

STATE OF MISSOURI

PUBLIC SERVICE COMMISSION

At a session of the Public Service

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In the Matter of the Joint Application of)
PSP Marketing Group, Inc. d/b/a I.T. GROUP)
Communications Company and DeltaCom, Inc.) **Case No. TM-98-417**
d/b/a DeltaCom Long Distance Services for)
Approval of a Transfer of Assets.)

ORDER APPROVING SALE OF ASSETS

On April 1, 1998, PSP Marketing Group, Inc. d/b/a I.T. GROUP Communications Company (PSP) and DeltaCom, Inc. d/b/a DeltaCom Long Distance Services (DeltaCom) filed a joint application pursuant to Section 392.300, RSMo 1994, seeking Commission approval for a sale of assets from PSP to DeltaCom. PSP and DeltaCom (Applicants) stated that they have entered into an agreement whereby DeltaCom will acquire substantially all of the assets of PSP, including PSP's customer base and certificate of service authority, if the Commission approves the transaction.

Applicants simultaneously filed a motion for expedited approval, requesting an order approving the transaction with an effective

date of April 30 or earlier, because they have scheduled a closing date of April 30. Applicants waived the traditional ten day effective date between the issue date and the effective date of any such order, and requested that the order be made effective on the date issued. No party filed a response to Applicants' motion.

PSP is a Mississippi corporation with its principal offices located at 2829 Lakeland Drive, Suite 1110, Jackson, Mississippi 39208. The Commission granted PSP a certificate of service authority to provide intrastate, interexchange telecommunications services in Case No. TA-94-247 on April 19, 1994, and approved PSP's tariff on May 24, 1994. DeltaCom is an Alabama corporation with its principal place of business at 1241 O.G. Skinner Drive, West Point, Georgia 31833. The Commission granted DeltaCom a certificate of service authority to provide intrastate, interexchange telecommunications services on January 28, 1997, in Case No. TA-97-216.

According to the Applicants, the proposed transaction would be funded by the issuance of common stock of ITC^DeltaCom, Inc. (ITC) to PSP's shareholders contemporaneously with the transfer of PSP's assets to DeltaCom. ITC is DeltaCom's first tier holding company whose stock is publicly traded on the NASDAQ National Market. The Applicants state that the asset transfer will not in any way disrupt service or cause inconvenience or confusion to the Applicant's customers, and will be virtually seamless to customers in terms of the services they receive. Upon consummation of the transaction, DeltaCom would be the certificate holder and would adopt PSP's tariffs. DeltaCom would hold PSP's certificate and provide service to Missouri customers under the DeltaCom name. PSP would cease doing business in Missouri upon completion of the transaction. The Applicants represent that notice of the transfer of assets would be provided to PSP's Missouri customers upon approval by the Commission. Applicants also represented that the transfer would have no impact on the tax revenues of any political subdivision in the state of Missouri, and that DeltaCom has no pending or final decisions or judgments against it from any state or federal agency involving its rates or its service to customers.

The Staff of the Commission (Staff) filed a Memorandum on April 28, 1998, recommending approval of the sale of assets. Staff stated that the proposed transfer of assets is in the public interest because operating efficiencies would be gained through DeltaCom's ability to take advantage of increased economies of scale.

However, Staff recommended that the Commission deny the Applicants' request to allow DeltaCom to adopt PSP's tariff. Staff stated that if DeltaCom were permitted to adopt PSP's tariff without operating under the PSP name, as proposed, the end result would be a situation where DeltaCom would have two tariffs numbered PSC MO No. 1 under the same name, but offering different rates for the

same services. Staff asserted that this would cause customer confusion, administrative problems for the Commission, and possible discrimination. Staff stated that DeltaCom has advised the Staff that its intent is to eventually serve all customers from one tariff.

Staff recommended that DeltaCom be ordered to transfer the former PSP customers to DeltaCom=s tariffed services within 90 days of the effective date of the Commission=s order and that DeltaCom not be permitted to adopt PSP=s tariffs. Staff further recommended that DeltaCom be ordered to file any necessary changes to its tariff and notify the Commission of any rate changes and the customers of any proposed rate increases. Staff also recommended that PSP=s certificate of service authority and tariffs be canceled 90 days after the effective date of the Commission=s order approving the transfer of assets.

Upon review of the verified application and Staff=s recommendation, the Commission finds that the proposed transaction will allow DeltaCom to generate economies of scale and therefore operate more efficiently, which in turn will invigorate competition in the intrastate long-distance market. Thus, the Commission finds that the proposed transaction is not detrimental to the public interest and should be approved.

The Commission also finds that it should deny Applicants= request to have DeltaCom adopt PSP=s tariff, for the reasons articulated by Staff. The Commission will instead require Applicants, upon completion of the transaction, to notify PSP=s customers of the transfer of assets and of DeltaCom=s intent to serve them under DeltaCom=s existing tariff prior to migrating these customers to DeltaCom=s tariffed rates and products. Such notice shall identify any increase or decrease in rates, and any change in service, that the PSP customers will experience as a result of the migration and shall clarify that service will continue under PSP=s tariffed rates and products for up to ninety days following the effective date of the effective date of this order. Following the notice, the Applicants shall transfer the PSP customers from service under PSP=s tariff and name to service under DeltaCom=s tariff and name within ninety days after this order takes effect. During the transition period, Applicants shall identify both PSP and DeltaCom on all of the PSP customers= bills. PSP=s certificate and tariff shall be canceled effective 90 days after the effective date of this order.

The Commission further finds that Applicants= motion to expedite should be granted. The Applicants stated that they intend to close the transaction, if possible, by April 30, and no party opposed the motion.

IT IS THEREFORE ORDERED:

1. That the sale of assets proposed by PSP Marketing Group, Inc. d/b/a I.T. GROUP Communications Company and DeltaCom, Inc. d/b/a DeltaCom Long Distance Services is approved.
2. That PSP Marketing Group, Inc. d/b/a I.T. GROUP Communications Company and DeltaCom, Inc. d/b/a DeltaCom Long Distance Services are authorized to take any and all actions necessary to effectuate the asset sale transaction contemplated by their application as approved in this order.
3. That PSP Marketing Group, Inc. d/b/a I.T. GROUP Communications Company or DeltaCom, Inc. d/b/a DeltaCom Long Distance Services shall file a pleading with the Commission notifying the Commission of the closing date of the asset sale transaction within ten days after the completion of the transaction.
4. That PSP Marketing Group, Inc. d/b/a I.T. GROUP Communications Company and DeltaCom, Inc. d/b/a DeltaCom Long Distance Services shall transfer all of the former customers of PSP Marketing Group, Inc. d/b/a I.T. GROUP Communications Company to DeltaCom, Inc. d/b/a DeltaCom Long Distance Services= tariffed services no later than July 29, 1998.
5. That within ten days after completion of the transaction, PSP Marketing Group, Inc. d/b/a I.T. GROUP Communications Company and DeltaCom, Inc. d/b/a DeltaCom Long Distance Services shall notify the existing customers of PSP Marketing Group, Inc. d/b/a I.T. GROUP Communications Company about the transfer of assets and that they will be served under the tariffed rates and products of DeltaCom, Inc. d/b/a DeltaCom Long Distance Services unless they choose another intrastate, interexchange carrier.
6. That the notice required under Ordered paragraph 5 shall identify any increase or decrease in rates, and any change in service, that the recipients will experience as a result of the migration and shall clarify that service may continue under the tariffed rates and products of PSP Marketing Group, Inc. d/b/a I.T. GROUP Communications Company until July 29, 1998.
7. That during the transition period, PSP Marketing Group, Inc. d/b/a I.T. GROUP Communications Company and DeltaCom, Inc. d/b/a DeltaCom Long Distance Services shall identify both companies on all of bills sent to the current customers of PSP Marketing Group, Inc. d/b/a I.T. GROUP Communications Company.
8. That the certificate and tariff of PSP Marketing Group, Inc. d/b/a I.T. GROUP Communications Company shall be canceled effective July 29, 1998.
9. That this order shall be effective on April 30, 1998.

BY THE COMMISSION

Dale Hardy Roberts

Secretary/Chief Regulatory Law Judge

(S E A L)

Lumpe, Ch., Crumpton and
Schemenauer, CC., concur.

Drainer and Murray, CC.,
absent.

Randles, Regulatory Law Judge

TITLE SHEET

MISSOURI INTEREXCHANGE TELECOMMUNICATIONS TARIFF APR 22 1994

OF

THE I.T.GROUP

MO. PUB. SERVICE COM.

This tariff contains the descriptions, regulations, and rates applicable to the furnishing of telecommunications services provided by PSP Marketing Group, Inc. d/b/a *THE I.T.GROUP* with its principal offices at 5135 Galaxie Drive, Suite 205 Jackson, Mississippi, telephone number 601-981-4861. This tariff is on file with the Missouri Public Service Commission, and copies may be inspected during normal business hours at the Company's principal place of business.

THE I.T.GROUP operates as a competitive telecommunications company as defined by CASE No. TO-88-142 within the State of Missouri.

CANCELLED

APR 30 1998
By TM-98-47
Public Service Commission
MISSOURI

Issued: April 25, 1994

Effective Date: May 25, 1994

Issued by:

Ronald E. Parsons, Jr.
PSP MARKETING GROUP, INC.
5135 Galaxie Drive, Suite 205
Jackson, Mississippi 39206
(601) 981 4861

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94-247
MO. PUB. SERVICE COM.

WAIVER OF RULES AND REGULATIONS

APR 22 1994

MO. PUBLIC SERVICE COMMISSION

Pursuant to Case No. TA - 94-247, the following statutes and rules have been waived for purposes of offering telecommunications services set forth herein:

STATUTES

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

COMMISSION RULES

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

CANCELLED

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by TM-98-417
Public Service Commission
MISSOURI

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MO. PUBLIC SERVICE COMMISSION

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TARIFF FORMAT

A. **Sheet Numbering** - Sheet numbers appear in the upper right corner of the page. Sheets are numbered sequentially. However, new sheets are occasionally added to the tariff. When a new sheet is added between sheets already in effect, a decimal is added. For example, a new sheet added between sheets 14 and 15 would be 14.1.

B. **Sheet Revision Numbers** - Revision numbers also appear in the upper right corner of each page. These numbers are used to determine the most current sheet version on file with the Commission. For example, the 4th revision Sheet 14 cancels the 3rd Revised Sheet 14. Because of various suspension periods, deferrals, etc. the Commission follows in their tariff approval process, the most current sheet number on file with the Commission is not always the page in effect.

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

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

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EXPLANATION OF SYMBOLS

- (C) To signify **changed** condition or regulation
- (D) To signify **deleted or discontinued** rate, regulation or condition
- (I) To signify a change resulting in an **increase** to a customer's bill
- (M) To signify that material has been **moved from** another tariff location
- (N) To signify a **new** rate, regulation, condition sheet
- (R) To signify a change resulting in a **reduction** to a customer's bill
- (T) To signify a change in **text** but no change to rate or charge

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SECTION 1 - RULES AND REGULATIONS

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1.1 UNDERTAKING OF *THE I.T.GROUP*

APR 22 1994

THE I.T.GROUP services are furnished for telecommunications originating at specified points within the State of Missouri under terms of this Tariff.

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THE I.T.GROUP installs, operates, and maintains the communication services provided hereinunder in accordance with the terms and conditions set forth under this Tariff. It may act as the customer's agent for ordering access connection facilities provided by other carriers or entities when authorized by the customer, to allow connection of a customer's location to **THE I.T.GROUP's** network. The customer shall be responsible for all charges due for such service arrangement.

The Company's services and facilities are provided on a monthly basis unless ordered on a longer term basis, and are available twenty-four hours per day, seven days per week.

1.2 LIMITATIONS

- 1.2.1 Service is offered subject to the availability of the necessary facilities and/or equipment and subject to the provisions of this tariff.
- 1.2.2 Company reserves the right to discontinue furnishing service, or limit the use of service necessitated by conditions beyond its control; or when the customer is using the service in violation of the law or the provisions of this Tariff.
- 1.2.3 All facilities provided under this Tariff are directly controlled by **THE I.T.GROUP** and the customer may not transfer or assign the use of service of facilities, except with the express written consent of The company. Such transfer or assignment shall only apply where there is no interruption of the use or location of the service or facilities.

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SECTION 1 - RULES AND REGULATIONS

APR 22 1994

1.2 LIMITATIONS, Continued

- 1.2.4 Prior written permission from The Company is required before any assignment or transfer of service. All regulations and conditions contained in this Tariff shall apply to all such permitted assignees or transferees, as well as all conditions for service.

1.3 LIABILITIES OF THE COMPANY

- 1.3.1 The liability of the Company for damages arising out of mistakes, omissions, interruptions, delays, errors or defects in transmission occurring in the course of furnishing service or other facilities and not caused by the negligence of its employees or agents in no event shall exceed an amount equivalent to the proportionate charge to the Customer for the period during which the aforementioned faults in transmission occur.
- 1.3.2 The Company shall be indemnified and held harmless by the customer against:
(A) Claims for libel, slander, or infringement of copyright arising out of the material, data, information, or other content transmitted over the Company's facilities.
(B) All other claims arising out of any act or omission of the customer in connection with any service or facility provided by *THE I.T.GROUP*.

1.4 INTERRUPTION OF SERVICE

- 1.4.1 Credit allowance for the interruption of service which is not due to the Company's testing or adjusting, negligence of the customer, or to the failure of channels or equipment provided by the customer, are subject to the general liability provisions set forth in 2.3.1 herein. It shall be the obligation of the customer to notify The Company immediately of any interruption in service for which a credit allowance is desired. Before giving such notice, the customer shall ascertain that the trouble is not being caused by any action or omission by the customer within his control, or is not in wiring or equipment, if any, furnished by the customer and connected to The Company's facilities.
- 1.4.2 For purposes of credit computation for leased facilities, every month shall be considered to be 720 hours.
- 1.4.3 No credit shall be allowed for an interruption of a continuous duration of less than two hours.
- 1.4.4 The customer shall be credited for an interruption of two hours or more at the rate of 1/720th of the monthly charge for the facilities affected for each hour or major fraction thereof the interruption continues.

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SECTION 1 - RULES AND REGULATIONS

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1.4 INTERRUPTION OF SERVICE

Credit Formula:

Credit = (A/720) x B

"A" - outage time in hours

"B" - total monthly charge for affected facility

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1.5 RESTORATION OF SERVICE

The use and restoration of service in emergencies shall be in accordance with Part 64, Subpart D of the Federal Communications Commission's Rules and Regulations, which specifies the priority system for such activities.

1.6 DEPOSITS

The Company does not require a deposit from the customer.

1.7 ADVANCE PAYMENTS

THE I.T.GROUP reserves the right to collect an amount not to exceed one (1) month's estimated charges as an advance payment for service. This will be applied against the next month's charges and if necessary a new advance payment will be collected for the next month. At this time, **THE I.T.GROUP** charges no advance payments.

1.8 TAXES

All state and local taxes (i.e., gross receipts tax, sales tax, municipal utilities tax) are listed as separate line items and are not included in the quoted rates.

1.9 EMPLOYEE CONCESSIONS

There are no employee concessions.

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SECTION 2 - DEFINITIONS

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Access Line - An arrangement which connects the customer's location to a PSP Marketing Group, Inc. network switching center.

Authorized Code - A numerical code, one or more of which are available to a customer to enable him/her to access the carrier, and which are used by the carrier both to prevent unauthorized access to its facilities and to identify the customer for billing purposes.

Company or Carrier - *THE I.T.GROUP* a division of PSP Marketing Group, Inc.

Commission - The Missouri Public Service Commission

Customer - The person, firm, corporation or other entity which orders service and is responsible for payment of charges and compliance with the Company's tariff regulations.

Day - From 8:00 AM up to but not including 5:00 PM local time Monday through Friday.

Evening/Night/Weekend - From 5:00 PM up to but not including 8:00 AM Monday through Thursday and from 5:00 PM Friday up to but not including 8:00 AM Monday.

Holidays - The Company's recognized holidays are New Year's Day, Memorial Day, Independence Day, Labor Day, Thanksgiving Day and Christmas Day.

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SECTION 3 - DESCRIPTION OF SERVICE AND RATES**3.1 TIMING OF CALLS**

The customer's long distance usage charge is based on the actual usage of **THE I.T.GROUP's** network. Usage begins when the receiver of the called number is picked up. The moment of the called party's answer is determined by hardware supervision in the Local Telephone Company sends a signal to the underlying carrier's switch or the software utilizing audio tone detection. A call is terminated when the calling party hangs up.

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3.1.1 UNCOMPLETED CALL CREDITING

There is no billing for incomplete calls.

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3.2 CALCULATION OF DISTANCE

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Usage charges for all services are not mileage sensitive and are based on a flat rate.

3.3 MINIMUM CALL COMPLETION RATE

A customer can expect a call completion rate (number of calls completed / number of calls attempted) of not less than 97% during peak use periods for all FG D services ("1+" dialing).

3.4 SERVICE OFFERINGS**3.4.1 The Company's Outbound 1+ Services:**

The Company's Outbound 1+ services allow subscribers to place direct dialed calls to locations within the State of Missouri, throughout the United States and Internationally. Calls are placed by dialing "1+" and the desired telephone number. Subscribers may access **THE I.T.GROUP's** network through switched or dedicated access facilities.

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SECTION 3 - DESCRIPTION OF SERVICE AND RATES

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3.4.2 Travel Card Service

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The Travel Card Service allows a subscriber to place long distance calls while away from the presubscribed location and have the calls automatically charged to the customer's account. When the Travel Card Service is used by the consumer an 800 Access Number will be used as well as a nine (9) digit individual security numbering code. There is no surcharge assessed for using the Travel Card Service and the rate charged for the Travel Card Service is \$0.25 per minute with an initial 30 second start-up billing, with 6 second incremental thereafter. This Travel Card is not a "stand alone" card.

3.4.3 INWATS 800 Service

INWATS 800 Service permits the called party (*THE I.T.GROUP* customer) to be billed for calls to his premises, thereby affording the calling party a toll free call.

3.5 MONTHLY SERVICE CHARGES

THE I.T.GROUP does not currently charge its customers any monthly service charges, but reserves the right to do so in the future after filing with the MOPSC.

3.6 NON-RECURRING CHARGES

THE I.T.GROUP does not impose any non-recurring charges. Any Local Exchange Company non-recurring charges incurred by *THE I.T.GROUP* on behalf of the subscriber will be passed through to the subscriber.

3.7 DEDICATED ACCESS SERVICES

Dedicated access services have initial installation and monthly recurring charges which are dependent upon local exchange carriers tariffs and based upon the customer's location and individual needs. Dedicated services will primarily be administered through the Telemanagement department of PSP Marketing Group, Inc. and initial fees for installation may be waived at the discretion of the Company. Monthly fees may be delayed as per contract with the Telemanagement department and the underlying carrier(s). Dedicated access services are Interexchange services only and are not Local Exchange Services.

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SECTION 3 - DESCRIPTION OF SERVICE AND RATES

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3.8 RATES PER MINUTE

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All rates are listed in initial six (6) second increments and additional six (6) second increments unless otherwise specified.

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3.8.1. Flat Rate 1+ Service (1+ rates not to exceed \$0.170/minute)

	Daytime		Night	
	Initial 6 Sec.	Add'l 6 Sec.	Initial 6 Sec.	Add'l 6 Sec.
IntraState Missouri	\$0.170	\$0.170	\$0.170	\$0.170
IntraLata Rates Missouri	\$0.170	\$0.170	\$0.170	\$0.170

- No Monthly Recurring Fee
- No Monthly Account Codes Fee

3.8.2. Flat Rate 800 Business Service (800 rates not to exceed \$0.187/minute)

	Daytime		Night	
	Initial 6 Sec.	Add'l 6 Sec.	Initial 6 Sec.	Add'l 6 Sec.
Inbound 800 Rates	\$0.187	\$0.187	\$0.187	\$0.187

- \$15.00 Per Location Monthly Fee
- No Monthly Account Codes Fee

3.8.3. Dedicated Access Service

Rates for services offered on an individual case basis (ICB) will be structured to recover the Company's cost of providing the services. Terms of specific ICB contracts will be made available to the Commission upon request on a proprietary basis.

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SECTION 3 - DESCRIPTION OF SERVICE AND RATES

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3.9 ALTERNATIVE BILLING SURCHARGES

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The Company does not provide alternative operator services. Alternative billing calls are limited to live operator or automated operator functions provided by the underlying carrier for the processing of telephone services such as a person to person, operator assisted station to station calls, dialing instructions and emergency call handling. Billing is based on a flat surcharge per service in addition to applicable per minute rates for the duration of the call, with no billing for uncompleted calls. Access to the operator is obtained by dialing, from a presubscribed phone to the Company, 0+ the desired number or 00. Access for this service is via Feature Group D facilities. All 0+ and 0-intraLATA calls are routed to the appropriate LEC. All rates are subject to change.

Directory Assistance, per call

\$0.65

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SECTION 4 - SPECIAL PROMOTIONS

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4.0 SPECIAL PROMOTIONS

4.1.1 PSP may from time to time engage in special promotional service offerings designed to attract new customers or to increase existing customers awareness of particular tariff offering. These promotions will be subject to prior notification and approval by the Missouri Public Service Commission.

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