

INTELLICALL OPERATOR SERVICES, INC.

MISSOURI P.S.C. NO. 2
1st Revised Sheet No. 1
Cancels Original Sheet No. 1

PREPAID TELECOMMUNICATIONS SERVICES TARIFF

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EFFECTIVE: JULY 3, 1998

INTELLICALL OPERATOR SERVICES, INC.
B. REID PRESSON
14651 Dallas Parkway, Suite 905
Dallas, TX 75240

PREPAID TELECOMMUNICATIONS SERVICES TARIFF

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INTELLICALL OPERATOR SERVICES, INC. JAN 11 1994

MISSOURI
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SCHEDULE OF RATES, CHARGES AND REGULATIONS

APPLYING TO PREPAID TELECOMMUNICATIONS SERVICES

WITHIN THE STATE OF MISSOURI

By Order of the Missouri Public Service Commission effective June 29, 1992, in Case No. TA-92-210, Intellicall Operator Services, Inc. was granted authority to operate as a competitive telecommunications company. In accordance with said order, the following statutory and regulatory requirements have been waived:

Statutes

- | | |
|-------------|--|
| 392.240 (1) | - ratemaking |
| 392.270 | - valuation of property (ratemaking) |
| 392.280 | - depreciation accounts |
| 392.290 | - issuance of securities |
| 392.310 | - stock and debt issuance |
| 392.320 | - stock dividend payment |
| 392.330 | - issuance of securities, debt and notes |
| 392.340 | - reorganization(s) |

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- | | |
|--------------------------|-------------------------------|
| 4 CSR 240-10.020 | - depreciation fund income |
| 4 CSR 240-30.010 (2) (C) | - rate schedules |
| 4 CSR 240-30.060 (5) (B) | - records re: ratemaking |
| through (0) | |
| 4 CSR 240-32.030 (1) (B) | - exchange boundary maps |
| 4 CSR 240-32.030 (1) (C) | - record keeping |
| 4 CSR 240-32.030 (2) | - in state record keeping |
| 4 CSR 240-32.050 (3) | - local office record keeping |
| 4 CSR 240-32.050 (4) | - telephone directories |
| 4 CSR 240-32.050 (5) | - call intercept |
| 4 CSR 240-32.050 (6) | - telephone number changes |
| 4 CSR 240-32.070 (4) | - public coin telephone |
| 4 CSR 240-33.030 | - minimum charges rule |

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Title Sheet and Sheets 1-15, inclusive of this tariff are effective as of the date shown. Revised sheets, named below, contain all changes from the original tariff that are in effect on the date indicated.

Sheets in this tariff are as follows:

<u>Sheet</u>	<u>Revision</u>
Title Sheet 1	Original
1	Original
2	Original
3	Original
4	Original
5	Original
6	Original
7	Original
8	Original
9	Original
10	Original
11	Original
12	Original
13	Original
14	Original
15	Original

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CONCURRING CARRIERS

None

CONNECTING CARRIERS

None

PARTICIPATING CARRIERS

None

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EXPLANATION OF SYMBOLS

- (C) To signify changed listing, rule, or condition which may affect rates or charges.
- (D) To signify discontinued material, including listing, rate, rule or condition.
- (I) To signify increase.
- (M) To signify material relocated from or to another part of tariff schedules with no change in text, rate, rule or condition.
- (N) To signify new material including listing, rate, rule, or condition.
- (R) To signify reduction.
- (T) To signify change in wording of text but no change in rate, rule or condition.

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APPLICATION OF TARIFF

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This tariff contains the regulations and rates applicable to the provision of intrastate prepaid telecommunications services by Intellicall Operator Services, Inc. (hereinafter referred to as "IOS" or "the Company") within the state of Missouri.

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SECTION A - DEFINITIONS

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AUTOMATIC NUMBERING IDENTIFICATION (ANI)

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A type of signalling provided by a local exchange telephone company that automatically identifies the local exchange line number from which a call originates.

Account Code

A numerical sequence of numbers representing an account established by Customers by purchasing Prepaid Service Cards from the Company or its agents/distributors and used by Customers for identification when accessing the network.

Called Station

The terminating point of a call (i.e. the called number).

Calling Station

The originating point of a call (i.e. the calling number).

Customer

Any person, firm, partnership, corporation, or other end user that purchases Prepaid Service Cards for use of the Company's prepaid telecommunications services under the provisions and regulations of this tariff.

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SECTION A - DEFINITIONS (Continued)

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Prepaid Telecommunications ServicesMISSOURI
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Direct dialed voice telecommunications services prepaid by customers in advance of use. Sold by the Company or its agents at various locations throughout the United States in specific dollar increments that are indicated on the face of a prepaid service card containing an account code.

Prepaid Service Card

A plastic or paper card issued by the Company that indicates the original account value, the account code, and instructions for use of the Company's services.

Prepaid Service Platform

An intelligent network switch that stores active account codes, controls network access, manages account balances based on usage, bridges calling and called stations and creates call detail records for all calls.

Recharge

A process by which a Customer can add funds to an existing account code balance prior to its expiration date by charging the additional funds to a valid commercial credit card.

Uncompleted Call

Any call wherein a voice communication link between the Prepaid Service Platform and the called station cannot be established (busy, ring/no answer etc).

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SECTION B - RULES AND REGULATIONS

B.1 Undertaking of the Company

The Company provides intrastate and interstate voice telecommunications services to customers who purchase prepaid service cards entitling them to use the Company's service up to the face value of the card. Such services are available to customers with active accounts from any touchtone telephone in the United States, Puerto Rico and US Virgin Islands through the Company's Prepaid Service Platform and through transmission facilities procured from interexchange carriers (IXC's) and in accordance with the provisions of this tariff.

B.2 Limitations

B.2.1 Service is offered subject to the availability of the necessary facilities or equipment, and subject to the provisions of this tariff.

B.2.2 The Company reserves the right to temporarily suspend service when necessitated by conditions beyond its control, including but not limited to network outages and equipment failures, when a customer's prepaid account balance is depleted or when a customer is using the service in violation of the provisions of this tariff.

B.2.3 The Company does not undertake to transmit messages, but offers the use of its facilities when available, and will not be liable for errors in transmission or for failure to establish connections.

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PREPAID TELECOMMUNICATIONS SERVICES TARIFF

SECTION B - RULES AND REGULATIONS (Continued)

B.2.4 The following call types may not be completed using the Company's
Prepaid Calling Service:

calls to 700 numbers
calls to 800 numbers
calls to 900 numbers
calls to Directory Assistance
operator assisted calls

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B.3 Use

B.3.1 Prepaid services provided under this tariff may be used only for the transmission of voice communications by customers in a manner consistent with the terms of this tariff.

B.3.2 Services provided under this tariff shall not be used for unlawful purposes.

B.3.3 The use of the Company's services without payment for service or attempting to avoid payment for service by fraudulent means, schemes, false or invalid account codes is prohibited.

B.3.4 The Company's services are available for use twenty-four hours a day, seven days a week.

B.3.5 Customers of service provided under this tariff may authorize or permit others to use such services, and may resell or share such services subject to the provisions contained in this tariff. The Customer remains responsible to the Company for payment of all charges due the Company for services used by others pursuant to this paragraph, with or without the Company's knowledge, and is responsible for notifying the Company immediately of any unauthorized use of services.

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SECTION B - RULES AND REGULATIONS (Continued)

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B.4.1 The Company's liability, if any, for its willful misconduct is not limited by this tariff. With respect to any other claim or suit, by a Customer or any other, for damages associated in any way with the installation, provision, termination, maintenance, repair, restoration or use of services governed by this tariff, including any and all equipment and facilities incidental to or associated with such services, the Company's liability, if any, shall not exceed an amount equal to the charge applicable under this tariff to the period during which services were affected. This liability for damages shall be in addition to any amounts that may otherwise be due the Customer under other provisions of this tariff, if any, as a credit allowance.

B.4.2 The Company is not liable for any damages caused in whole or in part by, or associated with, any service (including but not limited to channels, maintenance, repair or restoration) or equipment which it did not furnish.

B.4.3 The Company's failure to provide, maintain or restore service under this tariff shall be excused by labor difficulties, acts of God, fires, flood or any other catastrophes; any law, order, directive, regulation, action or request of the United States Government, or any other government including local and state governments having jurisdiction over the Company, or of any department, agency, bureau, corporation or other instrumentality of any one or more of said governments or of any civil or military authority; national emergencies, insurrections riots wars or other labor difficulties or other emergencies beyond the Company's reasonable control.

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SECTION B - RULES AND REGULATIONS (Continued)

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The Company shall be indemnified and saved harmless by the Customer from and against all loss, liability, damage and expense, including reasonable counsel fees, due to claims for libel, slander, or infringement of copyright in connection with the material transmitted over the Company's facilities: omission of the Customer or patron(s) of the Customer relating to the use of the Company's facilities.

MISSOURI
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Service may be temporarily suspended by the Company without notice to the Customer, by blocking traffic from certain cities or exchanges, or individual line numbers, or by blocking access to certain Account Codes when the Company deems it necessary to take such action to prevent unlawful use of its services. If suspended pursuant to the above, the Company will restore services as soon as is practical without undue risk.

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SECTION B - RULES AND REGULATIONS (Continued)

B.7 Payment for Service

B.7.1 Payment for prepaid services provided under this tariff is on an advanced payment basis. Customers who purchase Prepaid Service Cards are entitled to use such services up to the face amount printed on the card. Prepaid Service Cards may be purchased from the Company or its agents/distributors at various locations throughout the United States and in foreign countries in various denominations (typically \$10, \$20 and \$50). Account Codes automatically expire six months from first use or from the last recharge. Unexpired account balances may also be combined with the balance of any other unexpired account code issued by the Company.

B.7.2 The Company is not responsible for lost or stolen Prepaid Service Cards and makes no refunds for unused balances.

SECTION C - DESCRIPTION OF SERVICE OFFERED

C.1 Service Offerings

Prepaid Telecommunications Services are available to customers with a valid Account Code issued by the Company with an account balance equal to or greater than the charge for a one minute call as dialed. All services are provided through the Company's Prepaid Service Platform and interexchange carrier transmission facilities.

Customers access the Platform via a toll free carrier access codes dialed from any dual tone multifrequency signalling telephone located within the State of Missouri.

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SECTION C - DESCRIPTION OF SERVICE OFFERED (Continued)

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Upon access, customers are prompted to enter their account code and , if valid, are advised of the account balance associated with that code. Customers are then advised as to the time available at the rate for the call as dialed.

The Platform decrements the Customer's account balance in real time at the rate applicable to the call in progress. Customers are alerted when two and one minutes remain.

The Company's Prepaid Telecommunications Services are available twenty-four hours a day, seven days a week.

C.2 Timing of Calls

Chargeable time begins when a voice communication link is established between the calling and called stations based on Answer Supervision received from the distant end Local Exchange Carrier and ends when the calling or called station hangs up. Hardware answer supervision is used in all areas where Equal Access Service is available.

C.3 Duration of Calls

Chargeable time is based on the actual connection time as defined in C.2 above, rounded to the next full minute, i.e. a call duration of one minute and ten seconds will be considered a two minute call.

C.4 Calculation of Distance - Prepaid Long Distance Services

The Company's domestic Prepaid Long Distance Services are offered at fixed per minute rates independent of distance between originating and terminating points at all hours of the day or week.

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SECTION C - DESCRIPTION OF SERVICE OFFERED (Continued)

Upon access, customers are prompted to enter their account code and, if valid, are advised of the account balance associated with that code. Customers are then advised as to the time available at the rate for the call as dialed.

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SECTION C - DESCRIPTION OF SERVICE OFFERED (Continued)

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C.5 Payment for Services - Prepaid Long Distance Services

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C.5.1 General

The Company's domestic Prepaid Long Distance Services are offered at fixed per minute rates regardless of distance between originating and terminating points at all hours of the day or week. The fixed rate applicable to each call is determined by the Card Holder's account code that references the particular Rate Plan(s) (established pursuant to this tariff) and other unique program features applicable to all calls placed using that Account Code.

C.5.2 Distribution

The Company does not own or operate its own distribution and sales network but rather markets its services to distributors and Card Issuers who in turn market and distribute the Company's Prepaid Long Distance Services to the public through their own distribution channels in different denominations (if Prepaid), volumes, card materials and packaging schemes. These entities may select a rate plan that enables them to recover marketing and distribution costs and that are attractive to prospective Card Holders.

C.5.3 Rounding Fractional Charges

When the application of the rates set forth in Section D results in a fractional charge for an individual call, the total charge for that particular call will be rounded up to the nearest higher cent.

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SECTION C - DESCRIPTION OF SERVICE OFFERED (Continued)

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(N)C.5.4 Service Dispute Resolution

For consideration of any disputed charges related to Prepaid Long Distance Service, a Subscriber may contact a Company Customer Service Representative to discuss the basis for such dispute. After investigation, the Customer Service Representative may adjust the Subscriber's account balance in an amount not to exceed the disputed charge. Alternatively, the Subscriber may submit to the Company, in writing and within thirty (30) days from the date the disputed charges were incurred, detailed information describing the basis for the dispute and the amount of the disputed charge. The Company will promptly investigate and inform the Subscriber as to its findings and disposition.

C.6 Complaints

Customer complaints are handled by a full service customer service department. Customers may call toll free 8:00 a.m. CST to 5:30 p.m. CST Monday through Friday or submit a written complaint detailing the nature of the complaint or dispute to:

Intellicall Operator Services, Inc.
14651 Dallas Parkway, Suite 905
Dallas, TX 75240

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SECTION D - RATES AND CHARGES

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D.1 General

The Company's domestic Prepaid Telecommunications Services are offered at a fixed per minute rate regardless of distance between originating and terminating points at all hours of the day or week.

D.2 Rates and Charge Application

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D.2.1 Rates - Prepaid Long Distance Service

The Company's Prepaid Long Distance Cards may be purchased by consumers through a variety of distribution channels including universities, military bases, convenience and grocery stores and other retail outlets. Consumers may also purchase Prepaid Long Distance Service Cards from non-profit and charitable organizations as a fundraising product.

D.2.1.1 Rate Plans

The Company's Prepaid Long Distance Cards will be made available in various denominations incorporating a flat per minute rate from one of the Rate Plans detailed below. The exact rate plan adopted for each distribution program shall be uniform for all Cards issued and distributed under that program. Rates shown are inclusive of all applicable telecommunications taxes and apply to all distances and at all times.

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SECTION D - RATES AND CHARGES

D.1 General

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D.2 Rates and Charge Application

D.2.1 Maximum Rates

The maximum rate for the Company's Prepaid Service is \$0.60 per minute, all hours, all distances.

D.2.2 Rate Plans

The Company's Prepaid Service Cards are available from the Company, its agents and distributors in various denominations incorporating the domestic rate plan as specified below. This rate is inclusive of all taxes.

Rate Plan A

\$0.35 per min

Sales materials provided to Customers at point of purchase will specify the domestic rate as well as selected international rates.

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SECTION D - RATES AND CHARGES (Continued)

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D.2.1.1.1 Fundraiser Plan

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Per Minute Rate - \$0.50

This rate applies to all plans using the Company's Prepaid Long Distance Service as a fundraising product for non-profit organizations, charities and affinity groups. A portion of the Prepaid Service Card's purchase price is retained by the fundraising organization.

D.2.1.1.2 Retail Plans

Each retail distribution program implemented by the Company or its Card Issuer Customers will incorporate a Base Rate for the initial Card Face Value from the Rate Plans detailed below with purchase incentives for Cards with higher initial face values as specified in this tariff, as applicable. The rate plan selected by the Company and/or its Card Issuer customers will be determined by competitive necessity and based on such factors as marginal costs of providing service, distribution costs, card and card packaging costs and anticipated card sales volume. All rates are inclusive of applicable telecommunications taxes and are applicable regardless of distance or time of day.

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Dallas, TX 75240

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SECTION D - RATES AND CHARGES (Continued)

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D.2.1.1.2.1 Standard Plan

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Per Minute Rate - \$0.35

This rate applies to low-to-medium Card volume programs marketed through merchandisers with single location local or regional distribution outlets.

D.2.1.1.2.2 Retail Merchandise Plans A & B

Per Minute Rate (Plan A) - \$0.33

Per minute Rate (Plan B) - \$0.30

Per Minute Rate (Plan C) - \$0.28

These rates apply to medium-to-high Card volume programs marketed through merchandisers with multi-location regional and nationwide distribution outlets.

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D.2.1.1.2.3 Military and Student Plan

Per Minute Rate - \$0.30

This rate applies to programs with distribution to military personnel, university and college students at military installations, colleges and universities.

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ISSUED: JUNE 3, 1998

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INTELLICALL OPERATOR SERVICES, INC.
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Dallas, TX 75240

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SECTION D - RATES AND CHARGES (Continued)

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D.2.1.1.2.4 Economy Plan

Plan A - Per Minute Rate - \$0.20

Plan B - Per Minute Rate - \$0.25

These rates apply to programs with distribution through regional and national merchandisers with annual sales levels above 500,000 Cards.

D.2.1.1.2.5 Purchase Incentive

The Company and/or its Card Issuer customers may establish a purchase incentive for Cards with Face Values of \$10 or more. Such incentives may take the form of a per minute rate less than the Rate Plan per minute rate established pursuant to this tariff. Such reductions may be expressed as a percentage discount or a lower per minute rate.

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D.2.2 Renewal RateMinimum Per Minute Rate

\$0.15

Maximum Per Minute Rate

\$0.35

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Renewal rates between the minimum and maximum rates detailed above will be established for each distribution program. Renewals may not exceed the Base Rate but may be offered at a discount from that rate.

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INTELLICALL OPERATOR SERVICES, INC.

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Dallas, TX 75240

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SECTION D - RATES AND CHARGES (Continued)

D.3 Directory Assistance

Directory Assistance as outlined below applies to all Prepaid Long Distance Service plans.

Directory Assistance \$0.65

D.4 Application of Charges

Card Holder Account Balances are maintained in the Company's Prepaid Service Platform and are decremented in real time at the appropriate per minute rate specified by the Card Holder's account code for each completed call pursuant to the rates set forth in this tariff.

D.5 Public Payphone Surcharge

A Public Payphone Surcharge of \$0.30 applies to all completed calls originating from public/semi-public payphones that access the Company's long distance services using a dialing sequence other than 0+ or 0-. Specifically, the Surcharge applies to retail prepaid service calls.

The Public Payphone surcharge is applied in addition to any other applicable Service Charges or Surcharges and is not subject to any discounts otherwise applicable.

D.6 Special Promotions

The Company, its agents and distributors, may, from time to time, offer special promotions to customers, including but not limited to, complimentary Prepaid Service Cards.

ISSUED: JUNE 3, 1998

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INTELLICALL OPERATOR SERVICES, INC.
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SECTION D - RATES AND CHARGES (Continued)

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D.2.3 Application of Charges

Customer account balances are maintained in the Prepaid Service Platform and are decremented in real time at the appropriate per minute rate for each completed call as described in Sections C.2 - Timing of Calls and C.3 - Duration of Calls.

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D.3 Special Promotions

The Company its agents and distributors, may, from time to time, offer special promotions to customers, including but not limited to, complimentary Prepaid Service Cards.

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ISSUED: JANUARY 11, 1994

EFFECTIVE: ~~FEBRUARY 14, 1994~~

INTELLICALL OPERATOR SERVICES, INC.
B. REID PRESSON, JR., VICE PRESIDENT
2155 CHENAULT, SUITE 410
CARROLLTON, TEXAS 75006

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FEB 28 1994

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