

**Lance J.M. Steinhart**  
Attorney At Law  
6455 East Johns Crossing  
Suite 285  
Duluth, Georgia 30097

Also Admitted in New York  
and Maryland

Telephone: (770) 232-9200  
Facsimile: (770) 232-9208

November 29, 1999

**VIA OVERNIGHT DELIVERY**

Mr. Dale Roberts  
Chief A.L.J./Executive Secretary  
Missouri Public Service Commission  
301 W. High Street  
Jefferson City, Missouri 65102

**FILED**

NOV 30 1999

Re: Powercom Corporation

**Missouri Public  
Service Commission**

Dear Mr. Roberts:

TA- 2000-350

Enclosed please find an original and fourteen (14) copies of Powercom Corporation's Application for Certificate of Service Authority to Provide Interexchange Telecommunications Services Within the State of Missouri.

I have also enclosed an extra copy of this letter to be date stamped and returned to me in the enclosed, self addressed, postage prepaid envelope.

If you have any questions or if I may provide you with any additional information, please do not hesitate to contact me.

Please note that this Application is being submitted by myself and Judith A. Rau, Esq., Missouri Counsel, Bar # 24856.

Respectfully submitted,



Lance J.M. Steinhart  
Attorney for Powercom Corporation

Enclosures

cc: Dan Larsen  
Office of Public Counsel

0000507

FILED

NOV 30 1999

BEFORE THE PUBLIC SERVICE COMMISSION  
OF THE STATE OF MISSOURI

In the matter of the )  
application )  
of Powercom Corporation )  
for a certificate of )  
service authority )  
to provide interexchange )  
telecommunications services )

Missouri Public  
Service Commission

Case No. TA-2000-350

APPLICATION

Powercom Corporation, ("Applicant"), a Wisconsin Corporation, files this verified application respectfully requesting that the Missouri Public Service Commission ("Commission") issue an order that:

- (a) grants Applicant a Certificate of Service Authority to provide interexchange telecommunications services pursuant to Chapter 392 of the Missouri Revised Statutes.
- (b) grants competitive status to Applicant.
- (c) waives certain Commission rules and statutory provisions pursuant to Section 392.420, RSMo Cum. Supp. 1992.

In support of its request, Applicant states:

1. The legal name and principal office or place of business of the Applicant are:

Powercom Corporation  
1807 North Center Street  
Beaver Dam, WI 53916  
(920) 887-3148/Phone  
(920) 885-2879/Facsimile

A copy of Applicant's Articles of Incorporation and certificate of authority from the Missouri Secretary of State to transact business in Missouri are attached hereto as Exhibit I.

0000507

2. The name and address of Applicant's in-state attorney is:

Judith A. Rau, Esq.  
Rau & Rau  
1007 Olive Street, 5th Floor  
St. Louis, Missouri 63101

3. Applicant proposes to provide interexchange telecommunications services within Missouri including direct outbound dialing (1+ and 101XXXX), 800 and 888 (inbound Toll-Free), travel cards, and prepaid calling cards. Applicant proposes to provide service to prospective customers throughout the State of Missouri.

4. Applicant has the experience in the telecommunications industry and the technical and financial resources to provide telecommunications services within Missouri. A brief description of the qualifications and experience of the key management employees is attached hereto as Exhibit II. A copy of the Applicant's Financial Statements for the year ended December 31, 1998 is attached hereto as Exhibit III.

5. Applicant's draft Tariff is attached as Exhibit IV. The proposed tariff contains the rules and regulations applicable to its customers, a description of the services offered, and a list of rates associated with such services.

6. Applicant requests classification as a competitive telecommunications company within the State of Missouri.

Applicant believes that its proposed services will be subject to sufficient competition to justify a lesser degree of regulation. Granting of this application will allow greater price and service options for telephone users.

7. Applicant also requests, pursuant to Section 392.420 RSMo (Cum. Supp. 1992), that the Commission waive the application of the following rules and statutory provisions as it relates to the regulation of Applicant:

392.240(1) Rates-reasonable average return on investment.  
392.270 Property valuation.  
392.280 Depreciation rates.  
392.290 Issuance of stocks and bonds.  
392.310 Issuance of stocks and bonds.  
392.320 Issuance of stocks and bonds.  
392.330 Issuance of stocks and bonds.  
392.340 Reorganization.

4 CSR 240-10.020	Income on depreciation fund investments.
4 CSR 240-30.010(2)(C)	Posting exchange rates at central offices.
4 CSR 240-32.030(1)(B)	Exchange boundary maps.
4 CSR 240-32.030(1)(C)	Record of access lines.
4 CSR 240-32.030(2)	Records kept within state.
4 CSR 240-32.050(3-6)	Telephone directories.
4 CSR 240-32.070(4)	Coin telephones.
4 CSR 240-33.030	Inform customers of lowest priced service.
4 CSR 240-33.040(5)	Finance Fee.
4 CSR 240-30.040	Uniform System of Accounts

The above-referenced rules and statutory provisions have been waived to other interexchange carriers in prior cases.

8. Applicant, pursuant to Section 386.570, Cum. Supp. 1992, will comply with all applicable Commission rules except those which are specifically waived by the Commission pursuant to a request filed by the Applicant.

9. Correspondence or communications pertaining to this Application should be addressed to:

Lance J.M. Steinhart, Esq.  
6455 East Johns Crossing, Suite 285  
Duluth, Georgia 30097  
(770) 232-9200  
(770) 232-9208 (Fax)

WHEREFORE, Applicant, Powercom Corporation, respectfully requests that the Missouri Public Service Commission grant it a certificate of service authority to provide interexchange telecommunications services within the State of Missouri. Applicant also requests classification as a competitive telecommunications company. In addition Applicant requests a waiver of the above-referenced rules and statutory provisions.

Respectfully submitted,



Lance J.M. Steinhart, Esq.  
Attorney at Law  
6455 East Johns Crossing, Suite 285  
Duluth, Georgia 30097  
(770) 232-9200  
Georgia Bar No. 678222

and



Judith A. Rau, Esq.  
Rau & Rau  
1007 Olive Street, 5th Floor  
St. Louis, Missouri 63101  
(314) 231-3323  
Missouri Bar No. 24856

Attorneys for Applicant

## ATTACHED EXHIBITS

Exhibit I	Missouri Secretary of State Authorization and Articles of Incorporation
Exhibit II	Executive Officers' Qualifications and Experience
Exhibit III	Financial Information
Exhibit IV	Draft Tariff

Exhibit I  
Missouri Secretary of State Authorization  
and  
Articles of Incorporation



# STATE OF MISSOURI



**Rebecca McDowell Cook**  
**Secretary of State**

## CORPORATION DIVISION - CERTIFICATE OF AUTHORITY


WHEREAS,  
POWERCOM CORPORATION

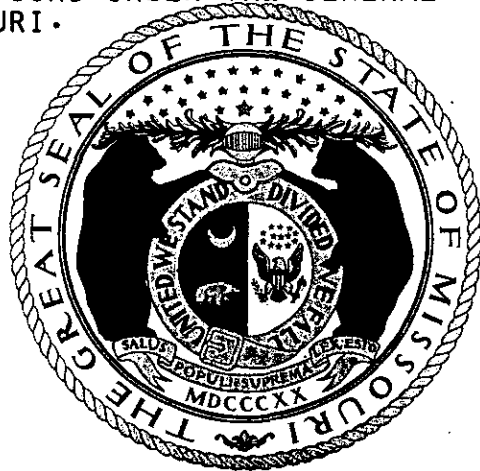
USING IN MISSOURI THE NAME  
POWERCOM CORPORATION

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 WISCONSIN.

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 15TH DAY OF NOVEMBER, 1999.

  
Secretary of State



\$155.00

RECEIVED

MAY 25 1999

WISCONSIN  
DFI

ARTICLES OF AMENDMENT  
TO THE RESTATED ARTICLES OF INCORPORATION OF  
TCC COMMUNICATIONS INC.

ARTICLE I

The name of the corporation is TCC Communications Inc.

ARTICLE II

The amendment adopted relates to Article I of the Restated Articles of Incorporation of the Corporation, as previously amended (the "Restated Articles"). After amendment, said Article I shall read in its entirety as follows:

ARTICLE I

NAME

The name of the Corporation is Powercom Corporation.

ARTICLE III

The foregoing amendment to the Restated Articles was unanimously consented to in writing by the Board of Directors and the Shareholders of the Corporation entitled to vote, in accordance with section 180.1003 of the Wisconsin Statutes on April 28, 1999.

Dated this 25th day of May, 1999.

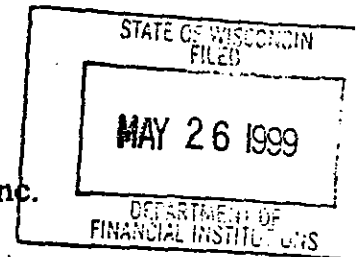
TCC COMMUNICATIONS INC.

BY

  
David M. Larkin, President

This document was drafted by Anthony J. Handzlik, Esq.

Return to: Susan K. Lipson, Paralegal  
Reinhart, Boerner, Van Deuren,  
Norris & Rieselbach, s.c.  
P.O. Box 92900  
1000 North Water Street, Suite 2100  
Milwaukee, WI 53202-0900  
414-298-8299



# ARTICLES OF INCORPORATION

Executed by the undersigned for the purpose of forming a Wisconsin corporation under the "Wisconsin Business Corporation Law", Chapter 180 of the Wisconsin Statutes:

## Article 1.

The name of the corporation is Telemanagement Consultants Corporation.

## Article 2.

The period of existence shall be perpetual.

## Article 3.

The purposes shall be to engage in any lawful activities authorized by Chapter 180 of the Wisconsin Statutes.

## Article 4.

The number of shares which it shall have authority to issue, itemized by classes, par value of shares, shares without par value, and series, if any, with a class, is:

<u>Class</u>	<u>Series (If any)</u>	<u>Number of shares</u>	<u>Par value per share or statement that shares are without par value</u>
Common		2400	Shares are without par value

## Article 5.

The preferences, limitation, designation, and relative rights of each class or series of stock, are

## Article 6.

The initial registered office is located in Green Lake County, Wisconsin, and the address of such registered office is

Route 3 Box 622  
Markesan, Wisconsin 53946

*The complete address, including street and number, if assigned, and the ZIP code, must be stated.*

## Article 7.

Name of initial registered agent at such address is Kenneth C. Davis

24

2.01 - 2.08

See instructions and suggestions elsewhere on this form

Article 8.

~~The number of directors constituting the board of directors shall be fixed by this law.~~

OR

Article 8.

The number of directors constituting the board of directors shall be six (6).

(Strike out the Article 8 you do not use)

Article 9. (Use of Article 9 is optional — see instructions)

The names of the initial directors are: Patricia A. and Steven J. Stroschein, Elaine S. (Thomsen) and Ronald R. Rowell and Beverly E. and Kenneth C. Davis.

Article 10. (Other provisions)

Article 11.

These articles may be amended in the manner authorized by law at the time of amendment.

Article 12.

The name and address of incorporator (or incorporators) are:

NAME	ADDRESS (street & number, city, state & ZIP code)
<u>Patricia A. and Steven J. Stroschein</u>	<u>352 S. 56th St., Milwaukee, WI 53214</u>
<u>Elaine S. (Thomsen) and Ronald R. Rowell</u>	<u>Route 1, Box 80, Dalton, WI 53926</u>
<u>Beverly E. and Kenneth C. Davis</u>	<u>Route 3, Box 622, Markesan, WI 53946</u>

Executed in duplicate on the 2nd day of January, 1985

All incorporators

SIGN HERE

Patricia A. Stroschein  
Steven J. Stroschein  
Elaine S. (Thomsen) Rowell  
Ronald R. Rowell  
Beverly E. Davis  
Kenneth C. Davis

STATE OF WISCONSIN

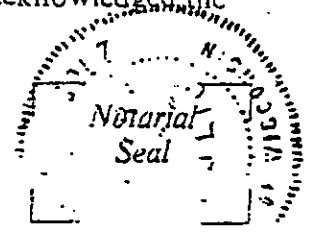
SS.

County of

Personally came before me this 2nd day of January A.D. 19 85 the  
aforenamed incorporator(s) Patricia A. and Steven J. Stroschein, Elaine S. (Thomsen)  
and Ronald R. Howell and Beverly E. and Kenneth C. Davis  
to me known to be the person who executed the foregoing instrument, and acknowledged the  
same.

*State of Wisconsin*  
*Green Lake County*

*R. Arden Galt*  
Notary Public



*My Commission expires April 3, 1988*

This document was drafted by Steven J. Stroschein  
(Name of person — please print or type)

(See instructions,  
STATE OF WISCONSIN  
FILED

INSTRUCTIONS AND SUGGESTIONS

JAN 14 1985

CONTENT OF THE FORM

DOUGLAS LA FOLLETTE  
SECRETARY OF STATE

- A. *Article 1.* The name must contain "Corporation", "Incorporated", or "Limited" or the abbreviation of one of those words.
- B. *Article 2.* Insert "perpetual" or insert any limitation desired, but not "indefinite".
- C. *Article 3.* You may strike out the inprinted purposes clause and substitute a clause to cite particular purposes, should you so desire. (The statute expressly states that it is not necessary to enumerate the powers.)
- D. *Article 4.* For the minimum filing fee, you may authorize 2,800 shares of no par value stock, or \$56,000 of par value stock. Some quantity of capital stock is to be authorized. See instructions on "Filing fees"
- E. *Article 5.* This means, in substance, that this article must show all the rights, privileges, and restrictions as between classes of stock and as between series of stock in any class. If desired, a provision may be inserted authorizing the directors to fix the variations in rights as to series of any class. If none, so specify.
- F. *Articles 6 & 7.* The corporation must have a registered office in Wisconsin and a registered agent at such office. This office need not be the same as the corporation's place of business, but it must be the business office of the registered agent. The address of the registered office must be physically described, i.e., give the street name and number, when assigned, and city and ZIP code in Wisconsin, and the county within which the office is located. P.O. Box addresses may also be included for mailing purposes. BUT ARE INSUFFICIENT ALONE!
- G. *Article 9.* Sec. 180.32 (1) provides that the initial board of directors may be named in the articles of incorporation. If you do not name the initial board, strike out article 9.
- H. *Article 10.* Provided as a place in which to insert any desired material such a restricting preemptive rights, stock transfer restrictions, quorum provisions, etc.

# ARTICLES OF INCORPORATION

Mail Returned Copy to:

(FILL IN THE NAME AND ADDRESS HERE)

Telemanagement Consultants Corp.  
Kenneth C. Davis  
Route 3, Box 622  
Markesan, WI 53946

Pl. 10.23

Registrar of Deeds Office }  
Green Lake Co. Wis. }

Received for record this 21st day of  
JANUARY 1985 at 9:00 o'clock

A. M. and recorded in Vol. 8 of

Corp. on page 528.

Shirley G. Williams  
Registrar of Deeds.

## INSTRUCTIONS AND SUGGESTIONS (Continued)

- J. Article 12. Have the INCORPORATOR SIGN before a Notary Public. The number of incorporators may be one or more, but all the incorporators listed in the articles must sign. Make sure that both of the copies have ORIGINAL SIGNATURES. Carbon copy, rubber stamp signatures are not acceptable. Notary must acknowledge incorporators names exactly as they are listed in Article 12. EXECUTION DATE AND NOTARY DATE MUST MATCH EXACTLY.
- K. Notary public must SIGN AND AFFIX SEAL on both copies of the articles, and complete their statement in the area provided. Make sure that original signatures and seal impressions appear on both copies.
- L. If the document is executed or acknowledged in Wisconsin, sec. 14.38 (14) of the Wisconsin Statutes provides that it shall not be filed unless the name of the person (individual) who, or the governmental agency which, drafted it is printed, typewritten, stamped or written thereon in a legible manner.

## PREPARATION, FEES AND TRANSMITTAL

- M. Prepare document in DUPLICATE ORIGINAL. Furnish Secretary of State two identical copies of the articles of incorporation. (Mailing address: Corporation Division, Secretary of State, P.O. Box 7846, Madison, WI 53707). One copy will be retained (filed) by Secretary of State and the other copy transmitted directly to the Register of Deeds of the county within which the corporation's initial registered office is located, together with your check for the recording fee. When the recording has been accomplished, the document will be returned to the address you furnish on the back of the form.
- N. Two SEPARATE REMITTANCES are required.
  - 1) Send a FILING FEE of \$70 (or more) payable to SECRETARY OF STATE with the articles of incorporation. \$70 is the minimum fee and is sufficient for 2,800 shares of no par value stock, or \$56,000 of par value stock. Add \$1.25 more filing fee for each \$1.000 (or fraction thereof) for par value stock in excess of \$56,000, and/or 2½ cents more filing fee for each share of no par value stock in excess of 2,800. Your cancelled check is your receipt for fee payment.
  - 2) Send a RECORDING FEE of \$10 (or more) payable to REGISTER OF DEEDS OF \_\_\_\_\_ COUNTY, WISCONSIN with the articles of incorporation. Name the county within which the corporation's initial registered office is located. Recording fee for this standard form is \$10. If you append additional pages, add \$2 more recording fee for each additional page. Please furnish the fee for the Register of Deeds in check form to this office and we will transmit it to the Register of Deeds with the document for recording.

United States of America  
STATE OF WISCONSIN  
Office of the Secretary of State

TO ALL TO WHOM THESE PRESENTS SHALL COME, GREETING:

The undersigned, as Secretary of State of the State of Wisconsin, certifies that the corporate filing chronology reproduced or attached below lists the type and date of filing of recordable documents filed with my office by the corporation captioned on said chronology, and commences with the date of filing of articles of incorporation, association or consolidation.

IN TESTIMONY WHEREOF, I have  
hereunto set my hand and affixed  
my official seal, at Madison, on

NOV 04 1987.

*Douglas LaFollette*

DOUGLAS La FOLLETTE  
Secretary of State

---

CORPORATE FILING CHRONOLOGY

---

TELEMANAGEMENT CONSULTANTS CORPORATION

01 T019454

Filed January 14, 1985

RESTATED ARTICLES OF INCORPORATION  
OF

## TELEMANAGEMENT CONSULTANTS CORPORATION

*Copy*

The following Restated Articles of Incorporation, duly adopted pursuant to the authority and provisions of Chapter 180 of the Wisconsin Statutes, supersede and take the place of the existing Articles of Incorporation and all amendments thereto.

## ARTICLE I

## NAME

The name of the corporation is Telemanagement Consultants Corporation.

## ARTICLE II

## PURPOSES

The purposes for which the corporation is organized are to engage in any lawful activity within the purposes for which a corporation may be organized under the Wisconsin Business Corporation Law, Chapter 180 of the Wisconsin Statutes.

## ARTICLE III

## CAPITAL STOCK

The aggregate number of shares which the corporation shall have authority to issue is fifty-six thousand (56,000) shares, consisting of one class only, designated as "Common Stock", of the par value of One Dollar (\$1.00) per share.

Each presently issued and outstanding share of common stock, no par value, of the corporation shall be equal to and is hereby changed into one share of Common Stock, One Dollar par value, of this corporation.



## ARTICLE IV

## PREEMPTIVE RIGHTS

No holder of any stock of the corporation shall have any preemptive right to purchase, subscribe for, or otherwise acquire any shares of stock of the corporation of any class now or hereafter authorized, or any securities exchangeable for or convertible into such shares.

## ARTICLE V

## DIRECTORS

The number of directors shall be fixed by, or in the manner provided in, the By-Laws.

## ARTICLE VI

RIGHT TO PURCHASE OWN SHARES  
AND PARTIAL LIQUIDATION

The corporation shall have the right to acquire its own shares from time to time, upon such terms and conditions as the Board of Directors shall fix. The Board of Directors of the corporation may, from time to time, distribute to shareholders in partial liquidation out of stated capital or net capital surplus a portion of its assets in cash or property as further provided by law.

## ARTICLE VII

## REGISTERED OFFICE AND AGENT

The address of the registered office of the corporation is 106 Front Street, Beaver Dam, Wisconsin, 53911, Dodge County, and the name of its registered agent at such address is David Larkin.

Document #

Received this 1 day ofNovember 1987 at 9:32 A.M.and recorded in Vol. 648of Records, Page 610-614

DODGE COUNTY REGISTER OF DEEDS

Oris Westra  
Registrarno att.

Form 14

**United States of America**  
**State of Wisconsin**  
**OFFICE OF THE SECRETARY OF STATE**

***To All to Whom These Presents Shall Come:***

The undersigned, as Secretary of State of the State of Wisconsin, certifies that the attached is a duplicate of a document accepted and filed in my office.

IN TESTIMONY WHEREOF, I have hereunto set my hand and affixed my official seal, at Madison, on the date of filing of said document.

*Douglas L. Follette*

**DOUGLAS L. FOLLETTE**  
 Secretary of State

*Charles + Brady*

*P.O. Box 2113*

*Madison, WI*

*53701*

RESTATED ARTICLES OF INCORPORATION

245680

OF

TELEMANAGEMENT CONSULTANTS CORPORATION

The following Restated Articles of Incorporation, duly adopted pursuant to the authority and provisions of Chapter 180 of the Wisconsin Statutes, supersede and take the place of the existing Articles of Incorporation and all amendments thereto.

ARTICLE I

NAME

The name of the corporation is Telemanagement Consultants Corporation.

ARTICLE II

PURPOSES

The purposes for which the corporation is organized are to engage in any lawful activity within the purposes for which a corporation may be organized under the Wisconsin Business Corporation Law, Chapter 180 of the Wisconsin Statutes.

ARTICLE III

CAPITAL STOCK

The aggregate number of shares which the corporation shall have authority to issue is fifty-six thousand (56,000) shares, consisting of one class only, designated as "Common Stock", of the par value of One Dollar (\$1.00) per share.

Each presently issued and outstanding share of common stock, no par value, of the corporation shall be equal to and is hereby changed into one share of Common Stock, One Dollar par value, of this corporation.

24

ARTICLE IV

PREEMPTIVE RIGHTS

No holder of any stock of the corporation shall have any preemptive right to purchase, subscribe for, or otherwise acquire any shares of stock of the corporation of any class now or hereafter authorized, or any securities exchangeable for or convertible into such shares.

ARTICLE V

DIRECTORS

The number of directors shall be fixed by, or in the manner provided in, the By-Laws.

ARTICLE VI

RIGHT TO PURCHASE OWN SHARES  
AND PARTIAL LIQUIDATION

The corporation shall have the right to acquire its own shares from time to time, upon such terms and conditions as the Board of Directors shall fix. The Board of Directors of the corporation may, from time to time, distribute to shareholders in partial liquidation out of stated capital or net capital surplus a portion of its assets in cash or property as further provided by law.

ARTICLE VII

REGISTERED OFFICE AND AGENT

The address of the registered office of the corporation is 106 Front Street, Beaver Dam, Wisconsin, 53911, Dodge County, and the name of its registered agent at such address is David Larkin.

STATE OF WISCONSIN )  
 ) ss  
Dodge COUNTY )

We, the undersigned officers of Telemanagement Consultants Corporation, hereby certify that the foregoing Restated Articles of Incorporation were duly adopted by the shareholders on the 7th day of November, 1987, by the following vote:

<u>Class of Shares</u>	<u>No. of Shares Outstanding</u>	<u>No. Entitled to Vote</u>	<u>No. of Votes Requisite For Adoption</u>	<u>For</u>	<u>Against</u>
Common	2,400	2,400	1,201	2,400	0

Executed in duplicate this 7th day of November, 1987.

NO CORPORATE SEAL

David M. Larkin, President  
 David Larkin, President

Merry C. Larkin, Secretary  
 Merry Larkin, Secretary

This instrument was drafted by Thomas W. O'Brien of Quarles & Brady, 411 East Wisconsin Avenue, Milwaukee WI 53202.

STATE OF WISCONSIN  
 FILED

NOV 05 1987  
 JOSEPH LA FOLLETTE  
 SECRETARY OF STATE

Exhibit II  
Executive Officers' Qualifications and Experience

See attached Resumes

**David M. Larkin**  
**Chairman and CEO**

*Education:*

1969      Ph.D studies in Educational Administration, University of Iowa, Iowa City  
1966      MAT English Education, Beloit College, Beloit, Wisconsin  
1965      BA English Composition, Political Science, Beloit College, Beloit, Wisconsin

*Professional Experience:*

1987-Present    TCC Communications, Inc., Beaver Dam, Wisconsin  
                 Chairman and CEO  
1970-1987      Waupun High School, Waupun, Wisconsin  
                 Assistant Principal and Principal, Chairman of Department of English  
1967-1970      Larkin Painting Contractors, Iowa City, Iowa  
                 Owner  
1965-1966      Montello Schools, Montello, Wisconsin  
                 English Instructor, Grades 7-10  
1965            Beloit Memorial High School, Beloit, Wisconsin  
                 English Instructor, Grades 9-11

**Merry C. Larkin  
Vice President**

**Education:**

1968-1970     Elementary/Math Education, University of Iowa, Iowa City  
1964-1966     Art Education, University of Wisconsin, Madison

**Professional Experience:**

1986-Present   TCC Communications, Inc., Beaver Dam, Wisconsin  
                    Vice President  
1970-1972     Moraine Park Technical College, Waupun, Wisconsin  
                    Waupun Center Supervisor  
1967-1970     Larkin Painting Contractors, Iowa City, Iowa  
                    Co-Owner

**Personal Information:**

1969-Present   Mother to Two Sons  
1966-Present   Wife to an Entrepreneur



Exhibit III  
Financial Information

**TCC POWERCOM ®**  
**CONSOLIDATED OPERATIONS**  
**INCOME STATEMENT**  
**ACTUAL FOR THE YEAR ENDING 12/31/98**

	01/98	02/98	03/98	04/98	05/98	06/98	07/98	08/98	09/98	10/98	11/98	12/98	TOTAL	1997
	Actual	Actual	Actual	Actual	Actual	Actual	Actual	Actual	Actual	Actual	Actual	Actual	Actual	ACTUAL
<b>SALES</b>														
Usage Income	\$885,612	\$854,815	\$858,300	\$918,835	\$852,717	\$887,257	\$890,149	\$875,372	\$857,317	\$871,201	\$792,064	\$775,797	\$7,015,143	\$10,736,906
Surcharge Income	51,487	65,515	93,570	100,511	23,445	67,626	59,325	55,474	94,820	56,156	75,774	60,193	1,012,753	488,568
Fees	147,129	100,532	80,542	120,961	95,363	106,673	32,452	82,286	101,487	50,856	50,852	91,466	1,173,018	378,355
<b>TOTAL SALES</b>	<b>1,084,228</b>	<b>1,020,862</b>	<b>1,032,412</b>	<b>1,140,307</b>	<b>1,071,465</b>	<b>1,061,556</b>	<b>1,064,526</b>	<b>1,053,132</b>	<b>1,053,624</b>	<b>1,058,256</b>	<b>918,690</b>	<b>927,456</b>	<b>12,639,914</b>	<b>11,603,829</b>
Refunds and Allowances	8,791	19,747	19,062	20,246	16,355	121,580	6,301	6,514	12,677	16,647	12,862	15,372	134,517	131,285
<b>NET SALES</b>	<b>1,045,436</b>	<b>1,001,115</b>	<b>1,013,350</b>	<b>1,119,061</b>	<b>1,055,110</b>	<b>940,000</b>	<b>1,058,225</b>	<b>1,046,618</b>	<b>1,040,947</b>	<b>1,041,609</b>	<b>905,828</b>	<b>912,084</b>	<b>12,505,397</b>	<b>11,472,544</b>
<b>COST OF SALES</b>														
Direct Line Usage	287,774	222,363	220,855	217,685	230,982	227,172	245,036	246,182	268,547	255,995	259,559	254,513	2,857,287	1,500,624
Amortization of Line Installation Costs	2,425	2,426	2,426	2,426	2,425	2,426	2,426	2,426	2,425	2,426		(25,690)		31,624
Indirect Line Usage	332,043	331,845	414,542	408,373	387,974	393,280	340,553	333,336	283,755	371,401	291,036	259,206	4,267,543	5,098,106
<b>TOTAL COST OF SALES</b>	<b>622,242</b>	<b>556,634</b>	<b>637,823</b>	<b>628,484</b>	<b>621,382</b>	<b>622,878</b>	<b>588,115</b>	<b>582,944</b>	<b>554,728</b>	<b>630,822</b>	<b>553,121</b>	<b>447,235</b>	<b>7,124,830</b>	<b>6,629,354</b>
<b>GROSS PROFIT</b>	<b>443,223</b>	<b>444,481</b>	<b>375,527</b>	<b>490,576</b>	<b>433,728</b>	<b>457,622</b>	<b>468,470</b>	<b>463,674</b>	<b>486,219</b>	<b>410,787</b>	<b>352,679</b>	<b>464,849</b>	<b>5,380,567</b>	<b>4,843,190</b>
<b>OPERATING EXPENSES</b>														
Sales Expenses	57,386	64,493	57,925	61,321	54,824	63,620	61,077	65,270	64,236	60,558	51,247	63,999	745,867	859,068
Marketing Expenses	15,282	22,021	17,187	15,215	17,872	7,745	17,278	17,302	16,546	18,912	23,349	18,320	291,071	152,317
Customer Service Expenses	75,641	58,439	72,705	73,395	71,515	75,954	61,091	60,795	73,832	54,164	73,502	79,770	552,879	750,523
Technical Operations Expenses	57,472	59,864	59,071	58,306	67,827	54,553	49,175	52,599	54,585	58,230	76,124	63,888	722,117	695,659
Administrative Expenses	53,458	53,122	49,181	45,629	55,180	43,357	53,450	52,779	105,351	51,589	66,464	131,761	767,057	563,589
Professional Expenses	16,411	9,425	10,460	15,004	13,824	33,660	19,102	19,370	21,633	43,277	26,247	51,371	276,326	125,890
Occupancy Expenses	14,559	18,656	20,447	23,866	18,898	17,552	19,637	23,890	20,431	20,390	20,199	23,891	240,256	177,747
Depreciation & Amortization	35,569	35,626	35,689	35,686	35,689	36,645	35,636	35,636	42,856	42,856	42,855	33,533	449,821	515,302
Property Tax Expense	15,364	13,288	17,894	14,522	14,116	11,828	9,964	9,753	9,628	(13,913)	(23,633)	(25,257)	54,232	380,510
Other Expenses	24,892	13,088	22,285	17,872	15,755	28,548	20,405	20,263	22,009	25,245	(13,515)	(34,892)	180,776	212,680
<b>TOTAL OPERATING EXPENSES</b>	<b>370,204</b>	<b>362,222</b>	<b>364,237</b>	<b>365,427</b>	<b>372,742</b>	<b>375,018</b>	<b>368,134</b>	<b>371,799</b>	<b>425,472</b>	<b>371,514</b>	<b>364,616</b>	<b>406,551</b>	<b>4,500,835</b>	<b>4,172,224</b>
<b>PROFIT FROM OPERATIONS</b>	<b>73,019</b>	<b>82,259</b>	<b>111,290</b>	<b>125,149</b>	<b>68,986</b>	<b>182,604</b>	<b>100,336</b>	<b>69,148</b>	<b>60,747</b>	<b>63,273</b>	<b>88,063</b>	<b>58,298</b>	<b>879,732</b>	<b>670,966</b>
<b>NON-OPERATING INC (EXPI)</b>														
Interest Income (Expense)	(22,328)	(21,598)	(24,255)	(17,307)	(20,812)	(15,713)	(18,145)	(21,271)	(115,722)	(58,261)	(56,414)	(59,880)	(448,522)	(221,931)
Late Payment Fees	(16,675)	(16,242)	(17,355)	(19,551)	(16,375)	(13,193)	(11,695)	(12,116)	(15,673)	(5,484)	(1,455)	1,157	(142,761)	(255,456)
Other Income (Expense)	1,511	5,482	1,565	1,747	1,605	5,130	1,555	3,259	543	1,813	1,715	5,354	29,600	14,716
<b>TOTAL NON-OPER INC (EXPI)</b>	<b>(37,492)</b>	<b>(32,358)</b>	<b>(39,945)</b>	<b>(35,111)</b>	<b>(34,582)</b>	<b>(23,776)</b>	<b>(27,281)</b>	<b>(33,689)</b>	<b>(127,952)</b>	<b>(61,932)</b>	<b>(56,154)</b>	<b>(53,469)</b>	<b>(560,683)</b>	<b>(462,671)</b>
<b>INCOME BEFORE INCOME TAXES</b>	<b>35,527</b>	<b>49,901</b>	<b>71,345</b>	<b>89,838</b>	<b>34,404</b>	<b>158,828</b>	<b>72,659</b>	<b>35,465</b>	<b>(67,205)</b>	<b>2,341</b>	<b>31,909</b>	<b>4,829</b>	<b>319,049</b>	<b>208,295</b>
<b>PROVISION FOR INCOME TAXES</b>														
Federal Income Taxes														351
State Income Taxes														351
<b>TOTAL NON-OPER INC (EXPI)</b>														
<b>NET INCOME (LOSS)</b>	<b>\$35,527</b>	<b>\$49,901</b>	<b>\$71,345</b>	<b>\$89,838</b>	<b>\$34,404</b>	<b>\$158,828</b>	<b>\$72,659</b>	<b>\$35,465</b>	<b>\$(67,205)</b>	<b>\$2,341</b>	<b>\$31,909</b>	<b>\$4,829</b>	<b>\$319,049</b>	<b>\$208,295</b>

**TCC POWERCOM ®**  
**CONSOLIDATED OPERATIONS**  
**BALANCE SHEETS**  
**ACTUAL FOR THE YEAR ENDING 12/31/98**

	1997	1/98	2/98	3/98	4/98	5/98	6/98	7/98	8/98	9/98	10/98	11/98	12/98
	Actual	Actual	Actual	Actual	Actual	Actual	Actual	Actual	Actual	Actual	Actual	Actual	Actual
<b>CURRENT ASSETS</b>													
Cash	453,111	63,542	129,644	582,785	292,026	57,793	2*8,271	150,331	(8,346)	1,565,789	678,483	484,418	263,220
Accounts Receivables (net)	1,171,244	396,465	1,463,822	1,416,404	1,386,372	1,400,925	1,396,286	1,326,703	1,272,666	1,287,885	1,298,175	1,275,811	1,174,971
Other Receivables (net)	217,953	402,570	620,535	455,911	718,671	483,860	333,668	353,316	256,462	171,217	155,015	155,846	177,483
Prepaid Expenses	49,217	108,587	113,337	121,427	120,050	115,881	129,818	150,981	144,918	102,193	110,040	103,027	75,514
<b>TOTAL CURRENT ASSETS</b>	<b>1,891,565</b>	<b>1,967,563</b>	<b>2,347,337</b>	<b>2,568,586</b>	<b>2,517,159</b>	<b>2,058,259</b>	<b>2,078,036</b>	<b>1,980,337</b>	<b>1,897,599</b>	<b>2,565,864</b>	<b>2,229,711</b>	<b>1,989,079</b>	<b>1,711,187</b>
<b>LEASEHOLD IMPROVEMENTS AND EQUIPMENT</b>													
Equipment	487,039	467,039	482,236	464,664	439,706	436,151	486,242	547,075	590,720	611,405	621,678	624,895	694,664
Office furniture and fixtures	346,736	352,942	357,668	358,927	367,594	369,862	369,662	369,662	369,662	379,927	391,270	395,855	346,736
Vehicles	46,299	46,299	46,299	46,299	46,299	46,299	46,299	46,299	46,299	46,299	46,299	46,299	46,299
Capital lease property	1,686,536	1,686,536	1,686,536	1,686,536	1,716,271	1,716,271	1,716,271	1,716,271	1,800,696	1,800,696	1,800,696	1,800,696	1,800,696
Line installation	344,925	348,787	357,602	358,502	361,789	367,935	372,615	373,205	377,045	382,665	393,585	397,592	387,592
Leasehold improvements	137,651	137,651	137,651	137,651	137,651	137,651	137,651	139,917	139,917	139,917	139,917	139,917	137,651
<b>Total At Cost</b>	<b>3,261,193</b>	<b>3,057,226</b>	<b>3,068,517</b>	<b>3,072,821</b>	<b>3,089,878</b>	<b>3,154,169</b>	<b>3,140,939</b>	<b>3,192,628</b>	<b>3,210,114</b>	<b>3,561,310</b>	<b>3,593,626</b>	<b>3,605,259</b>	<b>3,716,030</b>
Less Accumulated Depreciation	1,644,685	1,632,191	1,719,596	1,757,202	1,794,708	1,832,213	1,870,679	1,909,164	1,945,690	1,963,195	2,020,701	2,058,257	2,085,990
<b>TOTAL LEASEHOLD IMPRV &amp; EQUIP</b>	<b>1,408,508</b>	<b>1,375,045</b>	<b>1,348,820</b>	<b>1,315,599</b>	<b>1,294,971</b>	<b>1,301,956</b>	<b>1,270,260</b>	<b>1,284,444</b>	<b>1,264,424</b>	<b>1,598,116</b>	<b>1,563,125</b>	<b>1,547,052</b>	<b>1,630,040</b>
<b>OTHER ASSETS</b>	<b>250,417</b>	<b>249,508</b>	<b>249,196</b>	<b>246,586</b>	<b>247,978</b>	<b>247,389</b>	<b>246,759</b>	<b>246,150</b>	<b>245,540</b>	<b>687,764</b>	<b>659,687</b>	<b>652,211</b>	<b>243,101</b>
<b>TOTAL ASSETS</b>	<b>3,548,490</b>	<b>3,592,415</b>	<b>3,945,355</b>	<b>4,150,774</b>	<b>4,080,106</b>	<b>3,657,584</b>	<b>3,595,059</b>	<b>3,490,931</b>	<b>3,207,583</b>	<b>4,842,743</b>	<b>4,452,623</b>	<b>4,168,343</b>	<b>3,584,329</b>
<b>CURRENT LIABILITIES</b>													
Accounts Payable	3,636,368	2,864,595	3,386,421	3,637,684	3,553,916	3,178,879	3,117,294	3,057,637	2,780,752	1,623,517	1,259,629	692,372	888,991
Current maturities of long-term debt	251,498	327,827	901,955	275,873	257,427	238,632	215,114	191,296	167,173	142,742	117,897	92,938	89,995
Current maturities of capital lease	596,275	371,085	344,598	317,812	264,831	251,635	2*8,439	184,659	151,007	1*6,985	11,716	106,399	101,018
Current maturities of stock purchase obligations													
Taxes Payable	67,603	56,803	107,955	70,867	76,829	74,244	77,577	67,958	73,450	73,937	69,666	77,678	65,947
Property Tax Payable	73,603	88,967	102,254	118,659	133,791	58,586	70,524	80,525	90,258	99,816	47,848	22,639	
Accrued Compensation	107,789	134,889	101,759	132,732	101,424	101,298	103,726	108,752	102,005	102,278	101,696	120,225	143,687
Other Current Liabilities	63,494	62,677	62,631	62,333	61,888	66,243	80,658	104,322	117,682	85,319	71,867	88,179	154,703
<b>TOTAL CURRENT LIABILITIES</b>	<b>4,595,574</b>	<b>3,978,825</b>	<b>4,397,787</b>	<b>4,586,050</b>	<b>4,468,616</b>	<b>3,888,317</b>	<b>3,593,336</b>	<b>3,779,306</b>	<b>3,483,157</b>	<b>2,144,676</b>	<b>1,780,818</b>	<b>1,498,627</b>	<b>1,424,521</b>
<b>LONG-TERM DEBT</b>	<b>75,629</b>	<b>718,541</b>	<b>863,477</b>	<b>606,429</b>	<b>550,555</b>	<b>548,371</b>	<b>49*9,910</b>	<b>444,125</b>	<b>393,372</b>	<b>4,787,286</b>	<b>4,811,613</b>	<b>4,836,243</b>	<b>4,558,389</b>
<b>CAPITAL LEASE OBLIGATIONS</b>	<b>187,850</b>	<b>175,855</b>	<b>161,741</b>	<b>148,784</b>	<b>141,564</b>	<b>163,295</b>	<b>184,312</b>	<b>184,529</b>	<b>181,481</b>	<b>249,542</b>	<b>238,721</b>	<b>225,872</b>	<b>208,608</b>
<b>STOCK PURCHASE OBLIGATION</b>	<b>228,514</b>	<b>228,514</b>	<b>228,514</b>	<b>228,514</b>	<b>228,514</b>	<b>228,514</b>	<b>228,514</b>	<b>228,514</b>	<b>228,514</b>	<b>228,514</b>	<b>228,514</b>	<b>228,514</b>	<b>228,514</b>
<b>TOTAL LONG-TERM LIABILITIES</b>	<b>491,993</b>	<b>1,122,941</b>	<b>1,053,732</b>	<b>885,766</b>	<b>820,833</b>	<b>940,182</b>	<b>9*5,335</b>	<b>657,169</b>	<b>623,347</b>	<b>5,265,352</b>	<b>5,278,648</b>	<b>5,290,829</b>	<b>4,786,034</b>
<b>TOTAL LIABILITIES</b>	<b>5,087,567</b>	<b>5,098,566</b>	<b>5,441,499</b>	<b>5,569,816</b>	<b>5,389,447</b>	<b>4,909,459</b>	<b>4,608,672</b>	<b>4,630,178</b>	<b>4,288,504</b>	<b>7,410,028</b>	<b>7,059,666</b>	<b>6,789,256</b>	<b>6,189,525</b>
<b>STOCKHOLDERS' DEFICIT</b>													
Common Stock	7,157	7,157	7,157	7,157	7,157	7,157	7,157	7,157	7,157	(1,389,350)	(1,389,350)	(1,389,350)	3,971
Additional Paid-In Capital	205,462	205,462	205,462	205,462	205,462	205,462	205,462	205,462	205,462	205,462	205,462	205,462	205,462
Treasury Stock	(228,514)	(228,514)	(228,514)	(228,514)	(228,514)	(228,514)	(228,514)	(228,514)	(228,514)	(228,514)	(228,514)	(228,514)	(1,598,493)
Retained Deficit	(1,526,179)	(1,490,255)	(1,480,249)	(1,433,149)	(1,311,444)	(1,268,02*)	(1,197,718)	(1,123,350)	(1,063,045)	(1,154,883)	(1,194,441)	(1,208,511)	(1,216,139)
<b>TOTAL STOCKHOLDERS' DEFICIT</b>	<b>(1,542,974)</b>	<b>(1,506,153)</b>	<b>(1,498,144)</b>	<b>(1,419,044)</b>	<b>(1,327,339)</b>	<b>(1,301,915)</b>	<b>(1,213,613)</b>	<b>(1,139,245)</b>	<b>(1,078,941)</b>	<b>(2,567,285)</b>	<b>(2,509,643)</b>	<b>(2,602,913)</b>	<b>(2,605,197)</b>
<b>TOTAL LIABILITIES AND EQUITY</b>	<b>3,548,490</b>	<b>3,592,415</b>	<b>3,945,355</b>	<b>4,150,774</b>	<b>4,080,106</b>	<b>3,657,584</b>	<b>3,595,059</b>	<b>3,490,931</b>	<b>3,207,583</b>	<b>4,842,743</b>	<b>4,452,623</b>	<b>4,168,343</b>	<b>3,584,329</b>

**TCC POWERCOM ®**  
**CONSOLIDATED OPERATIONS**  
**CASH FLOW STATEMENTS**  
**ACTUAL FOR THE YEAR ENDING 12/31/98**

**CASH FLOWS FROM OPERATING ACTIVITIES**

	01/98	02/98	03/98	04/98	05/98	06/98	07/98	08/98	09/98	10/98	11/98	12/98	1998	1997
	Actual	Actual	Actual	Actual	Actual	Actual	Actual	Actual	Actual	Actual	Actual	Actual	Actual	Actual
Net Income	\$35,923	\$16,007	\$77,100	\$91,705	\$25,423	\$25,393	\$74,368	\$60,304	(\$91,837)	(\$39,558)	(\$14,070)	(\$7,525)	\$ 310,043	(\$141,340)
Depreciation & Amortization	35,689	35,689	35,589	35,689	35,689	36,649	35,689	35,689	42,855	42,855	42,855	33,593	448,621	515,032
Amortization of Line Installation Costs	2,426	2,426	2,426	2,426	2,426	2,426	2,426	2,426	2,426	2,426	2,426	(\$26,690)		31,624
Provision For Uncollectible Accounts	6,457	6,387	6,097	866	(3,277)	6,279	7,285	3,535	(1,345)	6,934	(\$8,208)	(\$48,483)	(\$48,369)	\$ 4,272
(Incr) Decr In Accounts Receivable	(\$291,678)	(\$93,744)	61,241	29,248	(11,276)	(\$1,641)	83,232	29,503	5,227	(\$27,424)	55,572	145,323	44,642	34,405
(Incr) Decr In Other Receivables	(\$182,676)	(\$219,665)	164,624	(\$262,761)	234,812	150,194	(\$19,650)	66,653	115,246	16,204	(\$833)	(\$21,637)	40,511	(\$74,369)
(Incr) Decr In Prepaid Expenses	(\$57,370)	(\$6,750)	(\$8,080)	1,337	4,409	(\$14,135)	(\$21,165)	6,083	42,726	(\$7,647)	2,033	32,493	(\$26,286)	(\$12,415)
Incr (Decr) In Accounts Payable	(\$673,772)	401,825	271,263	(\$86,867)	(\$372,139)	(\$61,385)	(\$79,757)	(\$256,756)	(\$1,257,135)	(\$263,779)	(\$287,467)	(\$103,450)	(\$2,749,477)	0
Incr (Decr) In Property Tax Liability	15,364	13,266	16,805	14,932	(\$75,204)	11,938	9,981	9,763	9,559	(\$51,970)	(\$25,209)	(\$22,639)	(\$73,603)	1,818,651
(Incr) Decr In Income Tax Liability	-	-	-	-	-	-	-	-	-	-	-	-	-	(\$75,210)
Incr (Decr) In Other Liabilities	(\$14,460)	48,170	(\$35,818)	4,227	1,637	30,380	7,096	14,937	(\$32,435)	(\$18,113)	40,863	80,335	125,767	25,299
Net Cash Provided (Used) By Operations	(\$1,064,095)	197,431	550,138	(\$169,200)	(\$157,500)	249,006	99,535	(\$27,518)	(\$1,163,713)	(\$340,270)	(\$202,037)	50,160	(\$1,928,143)	2,135,908

**CASH FLOWS FROM INVESTING ACTIVITIES**

Purchase Of Leasehold Improv & Equip.	(\$6,042)	(\$11,281)	(\$4,285)	(\$16,877)	(\$44,490)	(\$8,770)	(\$51,689)	(\$17,465)	(\$351,198)	(\$22,515)	(\$21,433)	(\$110,771)	(\$654,637)	(\$231,524)
Purchase of Other Assets									(\$430,000)	-	-	430,000		3,529
Loss on Disposal of Fixed Assets														
Net Cash Provided (Used) In Investing	(\$6,042)	(\$11,281)	(\$4,285)	(\$16,877)	(\$44,490)	(\$8,770)	(\$51,689)	(\$17,465)	(\$781,196)	(\$22,515)	(\$21,433)	319,229	(\$654,637)	(\$227,995)

**CASH FLOWS FROM FINANCING ACTIVITIES**

Incr (Decr) In Long-Term Debt	720,045	(\$1,735)	(\$2,989)	(\$74,461)	(\$20,979)	(\$79,979)	(\$71,603)	(\$74,676)	4,565,482	(\$428)	(\$431)	(\$300,755)	4,301,270	(\$1,191,580)
Incr (Decr) In Capital Lease Obligations	(\$39,175)	(\$38,611)	(\$39,743)	(\$43,202)	(\$7,317)	(\$960)	(\$42,351)	(\$41,751)	(\$7,930)	(\$14,078)	(\$15,142)	(\$22,596)	(\$310,866)	(\$389,510)
Incr (Decr) In Stock Purchase Obligations	-	-	-	-	(\$3,945)	(\$22)	(\$1,831)	5,061	(\$1,354,536)	(\$1,996)	(\$2,023)	(\$207,224)	(\$1,567,315)	
Net Cash Provided (Used) In Financing	680,869	(\$120,348)	(\$122,732)	(\$114,662)	(\$32,242)	(\$81,761)	(\$115,788)	(\$111,576)	3,007,027	(\$16,501)	(\$18,597)	(\$530,605)	2,423,069	(\$1,581,100)
<b>NET INCREASE (DECREASE) IN CASH</b>	(\$389,269)	65,802	483,121	(\$300,740)	(\$234,232)	160,477	(\$57,940)	(\$156,680)	1,062,118	(\$379,286)	(\$242,067)	(\$151,196)	(\$169,891)	327,083
<b>CASH AT BEGINNING OF PERIOD</b>	453,111	63,842	129,644	592,765	292,026	57,794	218,271	150,331	(\$6,348)	1,055,770	676,484	434,416	453,111	125,028
<b>CASH AT END OF PERIOD</b>	\$63,842	\$129,644	\$592,765	\$292,026	\$57,794	\$218,271	\$150,331	(\$6,348)	\$1,055,770	\$676,484	\$434,416	\$283,220	\$283,220	\$453,111

Exhibit IV  
Draft Tariff

## TITLE SHEET

## MISSOURI INTEREXCHANGE TELECOMMUNICATIONS TARIFF

OF

## POWERCOM CORPORATION

This tariff contains the descriptions, regulations, and rates applicable to the furnishing of service or facilities for Telecommunications Services furnished by Powercom Corporation ("Powercom"), with principal offices at 1807 North Center Street, Beaver Dam, Wisconsin 53916, toll free telephone number 800-444-4014. This tariff applies for services furnished within the State of Missouri. This tariff is on file with the Missouri Public Service Commission, and copies may be inspected, during normal business hours, at the company's principal place of business.

Powercom Corporation, operates as a competitive telecommunications company as defined by Case No. TO-88-142 within the State of Missouri.

DATE OF ISSUE: November 30, 1999 DATE EFFECTIVE: January 14, 2000  
Dan Larsen, Chief of General Operations  
1807 North Center Street  
Beaver Dam, WI 53916

WAIVER OF RULES AND REGULATIONS

392.240(1)	Rates-reasonable average return on investment.
392.270	Property valuation.
392.280	Depreciation rates.
392.290	Issuance of stocks and bonds.
392.310	Issuance of stocks and bonds.
392.320	Issuance of stocks and bonds.
392.330	Issuance of stocks and bonds.
392.340	Reorganization.
4 CSR 240-10.020	Income on depreciation fund investments.
4 CSR 240-30.010(2)(C)	Posting exchange rates at central offices.
4 CSR 240-32.030(1)(B)	Exchange boundary maps.
4 CSR 240-32.030(1)(C)	Record of access lines.
4 CSR 240-32.030(2)	Records kept within state.
4 CSR 240-32.050(3-6)	Telephone directories.
4 CSR 240-32.070(4)	Coin telephones.
4 CSR 240-33.030	Inform customers of lowest priced service.
4 CSR 240-33.040(5)	Finance Fee.
4 CSR 240-30.040	Uniform System of Accounts

DATE OF ISSUE: November 30, 1999 DATE EFFECTIVE: January 14, 2000  
Dan Larsen, Chief of General Operations  
1807 North Center Street  
Beaver Dam, WI 53916

POWERCOM CORPORATION

P.S.C. MO. TARIFF NO. 1

ORIGINAL SHEET 3

RESERVED FOR FUTURE USE

DATE OF ISSUE: November 30, 1999 DATE EFFECTIVE: January 14, 2000  
Dan Larsen, Chief of General Operations  
1807 North Center Street  
Beaver Dam, WI 53916



TABLE OF CONTENTS

	Page
Title Sheet.....	1
Waiver of Rules and Regulations.....	2
Reserved For Future Use.....	3
Table of Contents.....	4
Tariff Format.....	5
Symbols.....	6
Section 1 - Technical Terms and Abbreviations.....	7
Section 2 - Rules and Regulations.....	9
2.1 Undertaking of the Company.....	9
2.2 Use of Services.....	10
2.3 Liability of the Company.....	11
2.4 Responsibilities of the Customer.....	13
2.5 Cancellation or Interruption of Service.....	15
2.6 Credit Allowance.....	17
2.7 Restoration of Service.....	18
2.8 Deposit.....	18
2.9 Advance Payments.....	18
2.10 Payment and Billing.....	19
2.11 Reserved for Future Use.....	20
2.12 Taxes.....	20
2.13 Reserved for Future Use.....	20
2.14 Returned Check Charge.....	20
2.15 Reconnection Charge.....	20
Section 3 - Description of Service.....	21
3.1 Computation of Charges.....	21
3.2 Customer Complaints and/or Billing Disputes...	22
3.3 Level of Service.....	23
3.4 Billing Entity Conditions.....	23
3.5 Service Offerings.....	24
Section 4 - Rates.....	29

DATE OF ISSUE: November 30, 1999 DATE EFFECTIVE: January 14, 2000  
Dan Larsen, Chief of General Operations  
1807 North Center Street  
Beaver Dam, WI 53916

TARIFF FORMAT

A. Sheet Numbering: Sheet numbers appear in the upper right corner of the page. Sheets are numbered sequentially. However, new sheets are occasionally added to the tariff. When a new sheet is added between sheets already in effect, a decimal is added. For example, a new sheet added between pages 11 and 12 would be page 11.1.

B. Sheet Revision Numbers: Revision numbers also appear in the upper right corner of each sheet where applicable. These numbers are used to indicate the most current page version on file with the Commission. For example, 4th Revised Sheet 13 cancels 3rd Revised Sheet 13. Consult the Check Sheet for the sheets currently in effect.

C. Paragraph Numbering Sequence: There are nine levels of paragraph coding. Each level of coding is subservient to its next higher level:

- 2.
- 2.1
- 2.1.1
- 2.1.1.A
- 2.1.1.A.1
- 2.1.1.A.1.(a)
- 2.1.1.A.1.(a).I
- 2.1.1.A.1.(a).I.(i)
- 2.1.1.A.1.(a).I.(i).(1)

SYMBOLS

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

- (C) to signify change in regulation
- (D) to signify a deletion
- (I) to signify a rate increase
- (L) to signify material relocated in the tariff
- (N) to signify a new rate or regulation
- (R) to signify a rate reduction
- (T) to signify a change in text, but no change in rate or regulation

DATE OF ISSUE: November 30, 1999 DATE EFFECTIVE: January 14, 2000  
Dan Larsen, Chief of General Operations  
1807 North Center Street  
Beaver Dam, WI 53916

SECTION 1 - TECHNICAL TERMS AND ABBREVIATIONS

Access Line - An arrangement from a local exchange telephone company or other common carrier, using either dedicated or switched access, which connects a Customer's location to location or switching center.

Authorization Code - A numerical code, one or more of which may be assigned to a Customer, to enable Powercom to identify the origin of the Customer so it may rate and bill the call. Automatic number identification (ANI) is used as the authorization code wherever possible.

Commission - Used throughout this tariff to mean the Missouri Public Service Commission.

Company or Powercom - Used throughout this tariff to mean Powercom Corporation, a Wisconsin corporation.

Customer - The person, firm, corporation or other legal entity which orders the services of Powercom or purchases a Powercom Prepaid Calling Card and/or originates prepaid calls using such cards, and is responsible for the payment of charges and for compliance with the Company's tariff regulations.

Dedicated Access - The Customer gains entry to the Company's services by a direct path from the Customer's location to the Company's point of presence.

Holiday - New Year's Day, Independence Day, Labor Day, Thanksgiving Day and Christmas Day. Holidays shall be billed at the evening rate from 8 a.m. to 11 p.m. After 11 p.m., the lower night rate shall go into effect.

Prepaid Account - An inventory of Telecom Units purchased in advance by the Customer, and associated with one and only one Authorization Code as contained in a specific Prepaid Calling Card.

Prepaid Calling Card - A card issued by the Company, containing an Authorization Code which identifies a specific Prepaid Account of Telecom Units, which enables calls to be processed, account activity to be logged, and balances to be maintained, on a prepayment basis.

Resp. Org - Responsible Organization or entity identified by an 800 service Customer that manages and administers records in the 800 database and management system.

Switched Access - The Customer gains entry to the Company's services by a transmission line that is switched through the local exchange carrier to reach the Company's point of presence.

Telecom Unit - A measurement of telecommunications service equivalent to one minute of usage between any two points within the State of Missouri.

Telecommunications - The transmission of voice communications or, subject to the transmission capabilities of the services, the transmission of data, facsimile, signaling, metering, or other similar communications.

Underlying Carrier - The telecommunications carrier whose network facilities provide the technical capability and capacity necessary for the transmission and reception of Customer telecommunications traffic.

SECTION 2 - RULES AND REGULATIONS2.1 Undertaking of the Company

This tariff contains the regulations and rates applicable to intrastate resale telecommunications services provided by Powercom for telecommunications between points within the State of Missouri. Resale services are furnished subject to the availability of facilities and subject to the terms and conditions of this tariff in compliance with limitations set forth in the Commission's rules. The Company's services are provided on a statewide basis and are not intended to be limited geographically. The Company offers service to all those who desire to purchase service from the Company consistent with all of the provisions of this tariff. Customers interested in the Company's services shall file a service application with the Company which fully identifies the Customer, the services requested and other information requested by the Company. The Company reserves the right to examine the credit record and check the references of all applicants and Customers prior to accepting the service order. The service application shall not in itself obligate the Company to provide services or to continue to provide service if a later check of applicant's credit record is, in the opinion of the Company, contrary to the best interest of the Company. The Company may act as the Customer's agent for ordering access connection facilities provided by other carriers or entities when authorized by the Customer, to allow connection of a Customer's location to a service provided by the Company. The Customer shall be responsible for all charges due for such service arrangement.

DATE OF ISSUE: November 30, 1999 DATE EFFECTIVE: January 14, 2000  
Dan Larsen, Chief of General Operations  
1807 North Center Street  
Beaver Dam, WI 53916

- 2.1.1 The services provided by Powercom are not part of a joint undertaking with any other entity providing telecommunications channels, facilities, or services, but may involve the resale of the Message Toll Services (MTS) and Wide Area Telecommunications Services (WATS) of underlying common carriers subject to the jurisdiction of this Commission.
- 2.1.2 The rates and regulations contained in this tariff apply only to the resale services furnished by Powercom and do not apply, unless otherwise specified, to the lines, facilities, or services provided by a local exchange telephone company or other common carriers for use in accessing the services of Powercom.
- 2.1.3 The Company reserves the right to limit the length of communications, to discontinue furnishing services, or limit the use of service necessitated by conditions beyond its control, including, without limitation: lack of satellite or other transmission medium capacity; the revision, alteration or repricing of the Underlying Carrier's tariffed offerings; or when the use of service becomes or is in violation of the law or the provisions of this tariff.

## 2.2 Use of Services

- 2.2.1 Services may be used for any lawful purpose consistent with the transmission and switching parameters of the telecommunications facilities utilized in the provision of services, subject to any limitations set forth in this Section 2.2.
- 2.2.2 The use of services to make calls which might reasonably be expected to frighten, abuse, torment, or harass another or in such a way as to unreasonably interfere with use by others is prohibited.
- 2.2.3 The use of services without payment for service or attempting to avoid payment for service by fraudulent means or devices, schemes, false or invalid numbers, or false calling or credit cards is prohibited.

- 2.2.4 Services are available for use 24 hours per day, seven days per week.
- 2.2.5 Powercom does not transmit messages, but the services may be used for that purpose.
- 2.2.6 Services may be denied for nonpayment of undisputed charges or for other violations of this tariff.
- 2.2.7 Customers shall not use the service provided under this tariff for any unlawful purpose.
- 2.2.8 The Customer is responsible for notifying the Company immediately of any unauthorized use of services.

### 2.3 Liability of the Company

- 2.3.1 The Company shall not be liable for any claim, loss, expense or damage for any interruption, delay, error, omission, or defect in any service, facility or transmission provided under this tariff, if caused by the Underlying Carrier, an act of God, fire, war, civil disturbance, act of government, or due to any other causes beyond the Company's control.
- 2.3.2 The Company shall not be liable for, and shall be fully indemnified and held harmless by the Customer against any claim, loss, expense, or damage for defamation, libel, slander, invasion, infringement of copyright or patent, unauthorized use of any trademark, trade name or service mark, proprietary or creative right, or any other injury to any person, property or entity arising out of the material, data or information transmitted.
- 2.3.3 No agent or employee of any other carrier or entity shall be deemed to be an agent or employee of the Company.



- 2.3.4 The Company's liability for damages, resulting in whole or in part from or arising in connection with the furnishing of service under this tariff, including but not limited to mistakes, omissions, interruptions, delays, errors, or other defects or misrepresentations shall not exceed an amount equal to the charges provided for under this tariff for the long distance call for the period during which the call was affected. No other liability in any event shall attach to the Company.
- 2.3.5 The Company shall not be liable for and shall be indemnified and saved harmless by any Customer or by any other entity from any and all loss, claims, demands, suits, or other action or any liability whatsoever, whether suffered, made, instituted, or asserted by any Customer or any other entity for any personal injury to, or death of, any person or persons, and for any loss, damage, defacement or destruction of the premises of any Customer or any other entity or any other property whether owned or controlled by the Customer or others.
- 2.3.6 The Company shall not be liable for any indirect, special, incidental, or consequential damages under this tariff including, but not limited to, loss of revenue or profits, for any reason whatsoever, including the breakdown of facilities associated with the service, or for any mistakes, omissions, delays, errors, or defects in transmission occurring during the course of furnishing service.

- 2.3.7 The remedies set forth herein are exclusive and in lieu of all other warranties and remedies, whether express, implied, or statutory, INCLUDING WITHOUT LIMITATION IMPLIED WARRANTIES OF MERCHANTABILITY AND FITNESS FOR A PARTICULAR PURPOSE.

**2.4 Responsibilities of the Customer**

- 2.4.1 The Customer is responsible for placing any necessary orders and complying with tariff regulations. The Customer is also responsible for the payment of charges for services provided under this tariff.
- 2.4.2 The Customer is responsible for charges incurred for special construction and/or special facilities which the Customer requests and which are ordered by Powercom on the Customer's behalf.
- 2.4.3 If required for the provision of services, the Customer must provide any equipment space, supporting structure, conduit and electrical power without charge to Powercom.
- 2.4.4 The Customer is responsible for arranging access to its premises at times mutually agreeable to Powercom and the Customer when required for Powercom personnel to install, repair, maintain, program, inspect or remove equipment associated with the provision of services.
- 2.4.5 The Customer shall cause the temperature and relative humidity in the equipment space provided by Customer for the installation of equipment to be maintained within the range normally provided for the operation of microcomputers.

- 2.4.6 The Customer shall ensure that the equipment and/or system is properly interfaced with facilities or services, that the signals emitted into network are of the proper mode, bandwidth, power and signal level for the intended use of the subscriber and in compliance with criteria set forth in this tariff, and that the signals do not damage equipment, injure personnel, or degrade service to other Customers. If the Federal Communications Commission or some other appropriate certifying body certifies terminal equipment as being technically acceptable for direct electrical connection with interstate communications service, Powercom will permit such equipment to be connected with its channels without the use of protective interface devices. If the Customer fails to maintain the equipment and/or the system properly, with resulting imminent harm to Powercom equipment, personnel or the quality of service to other Customers, Powercom may, upon written notice, require the use of protective equipment at the Customer's expense. If this fails to produce satisfactory quality and safety, Powercom may, upon written notice, terminate the Customer's service.
- 2.4.7 The Customer must pay Powercom for replacement or repair of damage to the equipment or facilities of Powercom caused by negligence or willful act of the Customer or others, by improper use of the services, or by use of equipment provided by Customer or others.
- 2.4.8 The Customer must pay for the loss through theft of any Powercom equipment installed at Customer's premises.
- 2.4.9 If Powercom installs equipment at Customer's premises, the Customer shall be responsible for payment of any applicable installation charge.

- 2.4.10 The Customer must use the services offered in this tariff in a manner consistent with the terms of this tariff and the policies and regulations of all state, federal and local authorities having jurisdiction over the service.

**2.5 Cancellation or Interruption of Services**

- 2.5.1 Without incurring liability, upon five (5) working days' (defined as any day on which the company's business office is open and the U.S. Mail is delivered) written notice to the Customer, Powercom may immediately discontinue services to a Customer or may withhold the provision of ordered or contracted services:
- 2.5.1.A For nonpayment of any undisputed sum due Powercom for more than thirty (30) days after issuance of the bill for the amount due,
  - 2.5.1.B For violation of any of the provisions of this tariff,
  - 2.5.1.C For violation of any law, rule, regulation, policy of any governing authority having jurisdiction over services, or
  - 2.5.1.D By reason of any order or decision of a court, public service commission or federal regulatory body or other governing authority prohibiting Powercom from furnishing its services.

- 2.5.2 Without incurring liability, Powercom may interrupt the provision of services at any time in order to perform tests and inspections to assure compliance with tariff regulations and the proper installation and operation of Customer and equipment and facilities and may continue such interruption until any items of noncompliance or improper equipment operation so identified are rectified.
- 2.5.3 Service may be discontinued by Powercom without notice to the Customer, by blocking traffic to certain NXX exchanges, or by blocking calls using certain Customer authorization codes, when Powercom deems it necessary to take such action to prevent unlawful use of its service. Powercom will restore service as soon as it can be provided without undue risk, and will, upon request by the Customer affected, assign a new authorization code to replace the one that has been deactivated.
- 2.5.4 The Customer may terminate service upon thirty (30) days written or oral notice for the Company's standard month to month contract. Customer will be liable for all usage on any of the Company's service offerings until the Customer actually leaves the service. Customers will continue to have Company usage until the Customer notifies its local exchange carrier and changes its long distance carrier. Until the Customer so notifies its local exchange carrier, it shall continue to generate and be responsible for long distance usage.

2.6 Credit Allowance

- 2.6.1 Credit may be given for disputed calls, on a per call basis.
- 2.6.2 Credit shall not be issued for unavailability of long distance services.

DATE OF ISSUE: November 30, 1999 DATE EFFECTIVE: January 14, 2000  
Dan Larsen, Chief of General Operations  
1807 North Center Street  
Beaver Dam, WI 53916

**2.7 Restoration of Service**

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

**2.8 Deposit**

The Company does not require deposits.

**2.9 Advance Payments**

The Company does not require advance payments.

**2.10 Payment and Billing**

- 2.10.1 Service is provided and billed on a billing cycle basis, beginning on the date that service becomes effective. Billing is payable upon receipt. A late fee of 1.5% per month, or the amount otherwise authorized by law, whichever is lower, will be assessed upon any unpaid amount commencing 30 days after rendition of bills.
- 2.10.2 The customer is responsible for payment of all charges for services furnished to the Customer, as well as to all persons using the Customer's codes, exchange lines, facilities, or equipment, with or without the knowledge or consent of the Customer. The security of the Customer's Authorization Codes, presubscribed exchange lines, and direct connect facilities is the responsibility of the Customer. All calls placed using direct connect facilities, presubscribed exchange lines, or Authorization Codes will be billed to and must be paid by the Customer. Recurring charges and non-recurring charges are billed in advance. Charges based on actual usage during a month and any accrued interest will be billed monthly in arrears.
- 2.10.3 Reserved for Future Use.



**2.11 Reserved for Future Use****2.12 Taxes**

All federal, state and local taxes, including sales taxes, use taxes, gross receipts taxes, and municipal utilities taxes, are billed as separate line items and are not included in the rates quoted herein. All charges other than taxes and franchise fees shall be submitted to the Commission for approval.

**2.13 Reserved for Future Use****2.14 Returned Check Charge**

A fee will be charged whenever a check or draft presented for payment for service is not accepted by the institution on which it is written.

**2.15 Reconnection Charge**

A reconnection fee of twenty-five dollars (\$25.00) per occurrence will be charged when service is reestablished for Customers which have been disconnected due to non-payment. Payment of the reconnection fee and any other outstanding amounts will be due in full prior to reconnection of service.

SECTION 3 - DESCRIPTION OF SERVICE3.1 Computation of Charges

- 3.1.1 The total charge for each completed call may be a variable measured charge dependent on the duration, distance and time of day of the call. The total charge for each completed call may also be dependent only on the duration of the call, i.e. a statewide flat rate per minute charge. The variable measured charge is specified as a rate per minute which is applied to each minute. All calls are measured in increments as set forth in the Rates Section of this tariff. All calls are rounded up to the next whole increment.
- 3.1.2 Where mileage bands appear in a rate table, rates for all calls are based upon the airline distance between the originating and terminating points of the call, as determined by the vertical and horizontal coordinates associated with the exchange (the area code and three digit central office code) associated with the originating and terminating telephone numbers. If the Customer obtains access to the Company's network by a dedicated access circuit, that circuit will be assigned an exchange for rating purposes based upon the Customer's main telephone number at the location where the dedicated access circuit terminates. The vertical and horizontal (V & H) coordinates for each exchange and the airline distance between them will be determined according to industry standards.

- 3.1.3 Timing begins when the called station is answered and two way communication is possible, as determined by standard industry methods generally in use for ascertaining answer, including hardware answer supervision in which the local telephone company sends a signal to the switch or the software utilizing audio tone detection. Recognition of answer supervision is the responsibility of the Underlying Carrier. Timing for each call ends when either party hangs up. Powercom will not bill for uncompleted calls.

**3.2 Customer Complaints and/or Billing Disputes**

Customer inquiries or complaints regarding service or accounting may be made in writing or by telephone to the Company at:

1807 North Center Street  
Beaver Dam, WI 53916  
(800) 444-4014

Any objection to billed charges should be reported promptly to Powercom. Adjustments to Customers' bills shall be made to the extent that records are available and/or circumstances exist which reasonably indicate that such charges are not in accordance with approved rates or that an adjustment may otherwise be appropriate. Where overbilling of a subscriber occurs, due either to Company or subscriber error, no liability exists which will require the Company to pay any interest, dividend or other compensation on the amount overbilled.

If a Customer accumulates more than One Dollar of undisputed delinquent Powercom 800 Service charges, the Powercom Resp. Org. reserves the right not to honor that Customer's request for a Resp. Org. change until such undisputed charges are paid in full.

**3.3 Level of Service**

A Customer can expect end to end network availability of not less than 99% at all times for all services.

**3.4 Billing Entity Conditions**

When billing functions on behalf of Powercom or its intermediary are performed by local exchange telephone companies or others, the payment of charge conditions and regulations of such companies and any regulations imposed upon these companies by regulatory bodies having jurisdiction apply. Powercom's name and toll-free telephone number will appear on the Customer's bill.

**3.5 Service Offerings****3.5.1 1+ Dialing**

This service permits Customers to originate calls via switched or dedicated access lines, and to terminate intrastate calls. The Customer dials "1+" followed by "ten digits" or dials "101XXXX" followed by "1+ ten digits".

**3.5.2 Travel Cards**

The Customer utilizes an 11 digit "toll-free" access number established by the Company to access a terminal. Upon receiving a voice prompt, the Customer uses push button dialing to enter an identification code assigned by the Company, and the ten digit number of the called party.

**3.5.3 800 Service (Toll-Free)**

This service is inbound calling only where an 800, 888 or other toll-free prefix number rings into a Customer's premise routed to a specific telephone number or terminated over a dedicated facility.

## 3.5.4 Powercom Prepaid Calling Cards

This service permits use of Prepaid Calling Cards for placing long distance calls. Customers may purchase Powercom Prepaid Calling Cards at a variety of retail outlets or through other distribution channels. Powercom Prepaid Calling Cards are available at a variety of face values ranging from five dollars (\$5.00), in one dollar (\$1.00) increments. Powercom Prepaid Calling Card service is accessed using the Powercom toll-free number printed on the card. The caller is prompted by an automated voice response system to enter his/her Authorization Code, and then to enter the terminating telephone number. Powercom's processor tracks the call duration on a real time basis to determine the number of Telecom Units consumed. The total consumed Telecom Units for each call is deducted from the remaining Telecom Unit balance on the Customer's Powercom Prepaid Calling Card.

All calls must be charged against Prepaid Calling Card that has a sufficient Telecom Unit balance. A Customer's call will be interrupted with an announcement when the balance is about to be depleted.

In order to continue the call, the Customer can either call the toll-free number on the back of the Powercom Prepaid Calling Card and "recharge" the balance on the card using a nationally recognized credit card, or the Customer can throw the card away and purchase a new one. Calls in progress will be terminated by the Company if the balance on the Powercom Prepaid Calling Card is insufficient to continue the call and the Customer fails to enter the number of another valid Powercom Prepaid Calling Card prior to termination.

A card will expire on the date indicated on the card, or if no date is specified, 12 months from the date of purchase, or the date of last recharge, whichever is later. The Company will not refund unused balances.

A credit allowance for Powercom Prepaid Calling Card Service is applicable to calls that are interrupted due to poor transmission, one-way transmission, or involuntary disconnection of a call. To receive the proper credit, the Customer must notify the Company at the designated toll-free customer service number printed on the Powercom Prepaid Calling Card and furnish the called number, the trouble experienced (e.g. cut-off, noisy circuit, etc.), and the approximate time that the call was placed.

When a call charged to an Powercom Prepaid Calling Card is interrupted due to cut-off, one-way transmission, or poor transmission conditions, the Customer will receive a credit equivalent of one Telecom Unit.

Credit allowances for calls pursuant to Powercom Prepaid Card Service do not apply for interruptions not reported promptly to the Company or interruptions that are due to the failure of power, equipment or systems not provided by the Company.

Credit for failure of service shall be allowed only when such failure is caused by or occurs due to causes within the control of the Company.

The Company will block all calls beginning with the NPA "900" and NXX "976" calls, therefore such calls can not be completed.

DATE OF ISSUE: November 30, 1999 DATE EFFECTIVE: January 14, 2000  
Dan Larsen, Chief of General Operations  
1807 North Center Street  
Beaver Dam, WI 53916

3.5.5 Directory Assistance.

Access to long distance directory assistance is obtained by dialing 1 + 555-1212 for listings within the originating area code and 1 + (area code) + 555-1212 for other listings. When more than one number is requested in a single call, a charge will apply for each number requested. A charge will be applicable for each number requested, whether or not the number is listed or published.

DATE OF ISSUE: November 30, 1999 DATE EFFECTIVE: January 14, 2000  
Dan Larsen, Chief of General Operations  
1807 North Center Street  
Beaver Dam, WI 53916



3.5.6 Reserved for Future Use.

3.5.7 Emergency Call Handling Procedures

Emergency "911" calls are not routed to company, but are completed through the local network at no charge.

3.5.8 Promotional Offerings

The Company may, from time to time, make promotional offerings to enhance the marketing of its services. These offerings may be limited to certain dates, times and locations. The Company will notify the Commission of such offerings as required by Commission rules and regulations. These promotions will be subject to prior notification and approval by the Commission.

SECTION 4 - RATES

4.1 1+ & 101XXXX Dialing

\$0.23 per minute

A \$4.95 per month per number service charge applies.  
Billed in six second increments, eighteen second minimum

4.2 Travel Cards

\$0.23 per minute Day

\$0.159 per minute Evening, Night & Weekend

A \$0.49 per call service charge applies.  
Billed in six second increments, thirty second minimum

DATE OF ISSUE: November 30, 1999 DATE EFFECTIVE: January 14, 2000  
Dan Larsen, Chief of General Operations  
1807 North Center Street  
Beaver Dam, WI 53916

**4.3 800 Service (Toll Free)**

\$0.12 per minute

A \$2 per month per number service charge applies.  
Billed in six second increments, eighteen second minimum

**4.4 Prepaid Calling Cards****Program**

A	\$.015	Per Telecom Unit
B	\$.019	Per Telecom Unit
C	\$.025	Per Telecom Unit
D	\$.029	Per Telecom Unit
E	\$.032	Per Telecom Unit
F	\$.035	Per Telecom Unit
G	\$.039	Per Telecom Unit
H	\$.045	Per Telecom Unit
I	\$.05	Per Telecom Unit
J	\$.06	Per Telecom Unit
K	\$.07	Per Telecom Unit
L	\$.08	Per Telecom Unit
M	\$.09	Per Telecom Unit
N	\$.10	Per Telecom Unit
O	\$.11	Per Telecom Unit
P	\$.12	Per Telecom Unit
Q	\$.13	Per Telecom Unit
R	\$.14	Per Telecom Unit
S	\$.15	Per Telecom Unit
T	\$.19	Per Telecom Unit
U	\$.20	Per Telecom Unit
V	\$.25	Per Telecom Unit
W	\$.29	Per Telecom Unit
X	\$.30	Per Telecom Unit
Y	\$.33	Per Telecom Unit
Z	\$.35	Per Telecom Unit
AA	\$.39	Per Telecom Unit
BB	\$.40	Per Telecom Unit
CC	\$.50	Per Telecom Unit

A \$.59 per call service charge applies.

DATE OF ISSUE: November 30, 1999 DATE EFFECTIVE: January 14, 2000  
Dan Larsen, Chief of General Operations  
1807 North Center Street  
Beaver Dam, WI 53916

4.5 Directory Assistance

\$.87

4.6 Returned Check Charge

\$25.00

DATE OF ISSUE: November 30, 1999 DATE EFFECTIVE: January 14, 2000  
Dan Larsen, Chief of General Operations  
1807 North Center Street  
Beaver Dam, WI 53916

**4.7 Rate Periods**

	Monday - Friday	Sat.	Sun.
8 a.m. to 5 p.m.*	Daytime Rate Period		Evening Rate Period
5 p.m. to 11 p.m.*	Evening Rate Period		
11 p.m. to 8 a.m.*	Night/Weekend Rate Period		

\* To, but not including

When a message spans more than one rate period, total charges for the minutes in each rate period are calculated and the results for each rate period are totaled to obtain the total message charge. If the calculation results in a fractional charge, the amount will be rounded down to the lower cent.

**4.8 Payphone Dial Around Surcharge**

A surcharge applies on all completed intrastate toll-free and 10XXX/101XXX access code calls, including any 800/888 or travel card calls, originating from a pay telephone. This surcharge is applied in addition to any other applicable service charges or surcharges. The surcharge does not apply to: calls paid for by inserting coins at the pay telephone; or calls placed from stations other than a pay telephone.

Surcharge Rate

\$0.35 per call

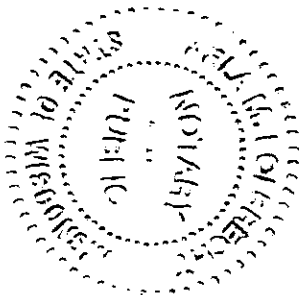
DATE OF ISSUE: November 30, 1999 DATE EFFECTIVE: January 14, 2000  
Dan Larsen, Chief of General Operations  
1807 North Center Street  
Beaver Dam, WI 53916

STATE OF WISCONSINCOUNTY OF DODGEVERIFICATION

I, David M. Larkin, being duly sworn, declare that I am the President of Powercom Corporation, the Applicant. I verify that, based upon information and belief, I have knowledge of the statements in the foregoing Application, and I declare that they are true and correct.

x [Signature]  
David M. Larkin

Sworn to before me, the undersigned Notary Public on this  
23rd day of November, 1999.



Arla M. Folbrecht  
Notary Public

Arla M. Folbrecht  
Print or Type Name

My commission expires:

1-26-03


1770

BEFORE THE PUBLIC SERVICE COMMISSION  
OF THE STATE OF MISSOURI

In the matter of the )  
application of )  
Powercom Corporation )  
for a certificate of service ) Case No. \_\_\_\_\_  
authority to provide )  
interexchange )  
telecommunications services )

ENTRY OF APPEARANCE

COMES NOW Lance J. M. Steinhart, Attorney at Law and pursuant to rule 4 CSR 240-2.040 herewith files his Entry of Appearance on behalf of Applicant Powercom Corporation, in connection with the above-styled proceeding. With respect to his entry, Mr. Steinhart hereby advises the Commission that he is a member in good standing of the State Bar of Georgia and the New York State Bar and is admitted to practice before District Courts. He also is on inactive status with the State Bar of Maryland. Neither the undersigned nor any member of his firm is disqualified to appear in any court. I also hereby designate Judith A. Rau, of the law firm of Rau & Rau, 1007 Olive Street, Fifth floor, St. Louis, Missouri 63101 to serve as our local Missouri counsel in this matter.

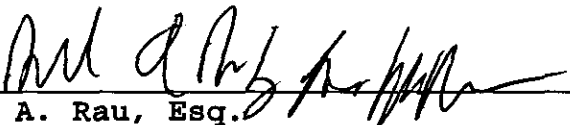
  
\_\_\_\_\_  
Lance J. M. Steinhart, Esq.  
Attorney at Law  
6455 East Johns Crossing, Suite 285  
Duluth, Georgia 30097  
(770) 232-9200  
(770) 232-9208 (Fax)  
Georgia Bar No. 678222

BEFORE THE PUBLIC SERVICE COMMISSION  
OF THE STATE OF MISSOURI

In the matter of the )  
application of )  
Powercom Corporation )  
for a certificate of service ) Case No. \_\_\_\_\_  
authority to provide )  
interexchange )  
telecommunications services )

ENTRY OF APPEARANCE

COMES NOW Judith A. Rau of the law firm Rau & Rau, and  
pursuant to rule 4 CSR 240-2.040, herewith files her Entry of  
Appearance as local Missouri counsel on behalf of Applicant  
Powercom Corporation, in connection with the above-styled  
proceeding.

  
\_\_\_\_\_  
Judith A. Rau, Esq.  
Rau & Rau  
1007 Olive Street, 5th Floor  
St. Louis, Missouri 63101  
(314) 231-3323  
Missouri Bar No. 24856