

**In the matter of the application)
of Wholesale Carrier Services, Inc.)
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)**

Wholesale Carrier Services, Inc. (hereinafter "Applicant"), by its attorney and pursuant to Chapter 392 of the Missouri Revised Statutes and the Commission's Rules of Practice and Procedure, hereby moves the Missouri Public Service Commission (the "Commission") for a protective order of non-disclosure precluding public disclosure of certain proprietary, confidential information, to be filed in connection with Applicant's Application for a Certificate of Service Authority to 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(the "Application") filed with the Commission on this date. In support of its Motion, Applicant provides the following information:

1. The information that Applicant seeks to protect is the financial information to be submitted as Exhibit IV to its Application (the "Protected Information"). The Protected Information consists of Financial Statements for Wholesale Carrier Services, Inc., a privately held company, which is not subject to public reporting requirements. Exhibit IV is attached to the Application without the Protected Information and is marked with the words "PROPRIETARY INFORMATION" in large letters. A copy of the Protected Information is attached hereto.

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Protected Information (and any reproduction or copying of any part thereof) be restricted to counsel, and other agents or employees, who have been specifically assigned to this proceeding by the Commission; that the Protected Information be used solely in connection with this proceeding; that the Protected Information used in depositions, prepared testimony or other similar uses will be redacted and submitted under seal; that all Protected Information should be marked "CONFIDENTIAL, SUBJECT TO PROTECTIVE ORDER"; that neither the filing of the Protected Information in this proceeding, nor the furnishing of the Protected Information for review by the General Staff of the Commission ("Staff") shall be considered a waiver of any right to object upon any ground to the use of introduction into evidence during any proceeding of any Protected Information; and that not later than thirty (30) days following the conclusion of this proceeding by issuance of a final, non-appealable order of this Commission, all Protected Information designed as "CONFIDENTIAL, SUBJECT TO PROTECTIVE ORDER" including all copies in whole or in part thereof, should be returned to Applicant.

3. As grounds for this motion, Applicant states:

- (a) The Protected Information is not known outside of Applicant.
- (b) The Protected Information is not disseminated within Applicant and is known only by those of Applicant's employees who have a legitimate business need to know and act upon the information.
- (c) Applicant has maintained and seeks to preserve the confidentiality of the Protected Information through all appropriate means including the maintenance of appropriate security at its offices, and the filing of this motion.
- (d) The disclosure of this Protected Information would cause material damage to the competitive and financial position of Applicant in that it would provide Applicant's competitors with sensitive data respecting to Applicant's sales, customer usage, and financing strategies.

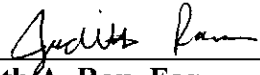
(e) By granting Applicant's motion, there will be no damage to any public interest in disclosure. In fact, the public will be best served by non-disclosure of the Protected Information.

WHEREFORE, Wholesale Carrier Services, Inc. requests that the Commission enter an order granting Applicant's motion for protective order of non-disclosure permitting Applicant and requiring Staff to treat the Protected Information in the manner described herein.

**Respectfully submitted,
Wholesale Carrier Services, Inc.**

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Attorneys for Applicant

Dated: 10/31/07

Wholesale Carrier Services, Inc.
Balance Sheet
As of December 31, 2006

PROPRIETARY INFORMATION

Mar 31, 06 Jun 30, 06 Sep 30, 06 Dec 31, 06

ASSETS

Current Assets

Checking/Savings

1000000 - Bank Accounts
1103000 - Due from/to GJ
1104000 - Due to/from MBA

Total Checking/Savings

Accounts Receivable

1100000 - Accounts Receivable

Total Accounts Receivable

Other Current Assets

1102000 - Undeposited Funds
1105000 - Unbilled Revenues
1202000 - Exchange
1203000 - Exchange - USAC
1204000 - Exchange - VAR JE's
1205000 - Employee Advances
1206000 - Pre-Paid Insurance
1208000 - Prepaid Expenses

Total Other Current Assets

Total Current Assets

Fixed Assets

1700000 - Fixed Assets

Total Fixed Assets

Other Assets

1900000 - Security Deposit

Total Other Assets

TOTAL ASSETS

LIABILITIES & EQUITY

Liabilities

Current Liabilities

Accounts Payable

2000000 - Accounts Payable

Total Accounts Payable

Credit Cards

2100000 - Credit Cards Payable

Total Credit Cards

Other Current Liabilities

2010000 - CARRIER DISPUTES
2101000 - Accrued Commissions
2102000 - Accrued Expenses
2103000 - Customer Advanced MRC billings
2200000 - Accrued Payroll Liabilities
2300000 - Carrier tax pass through
2300001 - Carrier Taxes Paid
2707000 - Savings-Citibank Line of Credit

Total Other Current Liabilities

Total Current Liabilities

Long Term Liabilities

2900000 - Deposits - Customers
2910000 - Letter of Credit - MCI/DCI

Total Long Term Liabilities

Total Liabilities

Equity

3100000 - Capital Stock
3900000 - Retained Earnings
3950000 - Chris B. Barton - Distribution
Net Income

Total Equity

TOTAL LIABILITIES & EQUITY

Wholesale Carrier Services, Inc.

Profit & Loss

January through December 2006

PROPRIETARY INFORMATION

	Jan - Mar 06	Apr - Jun 06	Jul - Sep 06	Oct - Dec 06	TOTAL
Ordinary Income/Expense					
Income					
4010000 - Sales Income					
4101000 - Access Loop					
4200000 - Conferencing					
4300000 - Equipment					
4400000 - Data					
4500000 - ENH					
4600000 - IP					
4700000 - Local					
4800000 - Value added billing					
4802000 - Voice					
4840000 - Rav Service Charge					
4901000 - Commissions					
4990000 - Account Fees					
4999996 - Recovery Early Termination fee					
Total Income					
Cost of Goods Sold					
5101000 - Access - Loop					
5200000 - Conference					
5300000 - Equipment COGS					
5400000 - Data CoGS					
5500000 - ENH CoGS					
5600000 - IP CoGS					
5700000 - Local - COGS					
5800000 - Value Added Billing COGS					
5802000 - Voice - COGS					
5901000 - Carrier Taxes					
5920100 - VAR Commissions					
5990000 - Account Fees - COGS					
Total COGS					
Gross Profit					
Expense					
6100000 - General & Administrative					
6400000 - Sales and Marketing expenses					
6600000 - Billing and Service Fees					
6800000 - Payroll Expenses					
6900000 - Depreciation and Amortization					
Total Expense					
Net Ordinary Income					
Other Income/Expense					
Other Income					
7200000 - Late Fees/Finance Charges					
7400000 - Interest Income					
7500000 - Recovery of bad debt					
Total Other Income					
Other Expense					
8900000 - Interest Expense					
Total Other Expense					
Net Other Income					
Net Income					

Wholesale Carrier Services, Inc.
Statement of Cash Flows
January through December 2006

PROPRIETARY INFORMATION

Jan - Dec 06

OPERATING ACTIVITIES

Net Income

Adjustments to reconcile Net Income

to net cash provided by operations:

1100000 · Accounts Receivable
1105000 · Unbilled Revenues
1202000 · Exchange
1203000 · Exchange - USAC
1204000 · Exchange - VAR JE's
1205000 · Employee Advances
1206000 · Pre-Paid Insurance
1208000 · Prepaid Expenses
2000000 · Accounts Payable
2100000 · Credit Cards Payable:2111000 · American Express 91004
2100000 · Credit Cards Payable:2120000 · MasterCard AAdvantage Card
2100000 · Credit Cards Payable:2130000 · Chase Visa 4897
2010000 · CARRIER DISPUTES
2101000 · Accrued Commissions
2102000 · Accrued Expenses
2103000 · Customer Advanced MRC billings
2200000 · Accrued Payroll Liabilities:2201000 · Accrued salaries
2200000 · Accrued Payroll Liabilities:2202000 · Accrued Bonus
2300000 · Carrier tax pass through
2300001 · Carrier Taxes Paid
2707000 · Savings-Citibank Line of Credit

Net cash provided by Operating Activities

INVESTING ACTIVITIES

1700000 · Fixed Assets:1701000 · Communications Equipment
1700000 · Fixed Assets:1702000 · Computer Equipment
1700000 · Fixed Assets:1703000 · Computer Software
1700000 · Fixed Assets:1704000 · Equipment Office
1700000 · Fixed Assets:1706000 · Leasehold Improvements
1700000 · Fixed Assets:1707000 · Office Furniture
1700000 · Fixed Assets:1780000 · Accumulated Amortization
1700000 · Fixed Assets:1790000 · Accumulated Depreciation
1900000 · Security Deposit:1901000 · Security Deposits - Vendors
1900000 · Security Deposit:1902000 · Deposit - Carriers
1900000 · Security Deposit:1906000 · Security Deposits - Utility

Net cash provided by Investing Activities

FINANCING ACTIVITIES

2900000 · Deposits - Customers
3950000 · Chris S. Barton - Distribution

Net cash provided by Financing Activities

Net cash increase for period

Cash at beginning of period

Cash at end of period