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APR 17 2006

Missouri Public
Service Commission

American Fiber Network, Inc.; AFN, Inc.

Full Company Name (Do not abbreviate, yet include any Commission approved
AKA/DBA/Fictitious Name, if applicable.)

COMPETITIVE LOCAL EXCHANGE CARRIER

and / or

INTEREXCHANGE TELECOMMUNICATIONS CARRIER

ANNUAL REPORT

TO THE

MISSOURI PUBLIC SERVICE COMMISSION

For The Year Ending December 31, 2005

Douglas Bethell
American Fiber Network, Inc. - CLEC/IXC
9401 Indian Creek Parkway, Suite 140
Overland Park, KS 66210

CLEC-IXC

Annual Report of American Fiber Network, Inc.
for the year ending December 31, 2005

1.

State in full the exact 'certificated' name of the Competitive Local Exchange Carrier (CLEC) and/or Interexchange Telecommunications Carrier (IXC):
(Do not abbreviate; yet include any Commission approved AKA/DBA/Fictitious Name, if applicable.)

AMERICAN FIBER NETWORK, INC.

2. State in full the company's street address, mailing address, telephone number, fax number, and e-mail address*:

9401 INDIAN CREEK PARKWAY, STE 140
OVERLAND PARK, KS 66216
PH: 913-338-2658 FAX: 913-661-0538
doug.bethell@afn1td.com

3. Is the utility certificated as a Competitive Local Exchange Carrier? If yes, state effective date (contained in Commission Order approving) of certification by the MO Public Service Commission and associated case number (original certificate or merger/name change if name on tariff effected):

Date (e.g. 00/00/0000): 3/13/2000 Case No: TA-2000-305

4. Is the utility certificated as a Interexchange Telecommunications Carrier? If yes, state effective date (contained in Commission Order approving) of certification by the MO Public Service Commission and associated case number (original certificate or merger/name change if name on tariff effected):

Date (e.g. 00/00/0000): 3/13/2000 Case No: TA-2000-305

5. Was the company certificated in Missouri under any other name(s)? If yes, please provide all names and time periods involved since the original certification:

NO

6. This Competitive Local Exchange/Interexchange Telecommunications Carrier is a (Check box with an X) and if different than certificated name listed above (e.g. parent corporation name) or if 'Other' is identified, explain:

<input checked="" type="checkbox"/>
<input type="checkbox"/>
<input type="checkbox"/>

Corporation
Partnership
Sole Proprietorship

<input type="checkbox"/>
<input type="checkbox"/>
<input type="checkbox"/>

LLC
LP
Other - Explain

7. State in full the name, street address, telephone number, and e-mail address* of the individual completing/verifying this Annual Report:

DOUGLAS C. BETHELL
9401 INDIAN CREEK PARKWAY, STE 140
OVERLAND PARK, KS 66216
913-338-2658 doug.bethell@afn1td.com

(*) Required if available. State n/a (not available) if no e-mail address is available.

CLEC-IXC

Annual Report of American Fiber Network, Incfor the year ending December 31, 2005

8. Under the laws of what state is the Competitive Local Exchange/Interexchange Telecommunications Carrier organized:

DELAWARE

9. Whether a corporation or not, give the particulars called for below concerning the principal or general officers of the Competitive Local Exchange/Interexchange Telecommunications Carrier at the end of the year:

Date Office Assumed	Title of General Officer	Name of Person Holding Office
<u>7/1/05</u>	<u>PRESIDENT</u>	<u>JAY O. WRIGHT</u>
<u>7/1/05</u>	<u>SECRETARY</u>	<u>GEOFFREY B. AMEND</u>

10. Please provide a listing of all mergers, consolidations, and reorganizations, completed during the last year.

PURCHASED BY MOBILEPRO, CORP. ON 6/30/05. STOCK
PURCHASE 100%.

CLEC-IXC

Annual Report of

American Fiber Network, Inc.for the year ending December 31, 2005

11. Please provide the following information concerning Total Company and gross intrastate operating revenues (i.e., Missouri Jurisdictional) Revenues for this Calendar Year: 2005

Revenues:

Total Company MO Jurisdictional

Operating Revenues* from Telecommunication Services

6,325,489 944,305

Access Fee Revenues

Federal USF Subsidies

State USF Subsidies

Other Revenues

TOTAL REVENUES

6,325,489 944,305

MO Jurisdictional should match Statement of Revenue
(MoPSC Assessment)

* Missouri Revised Statutes §386.020(53)

(53) "Telecommunications service", the transmission of information by wire, radio, optical cable, electronic impulses, or other similar means. As used in this definition, "information" means knowledge or intelligence represented by any form of writing, signs, signals, pictures, sounds, or any other symbols. Telecommunications service does not include:

(a) The rent, sale, lease, or exchange for other value received of customer premises equipment except for customer premises equipment owned by a telephone company certificated or otherwise authorized to provide telephone service prior to September 28, 1987, and provided under tariff or in inventory on January 1, 1983, which must be detariffed no later than December 31, 1987, and thereafter the provision of which shall not be a telecommunications service, and except for customer premises equipment owned or provided by a telecommunications company and used for answering 911 or emergency calls;

(b) Answering services and paging services;

(c) The offering of radio communication services and facilities when such services and facilities are provided under a license granted by the Federal Communications Commission under the commercial mobile radio services rules and regulations;

(d) Services provided by a hospital, hotel, motel, or other similar business whose principal service is the provision of temporary lodging through the owning or operating of message switching or billing equipment solely for the purpose of providing at a charge telecommunications services to its temporary patients or guests;

(e) Services provided by a private telecommunications system;

(f) Cable television service;

(g) The installation and maintenance of inside wire within a customer's premises;

(h) Electronic publishing services; or

(i) Services provided pursuant to a broadcast radio or television license issued by the Federal Communications Commission;

CLEC-IXC Annual Report of American Fiber Network, Inc.
for the year ending December 31, 2005

12. Local Exchange Carriers Federal/State Low-Income/Disabled Universal Service Fund Subscribers

Background and Purpose: To ascertain on a monthly basis the number of subscribers being provided federal and/or Missouri low-income/disabled support as being reported to USAC (federal support, Form 497) and the fund administrator of the Missouri programs (Missouri support).

Calendar Year 2005

Month	Number of Missouri Low Income subscribers	Number of Missouri Disabled subscribers
January	0	0
February		
March		
April		
May		
June		
July		
August		
September		
October		
November		
December		
TOTAL:	0	0

for year ending December 31, 2005Competitive Local Exchange Carrier RESIDENTIAL RETAIL ACCESS LINE REPORT

Note: This page is for retail sales only. Do not report the number of lines you are providing on a wholesale basis.

Exchange (Use name in the tariff)	Full Facilities Lines	LINE P Partial Facilities Lines	Other Resale Lines	CLEC Pure Resale Lines
ARNOLD				2
BATTLEFIELD				1
BLUESPRINGS				
BRANSON		28		10
BRANSON WEST				1
BRENTWOOD				5
CHESTERFIELD				19
CLAYTON				2
CREVE COEUR				36
GLENDALE		1		
GRANDVIEW		2		
HOLLISTER				1
JENNIFER		1		2
INDIAN POINT		1		
KANSAS CITY		3		
KIRKWOOD				1
LEES SUMMIT				3
LIBERTY		1		
MARYLAND HEIGHTS				5
O'FALLON				1
ST CHARLES				11
ST JOSEPH				1
ST LOUIS		3		39
SHELL KNOB		1		
SPRINGFIELD		1		2
ST CHARLES COUNTY				10
ST LOUIS COUNTY				3
WALNUT SHADE				1
WILDWOOD				6
NORTH KANSAS CITY				
TOTALS:	0	42	0	167

for year ending December 31, 2005Competitive Local Exchange Carrier **BUSINESS** RETAIL ACCESS LINE REPORT

Note: This page is for retail sales only. Do not report the number of lines you are providing on a wholesale basis.

Exchange (Use name in the tariff)	Full Facilities Lines	Partial Facilities Lines	Other Resale Lines	Pure Resale Lines	Data/ISP-Only Lines
BLUE SPRINGS		3			
BUTLER				5	
CLINTON				5	
FORSYTH		6			
HOLLISTER				1	
INDEPENDENCE				2	
JOPLIN				1	
KANSAS CITY				141	
LEES SUMMIT				2	
NORTH KANSAS CITY				5	
REEDS SPRINGS				10	
ST LOUIS				5	
WALNUT SHADE				3	
BRANSON		800		223	
BRANSON WEST		3			
TOTALS:	0	812	0	403	

**Instructions for completing the
Competitive Local Exchange Carrier Access Line Report**

I. BACKGROUND

Effective August 28, 2005, Section 392.245.5 requires the Missouri Public Service Commission (MoPSC) to "maintain records of regulated providers of local voice service, including those regulated providers who provide local voice service over their own facilities, or through the use of facilities of another provider of local voice service." The MoPSC is to use these records in reviewing an incumbent local exchange telephone company's request for competitive status in an exchange.

II. PURPOSE

The purpose of this portion of the Annual Report is to ascertain, on an exchange specific basis, the number of voice-grade equivalent access lines in service being provided by your company in each exchange (as identified in your tariff) in Missouri. Information is sought for residential and business voice-grade equivalent access lines on an exchange-by-exchange basis. **Please use the exchange names listed in your tariffs.** Further, information is sought on the following ways of provisioning each access line: (A) full-facilities; (B) partial facilities; (C) Other resale, (D) pure resale, and (E) data or ISP-only.

Please do not report the number of lines used only for internal company purposes.

III. WHAT IS MEANT BY "LOCAL VOICE SERVICE"?

Local voice service means two-way voice service capable of receiving calls from a provider of basic local telecommunications services as defined by subdivision (4) of section 386.020, RSMo.

IV. WHAT IS MEANT BY "VOICE-GRADE" EQUIVALENT LINES?

You are to report voice-grade equivalent lines. Count as one voice-grade equivalent line: traditional analog POTS lines, Centrex-CO extensions, and Centrex-CU trunks. Count lines based on how they are charged to the customer rather than how they are physically provisioned. For example, count Basic Rate Integrated (BRI) and Digital Network (ISDN) Services lines as two voice-grade equivalent lines. Report 8 voice-grade equivalent lines if a customer buys 8 trunks that happen to be provisioned over a DS1 circuit. If a customer buys a DS1 circuit that is provided as channelized service, report 24 voice-grade equivalent lines, even if there is some indication that the customer is only using 8 of the derived lines. Thus, a voice-grade equivalent line is a line that directly connects an end user to a carrier and allows the end user to originate and terminate local telephone calls on the public switched network.

Voice-grade equivalent lines include high capacity (DS1, DS-3, etc.) lines that are channelized to provide voice-grade service. In such instances, it is the number of channels available for voice traffic to/from the public switched network that should be counted as voice-grade equivalent access lines. **Note for competitive LECs providing local exchange service over hybrid fiber-coaxial cable television systems:** Count your records and report how many voice-grade equivalent lines are being billed.

**Instructions for completing the
Competitive Local Exchange Carrier Access Line Report Con'td.**

V. WHAT IS MEANT BY "FULL FACILITIES LINES"?

For retail services, full facilities lines are those lines in which CLEC or its affiliate owns the switch and the local loop.

VI. WHAT IS MEANT BY "PARTIAL FACILITIES LINES"?

Partial facilities lines are those lines in which the CLEC or its affiliate owns either the switch or the local loop, but not both.

VII. WHAT IS MEANT BY "OTHER RESALE LINES"?

Other resale lines are those lines which a CLEC leases from the incumbent local exchange carrier at a negotiated or arbitrated rate that is not simply a discount off the incumbent's tariffed rate(s). (Examples include UNE-P arrangements, arrangements purchased via a commercial agreement.)

VIII. WHAT IS MEANT BY "PURE RESALE LINES"?

Pure resale lines are those lines which a CLEC leases from the incumbent local exchange carrier at a discount from the incumbent's tariffed rate.

IX. WHAT IS MEANT BY "DATA or INTERNET SERVICE PROVIDER-ONLY LINES"?

Data or Internet Service Provider-Only lines are those lines that are used strictly for data purposes.

X. WHAT IS MEANT BY "EXCHANGE"?

"Exchange", as defined in Missouri Revised Statutes §386.020(16), is a geographical area for the administration of telecommunications services, established and described by the tariff of a telecommunications company providing basic local telecommunications service.

Submitting this Annual Report is an "option" through EFIS.

A registered official company representative is authorized to utilize this option, type in all necessary information below, including the Notary's information (pursuant to Sections 432.200 and 432.295). After submitting the Annual Report through EFIS, you will receive a BMAR (confirmation) number. Indicate that BMAR number on the original and retain for your records.

CLEC-IXC

Annual Report of

AMERICAN FIBER NETWORK, INC

for the year ending December 31, 05

VERIFICATION

The foregoing report must be verified by the oath of the President, Treasurer, General Manager or Receiver of the company. The oath required may be taken before any person authorized to administer an oath by the laws of the State in which the same is taken

OATH

State Of

KANSAS

County Of

JOHNSON

} ss:

DOUGLAS C. BETHELL

makes oath and says that

(Insert here the name of the affiant)

s/he is

CEO

(Insert here the official title of the affiant)

of

AMERICAN FIBER NETWORK, INC

(Insert here the exact legal title or name of the respondent)

that s/he has examined the foregoing report; that to the best of his or her knowledge, information, and belief, all statements of fact contained in the said report are true and the said report is a correct statement of the business and affairs of the above-named respondent.

JANUARY 1

, 2005

, to and including DECEMBER 31, 2005

X Douglas C. Bethell
(Signature of affiant)

Subscribed and sworn to before me, a

in and for the

State and county above named, this

14

day of

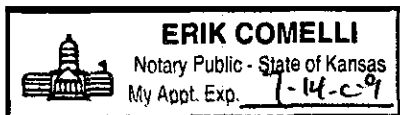
APRIL

, 2006

My Commission expires

7-14-09

, 20



Erik Comelli
(Signature of officer authorized to administer oaths)

Missouri Revised Statutes § 392.210

Original in its entirety must be mailed (if not utilizing EFIS) to:

Manager of the Data Center

MoPSC, 200 Madison Street, Suite 100

Jefferson City, MO 65101 (P.O. Box 360, 65102-0360)

Missouri Public Service Commission 2005 Annual Report Excel Form & EFIS Instructions

Questions about the annual report form or its contents may be submitted to: Janis E. Fischer at (573)-751-4257 or by e-mail at Janis.Fischer@psc.mo.gov. The completed document should be submitted under EFIS (accessible from the Commission's Web page (<http://psc.mo.gov>) or mailed to: Manager of the Data Center, Missouri Public Service Commission, 200 Madison Street, Suite 100, P.O. Box 360, Jefferson City, MO 65102-0360.

This report is due on or before April 15th. Failure to timely file this report could result in penalties up to \$100 for every day the report is late.

- The files are "read only". You must save or copy the files to your hard drive or a diskette in order to input information into the annual report form.
- When you enter the company name and annual report year on the "cover", the same information will be automatically populated on all the pages of the annual report.
- If additional space is needed for entering information on a specific page, please insert a page and copy the existing page template.
- After the annual report is completed, save the file, print the form and prepare for mailing or electronically submitting through EFIS, as a non-case related submission.

Instructions for EFIS Submission of Annual Report

In EFIS select:

- Click on Filing/Submission
- Click on Non-Case Related Submission
- Type of Utility- Click on drop down menu and select CLEC, IXC, ILEC or STS (requires separate submissions if company is certificated/registered individually for more than one Sub-Type)
- Company Name- Click on drop down menu to select certificated company name
- Type of Submission- Click on drop down menu to select Annual Report (MO PSC)
- PSC Calendar Year - Type 2005
- Applicable Case No. - DO NOT ENTER INFORMATION
- Date- Populates automatically
- Comments- Type 2005 Annual Report
- Click on Continue
- Click on Browse - select the file that contains the completed annual report
- Click Attach
- Click on Done with Attach
- Click on Submit (Public version will allow viewing by all)
- This process will complete the submission and assign a non-case related number (BMAR-2006-xxxx).

RETAIN:

A screen print of the BMAR submission confirmation and the original verification as completed by the President, Treasurer, General Manager or Receiver of the company.

AFN, Inc.

9401 Indian Creek Parkway, Suite 140
Overland Park, KS 66210

1291 U.S. POSTAGE PB 2236729
0457 000.870 APR 14 06
2511 66210

MANAGER OF THE DATA CENTER
MoPSC, 200 MADISON STREET, STE 100
JEFFERSON CITY, MO 65101

