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ORIGINAL

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March 1, 2000

Mr. Dale Hardy Roberts
Secretary/Chief Regulatory Law Judge
Missouri Public Service Commission
P.O. Box 360
Jefferson City, Missouri 65102

FILED
MAR 1 2000
Missouri Public
Service Commission

Re: Case No. TA-2000-452
Everest Communications Corporation

Dear Mr. Roberts:

Please find enclosed for filing in the above-referenced case an original and fourteen copies of the First Amended Application For Certificate of Service Authority and For Competitive Classification filed on behalf of Applicant, Everest Communications Corporation.

A copy of this filing have been sent this date to counsel for all parties of record. Thank you.

Sincerely,

Brent Stewart
Brent Stewart

CBS/bt

Enclosure

cc: Office of the Public Counsel
Nathan Williams, General Counsel's Office
Mimi MacDonald (SWBT)
Kathy Troughton

FILED

MAR 1 2000

Missouri Public
Service Commission

BEFORE THE PUBLIC SERVICE COMMISSION
OF THE STATE OF MISSOURI

In the Matter of the Application of)
Everest Communications Corporation for)
a Certificate of Service Authority to) Case No. TA-2000-452
provide Basic Local Telecommunications)
Service in portions of the State of Missouri)
and for Competitive Classification.)

FIRST AMENDED
APPLICATION FOR CERTIFICATE OF SERVICE AUTHORITY
AND FOR COMPETITIVE CLASSIFICATION

Comes now Everest Communications Corporation ("Applicant" or "Everest"), by its undersigned counsel, and hereby applies pursuant to sections 392.361, 392.420, 392.430 and 392.440 RSMo 1994, 392.410, 392.450 RSMo Supp. 1999, and 4 CSR 240-2.060, for authority to provide resold and facilities-based basic local telecommunications service in portions of the State of Missouri and to classify said service and the company as competitive. In support of its Verified Application, Applicant states as follows:

1. Everest is a corporation duly organized and existing under and by virtue of the laws of the State of Delaware and is duly authorized to do business in Missouri. Pursuant to the relevant provisions of 4 CSR 240-2.060, a certificate from the Missouri Secretary of State's Office is attached hereto and incorporated herein by reference as Appendix A. Applicant's principal place of business is 425 South Woods Mill Road, Suite 300, Town and Country, Missouri 63017 and its telephone number is (314) 579-4655.

2. All correspondence, communications, pleadings, notices, orders and decisions relating to this Application should be addressed to:

Charles Brent Stewart
Stewart & Keevil, L.L.C.
1001 Cherry Street, Suite 302
Columbia, Missouri 65201
(573) 499-0635
(573) 499-0638 (FAX)

Kathleen A. Troughton
GLA International
425 Woods Mill Road, Suite 300
Town and Country, Missouri 63017
(314) 579-4655
(314) 579-4619 (FAX)

All inquiries or communications regarding Applicant's ongoing operations should be addressed to Ms. Troughton at the above address.

3. By this Application, Applicant requests certificate authority to provide competitive facilities-based and resold basic local exchange services to customers throughout all the exchanges currently served by Southwestern Bell Telephone Company ("SWBT"), GTE Midwest, Inc. ("GTE"), and Sprint of Missouri ("Sprint"). The specific SWBT, GTE and Sprint exchanges within which Applicant proposes to offer service are attached hereto and are incorporated herein by reference as Appendix B. Applicant's proposed service areas will follow the respective exchange boundaries of the stated incumbent LECs and shall be no smaller than an exchange as required by Section 392.455(3) RSMo Supp. 1999. Applicant may seek authorization to provide basic local service in exchanges served by other incumbent LECs in a subsequent proceeding.

Applicant intends to provide its basic local service through use of Applicant's own switching equipment and facilities, although it may also provide resold services if deemed necessary. Applicant is currently in the process of pursuing an interconnection agreement with SWBT and expects to file same in the near future. Once Applicant's Application is granted, Applicant plans to commence offering basic local service upon receiving Commission approval of its interconnection agreement(s) and related tariffs.

4. Pursuant to this Application, Applicant, seeks to offer and provide all forms of

facilities-based basic local telecommunications service to Missouri customers, including, but not limited to, the following: basic local dial tone, exchange access service, optional features, and carrier access services. In addition, Everest will, through interconnection with other carriers or resale of other carriers' services, provide access to 911 and enhanced 911 emergency services and provide directory assistance and operator assisted calling, dual party relay services, and other miscellaneous services currently provided by incumbent local exchange carriers. Everest plans to request authority to provide intrastate, interexchange and non-switched private line services in a separate application.

5. Applicant possesses the technical and managerial expertise and experience necessary to provide the services it proposes as required by Section 392.455(1) RSMo Supp. 1999. A listing of Applicant's principals and their qualifications is attached hereto and incorporated herein as Appendix C.

6. Applicant possesses the necessary financial qualifications to provide the services it proposes as required by Section 392.455(1) RSMo Supp. 1999 and has the necessary capital to conduct its proposed operations in Missouri by virtue of its parent company, GLA New Ventures, L.L.C. Historical financial statements for Applicant's parent company and Applicant's pro-forma financial statements are attached hereto and incorporated herein by reference as Appendix D. Additional financial information can be provided, if necessary, upon request.

7. Pursuant to this Application, Applicant also seeks classification of itself and of its new basic local telecommunications service offerings as competitive, with accompanying reduced regulation pursuant to Sections 392.361 and 392.420 RSMo 1994 and 4 CSR 240-2.060(4)(F). The existing monopoly services of SWBT, GTE and Sprint will make the basic local markets

Applicant seeks to enter sufficiently competitive to make a lesser degree of regulation for Applicant and its proposed services in the public interest, consistent with the legislative policies established by the federal Telecommunications Act of 1996 and the recent revisions to Chapter 392 RSMo. This Commission already has approved several applications to provide resold and facilities-based basic local telecommunications services filed by new market entrants and has classified those new entrants and their services as competitive.

8. Applicant will offer basic local telecommunications service as a separate and distinct service in accordance with Section 392.455(4) RSMo Supp. 1999. Applicant will provide equitable access for all customers in Missouri, without regard to their income or where they might reside, to affordable telecommunications services in Applicant's proposed service areas in accordance with Section 392.455(5) RSMo Supp. 1999.

9. Applicant is willing to comply with all applicable Commission rules and is willing to meet all relevant service standards including, but not limited to, quality of service, billing, and tariff filing and maintenance. Consistent with the Commission's treatment of other certificated competitive local exchange telecommunications companies, Applicant requests that, at minimum, the following statutes and regulations for Applicant and its proposed basic local exchange service offerings be waived at this time:

STATUTES

392.210.2
392.270
392.280
392.290.1
392.300.2
392.310
392.320, 392.330, 392.340

REGULATIONS

4 CSR 240-10.020
4 CSR 240-30.040
4 CSR 240-35

10. Applicant further requests a temporary waiver of 4 CSR 240-2.060(4)(H). This rule requires that an application for a certificate of service authority to provide interexchange, local exchange or basic local exchange service shall include a proposed tariff with a forty-five day effective date. Applicant finds it impossible at this time to develop tariffs to fully comply with this rule since Applicant has not yet executed or received Commission approval of any resale agreement with the incumbent LECs. At such time as all facts necessary for the development of such tariffs are known to Applicant, it will promptly file same bearing a forty-five day effective date with the Commission in a manner consistent with what Applicant believes to be recent Commission practice in similar cases.

11. Applicant submits that the public interest will be served by Commission approval of this Application because Applicant's proposed services will create and enhance competition and expand customer service options, consistent with the legislative goals set forth in the Telecommunications Act of 1996 and Chapter 392 RSMo. Prompt approval of this Application also will expand the availability of innovative, high-quality and reliable telecommunications services within the State of Missouri. Customers will benefit by having alternatives from which to choose and from general improvements in price, features and options that are generated by competitive market pressures.

WHEREFORE, Applicant Everest Communications Corporation respectfully requests that the Commission grant it a certificate of service authority to provide resold and facilities-based basic local telecommunications service as herein requested, classify Applicant and Applicant's proposed basic local services as competitive, and grant waivers of the aforesaid statutes and regulations, as expeditiously as possible.

Respectfully submitted,

Charles Brent Stewart

Charles Brent Stewart #34885
STEWART & KEEVIL, L.L.C.
1001 Cherry Street, Suite 302
Columbia, Missouri 65201
(573) 499-0635

ATTORNEY FOR APPLICANT
EVEREST COMMUNICATIONS
CORPORATION

CERTIFICATE OF SERVICE

The undersigned hereby certifies that a copy of the foregoing First Amended Application, along with its verification and appendices, was sent to all parties of record and to the Office of the Public Counsel by placing same in the United States Mail, first class postage prepaid, or by hand-delivery, this 1st day of March, 2000.

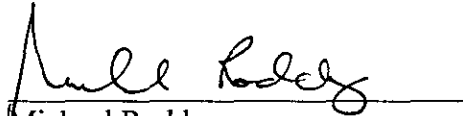
Charles Brent Stewart

VERIFICATION

STATE OF MISSOURI

COUNTY OF ST. LOUIS

Michael Roddy, being first duly sworn, deposes and says: That he is the Chief Operating Officer for Everest Connections Corporation, that he has read the foregoing First Amended Application, and knows the contents thereof; and that he is authorized by Everest Connections Corporation to verify that the contents of the application are true.



Michael Roddy
Everest Connections Corporation
425 Woods Mill Road South
Town & Country, MO 63017
(314) 579-4656

Subscribed and sworn to before me this
28th day of February, 2000



Notary Public

State of Missouri

St. Charles County

My commission expires: 01-29, 2002



STACY L. KNEFELKAMP
Notary Public-State of Missouri
County of St. Charles
My Commission Expires 01/29/2002

EVEREST COMMUNICATIONS CORPORATION
CLEC APPLICATION
CASE NO. TA-2000-452

APPENDIX A

MISSOURI SECRETARY OF STATE CERTIFICATE

STATE OF MISSOURI



Rebecca McDowell Cook
Secretary of State

CORPORATION DIVISION - CERTIFICATE OF AUTHORITY

WHEREAS,
EVEREST CONNECTIONS CORPORATION

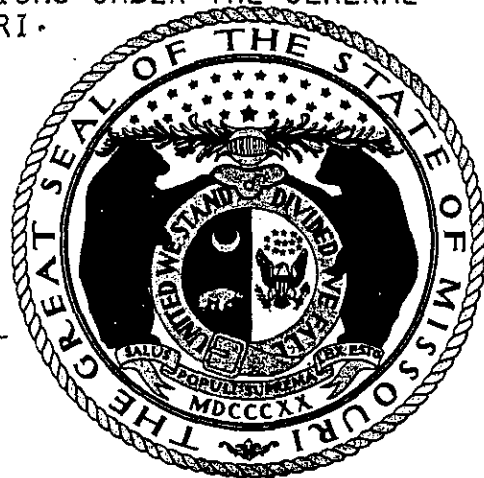
USING IN MISSOURI THE NAME
EVEREST CONNECTIONS CORPORATION

HAS COMPLIED WITH THE GENERAL AND BUSINESS CORPORATION LAW WHICH GOVERNS FOREIGN CORPORATIONS, BY FILING IN THE OFFICE OF THE SECRETARY OF STATE OF MISSOURI AUTHENTICATED EVIDENCE OF ITS INCORPORATION AND GOOD STANDING UNDER THE LAWS OF THE STATE OF DELAWARE.

NOW, THEREFORE, I, REBECCA MCDOWELL COOK, SECRETARY OF STATE OF THE STATE OF MISSOURI, DO HEREBY CERTIFY THAT SAID CORPORATION IS FROM THIS DATE DULY AUTHORIZED TO TRANSACT BUSINESS IN THIS STATE, AND IS ENTITLED TO ALL RIGHTS AND PRIVILEGES GRANTED TO FOREIGN CORPORATIONS UNDER THE GENERAL AND BUSINESS CORPORATION LAW OF MISSOURI.

IN TESTIMONY WHEREOF, I HAVE SET MY HAND AND IMPRINTED THE GREAT SEAL OF THE STATE OF MISSOURI, ON THIS, THE 12TH DAY OF OCTOBER, 1999.


Secretary of State



\$155.00

EVEREST COMMUNICATIONS CORPORATION
CLEC APPLICATION
CASE NO. TA-2000-452

APPENDIX B
EXCHANGES TO BE SERVED

P.S.C. Mo. - No 24

No supplement to this
tariff will be issued
except for the purpose
of canceling this tariff.

LOCAL EXCHANGE TARIFF
42nd Revised Sheet 9
Replacing 41st Revised Sheet 9

LOCAL EXCHANGE TARIFF

RECEIVED

FEB 29 1996

1.3 EXCHANGES BY RATE GROUP- (Continued)

1.3.4 Rate Group D(1)

Kansas City Metropolitan Exchange

Principal Zone(2)

Metropolitan
Calling Area-1 Zones
Gladstone(2)
Independence(2)
Parkville(2)
Raytown(2)
South Kansas City(2)

Metropolitan
Calling Area-2 Zones
Belton(2)
Blue Springs(2)
East Independence(2)
Lee's Summit(2)
Liberty(2)
Nashua(2)

(CP) Tiffany Springs(2)

St. Louis Metropolitan Exchange
MISSOURI Public Service Commission

Principal Zone (2)

Metropolitan
Calling Area-1 Zones
Ferguson(2)
Ladue(2)
Mehlville(2)
Overland(2)
Riverview(2)
Sappington(2)
Webster Groves(2)

Metropolitan
Calling Area-2 Zones
Bridgeton(2)
Creve Coeur(2)
Florissant(2)
Kirkwood(2)
Oakville(2)
Spanish Lake(2)

(CP) Oakville(2)

FILED

MAR 30 1996

- (1) See Paragraph 1.1.3, preceding.
(2) One-party service only available.

MO. PUBLIC SERVICE COMM

Issued: FEB 29 1996

Effective: MAR 30 1996

By HORACE WILKINS, JR., President-Missouri
Southwestern Bell Telephone
St. Louis, Missouri

P.S.C. Mo.-No. 24

No supplement to this
tariff will be issued
except for the purpose
of canceling this tariff.

LOCAL EXCHANGE TARIFF
32nd Revised Sheet 8
Replacing 31st Revised Sheet 8

LOCAL EXCHANGE TARIFF

(AT) 1.3 EXCHANGES BY RATE GROUP - (Continued)

(FC) 1.3.3 Rate Group C(2)

Springfield Metropolitan Exchange

Principal Zone

-Principal Zone Base Rate Area(3)

Metropolitan Calling Area-1 (MCA-1) Zones

Fair Grove(3)

Nixa(1)(3)

Republic(1)(3)

Rogersville(3)

Strafford(3)

Willard(3)

RECEIVED

DEC 12 1994

MO. PUBLIC SERVICE COMMA.

- (1) Extended Area Service - See Paragraph 1.4.
- (2) See Paragraph 1.1.3, preceding.
- (3) One-party service only available.

FILED

JAN 11 1995

Issued: DEC 12 1994

Effective: JAN 11 1995

MISSOURI

Public Service Commission

By HORACE WILKINS, JR., President Missouri
Southwestern Bell Telephone
St Louis, Missouri

P.S.C. Mo.-No. 24

No supplement to this
tariff will be issued
except for the purpose
of canceling this tariff.

LOCAL EXCHANGE TARIFF
65th Revised Sheet 7
Replacing 64th Revised Sheet 7

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LOCAL EXCHANGE TARIFF

1.3 EXCHANGES BY RATE GROUP-(Continued)

FEB 29 1996

1.3.2 Rate Group B(4)

MISSOURI
Public Service Commission

Camdenton(1)(2)(5)	Lake Ozark-Ozark Beach(1)(2)(5)
Cape Girardeau(1)(2)(5)	Manchester(1)(5)
Carthage(2)(5)	Marshall(2)(5)
Cedar Hill(1)(2)(5)	Maxville(1)(5)
Chesterfield(1)(5)	Mexico(2)(5)
Chillicothe(2)(5)	Monett(1)(3)(5)
DeSoto(1)(2)(5)	Moberly(1)(2)(5)
Dexter(1)(2)(5)	Neosho(2)(5)
Eldon(1)(3)(5)	Nevada(1)(2)(5)
Excelsior Springs(5)	Pacific(1)(2)(5)
(CP) Farmington(1)(2)(5)	Perryville(1)(2)(5)
Fenton(1)(5)	Pond(1)(5)
Festus-Crystal City(1)(2)(5)	(CP) Poplar Bluff(1)(2)(5)
Flat River(1)(2)(5)	St. Charles(1)(2)(5)
Fulton(2)(5)	St. Clair(3)(5)
Gravois Mills(1)(2)(5)	St. Joseph(1)(5)
Hannibal(2)(5)	Sedalia(2)(5)
Harvester(1)(5)	Sikeston(1)(2)(5)
High Ridge(1)(5)	Union(1)(2)(5)
Imperial(1)(2)(5)	Valley Park(1)(5)
Jackson(1)(2)(5)	Washington(3)(5)
Joplin(1)(2)(5)	Webb City(1)(2)(5)
Kennett(1)(2)(5)	
Kirksville(2)(5)	

FILED

- (1) Extended Area Service - See Paragraph 1.4.
 (2) Message Rate Business Service obsolete-limited to existing customers
 (3) Message Rate Business Service not offered.
 (4) See Paragraph 1.1.3, preceding.
 (5) One-party service only available.

MO. PUBLIC SERVICE COMM

Issued: FEB 29 1996

Effective: MAR 30 1996

By HORACE WILKINS, JR., President-Missouri
 Southwestern Bell Telephone Company
 St. Louis, Missouri

P.S.C. Mo. - No. 24

No supplement to this
tariff will be issued
except for the purpose
of canceling this tariff.

LOCAL EXCHANGE TARIFF
39th Revised Sheet 6.01
Replacing 38th Revised Sheet 6.01

LOCAL EXCHANGE TARIFF

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1.3 EXCHANGES BY RATE GROUP- (Continued)

JAN 19 1996

1.3.1 Rate Group A- (Continued) (4)

MISSOURI
Public Service Commission

(MT)	Montgomery City (1) (2) (5)	Rushville (1) (5)	Trenton (1) (3) (5)
	Morehouse (1) (3) (5)	Ste. Genevieve (1) (2) (5)	Tuscumbia (1)
	New Franklin (1) (3) (5)	St. Marys (1) (3) (5)	(3) (5)
	New Madrid (1) (2) (5)	San Antonio (1) (5)	Versailles (1)
	Oak Ridge (1) (3) (5)	Scott City (1) (3) (5)	(3) (5)
	Old Appleton (1) (3) (5)	Senath (1) (3) (5)	Vienna (2) (5)
	Oran (1) (2) (5)	Slater (2) (5)	Walnut Grove
		Smithville (1) (3) (5)	(2) (5)
(MT)	Patton (2) (5)	Stanberry (2) (5)	Wardell (1) (2) (5)
	Paynesville (1) (2) (5)		Ware (1) (3) (5)
	Pierce City (1) (2) (5)		Wellsville (2) (5)
	Pocahontas-New Wells (1) (3) (5)		Westphalia (2) (5)
			Wyatt (1) (2) (5)
(MT)	Portage Des Sioux (2) (5)		
	Portageville (1) (2) (5)		
	Puxico (2) (5)		
	Qulin (1) (3) (5)		
	Richmond (2) (5)		
	Richwoods (2) (5)		
	Risco (1) (2) (5)		

- (1) Extended Area Service - See Paragraph 1.4.
- (2) Message Rate Business Service not offered.
- (3) Message Rate Business Service obsolete - limited to existing customers.
- (4) See Paragraph 1.1.3, preceding.
- (5) One-party service only available.

FILED

FEB 20 1996

Issued: JAN 20 1996

Effective: FEB 20 1996

MO. PUBLIC SERVICE COMM

By HORACE WILKINS, JR., President-Missouri
Southwestern Bell Telephone Company
St. Louis, Missouri

P.S.C. Mo. - No. 24

No supplement to this tariff will be issued except for the purpose of canceling this tariff.

LOCAL EXCHANGE TARIFF
55th Revised Sheet 6
Replacing 54th Revised Sheet 6

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LOCAL EXCHANGE TARIFF

FEB 29 1996

1.2 EXCHANGES BY RATE GROUP

1.3.1 Rate Group A(4)

Adrian(1)(2)(5)
Advance(1)(2)(5)
Agency(1)(5)
Altenburg-Frohna
(1)(2)(5)
Antonia(1)(3)(5)
Archie(1)(2)(5)
Argyle(2)(5)
Armstrong(1)(2)(5)
Ash Grove(2)(5)
Beaufort(2)(5)
Bell City(1)(2)(5)
Benton(1)(3)(5)
Billings(1)(2)(5)
Bismarck(1)(3)(5)
Bloomfield(1)(3)(5)
Bloomsdale(1)(2)(5)
Bonne Terre(1)(3)(5)
Boonville(1)(2)(5)
Bowling Green(2)(5)
Brookfield(2)(5)
Campbell(2)(5)
Cardwell(1)(2)(5)
Carl Junction(1)(3)(5)

Carrollton(2)(3)(5)
Caruthersville(1)(3)(5)
Center(2)(5)
Chaffee(1)(3)(5)
Charleston(1)(3)(5)
Clarksville(1)(2)(5)
Clever(1)(3)(5)
(CP) Climax Springs(2)(5)
Deering(1)(3)(5)
DeKalb(1)(5)
Delta(1)(2)(5)
Downing(2)(5)
East Prairie(1)(5)
Edina(2)(5)
Elsberry(1)(2)(5)
Essex(1)(3)(5)
Eureka(1)(5)
(CP) Farley(2)(5)
Fayette(1)(2)(5)
Fisk(1)(3)(5)
Frankford(2)(5)
(CP) Fredericktown(2)(5)
Freeburg(2)(5)
Gideon(1)(2)(5)
Glasgow(1)(3)(5)

MISSOURI
Public Service Commission

Grain Valley
(1)(3)(5)
Gray Summit(1)(3)(5)
(CP) Greenwood(1)(3)(5)
Hayti(1)(3)(5)
Herculaneum-Pevely
(1)(3)(5)
Higbee(1)(3)(5)
Hillsboro(1)(3)(5)
Holcomb(1)(3)(5)
Hornersville
(1)(2)(5)
Jasper(2)(5)
Knob Noster(2)(5)
Lamar(2)(5)
LaMonte(2)(5)
Lancaster(2)(5)
Leadwood(1)(3)(5)
Lilbourn(1)(2)(5)
(CP) Linn(2)(5)
Lockwood(2)(5)
Louisiana(1)(2)(5)
Macks Creek(2)(5)
Malden(1)(2)(5)
(CP) Marble Hill(2)(5)
Marceline(2)(5)
Marionville(2)(5)
Marston(1)(2)(5)
Meta(2)(5)

- (1) Extended Area Service - See Paragraph 1.4.
- (2) Message Rate Business Service not offered.
- (3) Message Rate Business Service obsolete - limited to existing customers.
- (4) See Paragraph 1.1.3, preceding.
- (5) One-party service only available.

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Issued: FEB 29 1996

Effective:

MAR 30 1996

MAR 30 1996

By HORACE WILKINS, JR., President-Missouri
Southwestern Bell Telephone Company
St. Louis, Missouri

MO. PUBLIC SERVICE COMM

GENERAL AND LOCAL EXCHANGE TARIFF

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AUG 31 1994

LOCAL EXCHANGE SERVICE**MISSOURI****Public Service Commission**

G. Local Exchange Listings (Cont'd)

1. Exchange Listings (Includes EAS Points, EAS Rate Component, Rate Schedule and Rate Group) (Cont'd)

<u>Exchange Name</u>	<u>EAS Points</u>	<u>EAS Rate Component</u>		<u>Rate Sch./Group</u>
		<u>Bus.</u>	<u>Res.</u>	
Walker	Eldorado Springs, Schell City	\$3.65	\$3.65	A-1
Warrenton	-	-	-	A-3
Washburn	Cassville, Exeter	3.65	3.65	A-1
Wasola	Gainesville, Theodosia	3.65	3.65	A-1
Wayland(*)	Kahoka	.90	.50	A-1
Weaubleau	-	-	-	A-1
Wentzville	-	-	-	Metro
West Plains	-	-	-	A-4
West Quincy	Quincy	3.65	3.65	A-1
Wheatland	-	-	-	A-2
Whitesville	Bolckow, Rosendale, Savannah	10.55	5.70	A-1
Willow Springs	-	-	-	A-2
Winfield	Foley, Old Monroe	2.35	2.35	A-2
Winona	-	-	-	A-1
Wooldridge	-	-	-	A-1
Wright City	Foristell	1.90	1.90	A-2

(*) Includes customers in Base Rate Area Alexandria.

Issued: July 1, 1994

Effective: September 15, 1994

Gerald D. Harris
Regional Director-External Affairs
Wentzville, Missouri

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GENERAL AND LOCAL EXCHANGE TARIFF

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LOCAL EXCHANGE SERVICE

JUL 1 1996

G. Local Exchange Listings (Cont'd)

1. Exchange Listings (Includes EAS Points, EAS Rate, Component, Rate Schedule and Rate Group) (Cont'd)

<u>Exchange Name</u>	<u>EAS Points</u>	<u>EAS Rate Component</u>		<u>Rate Sch./Group</u>
		<u>Bus.</u>	<u>Res.</u>	
Sparta	-	-	-	A-2
Stewartsville	-	-	-	A-1
Stoutsville	-	-	-	A-1
Sturgeon	Centralia, Clark	\$1.95	\$1.05	A-1
Summersville	-	-	-	A-2
Thayer	Koshkonong, Mammoth Springs, AR	2.35	2.35	A-2
Theodosia	Gainesville, Wasola	3.65	3.65	A-1
Thomasville	Alton	3.20	3.20	A-1
Timber	-	-	-	A-1
Trimble	Plattsburg	4.15	2.25	A-1
Troy	Hawk Point, Moscow Mills	2.50	2.50	A-3
Truxton	-	-	-	A-1
Turney	Plattsburg	5.15	2.80	A-1
Urbana	-	-	-	A-2
Van Buren	-	-	-	A-2
Vanzant	-	-	-	A-1
Vichy	-	-	-	A-1

(D)

Issued: July 1, 1996

Effective: August 1, 1996

Gerald D. Harris
State Director-External Affairs
Wentzville, Missouri

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AUG 1 1996
95 - 142
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GENERAL AND LOCAL EXCHANGE TARIFF

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AUG 31 1994

LOCAL EXCHANGE SERVICE

G. Local Exchange Listings (Cont'd)

MISSOURI
Public Service Commission

1. Exchange Listings (Includes EAS Points, EAS Rate Component, Rate Schedule and Rate Group) (Cont'd)

<u>Exchange Name</u>	<u>EAS Points</u>	<u>EAS Rate Component</u>		<u>Rate Sch./Group</u>
		<u>Bus.</u>	<u>Res.</u>	
Raymondville	Houston	\$3.30	\$3.30	A-1
Reeds Spring	-	-	-	A-2
Revere	Kahoka	2.90	2.90	A-1
Roby	Houston	3.45	3.45	A-1
Rocheport	Columbia	6.15	3.35	A-1
Rockaway Beach	-	-	-	A-2
Rockville	Schell City	2.00	2.00	A-1
Rosendale	Bolckow, Fillmore, Savannah, Whitesville	7.90	4.25	A-1
St. James	Safe	.10	.10	A-3
St. Peters	Harvester	1.00	1.00	Metro
Safe	St. James	.75	.75	A-1
Santa Fe	-	-	-	A-1
Sarcoxi	-	-	-	A-2
Savannah	Amazonia, Avenue City, Bolckow, Cosby, Fillmore, Helena, Rosendale, Whitesville	2.60	1.40	A-3
Schell City	Eldorado Springs, Rockville, Walker	3.65	3.65	A-1
Seymour	-	-	-	A-2
Shelbina	-	-	-	A-2
Shelbyville	-	-	-	A-1
Sheldon	Milo	2.60	2.60	A-1
Shell Knob	-	-	-	A-2

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GENERAL AND LOCAL EXCHANGE TARIFF

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LOCAL EXCHANGE SERVICE

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G. Local Exchange Listings (Cont'd)

MISSOURI

1. Exchange Listings (Includes EAS Points, EAS Rate, EAS Component, Rate Schedule and Rate Group) (Cont'd)

<u>Exchange Name</u>	<u>EAS Points</u>	<u>EAS Rate Component</u>		<u>Rate Sch./Group</u>
		<u>Bus.</u>	<u>Res.</u>	
Nebo	-	-	-	A-1
New Melle	-	-	-	Metro
Niangua	-	-	-	A-1
Norwood	-	-	-	A-1
Oates	-	-	-	A-1
O'Fallon	-	-	-	Metro
Old Monroe	Foley, Winfield	\$3.30	\$3.30	A-1
Osborn	-	-	-	A-1
Osceola	-	-	-	A-2
Ozark	Highlandville	2.15	2.15	A-3
Palmyra	-	-	-	A-2
Paris	-	-	-	A-2
Perry	-	-	-	A-1
Pittsburg	-	-	-	A-1
Plattsburg	Gower, Trimble, Turney	1.80	1.00	A-2
Potosi	-	-	-	A-3
Prairie Home	-	-	-	A-1
Preston	-	-	-	A-1
Protem	Forsyth	.75	.75	A-1

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Section 4

1st Revised Sheet 11

Cancels Original Sheet 11

GENERAL AND LOCAL EXCHANGE TARIFF

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LOCAL EXCHANGE SERVICE

JUL 1 1996

G. Local Exchange Listings (Cont'd)

1. Exchange Listings (Includes EAS Points, EAS Rate Component, Rate Schedule and Rate Group) (Cont'd)

<u>Exchange Name</u>	<u>EAS Points</u>	<u>EAS Rate Component</u>		<u>Rate Sch./Group</u>
		<u>Bus.</u>	<u>Res.</u>	
LaBelle	-	-	-	A-1
Ladonia	-	-	-	A-1
LaGrange	-	-	-	A-1
La Plata	Elmer	\$1.80	\$1.80	A-2
Lawson	-	-	-	A-2
Leasburg	-	-	-	A-1
Lesterville	-	-	-	A-1
Lewistown	-	-	-	A-1
Licking	-	-	-	A-2
Louisburg	-	-	-	A-1
Lowry City	-	-	-	A-1
Macon	-	-	-	A-3
Manes	Grovespring,	-	-	-
	Hartville	3.65	3.65	A-1
Mano	Cassville	3.65	3.65	A-2
Mansfield	-	-	-	A-2
Marshfield	Elkland	.90	.90	A-3
Marthasville	-	-	-	A-1
Maysville	-	-	-	A-2
Milo	Nevada, Sheldon	3.65	3.65	A-1
Monroe City	-	-	-	A-2
Montauk Park	-	-	-	A-1
Monticello	-	-	-	A-1
Morrison	-	-	-	A-1
Moscow Mills	Troy	3.65	3.65	A-1
Mount Sterling	-	-	-	A-1
Mt. Vernon	-	-	-	A-3
Mtn. Grove	-	-	-	A-3
Mtn. View	-	-	-	-

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LOCAL EXCHANGE SERVICE

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G. Local Exchange Listings (Cont'd)

1. Exchange Listings (Includes EAS Points, EAS Rate Component, Rate Schedule and Rate Group) (Cont'd)

<u>Exchange Name</u>	<u>EAS Points</u>	<u>EAS Rate Component</u>		<u>Rate Sch./Group</u>
		<u>Bus.</u>	<u>Res.</u>	
Hermann	-	-	-	A-2
Hermitage	-	-	-	A-1
High Hill	-	-	-	A-1
Highlandville	Ozark	\$2.65	\$2.65	A-2
Holstein	-	-	-	A-1
Houston	Raymondville, Roby	2.80	2.80	A-2
Humansville	-	-	-	A-2
Hunnewell	-	-	-	A-1
Hurley	-	-	-	A-1
Irondale	-	-	-	A-1
Ironton	-	-	-	A-3
Jamestown	-	-	-	A-1
Jenkins	Cassville	3.65	3.65	A-1
Jerico Springs	-	-	-	A-1
Jonesburg	-	-	-	A-1
Kahoka	Luray, Revere, Wayland	.95	.50	A-2
Keytesville	Dalton	2.35	2.35	A-1
Kidder	Cameron, Hamilton	6.10	3.30	A-1
Kimberling City	-	-	-	A-2
Kingston	Hamilton	1.40	.75	A-1
Koshkonong	Thayer	3.15	3.15	A-1

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GENERAL AND LOCAL EXCHANGE TARIFF

LOCAL EXCHANGE SERVICE

G. Local Exchange Listings (Cont'd)

1. Exchange Listings (Includes EAS Points, EAS Rate Component, Rate Schedule and Rate Group) (Cont'd)

<u>Exchange Name</u>	<u>EAS Points</u>	<u>EAS Rate Component</u>		<u>Rate Sch./Group</u>
		<u>Bus.</u>	<u>Res.</u>	
Fillmore	Rosendale, Savannah	\$5.60	\$3.05	A-1
Foley	Old Monroe, Winfield	3.45	3.45	A-1
Fordland	-	-	-	A-2
Foristell	Wright City	1.00	1.00	Metro
Forsyth	Bradleyville, Cedar Creek, Protem	1.75	1.75	A-3
Fremont	-	-	-	A-1
Gainesville	Caulfield, Dora, Theodosia, Wasola	3.65	3.65	A-2
Galena	-	-	-	A-2
Golden City	-	-	-	A-1
Gorin	-	-	-	A-1
Gower	Easton, Plattsburg	2.00	1.10	A-1
Greenfield	Arcola	1.80	1.80	A-2
Grovespring	Hartville, Manes	3.65	3.65	A-1
Hallsville	Columbia	3.70	2.00	A-2
Hamilton	Kidder, Kingston	.80	.45	A-2
Hartville	Grovespring, Manes	2.95	2.95	A-2
Hawk Point	Troy	3.65	3.65	A-1
Helena	Avenue City, Cosby, Savannah	5.75	3.10	A-1

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GENERAL AND LOCAL EXCHANGE TARIFF

LOCAL EXCHANGE SERVICE

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G. Local Exchange Listings (Cont'd)

1. Exchange Listings (Includes EAS Points, EAS Rate Component, Rate Schedule and Rate Group) (Cont'd)

FEB 21 1996

MISSOURI

Public Service Commission

<u>Exchange Name</u>	<u>EAS Points</u>	<u>EAS Rate Component</u>		<u>Sch./Group</u>
		<u>Bus.</u>	<u>Res.</u>	
Cosby	Avenue City, Helena, Savannah	\$9.45	\$5.10	A-1
Crane	-	-	-	A-2
Cross Timbers	-	-	-	A-1
Cuba	-	-	-	A-3
Dadeville	-	-	-	A-1
Dalton	Keytesville	2.35	2.35	A-1
Dardenne/ Lake St. Louis	-	-	-	Metro
Defiance	-	-	-	Metro
Dora	Gainesville	3.65	3.65	A-1
Easton	Gower	1.10	.60	A-1
Edgar Springs	-	-	-	A-1
Eldorado Springs	Schell City, Walker	2.45	2.45	A-3
Elkland	Marshfield	1.90	1.90	A-1
Ellsinore	-	-	-	A-1
Elmer	La Plata	3.20	3.20	A-1
Eminence	-	-	-	A-1
Everton	-	-	-	A-1
Ewing	-	-	-	A-1
Exeter	Cassville, Washburn	3.65	3.65	A-1

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PSC NO. NO. 1

Section 4

1st Revised Sheet 7

Cancels Original Sheet 7

GENERAL AND LOCAL EXCHANGE TARIFF

LOCAL EXCHANGE SERVICE

G. Local Exchange Listings (Cont'd)

1. Exchange Listings (Includes EAS Points, EAS Rate Component, Rate Schedule and Rate Group) (Cont'd)

MISSOURI
Public Service Commission

<u>Exchange Name</u>	<u>EAS Points</u>	<u>EAS Rate Component</u>		<u>Rate Sch./Group</u>
		<u>Bus.</u>	<u>Res.</u>	
Braymer	-	-	-	A-1
Bronaugh-Moundville	-	-	-	A-1
Brunswick (Triplett)	-	-	-	A-1
Buffalo	-	-	-	A-3
Bunker	-	-	-	A-1
Cabool	-	-	-	A-2
Caledonia	-	-	-	A-1
Cameron	Kidder	\$.40	\$.20	A-3
Canton	-	-	-	A-2
Cape Fair	-	-	-	A-2
Cassville	Exeter, Jenkins, Mano, Washburn	2.90	2.90	A-3
Caulfield	Gainesville	3.10	3.10	A-2
Cedar Creek	Forsyth	.75	.75	A-1
Centerville	-	-	-	A-1
Centralia	Clark, Sturgeon	.55	.30	A-2
Chamois	-	-	-	A-1
Clarence	-	-	-	A-1
Clark	Centralia, Sturgeon	3.55	1.90	A-1
Clarksdale	-	-	-	A-1
Collins	-	-	-	A-1
Columbia	Ashland, Hallsville, Rocheport	.30	.15	A-5
Concordia	-	-	-	A-2
Conway	-	-	-	A-2

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GENERAL AND LOCAL EXCHANGE TARIFF

LOCAL EXCHANGE SERVICE

G. Local Exchange Listings

1. Exchange Listings (Includes EAS Points, EAS Rate Component, Rate Schedule and Rate Group)

MISSOURI

Mobile Service Commission

Exchange Name	EAS Points	EAS Rate Component		Rate Sch./Group
		Bus.	Res.	
Alton	Thomasville	\$ 1.80	\$ 1.80	A-2
Amazonia	Savannah	4.50	2.45	A-1
Annapolis	-	-	-	A-1
Arcola	Greenfield	3.20	3.20	A-1
Ashland	Columbia	2.85	1.55	A-2
Augusta	-	-	-	Metro
Aurora	-	-	-	A-3
Ava	-	-	-	A-3
Avenue City	Cosby, Helena, Savannah	4.90	2.65	A-1
Avilla	-	-	-	A-1
Belgrade	-	-	-	A-1
Belle	-	-	-	A-2
Belleview	-	-	-	A-1
Birch Tree	-	-	-	A-1
Bland	-	-	-	A-1
Blue Eye	-	-	-	A-2
Bolckow	Rosendale, Savannah, Whitesville	6.95	3.75	A-1
Boss	-	-	-	A-1
Bourbon	-	-	-	A-2
Bradleyville	Forsyth	.75	.75	A-1
Branson	Branson West	1.65	1.65	A-4
Branson West	Branson	2.65	2.65	A-2

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UNITED TELEPHONE COMPANY
OF MISSOURI

GENERAL EXCHANGE TARIFF

First Revised Page 2
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LOCAL EXCHANGE SERVICE RATE GROUPS

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1. ACCESS LIMITS AND EXCHANGES BY RATE GROUPS: (Cont'd)

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B. EXCHANGES IN EACH RATE GROUP IN "A" ABOVE

MISSOURI
Public Service CommissionI

Appleton City	Blackburn	Blairstown	Brazito	(MT)
Calhoun	Camden Point	Centertown	Centerview	
Chilhowee	Clarksburg	Coal	Craig	
Dearborn	Deepwater	Edgerton	Eugene	
Fairfax	Green Ridge	Hardin	Henrietta	
Holt	Hopkins	Houstonia	Ionia	
King City	Kingsville	Leeton	Lincoln	
Malta Bend	Missouri City	Montrose	New Bloomfield	
Newburg	Norborne	Orrick	Otterville	
Pickering	Russellville	St. Thomas	Smithton	
Strasburg	Sweet Springs	Syracuse	Taos	
Tarkio	Tipton	Urich	Waverly	
Wellington				(MT)

II

Buckner	Butler	California	Cole Camp	
Holden	Kearney	Lake Lotawana	Lexington	(MT)
Lone Jack	Mound City	Odessa	Platte City	
Pleasant Hill	Richland	St. Robert	Waynesville	
Weston	Windsor			(MT)

III

Clinton	Ferrelview	Ft. Leonard Wood	Harrisonville	(MT)
Lebanon	Maryville	Oak Grove	Rolla	
Salem	Warrensburg	Warsaw		(MT)

IV

Jefferson City

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94 - 237**MISSOURI**
Public Service CommissionISSUED:
February 3, 1994BY: John L. Roe
Vice President - Administration
5454 West 110th Street
Overland Park, Kansas 66211

EFFECTIVE:

~~March 8, 1994~~

FEB 21 1994

EVEREST COMMUNICATIONS CORPORATION
CLEC APPLICATION
CASE NO. TA-2000-452

APPENDIX C
MANAGERIAL QUALIFICATIONS

Jim A. Moffit, CPA, Chairman of the Board, CEO and President

Nearly three decades as corporate executive, financial officer, business and financial planner, specialist in regulatory matters, accountant, expert witness, consultant and auditor. Previous experience includes two years as President and COO of Brooks Fiber Properties, a start-up competitive access provider; twenty years with a large independent telephone company, and four years with an international accounting firm. Former President of Contel Corporation Central Region for four years until Contel was merged into GTE in 1991. Other positions with Contel included five years as Vice President-Financial Director, Western Region; two years as Assistant Vice President-Revenue Requirements, Western Region; four years as Assistant Vice President-Financial Planning, Western Region; and five years as corporate Chief Accountant; also involved in acquisition and disposition activities. Four years with Arthur Andersen and Company audit staff. BS in Accounting, with honors, from Northeast Missouri State University and an MBA from Washington University. CPA licensed to practice in Missouri. Named as one of the telecommunication industry's "Rising Stars" by Telephony Magazine in 1989.

Charles Morrison, Executive Vice President

Executive responsibility for Design Extender and Teledata divisions of GLA, providing computer aided design and drafting services for telecommunications networks. More than thirty-five years experience in cable and telephone industries in the areas of engineering project management, labor/management relations, and cable equipment testing and quality control. Former cofounder and Senior Vice President of Cencom Cable Associates, Inc. for ten years; provided management support for all Cencom operations, management of St. Louis operations, acquisition studies, programming and program production. Six years as General Manager of Columbia Cablevision, Inc. and First Capital Cablevision, wholly owned subsidiaries of TC Industries; also responsible for the design and construction of these systems. Five years as Senior Project Manager for Telcom Engineering, Inc., another subsidiary of TC Industries, responsible for the design and installation of telephone and cable infrastructure throughout the U.S. Eleven years with Spencer Kennedy Laboratories in positions of increasing responsibility in manufacturing, testing, quality control and engineering. Associate degree in Engineering from Northeastern University, other electronic engineering courses, industry seminars and training programs. ACE and Emmy awards for programming work in St. Louis area. Member of Society of Cable Television Engineers and National Academy of Cable Programming and inducted member of Cable Television Pioneers Club.

Dean Stoneburner, Executive Vice President

Executive responsibility for GLA's Engineering and Field Services Division. Over three decades of telephony experience in corporate management; engineering, field services, project management; construction supervision, and twelve years in the automated mapping/facilities management arena. Principal, founder and former President, CEO and Director of Graphic & Data Solutions (GDS), a firm specializing in software application development, support and information conversion for the telecommunications industry. Product offerings included Telemap – automated mapping/facilities management/geographical information systems, Teledata – converts existing maps and records to Telemap system, and Telesystems – software solutions for management of billing, rating, plant and financial requirements. Twenty-three years with Telcom Engineering, Inc. with responsibilities in various engineering, construction inspection and project management positions, both domestic and international, including positions as Director and Vice President of Engineering. Associates Degree in Electronics from Bailey Institute of Technology, Advanced Management courses from Purdue University, plus numerous technical and management courses throughout career. Member of Independent Telephone Pioneer Association.

David L. Howard, JD, Senior Vice President, General Counsel and Corporate Secretary

Responsible for management of GLA's Consulting and Network Services Division which is responsible for financial analysis and modeling, strategic and business analysis and planning, strategic alliances, proposal preparation, contract negotiation and administration; project planning, tracking and administration; manpower planning, budget management. Nearly twenty years experience with SBC Communications, Inc. In most recent position reported to the President of Southwestern Bell Advanced Communications Services with responsibilities for corporate establishment; business planning and administration; regulatory compliance planning; strategic planning; intellectual property protection; and intelligent network technology planning and architectures to support new product development. Developed business cases and company-wide technical deployment plans for CCS7, CCS7-based services, Caller ID, and Advanced Intelligent Network (AIN). Earlier responsibilities included contract and joint venture negotiations; engineering; technology planning; software system development; regulatory, financial and business planning; capital budget management; project and joint venture management; business case development; staff supervision and corporate representations in industry and government forums. Negotiated an operating agreement and MOU for establishment of a \$150 Million joint venture. Developed corporate positions and compliance plans for numerous regulatory and legal proceedings including the 1996 Telecommunications Act sections 271 and 272, and network unbundling plans. Held leadership positions on corporate memberships in industry and government standards organizations. BS in Electrical Engineering from University of Texas at Arlington and Member of Eta Kappa Nu engineering honor society. MBA from Webster University, St. Louis, MO with highest honors distinction. JD from St. Louis University cum laude. Admitted to practice of law in Missouri, Illinois and Colorado. Licensed patent attorney by the U.S. Patent and Trademark Office. Member of the Missouri Bar, Bar Association of Metro St. Louis, ABA; ABA's Sections on Intellectual Property, Business and Communications Law, Strategic Leadership Forum; Missouri and National Associations of Professional Engineers, and Institute of Electrical and Electronics Engineers.

Shayne B. Barr, Senior Vice President

Responsible for management of GLA's Information Systems Division. More than fifteen years experience developing information systems for the telecommunications industry. Seven years of entrepreneurial experience as founder, COO, and Executive Vice President of Graphic and Data Solutions, a firm specializing in software application development/support and information conversion for the telecommunications industry. Eight years with Telcom Services, Inc. in management and technical positions including Vice President-Business Development, Division Vice-President, Division Manager, Senior Systems Analyst, and Programmer. Significant accomplishments include co-authoring software applications for subscriber and carrier access billing, rating, plant, trouble, etc.; co-authoring an automated mapping/facilities management system; and overseeing the implementation of these systems in more than 100 telephone companies across the United States. Graduated with Honors from the Minnesota School of Business, has completed course work at Maryville College, and is currently attending Webster University.

Michael B. Roddy, Senior Vice President, Corporate Development

Sixteen years of telecommunications experience in a variety of operational and support disciplines. Most recently Mr. Roddy was President of USLink and Vice President of TDS TELECOM. Mr. Roddy initiated the successful conversion of USLink from a regional long distance provider to the second largest CLEC in Minnesota. Prior experience included Director of New Business Development for TDS TELECOM where he was responsible for the development of TDS' CLEC initiatives and the Madison, WI overbuild in particular. Mr. Roddy also held roles as Director - Access and Settlements responsible for intercompany negotiations and state regulatory policy nationwide, and Manager- Regulatory Affairs overseeing and pursuing the interests of TDS TELECOM in a 5 state region in the Northeast. Mr. Roddy has also held financial and cost analysis roles with Fidelity Telecommunications Company (Fidelity Investments) and Contel's Eastern Region prior to its acquisition by GTE.

Susan E. Arndt, Vice President

Responsibilities include strategic market assessment and development of interactive broadband services for GLA clients. More than seventeen years of professional telecommunications experience in planning, development and market implementation for domestic and international voice, video, and data communications opportunities. Expertise in market research development for new technology implementation, product/service management, strategic pricing, advertising, collateral and sales support management, and promotional planning. Expertise in conducting technology needs assessments for market areas in determining market usage and corresponding

Raymond C. Schulz, PE, Vice President

Responsibilities include strategic/business planning, technology assessment and recommendations, wireless technology and system planning, vendor and product evaluation, and system implementation support services. Nearly three decades of varied technical and management experience including twenty-two years with Southwestern Bell Corporation (SBC) in corporate strategic planning, new services planning, regulatory technology planning, product management-data services, federal government marketing, transmission engineering, central office equipment engineering, and network planning. Most recent position with SBC was as Associate Director-Strategic Planning. Major accomplishments included development of a long-term strategic plan for an existing billion dollar SBC revenue stream; preparation of recommendations that created the SBC Technology Resources, a subsidiary to provide technology management and R&D support for SBC's growth strategies; structural analyses of the paging and cellular industries used to define SBC's wireless service growth strategy; and analysis of international telecommunications business opportunities for SBC International in Japan, Korea and Australia. Three years prior to SBC as Senior Engineer-Signal Processing for a major defense contractor. BS and MS degrees in Electrical Engineering from Washington University in St. Louis. Registered Professional Engineer in Missouri. Member of Tau Beta Pi national engineering honor society and Eta Kappa Nu national electrical engineering honor society. Senior Member of IEEE. Authored 1994 GLA publication, Wireless Technologies and PCS Applications - Competition for the Local Loop.

David E. Goodbread, Vice President Operations GLA

Responsible for contract negotiation and administration, recruiting, and management of telecommunications engineering, DC power and transmission installation, LAN & WAN, central office installation and construction projects for RBOCs, CAPs, CLECs, REA companies, universities, state and government agencies and other major clients. Projects include COE and OSP engineering, COE and DC power equipment installation, fiber optic cable installation, LAN & WAN applications, inspection and testing fiber and copper cable. Responsible for management of \$20,000,000+ major splicing and construction projects for SBC, GTE and Bell South. More than twenty-five years total experience including more than thirteen as owner and operations manager of Telco Construction firm providing engineering and design, locating utilities, underground and aerial utility construction, splicing, and installation repair services to GTE, SBC, AT&T, Bell South, and REA companies throughout the United States and Mexico. Also served as scheduling engineer, OSP Engineer, area construction and splicing manager for SBC and prime contract firms for GTE and Bell South. Served as personnel recruiter for large OSP and ISP personnel company in Midwest. Completed engineering extension curriculum in Transmission of Electronic Energy at Texas A&M University and studied Business Technology at the University of Houston. Participated in several in-house management and engineering schools and several Rel-Tec DC Power Installation management classes.

EVEREST COMMUNICATIONS CORPORATION
CLEC APPLICATION
CASE NO. TA-2000-452

APPENDIX D
FINANCIAL QUALIFICATIONS

**GLA New Ventures
Balance Sheet
as of 12/31/98**

	<u>12/31/97</u>	<u>11/30/98</u>	<u>12/31/98</u>
ASSETS			
Current Assets:			
Cash and Cash Equivalents	-	304,785	446,052
Other Investments	-	3,100,000	3,100,000
Total Current Assets	-	3,404,785	3,546,052
Fixed Assets:			
Other Assets:			
Total Assets	-	3,404,785	3,546,052
Current Liabilities:			
A/P & Accrued Liabilities	-	7,500	7,500
Total Current Liabilities	-	7,500	7,500
Long-Term Liabilities:			
Total Liabilities	-	7,500	7,500
Equity:			
Paid In Capital	-	3,399,000	3,539,000
YTD Income	-	(1,715)	(448)
Total Equity	-	3,397,285	3,538,552
Total Liabilities and Equity	-	3,404,785	3,546,052

GLA New Ventures

For the Twelve Months Ending December 31, 1998

	Prior Month Actual	Current Month Actual	Current Month Budget	Current Month Variance	YTD Actual	YTD Budget	YTD Variance
Revenues							
Direct Expenses							
Indirect Expenses							
Consultants & Professional Services	5,000	-	-	-	7,500	-	7,500
Total Expenses before Corp. Allocations	5,000	-	-	-	7,500	-	7,500
Operating Profit before Corp. Allocations	(5,000)	-	-	-	(7,500)	-	(7,500)
Operating Profit after Corp. Allocations	(5,000)	-	-	-	(7,500)	-	(7,500)
Other Income / (Expense)							
Interest Income	1,234	1,267	-	1,267	7,052	-	7,052
Earnings/(Loss) Before Inc Tax	(3,766)	1,267	-	1,267	(448)	-	(448)

**GLA New Ventures
Balance Sheet
as of 10/31/99**

	<u>12/31/98</u>	<u>9/30/99</u>	<u>10/31/99</u>
ASSETS			
Current Assets:			
Cash and Cash Equivalents	446,052	781,148	492,199
Notes Receivable	-	1,850,000	1,100,000
Other Investments	3,100,000	4,307,841	5,597,661
Total Current Assets	3,546,052	6,938,989	7,189,860
Fixed Assets:			
Other Assets:			
Total Assets	<u>3,546,052</u>	<u>6,938,989</u>	<u>7,189,860</u>
 Current Liabilities:			
A/P & Accrued Liabilities	<u>7,500</u>	<u>15,747</u>	<u>44,458</u>
Total Current Liabilities	7,500	15,747	44,458
Long-Term Liabilities:			
Total Liabilities	<u>7,500</u>	<u>15,747</u>	<u>44,458</u>
Equity:			
Paid In Capital	3,539,000	7,237,433	7,496,944
Retained Earnings	-	(34,823)	(34,823)
YTD Income	(448)	(279,368)	(316,719)
Total Equity	<u>3,538,552</u>	<u>6,923,242</u>	<u>7,145,402</u>
Total Liabilities and Equity	<u>3,546,052</u>	<u>6,938,989</u>	<u>7,189,860</u>

GLA New Ventures

For the Ten Months Ending October 31, 1999

	Prior Month Actual	Current Month Actual	Current Month Budget	Current Month Variance	YTD Actual	YTD Budget	YTD Variance
Revenues							
Direct Expenses							
Indirect Expenses							
Total Salaries	6,844	8,461	-	(8,461)	39,903	-	(39,903)
Consultants & Professional Services	32,139	46,300	-	(46,300)	348,809	-	(348,809)
Office Supplies	-	-	-	-	93	-	(93)
Other G & A	-	215	-	(215)	33,624	-	(33,624)
Total Expenses before Corp. Allocations	38,983	54,976	-	(54,976)	422,429	-	(422,429)
Operating Profit before Corp. Allocations	(38,983)	(54,976)	-	(54,976)	(422,429)	-	(422,429)
Operating Profit after Corp. Allocations	(38,983)	(54,976)	-	(54,976)	(422,429)	-	(422,429)
Other Income / (Expense)							
Interest Income	13,521	17,624	-	17,624	105,709	-	105,709
Earnings/(Loss) Before Inc Tax	(25,462)	(37,352)	-	(37,352)	(316,720)	-	(316,720)

EVEREST CONNECTIONS CORPORATION
PROFORMA BALANCE SHEET

ASSETS	Year 1	Year 2
Current Assets:		
Cash	\$ 341,234	\$ 623,521
Other Current Assets	-	-
Total Current Assets	\$ 341,234	\$ 623,521
Fixed Assets:		
Property Plant & Equipment	85,441,070	134,249,565
Less: Accumulated Depreciation	<u>(4,849,088)</u>	<u>(15,576,042)</u>
Net Property Plant & Equipment	80,591,982	118,673,523
Total Assets	<u>\$ 80,933,216</u>	<u>\$ 119,297,044</u>
LIABILITIES		
Current Liabilities:		
A/P & Accrued Liabilities	-	-
Total Current Liabilities	-	\$ -
Long-Term Liabilities		
Senior Debt	57,000,000	88,500,000
High Yield Debt	-	-
Total Long-Term Debt	<u>57,000,000</u>	<u>88,500,000</u>
Total Liabilities	57,000,000	88,500,000
Shareholders Equity		
Common Stock	38,000,000	59,000,000
Retained Earnings	<u>(14,066,784)</u>	<u>(28,202,956)</u>
Total Shareholders Equity	23,933,216	30,797,044
Total Liabilities & Equity	<u>80,933,216</u>	<u>119,297,044</u>

EVEREST CONNECTIONS CORPORATION
PROFORMA INCOME STATEMENTS

	Year 1	Year 2
Revenues	\$ 2,501,042	\$ 16,524,125
Direct Expenses	3,697,953	6,345,214
Indirect Expenses	<u>2,890,785</u>	<u>5,623,129</u>
Total Expenses	6,588,738	11,968,343
EBITDA	\$ (4,087,696)	\$ 4,555,782
Other Income/(Expense)		
Depreciation & Amortization	(4,849,088)	(10,726,954)
Interest Expense	<u>(5,130,000)</u>	<u>(7,965,000)</u>
Total Other Income/(Expense)	(9,979,088)	(18,691,954)
Net Income Before Taxes	(14,066,784)	(14,136,172)
Taxes		
Net Income After Taxes	<u>\$ (14,066,784)</u>	<u>\$ (14,136,172)</u>