

**BEFORE THE PUBLIC SERVICE COMMISSION
OF THE STATE OF MISSOURI**

In the matter of the application)	
of New Horizons Communications Corp.)	
for a Certificate of Service Authority to)	Case No.
Provide Resold and Facilities-Based/UNE)	
Basic Local Telecommunications Services)	
in Portions of the State of Missouri and)	
to Classify Such Services and the Company)	
as Competitive)	

APPLICATION

New Horizons Communications Corp. ("Applicant" or "New Horizons"), a Delaware Corporation, files this verified application pursuant to 4 CSR 240-2.060 and 240-3.510, respectfully requesting that the Missouri Public Service Commission ("Commission") issue an order that:

- (a) grants Applicant a Certificate of Service Authority to provide resold and facilities-based/UNE Basic Local Telecommunications Services in Portions of the State of Missouri pursuant to Sections 392.410 and 392.420 - 455¹;
- (b) grants competitive status to Applicant pursuant to Section 392.361, and classifies the Applicant's services as competitive; and
- (c) waives certain Commission rules and statutory provisions pursuant to Section 392.420.

¹ All statutory references are to the Missouri Revised Statutes (2000) as amended, unless otherwise noted.

In support of its request, Applicant states:

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

New Horizons Communications Corp.
420 Bedford Street, Ste. 250
Lexington, Massachusetts 02420
(781) 290-4600 (Phone)
(781) 290-4660 (Fax)

A copy of Applicant's Certificate of Incorporation, and Certificate of Authority from the Missouri Secretary of State to transact business in Missouri are attached hereto as **Exhibit I**.

2. The name and address of Applicant's in-state attorneys are:

Mark P. Johnson, MBN 30740
Lisa A. Gilbreath, MBN 62271
SNR Denton US LLP
4520 Main, Suite 1100
Kansas City, Missouri 64111
(816) 460-2400
(Fax) 816/531-7545
mark.johnson@snrdenton.com
lisa.gilbreath@snrdenton.com

3. Applicant proposes to provide resold and facilities-based/UNE basic local telecommunications service as a separate and distinct service within portions of the State of Missouri. Applicant is willing to comply with all applicable Commission rules and is willing to meet all relevant service standards, including, but not limited to, billing, quality of service and tariff filing and maintenance. Applicant proposes to provide services to prospective customers in exchanges currently served by Southwestern Bell Telephone Company, L.P. d/b/a AT&T Missouri; Embarq Missouri, Inc. d/b/a Embarq; CenturyTel of Missouri, LLC d/b/a CenturyTel; and Spectra Communications Group, LLC d/b/a CenturyTel, as set forth in the list of exchanges

attached hereto as **Exhibit II**. Applicant will give consideration to equitable access for all Missourians, regardless of where they might reside or their income, to affordable telecommunications services in the proposed service area as set forth in Exhibit II, in accordance with applicable law.

4. When it initiates service in Missouri, New Horizons proposes to offer resold local exchange services and local services utilizing unbundled network elements, or equivalents thereof, obtained through commercial and/or interconnection agreements. Such services will be provided by utilizing the facilities of incumbent local exchange carriers ("LECs"). Initially, the services New Horizons intends to offer are likely to be those local exchange telecommunications services offered by incumbent local exchange carriers in the proposed service area. New Horizons seeks authority to provide local exchange services that may include but are not limited to the following:

- * Basic Exchange Services
- * Custom Calling and Class Features (call waiting, caller ID, call forwarding, call blocking, speed calling, etc.)
- * Adjunct Provided Features (voice messaging, etc.)
- * Ancillary Services (911, E911, 411, Relay Service, directory listing, directory assistance, etc.)
- * Centrex
- * DSL and ISDN
- * DID Trunks and Lines
- * Private Lines

New Horizons does not initially intend to install any switching equipment for the provision of local exchange service in the State of Missouri.

5. 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 III**, along with a description of the Applicant's telecommunications background. Applicant received a Certificate of Service Authority to Provide Interexchange Telecommunications Services in Missouri in Case No. XA-2007-0302. A copy of the financial information to demonstrate Applicant's financial ability to provide service is attached hereto as ****PROPRIETARY** Exhibit IV**. Exhibit IV contains confidential proprietary and financial information not generally available to the public. Due to the highly competitive nature of the telecommunications marketplace, New Horizons deems this material to be proprietary. Accordingly, the financial statements have been marked as confidential and are being submitted under seal to be maintained by the Commission and the Staff on a confidential basis. Attached hereto as well is the Affidavit of Mr. Glenn Nelson, Vice President, attesting that New Horizons possesses sufficient technical, financial and managerial resources and abilities to provide basic local telecommunications service.

6. Applicant is currently authorized to provide local exchange and interexchange services in California, Colorado, Connecticut, Washington D.C., Delaware, Florida, Georgia, Illinois, Indiana, Maine, Maryland, Massachusetts, Michigan, Montana, New Hampshire, New Jersey, North Carolina, North Dakota, Ohio, Oregon, Pennsylvania, Rhode Island, Texas, Vermont, Virginia, Washington, West Virginia and Wisconsin. Applicant is authorized to

provide only interexchange services Alabama, Arkansas, Idaho, Iowa, Kansas, Kentucky, Louisiana, Minnesota, Mississippi, Missouri, Nebraska, Nevada, New Mexico, Oklahoma, South Dakota, Utah and Wyoming. Applicant is in the process of applying for authorization to provide competitive local exchange and interexchange services in the 48 contiguous states and Hawaii. Applicant has not been denied authority for any of the services for which it seeks authority in this Application. Applicant has not been denied authority for any of the services for which it seeks authority in this Application.

7. Applicant hereby respectfully requests a temporary waiver of 4 CSR 240-3.510(1)(C) that requires Applicant to file a draft tariff simultaneously with this application until Applicant has executed interconnection agreements with the incumbent LECs and those agreements have been approved by the Commission. Applicant will file its tariff with an effective date of at least 45 days after filing.

8. Applicant hereby respectfully requests classification as a competitive telecommunications company within the State of Missouri and receive a lesser degree of regulation as permitted by Sections 392.361 and 392.420. Applicant also requests that its services be classified as competitive. 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.

9. Applicant also respectfully requests, pursuant to Section 392.420, that the Commission waive the application of the following rules and statutory provisions as it relates to the regulation of Applicant:

Statutes

- 392.210.2 – Establish Uniform System of Accounts for Annual reports
- 392.240.1 – Setting just and reasonable rates
- 392.270 – Ascertain Property values
- 392.280 – Establish Depreciation accounts
- 392.290 – Issuance of securities
- 392.300 – Transfer of Property and Acquisition of stock
- 392.310 – Issuance of stock and debt
- 392.320 – Stock Dividend Payment
- 392.330 – Issuance of securities, debts and notes
- 392.340 – Reorganization(s)

Commission Rules

- 4 CSR 240-3.520 – Applications to sell or transfer assets
- 4 CSR 240-3.525 – Applications to merge or consolidate
- 4 CSR 240-3.530 – Applications to issue stocks, obtain loans
- 4 CSR 240-3.535 – Applications to acquire stock
- 4 CSR 240-3.545(8)(C) – Listing of Waivers in Tariff
- 4 CSR 240-3.550 – Telco Records and Reports, except (5)(B), (D) and (E)
- 4 CSR 240-3.555 – Residential Customer Inquiries
- 4 CSR 240-3.560 – Procedure for Ceasing Operations
- 4 CSR 240-10.020 – Depreciation Records
- 4 CSR 240-30.020 – Residential Telephone Underground Systems
- 4 CSR 240-30.040 – Uniform System of Accounts
- 4 CSR 240-32.010 – General Provisions
- 4 CSR 240-32.040 – Metering, Inspections and Tests
- 4 CSR 240-32.050 – Customer Services
- 4 CSR 240-32.060 – Engineering and Maintenance
- 4 CSR 240-32.070 – Quality of Service
- 4 CSR 240-32.080 – Service objectives and surveillance levels
- 4 CSR 240-32.090 – Connection of equipment and Inside Wiring
- 4 CSR 240-32.100 – Provision of Basic Local Interexchange Services
- 4 CSR 240-32.130-170 – Prepaid Calling Cards, except 32.140 and .150(1)
- 4 CSR 240-32.180-190 – Caller ID blocking requirements
- 4 CSR 240-33.010 – Service and Billing Practice General Provisions
- 4 CSR 240-33.040 – Billing and Payment Standards
- 4 CSR 240-33.045 – Clear identification and placement of charges on bills
- 4 CSR 240-33.050 – Deposits
- 4 CSR 240-33.060 – Residential Customer Inquiries
- 4 CSR 240-33.070 – Discontinuance of service
- 4 CSR 240-33.080 – Disputes by Residential Customers
- 4 CSR 240-33.090 – Settlement agreements with residential customers

- 4 CSR 240-33.130 – Operator service requirements
- 4 CSR 240-33.140 – Payphone requirements, except (2)
- 4 CSR 240-33.150 – Anti-slamming requirements
- 4 CSR 240-33.160 – Customer Proprietary Network Information

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

10. Pursuant to Sections 392.470.1 and 392.361.6, the Company will undertake all necessary measures to ensure it will not, and its contracts with underlying carriers do not contain provisions preventing delivery of traffic to any telephone exchange area of Missouri. Such measures include but are not limited to:

- Prevention of call blocking and/or call gapping base on the cost of traffic termination.
- Preventing the alteration or stripping of Calling Party Number identification.
- Ensuring sufficient network capacity exists to process all traffic according to industry accepted practices.

11. As required by Section 386.570, Applicant will comply with all applicable Commission rules except those which are specifically waived by the Commission pursuant to a request filed by the Applicant.

12. All inquiries, correspondence, communications, pleadings, notices, orders and decisions relating to this case shall be addressed to Applicant's Missouri local counsel, identified above, and:

Lance J.M. Steinhart
Lance J.M. Steinhart, P.C.
1725 Windward Concourse, Suite 150
Alpharetta, Georgia 30005
(770) 232-9200
(770) 232-9208 (Fax)

13. Applicant has no pending actions or final unsatisfied judgments or decisions against it from any state or federal agency or court which involve customer service or rates, which action, judgment or decision has occurred within three (3) years of the date of this application. No annual reports or assessment fees are overdue.

14. New Horizons submits, notwithstanding the provisions of Section 392.500, as a condition of certification and competitive classification, New Horizons agrees that, unless otherwise ordered by the Commission, New Horizons' originating and terminating switched exchange access rates will be no greater than the lowest Commission-approved corresponding access rates in effect for each ILEC within those service area(s) New Horizons seeks authority to provide service. Additionally, pursuant to the Commission's Report and Order in Case No. TO-99-596, New Horizons agrees that if the ILEC in whose service area New Horizons is operating decreases its originating and/or terminating access service rates, New Horizons shall file an appropriate tariff amendment to reduce its originating and/or terminating access rates within thirty (30) days of the ILEC's reduction of its originating and/or terminating access rates in order to maintain the cap on switched exchange access rates.

15. Applicant submits the following arguments to demonstrate that the public interest will be served by the approval of this Application: the grant of a certificate to provide competitive basic local telecommunications services to the Applicant will serve the public interest. The Applicant's presence in the market will expand customer choice for telecommunications service. The increased competition brought by the Applicant to the market

will have the effect of improving the quality of telecommunications services in Missouri and decreasing the cost of such services through increased innovation and efficiency. The result will be beneficial to economic development in Missouri. The granting of a certificate to the Applicant will contribute to the availability of reasonably affordable local exchange services in the State of Missouri.

WHEREFORE, Applicant, New Horizons Communications Corp., respectfully requests that the Missouri Public Service Commission grant it a certificate of service authority to provide resold and facilities-based/UNE Basic Local Telecommunications Services within portions of the State of Missouri. Applicant also respectfully requests classification as a competitive telecommunications company and requests that its services be classified as competitive. In addition, Applicant respectfully requests a waiver of the above-referenced rules and statutory provisions and a temporary waiver of the tariff filing requirement.

Respectfully submitted,

/Mark P. Johnson/

Mark P. Johnson, MBN 30740

Lisa A. Gilbreath, MBN 62271

SNR Denton US LLP

4520 Main, Suite 1100

Kansas City, Missouri 64111

(816) 460-2400

(Fax) 816/531-7545

mark.johnson@snrdenton.com

lisa.gilbreath@snrdenton.com

Attorneys for Applicant

New Horizons Communications Corp.

CERTIFICATE OF SERVICE

I hereby certify that I have on this 12th day of November, 2012, served a true copy of the foregoing Application upon the following, listed below, in accordance with Commission rules.

General Counsel
Missouri Public Service Commission
PO Box 360
Jefferson City, MO65102


Office of the Public Counsel
PO Box 7800
Jefferson City, MO65102

/Mark P. Johnson/
Mark P. Johnson

State of Massachusetts)
)
County of Middlesex)

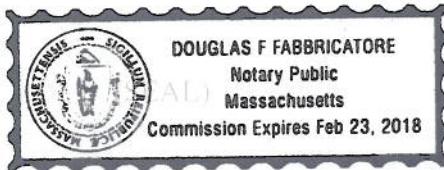
VERIFICATION


I, Glen Nelson, being duly sworn, declare that I am the Vice President of New Horizons Communications Corp., 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.



Glen Nelson, Vice President

Sworn to and Subscribed before me, the undersigned Notary Public, on this 21 day of MAY, 2012.





Notary Public
DOUGLAS FABBRICATORE

Print or Type Name

My Commission Expires: 2-23-2018

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OF THE STATE OF MISSOURI

In the matter of the application)
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Basic Local Telecommunications Services)
in Portions of the State of Missouri and)
to Classify Such Services and the Company)
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AFFIDAVIT

STATE OF MASSACHUSETTS §
§
COUNTY OF MIDDLESEX §

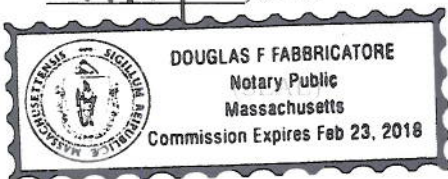
I, Glen Nelson, of lawful age and being first duly sworn, do hereby depose and state that:

1. I am Vice President of New Horizons Communications Corp., the Applicant in the referenced matter, and am authorized to make this Affidavit on behalf of New Horizons Communications Corp.
2. In my capacity as Vice President, I have executive responsibilities for the day to day financial matters associated with New Horizons Communications Corp.
3. New Horizons Communications Corp. possesses sufficient technical, financial and managerial resources and abilities to provide basic local telecommunications service.
4. New Horizons Communications Corp. has not defaulted on any of its financial obligations within the last three years and that New Horizons Communications Corp. has access to capital sufficient for the start-up operations related to the provision of basic local telecommunications service.

Further affiant sayeth not.


Glen Nelson, Vice President

Sworn to and Subscribed before me, the undersigned Notary Public, on this 21 day of MAY, 2012.




Notary Public

DOUGLAS FABBRICATORE
Print or Type Name

My Commission Expires: 2-23-2018

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EXHIBITS

- | | |
|--------------------|--|
| Exhibit I | Missouri Secretary of State Authorization and Certificate of Incorporation |
| Exhibit II | List of Exchanges |
| Exhibit III | Executive Officers' Qualifications and Experience and Company's Telecommunications Background |
| Exhibit IV | Financial Information |

Exhibit I

**Missouri Secretary of State Authorization
Certificate of Incorporation**

State of Missouri



Robin Carnahan
Secretary of State

CERTIFICATE OF AUTHORITY

WHEREAS,

New Horizons Communications Corp.
F00767261

using in Missouri the name

New Horizons Communications Corp.

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, ROBIN CARNAHAN, 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 hereunto
set my hand and cause to be affixed the
GREAT SEAL of the State of Missouri.
Done at the City of Jefferson, this
27th day of September, 2006.

Robin Carnahan

Secretary of State



Delaware

PAGE 1

The First State

I, HARRIET SMITH WINDSOR, SECRETARY OF STATE OF THE STATE OF DELAWARE, DO HEREBY CERTIFY THE ATTACHED ARE TRUE AND CORRECT COPIES OF ALL DOCUMENTS ON FILE OF "NEW HORIZONS COMMUNICATIONS CORP." AS RECEIVED AND FILED IN THIS OFFICE.

THE FOLLOWING DOCUMENTS HAVE BEEN CERTIFIED:

CERTIFICATE OF INCORPORATION, FILED THE EIGHTH DAY OF OCTOBER, A.D. 2002, AT 11 O'CLOCK A.M.

CERTIFICATE OF AMENDMENT, FILED THE EIGHTH DAY OF FEBRUARY, A.D. 2007, AT 10:30 O'CLOCK A.M.

AND I DO HEREBY FURTHER CERTIFY THAT THE AFORESAID CERTIFICATES ARE THE ONLY CERTIFICATES ON RECORD OF THE AFORESAID CORPORATION, "NEW HORIZONS COMMUNICATIONS CORP.".



3577623 8100H

080186486

You may verify this certificate online
at corp.delaware.gov/authver.shtml

Harriet Smith Windsor

Harriet Smith Windsor, Secretary of State

AUTHENTICATION: 6392585

DATE: 02-20-08

**CERTIFICATE OF INCORPORATION
OF
NEW HORIZONS COMMUNICATIONS CORP.**

The undersigned, being of legal age, in order to form a corporation under and pursuant to the laws of the State of Delaware, do hereby set forth as follows:

FIRST: The name of the corporation is **NEW HORIZONS COMMUNICATIONS CORP.**

SECOND: The address of the initial registered and principal office of this corporation in this state is c/o The Corporation Trust Center, 1209 Orange St., in the City of Wilmington, County of New Castle, State of Delaware 19801 and the name of the registered agent at said address is The Corporation Trust Company.

THIRD: The purpose of the corporation is to engage in any lawful act or activity for which corporations may be organized under the corporation laws of the State of Delaware.

FOURTH: The corporation shall be authorized to issue the following shares:

<u>Class</u>	<u>Number of Shares</u>	<u>Par Value</u>
Common	200	\$0.01

FIFTH: The name and address of the incorporator are as follows:

<u>NAME</u>	<u>ADDRESS</u>
Robert J. Fabbricatore	124 Hopewell Point Rd. Wolfeboro NH 03895

SIXTH: The following provisions are inserted for the management of the business and for the conduct of the affairs of the corporation, and for further definition, limitation and regulation of the powers of the corporation and of its directors and stockholders:

(1) The number of directors of the corporation shall be such as from time to time shall be fixed by, or in the manner provided in the by-laws. Election of directors need not be by ballot unless the by-laws so provide.

(2) The Board of Directors shall have power without the assent or vote of the stockholders:

(a) To make, alter, amend, change, add to or repeal the By-Laws of the corporation; to fix and vary the amount to be reserved for any proper purpose; to authorize and cause to be executed mortgages and liens upon all or any part of the property of the corporation; to determine the use and disposition of any surplus or net profits; and to fix the times for the declaration and payment of dividends.

(b) To determine from time to time whether, and to what times and places, and under what conditions the accounts and books of the corporation (other than the stock ledger) or any of them, shall be open to the inspection of the stockholders.

(3) The directors in their discretion may submit any contract or act for approval or ratification at any annual meeting of the stockholders or at any meeting of the stockholders called

for the purpose of considering any such act or contract, and any contract or act that shall be approved or be ratified by the vote of the holders of a majority of the stock of the corporation which is represented in person or by proxy at such meeting and entitled to vote thereat (provided that a lawful quorum of stockholders be there represented in person or by proxy) shall be as valid and as binding upon the corporation and upon all the stockholders as though it had been approved or ratified by every stockholder of the corporation, whether or not the contract or act would otherwise be open to legal attack because of director's interest, or for any other reason.

(4) In addition to the powers and authorities hereinbefore or by statute expressly conferred upon them, the directors are hereby empowered to exercise all such powers and do all such acts and things as may be exercised or done by the corporation; subject, nevertheless, to the provisions of the statutes of Delaware, of this certificate, and to any by-laws from time to time made by the stockholders, provided, however, that no by-laws so made shall invalidate any prior act of the directors which would have been valid if such by-law had not been made.

SEVENTH: No director shall be liable to the corporation or any of its stockholders for monetary damages for breach of fiduciary duty as a director, except with respect to (1) a breach of the director's duty of loyalty to the corporation or its stockholders, (2) acts or omissions not in good faith or which involve intentional misconduct or a knowing violation of law, (3) liability under Section 174 of the Delaware General Corporation Law or (4) a transaction from which the director derived an improper personal benefit, it being the intention of the foregoing provision to eliminate the liability of the corporation's directors to the corporation or its stockholders to the fullest extent permitted by Section 102(b)(7) of the Delaware General Corporation Law, as amended from time to time. The corporation shall indemnify to the fullest extent permitted by Sections 102(b)(7) and 145 of the Delaware General Corporation Law, as amended from time to time, each person that such Sections grant the corporation the power to indemnify.

EIGHTH: Whenever a compromise or arrangement is proposed between this corporation and its creditors or any class of them and/or between this corporation and its stockholders or any class of them, any court or equitable jurisdiction within the State of Delaware, may, on the application in a summary way of this corporation or of any creditor or stockholder thereof or on the application of any receiver or receivers appointed for this corporation under the provisions of Section 291 of Title 8 of the Delaware Code or on the application of trustees in dissolution or of any receiver or receivers appointed for this corporation under the provisions of Section 279 Title 8 of the Delaware Code order a meeting of the creditors or class of creditors, and/or of the stockholders or class of stockholders of this corporation, as the case may be, to be summoned in such manner as the said court directs. If a majority in number representing three-fourths (3/4) in value of the stockholders of this corporation, as the case may be, agree to any compromise or arrangement and to any reorganization of this corporation as consequence of such compromise or arrangement, the said compromise or arrangement and the said reorganization shall, if sanctioned by the court to which the said application has been made, be binding on all the creditors or class of creditors, and/or on all the stockholders or class of stockholders, of this corporation, as the case may be, and also on this corporation.

NINTH: The corporation reserves the right to amend, alter, change or repeal any provision contained in this certificate of incorporation in the manner now or hereafter prescribed by law, and all rights and powers conferred herein on stockholders, directors and officers are subject to this reserved power.

IN WITNESS WHEREOF, the undersigned hereby executes this document and affirms that the facts set forth herein are true under the penalties of perjury this 8th day of October, 2002.

/s/ Robert J. Fabbriatore
Robert J. Fabbriatore, Incorporator

**STATE OF DELAWARE
CERTIFICATE OF AMENDMENT
OF CERTIFICATE OF INCORPORATION**

The corporation organized and existing under and by virtue of the General Corporation Law of the State of Delaware does hereby certify:

FIRST: That at a meeting of the Board of Directors of _____
NEW HORIZONS COMMUNICATIONS CORP.

resolutions were duly adopted setting forth a proposed amendment of the Certificate of Incorporation of said corporation, declaring said amendment to be advisable and calling a meeting of the stockholders of said corporation for consideration thereof. The resolution setting forth the proposed amendment is as follows:

RESOLVED, that the Certificate of Incorporation of this corporation be amended by changing the Article thereof numbered "FOURTH" so that, as amended, said Article shall be and read as follows:


The corporation shall be authorized to issue the following shares:

<u>Class</u>	<u>Number of Shares</u>	<u>Par Value</u>
<u>Common</u>	<u>50,000,000</u>	<u>\$.01</u>

SECOND: That thereafter, pursuant to resolution of its Board of Directors, a special meeting of the stockholders of said corporation was duly called and held upon notice in accordance with Section 222 of the General Corporation Law of the State of Delaware at which meeting the necessary number of shares as required by statute were voted in favor of the amendment.

THIRD: That said amendment was duly adopted in accordance with the provisions of Section 242 of the General Corporation Law of the State of Delaware.

IN WITNESS WHEREOF, said corporation has caused this certificate to be signed this 19TH day of DECEMBER, 2006.

By: 

Authorized Officer

Title: President

Name: Stephen Gibbs

Print or Type



State of Delaware

The Official Website for the First State

The Secretary of State of Delaware issued a certificate for NEW HORIZONS COMMUNICATIONS CORP. whose file number is 3577623 on 02/20/2008 under request number 080186486 for authentication number 6392585.



[Back](#)

Exhibit II
List of Exchanges

AT&T Service Areas:

Adrian
Advance
Agency
Altenburg-Frohna
Antonia
Archie
Argyle
Armstrong
Ash Grove
Beaufort
BellCity
Benton
Billings
Bismarck
Bloomfield
Bloomsdale
Bowling Green
Brookfield
Campbell
Cardwell
Carl Junction
Carrollton
Caruthersville
Center
Chaffee
Charleston
Clarksville
Clever
Climax Springs
Deering
DeKalb
Delta
Downing
East Prairie
Edina
Elsberry
Essex
Farley
Fayette
Fisk
Frankford
Freeburg

Gideon
Glasgow
GrainValley
Gray Summit
Hayti
Herculaneum-Pevely
Higbee
Hillsboro
Holcomb
Hornersville
Jasper
Kansas City
Lamar
LaMonte
Lancaster
Leadwood
Lilbourne
Linn
Lockwood
Louisiana
MacksCreek
Malden
Marble Hill
Marceline
Marionville
Marston
Meta
MontgomeryCity
Mourehouse
New Franklin
New Madrid
Oak Ridge
Old Appleton
Oran
Patton
Paynesville
PierceCity
Pocohontas-New Wells
Portage Des Sioux
Portageville
Puxico
Qulin

Risco
Rushville
St. Marys
San Antonio
ScottCity
Senath
Slater
Smithville
Springfield
St. Louis
Stanberry
Trenton
Tuscumbia
Versailles
Vienna
Walnut Grove
Wardell
Ware
Wellsville
Westphalia
Wyatt

Richwoods

AT&T Service Areas (Continued):

**Bonne Terre
Boonville
Camdenton
Cape Girardeau
Carthage
Cedar Hill
Chesterfield
Chillicothe
DeSoto
Dexter
Eldon
Eureka
Excelsior Springs
Farmington
Fenton
Festus-Crystal City
Flat River
Fredericktown
Fulton
Gravois Mills
Greenwood
Hannibal
Harvester
High Ridge
Imperial
Jackson
Joplin
Kennett
Kirksville
Knob Noster
Lake Ozark-Osage Beach
Manchester
Marshall
Maxville
Mexico
Monett
Moberly
Neosho
Nevada
Pacific
Perryville**

Pond
Poplar Bluff
Richmond
St. Charles
St. Clair
St. Joseph
Sedalia
Sikeston
Union
ValleyPark
Washington
WebbCity

CenturyTel Service Areas:

**Alton
Ashland
Augusta
Ava
Belle
Bland
Blue Eye
Bourbon
Bradleyville
Branson
Branson West
Buffalo
Cabool
CapeFair
Cassville
Caulfield
Cedar Creek
Centralia
Chamois
Clark
Columbia
Conway
Crane
Cross Timbers
Cuba
Dardenne
Defiance
Dora
Elkland
Exeter
Foley
Fordland
Foristell
Forsyth
Gainesville
Galena
Hallsville
Hawk Point
Hermann
Hermitage
High Hill**

**Highlandville
Holstein
Hurley
Jamestown
Jenkins
Jonesburg
KimberlingCity
Koshkonong
Leasburg
Louisburg
Mano
Mansfield
Marshfield
Marthasville
Morrison
Moscow Mills
Mount Sterling
Mountain View
New Melle
Niangua
O'Fallon
Old Monroe
Ozark
Pittsburg
Prairie Home
Preston
Protem
Reeds Spring
Rocheport
RockawayBeach
Safe
Saint James
Saint Peters
Seymour
Shell Knob
Sparta
Sturgeon
Summersville
Thayer
Theodosia
Thomasville**

**Troy
Truxton
Urbana
Vichy
Warrenton
Washburn
Wasola
Wentzville
West Plains
Wheatland
Willow Springs
Winfield
Wooldridge
WrightCity**

Embarq Service Areas:

AppletonCity
Calhoun
Chilhowee
Dearborn
Fairfax
Holt
KingCity
MaltaBend
Newburg
Pickering
Strasburg
Tarkio
Wellington

Blackburn
Camden Point
Clarksburg
Deepwater
Green Ridge
Hopkins
Kingsville
Missouri City
Norborne
Sweet Springs

Blairstown
Centertown
Coal
Edgerton
Hardin
Houstonia
Leeton
Montrose
Orrick
St. Thomas
Syracuse
Urich

Brazito
Centerview
Craig
Eugene
Henrietta
Ionia
Lincoln
New Bloomfield
Otterville
Smithton
Taos
Waverly

Buckner
Holden
Lone Jack
Pleasant Hill
Tipton

Butler
Kearney
MoundCity
Richland
Waynesville

California
LakeLotawana
Russellville
Weston

Cole Camp
Lexington
PlatteCity
St. Robert
Windsor

Clinton
Lebanon
Rolla

Ferrelview
Maryville
Salem

Ft. Leonard Wood
Oak Grove
Warrensburg

Harrisonville
Odessa
Warsaw

**Jefferson City
CenturyTel Service Areas:**

Amazonia
Annapolis
Arcola
Aurora
AvenueCity
Avilla
Belgrade
Bellevue
Birch Tree
Bolckow
Boss

**Braymer
Bronaugh
Brunswick-Triplett
Bunker
Caledonia
Cameron
Canton
Centerville
Clarence
Clarksdale
Collins
Concordia
Cosby
Dadeville
Dalton
Easton
EdgarSprings
El Dorado Springs
Ellsinore
Elmer
Eminence
Everton
Ewing
Fillmore
Freemont
GoldenCity
Gorin
Gower
Greenfield
Grove Spring
Hamilton
Hartville
Helena
Houston
Humansville
Hunnewell
Irondale
Ironton
Jericho Springs
Kahoka
Keytesville
Kidder
Kingston**

La Belle
La Plata
Laddonia
Lagrange
Lawson
Lesterville
Lewiston
Licking
LowryCity
Macon
Manes
Maysville
Milo
MonroeCity
Montauk
Monticello
Mount Vernon
Mountain Grove
Nebo
Norwood
Oates
Osborn
Osceola
Palmyra
Paris
Perry
Plattsburg
Potosi
Raymondville
Revere
Roby
Rockville
Rosendale
Santa Fe
Sarcoxi
Savannah
SchellCity
Shelbina
Shelbyville
Sheldon
Stewartsville
Stoutsville
Timbers

**Trimble
Turney
Van Buren
Vanzant
Walker
Wayland
Weaubleau
West Quincy
Whitesville
Winona**

Exhibit III

Executive Officers' Qualifications and Experience Company's Telecommunications Background

Robert Fabbriatore, Chief Executive Officer

Bob Fabbriatore founded New Horizon Communications in October of 2002. He draws on 40 years of telecommunications experience including interconnect, networking, technology development and entrepreneurial ventures. He also brings extensive senior management experience in finance, operations, marketing, and sales. Prior to starting NHC, Bob founded CTC Communications (now One Communications) in 1980. As Chairman and CEO, he built CTC into the largest CLEC (Competitive Local Exchange Carrier) in the Northeast region of the U.S.

Stephen Gibbs, President & Chief Operating Officer

Steve Gibbs joined New Horizon at its inception in 2002 and was named President in May of 2003. He brings over 20 years of telecommunications experience to NHC. Prior to helping start NHC, Steve was responsible for a \$120 million business unit of CTC Communications, overseeing sales and operations of the New York/New Jersey market. Before CTC, he served in sales and sales management positions at Verizon and MCI.

Glen Nelson, Vice President - Marketing & Business Development

Glen Nelson has nearly 25 years of experience in telecommunications sales and marketing. Before joining New Horizon at its inception in 2002, he worked for 13 years in various sales and marketing positions at CTC Communications. As Vice President of Marketing at CTC, Glen developed, implemented, and scaled to production one of the first networks to deploy T1-based integrated services. His background also includes relevant work in marketing research, strategic planning, sales, sales management, and marketing management for companies including IBM, Motorola, and other telecom service providers.

Paul Wieners, Vice President - Operations

Paul Wieners joined New Horizon in June, 2004 and currently manages all after-hours repair and escalations. Prior to NHC, as Global Operations Manager of Network Operations at Dimension Data, he helped the firm's managed services annual revenues grow from \$4 million to \$42 million. He also worked with several NHC colleagues at CTC Communications, where he was responsible for 7x24 installation, repair, and maintenance of a nine-state network. Paul's telecom career began at NYNEX (now Verizon) in 1980, where he managed service centers as well as operations centers with team sizes ranging from 10 to 200 representatives.