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OF COUNSEL

RICHARD T. CIOTTONA

May 13, 2002

FILED³

MAY 13 2002

Secretary
Missouri Public Service Commission
P. O. Box 360
Jefferson City, Missouri 65102

Missouri Public
Service Commission

Re: Complaint v. Voicestream and Western Wireless

Dear Mr. Roberts:

TC-2002-1077-02

Enclosed for filing in above-referenced matter, please find an original and eight copies of the Complaint filed on behalf of BPS Telephone Company, Cass County Telephone Company, Citizens Telephone Company of Higginsville, Mo., Craw-Kan Telephone Cooperative, Inc., Fidelity Communication Services I, Inc., Fidelity Telephone Company, Grand River Mutual Telephone Corporation, Green Hills Telephone Corporation, Holway Telephone Company, Iamo Telephone Company, Kingdom Telephone Company, K.L.M. Telephone Company, Lathrop Telephone Company and Mark Twain Rural Telephone Company vs. Voicestream Wireless Corporation, Western Wireless Corporation and Southwestern Bell Telephone Company. Please note that the Complaint contains information which may be deemed by some or all Respondents to be highly confidential. Accordingly, that information has been withheld from this filing and we also enclose an original and eight copies of a Motion to Establish Protective Order.

Please see that this filing is brought to the attention of the appropriate Commission personnel. Non-proprietary versions of the complaint are being sent to all named Respondents and the Public Counsel. If you have any questions regarding this matter, please direct them to me at the above number. Otherwise, I thank you in advance for your cooperation in this matter.

Sincerely,

W.R. England, III
W.R. England, III

WRE/da

Enclosures

cc: Parties of Record

BEFORE THE PUBLIC SERVICE COMMISSION
OF THE STATE OF MISSOURI

BPS Telephone Company,)
Cass County Telephone Company,)
Citizens Telephone Company of Higginsville,)
Missouri,)
Craw-Kan Telephone Cooperative, Inc.,)
Fidelity Communication Services I, Inc.,)
Fidelity Telephone Company,)
Grand River Mutual Telephone Corporation,)
Green Hills Telephone Corporation,)
Holway Telephone Company,)
Iamo Telephone Company,)
Kingdom Telephone Company,)
K.L.M. Telephone Company,)
Lathrop Telephone Company, and)
Mark Twain Rural Telephone Company,)

Complainants,)

vs.)

VoiceStream Wireless Corporation,)
Western Wireless Corporation and)
Southwestern Bell Telephone Company.)

Respondents.)

FILED³

MAY 13 2002

Missouri Public
Service Commission

Case No. TC-2002-1077-02

COMPLAINT

Come now BPS Telephone Company, Cass County Telephone Company,
Citizens Telephone Company of Higginsville, Missouri, Craw-Kan Telephone
Cooperative, Inc., Fidelity Communication Services I, Inc., Fidelity Telephone
Company, Grand River Mutual Telephone Corporation, Green Hills Telephone
Corporation, Holway Telephone Company, Iamo Telephone Company, Kingdom
Telephone Company, K.L.M. Telephone Company, Lathrop Telephone Company and
Mark Twain Rural Telephone Company (hereinafter collectively Complainants), in

accordance with §§386.390 and 386.400 RSMo. 2000¹ and 4 CSR 240-2.070, and for their Complaint against VoiceStream Wireless Corporation (VoiceStream), Western Wireless Corporation (Western Wireless), and Southwestern Bell Telephone Company (SWBT) (hereinafter collectively "Respondents") state to the Missouri Public Service Commission (Commission) as follows:

1. BPS Telephone Company (BPS) is a Missouri corporation with its principal office and place of business located at:

P.O. Box 550
120 Stewart Street
Bernie, MO 63822-0550

A certificate of corporate good standing issued by the Missouri Secretary of State is attached to this Complaint as Exhibit 1 and is incorporated herein by reference.

2. Cass County Telephone Company (Cass County) is a Maryland Limited Partnership with its principal office and place of business located at:

P.O. 398
260 West First Street
Peculiar, MO 64078

A certificate of good standing - foreign limited partnership issued by the Missouri Secretary of State is attached to this Complaint as Exhibit 2 and is incorporated herein by reference.

3. Citizens Telephone Company of Higginsville, Missouri (Citizens) is a Missouri corporation with its principal office and place of business located at:

¹All statutory references are to the 2000 edition of RSMo. unless otherwise noted.

P.O. Box 737
1905 Walnut Street
Higginsville, MO 64037-0737

A certificate of corporate good standing issued by the Missouri Secretary of State is attached to this Complaint as Exhibit 3 and is incorporated herein by reference.

4. Craw-Kan Telephone Cooperative, Inc. (Craw-Kan) is a Kansas corporation with its principal office and place of business located at:

P.O. Box 100
200 North Ozark
Girard, KS 66743

A certificate of corporate good standing - foreign corporation issued by the Missouri Secretary of State is attached to this Complaint as Exhibit 4 and is incorporated herein by reference.

5. Fidelity Communication Services I, Inc. (FCSI) is a Missouri corporation with its principal office and place of business located at:

64 North Clark
Sullivan, MO 63080

A certificate of corporate good standing issued by the Missouri Secretary of State is attached to this Complaint as Exhibit 5 and is incorporated herein by reference.

6. Fidelity Telephone Company (Fidelity) is a Missouri corporation with its principal office and place of business located at:

64 North Clark
Sullivan, MO 63080

A certificate of corporate good standing issued by the Missouri Secretary of State is attached to this Complaint as Exhibit 6 and is incorporated herein by reference.

7. Grand River Mutual Telephone Corporation (Grand River) is a Missouri

corporation with its principal office and place of business located at:

1001 Kentucky Street
Princeton, MO 64673

A certificate of corporate good standing issued by the Missouri Secretary of State is attached to this Complaint as Exhibit 7 and is incorporated herein by reference.

8. Green Hills Telephone Corporation (Green Hills) is a Missouri corporation with its principal office and place of business located at:

P.O. Box 227
7926 N.E. State Route M
Breckenridge, MO 64625

A certificate of corporate good standing issued by the Missouri Secretary of State is attached to this Complaint as Exhibit 8 and is incorporated herein by reference.

9. Holway Telephone Company (Holway) is a Missouri corporation with its principal office and place of business located at:

P.O. Box 112
208 Ash
Maitland, MO 64466

A certificate of corporate good standing issued by the Missouri Secretary of State is attached to this Complaint as Exhibit 9 and is incorporated herein by reference.

10. Iamo Telephone Corporation (Iamo) is an Iowa corporation with its principal office and place of business located at:

P.O. Box 368
104 Crook Street
Coin, IA 51636

A certificate of corporate good standing - foreign corporation issued by the Missouri Secretary of State is attached to this Complaint as Exhibit 10 and is incorporated herein

by reference.

11. Kingdom Telephone Company (Kingdom) is a Missouri corporation with its principal office and place of business located at:

P.O. Box 97
211 South Main
Auxvasse, MO 65231

A certificate of corporate good standing was issued by the Missouri Secretary of State and is attached to this Complaint as Exhibit 11 and is incorporated herein by reference.

12. K.L.M. Telephone Company (KLM) is a Missouri corporation with its principal office and place of business located at:

P.O. Box 30
Rich Hill, MO 64779

A certificate of corporate good standing issued by the Missouri Secretary of State is attached to this Complaint as Exhibit 12 and is incorporated herein by reference.

13. Lathrop Telephone Company (Lathrop) is a Missouri corporation with its principal office and place of business located at:

P.O. Box 167
Princeton, MO 64673

A certificate of corporate good standing issued by the Missouri Secretary of State is attached to this Complaint as Exhibit 13 and is incorporated herein by reference.

14. Mark Twain Rural Telephone Company (Mark Twain) is a Missouri corporation with its principal office and place of business located at:

Highway 6 East
P.O. Box 68
Hurdland, MO 63547

A certificate of corporate good standing issued by the Missouri Secretary of State is

attached to this Complaint as Exhibit 14 and is incorporated herein by reference.

15. Matters regarding this complaint may be directed to the attention of:

Ms. Lisa Winberry
BPS Telephone Company
Telephone No.: 573/293-2277
Fax No.: 573/293-2299
Email: winberry@bpstelephone.com

Mr. Bruce Copsey
Holway Telephone Company
Telephone No.: 660/935-2211
Fax No.: 660/935-2213
Email: bcopsey@maitland.heartland.net

Mr. Ken Matzdorff
Cass County Telephone Company
Telephone No.: 816/779-5510
Fax No.: 816/779-7551
Email: kenneth.matzdorff@CenturyTel.com

Ms. Kathy Faircloth
Iamo Telephone Company
Telephone No.: 712/583-3232
Fax No.: 712/583-3202
Email: kathyf@heartland.net

Mr. Brian Cornelius, President
Citizens Telephone Company
Telephone No.: 660/584-2111
Fax No.: 660/584-6211
Email: blc@ctcis.net

Mr. Randy Boyd, Revenue Manager
Kingdom Telephone Company
Telephone No.: 573/386-2241
Fax No.: 573/386-5520
Email: rhboyd@ktis.net

Mr. Jerry James
Craw-Kan Telephone Cooperative, Inc.
Telephone No.: 620/724-8235
Fax No.: 620/724-4099
Email: crwilbert@ckt.net

Mr. Bill Rohde, General Manager
Mark Twain Rural Telephone Company
Telephone No.: 660/423-5211
Fax No.: 660/423-5496
Email: brohde@marktwain.net

Mr. Dave Beier, Vice President-Regulatory
Fidelity Telephone Company
Telephone No.: 573/468-8081
Fax No.: 573/468-5440
Email: dbeier@fidnet.com

and

Mr. Philip Johnson, General Manager
Grand River Mutual Telephone Corp.
Telephone No.: 660/748-3231
Fax No.: 660/748-4747
Email: grm@grm.net

W.R. England, III
Brian T. McCartney
Brydon, Swearngen & England P.C.
312 East Capitol Avenue
P.O. Box 456
Jefferson City, MO 65102-0456
573/635-7166 (telephone)
573/634-7431 (fax)
Email: trip@brydonlaw.com
brian@brydonlaw.com

Mr. Steve Gann
Green Hills Telephone Corporation
Telephone No.: 660/644-5411
Fax No: 660/644-5464
Email: sgann@ghtc.com

16. Complainants are "telecommunications companies" providing "basic local telecommunications services" and "exchange access services," as those terms are defined by §386.020, to customers located in their service areas pursuant to a certificates of public convenience and necessity issued by the Commission. Complainants are unaware of any pending action or final unsatisfied judgments or decisions issued against them from any state or federal agency or court within three years of the date of this complaint which involved customer service or rates. Complainants' annual reports to the Commission and assessment fees are not overdue.

17. Respondents VoiceStream and Western Wireless are providers of commercial mobile radio service (CMRS) within the state of Missouri.

18. To the best of Complainants' knowledge, VoiceStream's address and contact persons are:

Director of Regulatory Affairs
VoiceStream Wireless Corporation
3650 131st Ave. SE, Suite 200
Bellevue, Washington 98006

and

Mark P. Johnson
Sonnenschein Nath & Rosenthal
4520 Main Street, Suite 1100
Kansas City, MO 64111

19. To the best of Complainants' knowledge, Western Wireless' address and contact persons are:

Gene DeJordy
Executive Director of Legal Affairs
Western Wireless Corporation
3650 131st Ave. SE, Suite 400
Bellevue, Washington 98006

and

Mark P. Johnson
Sonnenschein Nath & Rosenthal
4520 Main Street, Suite 1100
Kansas City, MO 64111

20. Respondent SWBT is a telecommunications company providing "basic local telecommunications services," "basic interexchange telecommunications services" and "exchange access services," as those terms are defined in §386.020, within the state of Missouri. To the best of Complainants' knowledge, SWBT's address and contact person are as follows:

Leo Bub
Southwestern Bell Telephone Company
One Bell Center, Room 3520
St. Louis, MO 63101
Telephone No.: 314/235-2508
Email: lb7809@sbc.com

21. VoiceStream and Western Wireless originate wireless telecommunications traffic from their end-user customers ("wireless-originated traffic") which is terminated to customers in Complainants' service areas via the "transit" services or facilities of SWBT. Upon information and belief, SWBT provides these "transit" services or facilities pursuant to interconnection agreements entered into between SWBT and VoiceStream in Case No. TO-2001-489 and SWBT and Western Wireless in Case No. TO-98-12. Upon further information and belief, the wireless traffic at issue in this Complaint originates and terminates either within the same Major

Trading Area (i.e., intraMTA traffic) or between various MTAs (i.e. interMTA traffic).

22. The wireless-originated traffic is terminated to Complainants over common trunk groups owned by SWBT. SWBT commingles this wireless-originated traffic with other wireline interexchange (i.e. toll) traffic destined for termination to Complainants' end-user customers. As a result, Complainants are neither able to distinguish this wireless-originated traffic from other interexchange traffic, nor otherwise prevent this wireless-originated traffic from terminating to Complainants' end-user customers.

23. On February 19, 2001, pursuant to Commission approval in Case No. TT-2001-139 et al., Complainants implemented a "wireless termination service tariff" which contains rates, terms, and conditions for the termination of intraMTA wireless-originated traffic delivered to Complainants via the transit services or facilities of an intermediate LEC such as SWBT.² These tariffs apply unless and until they are superceded by an agreement.

24. Complainants' intrastate access tariffs on file with and approved by the Commission contain the rates, terms, and conditions for the termination of interMTA wireless-originated traffic delivered to Complainants via the access tandem facilities of an intermediate LEC, such as SWBT.

25. The Commission-approved interconnection agreement between SWBT and VoiceStream contains the following language regarding Traffic to Third Party

² Grand River's wireless termination service tariff did not become effective until September 20, 2001. *In the Matter of Grand River Mutual Telephone Corporation's Proposed Wireless Termination Service*, Case No. TT-2002-127, *Order Approving Tariff*.

Providers, such as Complainants:

Carrier and SWBT shall compensate each other for traffic that transits their respective systems to any Third Party Provider, as specified in Appendix PRICING. The Parties agree to enter into their own agreements with Third Party Providers. In the event that Carrier sends traffic through SWBT's network to a Third Party Provider with whom Carrier does not have a traffic interchange agreement, then Carrier agrees to indemnify SWBT for any termination charges rendered by a Third Party Provider for such traffic.

(Interconnection Agreement between SWBT and VoiceStream Wireless Inc., §3.1.3, MoPSC Case No. TO-2001-489)

26. The Commission-approved interconnection agreement between SWBT and Western Wireless contains the following language regarding Traffic to Third Party Providers, such as Complainants:

Carrier and SWBT shall compensate each other for traffic that transits their respective systems to any Third Party Provider, as specified in Appendix PRICING. The Parties agree to enter into their own agreements with Third Party Providers. In the event that Carrier sends traffic through SWBT's network to a Third Party Provider with whom Carrier does not have a traffic interchange agreement, then Carrier agrees to indemnify SWBT for any termination charges rendered by a Third Party Provider for such traffic.

(Interconnection Agreement between SWBT and Western Wireless, §3.1.3, MoPSC Case No. TO-98-12)

27. In addition, in Case No. TO-98-12, the Commission addressed the question of wireless-originated traffic that is delivered by Western Wireless to Complainants over SWBT's facilities. The Commission observed:

With respect to third-party providers, Western and SWBT agree to compensate each other for traffic that transits their respective systems to any third-party provider. The parties also agree to enter into their own

agreements with third-party providers. ***In the event that Western sends traffic through SWBT's network to a third-party provider with whom Western does not have an interconnection agreement, Western will indemnify SWBT for any termination charges rendered by a third-party provider for such traffic.***

In the Matter of the Joint Application of SWBT and Western Wireless for Approval of an Interconnection Agreement, Case No. TO-98-12, *Order Approving Interconnection Agreement*, issued Oct. 1997 (emphasis added).

28. Since February 19, 2001 (and September 20, 2001 for Grand River) Respondents VoiceStream and Western Wireless have terminated wireless-originated traffic to the exchanges of Complainants via the transit services or facilities of SWBT. At no time during this period, however, have VoiceStream or Western Wireless entered into agreements with Complainants to compensate them for the termination of such traffic. Therefore, both VoiceStream and Western Wireless owe compensation to Complainants for traffic terminated during this time period based on Complainants' respective access rates (for inter-MTA traffic) and based on Complainants' wireless termination service tariffs (for intra-MTA traffic).

29. For traffic delivered to Complainants after February 19, 2001 (and after September 20, 2001 for Grand River), Petitioners have sent bills to VoiceStream based on Petitioners' lawfully-approved wireless termination service tariff rates. These bills were based on Cellular Transiting Usage Summary Reports (CTUSRs) created by SWBT which do not distinguish between intraMTA and interMTA traffic. VoiceStream's total amount (calculated at the lower intraMTA wireless termination tariff rate) owing and outstanding to Complainants as of the date of the filing of this Complaint is

\$159,726.21 (which does not include interest or late fees and attorneys' fees as permitted by the wireless termination service tariff). The amounts owing and outstanding to each Complainant are set forth on Exhibit 15(HC) attached hereto and incorporated herein by reference.

30. For traffic delivered to Complainants after February 19, 2001, Complainants have sent bills to Western Wireless based on Complainants' lawfully-approved wireless termination service tariff rates. These bills were based on CTUSRs created by SWBT, which do not distinguish between intraMTA and interMTA traffic. Western Wireless' total amount (calculated at the lower intraMTA wireless termination tariff rate) owing and outstanding as of the date of the filing of this Complaint is \$36,384.87 (which does not include interest or late fees and attorneys' fees as permitted by the wireless termination service tariff). The amounts owing and outstanding to each Complainant are set forth on Exhibit 16(HC) attached hereto and incorporated herein by reference.

31. The amounts owed by VoiceStream and Western Wireless are ongoing, and therefore the amounts outstanding will likely continue to increase. Despite Complainants' efforts to collect these amounts, these bills remain unpaid as of the date of the filing of this Complaint. In addition, Complainants, through counsel, have contacted counsel for VoiceStream and Western Wireless, but efforts to amicably resolve this matter have not been successful.

WHEREFORE, Complainants respectfully request the Commission issue its order finding and concluding as follows:

A. Respondents VoiceStream and Western Wireless have violated the terms

of their Commission-approved interconnection agreements with SWBT insofar as Respondents, VoiceStream and Western Wireless, have sent traffic to SWBT for termination in Complainants' exchanges without first obtaining a compensation or interconnection agreement for the termination of such traffic.

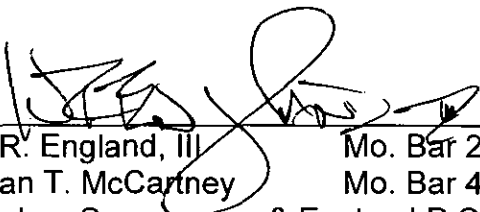
B. Respondents VoiceStream and Western Wireless have terminated wireless-originated traffic to Complainants via the transit services or facilities of SWBT for the period since February 19, 2001 (or September 20, 2001 for Grand River), as indicated in Exhibits 15(HC) and 16(HC) attached hereto, and that Complainants should be compensated for such traffic based upon the rates contained in their wireless termination service tariffs for intraMTA traffic or access tariffs for interMTA traffic, including interest or late fees and attorneys' fees as permitted by those tariffs, and that said amounts are due and payable.

C. Respondent SWBT has violated the terms of its Commission-approved interconnection agreements with VoiceStream and Western Wireless by allowing them to transit wireless-originated traffic to Complainants in the absence of an agreement.

D. Respondent SWBT is secondarily liable in accordance with its Commission-approved interconnection agreements with VoiceStream and Western Wireless, and SWBT must pay Complainants for all wireless-originated traffic terminated to Complainants by Respondents VoiceStream and Western Wireless as indicated in Exhibits 15(HC) and 16(HC) attached hereto, including interest or late fees and attorneys' fees where appropriate. In addition, if SWBT continues to transit this wireless-originated traffic for termination to Complainants, then SWBT should be

directed to pay Complainants for such traffic to the extent Respondents VoiceStream and Western Wireless refuse or fail to pay for same. Alternatively, if, in the future, Complainants are not compensated by VoiceStream and Western Wireless (or by SWBT on behalf of VoiceStream and Western Wireless) for intraMTA wireless originated traffic that is terminated to Complainants by VoiceStream and Western Wireless, then SWBT should be directed to block VoiceStream's and Western Wireless' wireless-originated traffic terminating to Petitioners' exchanges in accordance with Complainants' wireless tariffs.

Respectfully submitted,



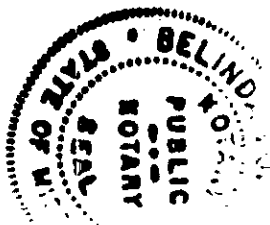
W.R. England, III Mo. Bar 23975
Brian T. McCartney Mo. Bar 47788
Brydon, Swearengen & England P.C.
312 East Capitol Avenue
P.O. Box 456
Jefferson City, MO 65102-0456
573/635-7166
573/634-7431 (facsimile)
Email: trip@brydonlaw.com
brian@brydonlaw.com

Attorneys for Complainants

STATE OF Missouri)
)
COUNTY OF Stoddard)

AFFIDAVIT OF LISA WINBERRY

I, Lisa Winberry, Manager BPS Telephone Company hereby swear and affirm that I am authorized to speak on behalf of BPS and to attest to the veracity of the statements contained in this Complaint.



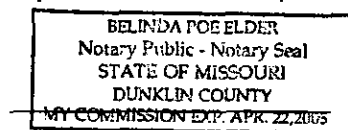
Lisa Winberry
Lisa Winberry

State of Missouri)
)
County of Stoddard) SS

I, Belinda Poe Elder, a Notary Public do hereby certify that on this 2nd day of May, 2002 personally appeared before me Lisa Winberry who declared that all of the information contained herein above is true, to the best of his knowledge and belief.

Belinda Poe Elder
Notary Public

My Commission expires:



STATE OF Missouri)
COUNTY OF Cass)

AFFIDAVIT OF KEN MATZDORFF

I, Ken Matzdorff, President of Cass County Telephone Company hereby swear and affirm that I am authorized to speak on behalf of Cass County and to attest to the veracity of the statements contained in this Complaint.

Ken Matzdorff
Ken Matzdorff

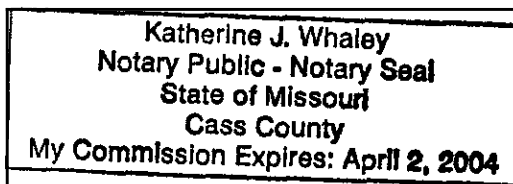
State of Missouri)
County of Cass) SS

I, Katherine J. Whaley a Notary Public do hereby certify that on this 3rd day of May, 2002 personally appeared before me Ken Matzdorff who declared that all of the information contained herein above is true, to the best of her knowledge and belief.

Katherine J. Whaley
Notary Public

My Commission expires:

04/02/04



STATE OF Missouri)
COUNTY OF Lafayette)


AFFIDAVIT OF BRIAN CORNELIUS

I, Brian Cornelius, President of Citizens Telephone Company of Higginsville, Missouri, hereby swear and affirm that I am authorized to speak on behalf of Citizens and to attest to the veracity of the statements contained in this Complaint.


Brian Cornelius

State of Missouri)
County of Lafayette) SS

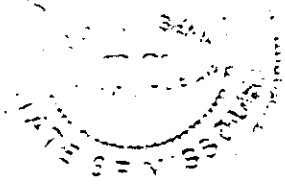
I, Don L. Lellean, a Notary Public do hereby certify that on this 29 day of April, 2002 personally appeared before me Brian Cornelius who declared that all of the information contained herein above is true, to the best of his knowledge and belief.


Notary Public

My Commission expires:

June 12, 2004

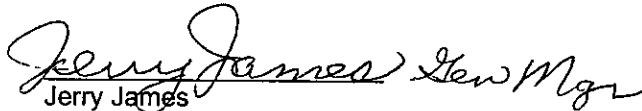
PAM L. GILLILAN
Notary Public - State of Missouri
Lafayette County
My Commission Expires: June 12, 2004



STATE OF Kansas)
COUNTY OF Crawford)


AFFIDAVIT OF JERRY JAMES

I, Jerry James, General Manager of Craw-Kan Telephone Cooperative, Inc. hereby swear and affirm that I am authorized to speak on behalf of Craw-Kan and to attest to the veracity of the statements contained in this Complaint.


Jerry James

State of Kansas)
County of Crawford) SS

I, Craig R. Wilbert, a Notary Public do hereby certify that on this 2nd day of May, 2002 personally appeared before me Jerry James who declared that all of the information contained herein above is true, to the best of his knowledge and belief.


Notary Public

My Commission expires:

July 16, 2004

STATE OF Missouri)
COUNTY OF Franklin)

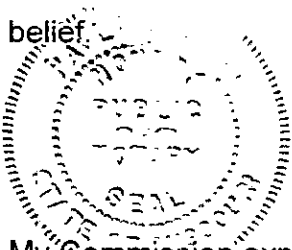
AFFIDAVIT OF DAVID BEIER

I, David Beier, Vice President-Regulatory of Fidelity Communication Services I, Inc. and Fidelity Telephone Company, hereby swear and affirm that I am authorized to speak on behalf of FCSI and Fidelity to attest to the veracity of the statements contained in this Complaint.

David Beier
David Beier

State of Missouri)
County of Franklin) SS

I, Paula Dicus, a Notary Public do hereby certify that on this 29th day of April, 2002 personally appeared before me David Beier who declared that all of the information contained herein above is true, to the best of his knowledge and belief.



My Commission expires:


Paula J. Dicus
Notary Public

PAULA J. DICUS
Notary Public - Notary Seal
STATE OF MISSOURI
Franklin County
My Commission Expires: June 20, 2004

STATE OF Missouri)
)
COUNTY OF Mercer)

AFFIDAVIT OF PHILIP JOHNSON

I, Philip Johnson, General Manager of Grand River Mutual Telephone Corporation and Lathrop Telephone Company hereby swear and affirm that I am authorized to speak on behalf of Grand River and Lathrop and to attest to the veracity of the statements contained in this Complaint.

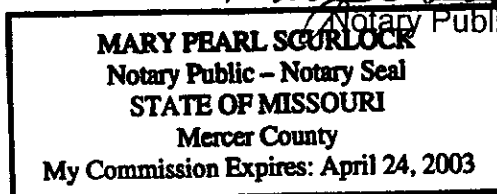

Philip Johnson

State of Missouri)
) SS
County of Mercer)

I, Mary Pearl Scurlock, a Notary Public do hereby certify that on this 30th day of April, 2002 personally appeared before me Philip Johnson who declared that all of the information contained herein above is true, to the best of his knowledge and belief.

My Commission expires:

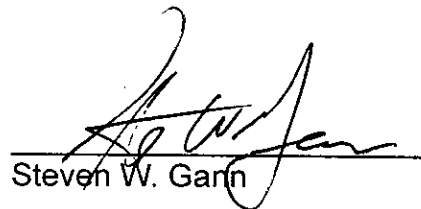
4-24-2003



STATE OF Missouri)
)
COUNTY OF Caldwell)

AFFIDAVIT OF STEVE GANN

I, Steven W. Gann, General Manager of Green Hills Telephone Corporation
hereby swear and affirm that I am authorized to speak on behalf of Green Hills and to
attest to the veracity of the statements contained in this Complaint.


Steven W. Gann

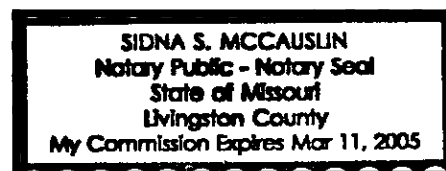
State of Missouri)
) SS
County of Caldwell)

I, Sidna S. McCauslin, a Notary Public do hereby certify that on this 1st day
of May, 2002 personally appeared before me Steven W. Gann who declared
that all of the information contained herein above is true, to the best of his knowledge
and belief.


Notary Public

My Commission expires:

March 11, 2005



STATE OF Missouri)
COUNTY OF Holt)

AFFIDAVIT OF BRUCE COPSEY

I, Bruce Copsey, Secretary of Holway Telephone Company and KLM Telephone Company hereby swear and affirm that I am authorized to speak on behalf of Holway and KLM and to attest to the veracity of the statements contained in this Complaint.

Bruce Copsey
Bruce Copsey

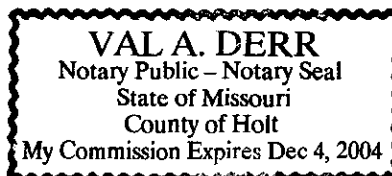
State of Missouri)
County of Holt) SS

I, Val A. Derr, a Notary Public do hereby certify that on this 8th day of May, 2002 personally appeared before me Bruce Copsey who declared that all of the information contained herein above is true, to the best of his knowledge and belief.

Val A. Derr
Notary Public

My Commission expires:

December 4, 2004



STATE OF Iowa)
)
COUNTY OF Page)

AFFIDAVIT OF KATHY FAIRCLOTH

I, Kathy Faircloth, General Manager of Iamo Telephone Company hereby swear and affirm that I am authorized to speak on behalf of Iamo and to attest to the veracity of the statements contained in this Complaint.

Kathy Faircloth
Kathy Faircloth

State of Iowa)
)
County of Page) SS

I, Jillinda Thornton, a Notary Public do hereby certify that on this 30th day of April, 2002 personally appeared before me Kathy Faircloth who declared that all of the information contained herein above is true, to the best of her knowledge and belief.



Jillinda Thornton
Notary Public

My Commission expires:

9-3-2002

STATE OF Missouri)
)
COUNTY OF Callaway)

AFFIDAVIT OF RANDY BOYD

I, Randy Boyd, Revenue Manager of Kingdom Telephone Company hereby swear and affirm that I am authorized to speak on behalf of Kingdom and to attest to the veracity of the statements contained in this Complaint.

Randy Boyd
Randy Boyd

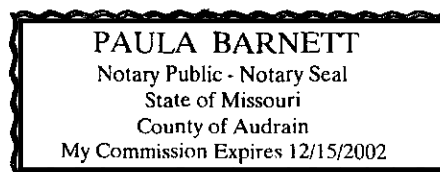
State of Missouri)
) SS
County of Callaway)

I, Paula Barnett, a Notary Public do hereby certify that on this 29th day of April, 2002 personally appeared before me Randy Boyd who declared that all of the information contained herein above is true, to the best of his knowledge and belief.

Paula Barnett
Notary Public

My Commission expires:

12/15/02



STATE OF Missouri)
)
COUNTY OF Knox)

AFFIDAVIT OF BILL ROHDE

I, Bill Rohde, General Manager of Mark Twain Rural Telephone Company hereby swear and affirm that I am authorized to speak on behalf of Mark Twain Rural Telephone Company and to attest to the veracity of the statements contained in this Complaint.



Bill Rohde

State of Missouri)
) SS
County of Knox)

I, Richard L. Hale, a Notary Public do hereby certify that on this 7th day of May, 2002 personally appeared before me Bill Rohde who declared that all of the information contained herein above is true, to the best of his knowledge and belief.



Notary Public

My Commission expires:

RICHARD L. HALE
NOTARY PUBLIC STATE OF MISSOURI
ADAIR COUNTY
MY COMMISSION EXP. MAY 31, 2004

No. 00398031

STATE OF MISSOURI



Matt Blunt
Secretary of State

CORPORATION DIVISION

CERTIFICATE OF CORPORATE GOOD STANDING

I, MATT BLUNT, Secretary of State of the State of Missouri,
do hereby certify that the records in my office and in my
care and custody reveal that

B P S TELEPHONE CO.

was incorporated under the laws of this State on the 29th
day of JUNE, 1994, and is in good standing, having fully
complied with all requirements of this office.

IN TESTIMONY WHEREOF, I have set my
hand and imprinted the GREAT SEAL of
the State of Missouri, on this, the
1st day of MAY, 2002.



Secretary of State



Exhibit 1

STATE OF MISSOURI



Matt Blunt
Secretary of State

LIMITED PARTNERSHIP SECTION

CERTIFICATE OF GOOD STANDING - FOREIGN LIMITED PARTNERSHIP

I, MATT BLUNT, Secretary of State of the State of Missouri,
do hereby certify that the records in my office
and in my care and custody reveal that

CASS COUNTY TELEPHONE COMPANY LIMITED PARTNERSHIP

using in Missouri the name

CASS COUNTY TELEPHONE COMPANY LIMITED PARTNERSHIP

a MARYLAND Limited Partnership filed its application for
registration in this office on the 3rd day of NOVEMBER, 1994,
and is in good standing, having fully complied with all
requirements of this office.

IN TESTIMONY WHEREOF, I have set my
hand and imprinted the GREAT SEAL of
the State of Missouri, on this, the
1st day of MAY, 2002.



Secretary of State



Exhibit 2

No. T00000369

STATE OF MISSOURI



Matt Blunt
Secretary of State

CORPORATION DIVISION

CERTIFICATE OF CORPORATE GOOD STANDING

I, MATT BLUNT, Secretary of State of the State of Missouri, do hereby certify that the records in my office and in my care and custody reveal that

CITIZENS TELEPHONE COMPANY OF HIGGINSVILLE, MISSOURI

was incorporated under the laws of this State on the 11th day of MAY, 1908, and is in good standing, having fully complied with all requirements of this office.

IN TESTIMONY WHEREOF, I have set my hand and imprinted the GREAT SEAL of the State of Missouri, on this, the 1st day of MAY, 2002.

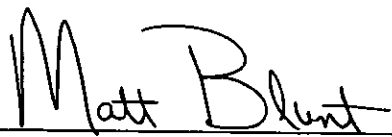

Secretary of State



Exhibit 3

No. Z00027058

STATE OF MISSOURI



Matt Blunt
Secretary of State

CORPORATION DIVISION

CERTIFICATE OF CORPORATE GOOD STANDING - FOREIGN CORPORATION

I, MATT BLUNT, Secretary of State of the State of Missouri, do hereby certify that the records in my office and in my care and custody reveal that

CRAW-KAN TELEPHONE COOPERATIVE, INC.

using in Missouri the name

CRAW-KAN TELEPHONE COOPERATIVE, INC.

a KANSAS corporation filed its Evidence of Incorporation with this State on the 26th day of JANUARY, 1982, and is in good standing, having fully complied with all requirements of this office.

IN TESTIMONY WHEREOF, I have set my hand and imprinted the GREAT SEAL of the State of Missouri, on this, the 1st day of MAY, 2002.



Secretary of State



Exhibit 4

No. 00472769

STATE OF MISSOURI



Matt Blunt
Secretary of State

CORPORATION DIVISION

CERTIFICATE OF CORPORATE GOOD STANDING

I, MATT BLUNT, Secretary of State of the State of Missouri, do hereby certify that the records in my office and in my care and custody reveal that

FIDELITY COMMUNICATION SERVICES I, INC.

was incorporated under the laws of this State on the 6th day of AUGUST, 1999, and is in good standing, having fully complied with all requirements of this office.

IN TESTIMONY WHEREOF, I have set my hand and imprinted the GREAT SEAL of the State of Missouri, on this, the 1st day of MAY, 2002.



Secretary of State



Exhibit 5

No. T00000563

STATE OF MISSOURI



Matt Blunt
Secretary of State

CORPORATION DIVISION

CERTIFICATE OF CORPORATE GOOD STANDING

I, MATT BLUNT, Secretary of State of the State of Missouri,
do hereby certify that the records in my office and in my
care and custody reveal that

FIDELITY TELEPHONE COMPANY

was incorporated under the laws of this State on the 12th
day of JULY, 1950, and is in good standing, having fully
complied with all requirements of this office.

IN TESTIMONY WHEREOF, I have set my
hand and imprinted the GREAT SEAL of
the State of Missouri, on this, the
1st day of MAY, 2002.



Secretary of State



Exhibit 6

No. T00000569

STATE OF MISSOURI



Matt Blunt
Secretary of State

CORPORATION DIVISION

CERTIFICATE OF CORPORATE GOOD STANDING

I, MATT BLUNT, Secretary of State of the State of Missouri,
do hereby certify that the records in my office and in my
care and custody reveal that

GRAND RIVER MUTUAL TELEPHONE CORPORATION

was incorporated under the laws of this State on the 27th
day of DECEMBER, 1951, and is in good standing, having fully
complied with all requirements of this office.

IN TESTIMONY WHEREOF, I have set my
hand and imprinted the GREAT SEAL of
the State of Missouri, on this, the
1st day of MAY, 2002.



Secretary of State



Exhibit 7

No. T00000570B

STATE OF MISSOURI



Matt Blunt
Secretary of State

CORPORATION DIVISION

CERTIFICATE OF CORPORATE GOOD STANDING

I, MATT BLUNT, Secretary of State of the State of Missouri,
do hereby certify that the records in my office and in my
care and custody reveal that

GREEN HILLS TELEPHONE CORPORATION

was incorporated under the laws of this State on the 13th
day of MAY, 1952, and is in good standing, having fully
complied with all requirements of this office.

IN TESTIMONY WHEREOF, I have set my
hand and imprinted the GREAT SEAL of
the State of Missouri, on this, the
1st day of MAY, 2002.



Secretary of State



Exhibit 8

No. T00000641

STATE OF MISSOURI



Matt Blunt
Secretary of State

CORPORATION DIVISION

CERTIFICATE OF CORPORATE GOOD STANDING

I, MATT BLUNT, Secretary of State of the State of Missouri,
do hereby certify that the records in my office and in my
care and custody reveal that

HOLWAY TELEPHONE COMPANY

was incorporated under the laws of this State on the 5th
day of OCTOBER, 1961, and is in good standing, having fully
complied with all requirements of this office.

IN TESTIMONY WHEREOF, I have set my
hand and imprinted the GREAT SEAL of
the State of Missouri, on this, the
1st day of MAY, 2002.



Secretary of State



Exhibit 9

No. F00014600

STATE OF MISSOURI



Matt Blunt
Secretary of State

CORPORATION DIVISION

CERTIFICATE OF CORPORATE GOOD STANDING - FOREIGN CORPORATION

I, MATT BLUNT, Secretary of State of the State of Missouri, do hereby certify that the records in my office and in my care and custody reveal that

IAMO TELEPHONE COMPANY

using in Missouri the name

IAMO TELEPHONE COMPANY

an IOWA corporation filed its Evidence of Incorporation with this State on the 16th day of MARCH, 1962, and is in good standing, having fully complied with all requirements of this office.

IN TESTIMONY WHEREOF, I have set my hand and imprinted the GREAT SEAL of the State of Missouri, on this, the 1st day of MAY, 2002.



Secretary of State



Exhibit 10

No. T00000602

STATE OF MISSOURI



Matt Blunt
Secretary of State

CORPORATION DIVISION

CERTIFICATE OF CORPORATE GOOD STANDING

I, MATT BLUNT, Secretary of State of the State of Missouri,
do hereby certify that the records in my office and in my
care and custody reveal that

KINGDOM TELEPHONE COMPANY

was incorporated under the laws of this State on the 28th
day of APRIL, 1955, and is in good standing, having fully
complied with all requirements of this office.

IN TESTIMONY WHEREOF, I have set my
hand and imprinted the GREAT SEAL of
the State of Missouri, on this, the
1st day of MAY, 2002.



Secretary of State



Exhibit 11

No. T00000598

STATE OF MISSOURI



Matt Blunt
Secretary of State

CORPORATION DIVISION

CERTIFICATE OF CORPORATE GOOD STANDING

I, MATT BLUNT, Secretary of State of the State of Missouri,
do hereby certify that the records in my office and in my
care and custody reveal that

K.L.M. TELEPHONE COMPANY

was incorporated under the laws of this State on the 17th
day of JANUARY, 1955, and is in good standing, having fully
complied with all requirements of this office.

IN TESTIMONY WHEREOF, I have set my
hand and imprinted the GREAT SEAL of
the State of Missouri, on this, the
1st day of MAY, 2002.

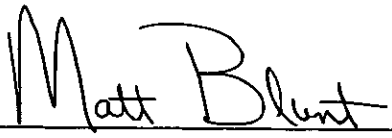

Secretary of State



Exhibit 12

No. 00132327

STATE OF MISSOURI



Matt Blunt
Secretary of State

CORPORATION DIVISION

CERTIFICATE OF CORPORATE GOOD STANDING

I, MATT BLUNT, Secretary of State of the State of Missouri,
do hereby certify that the records in my office and in my
care and custody reveal that

LATHROP TELEPHONE COMPANY

was incorporated under the laws of this State on the 25th
day of OCTOBER, 1968, and is in good standing, having fully
complied with all requirements of this office.

IN TESTIMONY WHEREOF, I have set my
hand and imprinted the GREAT SEAL of
the State of Missouri, on this, the
1st day of MAY, 2002.



Secretary of State



Exhibit 13

No. T00000578

STATE OF MISSOURI



Matt Blunt
Secretary of State

CORPORATION DIVISION

CERTIFICATE OF CORPORATE GOOD STANDING

I, MATT BLUNT, Secretary of State of the State of Missouri,
do hereby certify that the records in my office and in my
care and custody reveal that

MARK TWAIN RURAL TELEPHONE COMPANY

was incorporated under the laws of this State on the 27th
day of FEBRUARY, 1953, and is in good standing, having fully
complied with all requirements of this office.

IN TESTIMONY WHEREOF, I have set my
hand and imprinted the GREAT SEAL of
the State of Missouri, on this, the
1st day of MAY, 2002.



Secretary of State



Exhibit 14

Certificate of Service

I hereby certify that a true and correct copy of the above and foregoing document was mailed or hand-delivered, this 13 day of May, 2002 to:

General Counsel
Missouri Public Service Commission
P.O. Box 360
Jefferson City, MO 65102

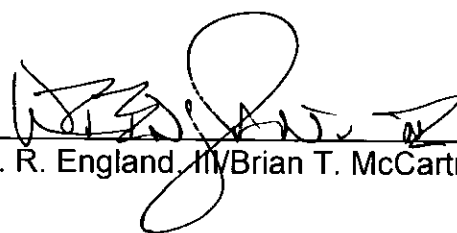
Michael Dandino
Office of Public Counsel
P.O. Box 7800
Jefferson City, MO 65102

Director of Regulatory Affairs
VoiceStream Wireless Corporation
3650 131st Ave. SE, Suite 200
Bellevue, Washington 98006

Gene DeJordy
Executive Director of Legal Affairs
Western Wireless Corporation
3650 131st Ave. SE, Suite 400
Bellevue, Washington 98006

Mark P. Johnson
Sonnenschein Nath & Rosenthal
4520 Main Street, Suite 1100
Kansas City, MO 64111

Leo Bub
Southwestern Bell Telephone Company
One Bell Center, Room 3520
St. Louis, MO 63101



W. R. England, III/Brian T. McCartney