresented and have documented proof of rates offered, the Company will immediately credit all overcharges. The Company will make reasonable efforts to honor all rates. If it is determined the rates offered are unreasonable and/or unprofitable, the Company will pay the charges to convert the customer to their previous carrier. The South Dakota Public Utilities Commission may be contacted at 500 East Capitol Avenue, Pierre, South Dakota, 57501-5070, (605) 773-3201 or toll free number 1-800-332-1782.

The Company practices "standard" rate programs for all customers. In the event the Company was to provide a "non-standard" rate program, the Company would file an additional tariff in the appropriate state of which the customer does business and any state affected due to remote offices.

2.4 Use of Service

Long Distance Telecommunications Service may be used to transmit communications of the Customer in a manner consistent with the terms of this tariff and the policies and regulations of the Federal Communications Commission.

Use of Long Distance Telecommunications Service is considered an order for such service.

Issued:

Effective:

Issued by:
Ray B. Ramirez, President
CSI Corp
12835 E. Arapahoe
Tower One, Fifth Floor
Englewood, CO 80112
(303) 708-1000

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

IN THE MATTER OF THE APPLICATION OF)
CSI CORP FOR A CERTIFICATE OF)
AUTHORITY TO PROVIDE)
TELECOMMUNICATIONS SERVICES IN)
SOUTH DAKOTA)

**ORDER GRANTING
CERTIFICATE OF
AUTHORITY**

TC98-059

On February 23, 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 CSI Corp (CSI).

CSI proposes to offer switched and dedicated access "1+" long distance telecommunications services suitable for voice and limited data applications in the state of South Dakota. The applicant does not propose to provide alternative operator services. A proposed tariff was filed by CSI. The Commission has classified long distance service as fully competitive.

On February 26, 1998, the Commission electronically transmitted notice of the filing and the intervention deadline of March 13, 1998, to interested individuals and entities. No petitions to intervene or comments were filed and at its regularly scheduled March 26, 1998, meeting, the Commission considered CSI'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 CSI has met the legal requirements established for the granting of a certificate of authority. CSI 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 CSI's application for a certificate of authority. As the Commission's final decision in this matter, it is therefore

ORDERED, that CSI's application for a certificate of authority is hereby granted effective April 23, 1998. It is

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

Dated at Pierre, South Dakota, this 6th day of April, 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	<u>William K. Kaho</u>
Date	<u>4/8/98</u>
(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 March 26, 1998, effective April 23, 1998
Docket No. TC98-059

This is to certify that

CSI CORP

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 6th day of April, 1998.

**SOUTH DAKOTA PUBLIC
UTILITIES COMMISSION:**



James A. Burg
JAMES A. BURG, Chairman

Pam Nelson
PAM NELSON, Commissioner

Laska Schoenfelder
LASKA SCHOENFELDER, Commissioner